In accordance with Rule 3.61(1) of the Insolvency (Scotland) (Company Voluntary Arrangements and Administration) Rules 2018 & Paragraph 84(1) of Schedule B1 of the Insolvency Act 1986.

AM23 (Scot)

Notice of move from administration to dissolution

Companies House

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	S C 1 0 1 0 9 9
Company name in full	CLARK RETAIL LIMITED

→ **Filling in this form**
Please complete in typescript or in bold black capitals.

2 Court details

Court name	Court of Session, Scotland
Court number	P 3 8 8 / 2 2

3 Administrator's name

Full forename(s)	Mark James Tobias
Surname	Banfield

4 Administrator's address

Building name/number	PricewaterhouseCoopers LLP
Street	7 More London Riverside
Post town	London
County/Region	
Postcode	S E 1 2 R T
Country	United Kingdom

AM23 (Scot)
Notice of move from administration to dissolution

5 Administrator's name ❶

Full forename(s)	Rachael Maria
Surname	Wilkinson

❶ **Other administrator**
Use this section to tell us about another administrator.

6 Administrator's address ❷

Building name/number	PricewaterhouseCoopers LLP
Street	3 Forbury Place
	23 Forbury Road
Post town	Reading
County/Region	Berkshire
Postcode	R G 1 3 J H
Country	United Kingdom

❷ **Other administrator**
Use this section to tell us about another administrator.

7 Final progress report

☑ I have attached a copy of the final progress report.

8 Sign and date

Administrator's signature	Signature X [signature] X
Signature date	d0 d8 m0 m5 y2 y0 y2 y5

AM23 (Scot)

Notice of move from administration to dissolution

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Sarah Robson
Company name	PricewaterhouseCoopers LLP
Address	Level 8, Central Square
	29 Wellington Street
Post town	Leeds
County/Region	West Yorkshire
Postcode	L S 1 4 D L
Country	United Kingdom
DX	
Telephone	0113 289 4000

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed the form.

Important information

All information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh.

Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Continuation page
Name and address of insolvency practitioner

✓ What this form is for
Use this continuation page to tell us about another insolvency practitioner where more than 2 are already jointly appointed. Attach this to the relevant form. ❶
Use extra copies to tell us of additional insolvency practitioners.

✗ What this form is NOT for
You can't use this continuation page to tell us about an appointment, resignation, removal or vacation of office.

→ Filling in this form
Please complete in typescript or in bold black capitals.

All fields are mandatory unless specified or indicated by *

1 Appointment type

Tick to show the nature of the appointment:

- ☑ Administrator
- ☐ Administrative receiver
- ☐ Receiver
- ☐ Manager
- ☐ Nominee
- ☐ Supervisor
- ☐ Liquidator
- ☐ Provisional liquidator

❶ You can use this continuation page with the following forms:
- VAM1, VAM2, VAM3, VAM4, VAM6, VAM7
- CVA1, CVA3, CVA4
- AM02, AM03, AM04, AM05, AM06, AM07, AM08, AM09, AM10, AM12, AM13, AM14, AM19, AM20, AM21, AM22, AM23, AM24, AM25
- REC1, REC2, REC3
- LIQ02, LIQ03, LIQ05, LIQ13, LIQ14,
- WU07, WU15
- COM1, COM2, COM3, COM4
- NDISC

2 Insolvency practitioner's name

Full forename(s)	Robert Nicholas
Surname	Lewis

3 Insolvency practitioner's address

Building name/number	PricewaterhouseCoopers LLP
Street	7 More London Riverside
Post town	London
County/Region	
Postcode	S E 1 2 R T
Country	United Kingdom

Joint Administrators' final progress report

Clark Retail Limited
For the period 9 November 2024 to 8 May 2025

In the Court of Session, Scotland
Clark Retail Limited - Case no. P388/22
(in Administration)

8 May 2025

pwc

Table of contents

Abbreviations and definitions

The following table shows the abbreviations and insolvency terms that may be used in this report:

Abbreviation or definition	Meaning
APA	The agreement for the sale of the business and assets of the McColl's administrations (including the Companies) to Alliance Property Holdings Limited dated 9 May 2022
APH / Purchaser	Alliance Property Holdings Ltd (the Purchaser) a wholly-owned subsidiary of Morrisons
Barclays Bank / Bank / Secured Creditor	Barclays Bank plc, acting as agent for the Lenders
CMA	The Competition and Markets Authority - the UK's competition regulator
Companies	Martin Retail Group Limited **(MRG)** Clark Retail Limited **(CRL)** - both in administration
CRL Period	The accounting period from 9 November 2024 to 8 May 2025
Firm / PwC	PricewaterhouseCoopers LLP
Group	McColl's Retail Group plc and its subsidiaries
HMRC	HM Revenue & Customs
IA86	Insolvency Act 1986, as amended
IRS(CVAA)18	Insolvency (Scotland)(Company Voluntary Arrangements and Administration) Rules 2018 (applicable for Scottish-registered companies)
Joint Administrators / Administrators / we / us / our	Mark James Tobias (Toby) Banfield, Rachael Maria Wilkinson and Robert Nicholas Lewis of PwC
LBTT	Land and Buildings Transaction Tax (the Scottish equivalent of Stamp Duty Land Tax)
Lenders	A syndicate of lenders providing lending to the Group with an outstanding liability of approximately £160m secured by fixed and floating charges over all the Companies' assets. Barclays Bank acts as agent for the Lenders.
LTO	Licence to Occupy
Net property	The value realised from assets subject to the secured creditors' floating charges, less costs of realisation and administration and less any amounts owed to preferential creditors.
McColl's administrations	McColl's Retail Group plc (**PLC**) - Co. No. 08783477 - Case No. CR-2022-001341 Martin McColl Limited (**MML**) - Co. No. 00298945 - Case No. CR-2-22 - 001342

	Dillons Stores Limited (**DSL**) - Co. No. 03498958 - Case No. CR-2022-001343 Smile Stores Limited (**SSL**) - Co No. 00641258 - Case No. CR-2022-001344 Clark Retail Limited (**CRL**) - Co. No. SC101099 - Case No. P388/22 Martin Retail Group Limited (**MRG**) - Co. No. SC013840 - Case No. P389/22 - all in administration Charnwait Management Limited (**CML**) - Co. No. 04444181 - Case No. CR-2-22-001340 - formerly in administration and dissolved on 15 August 2024
Morrisons	Wm Morrison Supermarkets Limited
MRG Period	The shortened accounting period from 18 February 2025 to 8 May 2025
Ordinary preferential creditors	Creditors with claims defined in IA86 as ordinary preferential debts: These include claims for: unpaid remuneration earned in the four months before the relevant date of the insolvency up to a maximum of £800, an unlimited amount of accrued holiday pay, and unpaid pension contributions in certain circumstances
Prescribed Part	The amount set aside for Unsecured Creditors from floating charge funds in accordance with section 176A IA86 and the Insolvency Act 1986 (Prescribed part) Order 2003. This is calculated as a proportion of a company's Net property, but subject to a maximum of £600,000
Proposals	Joint Administrators' proposals for achieving the purpose of the administration dated 27 May 2022
RCF	Revolving Credit Facility
R&P	Receipts and payments account/account of our intromissions
ROT	Retention of Title
Sch B1 IA86	Schedule B1 to the Insolvency Act 1986
Secured creditors	A creditor with security in respect of their debt, in accordance with section 248 IA86, in this case, the Lenders
Secondary preferential creditors	Creditors with claims defined in IA86 as secondary preferential debts to be paid after ordinary preferential debts, if there are sufficient funds These include claims for certain HMRC debts owed at the date of insolvency, consisting of VAT and relevant amounts deducted by the Company from payments due to another taxpayer and due to be paid over to HMRC (e.g. PAYE, employee NICs and Construction Industry Scheme deductions). Penalties and interest do not form part of HMRC's preferential claim
SIP	Statement of Insolvency Practice. SIPs are issued to insolvency practitioners under procedures agreed between the insolvency regulatory authorities. SIPs set out principles and key compliance standards with which insolvency practitioners are required to comply
SIP 2	Investigations by Office Holders in Administrations and Insolvent Liquidations and the Submission of Conduct Reports by Office Holders

SIP 9	Statement of Insolvency Practice 9: Payments to insolvency office holders and their associates
SIP 16	Statement of Insolvency Practice 16: Pre-packaged sales in administrations
TUPE	Transfer of Undertakings (Protection of Employment) Regulations 2006
Unsecured creditors	Creditors who are neither secured nor preferential

This report has been prepared by Mark James Tobias (Toby) Banfield, Rachael Maria Wilkinson and Robert Nicholas Lewis as Joint Administrators of the Companies, solely to comply with the Joint Administrators' statutory duty to report to creditors under IRS(CVAA)18 on the progress of the administration, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.

This report has not been prepared in contemplation of it being used, and it is not suitable to be used, to inform any investment decision in relation to the debt of or any financial investment in the Company.

Any estimated outcomes for creditors included in this report are illustrative only and cannot be relied upon as guidance as to the actual outcome for creditors.

Any persons choosing to rely on this report for any purpose or in any context other than under IRS(CVAA)18 do so at their own risk. To the fullest extent permitted by law, the Joint Administrators do not assume any liability in respect of this report to any such person.

Please note you should read this report in conjunction with the Joint Administrators' previous reports issued to the Companies' creditors, which can be found at www.pwc.co.uk/mccolls. Unless stated otherwise, all amounts in this report and appendices are stated net of VAT.

Mark James Tobias (Toby) Banfield, Rachael Maria Wilkinson and Robert Nicholas Lewis have been appointed as Joint Administrators of the Companies to manage their affairs, business and property as their agents and act without personal liability. Both are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The Joint Administrators are bound by the Insolvency Code of Ethics which can be found at: https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics

The Joint Administrators may act as controllers of personal data as defined by UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the Joint Administrators. Personal data will be kept secure and processed only for matters relating to the Joint Administrators' appointment. Further details are available in the privacy statement on the PwC.co.uk website or by contacting the Joint Administrators.

PricewaterhouseCoopers LLP is a limited liability partnership registered in England with registered number OC303525. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 6RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.

Key messages

Why we've sent you this report

We're pleased to let you know that our work in the administration of the Companies is now complete and so, we set out below our final report.

You can still view our earlier reports on our website at www.pwc.co.uk/mccolls. Please get in touch with Sarah Robson at uk_mccolls_generalenquiries@pwc.com if you need the password to access the reports.

How much creditors have received

The following table summarises the final outcome for creditors:

Outcome for secured creditors		
What secured creditors were owed:		**£ 164.3 million**
	% Recovery	Forecast timing
What secured creditors recovered:	100%	Paid

Dividend information	Actual return	Total amount paid (£)	Previous estimate	Timing
For ordinary preferential creditors	n/a	Nil	n/a	n/a
For secondary preferential creditors				
CRL	100%	27,440	100%	Paid
MRG	100%	1,727,031	100%	Paid
For unsecured creditors:				
CRL *	42.01% (Prescribed Part only)	28,319	41.85% (Prescribed Part only)	Paid
MRG *	56.9% (Prescribed Part only)	600,000	30-40% (Prescribed Part only)	Paid

** The increased dividend was because the final total admitted claims for dividends were less than previously anticipated at the time of our previous report.*

Secured creditors

As we have explained in our previous reports, at the date of appointment, the McColl's administrations including CRL and MRG had an outstanding liability of approximately £160m, secured by fixed and floating charges over all the McColl's administrations assets. This comprised an RCF of £99.17m (plus interest and charges) and a term loan of £60m (plus interest and charges), both of which were fully drawn.

Barclays Bank plc (acting as agent for the Lenders) provided a redemption statement detailing the outstanding capital and interest on the term loan and RCF as at 13 May 2022 totalling £160,683,648 as follows:

	Principal £	Interest £	Default interest £	Total interest £	Total Principal and interest £
RCF	99,170,000	737,889	10,867	748,757	99,918,757
Term loan	60,000,000	758,315	6,575	764,890	60,764,890
Total	**159,170,000**	**1,496,205**	**17,443**	**1,513,648**	**160,683,648**

In addition, there was a requirement under the loan agreements to send to Barclays Bank sufficient funds to cover professional fees incurred by the Lenders and the deferred arrangement fee, totalling £3,574,254. On 13 May 2022, the sum of £164,257,902 was remitted to Barclays Bank from the administration estates, representing the principal sums, total interest and the deferred arrangement fee. This was followed by a payment of £47,565.60 to US Bank Trustees Ltd in respect of the professional fees incurred by the Lenders, repaying the Lenders in full under their fixed charge.

Of the above amount, the following amounts have been attributed to and paid by the Companies:

Entity:	**£**
MRG	36,709,357
CRL	98,277
Total	**36,807,634**

These amounts can be seen as a distribution to the chargeholder in the R&Ps at Appendix B. The values shown here are different to the amounts stated in our previous progress report due to a further reallocation in the MRG and CRL Periods, as a result of adjustments required following additional receipts and payments. This reallocation exercise ensures the correct allocation of the chargeholder payment across the Group by each of the Companies, which is based on the final level of realisations available for creditors. The remainder of the amount remitted to the Secured Creditors was made by other administration entities in the Group.

Ordinary preferential creditors (mainly employees)

As we previously reported, the Companies had no employees (as all employees sat within another company within the Group). Additionally there were no Ordinary preferential creditors listed on the statements of affairs and as anticipated we did not receive any Ordinary preferential creditor claims throughout the duration of the administration of the Companies.

Secondary preferential creditors (HMRC)

The directors' statement of affairs dated 4 July 2022 showed secondary preferential claims of £2,808,082 in MRG. The statement of affairs for CRL indicated that there were no secondary preferential creditor claims in that company. As these Companies are part of a VAT group, they are jointly and severally liable for the secondary preferential VAT debt.

The total preferential claim received and admitted from HMRC across the McColl's administrations following adjudication was £9,228,433. This increased from HMRC's initial submitted claim as their claim was updated following submission of a pre-appointment VAT return during the period of administration. Given that the entirety of HMRC's claim was in relation to VAT, it was considered appropriate to allocate the claim across the Companies based on the proportion of sales proceeds from stock that was allocated to each entity (given that VAT arises on sales and these sales will have been from stock).

Of the total admitted preferential claim from HMRC, the amounts distributed as a preferential dividend from each estate were as follows:

- MRG: £1,727,031
- CRL: £27,440

Total: £1,754,471

These amounts are shown on the R&P at Appendix B. The remainder of HMRC's secondary preferential claim was settled by the other companies within the McColl's administrations. In total, the admitted secondary preferential creditor claim from HMRC has been paid in full across the McColl's administrations. Per the terms of the APA, APH was required to settle the ultimate preferential claim in full and these funds were received from APH in a prior period.

Unsecured creditors

As we have previously reported, due to the way in which the Group accounted for its business on a consolidated basis, the creditors' position would depend on which entity the creditors prove their claims in and would remain uncertain until this process was complete. The position regarding creditor claims and the potential outcome for Unsecured creditors has therefore been considerably more complex and uncertain than is usual. In many instances, the creditors submitting claims were themselves unclear which entity their claim should be made against.

As we have previously advised, we sought legal advice in respect of this matter and developed a strategy for dealing with creditor claims, to ensure that they were dealt with as accurately as possible, issuing a bespoke statement of claim form to creditors. We also undertook work to ascertain the correct entity to which creditor claims should be made and requested further information from creditors where required.

We previously advised creditors that an additional complexity was the volume of landlords in the Group, a number of which were expected to have dilapidation claims. As the LTO has now completed, the adjudication of landlord claims has progressed and been finalised in the periods covered by this report.

Distributions in the periods covered by this report

We reported previously that the primary reason that we were unable to declare and pay a dividend to the unsecured creditors of the Companies was due to the numerous landlords that were not in a position to quantify and submit unsecured claims, due to the ongoing LTOs in each of the Companies. As this workstream has now concluded, along with claims adjudication, we have now paid first and final dividends to unsecured creditors of the Companies, as detailed earlier in this report.

What you need to do

This report is for your information and you don't need to do anything.

What happens next

In line with our Proposals approved by creditors, we filed notice of move from administration to dissolution on 8 May 2025. The Companies will be dissolved three months after the notice has been registered by the Registrar of Companies.

Dissolution was the most appropriate exit route as the Joint Administrators realised all assets of the Companies, finalised LTO matters and distributed the funds in the administrations to the secured, preferential and unsecured creditors.

Further, the Joint Administrators have no outstanding matters that would warrant the administrations to be extended. The Joint Administrators have complied with their statutory obligations and received no objections from HMRC to closure and will proceed with dissolution.

As decided by the general body of creditors, we will be discharged from liability in respect of any of our actions as Joint Administrators 14 days after we cease to act as Joint Administrators of the Companies. We stated in our Proposals that we believed there would be no funds available to distribute to the unsecured creditors, other than via the Prescribed Part. Therefore, as no committee had been appointed, it was anticipated that the secured creditor and the secondary preferential creditor would have the responsibility of determining the timing of our discharge from liability. However, as the secured creditor and secondary preferential creditors of the Companies have been paid in full, we asked the unsecured creditors of the Companies to decide on the timing instead.

Overview of our work

Why we were appointed

You may recall from our previous reports that when we were appointed, the position was as follows:

McColl's Retail Group plc, together with its subsidiary entities, operated a chain of c.1,200 convenience retail stores and newsagents across the UK. The Group employed c.16,000 people across its stores and head office. The majority of the Group's stores were traded under the McColl's brand in England and RS McColl in Scotland with a number operating as Morrisons Daily under an agreement with Morrisons, the Group's largest supplier.

The Group had faced increasing financial pressure over a number of years as a result of COVID-19 related challenges and most recently, supply chain challenges which created issues with product availability. This resulted in a reduction in trading performance and the Group was loss making in 2021 and 2022.

In December 2020 the Group was in breach of its banking covenants and requested the Lenders provide waivers. The requested waivers were provided by the Lenders and the Lenders agreed to further amendments and waivers of the Senior Facilities in February 2021.

In December 2021, the Group issued its three-year business plan, which identified a significant funding requirement. The Group initially entered into discussions with Morrisons (as the largest supplier to the Group) and the Lenders, with a view to agreeing a funding deal to enable the business to continue as a going concern. Morrisons put forward several restructuring proposals, but none of these were on terms which were acceptable to the Lenders.

On 9 May 2022 the directors of the Companies filed a Notice of Intention to appoint Administrators and later that same day the Administrators were appointed (along with taking appointments over the other Group companies).

A pre-packaged sale of most of the business and assets of the Companies was completed on 9 May 2022 to the Purchaser which resulted in all open stores at the date of appointment, along with all employees, transferring to the Purchaser; an obligation on the Purchaser to pursue a scheme rescue in respect of the pension schemes and cash consideration which would see all Secured and Secondary preferential creditors paid in full.

The Joint Administrators confirm that the sale enabled the statutory purpose to be achieved and would provide the best available outcome for creditors as a whole under the circumstances because:

- The sale of the business generated higher realisations than if the assets were sold on a piecemeal basis;
- All of the employees transferred under TUPE; and
- Placing the Companies into liquidation would have resulted in costs in excess of asset realisations, thereby resulting in a worse outcome for all classes of creditors.

This has resulted in all secured and secondary preferential creditors being paid in full and has enabled Prescribed Part distributions to be to the unsecured creditors of the Companies.

The pre-packaged sale meant that significantly more value was realised for the assets than would have been achieved had a pre-packaged sale not occurred. The transfer of employees to the Purchaser and the LTO that was granted to the Purchaser to enable leases to be assigned, has meant that a large number of creditor claims were mitigated.

Asset realisations

Pre-packaged sale

We set out in the section above details of the pre-packaged sale that was completed following the appointment of the Joint Administrators on 9 May 2022. Further details in respect of this sale are available in our Proposals and SIP 16 statement, both of which are available on our website stated earlier in this report.

The total consideration achieved by the sale was £182.1m plus a further contingent amount up to £8m available for unsecured creditors across the seven entities, and a commitment to settle the final adjudicated preferential claim in full.

The contingent consideration that was crystallised as available for distribution for the seven entities was £4m, as a result of certain payments that were required to be paid during the period by APH and were subsequently reimbursed to APH from the £8m contingency consideration under the APA.

The amount of sales consideration allocated to the Companies can be seen in the R&P at Appendix B. The sales proceeds were allocated to the Companies based on the store portfolio. The exercise to allocate the sales proceeds amongst the Companies was a complex exercise and required detailed analysis of the Companies' books and records to determine how the proceeds were to be allocated amongst the different asset classes.

Bank interest

During the reporting period the following bank interest has been received:

	During the periods covered by this report	Total received during the administrations
Entity:	**£**	**£**
MRG	-	844,174
CRL	-	17,307
Total	**-**	**861,481**

All bank accounts were removed from interest-bearing prior to the ending of the administrations to enable completion of the corporation tax computations, with final interest being applied to each account in the prior period.

Tax refunds

During the reporting period, VAT repayment interest that had been received into MRG in the prior period from HMRC in respect of the quarters ended 31 March 2024 and 30 June 2024 was paid to other group companies. The repayment interest was received from HMRC in a prior period into MRG, which was the representative member of the VAT group and allocated across the VAT group according to the Companies' share of the total VAT repayment due from HMRC for these periods.

Monies requiring allocation on appointment (MRG only)

On appointment there was a balance of c.£1.3m that required allocation between MRG and APH, with over £1.2m of the balance relating to monies received by Apprentice Team Limited for apprenticeship funding. During the administration, a full reconciliation of the monies received was conducted on a receipt by receipt basis. The funds belonging to MRG were made up of £539K Apprentice team monies, ATM commission £6K, Group income protection monies £5K, Subtenancy receipts £9K, Photo-Me commission £4K and HMCTS monies of £2K. The balance of funds were returned to APH.

Debtors and cash at bank (MRG only)

The pre-appointment bank account balance totalled £5m and these monies were swept into the MRG administration bank account shortly following our appointment.

As we detailed in our previous reports, the debtors of MRG were not transferred as part of the transaction and therefore remained an asset of the administration estates.

On appointment, the outstanding debtor ledger for MRG totalled c.£8.2m relating to supplier income, coupons and home news delivery debt, with an anticipated realisable value of £2.8m as per the directors' statement of affairs. We significantly exceeded the anticipated realisable value in respect of book debts, with £4.9m being realised. This includes £0.3m of debtor receipts which we advised in our previous reports had been collected by APH and was awaiting transfer to the Administrators' bank account. This transfer has been completed.

The collection of the debtor book is now finalised, with the collection agreement with APH, who were collecting out the debtor book as per the terms of the SPA now terminated. APH have been paid £751K of commission in relation to the collection work undertaken, with no further commission invoices payable.

In addition to the debtor collections, £2.2m was realised in relation to Post Office deposits that were received into the MRG bank account; these monies related to Post Office branch deposits that were made by the individual branches. We also received £345k in respect of Uber Eats income. These monies were received prior to our appointment but did not clear the MRG bank account until post administration.

Property

Assignments / termination of properties from the LTO

Our previous progress reports set out significant detail about the property work we have undertaken to date, which we therefore do not repeat here. At the end of the previous reporting period, the LTO had been finalised for both MRG and CRL. No further LTO extensions were required.

There was a benefit to the McColl's administrations creditors in providing these additional LTO extensions, as assignments generally confer a full release of liabilities associated with the properties for the administration estates. In practical terms, this provided mitigation against landlord claims for dilapidations and other items which can be material, thereby reducing the overall value of unsecured creditor claims admitted to rank for dividend purposes. This in turn has increased the actual dividend to the remaining creditors.

As a result of the conclusion of the LTO this has resulted in being able to declare and pay Prescribed Part dividends to the unsecured creditors of the Companies.

An overview of the aggregate property portfolio since the 9th of May 2022 to 8 May 2025 is set out below:

	Properties covered by the LTO as at 9th May 2022	Movements***	Revised Properties covered by the LTO as at 9th May 2022	Properties terminated as at 30 September 2024	Properties assigned as at 30 September 2024
Martin Retail Group Limited	71	1	72	15	57
Clark Retail Limited	3	-1	2	1	1
TOTAL	74	0	74	16	58

****The total number of properties displayed above differs from that reported in some of our earlier progress reports. This is as a consequence of gaps in the Companies' record keeping, such that additional leases held by the Companies were identified during the administration.This has been reflected in the 'Movements' column which updates the number of properties originally subject to the LTO*

Freehold Land and Property

As noted in our previous report, MRG owned a vacant lock up garage in Newton Means, Glasgow which did not transfer to the Purchaser as part of the sale. During the periods covered by this report, we instructed agents to deal with the sale of this property and realised sales proceeds of £16,200, which resulted in a net amount of £13,907.70 after the payment of relevant legal fees and expenses. The amount achieved was in excess of the valuation estimates obtained for this property. The proceeds of the sale are included within freehold land and property on the receipts and payments account at Appendix B.

Other property related matters

In our prior reports we advised that we were required to submit LBTT returns in respect of the certain properties to comply with our tax obligations. We are pleased to report that this workstream is now concluded for both MRG and CRL.

Rates refunds

As we have reported previously, The Workplace Company was engaged to assist with the collection of a number of rate refunds that were due to the Companies (as a result of the transfer of stores to the Purchaser/historical store closures etc). The Workplace Company had been assisting the Group in respect of rates refunds prior to appointment and therefore had knowledge of the Group and were best placed to assist with this workstream.

In addition, we have been liaising with rating authorities directly in respect of any credits following account closure. During the period covered by this report, £810 has been realised in relation to rates refunds in MRG and this is reflected on the receipts and payments account at Appendix B.

During the period of the administration, in respect of rates and other refunds, a total of £202,475 has been received by MRG and £745 has been received by CRL.

Other matters

Trust Claim Settlement (MRG only)

During the administration, the Administrators reached a settlement with a third party who had claimed that funds totalling c.£1.65m held in the Company's bank account at the date of appointment were subject to a trust. Having taken legal advice, the Administrators considered settlement to be in the best interests of the creditors as a whole and payment of £800k was made in full and final settlement, which can be seen on MRG's receipts and payments account at Appendix B.

Connected party transactions

To date, no assets have been disposed of by the Administrators to a party (person or company) with a connection to the directors, shareholders or Secured creditors of the Companies or their associates.

Other issues

As stated above, we have stayed in office to conclude the LTO process, allowing us to make dividend payments to the Unsecured creditors.

Since our last reports, we have undertaken the following work to conclude the administrations of the Companies:

- Obtaining approval to our interim claim to the unsecured creditors of CRL in respect of our fees and outlays incurred in the accounting period 9 November 2024 to 8 May 2025 (see Appendix C for more information);
- Obtaining approval to our claim to the unsecured creditors of MRG in respect of our fees and outlays incurred in the shortened accounting period 9 November 2024 to 17 February 2025 and in the final accounting period from 18 February 2025 (see Appendix C for more information);
- Obtaining approval from the creditors of the Companies to the Joint Administrators' discharge from liability;
- Submitted tax returns and determined that all tax matters have been suitably concluded, prior to ceasing to act (MRG only, as CRL corporation tax returns were submitted in the prior reporting period);
- Removing the Companies from the Group VAT registration and deregistering for VAT (MRG only as CRL had been deregistered for VAT in the prior reporting period);
- Submitting the Group VAT return for the period to 31 March 2025 for MRG, and preparing and submitting the VAT 426 form and VAT assignments for the Companies;
- Adjudicating the remaining unsecured creditor claims (MRG only);
- Distributing funds to the unsecured creditors via the Prescribed Part in CRL and MRG;
- Settling final expenses in the administrations; and
- Preparing and issuing our final report to creditors, Court and the Registrar of Companies and moving to dissolution.

We've now completed our work in respect of these matters.

Approval of our proposals

We issued to creditors our proposals dated 27 May 2022 for achieving the purpose of administration.

We said in our Proposals that we thought MRG and CRL would not have enough assets to pay a dividend to Unsecured creditors other than from the Prescribed Part.

This meant that we did not have to seek a decision from creditors regarding the approval of Proposals and our Proposals would be treated as approved if creditors did not request a decision in the required manner. As creditors did not request a decision to be sought, our Proposals were deemed approved on 10 June 2022. We attach a summary of our Proposals at Appendix A.

Investigations and actions

Nothing came to our attention during the administrations to suggest that we needed to do any more work in line with our duties under the Company Directors' Disqualification Act 1986 and SIP 2.

Tax clearance

We fulfilled our duties as proper officers for tax during the administration and filed VAT and corporation tax returns for all relevant accounting periods. HMRC no longer provides formal clearances but they have not raised any queries in relation to the tax returns submitted. Further, HMRC has not objected to the administration's ending.

Our final receipts and payments account

We set out in Appendix B an account of our final receipts and payments in the administration from 9 November 2024 to 8 May 2025 for CRL and 18 February 2025 to 8 May 2025 for MRG and for the duration of the Administrations from 9 May 2022 to 8 May 2025.

Our outlays

We set out in Appendix C a statement of the final outlays (expenses) that we incurred to the dates covered by this report.

Our fees

We set out in Appendix D an update on our remuneration which covers our fees, disbursements and other related matters.

Creditors' rights

More detailed information about the Administrators' remuneration and outlays, for the periods covered by this report and from when it entered administration on 9 May 2022, can be found in Appendix C.

Further information about the rights of creditors under the insolvency legislation in relation to insolvency practitioners' fees may be found at:
https://www.icas.com/__data/assets/pdf_file/0004/595336/Administration-creditor-guide-2022-final.pdf

You can also get a copy free of charge by emailing uk_mccolls_creditors@pwc.com or by telephoning Sarah Robson on 0113 289 4000.

Any creditor or creditors of the Companies representing in value at least 25 percent of the creditors may apply to the court not later than eight weeks after the end of an accounting period for an order that the Administrators' remuneration or outlays be reduced on the grounds that they are, in all the circumstances, excessive (in accordance with Rule 3.100 IRS(CVAA)18).

Next report

This is our final report and the Companies will be dissolved three months after the notice of move from administration to dissolution has been registered at Companies House.

If you've got any questions, please get in touch with us at uk_mccolls_generalenquiries@pwc.com, or telephone on 0113 289 4000.

Yours faithfully
For and on behalf of the Company

Toby Banfield
Joint Administrator

Appendices

Appendix A: Summary of our proposals

The Joint Administrators' Proposals dated 27 January 2022 were drafted in relation to all the Companies of the Group. The key areas discussed in the Joint Administrators' Proposals) were as follows:

1. The purpose being pursued in the administration was objective (b) namely, achieving a better result for the Companies creditors as a whole than would be likely if the Companies were wound up (without first being in administration), as it was not reasonably practicable to rescue the Companies as going concerns. The purpose has been achieved via the maximisation of asset realisations from the pre-packaged sale and the mitigation of creditor liabilities (via the transfer of all employees under TUPE to the Purchaser).

2. All c.16,000 employees transferred to the Purchaser.

3. We did not trade the business.

4. No connected party transactions took place.

5. As we thought that the Companies would have insufficient property to enable a distribution to the Companies Unsecured creditors, in accordance with Paragraph 52 (1) b of Schedule B1 to the IA86, no decision was sought on the approval of the Proposals.

6. Immediately following our appointment, the Companies' business and assets were disposed of via a pre-packaged sale. Full details of the Pre-packaged sale are detailed in the Joint Administrators' report to creditors on the pre-packaged sale of most of the business and its assets which can be found at www.pwc.co.uk/mcolls. The main terms are summarised below:

- On May 2022 most of the Companies' business and assets were sold to Alliance Property Holdings Limited, part of the Morrisons Group (Morrisons) as a going concern
- Total sales consideration was £182.1 m with a further £8m of contingent consideration available.
- The sale enabled the statutory purpose to be achieved and was the best available outcome for creditors as a whole as the transaction successfully transferred all 16,000 staff and nearly 1,200 stores across the UK
- The Purchaser also transferred to themselves the McColl's Group's two pension schemes which had more than 2,000 members
- Although the purchaser was a significant unsecured trade creditor of the Companies at the time of the transaction, the purchaser was not considered connected to the Companies for the purposes of SIP16 and/or Administration (Restriction on Disposal etc to Connected Persons) Regulations 2021.

7. As part of the sale, we granted a licence to occupy to the Purchaser until such time as the Purchaser negotiated new leases with the landlords of the properties.

8. The Companies business and affairs during the administration were financed through asset realisations being achieved.

9. The debtors of the Companies were not transferred as part of the transaction. As a consequence, these remained an asset of the estates. On appointment, the outstanding debtor ledger representing invoiced debt was c.£7.5m across the Companies. Debtors continue to be collected by the Purchaser on behalf of the Companies in administration with the funds being received into the pre-appointment bank account.

10. Per the terms of the APA, the cut-off for excluded cash was one minute past midnight on the day of completion. All cash that was not electronically transferred or in transit at that time and remained in stores or safes, would be allocated to the Purchaser. On appointment, the pre-appointment account bank balances were c.£11.8m. Within this balance was an amount attributable to the Purchaser (in relation to trading funds from 9 May 2022) which needed to be determined. Weekly cash sweeps from pre-appointment bank accounts to post appointment bank accounts were put in place.

11.. At the time we issued our Proposals, it was anticipated that the administration would end by filing a notice of dissolution with the Registrar of Companies and the Companies would be dissolved three months later.

Appendix B: Receipts and payments

MRG

Statement of Affairs	Martin Retail Group Limited - Receipts and Payments	09/05/2022 - 17/02/2025	18/02/2025 - 08/05/2025	Total
£		£	£	£
	Receipts			
	Freehold land and property	86,200	-	86,200
	Total fixed charge realisations	**86,200**	**-**	**86,200**
	Payments			
	Property expenses	1,305	-	1,305
	Agents fees	1,300	-	1,300
	Total fixed charge payments	**2,605**	**-**	**2,605**
	Fixed charge balance	**83,595**	**-**	**83,595**
	Floating charge receipts			
	Goodwill	16,761,184	-	16,761,184
	Balance at bank at appointment	5,016,171	-	5,016,171
2,895,812.00	Book debts	4,879,636	-	4,879,636
	Stock	2,030,816	-	2,030,816
	Prepayments	1,106,909	-	1,106,909
	Equipment	8,668,157	-	8,668,157
	Completion cash	693,037	-	693,037
	Uber Eats	345,343	-	345,343
	Rates refunds	201,665	810	202,475
	ATM commission	5,934	-	5,934
	Apprentice Team Limited	539,494	-	539,494
	Post office bankings	2,228,628	-	2,228,628
	Group income protection monies	4,972	-	4,972
	Subtenancy receipts	8,925	-	8,925
	Tax/VAT Receipt	13,843	(12,942)	901
	Bank interest - gross	844,174	-	844,174
	Photo me commission	4,181	-	4,181
	HMCTS monies	1,949	-	1,949
	Repayment of payroll overpayment	438	-	438
	Statutory and LTO costs recharged to APH	114,875	25,803	140,678
	Total receipts	**43,470,331**	**13,671**	**43,484,002**
	Floating charge payments			
	Chargeholder	36,401,373	307,984	36,709,357
	Supplier payments	695,742	-	695,742
	Corporation Tax	81,059	-	81,058
	Legal fees & expenses	195,174	-	195,174
	Pre appointment legal fees	39,500	-	39,500
	Ransom payment reimbursement	375,342	-	375,342
	Trust settlement	800,000	-	800,000
	Debt collection fees	751,014	-	751,014
	Distribution to secured creditor re pre-admin bank charges	135,850	-	135,850
	Statutory advertising	90	-	90
	Irrecoverable VAT	374	-	374
	Professional fees	4,708	-	4,708
	Office holders' fees - time cost basis	847,576	164,746	1,012,322
	Office holders' fees - fixed fee basis	137,509	98,722	236,231
	Office holders' fees - % of realisations	66,539	74,139	140,678

Office holders' expenses	243	3,452	3,695
Pre-appointment expenses	-	-	-
Pre-appointment administrator fees	59,366	-	59,366
Finance / Bank interest & charges	39	-	39
ISA fee for transfer of unclaimed dividends	-	26	26
Total payments	**40,591,497**	**649,069**	**41,240,566**
Net assets available for Preferential Creditors	**2,962,429**	**(635,398)**	**2,327,031**
Less Preferential Creditors	1,727,031	-	1,727,031
Net property	**1,235,398**	**(635,398)**	**600,000**
Less Prescribed Part Distribution to Unsecured Creditors	-	600,000	600,000
Total Net Floating Charge Assets	**1,235,398**	**(1,235,398)**	**-**
VAT control account	72,448	(72,448)	-
Cash held	**1,162,950**	**(1,162,950)**	**-**

Notes to the MRG R&P

1. Funds are held in a non interest-bearing Barclays bank account. Funds were removed from interest-bearing on 28 January 2025, so that we could complete final tax returns and prepare for final distributions and closure.
2. Amounts shown exclude VAT.
3. As we have reported previously, the published accounts were produced and audited at the Group level and then deconsolidated to arrive at unaudited entity level financial statements. The directors' statements of affairs took a similar approach, using a percentage of sales by entity to apportion the asset and liabilities of the Group. The directors' statements of affairs therefore do not necessarily reflect the true position of the Companies and this explains the reason why there are discrepancies between asset realisations in the statement of affairs and the asset realisations that have been achieved. There are no assets left to realise in MRG.
4. As you are aware from our previous reports, the Secured creditor was repaid in full shortly after our appointment using funds from a MML bank account (as this was where the sales consideration for the pre-packaged sale had been paid into). The chargeholder payment that appears on the R&P above reflects the amount that has been reimbursed to MML by MRG in respect of the proportion of the payment to the Secured creditor that was owed to MML.

CRL

Statement of Affairs	Clark Retail Limited - Receipts and Payments	09/11/2023 - 08/11/2024	09/11/2024 - 08/05/2025	Total
£		£	£	£
	Receipts			
		-	-	-
	Total fixed charge realisations	-	-	-
	Total fixed charge receipts	-	-	-
	Payments			
	Chargeholder	-	-	-
	Total fixed charge payments	-	-	-
	Fixed charge balance	-	-	-
	Floating charge receipts			
4,081	Motor vehicles	-	-	-
468,284	Goodwill	352,472	-	352,472
7,475	Hardware	-	-	-
1,893	IT systems	-	-	-
91,246	Fixtures & fittings	212,150	-	212,150
23,577	Stock	32,267	-	32,267
	Bank interest	17,307	-	17,307
	Rates refunds	745	-	745
	Total receipts	**614,941**	**-**	**614,941**
	Floating charge payments			
	Chargeholder	102,410	(4,133)	98,277
	Pre-appointment administrator fees	310	-	310
	Pre-appointment legal fees	4,004	-	4,004
	Professional fees	3,719	-	3,719
	Corporation Tax	62	(62)	-
	Office holders' fees - time costs	302,668	92,725	395,393
	Office holders' fees - fixed fee	5,810	41,738	47,548
	Office holders' expenses	1,527	750	2,277
	Legal fees & expenses	7,655	(95)	7,559
	Insurance	537	(537)	-
	Finance/ Bank interest and charges	4	-	4
	Statutory advertising	90	-	90
	Total payments	**428,797**	**130,385**	**559,182**
	Net assets available for Preferential Creditors	**186,144**	**(130,385)**	**55,759**
	Less Preferential Creditors	27,440	-	27,440
	Net property	**158,704**	**(130,385)**	**28,319**
	Less Prescribed Part Distribution to Unsecured Creditors	-	28,319	28,319
	Total Net Floating Charge Assets	**158,704**	**(158,704)**	**-**
	VAT Control Account	45,287	(45,287)	-
	Cash held	**113,417**	**(113,417)**	**-**

Notes to the CRL R&P

1. Funds are held in a non interest-bearing Barclays bank account. Funds were removed from interest-bearing on 28 January 2025, so that we could complete final tax returns and prepare for final distributions and closure.
2. Amounts shown exclude VAT.
3. As we have reported previously, the published accounts were produced and audited at the Group level and then deconsolidated to arrive at unaudited entity level financial statements. The directors' statements of affairs took a similar approach, using a percentage of sales by entity to apportion the asset and liabilities of the Group. The directors' statements of affairs therefore do not necessarily reflect the true position of the Companies and this explains the reason why there are discrepancies between asset realisations in the statement of affairs and the asset realisations that have been achieved. There are no assets left to realise in CRL.
4. As you are aware from our previous reports, the Secured creditor was repaid in full shortly after our appointment using funds from a MML bank account (as this was where the sales consideration for the pre-packaged sale had been paid into). The chargeholder receipt that appears on the R&P above reflects the amount that has been reimbursed to CRL by MML in respect of the proportion of the payment to the Secured creditor that was owed to CRL.

Appendix C: Outlays (expenses)

Outlays are amounts properly payable during the latest accounting period by us as administrators from the estate, but excludes distributions to creditors and fees. Outlays also include disbursements which are outlays met by and reimbursed to an office holder in connection with an insolvency appointment.

Outlays fall into two categories:

Expense	SIP9 definition
Category 1	Payments to persons providing the service to which the expense relates who are not an associate of the office holder.
Category 2	Payments to our firm or our associates or which have an element of shared costs (for example, photocopying and mileage disbursements, or costs shared between different insolvent estates).

Other than our claim for outlays generally, we don't need approval from creditors to draw Category 1 expenses as these have all been provided by third parties. However, we do need approval to draw Category 2 expenses, as required by SIP 9. The body of creditors who approves the basis of our fees (in this case the unsecured creditors) also have the responsibility for agreeing the basis and quantum of Category 2 expenses.

The following tables provide a breakdown of the Category 2 disbursements incurred in the periods covered by this report, together with details of the Category 1 expenses that have been incurred as disbursements by PwC and will be recharged to the cases:

MRG disbursements for the MRG Period (18 February 2025 to 8 May 2025)

Category	Provided by	Basis of cost	Costs incurred (£)
2	PwC	**Printing** - up to 10 pence per side copied, only charged for circulars to creditors and other bulk copying	67
1	PwC	**Postage**	636
		Total for the period	**703**
		Brought forward from previous period	2,992
		Total	**3,695**

CRL disbursements for the CRL Period (9 November 2024 to 8 May 2025)

Category	Provided by	Basis of cost	Costs incurred (£)
2	PwC	**Printing** - up to 10 pence per side copied, only charged for circulars to creditors and other bulk copying	1
1	PwC	**Postage**	6
		Total for the period	**7**
		Brought forward from previous period	2,270
		Total	**2,277**

** Please note that the brought forward balance has been amended from the previous report as £954.56 of postage costs and £187.54 of printing costs were incorrectly deducted from the brought forward balance in the last report. The overall amount brought forward to the current period has increased by £1,142.10.*

The amounts approved and drawn in respect of Category 2 disbursements in the administrations are shown in Appendix C.

Below is a summary of outlays incurred in the periods covered by this report and in total for the administrations:

MRG

Nature of expenses	Brought forward (£)	Incurred in the period under review (£)	Cumulative total (£)	Estimated future (£)	Anticipated total £
Legal fees	195,174	-	195,174	-	195,174
Supplier payments	695,742	-	695,742	-	695,742
Insurance	12,701	(12,701)	-	-	-
Debt collection fees	751,013	-	751,013	-	751,013
Reimbursement of ransom payments	375,342	-	375,342		375,342
Property inspection costs	1,305	-	1,305	-	1,305
Bank charges	75	(36)	39	-	39
Irrecoverable VAT	374	-	374	-	374
Statement of affairs	2,571	-	2,571	-	2,571
Statutory advertising	90	-	90	-	90
Professional fees (Corporate Governance)	1,478	-	1,478	-	1,478
Professional fees (Workplace)	659	-	659		659
Agents fees	1,300	-	1,300	-	1,300
Trust Settlement	800,000	-	800,000	-	800,000
Pre-administration costs - PwC	59,366	-	59,366	-	59,366
Pre-administration legal fees	39,500	-	39,500	-	39,500
Administrators' disbursements	2,992	703	3,695	-	3,695
ISA fee for transfer of unclaimed dividends	-	26	26	-	26
Total Expenses	**2,939,681**	**(12,009)**	**2,927,673**	**-**	**2,927,673**

Notes to the MRG expenses table

1. The brought forward figure differs slightly from our previous report. This is because we have now included an amount paid in respect of Workplace fees. MML had paid this previously on MRG's behalf and MRG reimbursed the amount in a subsequent period. We have also reduced the amount of agent's fees paid to reflect the actual position.
2. The "Professional fees" line totalling £4,708 in the MRG R&P is made up of the "statement of affairs", "Professional fees (Corporate Governance)" and "Professional fees (Workplace)" lines in the table above.

CRL

Nature of expenses	Brought forward (£)	Incurred in the period under review (£)	Cumulative total (£)	Estimated future (£)	Anticipated total (£)
Legal fees	7,559	-	7,559	-	7,559
Insurance	-	-	-	-	-
Statement of affairs	2,571	-	2,571	-	2,571
Statutory advertising	90	-	90	-	90
Bank charges	4	-	4	-	4
Professional fees (Corporate Governance)	1,148	-	1,148	-	1,148
Pre-administration costs - PwC	310	-	310	-	310
Pre-administration legal fees	4,004	-	4,004	-	4,004
Administrators' disbursements	2,270	7	2,277	-	2,277
Total Expenses	**17,956**	**7**	**17,963**	**-**	**17,963**

Previous claims for outlays

We had stated in our Proposals that we believed there would be no funds to distribute to the unsecured creditors, other than via the Prescribed Part.Therefore, as no committee has been appointed, the Secured Creditor and the secondary preferential creditor had the responsibility of approving our claim for outlays. However, as the Secured Creditor and secondary preferential creditors of the Companies had been paid in full, we asked the unsecured creditors of the Companies to approve our claim for outlays in the periods covering this report.

MRG

Following the end of the prior accounting period to 17 February 2025, we submitted a claim for our outlays. We sought determination in respect of our claim for outlays as follows:

- that our receipts and payments account covering the period from 9 November 2024 to 17 February 2025 are correctly stated;
- that our outlays incurred from 9 November 2024 to 17 February 2025 of £8,924 (including Category 2 outlays of £260) are approved; and
- that our future outlays incurred from 18 February 2025 of £525.75 (including Category 2 outlays of £67 for printing) are approved (interim claim).

As we will shortly be vacating office (and the administration will shortly be ending), there was no further opportunity to make a claim for any outlays incurred in the period from 18 February 2025. Therefore, in our most recent claim to the unsecured creditors as stated above, we made an estimate for certain potential future outlays.

Our claims for outlays as outlined above were approved by the general body of creditors by a decision by correspondence on 24 March 2025. Therefore, as we have already sought a determination for our estimated future outlays in this final accounting period as an interim claim, we are not seeking a claim for outlays with this report. For details of the actual amounts incurred and paid in the periods covered by this report, please refer to information provided earlier in this appendix.

CRL

Following the end of the prior accounting period to 8 November 2024, we sought determination in respect of our claim for outlays on 3 April 2025 as follows:

- that our receipts and payments account covering the period from 9 November 2024 to 1 April 2025 are correctly stated; and
- that we be authorised to draw future outlays incurred from 9 November 2024 of £100 (including Category 2 outlays of £50 for printing).

As we will shortly be vacating office (and the Administration will shortly be ending), there was no further opportunity to make a claim for any outlays incurred in the period from 1 April 2025. Therefore, in our most recent claim to the unsecured creditors as stated above, we made an estimate for certain potential future outlays and explained that we did not intend to seek further creditor approval if we incurred costs in excess of the estimates provided.

Our claims for outlays as outlined above were approved by the general body of creditors by a decision by correspondence on 24 April 2025. Therefore, as we have already sought a determination for our estimated future outlays in this final accounting period as a set amount as an interim claim, we are not seeking a claim for outlays with this report. For details of the actual amounts incurred and paid in the periods covered by this report, please refer to information provided earlier in this appendix.

Appendix D: Remuneration update

Claim for remuneration

We had stated in our Proposals that we believed there would be no funds to distribute to the unsecured creditors, other than via the Prescribed Part.Therefore, as no committee has been appointed, the Secured Creditor and the secondary preferential creditor had the responsibility of approving our claim for remuneration. However, as the Secured Creditor and secondary preferential creditors of the Companies had been paid in full, we asked the unsecured creditors of the Companies to approve our claim for remuneration in the periods covering this report.

MRG

Following the end of the prior accounting period to 17 February 2025, we submitted a claim for our remuneration. We sought determination in respect of our fees as follows:

- that we may draw remuneration of £69,049.05 plus VAT, in respect of the period 9 November 2024 to 17 February 2025 on a time cost basis;
- that we may draw remuneration of £64,457.95 plus VAT, in respect of the period 9 November 2024 to 17 February 2025 on a percentage of realisations basis;
- that we may draw additional remuneration of £14,508.27 plus VAT, in respect of the period 9 May 2024 to 8 November 2024 on a percentage of realisations basis that had previously been understated as detailed in Appendix; and
- that we may draw remuneration of £98,721.68 plus VAT, as a set amount, in respect of the final accounting period from 18 February 2025 (interim claim).

Our claims for remuneration as outlined above were approved by the general body of creditors by a decision by correspondence on 24 March 2025. Therefore, as we have already sought a determination for our fees in this final accounting period as a set amount as an interim claim, we are not making a claim for remuneration with this report.

Our previous progress report to 17 February 2025 contains full remuneration information incurred up to that date, and also details of our interim claim in the sum of £98,721.68 plus VAT, as a set amount, in respect of the final accounting period from 18 February 2025. Further details of our work done in this final period are set out later in this Appendix.

CRL

Following the end of the prior accounting period to 8 November 2024, we submitted an interim claim for our remuneration on 3 April 2025. We sought determination that we may draw remuneration of £41,744.43 plus VAT, as a set amount, in respect of the final accounting period from 9 November 2024. This was also reported in the Scheme of Division in our last progress report up to 8 November 2024, in the total figure shown for our fees and disbursements of £135,213.27.

Our claim for remuneration was approved by the general body of creditors by a decision by correspondence on 24 April 2025. Therefore, as we have already sought a determination for our fees in this final accounting period as a set amount as an interim claim, we are not making a claim for remuneration with this report.

Our previous progress report to 8 November 2024 contains full remuneration information incurred up to that date, and details of our interim claim in the sum of £98,721.68 plus VAT, as a set amount, in respect of the final accounting period from 18 February 2025 are contained in our remuneration report dated 3 April 2025. Further details of our work done in this final period are set out later in this Appendix.

Summary of remuneration and Category 2 disbursements approved to closure on 8 May 2025

The tables below detail the remuneration approved on a fixed fee, percentage of realisations and time costs basis and Category 2 disbursements that have been approved and drawn to date in line with the current and prior accounting periods:

MRG

Accounting Period	Remuneration (approved) (£)	Remuneration (drawn) (£)	Category 2 disbursements (approved) (£)	Category 2 disbursements (drawn) (£)
9 May 2022 to 8 November 2022	550,206 (time cost) 58,181 (fixed fee)	550,206 (time cost) 58,181 (fixed fee)	243	243
9 November 2022 to 30 April 2023	244,746 (time cost) 79,328 (fixed fee)	5,344 (time cost) 79,328 (fixed fee)	91	91
1 May 2023 to 8 May 2023	4,289 (time cost)	Nil	-	-
9 May 2023 to 8 November 2023	151,522 (time cost)	116,901 (time cost) *48,337 (Time Cost Basis)	-	-
9 November 2023 to 8 May 2024	126,789 (time cost)	126,789 (time cost)	321	321
9 May 2024 to 8 November 2024	42,592 (time cost) 66,539 (% of realisations basis) 14,508(Additional approved % of realisations basis)		656	656
9 November 2024 to 17 February 2025	69,049.05 (time cost) 64,458 (% of realisations basis)		260	260
18 February 2025 to closure	98,722 (fixed fee basis)	66,539 (%of realisations basis) 59,631 (% of realisation basis (Capped)) 164,745 (Time Cost Basis) 14,508 (additional % of realisations) 98,722 (fixed fee basis)	67	67
Total	**1,189,192 (time cost)** **236,231 (fixed fee** **145,505 (% of realisations)**	**1,012,322 (time cost)** **236,231 (fixed fee basis)** **140,678 (% of realisations)**	**1,638**	**1,638**

** Fees were originally paid in the period to 17 February 2025 on a percentage of realisations basis. However they were recategorised after the period ended on a time cost basis and are accurately reflected in the receipts and payments account at Appendix A.*

Outlays approved to date are shown in the breakdown of our expenses earlier in this report.

CRL

Accounting Period	Remuneration (approved) (£)	Remuneration (drawn) (£)	Outlays (approved) (£)	Outlays (drawn) (£)
			Category 2 disbursements (£)	**Category 2 disbursements (£)**
9 May 2022 to 8 November 2022	86,396 (time cost) 2,458 (fixed fee)	86,396 (time cost) 2,458 (fixed fee)	225.00	225.00
9 November 2022 to 30 April 2023	92,502 (time cost) 3,352 (fixed fee)	92,502 (time cost) 3,352 (fixed fee)	-	-
1 May 2023 to 8 May 2023	1,500 (time cost)	1,500 (time cost)	-	-
9 May 2023 to 8 November 2023	58,454 (time cost)	58,454 (time cost)	-	-
9 November 2023 to 8 May 2024	63,816 (time cost)	63,816 (time cost)	176.82	176.82
9 May 2024 to 8 November 2024	92,725 (time cost)	92,725 (time cost)	209.80	209.80
9 November 2024 to closure	41,744 (fixed fee)	41,738 (fixed fee)	50.00	1.00
Total	**395,393 (time cost) 47,554 (fixed fee)**	**395,393 (time cost) 47,548 (fixed fee)**	**661.62**	**612.62**

Outlays approved to date are shown in the breakdown of our expenses earlier in this report.

Our work in the periods covered by this report - fixed fee basis

Whilst this is not an exhaustive list, in the following table we provide more detail on the key areas of work. Except where annotated, the work was performed across all the Companies unless otherwise stated.

Work undertaken	Why the work was necessary	What, if any, financial benefit the work provided to creditors OR whether it was required by statute
Accounting and treasury		
• Dealing with receipts, payments and journals • Performing independent verifications of bank details in order to process payments • Carrying out bank reconciliations • Performing additional marshalling exercises as regards the allocation of the secured debt between the Companies	• For the proper and secure stewardship of funds	• This work is necessary for administrative purposes and/or complying with statutory requirements
Creditors		
• Maintaining the website for the use of the Companies' creditors • Declaring and paying a Prescribed Part distribution to Unsecured creditors of MRG and CRL	• This work is necessary for administrative purposes and/or complying with statutory requirements and returning funds to creditors	• This work is necessary for administrative purposes and/or complying with statutory requirements and returning funds to creditors
Statutory and compliance		
• Review, allocate and file case post as appropriate • Complete final file review • Ensure proper files and records are maintained • Prepare records of the decisions and issues a report on the outcome to creditors • Update checklists and diary management system • Prepare documents and information for the purposes of obtaining approval for fees and outlays for the accounting periods and discharge of liability	• To ensure the efficient management of the administration; • To keep stakeholders informed of progress • Statutory and regulatory requirements	• This work is necessary for administrative purposes and/or complying with statutory requirements
Strategy and Planning		
• Continue to monitor costs against budgets • Holding regular team meetings to discuss the progress/closure of the administrations	• To ensure the efficient management of the administration	• This work is necessary for administrative purposes and/or complying with statutory requirements

Tax and VAT		
• Determine that all tax matters have been suitably concluded • Complete final VAT return • Completing required forms to remove the Companies from the VAT group • Complete VAT 426 and VAT assignment documents to recover future VAT via a VAT426 form	• To comply with statutory duties	• This work is necessary for administrative purposes and/or complying with statutory requirements.
Case closure		
• Closure planning, including the completion of closure checklists and timeline of tasks requiring completion prior to closure • Obtaining clearances from third parties • Preparation and filing of our final progress report and notice of move to dissolution with the creditors, court and Registrar of Companies • Closure of bank accounts and internal systems		

Payments to associates

No payments have been made to associates or any party who could reasonably be perceived as an associate during the periods covered by this report. Relevant parties have been chosen due to their specific area of expertise or technical knowledge and payments to those parties based on standard commercial terms.

Our relationships

We have no business or personal relationships with the parties who approve our fees or who provide services to the administration where the relationship could give rise to a conflict of interest.

Details of subcontracted work

We have contracted out the following work, which our staff would normally do:

Collection of rates refunds: this is being done by The Workplace Company as it is more cost efficient for this work to be subcontracted out. The Workplace Company is a firm which specialises in properties and rates and was carrying out work for the Companies prior to the administration appointment and therefore has prior knowledge of the Company's property portfolio. The costs of using The Workplace Company are anticipated to be 15% of any asset realisations in respect of rates refunds.

Legal and other professional firms

We instructed the following professionals on this case:

Service provided	Name of firm/organisation	Reason selected	Basis of fees
Legal services, including: Appointment related matters; Advice on ROT claims; and Sale of business contracts.	• Mayer Brown LLP	• Expertise and industry sector knowledge	• Time costs and disbursements
Legal services, including: Advising on the sale of the freehold property	• Addleshaw Goddard	• Expertise and industry sector knowledge	• Time costs and disbursements
Legal services, including: Advising on the sale of the freehold property	• DM Hall	• Expertise and industry sector knowledge	• Time costs and disbursements
Legal services including advice on property portfolio, RoT claims, novation of bank accounts and general advice	• Hogan Lovells LLP	• Insolvency knowledge	• Time costs and disbursements
Professional services including supply of statutory books and records	• Indigo Independent Governance Limited	• Prior company knowledge and expertise	• Time costs and disbursements
Rates refunds and collection	• The Workplace Company	• Prior company knowledge and expertise and industry sector knowledge	• % of realisations

Subcontractors and others	● GMS Property Services LLP	● Expertise and industry sector knowledge	● Time cost

We require all third party professionals to submit time costs analyses (where their fee basis is time cost) and narrative or a schedule of realisations achieved, dependent on their fee basis, in support of invoices rendered. All invoices are reviewed before being approved for payment. We are satisfied that the level of legal and professional costs is appropriate.

Appendix F: Other information

MRG

Court details for the administration:	In the Court of Session, Scotland P389/22
Company's registered name:	Martin Retail Group Limited
Trading name:	N/A
Registered number:	SC013840
Registered address	144 Morrison Street, Edinburgh, United Kingdom, EH3 8EB, formerly 72 Carfin Road, Motherwell, ML1 5JZ
Date of the Joint Administrators' appointment:	9 May 2022
Joint Administrators' names, addresses and contact details:	Mark James Tobias Banfield, PricewaterhouseCoopers LLP, 7 More London Riverside, SE1 2RT Rachael Maria Wilkinson, PricewaterhouseCoopers LLP, 3 Forbury Place, 23 Forbury Road, Reading, Berkshire, RG1 3JH Robert Nicholas Lewis, PricewaterhouseCoopers LLP, 7 More London Riverside, London, SE1 2RT Email: uk_mccolls_generalenquiries@pwc.com
Extension(s) to the initial period of appointment:	1st extension granted by the creditors of the Company to 8 May 2024 2nd extension granted by court to 8 May 2025
Appointor's / applicant's name and address:	The Directors of the Company, based at 72 Carfin Road, Motherwell, ML1 5JZ
Split of the Joint Administrators' responsibilities:	In relation to Paragraph 100(2) Sch.B1 IA86, during the period for which the administration order is in force any act required or authorised under any enactment to be done by either or all of the Administrators may be done by any one or more of the persons for the time being holding that office.

CRL

Court details for the administration:	In the Court of Session, Scotland P388/22
Company's registered name:	Clark Retail Limited
Trading name:	N/A
Registered number:	SC101099
Registered address:	72 Carfin Road, Motherwell, ML1 5JZ
Date of the Joint Administrators' appointment:	9 May 2022

Joint Administrators' names and addresses:	Mark James Tobias Banfield, PricewaterhouseCoopers LLP, 7 More London Riverside, SE1 2RT Rachael Maria Wilkinson, PricewaterhouseCoopers LLP, 3 Forbury Place, 23 Forbury Road, Reading, Berkshire, RG1 3JH Robert Nicholas Lewis, PricewaterhouseCoopers LLP, 7 More London Riverside, London, SE1 2RT Email: uk_mccolls_generalenquiries@pwc.com
Extensions to the initial period of appointment:	1st extension granted by the creditors of the Company to 8 May 2024 2nd extension granted by court to 8 May 2025
Appointor's / applicant's name and address:	The Directors of the Company, based at 72 Carfin Road, Motherwell, ML1 5JZ
Split of the Joint Administrators' responsibilities:	In relation to Paragraph 100(2) Sch.B1 IA86, during the period for which the administration order is in force any act required or authorised under any enactment to be done by either or all of the Administrators may be done by any one or more of the persons for the time being holding that office.