The Insolvency Act 1986

2.24B

Administrator's progress report

Name of Company

Alexander Developments (North East) Limited

Company number

02666308

In the High Court of Justice, Chancery Division,

Manchester District Registry

Court case number

621 of 2011

We

Paul Nicholas Dumbell

KPMG LLP

St James' Square

Manchester

M2 6DS

United Kingdom

Brian Green KPMG LLP

St James' Square

Manchester

M2 6DS United Kingdom Richard Heis KPMG LLP

8 Salisbury Square

London

EC4Y 8BB

United Kingdom

Administrators of the above company attach a progress report for the period

from

to

11 February 2012

10 August 2012

Signed

Joint Administrator

Dated

4 September 2012

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 Hollie Watson

KPMG LLP

St James' Square

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DX Number DX 724620 Manchester 42

Tel 0161 246 4792

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



A06

12/09/2012 COMPANIES HOUSE

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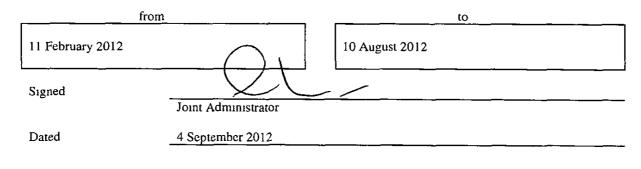
Richard Heis KPMG LLP 8 Salisbury Square

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12/09/2012 COMPANIES HOUSE #142



Report to creditors pursuant to Rule 2.112(1) of the Insolvency (Amendment) Rules 2003

> KPMG LLP 17 August 2012 This report contains 9 pages Appendices contain 5 pages PD/NS/HW

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Notice: About this Report

This Report has been prepared by Paul Nicholas Dumbell, Richard Heis and Brian Green, the Joint Administrators of Alexander Developments (North East) Limited, solely to comply with their statutory duty to report to creditors under the Insolvency Rules 1986 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 is not suitable to be used, to inform any investment decision in relation to the debt of or any financial interest in Alexander Developments (North East) Limited or other companies in the same group

Any estimated outcomes for creditors included in this Report are illustrative only and cannot be relied upon as guidance as to the actual outcomes for creditors. Any person that chooses to rely on this Report for any purpose or in any context other than under the Insolvency Rules 1986 does so at its own risk.

To the fullest extent permitted by law, the Joint Administrators do not assume any responsibility and will not accept any liability in respect of this Report to any such person

Paul Nicholas Dumbell, Richard Heis and Brian Green are authorised to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales

The Joint Administrators act as agents for Alexander Developments (North East) Limited and contract without personal liability. The appointments of the Joint Administrators are personal to them and, to the fullest extent permitted by law, KPMG LLP does not assume any responsibility and will not accept any liability to any person in respect of this Report or the conduct of the Administration.



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003

KPMG LLP

17 August 2012

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- Joint Administrators' receipts and payments account for the period 11 February 2012 to 10 August 2012
- Analysis of the Joint Administrators' time costs for the period 11 February 2012 to 10 August 2012
- 4 Schedule of expenses for the period 11 February 2012 to 10 August 2012



KPMG LLP

17 August 2012

1 Executive summary

- This progress report covers the period from 11 February 2012 to 10 August 2012 ("the Period")
- The Joint Administrators' Statement of Proposals was approved on 9 June 2011 and has not been modified
- Alexander Developments (North East) Limited (in Administration) ("the Company")
 is a residential property developer formed in 1991. At appointment, the Company's
 main assets were a partially built residential development at Valley Rise, Tow Law,
 various freehold reversionary interests, sundry pieces of land and two land options.
- The Company is part of a group of 21 companies, of which McInerney Group Limited (in Administration) is the parent company On 4 April 2011, the Joint Administrators of the Company were also appointed Administrators over the following companies within the group

McInerney Group Limited
McInerney Homes Limited
William Hargeaves Limited
Bowey Homes Limited
Lancing Homes Limited
Gold Homes (The Wave) Limited

In addition, the Joint Administrators were appointed Joint Liquidators of the following companies within the group

Space Developments (UK) Limited Augusta Developments Limited

The ownership of the development assets held by McInerney Group Limited (in Administration) and its subsidiaries (together "the Group") at the date of the appointment of the Joint Administrators is shown in the table below

Company	Residential developments				Social	Land
Company	A sites	B sites	C sites	Total	housing contracts	options
McInerney Group Ltd	-	-	-		2	-
McInerney Homes Ltd	6	11	-	17	18	9
Lancing Homes Ltd	2	<u>-</u>	<u>-</u>	2	-	-
Bowey Homes Ltd	2	-	1	3	1	-
Alexander Developments (North East) Ltd	-	1	-	1	-	2
Gold Homes (The Wave) Ltd	-	1		1	-	-
McInerney UK Ltd	-		-	<u> </u>	3	_
Total	10	13	1	24	24	11



- Following the appointment of the Joint Administrators, an assessment was made as to whether to proceed with the immediate disposal of the site at Valley Rise or to transfer the site to Ludgate Hill Developments Limited ("Ludgate"), a solvent subsidiary of McInerney Group Limited (in Administration), to be built out by Miller Homes Limited ("Miller") It was decided to progress the site, categorised as a "B site", to immediate disposal Following a lack of interest and any acceptable offers, it was decided to enter the development for sale at auction in October 2011, at which a bid was accepted The sale of the development completed prior to the Period for the sum of £40,000
- The Company's option agreement for land at Throckley was discovered to be invalid
 during the Period as the agreement was not registered correctly with the Land
 Registry at the time the option was entered into with the landowner Further
 consideration is being given to the option agreement for land at Coxhoe to assess the
 best way to maximise value as no offers have been received to date
- In the Period it was established that the Company had entered into contracts for the sale of two freehold reversions, known as Haughton Manor and Bowesfield Park, prior to the appointment of the Joint Administrators Following discussions with the purchaser, a review by the Joint Administrators and a recommendation from their Agents, these sales are being progressed to completion
- The Joint Administrators have undertaken a review, together with their Agents, as to how value can be realised from the additional sundry land and freehold reversions owned by the Company The Joint Administrators have instructed their Agents to market the sundry land held by the Company, together with sundry land held by other Group companies, as a portfolio A data room is being compiled and will be launched in due to course to market this portfolio
- The Joint Administrators are required to deal with the following issues before they pursue an exit of the Administration
 - o realisation of funds from the Company's interest in the option agreement for land at Coxhoe.
 - o sale of the Company's sundry land and freehold reversions,
 - o distribution to the secured creditors, and,
 - o completion of ongoing statutory matters
- The Joint Administrators are seeking an order from the court to extend their term of office by 12 months to 3 October 2013, pursuant to Paragraph 76(2)(a) of Schedule B1 of the Insolvency Act 1986

Paul Dumbell

Joint Administrator



2 Statement of Proposals

The Joint Administrators' Statement of Proposals was circulated on 27 May 2011

Pursuant to Paragraph 52 (1)(b) of Schedule B1 to the Insolvency Act 1986 a creditors' meeting was not convened and one was not subsequently requisitioned. As a result the Statement of Proposals, as circulated, was deemed to have been approved on 9 June 2011 pursuant to Rule 2 33 (5A) with the exception of any proposals in relation to the Joint Administrators' fees, disbursements or discharge of liability

3 **Progress to date**

3.1 Residential development

As detailed in our previous report to creditors, it was decided that the optimal strategy to maximise the value of the sites owned by the Group was to have down certain sites to Ludgate and develop them through to completion Miller was selected as the preferred bidder to build out the selected sites under a Development Management Agreement ("DMA")

The DMA was exchanged on 4 April 2011 and completed on 18 April 2011 following a consultation process with the employees of McInerney Homes Limited (in Administration) ("MHL"), the Group's major trading subsidiary, in line with the Transfer of Undertakings (Protection of Employment) Regulations ("TUPE") Ten sites across the Group, categorised as "A sites", were hived down to Ludgate to be developed by Miller

The Company's site at Valley Rise, Tow Law was one of the 13 remaining sites across the Group that did not hive down to Ludgate on 18 April 2011. A further review of the site was undertaken by Ludgate, Miller and the Company to assess the optimal route to maximise value. This involved marketing the property for sale to ascertain the amount achievable from immediate disposal, then comparing the outcome to the value that could be generated by building out the development in Administration, together with the anticipated costs and risks involved.

To market the site, interested parties were identified via specialist sector knowledge from within KPMG, our existing database contacts, parties that had been introduced by GVA Grimley Limited (our "Agents") and parties coming forward as a result of our external press communication

An online data room was established to house the information on the sites and this allowed all parties to easily access the information once a non-disclosure agreement had been signed A total of 99 interested parties were sent non-disclosure agreements, 71 of which returned signed copies and were granted access to the data room

As offers at an acceptable level were not received for the Company's site at Valley Rise, Tow Law, it was decided based on the advice of our Agents to enter the site for sale at auction, along with two other sites owned by MHL. The three sites were entered for sale



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003

KPMG LLP

17 August 2012

at auction during October 2011, at which bids were received and accepted The Company's site at Valley Rise was sold for the sum of £40,000

A small parcel of additional land at the back of the site was not included in the auction sale of the development land. The Joint Administrators have instructed their Agents to include this land in a disposal of a portfolio of land owned by the Group that will be marketed for sale by the Agents. This is discussed further in section 3.2.2

The Joint Administrators, in conjunction with their Agents, continue to market and sell the other Group assets which include development sites that have not transferred to Miller, licensed sites and land options. The Joint Administrators have also sold the Group's social housing business to Partner Construction Limited ("Partner"), a company of which former Company director Barry Smith is a director.

3.2 Other assets

3 2 1 Land options

On appointment, the Group held 11 land options across the UK, each with different terms and values Of these, two were held by the Company relating to land at the following sites

Hexham Road, Throckley Bogma Hall Farm, Coxhoe

The Joint Administrators have reviewed the option agreements together with our Agents, and the sites have been inspected. The options have been marketed in the same way as the site at Valley Rise, Tow Law and information regarding the agreements has been included in the online data room set up for interested parties.

The option agreement for land at Throckley was discovered to be invalid during the Period due to a late registration of the agreement with the Land Registry at the time the agreement was made between the Company and the landowner. There is therefore no value in this option agreement for the Company.

As no offers have been received to date for the option agreement for land at Coxhoe, further consideration is being given to the agreement to assess the best way to maximise value. A further update on this will be provided in our next report to creditors

3 2 2 Reversionary interests and sundry land

A number of the Company's historic developments were sold leasehold, with the freehold interest retained by the Company. Therefore there are a number of sites where ground rents are due to the Company on an annual or six-monthly basis. The Joint Administrators have contacted all known parties who are liable for ground rents and requested all outstanding amounts to be paid up to date to 31 December 2011. A total of £100 has been received in the Period in respect of ground rents.

The Joint Administrators continue to pursue outstanding ground rents and an update on these collections will be provided in our next report to creditors



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003

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17 August 2012

In the Period it was established that the Company had entered into contracts for the sale of two freehold reversions, known as Haughton Manor and Bowesfield Park, prior to the appointment of the Joint Administrators Following discussions with the purchaser and a review by the Joint Administrators and their Agents, these sales are being progressed to completion. An update on this will be provided in the next report to creditors

Two of the ex-directors of the Company have conducted an exercise using their own knowledge and search results from the Land Registry to identify all additional freehold reversions and sundry land still owned by the Company A schedule has been compiled to record all the available information on each piece of land, including relevant information on the number of plots at each site and ground rents available for collection under the terms of the leases. This schedule was passed to our Agents for their review and to provide recommendations, to determine which of the freehold reversionary interests are likely to be of any value.

Following a review by our Agents the land is being collated into a portfolio, together with land owned by other Group companies, and will be marketed for sale. Our Agents are currently uploading details of the sundry land and freehold reversionary interests into a data room for interested parties, which they anticipate will take two to three weeks. When this process is complete we will be able to provide login details for interested parties to access this information in order that offers can be made to the Joint Administrators.

An update will be provided in our next report to creditors in six months' time

3.3 Employees

At the date of appointment only one employee was employed by the Company This employee resigned from the business upon appointment and is now a director of Partner, which acquired the Group's social housing business

3.4 Communication

The Joint Administrators wrote to all known creditors on 11 April 2011 advising them of their appointment

Following this, the Joint Administrators' Statement of Proposals was circulated to all creditors of the Company on 27 May 2011 The Joint Administrators' first progress report was circulated to all creditors on 28 October 2011 and a further progress report was circulated on 4 April 2012

A further progress report will be provided to creditors in March 2013 that will provide an update on the progress made in relation to the Joint Administrators' proposals and the intended exit strategy from the Administration

3.5 Extension of the Administration

The Joint Administrators' proposals have yet to be fully completed, and consequently the Joint Administrators are not in a position to conclude the Administration at this time



Therefore the Joint Administrators are seeking an order from the court to extend their term of office by 12 months to 3 October 2013, pursuant to Paragraph 76(2)(a) of Schedule B1 of the Insolvency Act 1986

The Joint Administrators are required to deal with the following issues before they pursue an exit of the Administration

- realisation of funds from the Company's interest in the option agreement for land at Coxhoe,
- sale of the Company's freehold reversions and sundry land,
- · distribution to the secured creditors, and
- completion of ongoing statutory matters

We hope that the above matters will be resolved within the twelve month period to 3 October 2013 and steps will then be taken to end the Administration

3 6 Liabilities

3 6 1 Secured creditors

The banking syndicate of The Royal Bank of Scotland plc ("RBS") and Lloyds Banking Group plc ("LBG") (together "the Banks") provided a loan and overdraft facility to the Group as a whole At the date of appointment, the total indebtedness outstanding across the Group, excluding interest and charges, was approximately £82 million

As security, the Banks had obtained numerous fixed charges over the Group's land and work in progress, in addition to fixed and floating charges against the other assets of the Group

3 6 2 Preferential creditors

Preferential claims relate to the preferential part of employees' claims for arrears of wages, holiday pay and pension contributions, and are paid from the floating charge realisations. As the Company's single employee transferred to Partner, who took on all associated employee liabilities of the Group's social housing business, we do not anticipate that there will be any preferential claims

3 6 3 Unsecured creditors

The Statement of Affairs indicated that the Company does not have any unsecured creditors

3.7 Expenses for the period

3 7 1 Receipts and payments

The receipts and payments for the Period are set out in the attached receipts and payments account (see Appendix 2)



3 7 2 Office holders remuneration

The Joint Administrators' time costs for the Period are £12,192 and no expenses have been incurred A detailed analysis of time spent, and charge out rates, for each grade of staff for the various areas of work carried out, in accordance with the provisions of SIP 9, is attached at Appendix 3 to this report

Please note that all staff who have worked on this assignment, including cashiers and secretarial staff have charged time directly to the assignment and are included in the analysis of time spent. The cost of staff employed in central administration functions is not charged directly to this assignment but is reflected in the general level of charge out rates.

The statutory provisions relating to remuneration are set out in Rule 2 106 of the Rules

A creditors' guide to Administrators' fees can be found at

http://www.r3.org.uk/media/documents/technical_library/SIPS/SIP%209%20E&W.pdf

However, if you are unable to access this guide and would like a copy please contact Hollie Watson at KPMG LLP, St James' Square, Manchester, M2 6DS

The Joint Administrators proposed that their remuneration be fixed on the basis of time properly given by them and their staff in dealing with matters arising in the Administration at their normal hourly rate of charging

Under Rule 2.106 of the Rules, where the Administrator has made a statement under Paragraph 52(1)(b) of Schedule B1 of the Act that, on the basis that there will be no surplus available to creditors, there will be no meeting of creditors convened then the proposals relating to Administrators' remuneration shall be taken as passed if passed with the approval of each secured creditor of the Company, and also the approval of the preferential creditors (whose debt amounts to more than 50% of the total preferential debt) where the Administrator intends to make a preferential distribution Approval has been received from the secured creditors

Creditors are reminded that the quantum of office holder remuneration can be challenged by unsecured creditors representing at least 10% by value of total unsecured claims, including that creditor's claim, by making an application to court in accordance with Rule 2 109 of the Rules The full text of this rule can also be provided on request

Please note that no fees or disbursements have been drawn by the Joint Administrators to date. However, in accordance with Rule 2 106, the Joint Administrators have sought and received approval from the secured creditors to draw fees of £12,192 and disbursements of £30 which will be drawn shortly

3 7 3 Other information

In accordance with Rule 2 48A of the Rules, additional information about the expenses charged for the period is available from the office holder upon request by any secured



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003

KPMG LLP

17 August 2012

creditor, and any other creditor or creditors owed 5% or more in value of the unsecured liabilities. A request must be made within 21 days of receipt of this report

4 Comments on the Appendices

4 1 Appendix 1: Statutory information

Information to creditors required by statute is contained in Appendix 1 to this report

4.2 Appendix 2: Receipts and payments account for the Period

An analysis of receipts and payments for the Period is attached at Appendix 2

421 Receipts

4211 Bank interest

Bank interest of £40 has been received in the Period

4212 Ground rent

A total of £100 has been received for ground rent during the Period

4 2 1.3 Cash held by solicitors on appointment

Funds of £972 that were held by solicitors at the date of our appointment in respect of pre-appointment sales and ground rent collections have been paid to the Company during the Period

42 1.4 Facility A Control

The sum of £40,959 has been drawn down from the facility provided by the Banks to fund the costs of the Administration This will shortly be used to pay outstanding legal fees, Agents' fees, the Joint Administrators' time costs and disbursements and security costs

422 Payments

No payments were made during the Period

4.3 Appendix 3: Analysis of office holders' time costs

An analysis of the Joint Administrators' time costs for the Period is contained in Appendix 3 to this report

The Joint Administrators' time costs for the Period are £12,192 and no expenses have been incurred

The Joint Administrators' time costs include time spent on the following activities



- A total of £2,040 in time costs has been spent in dealing with post appointment VAT matters
- A total of £2,705 in time costs has been spent reporting to creditors in accordance with statute
- A total of £2,388 in time costs has been spent reporting to the Banks

4.4 Appendix 4: Expenses for the period

Expenses for the Period are summarised in Appendix 4, which include the time costs as analysed in Appendix 3

Expenses for this Period total £18,886, none of which has been paid in the Period Accrued expenses include accrued legal fees, agents' fees, insurance, security costs and the Joint Administrators' time costs

An additional expense of £10,000, relating to prior period Agents' fees, has been included in the schedule of expenses as the schedule of expenses in the our previous report did not accrue for this

These costs were paid by MHL in the first instance, therefore all accrued expenses other than the Joint Administrators' time costs will be repaid to MHL in due course



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003

KPMG LLP

17 August 2012

Appendix 1

Statutory information

Appointment

For period

11 February 2012 to 10 August 2012

Company name

Alexander Developments (North East) Limited

Nature of business

Construction

Court details

The Administration Order was made on 4 April 2011 in

Manchester County Court number 621 of 2011 application by

the qualifying floating charge holder

Date of appointment

4 April 2011

Extension obtained

Not applicable

Office holder details

Paul Nicholas Dumbell, Brian Green and Richard Heis were appointed on 4 April 2011 and are authorised to act as

insolvency practitioners by the Institute of Chartered

Accountants in England & Wales

Registered number

02666308

Present registered

office

c/o KPMG LLP

St James' Square Manchester

M2 6DS

Basis of remuneration

Time cost

Fee resolution date

24 June 2011



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003

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17 August 2012

Appendix 2

Joint Administrators' receipts and payment account for the period 11 February 2012 to 10 August 2012

Alexander Developments (NE) Ltd (In Administration) Administrators' Abstract of Receipts & Payments

Statement of Affairs		From 11/02/2012 To 10/08/2012	From 04/04/2011 To 10/08/2011
	FIXED CHARGE ASSETS		
400,212 00	Freehold property	NIL	40,000 00
	Bank interest net of tax	24 99	24 99
		24 99	40 024 99
	FIXED CHARGE COSTS		
	Legal tees	NIL	1,289 45
	Auctioneer Fees	NIL	400 00
	Irrecoverable VAT		305 69
		NIL	(1 995 14)
	FIXED CHARGE CREDITORS		
400 212 00)	Fixed charge creditor	NIL VIL	NIL
		VIL	NII.
	ASSET REALISATIONS		
	Ground Rent	100 00	1 919 22
		100 00	1 919 22
	OTHER REALISATIONS		
	Bank interest, net of tax	14 51	16 89
	Sundry refunds	NIL	9 00
	Cash held by solicitors on appointment	972 31	6,545 70
		986 82	6,571 59
		111101	46.520.46
		1,111 81	46,520 66
	REPRESENTED BY		
	Fixed charge current		38,029 85
	Floating charge current		49 449 72
	Facility A Control (Floating)		(40 958 91)
			46,520 66

Note

Paul Nicholas Dumbell Administrator



Appendix 3

Analysis of the Joint Administrators' time costs for the period 11 February 2012 to 10 August 2012

	Partner / Director	Vlanager	Administr ator	Support	Total hours	Time cost	Average
Administration & planning							rate
Cashiering							
Fund management			1 00		1 00	£240 00	£240 00
General (Cashiering)			5 70	0.30	600	£1 030 50	£171 75
Reconciliations (& IPS accounting reviews)			2 10		2 10	£504 00	£240 00
General							224000
Fees and WIP			1 80		180	£380 00	£211 11
Statutory and compliance						200000	~~
Appointment and related formulates			0.40		0.40	£70 00	£175 00
Checklist & reviews			1 00		100	£175 00	£175 00
Reports to debenture holders			10 30		1030	£2 387_50	£231 80
Tax					•		
Post appointment VAT		2 10	2 70	1 50	630	£2,039,50	£323 73
Post appointment corp tax	0.03	0 87	1 10		2 00	£524.93	£262 53
Creditors							
Creditors and claims							
General correspondence			4 00		4 00	£960 00	£240.00
Statutory reports	0.50		11 70		12 20	£2 705 00	£221 72
Realisation of assets							
Asset Realisation							
Freehold property			4 40		4 40	£1 056 00	£240 00
Open cover msurance			0.50		0 5 0	£120 00	£240 00
Total in period				_	52 00	£12 192 43	£234 47
	Fees drawn			н	ours/Costs to da	ite	
1	B/t	0 00			172 28	£40 642 60	£235 91
1	in the period	0 00			52 00	£12 192 43	£234 47
New	C/f	0 00			224 28	£52 831 03	£235 58

Notes

All staff who have worked on this assignment, including cashiers and secretarial staff have charged time directly to the assignment and are included in the analysis of time spent. The cost of staff employed in central administration functions is not charged directly to the assignment but is reflected in the general level of charge out rates.



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003

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17 August 2012

Category 1 expenses

Expense name	Expense value
B/f	£ 30 00
In the period	0 00
C/f	30.00

Chargeable rates from 1 October 2010

	Rate per hour
Grade	£
Partner	535
Associate Partner	460
Director	460
Senior Manager	425
Manager	345
Assistant Manager	240
Assistant	175
Support	110



Report to creditors pursuant to Rule 2 112(1) of the Insolvency (Amendment) Rules 2003 KPMG LLP

17 August 2012

Appendix 4
Schedule of expenses for the period 11 February 2012 to 10
August 2012

Section	Account	Prior period expense not disclosed	Accrued	Paid	Total
		£	£	£	£
Fixed charge costs	Legal fees	-	-486 12	-	-486 12
	Agents'/Valuers' fees	5,000 00	169 36	-	5,169 36
	Insurance	-	1,000 00	-	1,000 00
	Security	-	307 00	-	307 00
	Joint Administrators' fees	-	3,443 50	-	3,443 50
Total fixed charge costs		5,000 00	4,433 74	-	9,433 74
Cost of realisations	Legal fees	-	4,904 72	-	4,904 72
	Agents'/Valuers' fees	5,000 00	798 50	-	5,798 50
	Joint Administrators' fees	-	8,748 93	-	8,748 93
Total floating charge costs		5,000 00	14,452 15	_	19,452 15
TOTAL		10,000 00	18,885 89	_	28,885 89