

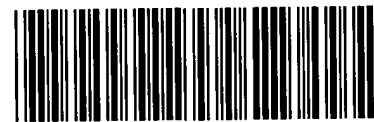
AM03

Notice of administrator's proposals



Companies House

FRIDAY



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05/02/2021

#240

COMPANIES HOUSE

1 Company details

Company number 03304495

Company name in full HIGHPAD LIMITED

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

2 Administrator's name

Full forename(s) VIRGIL HARSHAM

Surname LEVY

3 Administrator's address

Building name/number 1 BEASLEY'S YARD

Street 126 HIGH STREET

Post town UXBRIDGE

County/Region MIDDLESEX

Postcode UB81JT

Country UNITED KINGDOM

4 Administrator's name ①

Full forename(s)

Surname

① Other administrator
Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number

Street

Post town

County/Region

Postcode

Country


② Other administrator
Use this section to tell us about
another administrator.

AM03
Notice of Administrator's Proposals

6 Statement of proposals

<input checked="" type="checkbox"/>	I attach a copy of the statement of proposals	
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7 Sign and date

Administrator's Signature	Signature ✕ 	✕																
Signature date	<table><tr><td>d</td><td>0</td><td>d</td><td>4</td><td>m</td><td>0</td><td>m</td><td>2</td><td>y</td><td>2</td><td>y</td><td>0</td><td>y</td><td>2</td><td>y</td><td>1</td></tr></table>	d	0	d	4	m	0	m	2	y	2	y	0	y	2	y	1	
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AM03

Notice of Administrator's Proposals



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 **ROCHELLE KARUNARATNE**

Company name **LA BUSINESS RECOVERY LTD**

Address **1 BEASLEY'S YARD**

126 HIGH STREET

Post town

County/Region

Postcode **U B 8 1 J T**

Country **UNITED KINGDOM**

DX

Telephone **01895 819460**



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 and dated 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,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.



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

**Highpad Limited
(in Administration)**

Company Registration Number: 03304495

In the High Court of Justice No. 4479 of 2020

**Administrator's Statement of Proposals
in accordance with paragraph 49 of Schedule B1 of the
Insolvency Act 1986 and Rule 3.35 of the Insolvency
(England and Wales) Rules 2016**

**The Administrator is managing the business and the affairs of the
above company in Administration, acting as its agent and without
personal liability.**

**Date delivered to creditors: 4 February 2021
Date deemed received: 8 February 2021**

**HIGHPAD LIMITED
(IN ADMINISTRATION)
ADMINISTRATOR'S STATEMENT OF PROPOSALS**

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- 7 Administrator's expenses and disbursements
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- 9 Achieving the purpose of administration and exit from administration
- 10 COMI Proceedings
- 11 Approval of the proposals

APPENDICES

- 1 Administrator's receipts and payments account
- 2 Statement of Affairs with list of creditors
- 3 LA Business Recovery Limited's rates and expenses policy
- 4 Proof of debt form
- 5 Notice of invitation to decide whether to form a creditors' committee
- 6 Notice of decision by correspondence
- 7 Voting form

**HIGHPAD LIMITED
(IN ADMINISTRATION)
ADMINISTRATOR'S STATEMENT OF PROPOSALS**

Following my appointment as Administrator of Highpad Limited ("the Company") on 17 December 2020, the following report is my statement of proposals ("the Proposals") for achieving the purpose of the administration. The Insolvency (England & Wales) Rules 2016 determine the content of these Proposals.

The sending of proposals is a matter that is required by law and provides creditors with details of the progress of the Administration to date and how I intend to achieve the purpose of the Administration.

1 Statutory and general information

Court: In the High Court of Justice No. 4479 of 2020

Company number: 03304495

Other trading names: No known other trading names

Former trading address: Flat 1, Old Rectory Court, 61 Wood Street, High Barnet, EN5 4BL

Former registered office address: Flat 1, Old Rectory Court, 61 Wood Street, High Barnet, EN5 4BL

Current registered office address: 1 Beasley's Yard, 126 High Street, Uxbridge, Middlesex, UB8 1JT

Administrator: Virgil Harsham Levy of LA Business Recovery Limited, 1 Beasley's Yard, 126 High Street, Uxbridge Middlesex, UB8 1JT, licensed to act as an Insolvency Practitioner in the United Kingdom by the Insolvency Practitioners Association under registration number 19090.

Name of appointer: Vivien Wilson, Director

Date of appointment: 17 December 2020

Issued share capital: 100 ordinary shares of £1 each

Directors details within the last three years

Name	Appointed	Resigned
Philip Wilson	19 September 2000	n/a
Vivien Wilson	10 July 2020	n/a

Shareholders details:

Name	No. of shares held	Type of shares
Vivien Wilson	30 of 100	Ordinary
Thomas Wilson	30 of 100	Ordinary
Joseph Wilson	30 of 100	Ordinary
Benjamin Wilson	10 of 100	Ordinary

2 Circumstances leading to the appointment of the administrator

- 2.1 The company was incorporated as Highpad Limited ("the Company") on 20 January 1997 and commenced trading shortly thereafter. On incorporation, the directors were Philip Wilson, Geoffrey Hirshman and Abigail Hirshman (all appointed on 22 January 1997).
- 2.2 Mr Philip Wilson was the sole Director of the Company from May 2017 until Vivien Wilson's appointment on 10 July 2020. Mr Wilson has been unable to take part in discussions for some time because he has

been infirm and only contactable by Mrs Wilson. He has registered relevant consent and knowledge to this process as proposed by Mrs Wilson at a board meeting.

- 2.3 The company historically traded in acquiring, investing in, renting and selling property (commercial and residential). The business, I understand, was funded through a series of secured loans against properties that were acquired. The business was successful over a number of years historically. The business did not have a high staff cost overall, but I have understood several recent disputes between employees and the Company concerning monies that were being paid to them and how those funds were being treated for tax purposes.
- 2.4 The Company ran into cash flow difficulties at a time when certain loans to directors incurred Section 455 tax, which the Company could not afford to pay. Properties appear to have been sold over a period of time to fund payments out to shareholders (who are related to the directors). I am informed that Mrs Wilson accepted a substantial sum of money was distributed to her against her shares, and that at that time the other shareholders waived their rights to take part in that dividend. Payments continued to be made to shareholders over the past 2-3 years.
- 2.5 The Director states that the Company made several loans to the Directors and Shareholders, totalling in excess of £516,000, and believes that there is little prospect of these loans being repaid. This will, of course, be investigated in the Administration.
- 2.6 The Company recorded losses for both 2019 and 2020 in its accounts. The Directors became aware that they would be unable to pay the S455 tax that will become due, due to the unlikelihood of loans being repaid and their accountants, VinSam Limited, referred the Company to me for advice.
- 2.7 The Director state that the Shareholders disputed the Company's financial position and have, to an extent, prevented the board from filing the Company's accounts. Those shareholders deny that they have received loans from the Company. I am investigating the position, but the Company's accountants confirmed that their work revealed the loans and that the movements could not be put through the P&L ledgers. These were not legitimate expenses, it seemed, which was verified by the Director.
- 2.8 The Company has relied heavily upon inter-Company loans from Farrington Properties Limited in order to aid Highpad's cashflow and to keep the Company going. I understand that apart from the loans to shareholders, certain shareholders are considered employees of the Company. I am dealing with their redundancy claims.
- 2.9 The board decided that the Company was no longer viable and believed it could not be rescued, and that Administration was the most appropriate option in order to protect the value of assets and prevent creditor action.
- 2.10 There are nine registered charges at Companies House showing as unsatisfied.
- 2.11 All Chargeholders were notified of my proposed appointment. I have been contacted and all (with one exception, detailed below) have confirmed that their respective charges have been satisfied. I have requested that they update Companies House so that Charges are accurately reflected as having been satisfied. Two floating chargeholders were contacted and confirmed their charges were satisfied and registered no objection to my appointment as Administrator.
- 2.12 Whilst the Directors advise me that all charges are satisfied, I currently await confirmation from the following:

Chargeholder	Type of charge	Date created
Fleet Mortgages Limited	Fixed	07 February 2020

- 2.13 On 3 December 2020 the directors of the company contacted LA Business Recovery Limited for advice, and on 17 December 2020, I was appointed Administrator of the Company.

3 Objective of the administration

- 3.1 As administrator of the Company I am an officer of the Court, and I must perform my duties in the interests of the creditors as a whole in order to achieve the purpose of the administration, which is to achieve one of the three objectives set out in the insolvency legislation, namely to:-
- (a) rescue the Company as a going concern; or
 - (b) achieve 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) realise property in order to make a distribution to one or more secured or preferential creditors.
- 3.2 Objective (a) can not be achieved as no purchaser could be found for the shares of the Company and the nature of the Company's trading and its financial circumstances meant that a Company Voluntary

Arrangement was not feasible.

3.3 As a result, I am seeking to achieve objective (b) for the Company, and I believe that this will be achieved by realising the freehold asset owned by the Company. The Directors have estimated that this is likely to achieve in the region of £10,000, and I believe that the value of this asset would be substantially less if the Company were to enter insolvent liquidation.

3.4 I advise creditors that I have instructed an agent to deal with this asset and I provide more information in section 4, below.

4 Steps taken since the appointment of the administrator

4.1 Creditors should note that this section of the proposals is also the statement of work done and to be done.

4.2 On appointment, I ensured that the appointment was advertised in the London Gazette, all necessary documents were filed with the Registrar of Companies, various notifications were sent to HMRC and creditors were notified of my appointment. I have also opened a bank account with Metro Bank PLC for the purposes of banking the residual cash at bank in my firm's possession upon my appointment.

4.3 I also notified the directors' of their responsibility to provide a statement of the affairs of the company, and copies of the appropriate forms were provided.

4.4 It should be noted that the director, Mr Wilson, is in poor health and being looked after in a care home. He has, therefore, been unable to produce and prepare a Statement of Affairs or Statement of Concurrence at this time. Mrs Wilson has taken on the responsibilities for the Company during her husband's lengthy absence, which came about as a result of Covid-19 infection.

4.5 I have followed up on the pre-appointment Anti-Money Laundering and Ethical considerations, reviewed new information and updated our case files as appropriate; I have put into place a statutory specific bond and have set up a claim reference number for employees with the Redundancy Payments Service. I have also completed an initial case review.

4.6 As noted above, the objective of the administration is to achieve 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).

4.7 It is my belief that the value of the freehold asset would be substantially affected if the Company went into insolvent liquidation, and therefore by placing the Company into Administration a better price will be achieved.

4.8 I have instructed Tom Sneddon of OGR Stock Denton LLP ("OGR") , a firm of licensed solicitors, to act for me. OGR are authorised and regulated by the Solicitors Regulation Authority and has the requisite experience to deal with the task at hand. He has advised that the sale of the freehold should be based on a valuation to ensure that funds realised are the best possible. OGR are able to deal with the intricacies of selling a freehold, which includes preparing and issuing notices and following strict timescales as set out in the relevant guidance.

4.9 I have also instructed Follett and Co, an estate agency, to prepare the valuation of property's freehold. I have instructed Follett and Co because they are qualified Chartered Surveyors with adequate skills and expertise to advise and value the property. They also hold valid and adequate professional indemnity cover. I have instructed Follett & Co in other assignments and confirm that there are no familiarity or other ethical conflicts of which I am aware that would prevent Follett & Co from acting or my instructing them. They are independent from my firm.

4.10 OGR have served notice on the current tenants of the two flats to notify them of the proposed sale of the freehold and offering them the ability to purchase the freehold, before opening up to a wider market. I am advised by my solicitors that the leaseholders will have a fixed period of time to respond and to progress matters to a sale. A further fixed period of time may then follow for the leaseholders to nominate a person or persons to purchase the freehold. Where this is fruitless, I may place the property out on the open market, but I will be advised by Follett & Co and my solicitors as to what appropriate steps I should take and whether an exit to the Administration may be achieved where the purpose is achieved.

4.11 I am aware that this is a somewhat lengthy procedure, however, it is one that is governed by statute. I will be able to provide creditors with a more pertinent update in the six-month progress report.

4.12 I have continually liaised with the Company's accountants in order to progress investigations and to collate data for the benefit of employee claims. The accountants currently hold the Company's records for me and are instructed by me to perform work that is crucial to this Administration; however,

arrangements are being made to collect books and records because their work is all but concluded.

- 4.13 I have instructed the Company's accountants, VinSam Limited ("VinSam"), to prepare the employees P45's as well as liaising with me generally in respect of the Company's accounting records.
- 4.14 Whilst this work done not provide any financial benefit to creditors, it is necessary to ensure that all relevant legislation is complied with.
- 4.15 I advise that I have found VinSam to be professional and independent; their guidance to me concerning a draft set of accounts prepared for the Company is that the figures set forth concerning the various loan accounts are accurate. I have put those figures to the shareholders and have received a denial from certain shareholders that they owe such money or have any loans outstanding. It is clear that I will require the assistance of solicitors in respect of progressing those matters towards a meaningful settlement.
- 4.16 I may instruct another firm of independent qualified accountants to provide a second opinion on the draft accounts and supporting information available to me from the books and records. It may be likely that I will require legal advice on the opinions I obtain; however, my investigations are ongoing.

Steps to be taken

- 4.17 The insolvency legislation sets a 12 month maximum duration for Administrations, unless the duration is extended by the Court, or with the consent of the appropriate creditors.
- 4.18 If I am unable to complete the Administration of the Company within 12 months, I will seek consent to extend in the first instance.
- 4.19 The current termination date of the Administration would be 16 December 2021. Given the position I am in concerning the apparent dispute to shareholder loans, I envisage requiring more time. I am therefore seeking an extension from creditors beyond 16 December 2021, for a further 12 months. I believe I will be in a position to conclude the Administration within a period of 24 months given the information before me.
- 4.20 There is a multitude of work that I am required to do, which includes (but is not limited to) the lists provided below:

General Administration

- Regular case progress reviews at months 3 and 6, and every 6 months thereafter (where the case goes beyond 12 months)
- Monthly bank reconciliations
- Arranging payment requisitions to pay invoices
- Reviewing the statutory bond
- Initiating a decision procedure to establish a creditors' committee and seek approval of these proposals
- Preparing a 6 month progress report
- Dealing with future correspondence of a general nature relating to this case
- Final case review ahead of closure
- Completion of corporation tax returns
- Requesting tax clearance from HMRC
- Contacting HMRC to confirm that they have no objection to closure
- Overseeing and controlling the work done by case administrators
- Preparing a final progress report
- Preparing for closure: final reconciliation of the bank account and account closure, updating the bordereau with closure and release details, closing files

Investigations

- Reviewing the Company's books and records
- Reviewing the Company's bank statements for any potential antecedent transactions that require further review and consideration of any transactions that may be considered
- Investigating the nature and legitimacy of the purported loans to the directors and members
- Reviewing SIP 2 and completing investigations checklists

- Completing, submitting and reviewing a CDDA report
- Reviewing proofs of debt and information received from creditors and considered for the CDDA report
- Reviewing the Directors' submitted questionnaires ahead of submitting the CDDA report

Creditors

- Reviewing creditors' submitted claims and proofs of debts
- Reviewing employee claims
- Completing the RP14 and RP14A
- Reviewing creditor questionnaires

Realisation of Assets

- Sale of the freehold asset
- Reviewing debtors and chances of realisation
- Pursuing realisation of book debtors
- Reviewing and working with my advisors in preparing for alternate dispute resolution, letters before action, issuing proceedings and attending litigation proceedings generally.

Other matters

- 4.21 Shortly after my appointment, I wrote to the employees notifying them of the Administration and the subsequent termination of their employment contracts. They were also issued with their P45's and a case reference number to enable them to submit claims to the Redundancy Payments Service.
- 4.22 One employee has made an application to the Advisory, Conciliation and Arbitration Service ("ACAS") against a connected Company, Farringdon Road Properties Limited ("Farringdon"). Whilst I would in normal circumstances deem this to be of little relevance to this Administration, I advise that I have been contacted directly by ACAS for my 'position' with regards to the Claimants position.
- 4.23 There appears to be some confusion, either by the employee or ACAS, as to my involvement with Farringdon. I have reiterated that I cannot comment on the affairs of Farringdon. My understanding is that an employee of Highpad is claiming to be an employee of Farringdon.
- 4.24 Whilst I see no reason for ACAS to contact me further regarding this, I believe it prudent to notify creditors as this has incurred time and therefore cost in this matter.
- 4.25 For clarity, directors and shareholders and the employees of the Company are associates with one another. The shareholders appear to be debtors of the Company for a substantial sum.
- 4.26 It is my understanding that the relationships between the Directors and employees in their personal capacities are somewhat acrimonious and may therefore have an impact on co-operation going forward.

Creditors

- 4.27 The below sections detail proposed amounts payable to creditors in the order that payments are to be made to each class of creditor.

Secured creditor

- 4.28 As advised earlier on in the report, there are several charges registered at Companies House showing as unsatisfied.
- 4.29 The Directors have advised that all charges were satisfied prior to the Administration and I await confirmation from one Chargeholder.
- 4.30 Therefore, to the best of my knowledge at the date of this report, there are no known secured creditors.

Preferential creditors - Ordinary

- 4.31 Preferential creditors are separated into two categories, ordinary preferential creditors, and secondary preferential creditors.
- 4.32 Ordinary preferential claims consist of amounts owed to employees of the Company for any unpaid wages up to a statutory limit of £800 per employee and all unpaid holiday pay. Any other amounts owed to employees are ranked with the general unsecured creditors.
- 4.33 It is anticipated that the employees will receive payment for their claims from the Redundancy Payments

Service, who will then become a subrogated creditor.

- 4.34 As there are two employees, the preferential wages claim is estimated to total £1,600. The remainder of unpaid wages may be paid by the Redundancy Payments Service but will be deemed as an unsecured debt in the Administration.
- 4.35 Preferential holiday pay is capped at £538 for a period of up to 6 weeks. The Directors of the Company have advised that there were no formal employment contracts in place, but information received suggests that the holiday element of the preferential claim could be in the region of £6,400.
- 4.36 At this stage, I do not anticipate a distribution to the preferential creditors from assets in the Administration.

Preferential creditors - Secondary

- 4.37 As of 1 December 2020, the category of secondary preferential creditors has been introduced. This category consists of amounts owed to HM Revenue & Customs ("HMRC") which have been received by the Company and not paid over to HMRC and include unpaid VAT, unpaid employees' PAYE and National Insurance contributions ("NIC"), student loan deductions and construction industry scheme deductions.
- 4.38 HMRC have submitted a claim for PAYE relating to an underpayment and late submission. The sum of their submitted claim to date is £1,489.90.
- 4.39 I do not anticipate a distribution to the secondary preferential creditors.

Prescribed part

- 4.40 There are provisions of the insolvency legislation that require an administrator to set aside a percentage of a Company's assets for the benefit of the unsecured creditors in cases where the Company granted a "floating charge" over its assets to a lender on or after 15 September 2003. This is known as the "prescribed part of the net property." After paying all the classes of preferential creditors, the amount remaining is the net property. An administrator must set aside:
- 50% of the first £10,000 of the net property; and
 - 20% of the remaining net property up to a maximum of £600,000 (for charges created between 15 September 2003 and 5 April 2020) or £800,000 (for charges created after 6 April 2020)
- 4.41 The Company has no outstanding floating charges, so the prescribed part provisions will not apply and all net property will be made available to unsecured creditors once the costs of the administration have been accounted for.

Unsecured creditors

- 4.42 The Director provided a list of creditors and estimated amounts owed following my appointment. The list can be found with the Statement of Affairs at Appendix 2.
- 4.43 You will note that claims have been estimated by the Director to total £480,298.21. At the date of this report, I have not yet received any unsecured creditor claims.
- 4.45 Claims received from unsecured creditors will be logged. However, on current information, it is unlikely that there will be sufficient funds to enable a distribution to be made to creditors.

Distributions

- 4.46 Based on the information available to me at the date of writing these proposals, I do not anticipate a distribution to any class of creditor. This is because main asset realisations are to come from the sale of the freehold asset, with realisations being made from debtor realisations uncertain.
- 4.47 Should my investigations reveal that there is scope for me to pursue antecedent transactions then I may do so accordingly, and I will update creditors of my progress in my next report.

HM Revenue & Customs

- 4.48 During the course of the administration, all appropriate tax returns will be submitted. Any tax arising post appointment will be calculated and paid over to the respective departments.
- 4.49 Please note that the Company is not VAT registered.

Case monitoring and reviews

- 4.50 The case strategy and in particular the purpose of the administration will be reviewed on a regular basis and periodical reviews, as required by best practice, will be undertaken. During the life of the case, all general correspondence from creditors, agents, and solicitors will be dealt with

Statutory Requirements

- 4.51 The local bank account will be maintained, with reconciliations being undertaken in accordance with this firm's policy. After six months a progress report will be prepared and circulated to creditors.
- 4.52 The overall benefit to creditors is that the administrator has ensured that all statutory requirements have been dealt with, and all assets have been realised, thereby being assured that the administrator has used his best endeavours to secure assets for the benefit of creditors.

Investigations

- 4.53 I have a duty to consider the conduct of those who have been directors of the Company at any time in the three years preceding the administration. I am also required to investigate the affairs of the Company in general to consider whether any civil proceedings should be taken on its behalf. I should be pleased to receive from you any information you have that you consider will assist me in this duty. I would stress that this request for information forms part of my normal investigation procedure.
- 4.54 The Directors have notified me of loans to the Directors and Shareholders. The shareholders deny receiving said loans and this will be investigated.

Proposals

- 4.55 I have prepared and circulated to all creditors full details of my proposals for achieving the purpose of the administration. The sending of proposals is a matter that is required by law and provides the creditors with full details as to the progress of the administration, and how I intend to achieve the purpose of the administration.

5 Estimated financial position

- 5.1 It should be noted that advice has been provided by LA Business Recovery Limited to the Company only. The Directors have been advised to take independent advice regarding the impact the insolvency of the Company will have on their personal affairs.
- 5.2 Shortly after my appointment, the directors of the Company were asked to submit a statement of affairs. A copy of this statement of affairs is attached as appendix 2.

6 Basis of the administrator's remuneration

- 6.1 I am not proposing to fix my remuneration at this stage. I may, however, seek creditor approval at a later date, where I deem it appropriate.
- 6.2 For creditors' information, I have enclosed my firm's rates and expenses policy at Appendix 3.
- 6.3 For the benefit of creditors, the Association of Business Recovery Professionals publish 'A Creditors' Guide to Administrators' Fees'. This document is available at the following website address, <https://www.r3.org.uk/technical-library/england-wales/technical-guidance/fees/>.
- 6.4 I am aware that there is a risk that the costs that I incur may not be fully recoverable; however, I am prepared to continue to act as Administrator in order to progress matters to a conclusion.

7 Administrator's expenses and disbursements

- 7.1 As you will note from the receipts and payments account at appendix 1, no funds have been received in this period and consequently no costs have been paid from the case.
- 7.2 I will therefore detail below the costs that I have incurred, but that remain unpaid to date.

Solicitors fees – OGR Stock Denton LLP ("OGR")

- 7.3 OGR has been instructed to assist with the sale of the freehold property.
- 7.4 OGR has estimated that its fee is likely to total £1,950 plus VAT and disbursements, which it believes will total between £10-£20 (excluding VAT), for Land Registry records and postal charges (where necessary).
- 7.5 OGR has prepared the right-of-first-refusal offers on the two qualifying tenants and are to liaise and communicate with the tenants, should they choose to respond. OGR will then assist with any agreed sale of the freehold.
- 7.6 I believe that the fee proposed is good value for money given the specialist nature of the task at hand.

Agent's fees – Follett & Co

- 7.7 Follett & Co, a firm of chartered surveyors, was instructed to assist in preparing a report and valuation

of the freehold property. I have received a copy of the report and the offer put forward to the current tenants to purchase the freehold asset is based upon the valuation report prepared by Follett & Co.

- 7.8 The fee charged is £1,000 plus VAT.

Accountancy Fees – VinSam Limited (“VinSam”)

- 7.9 VinSam, a firm of qualified chartered accountants, was instructed to prepare the employee's P45's. VinSam have also assisted me generally in answering queries relating to the Company's accounting records.
- 7.10 The cost's incurred for the work to date has been requested, but not yet confirmed.
- 7.11 A summary of expenses incurred but not yet paid are shown below:

Type of expense	Amount incurred since appointment	Amount still to be paid
Statutory bond – AUA Insolvency Risk Services Limited and paid by LA Business Recovery	£160	£160
Statutory Advertising – EPE Reynell Advertising Limited and paid by LA Business Recovery	£76 plus VAT	£76 plus VAT

- 7.12 I will not be seeking to draw costs for category 2 disbursements.

Future expenses and disbursements

- 7.13 At the date of writing, I advise creditors that I may incur the following, depending on how the case progresses:
- 7.13.1 Statutory Bond: If asset realisations exceed £25,000.00 I will be required to increase the statutory bond. An increase to cover assets that do not exceed in value of £50,000.00 will incur an additional cost of £228.00. Should assets exceed £50,000.00 but total less than £100,000.00 the additional premium incurred will total £420.00.
- 7.13.2 Solicitors Fees: depending on the outcome of my investigations, I may be required to instruct solicitors to assist me in seeking recoveries. However, I can advise or estimate costs at this juncture.

8 Pre appointment costs

- 8.1 The Company was originally referred to me on 3 December 2020 and the Director confirmed the instruction shortly thereafter.
- 8.2 An advisory fee was charged to the Company for the advice provided to the Company, substantial amount of time spent assisting the Directors virtually: various conversations with the Directors of the Company via telephone and email exchanges, reviewing various documentation relating to the Company's position and its creditors, drafting the letters of engagement and advice, consideration of ethical and anti-money laundering regulations, as well as contacting the potential floating charge holders and with assistance drafting, reviewing and filing the Administration documents on behalf of the Directors.
- 8.3 The pre-appointment Advisory Fee agreed was £3,500.00 plus VAT. The sum of £1,000 plus VAT was paid by the Director prior to my appointment, which leaves £2,500 plus VAT unpaid.
- 8.4 The work done was a requirement to ensure that the Company was properly advised of its options and to ensure that the procedure was followed correctly. Additionally, it was essential for me to review the Company's position prior to my appointment to ensure that the Company would be able to achieve one of the three purposes of an Administration.
- 8.5 I therefore believe that the fee charged provided good value for money and can be considered fair and reasonable.
- 8.6 Please note that, whilst not formally in office at the time as Administrator, I was still required to act in my dealings with the Company in accordance with the Insolvency Code of Ethics. There was no deviation from the ethical code.
- 8.7 However, should creditors wish for more information regarding the advisory fee, then they should contact me at my Uxbridge office in the first instance.

Pre-appointment expenses and disbursements

- 8.8 I advise creditors that expenses incurred prior to the Company entering Administration are subject to Rule 3.52 of the Insolvency (England and Wales) Rules 2016 and therefore require express approval for payment from the creditors committee, or, where no committee is appointed, the by a decision of the creditors.
- 8.9 The sole disbursement incurred prior to my appointment as Administrator is the court filing fee. The cost was £50.00 (no VAT) and has been paid by LA Business Recovery.
- 8.10 I advise that I am not, at this stage, seeking approval for my pre-appointment Advisory Fee and expense.
- 8.11 If I do decide to seek approval at a later date, should a committee be appointed by the creditors, I will initially seek approval from the committee for payment of the pre-appointment fees and expenses that have not yet been paid. If the committee does not approve those fees, or it approves the fees at a level that I feel is insufficient, I may seek approval from the creditors as a whole by creditors' decision procedure, or from the Court.

9 Administrator's proposals and exit from administration

- 9.1 In order to achieve the objective set out in section 3 above, I formally propose that:

9.1.1 I work in order to achieve the purpose of administration, as well as:

- a Investigate and, if appropriate, pursue any claims that the Company may have against any connected or third parties
- b Generally exercise the powers granted to an administrator as I consider appropriate in order to achieve the purpose of administration or protect and preserve the assets of the Company or to maximise realisations for creditors or to take such actions required by legislation regarding the conduct of the administration.

Exit Route

- 9.2 I am currently uncertain as to the exit route that I will take. I have therefore, as a precaution, provided the three main possible options:

Creditors' Voluntary Liquidation

- 9.3 If I think that a distribution will be made to the unsecured creditors, the administration will end by placing the Company into creditors' voluntary liquidation, and I propose that I, Virgil Harsham Levy, is appointed liquidator of the Company.
- 9.4 Please note that as a creditor, you may nominate a different person(s) as the proposed liquidator(s) in accordance with paragraph 83(7)(a) of Schedule B1 and rule 3.60(6)(b). You must make the nomination(s) at any time after you receive these proposals, but before they are approved. Information about the approval of the proposals is set out at section 11 of this report.

Dissolution

- 9.5 If I am unable to make sufficient realisations to enable a distribution to creditors, then I shall exit Administration by filing a notice of dissolution with the Registrar of Companies. The Company will then automatically be dissolved by the Registrar three months after the notice is registered.

Compulsory Liquidation

- 9.6 Where I am unable to say with certainty that there will be a distribution to the unsecured creditors, but where I believe there are still matters for investigation, then I will have no alternative but to apply to the court for an order that the Company be wound up in accordance with paragraph 82 of Schedule B1 of the Insolvency Act 1986. If I do so, then I shall propose to be appointed as the Liquidator of the Company.
- 9.7 I give creditors notice therefore of my intention to be appointed as Liquidator in a Compulsory Liquidation. Creditors may nominate a different person(s) as the proposed liquidator(s) in accordance with paragraph 83(7)(a) of Schedule B1 and rule 3.60(6)(b).
- 9.8 You must make the nomination(s) at any time after you receive these proposals, but before they are approved. Any application I may make to Court to seek a Winding Up Order will include reference to this request being made to creditors now to nominate an alternate Liquidator or object to my appointment as Liquidator. Where no objections or other nominations are received by the date on which these Proposals are approved, then I may include the provision for my appointment as Liquidator in my application to Court. Information about the approval of the proposals is set out at section 11 of this

report.

10 COMI Proceedings

- 10.1 These proceedings are COMI proceedings as the Company's main interests are situated within this jurisdiction.

11 Approval of the proposals

- 11.1 Notice of decision by correspondence is attached at appendix 6. This notice includes details of how you can vote on the acceptance or rejection of the administrator's proposals.
- 11.2 Creditors are also given the opportunity to appoint a creditors' committee and notice to creditors to decide whether to establish a committee is attached at appendix 5. A committee is made up of between three and five representatives of creditors who will then meet me on a regular basis (to be decided by the committee, but no less than every 6 months) to discuss the administration of the Company.
- 11.3 Whilst I am not seeking approval of any pre or post appointment fees, if a committee is appointed, then it will be for them to approve any pre-administration costs and expenses and the costs and expenses of the administration. If no committee is appointed, it will be for the general body of creditors to approve the administrator's remuneration.
- 11.4 The enclosed voting form at appendix 7 will enable you to vote on the resolutions and will only be considered in the event that a committee is not formed.

This statement of proposals will be subject to such modifications as the creditors may approve or impose, subject to my approval as Administrator.

We strongly recommend that all future communications are by electronic means (by email) and have sent to creditors alongside this proposal a notice to receive electronic communications for all further correspondence in this matter. Kindly complete and return the notice to me.

If creditors or members have any queries regarding the proposals or the conduct of the administration in general, please contact Miss Emily Wise by email in the first instance at emily@labr.co.uk. Alternatively, you may write to me at 1 Beasley's Yard, 126 High Street, Uxbridge, Middlesex, UB8 1JT.

Yours faithfully,



Virgil Harsham Levy
Administrator

Appendix 1 – Administrator's receipts and payments account

Highpad Limited
(In Administration)
Administrator's Summary of Receipts and Payments
To 04 February 2021

RECEIPTS	Statement of Affairs (£)	Total (£)
Freehold Land & Property	10,000.00	0.00
Book Debts - Farringdon Road Properties	Uncertain	0.00
Directors' Loan Account	Uncertain	0.00
Shareholders' Loan Account	Uncertain	0.00
		<hr/>
		0.00
		<hr/>
PAYMENTS		
Employee Arrears/Hol Pay	(8,000.00)	0.00
Trade & Expense Creditors	(309,645.21)	0.00
Employees	(15,000.00)	0.00
HM Revenue and Customs	(170,653.00)	0.00
Ordinary Shareholders	(100.00)	0.00
		<hr/>
		0.00
Net Receipts/(Payments)		<hr/>
		0.00
		<hr/>

MADE UP AS FOLLOWS

0.00



Virgil Harsham Levy
Administrator

Appendix 2 – Statement of Affairs with list of creditors

Statement of Affairs

Statement as to affairs of

Highpad Limited

on the 17 December 2020

Statement of truth

I believe that the facts stated in this Statement of Affairs are true.

Full Name

VIVIEN WILSON

Signed

V Wilson

Dated

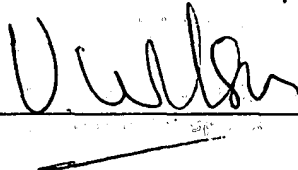
4 February 2021

Highpad Limited
Statement Of Affairs as at 17 December 2020

A - Summary of Assets

Assets	Book Value £	Estimated to Realise £
Assets subject to fixed charge:		
Assets subject to floating charge:		
Uncharged assets:		
Freehold Land & Property	10,000.00	10,000.00
Book Debts - Farringdon Road Properties	161,171.51	Uncertain
Directors' Loan Account	313,657.00	Uncertain
Shareholders' Loan Account	202,758.00	Uncertain
Estimated total assets available for preferential creditors		10,000.00

Signature



Date

4th February 2021

Highpad Limited
Statement Of Affairs as at 17 December 2020

A1 - Summary of Liabilities

		Estimated to Realise £
Estimated total assets available for preferential creditors (Carried from Page A)		10,000.00
Liabilities		
Preferential Creditors:-		
Employee Arrears/Hol Pay	8,000.00	8,000.00
Estimated deficiency/surplus as regards preferential creditors		2,000.00
2nd Preferential Creditors:-		
Estimated deficiency/surplus as regards 2nd preferential creditors		8,000.00 2,000.00
Debts secured by floating charges pre 15 September 2003		
Other Pre 15 September 2003 Floating Charge Creditors		NIL 2,000.00
Estimated prescribed part of net property where applicable (to carry forward)		NIL
Estimated total assets available for floating charge holders		2,000.00
Debts secured by floating charges post 14 September 2003		
Estimated deficiency/surplus of assets after floating charges		NIL 2,000.00
Estimated prescribed part of net property where applicable (brought down)		NIL
Total assets available to unsecured creditors		2,000.00
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)		
Trade & Expense Creditors	309,645.21	
Employees	15,000.00	
HM Revenue and Customs	170,653.00	
		495,298.21
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall in respect of F.C's post 14 September 2003)		(493,298.21)
Estimated deficiency/surplus as regards creditors		(493,298.21)
Issued and called up capital		
Ordinary Shareholders	100.00	100.00
Estimated total deficiency/surplus as regards members		(493,398.21)

Signature

U. Wilson

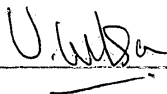
Date

4 February 2021

Highpad Limited**Company Registered Number: 03304495****B - Company Creditors**

Key	Name	Address	£
CB00	Barclaycard	Barclaycard Commercial, PO Box 4000, Saffron Road, Wigston, LE18 9EN	1,577.07
CF00	Farringdon Road Properties Limited	Flat 1, Old Rectory Court, 61 Wood Street, High Barnet, EN5 4BL	306,268.14
CH00	HM Revenue and Customs	Insolvency Claims Handling Unit, Benton Park View, Longbenton, Newcastle, NE98 1ZZ	170,653.00
CV00	VinSam Limited	Suite 11, West Africa House, Ashbourne Road, Ealing, London, W5 3QP	1,800.00
4 Entries Totalling			480,298.21

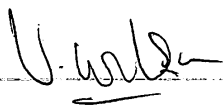
Signature



Highpad Limited
Company Registered Number: 03304495
C - Shareholders

Key	Name	Address	Type	Nominal Value	No. Of Shares	Called Up per share	Total Amt. Called Up
HW00	Mrs Vivien Wilson	61 Wood Street, High Barnet, EN5 4BL	Ordinary	1.00	30	0.00	0.00
HW01	Mr Thomas Wilson	84 Grange Street, St Albans, Herts, AL3 5LY	Ordinary	1.00	30	0.00	0.00
HW02	Mr Joseph Wilson	71 Sherland Road, Twickenham, TW1 4HB	Ordinary	1.00	30	0.00	0.00
HW03	Mr Benjamin Wilson	48 Fitzjohn Avenue, Barnet, Hertfordshire, EN5 2HW	Ordinary	1.00	10	0.00	0.00
4 Ordinary Entries Totalling					100		

Signature



Appendix 3 – LA Business Recovery Limited’s rates and expenses policy

LA Business Recovery Limited's Published Charge Out Rates and Expenses Policy

Time

Hourly charge-out rates are charged in 6 minute units. In the event that less than 6 minutes are spent, multiples will be rounded up.

The actual rate charged will depend upon the nature of each activity undertaken for the case and / or the person undertaking that activity. The firm's charge-out rates, which may increase from time to time during the course of the case, are currently as follows:

Grade	Hourly rate (charged in 6 minute units)
	£
Directors / Insolvency Practitioner (IP)	400-560
Managers / Senior Managers	300-375
Junior Administrators / Senior Administrators	150-275
Assistants & Support Staff	90-120

The upper end of these rates is usually sought in cases where specialist expertise is required.

In most cases the lower end will be charged by the IP. Cases are considered on a case by case basis and the IP will delegate wherever possible casework to Managers and Administrators in order to reduce time costs; however, the IP cannot delegate all administrative work. For example, approving and reviewing estate payments, considering case reviews, case compliance checks, ethical considerations, bribery considerations, considering specialist advice, drafting of progress reports, drafting specific letters, complying with pre-action protocol requirements.

The IP will seek to exercise discretion and general oversight when recording time and will always have due regard to the nature and complexity or simplicity of any appointment before deciding on the charge out level that is appropriate for the assignment..

Allocation of Time

Time is allocated by function and the main categories or work will be covered by the following summary headings.

Work will include, consideration of incoming correspondence, composing outgoing correspondence, consideration and interaction with advisers concerning relevant law and practice; general strategy and specific strategic requirements; it is sometimes the case that not all time is allocated to work that directly benefits the creditors but are required by statute; work undertaken hereunder will always require consideration and review time to be allocated; time will be allocated against such headings such as Administration & Planning (incl. Cashiering); Realisation of Assets; Investigations; Creditors; Case Specific.

These summary headings are not exhaustive headings but seek to categorise the various elements of work we usually undertake. This schedule has been prepared for all types of insolvency cases for which Virgil H Levy takes office and certain summary headings may only be relevant to Liquidations, Voluntary Arrangements, Bankruptcies or Administrations. It is our aim to report to Creditors any significant changes to the time allocation at each reporting stage.

Summarily, these short headings indicate the work that may be likely to be required over the course of an insolvency assignment generally. Where fee resolutions are sought, the specific work and detailed explanations relevant to the assignment will be published together with fees estimates where time costs are sought.

In all cases, we will provide a narrative of the work either undertaken or to be undertaken but that narrative will be specific to the assignment. We will not provide a generic list of work that may or may not be undertaken.

Expense Policy

Expenses incurred directly in connection with the administration of all cases are charged at the following rates:

Expense	Charge Policy
Business mileage	HMRC Non-Profit Rate (Presently 45p Per Mile)
Postage	At Cost
Photocopies / Printing	If Undertaken By Third Party; At Cost
Faxes Sent / Received	If Undertaken By Third Party; At Cost
Room Hire Where Required For Statutory Meetings (Whether Meetings Are Attended Or Not)	At Cost
UK Company, Individual And Company Searches	At Cost
Credit Searches (Individual And Company)	At Cost
Travel & Accommodation Costs As Required	At Cost (Hotels, Air Travel, Rail, Taxis, Public Transport, Parking, Subsistence etc.).
Other Third Party Expenses Incurred Directly In Connection With The Case	At Cost

Please note that the above charges and policies are subject to review.

Category 1 disbursements (Direct Expenses)

Category 1 disbursements as defined by SIP 9, which can be specifically identified as relating to the administration of the case will be charged to the estate at cost, with no uplift. These include but are not limited to such items as case advertising, bonding and other insurance premiums and properly reimbursed expenses incurred by personnel in connection with the case.

Category 2 disbursements (Other Expenses)

Category 2 disbursements as defined by SIP9, are costs that are directly referable to the appointment in question but not a payment to an independent third party. These disbursements may include shared or allocated costs that can be allocated to the appointment on a proper reasonable basis.

These may include (but are not limited to) room hire, copying, business mileage, case management software, allocated communication costs provided by the IP or his firm and whose calculation is reasonable.

Appendix 4 – Proof of debt form

Proof of debt - general form

In the matter of
Highpad Limited - in administration
In the High Court of Justice, 4479 of 2020

And in the matter of the Insolvency Act 1986

Date of commencement of insolvency proceedings: 17 December 2020

1	Name of creditor	
2	Address of creditor	
3	Total amount of claim, including any Value Added Tax and outstanding uncapitalised interest as at the date of commencement of insolvency proceedings	£
4	Details of any documents by reference to which the debt can be substantiated. [Note: the Liquidator may call for any document or evidence to substantiate the claim at his discretion]	
5	Give details of whether the whole or any part of the debt falls within any (and if so which) of the categories of preferential debts under section 386 of, and schedule 6 to, the Insolvency Act 1986 (as read with Schedule 3 to the Social Security Pensions Act 1975)	Category Amount(s) claimed as preferential £
6	Particulars of how and when debt incurred	
7	Particulars of any security held, the value of the security, and the date it was given	
8	Signature of creditor or person authorised to act on his behalf	
	Name in BLOCK LETTERS	
	Position with or relation to creditor	

Appendix 5 – Notice of invitation to decide whether to form a creditors' committee

Notice of invitation to decide whether to form a creditors' committee

Name of company Highpad Limited – In Administration

Company number 03304495

Court details In the High Court of Justice No. 4479 of 2020

This notice is to inform creditors that they are invited to decide whether to form a creditors' committee if sufficient creditors are willing to be members of the committee.

Creditors are also invited to nominate creditors (which may include themselves) to be members of the committee.

Nominations must be delivered to Virgil Harsham Levy either by post or email.

Address: LA Business Recovery Limited
 1 Beasley's Yard
 126 High Street
 Uxbridge
 Middlesex
 UB8 1JT

Email Address: info@labr.co.uk

Telephone Number: 01895 819 460

All nominations must be delivered by 4pm on the decision date, being 24 February 2021

Nominations can only be accepted if Virgil Harsham Levy is satisfied as to the nominated creditor's eligibility to be a member of the committee.

Further information on the role of creditors' committees is available on the R3 website <https://www.r3.org.uk/>

Signed



Virgil H Levy
Administrator

Date: 4 February 2021

Extract from the Insolvency (England and Wales) Rules 2016

Rule 17.4

Eligibility for membership of creditors' or liquidation committee

17.4.—(1) This rule applies to a creditors' committee in an administration, an administrative receivership, and a bankruptcy and to a liquidation committee in a creditors' voluntary winding up and a winding up by the court.

(2) A creditor is eligible to be a member of such a committee if—

- (a) the person has proved for a debt;
- (b) the debt is not fully secured; and
- (c) neither of the following apply—
 - (i) the proof has been wholly disallowed for voting purposes, or
 - (ii) the proof has been wholly rejected for the purpose of distribution or dividend.

(3) No person can be a member as both a creditor and a contributory.

(4) A body corporate may be a member of a creditors' committee, but it cannot act otherwise than by a representative appointed under rule 17.17.

Appendix 6 – Notice of decision by correspondence

Notice to creditors of decision procedure by correspondence

Name of company Highpad Limited - In Administration

Company number 03304495

Court details In the High Court of Justice No. 4479 of 2020

Creditors are asked to give consideration to the following decision:

- 1 That the proposals of the Administrator be approved
- 2 That the Administration be extended for a period of 12 months, and now conclude on 16 December 2022
- 3 Whether a creditors committee will be established
- 4 That the administrator be discharged from liability arising from the appointment 28 days after filing the final progress report

The decision date for the proposed decision is 24 February 2021, and votes must be received by the convenor by 23:59 on this day.

This notice is delivered by Virgil Harsham Levy, of LA Business Recovery Limited. If creditors wish to contact the office-holder, please contact Miss Emily Wise by emailing emily@labr.co.uk in the first instance. Alternatively, you may write to him at 1 Beasley's Yard, 126 High Street, Uxbridge, Middlesex, UB8 1JT or telephone 01895 819460.

We would encourage all correspondence to be done electronically in the first instance.

Further information and guidance on the requirements for attendance, process for objecting to these resolutions and/or requesting the convening of a physical meeting is attached.

Signed



Virgil H Levy
Administrator

Date

4 February 2021

INFORMATION AND GUIDANCE

Request for physical meeting

Creditors who meet one or more of the statutory thresholds listed below may also request that a physical meeting be held to consider any decisions proposed. The statutory thresholds to request a meeting are any of the following:

Section
246ZE(7)/
S379ZA
IA86

- 10% in value of the creditors
- 10% in number of the creditors
- 10 creditors

Termination of process on request for physical meeting

If there are sufficient requests for a physical meeting the virtual meeting process will be terminated and a physical meeting convened.

Creditors can still request remote access to any physical meeting.

Voting

Rule 15.9(1)(b)
)

In order to vote on the decisions, creditors should complete the decision document attached to this notice and return it to the convenor by the decision date. Any vote must be accompanied by a proof in respect of the creditor's claim unless it has already been given to the convenor.

Small debts

Rule 14.31(1)

Any creditor whose debt is treated as a small debt (£1,000 or less) for the purposes of any dividend must still deliver a proof of debt if you wish to vote at the virtual meeting or in any subsequent decision making.

Opted-out creditors

A creditor who has opted out from receiving notices may still vote on these decisions if a proof of debt is provided as detailed above.

Appeal process

Rule 15.35

A creditor may appeal any actions of a chair or convener by application to the court. Any appeal must be made no later than 21 days after the decision date.

Creditors Decision Process – Extract from the Insolvency Rules 2016

Creditors' voting rights

15.28 - (5) In a decision relating to a proposed CVA or IVA every creditor, secured or unsecured, who has notice of the decision procedure is entitled to vote in respect of that creditor's debt.

Calculation of voting rights

15.31 —(1) Votes are calculated according to the amount of each creditor's claim—

- (a) in an administration, as at the date on which the company entered administration, less—
 - (i) any payments that have been made to the creditor after that date in respect of the claim, and
 - (ii) any adjustment by way of set-off which has been made in accordance with rule 14.24 or would have been made if that rule were applied on the date on which the votes are counted;
- (b) in an administrative receivership, as at the date of the appointment of the receiver, less any payments that have been made to the creditor after that date in respect of the claim;
- (c) in a creditors' voluntary winding up, a winding up by the court or a bankruptcy, as set out in the creditor's proof to the extent that it has been admitted;
- (d) in a proposed CVA—
 - (i) at the date the company went into liquidation where the company is being wound up,
 - (ii) at the date the company entered into administration (less any payments made to the creditor after that date in respect of the claim) where it is in administration,
 - (iii) at the beginning of the moratorium where a moratorium has been obtained (less any payments made to the creditor after that date in respect of the claim), or
 - (iv) where (i) to (iii) do not apply, at the decision date;
- (e) in a proposed IVA—
 - (i) where the debtor is not an undischarged bankrupt—
 - (aa) at the date of the interim order, where there is an interim order in force, (bb) otherwise, at the decision date,
 - (ii) where the debtor is an undischarged bankrupt, at the date of the bankruptcy order.

(2) A creditor may vote in respect of a debt of an unliquidated or unascertained amount if the convener or chair decides to put upon it an estimated minimum value for the purpose of entitlement to vote and admits the claim for that purpose.

(3) But in relation to a proposed CVA or IVA, a debt of an unliquidated or unascertained amount is to be valued at £1 for the purposes of voting unless the convener or chair or an appointed person decides to put a higher value on it.

(4) Where a debt is wholly secured its value for voting purposes is nil.

(5) Where a debt is partly secured its value for voting purposes is the value of the unsecured part.

(6) However, the value of the debt for voting purposes is its full value without deduction of the value of the security in the following cases—

- (a) where the administrator has made a statement under paragraph 52(1)(b) of Schedule B1 and the administrator has been requested to seek a decision under paragraph 52(2); and
- (b) where, in a proposed CVA, there is a decision on whether to extend or further extend a moratorium or to bring a moratorium to an end before the end of the period of any extension.

(7) No vote may be cast in respect of a claim more than once on any resolution put to the meeting; and for this purpose (where relevant), the claim of a creditor and of any member State liquidator in relation to the same debt are a single claim.

(8) A vote cast in a decision procedure which is not a meeting may not be changed.

(9) Paragraph (7) does not prevent a creditor or member State liquidator from—

- (a) voting in respect of less than the full value of an entitlement to vote; or
- (b) casting a vote one way in respect of part of the value of an entitlement and another way in respect of some or all of the balance of that value.

Requisite majorities

15.34—(1) A decision is made by creditors when a majority (in value) of those voting have voted in favour of the proposed decision, except where this rule provides otherwise.

(2) In the case of an administration, a decision is not made if those voting against it—

- (a) include more than half in value of the creditors to whom notice of the decision procedure was delivered; and
- (b) are not, to the best of the convener or chair's belief, persons connected with the company.

(3) Each of the following decisions in a proposed CVA is made when three-quarters or more (in value) of those responding vote in favour of it—

- (a) a decision approving a proposal or a modification;
- (b) a decision extending or further extending a moratorium; or
- (c) a decision bringing a moratorium to an end before the end of the period of any extension.

(4) In a proposed CVA a decision is not made if more than half of the total value of the unconnected creditors vote against it.

(5) For the purposes of paragraph (4)—

- (a) a creditor is unconnected unless the convener or chair decides that the creditor is connected with the company;
- (b) in deciding whether a creditor is connected reliance may be placed on the information provided by the company's statement of affairs or otherwise in accordance with these Rules; and
- (c) the total value of the unconnected creditors is the total value of those unconnected creditors whose claims have been admitted for voting.

(6) In a case relating to a proposed IVA—

- (a) a decision approving a proposal or a modification is made when three-quarters or more (in value) of those responding vote in favour of it;
- (b) a decision is not made if more than half of the total value of creditors who are not associates of the debtor vote against it.

(7) For the purposes of paragraph (6)—

- (a) a creditor is not an associate of the debtor unless the convener or chair decides that the creditor is an associate of the debtor;
- (b) in deciding whether a creditor is an associate of the debtor, reliance may be placed on the information provided by the debtor's statement of affairs or otherwise in accordance with these Rules; and
- (c) the total value of the creditors who are not associates of the debtor is the total value of the creditors who are not associates of the debtor whose claims have been admitted for voting.

Appeals against decisions under this Chapter

15.35 — (1) A decision of the convener or chair under this Chapter is subject to appeal to the court by a creditor, by a contributory, or by the bankrupt or debtor (as applicable).

(2) In a proposed CVA, an appeal against a decision under this Chapter may also be made by a member of the company.

(3) If the decision is reversed or varied, or votes are declared invalid, the court may order another decision procedure to be initiated or make such order as it thinks just but, in a CVA or IVA, the court may

only make an order if it considers that the circumstances which led to the appeal give rise to unfair prejudice or material irregularity.

(4) An appeal under this rule may not be made later than 21 days after the decision date.

(5) However, the previous paragraph does not apply in a proposed CVA or IVA, where an appeal may not be made after the end of the period of 28 days beginning with the day—

(a) in a proposed CVA, on which the first of the reports required by section 4(6) or paragraph 30(3) of Schedule A1 was filed with the court(a); or

(b) in a proposed IVA—

(i) where an interim order has not been obtained, on which the notice of the result of the consideration of the proposal required by section 259(1)(a) has been given, or

(ii) otherwise, on which the report required by section 259(1)(b)(b) is made to the court.

(6) The person who made the decision is not personally liable for costs incurred by any person in relation to an appeal under this rule unless the court makes an order to that effect.

(7) The court may not make an order under paragraph (6) if the person who made the decision in a winding up by the court or a bankruptcy is the official receiver or a person nominated by the official receiver.

Complaint

15.38.—(1) A person may make a complaint who—

(a) is, or claims to be, an excluded person; or

(b) attends the meeting and claims to have been adversely affected by the actual, apparent or claimed exclusion of another person.

(2) The complaint must be made to the appropriate person who is —

(a) the chair, where the complaint is made during the course of the meeting; or

(b) the convener, where it is made after the meeting.

(3) The complaint must be made as soon as reasonably practicable and, in any event, no later than 4pm on the business day following—

(a) the day on which the person was, appeared or claimed to be excluded; or

(b) where an indication is sought under rule 15.37, the day on which the complainant received the indication.

(4) The appropriate person must, as soon as reasonably practicable following receipt of the complaint,—

(a) consider whether there is an excluded person;

(b) where satisfied that there is an excluded person, consider the complaint; and

(c) where satisfied that there has been prejudice, take such action as the appropriate person considers fit to remedy the prejudice.

(5) Paragraph (6) applies where the appropriate person is satisfied that the complainant is an excluded person and—

(a) a resolution was voted on at the meeting during the period of the person's exclusion; and

(b) the excluded person asserts how the excluded person intended to vote on the resolution.

(6) Where the appropriate person is satisfied that if the excluded person had voted as that person intended it would have changed the result of the resolution, then the appropriate person must, as soon as reasonably practicable,—

(a) count the intended vote as having been cast in that way;

(b) amend the record of the result of the resolution;

(c) where notice of the result of the resolution has been delivered to those entitled to attend the meeting, deliver notice to them of the change and the reason for it; and

(d) where notice of the result of the resolution has yet to be delivered to those entitled to attend the meeting, the notice must include details of the change and the reason for it.

(7) Where satisfied that more than one complainant is an excluded person, the appropriate person must have regard to the combined effect of the intended votes.

(8) The appropriate person must deliver notice to the complainant of any decision as soon as reasonably practicable.

(9) A complainant who is not satisfied by the action of the appropriate person may apply to the court for directions and any application must be made no more than two business days from the date of receiving the decision of the appropriate person.

HIGHPAD LIMITED - IN ADMINISTRATION

Decision procedure by correspondence Creditors' voting instructions

As detailed in the notice, Virgil Harsham Levy has requested that the creditors consider the following decision by correspondence.

In order to vote on the decision, creditors should indicate their wishes next to the decision, sign and date this document and return it to Virgil Harsham Levy, of LA Business Recovery Limited, 1 Beasley's Yard, 126 High Street, Uxbridge Middlesex, UB8 1JT, by 23:59 on 24 February 2021.

Decisions

- 1 That the proposals of the administrator be approved;

***FOR/AGAINST**

- 2 That the Administration be extended for a period of 12 months, and now conclude on 16 December 2022

***FOR/AGAINST**

- 3 That a creditors committee is formed

***FOR/AGAINST**

and: _____

[insert name of proposed committee member] of

[insert name of the company the proposed member acts on behalf of] be part of the committee.

- 4 That the administrator be discharged from liability arising from the appointment 28 days after filing the final progress report

*** FOR/AGAINST**

Signed

Name in capital letters

Date

Name of creditor

Position in relation to creditor

For office use only

Proof of debt received:	Y/N
Checked by:	