

The Insolvency Act 1986

Notice of result of meeting of creditors

Name of Company W. EADEN LILLEY & CO. LIMITED	Company number 00030736
In the HIGH COURT OF JUSTICE – Chancery Division	Court case number No: 10352 of 2009

(a) Insert full name(s) and address(es) of the administrator(s)

I (a) IAN DONALD WILLIAMS AND LAURENCE PAGDEN of Benedict Mackenzie LLP, 62 Wilson Street, London EC2A 2BU

*Delete as applicable

hereby report that a meeting of the creditors of the above company was held at

(b) Insert place of meeting

(b) 62 Wilson Street, London EC2A 2BU

(c) Insert date of meeting

on (c) 11 March 2009 at which:

*Delete as applicable

~~*1. Proposals were approved.~~

*2. Proposals were modified and approved. The modifications made to the proposals are as follows:

Point 2
Subject to the Administrators' fees not exceeding the sum of £80,000 without the agreement of any Creditors Committee, or if there is no Committee, by the creditors in general meeting, in either case by reference to time and rate.

(d) Give details of the modifications (if any)

~~*3. The proposals were rejected:~~

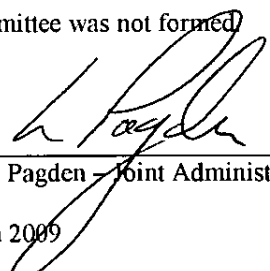
~~*4. The meeting was adjourned to (e) _____~~

~~*5. Other resolutions: (f) _____~~

(e) Insert time and date of adjourned meeting

(f) Details of other resolutions passed

A creditors' committee was not formed

Signed 
Laurence Pagden - Joint Administrator

Dated 16 March 2009

WEDNESDAY



AIQ 18/03/2009 41
COMPANIES HOUSE

*Delete as applicable

A copy of the original proposals is attached for those who did not receive such documents prior to the meeting.

Contact Details:

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

Laurence Pagden, Benedict Mackenzie LLP	
62 Wilson Street, London EC2A 2BU	
	Tel 020 7247 1174
DX Number	DX Exchange

When you have completed and signed this form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

A10

COMPANIES HOUSE

BenedictMackenzie

Business rescue and insolvency

Ian Williams FCA
Anthony Benedict FCA
Laurence Pagden FCA
Simon Underwood FIPA
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**STRICTLY PRIVATE & CONFIDENTIAL
NOT FOR PUBLICATION**

TO ALL KNOWN MEMBERS AND CREDITORS

20 February 2009

Our Ref: IDW/jcm

Dear Sir

**W. EADEN LILLEY & CO. LIMITED (IN ADMINISTRATION) - "Eaden Lilley"
High Court of Justice Number 10352 of 2009**

1 Introduction

- 1.01 Laurence Pagden and myself were appointed Joint Administrators of Eaden Lilley by its directors on 28 January 2009.
- 1.02 This report sets out the information required by Rule 2.33 of The Insolvency Rules 1986 and incorporates the Joint Administrators' proposals for achieving the purposes of the Administration. These proposals are to be considered at the initial meeting of creditors convened pursuant to Paragraph 51 of Schedule B1 of the Insolvency Act 1986.
- 1.03 Creditors may approve the proposals with or without modification, subject to the Joint Administrators' agreement to any such modifications. If creditors reject the proposals, a report will be sent to the High Court in London, confirming that creditors have rejected the proposals. The Court may then discharge the Administration and make consequential directions. Alternatively, it may adjourn the hearing or make such other order as it thinks fit.
- 1.04 If the proposals are agreed at the meeting, the Joint Administrators will continue to control the company. The Joint Administrators would at some later date arrange for the company to exit from the Administration, as per the proposals.
- 1.05 All the functions of the Joint Administrators are and will be exercised by either or both of them.
- 1.06 Attached at Appendix I is the Joint Administrators' account of receipts and payments to 19 February 2009.

Other offices at: Banstead, Bristol, Cheltenham, Crawley, Portsmouth, Tunbridge Wells

Benedict Mackenzie is the trading name of Benedict Mackenzie LLP registered in England and Wales number OC302846. Registered office 62 Wilson Street, London EC2A 2BU

Ian Williams, Anthony Benedict, Laurence Pagden and Simon Underwood are licensed by The Insolvency Practitioners Association

2 **Statutory information**

2.01 The company's statutory details are as follows:

Registered number:	30736
Date of incorporation:	31 January 1890
Registered office:	62 Wilson Street, London EC2A 2BU (formerly 32A Crouch Street, Colchester CO3 3HH)
Directors (last three years):	William Eaden Lilley Patricia Elizabeth Richards Gerald Mark Coteman (resigned 30.09.2007)
Company secretary:	Patricia Elizabeth Richards
Shareholder:	W. Eaden Lilley Holdings Limited 2420 Ordinary £10.00 shares

3 **Background to the Joint Administrators' appointment**

3.01 Eaden Lilley was incorporated in 1890, but its department retail stores business can be traced back over 250 years. Until 1999, the company ran a substantial store in Cambridge, which was then sold and the majority of the shareholders ceased to be involved in the company.

3.02 Shortly before our appointment, the company was operating stores in St Ives and Great Shelford in Cambridgeshire and Saffron Walden in Essex. All the stores were held on leasehold terms, although that in St Ives was a freehold owned by Eaden Lilley's holding company, namely W. Eaden Lilley Holdings Limited.

3.03 The company also holds the long lease to a warehouse property 17 Mercers Row, Cambridge, which it built during the 1980s.

3.04 Eaden Lilley has, apart from the Christmas period, been trading at a loss for some years. The accumulated losses for the three years ended January 2009 amount to nearly £570,000 with the predicted loss for the year ended 31 January 2009 being about £220,000.

3.05 The company also has a long established pension scheme, which is partly defined benefit and part money purchase. The last actuarial report as at April 2007 set the scheme deficiency at £358,000, but it is almost certain that this will have worsened since then.

3.06 The present economic conditions are particularly bad for retail businesses. Eaden Lilley is no exception and earned only £31,000 during the month of December against projections of £100,000. If the company was to continue trading, it would be expected to do so incurring losses of up to £30,000 per month. It should be noted that the first half losses during 2008 were £177,000.

- 3.07 As the pension scheme has now become under funded, Eaden Lilley would have come under increasing pressure to contribute further sums over and above the present annual cost, estimated to be £100,000.
- 3.08 The holding company is owed in excess of £200,000 and has no further funds to advance to enable trading to be maintained. Given this, it is clear that any continuance of trading could only be at the expense of further bank borrowing and at the time that the company ceased trading shortly before our appointment, it was predicted that the bank borrowings would exceed £420,000 within a few days.
- 3.09 As is to be expected, the company's principal working assets are its stocks. Following the Christmas and subsequent sales periods, these stocks were at a minimum, but even so the cost after allowances for obsolescence and retention of title claims, was about £350,000 at 26 January 2009.
- 3.10 The company was making extensive use of instore concessions, which were contributing approximately 50% of the turnover, both of the St Ives and Saffron Walden stores. Clearly, if the company became unable to pay these concessions any continuation of trading would be severely compromised. However, the directors received legal advice, and in view of the company's insolvency, they should not pay further sums to creditors during the week commencing 19 January 2009.
- 3.11 Approaches were made to other members of the substantial buying group to which the company belongs, and which resulted in an offer of assistance from another member, namely Chas J Townrow & Sons Limited. Agreement in principle had been reached with this third party for it to trade without a break from the St Ives premises under licence from a duly appointed administrator for a period of six months. Broadly, the licence agreement would provide for all outgoings to be met by the licensee for a period of six months whilst the stock is being sold. After examining the trading performances of the other stores at Great Shelford and Saffron Walden, particularly in the light of the rents being charged, the proposed licensee stated that it did not wish to try to maintain trading from those locations.
- 3.12 Accordingly, the directors filed a notice of the intention to appoint an administrator on 23 January 2009 to protect the company's assets. Following the approval of Barclays Bank Plc, which has a qualifying floating charge, and the finalisation of the licence agreement, we were appointed late in the afternoon of 28 January 2009.

4 **Statement of affairs**

- 4.01 The directors have presented a statement of affairs to the Joint Administrators, the principal part of which is attached as Appendix II. As the information relating to creditors is, in some cases, difficult to read, I attach at Appendix III a detailed list.
- 4.02 In order to assist the reconciliation of the company's accounts, and particularly with the resolution of an accounting for reservation of title claims, it was agreed that the ~~company's former accountant would be employed to assist.~~
- 4.03 I would mention that further realisations of value for stocks are expected and that no allowance has been made for claims for breaches of contract generally and claims arising as a result of the termination of the property leases of the Saffron Walden and Great Shelford stores.

5 Administration strategy and objectives

- 5.01 It is the duty of the Joint Administrators to perform their functions with the objective of:
- a rescuing the company as a going concern;
 - b achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in Administration); or
 - c realising property in order to make a distribution to one or more secured or preferential creditors.
- 5.02 In order to protect the company's assets so as to maximise realisations for creditors, it was necessary to seek the protection of an Administration Order for the company.
- 5.03 As explained above, the anticipated levels of losses that would be incurred in trading on, coupled with the continuing drain on its resources caused by the declining values in its pension scheme, it was concluded that it was not possible to rescue the company as a going concern.
- 5.04 Furthermore, our agents, Edward Symmons LLP, advised us that the forced sale of the saleable stocks would be likely to realise less than £75,000, particularly when the costs of disposal had been taken into account. Administration also prevented the landlord of the Saffron Walden store from distraining on the stocks located there.
- 5.05 In order to maximise the realisations of the stocks, it was decided to implement the strategy developed immediately prior to the Administration of granting an independent third party operator of departmental retail stores to continue to operate the store in St Ives under a licence for six months. This strategy is described more fully in the letter of notification sent to all known creditors following our appointment. A copy of this letter forms Appendix IV.
- 5.06 As the business, undertaking and goodwill of Eaden Lilley has yet to be sold, we intend, in due course, to seek offers towards the end of the licence period in July.

6 Asset realisations

Long leasehold property

- 6.01 The company's principal asset and a key element in achieving a return to secured, preferential and non preferential unsecured creditors is the long leasehold warehouse property it owns at 17 Mercers Row in Cambridge.
- 6.02 This property was originally built by the company during the 1980s to act as a store for its stocks. The company's bankers, Barclays Bank Plc, have mortgage security on the property for the company's borrowings.
- 6.03 Eaden Lilley has been attempting to find a buyer for the property for some time, but the existence of a sub-tenant, who has a protected lease of a substantial part of the ground floor, has been restricting interest.

- 6.04 This sub-tenant had indicated that it wished to leave the premises at the end of February 2009, and as a result of this change, offers began to be received. The best of these, requiring planning permission for change of use, has been pursued.
- 6.05 Subsequently, the protected sub-tenant has changed its mind and now wishes to enter into a further lease. Fortunately, however, I am informed that the offeror requiring the change of use remains keen to continue.
- 6.06 We have continued the appointment of Layer Associates, Chartered Surveyors, to assist with the marketing of the property and with the lease negotiations. They have agreed to act jointly with our appointed specialist firm of Chartered Surveyors and Consultant Valuers, Edward Symmons LLP.

Fixtures, fittings and equipment

- 6.07 Our agents, Edward Symmons LLP, have been seeking offers for the fixtures and fittings located at the Saffron Walden and Great Shelford stores, but have yet to report to us. However, it is clear that realisations from the sale of these assets will not be substantial.

Stocks

- 6.08 As stated elsewhere in this report, the company's stocks, including those subject to reservation of title claims, have been sold to Chas J Townrow & Sons Limited, who have a licence to maintain the business and sell the stock through the St Ives store. The stock was effectively sold to this third party for £120,000 which realisation, we are informed by our valuers, is reasonable in the circumstances.

Other assets

- 6.09 The credit card takings for the final days of trading the St Ives store amount to approximately £22,000 and have yet to be received. It is expected that these funds may be subject to as yet unascertained claims from the instore concessions.
- 6.10 The company operated customer accounts and these are being collected.

7 Proposals

- 7.01 In accordance with Paragraph 49 of Schedule B1 of the Insolvency Act 1986, the Joint Administrators make the following proposals for achieving the objective of the Administration:
- 1 The Joint Administrators will continue to realise the company's remaining assets.
 - 2 The Joint Administrators will investigate and, as appropriate, pursue any claims the company may have.
 - 3 The joint Administrators be authorised to agree the claims of the secured, preferential and unsecured creditors and the costs of so doing shall be met as a cost of the Administration as part of the Joint Administrators' remuneration.

- 4 The Joint Administrators be authorised to distribute funds to the secured and preferential creditors as and when claims are agreed.
 - 5 If the Joint Administrators are of the opinion that a distribution will be made to unsecured non-preferential creditors, it is proposed that the Administration will be terminated by the company being placed into Creditors Voluntary Liquidation. In these circumstances, it is proposed that the Joint Administrators be appointed Joint Liquidators. It should be noted that creditors may nominate different liquidators provided that the nomination is made after receipt of these proposals but before such proposals are approved. In the absence of such nominations, the Joint Administrators will become the Joint Liquidators.
 - 6 If, having realised the company's assets, the Joint Administrators think that the company has no property which might permit a distribution to its unsecured non-preferential creditors, they will file a notice with the court and the Registrar of Companies for the dissolution of the company.
 - 7 The creditors may consider establishing a Creditors' Committee, to assist the Administrators, and if such a Committee is formed it will be authorised to sanction the basis of the Joint Administrators' remuneration and any proposed act on the part of the Joint Administrators without the need to report back to creditors generally. This will include making any decision about the most appropriate exit route from the Administration. Such a Committee must comprise representatives of between three and five creditors.
 - 8 To approve the remuneration of the Joint Administrators (in the absence of a Creditors Committee) on the basis of time properly spent by them and their staff in attending to matters arising in the Administration. The Joint Administrators be authorised to draw remuneration on account of their timecosts, as and when funds are available.
 - 9 The Joint Administrators will be discharged from liability under Paragraph 98 of Schedule B1 of the Insolvency Act 1986, in respect of any action by them as Joint Administrators, immediately upon their appointment ceasing to have effect.
- 10 ***Administrators' remuneration***
- 10.01 Rule 2.106(2) of The Insolvency Rules 1986 permits the Joint Administrators' remuneration to be fixed either as a percentage of the value of the property with which the Joint Administrators have to deal or alternatively by reference to the time the Joint Administrators and their staff have spent attending to matters arising in the Administration. The Joint Administrators propose that their remuneration be fixed on a timecost basis.
 - 10.02 An explanatory note entitled "A creditors' guide to Administrator's fees" may be obtained free of charge by contact Benedict-Mackenzie LLP or on the following link www.benemack.com/sips.
 - 10.03 Attached at Appendix V is a schedule of the timecosts to date.

11 ***Prescribed part***

11.01 The Joint Administrators are obliged to provide an estimate of the prescribed part of the Company's net property that is available to unsecured non-preferential creditors pursuant to the provisions of Section 176A of the Insolvency Act 1986. In this case, it is expected that the secured creditor will be repaid in full from the company's assets subject to the fixed charge and therefore it is expected that Section 176A will not apply.

12 ***EC Regulation on Insolvency Proceedings***

12.01 We are required under The Insolvency Rules 1986 to state whether The EC Regulation on Insolvency Proceedings (No 1346/2000) applies and, if so, to what extent. In this particular case the Regulation will apply and these proceedings are the main proceedings as defined in Article 3 of the Regulation. This is because the company is based and trades in the UK.



Ian Donald Williams
Joint Administrator

W EADEN LILLEY & CO LIMITED (IN ADMINISTRATION)

JOINT ADMINISTRATORS' ACCOUNT OF RECEIPTS AND PAYMENTS

28 January 2009 to 19 February 2009

	£
Receipts	
Cash balance	1,164.59
Book debts	3,975.37
Sales of fixtures and fittings	182.62
Sale of stocks	107,383.00
Licence fees	12,617.00
Purchases returned	29.32
Bank interest gross	3.14
VAT received	16,139.26
	<u>141,494.30</u>
Payments	
Disbursements	
Security of premises	240.00
Software licenses and support	838.15
Specific bond	628.00
Postage	12.03
Mail redirection	149.50
Alarm system maintenance	686.83
Accountancy fees	2,050.00
VAT	383.18
	4,987.69
Necessary payments	
Staff salaries and wages	7,892.07
Printer sold in error	261.50
VAT	39.23
	<u>13,180.49</u>
Balances	
Deposit account	93,313.81
Solicitors' client account	35,000.00
	<u>128,313.81</u>

Statement of affairs

Name of Company
W. Eaden Lilley + Co Ltd

Company number
30736

In the HIGH COURT OF JUSTICE
Chancery Division [full name of court]

Court case number
10352/2009

(a) Insert name and address of registered office of the company

Statement as to the affairs of (a) W. Eaden Lilley + Co Ltd.
% Griffin Chapman, Blackburn House, 32a Crouch St. Colchester CO3 3HH

(b) Insert date

on the (b) 28th January 2009 the date that the company entered administration.

Statement of Truth

I believe that the facts stated in this statement of affairs are a full, true and complete statement of the affairs of the above named company as at (b) 28 - 01 - 2009 the date that the company entered administration.

Full name Mr WILLIAM EADEN LILLEY

Signed [Signature]

Dated 13-2-2009

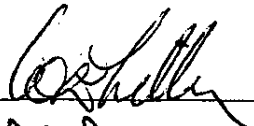
Full name MRS. PATRICIA RICHARDS

Signed P.E. Richards

Dated 13th February 2009

A - Summary of Assets

		as @ Balance Sheet 2.2.08	
Assets		Book Value £	Estimated to Realise £
Assets subject to fixed charge:			
Warehouse - 17, Mercers		458,283	600,000 Based on offer received
Less Barclays Bank as @ 28.1.09			238,680
Balance Available			361,320
Assets subject to floating charge:			
Company Stock as @ 23.1.09		482,000	120,000
Uncharged assets: - Appendix 1			
Short Leaseholds		265,653	NIL
Fixtures + Fittings		92,372	5000
Plant + Machinery		127,742	2500
AIS Debenture		11,940	19100
Account Customers Payments due		16,370	16,000
Eledor (in administration)		13,000	2500
Income Lender / Channel		10,000	10000
Estimated total assets available for preferential creditors		1,477,360	536,420

Signature  Date 13-2-2009
P.E. Prunias 13.2.09

A1 – Summary of Liabilities

	Estimated to realise £
Estimated total assets available for preferential creditors (carried from page A)	£ 536,420
Liabilities <i>Appendix 2/3</i> Preferential creditors:- <i>Wages etc</i>	£ 24,710
Estimated deficiency/surplus as regards preferential creditors	£
Estimated prescribed part of net property where applicable (to carry forward)	£
Estimated total assets available for floating charge holders	£
Debts secured by floating charges	£
Estimated deficiency/surplus of assets after floating charges	£
Estimated prescribed part of net property where applicable (brought down)	£
Total assets available to unsecured creditors	£ 511,710
Unsecured non-preferential claims (excluding any shortfall to floating charge holders) <i>Appendix 2</i>	£ 1,197,921
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	£
Shortfall to floating charge holders (brought down)	£
Estimated deficiency/surplus as regards creditors	£ 686,211
Issued and called up capital	£ 24,200
Estimated total deficiency/surplus as regards members	£ 710,411

Signature *P.E. Prunus*

Date *13-2-2009*

P.E. Prunus

13-2-09

W. Eaden Lilley & Co. Limited
B - Company Creditors

Key	Name	Address	£
C200	24 Seven Locksmiths	2B-2C BROAD STREET, WHITTLESEY, PETERBOROUGH, PE7 2HA	308.00
CA01	A La Carte Business Services	7 Mount Street, New Basford, Nottingham, NG7 7HX	104.94
CA02	Abacus Cards Limited	Gazeley Road, Kentford, Newmarket, Suffolk, CB8 7RH	765.74
CA05	Adcock Limited	5 Sawston Park, London Road, Pampisford, Cambridge, CB2 4XX	1,444.98
CA06	ADT Fire & Security plc	PO BOX 352, MANCHESTER, M16 9XY	789.85
CA07	Alexandra	ALEXANDRA HOUSE, THORNBURY, BRISTOL, BS35 2NT	483.15
CA08	Alisons Animals	PO BOX 100, BANBURY, OXFORDSHIRE, OX16 1SG	742.74
CA09	Archant Regional Limited	Prospect House, Rouen Road, Norwich, NR1 1RE	250.06
CA0B	Arrow Display Fittings Limited	21 BARTLETT ROAD, WASHFORD, REDDITCH, WORCESTERSHIRE, B98 0DG	1,719.80
CA0C	Arval Limited	Arval Centre, Windmill Hill, Swindon, SN5 6PE	3,293.40
CA0F	Automated Systems Group PLC	10 VIKING WAY, BAR HILL, CAMBRIDGE, CAMBS, CB3 8EL	167.50
CA0G	Aztek Services	UNIT 8 HALL BARN ROAD, INDUSTRIAL ESTATE, HALL BARN ROAD, ISLEHAM, CB7 5RB	518.65
CA0H	Associated Independent Stores Limited	Sheward House, Cranmore Avenue, Shirley, Solihull, West Midlands, B90 4LF	6,592.40
CB05	Ken Booth & Co Limited	ORCHARD HOUSE, 10 GLEBE ROAD, HUNTINGDON, CAMBS, PE29 7DX	361.16
CB08	Bravado Designs (UK) Limited	SUITE 1, THINK TANK BUSINESS CTRE, 7B - 11B PARK STREET, LYTHAM ST ANNES, FY8 5LU	1,756.62
CB0D	Cambridge City Council	Surveyors Department, 2nd Floor Lion House, Lion Yard, Cambridge, CB2 3NA	2,021.00
CB0E	Cambridge Newspapers Limited	WINSHIP ROAD, MILTON, CAMBRIDGE, CB4 6PP	1,447.47
CB0O	Ciccio Limited	ST PEGS MILL, THORNHILLBECK LANE, OFF BRADFORD ROAD, BRIGHOUSE, HD6 4AH	42.54
CB0Q	Alex Clark	THE OLD SAW MILL, BRIDGE END GAP, EBCHESTER, CONSETT, DH8 9JA	153.28
CB0S	Clere Vision	31 GEORGE STREET, KINGSCLEERE, NEWBURY, BERKSHIRE, RG20 5NH	164.85
CB0V	Crabtree & Evelyn	COWBRIDGE ROAD, TALBOT GREEN, PONTYCLUN, RHONDDA CYNON TAFF, CF72 8HL	1,489.74
CB0Y	Custom Card Services International Limited	THE LENNOX, LENNOX ROAD, BASINGSTOKE, HAMPSHIRE, RG22 4AP	6.80
CB0Z	Border Business Systems Limited	Border House, High Street, Farndon, Chester, CH3 6PT	4,940.10
CB10	Barclays Bank PLC	Cambridge Team, Barclays Commercial Bank, P O Box 885, Mortlock House, Station Road, Histon, Cambridge, BX3 2BB	238,680.45
CC00	Alexon Group	40-48 Guildford Street, Luton, Bedfordshire, LU1 2PB	167,997.33
CC0A	Dents	Fairfield Road, Warminster, Wiltshire, BA12 9DL	2,198.38
CC0D	Jane Shilton	90 Peterborough Road, London, SW6 3HH	13,398.95
CC0I	Jacques Vert PLC	Accounts Department, Weber Pavilion, Seaham Grange Industrial Estate, Co Durham, SR7 0PZ	21,529.21

**W. Eaden Lilley & Co. Limited
B - Company Creditors**

Key	Name	Address	£
CC0N	Rinku Group plc	622 Western Avenue, London, W3 0TF	2,217.13
CD05	Denise's Flowers	5 BULL LANE, ST IVES, CAMBS, PE27 5AX	30.00
CE02	Eastern Polythene & Paper Limited	UNIT 3, EDISON ROAD, ST IVES, CAMBS, PE27 3LF	56.22
CE06	Emilia Pistilli	11 HEMINGFORD ROAD, ST IVES, CAMBS, PE27 5HE	54.00
CE08	Estee Lauder Cosmetics Limited	CONSTELLATION HOUSE, 3 KITE'S CROSS BUSINESS PARK, WARSASH ROAD, FAREHAM, PO14 4FL	3,843.86
CE09	Euroleathers Shoe Care Limited	IBEX HOUSE, HIGH STREET, SPRATTON, NORTHANTS, NN6 8HZ	57.19
CE0A	Emmie-Ann	2 Stanbrook Cottages, Stanbrook, Thaxted, CM6 2NQ	42.00
CF01	Fenland Fire AP	UNIT 4, GRASSGATE LANE, LYNN ROAD, WISBECH, PE14 7AN	538.15
CF02	Fenn Wright Manson Limited	4TH FLOOR, MORAY HOUSE, 23/31 GREAT TITCHFIELD STREET, LONDON, W1W 7HJ	1,604.63
CF03	First Quench Retailing Limited	ENJOYMENT HALL, BESSEMER ROAD, WELWYN GARDEN CITY, HERTFORDSHIRE, AL7 1BL	224.05
CF04	Force 36 Limited	3 BOYS BRITISH SCHOOL, EAST STREET, SAFFRON WALDEN, ESSEX, CB10 1LS	32.03
CG03	Gelco GmbH & Co KG	POMMERNSTRASSE 19, 45889, GELSENKIRCHEN, GERMANY, Attention Department 6	1,485.60
CG04	Genesis Lifts Limited	16 CLEVES WAY, OLD COSTESSEY, NORWICH, NR8 5EN	303.15
CG05	General Cleaning Services	39 WARREN ROAD, ST IVES, HUNTINGDON, CAMBRIDGESHIRE, PE27 5NW	920.00
CG06	GERRY WEBER LIF	ORIGIN C/O, GERRY WEBER, P.O.BOX 327, DONCASTER, DN4 5XA	5,503.61
CG07	Gossard Courtaulds	GROVEBURY ROAD, LEIGHTON BUZZARD, BEDFORDSHIRE, LU7 4SN	41.83
CG09	Groves of Thame Limited	DRAKES DRIVE, LONG CRENDON, AYLESBURY, HP18 9BA	602.91
CH03	Handprint	PRIORY COTTAGE, TRAM ROAD, RYE HARBOUR, EAST SUSSEX, TN31 7TY	202.98
CH04	Harts	HART HOUSE, SHIREHILL INDUSTRIAL ESTATE, SAFFRON WALDEN, ESSEX, CB11 3AQ	124.72
CH0B	H M Revenue & Customs	ICHU, Room BP3202, Warkworth House, Benton Park View, Longbenton, Newcastle upon Tyne, NE98 1ZZ	14,797.00
CH0C	H M Revenue & Customs	Insolvency Operations (LRU), 3rd Floor North West, Queens Dock, Liverpool, L74 4AA	69,640.00
CH0F	Health Wholesale Direct	Unit 2, Victoria House, Bradford Road, Guiseley, Leeds, LS20 8NH	329.95
CI03	Initial Washroom Solutions	PO BOX 4975, DUDLEY, DY1 9FA	82.56
CK03	King & Co	Solicitors, 59 St Andrews Street, Cambridge, CB2 3DD	8,820.04
CL03	Lehner-Morris limited	64 BIRCHMEAD AVENUE, PINNER, MIDDLESEX, HA5 2BH	109.71
CL05	Leman-Rook	1 HAMPTON GARDENS, HONEYMEADE, SAWBRIDGEWORTH, HERTS, CM21 0AN	241.15

W. Eaden Lilley & Co. Limited
B - Company Creditors

Key	Name	Address	£
CL07	Ling Design & Publishing AIS	14-20 ELDON WAY, PADDOCK WOOD, KENT, TN12 6BE	79.90
CL0B	L'Oreal Luxury Products Limited	Lanelay Road, Pontyclun, CF72 8XW	5,237.50
CL0C	Lotus Limited	19 GAMBREL ROAD, NORTHAMPTON, NN5 5DJ	241.08
CL0D	Layer Associates	Chartered Surveyors, 11 Signet Court, Cambridge, CB5 8LA	14,563.17
CM03	Marc O'Polo	ANDY ROSS, THE LINEN HOUSE, UNIT 3, 253 KILBURN LANE, LONDON, W10 4BQ	1,960.40
CM0B	Petalback Limited	THE OFFICE GROUP, 81 RIVINGTON STREET, SHOREDITCH, LONDON, EC2A 3AY	876.86
CO00	O2	Telefonica, 260 Barn Road, Slough, Berkshire, SL1 4DX	35.94
CO02	Olsen UK Limited	3RD FLOOR MORAY HOUSE, 23-31 GREAT TITCHFIELD STREET, LONDON, W1P 7FE	7,410.31
CP0B	Prestige & Coll	Lanelay Road, Pontyclun, CF72 8XW	289.94
CR05	Mrs M Rayment	c/o Mr A J Rayment, 28 Woodlands Lane, Great Shefford, Cambridge, CB22 7LZ	41,000.00
CS01	S Whitehand	4, THE RAMPART,, HADDENHAM,, ELY, CAMBRIDGESHIRE, CB6 3ST	100.00
CS03	Saffron Walden Laundry	13-17 GOLD STREET, SAFFRON WALDEN, ESSEX, CB10 1EN	142.23
CS08	Scottish Hydro Electric	PO BOX 70, HAVANT, PO9 5YR	6,183.12
CS0D	Securitas	205 Lower Richmond Road, Richmond, TW9 4LN	276.00
CS0J	Sita UK Limited	301-303 PARKWAY, WORLE, WESTON SUPER MERE, BS22 6WA	235.61
CS0L	Solution 1 Limited	200 Brook Drive, Green Park, Reading, RG2 6UB	353.86
CS0P	Spotless Punch	SUITE B, 1ST FLOOR, KNOWLES HOUSE, CROMWELL ROAD, REDHILL, RH1 1RT	120.77
CT06	Three Valleys Water	P O BOX 188, BISHOPS RISE, HATFIELD, HERTS, AL10 9AE	201.41
CT09	Total Gas	BRIDGE GATE, 55/57 HIGH STREET, REDHILL, SURREY, RH1 1RX	485.84
CT0A	Telstra Europe Limited	Platinum Building, St Johns Innovation Park, Cowley Road, Cambridge, CB4 0WS	55.57
CU03	Uttlesford District Council	DIRECTOR OF FINANCE, LONDON ROAD, SAFFRON WALDEN, CB11 4ER	888.00
CV01	Van Buck Limited	31 RIPPERS COURT, STATION ROAD, SIBLE HEDINGHAM, ESSEX, C09 3PY	132.77
CV02	Viking Direct Limited	P O BOX 279, LEICESTER, LE4 1FZ	309.07
CW02	Walden Local	10 EMSON CLOSE, SAFFRON WALDEN, ESSEX, CB10 1HL	575.00
CW0C	Stuart Whitehand	4 The Rampart, Haddenham, Ely, CB6 3ST	100.00
CW0D	W. Eaden Lilley Holdings Limited	c/o 22 Shepreth Road, Barrington, CB22 7SB	220,882.00
CW0E	W. Eaden Lilley Retirement Benefits Plan	c/o 22 Shepreth Road, Barrington, Cambridge, CB22 7SB	358,000.00
EA00	Mrs W Allison	26 Meadowfield, Sawston, Cambs, CB2 4HS	3,395.03
EA01	Mrs K Ancombe	Yeldham Road, Pound Cottage, Stambourne, Essex	1,676.03
EB00	Mr D Barker	138 Cannons Close, Bishops Stortford, Herts, CM23 2BL	5,525.78
EB01	Mrs M Bilsland	43 Thaxted Road, Saffron Walden, Essex, CB11 3AA	3,323.40
EB02	Miss E Beard	2 Stanbrook Cottages, Stanbrook, Thaxted, CM6 2NQ	498.51

W. Eaden Lilley & Co. Limited
B - Company Creditors

Key	Name	Address	£
EB03	Mrs J Berriman	24 Masons Close, Haverhill, Suffolk, CB9 9SN	1,741.50
EB04	Mrs J Brace	101 Old Forge Way, Sawston, Cambridge, CB2 4BD	8,742.05
EB05	Miss C M Baker	49 High Street, Harston, Cambridge, CB22 7PZ	656.25
EB06	Miss S Bradlaugh-Bonner	11 Holme Way, Sawston, CB2 4LD	1,220.63
EC00	Mrs A Clarke-Holland	7 Waldeck Court, Saffron Walden, Essex, CM11 4FE	1,661.71
EC01	Miss T Clarke-Holland	7 Waldeck Court, Saffron Walden, Essex, CB11 9FE	1,112.50
EC02	Mrs C Christy	6 Church Street, Newport, Essex, CB11 3RA	2,068.53
EC03	Mrs S A Carlton	13 Chaston Road, Great Shelford, Cambridge, CB2 5AS	1,220.49
EC04	Mrs A M Cook	1 Deal Grove, Sawston, Cambridge, CB2 4DR	4,182.90
EC05	Mrs M Cornell	78 Cromwell Road, Saffron Waldron, Essex	2,775.47
ED00	Ms C Dillon	50 Tukes Way, Saffron Walden, Essex, CB11 3ES	1,205.96
ED01	Mr J F Davey	5 Chauntry Road, Haverhill, Suffolk, CB9 8BE	1,375.00
EF00	Miss V Fallas	Trent House, Guelphs Lane, Thaxed, Essex, CM6 2PT	130.50
EG00	Mrs J Grant	Byford, Hill Road, Gt Sampford, Essex CB10 2RT	444.07
EG01	Miss T Goodson	37 Coltsfield, Stansted, Essex, CM24 8LH	1,849.00
EH00	Mrs V Honey	139 Macaulay Square, Great Shelford, Cambridge, CB22 5AG	859.50
EJ00	Mrs C Jakes	18 Granta Road, Sawston, Cambs, CB22 3HT	888.15
EK00	Miss D Kowalska	6 Jacksons Lane, Great Chesterford, Nr Saffron Walden, CM10 1PU	3,146.17
EK01	Miss C Karikides	24 Duxford Road, Hinxtor, Saffron Walden, CB10 1RB	158.34
EL00	Mrs Sue Latto	100 Piggotts Way, Bishops Stortford, Herts, CM23 3QU	3,774.75
EL01	Miss H Lawrance	Quince Tree Cottage, Moor End, Gt Sampford, CB10 2RQ	152.25
EM00	Mr I Mills	80 Victoria Avenue, Saffron Walden, CB11 3AE	3,715.20
EP00	Mrs W Phillips	37 Hauxton Road, Little Shelford, Cambridge, CB2	1,203.30
ES00	Miss L C Seegar	8 Coploe Road, Ickleton, Saffron Walden, CB10 1ST	682.50
ES01	Mrs J Suttton	212 Beeches Road, Chelmsford, Essex, CM1 2SA	8,054.06
ES02	Miss K Spicer	44 Bury Road, Stapleford, Cambridge, CB2 5BP	1,934.55
ET00	Mrs C S Thomson	70 Beechwood Road, Melbourn, Nr Royston, Herts	2,415.19
EW00	Mrs C Whyte	35 Greenways, Saffron Walden, Essex, CB11 3EZ	854.12
EW01	Mrs L Worrell	21 Cornwallis Place, Saffron Walden, CB10 2BZ	1,338.75
EW02	Mr J Woodcock	Northview, Violets Lane, Fumeux Pelham, Herts SG9 0LF	499.87
RL00	Mr W E Lilley	22 Shepreth Road, Barrington, Cambridge, CB2 5SB	134,250.10
RR00	Mrs P Richards	22 Shepreth Road, Barrington, Cambridge, CB2 5SB	3,797.24

BenedictMackenzie

Business rescue and insolvency

**STRICTLY PRIVATE & CONFIDENTIAL
NOT FOR PUBLICATION**

TO ALL KNOWN CREDITORS

3 February 2009

Our Ref: IDW/jcm

Dear Sir

W. EADEN LILLEY & CO. LIMITED (IN ADMINISTRATION) - "the company"
High Court of Justice No 10352/2009

As you may be aware, the company operated three retail department stores located in St Ives, Great Shelford, Cambridgeshire and Saffron Walden in Essex.

My Partner, Laurence Pagden and I were appointed Joint Administrators of the above company at 4.15 pm on 28 January 2009 by the directors with the approval of the holder of the Qualifying Floating Charge. I enclose a copy of Form 2.12B (Notice of Administrator's Appointment).

In order to maximise realisations in the particular circumstances of these stores, we have granted a licence for six months to Chas J Townrow & Sons Limited ("Townrow") for it to occupy and continue trading from the St Ives store. Townrow is an unconnected operator of four department stores based in Essex.

Townrow has purchased the stocks of the company which it is selling through the St Ives store. Townrow has also agreed to honour some of the company's commitments towards its former customers. Townrow has not purchased the fixtures and fittings or the goodwill etc of the company which remain available for disposal at a later date.

Townrow is obliged to meet all the costs and expenses of the St Ives store from 26 January 2009 when its licence effectively commenced.

In the interests of transparency and to comply with the Statement of Insolvency Practice 16, I set out below further details.

I was introduced to the directors of the company by its auditors and attended a meeting with the company's then solicitors on 13 September 2008. Since that date, I have been advising the company upon its financial position with particular reference to its obligations to its defined benefit pension scheme.

The company appointed, at my suggestion, Edward Symmons LLP ("ES"), to value its assets and to advise generally on the marketability of the business, undertaking and goodwill. The valuers advised that in the present economic conditions, and the poor state of the retail business sector in particular, the company's business was unlikely to find a buyer.

Following an unsatisfactory Christmas trading result and the subsequent "Sales", it was forecast that the company would begin to trade substantially at a loss greater even than that incurred in the two previous years.

Ian Williams FCA
Anthony Benedict FCA
Laurence Pagden FCA
Simon Underwood FIPA
Rupert Mullins TD FIPA
Kevin Weir MIPA
Graham Petersen FIPA
Julie Vahey FIPA
Valerie Neave ACA

APPENDIX IV (1 of 2)

62 Wilson Street
London EC2A 2BU

Telephone
020 7247 1174

Fax
020 7247 3494

Email
info@benemack.com

Website
www.benemack.com

Other offices at: Banstead, Bristol, Cheltenham, Crawley, Portsmouth, Tunbridge Wells

Benedict Mackenzie is the trading name of Benedict Mackenzie LLP registered in England and Wales number OC302846. Registered office 62 Wilson Street, London EC2A 2BU

Ian Williams, Anthony Benedict, Laurence Pagden and Simon Underwood are licensed by The Insolvency Practitioners Association

Page 2

The scale of the losses anticipated exceeded £30,000 a month. Funding of sustained trading during administration in the hope of finding a buyer in these circumstances was not possible, particularly in the light of ES's advice.

Consultations with the major creditors, including the in store concession businesses and one major supplier having a valid retention of title ("ROT") against stocks indicated that they would support the granting of a licence to Townrow. It was felt that the alternative of the withdrawal of their concession and ROT stocks would effectively close all of the stores potentially making any closing down sales unprofitable propositions.

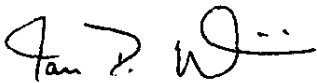
The stocks owned by the company free of ROT and the tills at St Ives were sold to Townrow for a total of £120,000, representing about 30% of cost price. ES estimated that a sale of this stock on a forced sale basis would yield little more than £50,000 before costs. Payment of £35,000 of this consideration has been deferred for four months and is subject some conditions.

None of the directors of Townrow is or has been a director of the company and are only associated through the membership of both the company and Townrow in a substantial discount buying group of similar retailers.

I am informed that none of the directors of W. Eaden Lilley & Co. Limited has given guarantees to any financier of Townrow and I believe that it has met the consideration from its own resources. There are no options or other similar conditions attached to the contract of sale.

I intend to convene a meeting of creditors shortly and meanwhile enclose a form of statement of claim which I should be grateful if you would complete and return as soon as possible.

Yours faithfully
for and on behalf of
W. EADEN LILLEY & CO. LIMITED



Ian D Williams
Joint Administrator

Enclosures

W Eaden Lilley & Co Limited (in administration)
 BENEDICT MACKENZIE FEE SUMMARY
 SIP 9 SCHEDULE 1
 As at 19 February 2009

	Partner	Manager	Assistants and support staff	Total	Total	Average
	hours	hours	hours	hours	Cost £	Hourly Rate £
A Administration and planning	4.50	9.70	4.00	18.20	3,492.00	191.87
B Investigations	-	-	0.30	0.30	24.00	80.00
C Realisation of assets	5.30	2.30	9.60	17.20	3,044.50	177.01
D Trading	23.30	2.50	7.10	32.90	7,575.00	230.24
E Creditors	0.50	6.60	39.80	46.90	5,295.50	112.91
F Other	-	-	-	-	-	-
Total	<u>33.60</u>	<u>21.10</u>	<u>60.80</u>	<u>115.50</u>	<u>19,431.00</u>	<u>168.23</u>

Notice of a meeting of creditors

Name of Company W. EADEN LILLEY & CO. LIMITED	Company number 30736
In the HIGH COURT OF JUSTICE Chancery Division	Court case number 10352 of 2009

(a) Insert full name(s) and address(es) of the administrator(s)

Notice is hereby given by (a) IAN DONALD WILLIAMS AND LAURENCE PAGDEN of Benedict Mackenzie LLP, 62 Wilson Street, London EC2A 2BU

(b) Insert full name and address of registered office of the company

that a meeting of the creditors of (b) **W. EADEN LILLEY & CO. LIMITED**
62 Wilson Street, London EC2A 2BU

(c) Insert details of place of meeting

is to be held at (c) **62 WILSON STREET, LONDON EC2A 2BU**

(d) Insert date and time of meeting

on (d) **11 MARCH 2009** at **11.00 am**

*Delete as applicable

The meeting is:

*** (1) an initial creditors' meeting under paragraph 51 of Schedule B1 to the Insolvency Act 1986 ("the Schedule");**

~~*** (2) an initial creditors' meeting requested under paragraph 52(2) of the Schedule;**~~

~~*** (3) to consider revisions to my proposals under paragraph 54(2) of the Schedule;**~~

~~*** (4) a further creditors' meeting under paragraph 56 of the Schedule;**~~

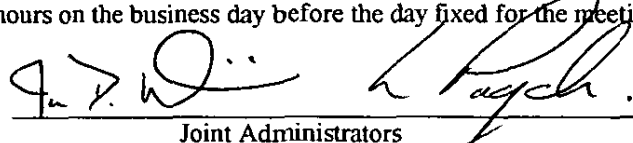
~~*** (5) a creditors' meeting under paragraph 62 of the Schedule.**~~

I invite you to attend the above meeting.

A proxy form is enclosed which should be completed and returned to me by the date of the meeting if you cannot attend and wish to be represented.

In order to be entitled to vote under Rule 2.38 at the meeting you must give to me, not later than 12.00 hours on the business day before the day fixed for the meeting, details in writing of your claim.

Signed


Joint Administrators

Dated 20 February 2009

A copy of the *proposals is attached

* Delete as applicable

**Insolvency Act 1986
Proxy (Administration)**

Notes to help completion
of the form

W. EADEN LILLEY & CO. LIMITED

High Court of Justice No: 10352 of 2009

Please give full name and
address for communication

Name of creditor

Address

Please insert name of
person (who must be 18 or
over) or the "chairman of
the meeting" (see note
below). If you wish to
provide for alternative
proxy-holders in the
circumstances that your
first choice is unable to
attend please state the
name(s) of the alternatives
as well.

Name of proxy-holder

1

2

3

Please delete words in
brackets if the proxy-holder
is only to vote as directed
i.e he has no discretion

I appoint the above person to be my/the creditor's proxy-holder at the meeting of creditors to be held on **11 MARCH 2009** or at any adjournment of that meeting. The proxy-holder is to propose or vote as instructed below [and in respect of any resolution for which no specific instruction is given, may vote or abstain at his/her discretion].

Voting instructions for resolutions

*Please delete as
appropriate

SEE OVERLEAF

representing

as a member of the creditor's committee

This form must be
signed

Signature

Date

Name in CAPITAL LETTERS

Only to be completed if the
creditor has not signed in
person

Position with creditor or relationship to creditor or other authority for signature

Remember: there may be resolutions on the other side of this form.

Insolvency Act 1986
Proxy (Administration) continued.....

IN THE MATTER OF W. EADEN LILLEY & CO. LIMITED

Voting instructions for resolutions:

1

That the Joint Administrators' proposals be approved.

Accept/Reject *

2

Under Rule 2.106 of The Insolvency Rules 1986 and in the absence of a Creditors' Committee, the remuneration of the Joint Administrators be fixed by reference to time properly spent by them and their staff in attending to matters arising in the Administration.

Accept/Reject *

3

In accordance with Statement of Insolvency Practice No 9 the Joint Administrators be authorised to draw remuneration on account of their timecosts as and when funds are available.

Accept/Reject *

4

The Joint Administrators will be discharged from liability under Paragraph 98 of Schedule B1 to the Insolvency Act 1986 immediately upon their appointment ceasing to have effect.

Accept/Reject *

5

For the appointment of.....
of.....
representing.....
as a member of the Creditors' Committee.

* Please delete as appropriate.

W. EADEN LILLEY & CO. LIMITED (IN ADMINISTRATION)

High Court of Justice No 10352/2009

Proof of Debt (Unsworn) General Form										
Name of creditor										
Address of Creditor										
Account Number/Reference										
Total amount of claim as at date of liquidation	£									
Particulars of how debt arose and date incurred (use space overleaf if necessary)										
Particulars of any security held										
Value of security	£									
<p>PLEASE ATTACH ANY DOCUMENTARY EVIDENCE OF CLAIM</p> <p>NB Bills or other negotiable securities must be produced before proof can be admitted</p>										
<table style="width:100%; border: none;"> <tr> <td style="width:35%; border: none;">Signature of creditor or person signing on his behalf</td> <td style="width:35%; border: none;">Name in BLOCK LETTERS</td> <td style="width:30%; border: none;">Date</td> </tr> <tr> <td style="border: none;">.....</td> <td style="border: none;">.....</td> <td style="border: none;">.....</td> </tr> <tr> <td style="border: none;">Position with or relationship to creditor (eg director etc)</td> <td colspan="2" style="border: none;">.....</td> </tr> </table>		Signature of creditor or person signing on his behalf	Name in BLOCK LETTERS	Date	Position with or relationship to creditor (eg director etc)	
Signature of creditor or person signing on his behalf	Name in BLOCK LETTERS	Date								
.....								
Position with or relationship to creditor (eg director etc)									
<p>Amount admitted to rank for dividend £</p> <p>This day of 2009</p> <p>..... Joint Administrator</p>										