



For further information, please  
refer to our guidance at  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

### 1 Company details

Company number 0 4 1 0 3 1 9 9

Company name in full Tactical Solutions UK Ltd

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

### 2 Administrator's name

Full forename(s) Allan Watson

Surname Graham

### 3 Administrator's address

Building name/number c/o Duff & Phelps Ltd.

Street 35 Newhall Street

Post town Birmingham

County/Region

Postcode B 3 3 P U

Country

### 4 Administrator's name ①

Full forename(s) Matthew

Surname Ingram

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

### 5 Administrator's address ②

Building name/number c/o Duff & Phelps Ltd.

Street 35 Newhall Street

Post town Birmingham

County/Region

Postcode B 3 3 P U

Country

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

# AM10

## Notice of administrator's progress report


### 6 Period of progress report

From date	<sup>d</sup> 2	<sup>d</sup> 4	<sup>m</sup> 0	<sup>m</sup> 4	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 0	
To date	<sup>d</sup> 2	<sup>d</sup> 3	<sup>m</sup> 1	<sup>m</sup> 0	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 0	

### 7 Progress report

☒ I attach a copy of the progress report

### 8 Sign and date

Administrator's signature	Signature X  X								
Signature date	<sup>d</sup> 1	<sup>d</sup> 8	<sup>m</sup> 1	<sup>m</sup> 1	<sup>y</sup> 2	<sup>y</sup> 0	<sup>y</sup> 2	<sup>y</sup> 0	

# AM10

## Notice of administrator's progress report



### 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	Joss Mitchison
Company name	Duff & Phelps Ltd.
Address	The Shard
	32 London Bridge Street
Post town	London
County/Region	
Postcode	S E 1 9 S G
Country	
Telephone	+44 (0) 20 7089 4700



### Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

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



### Important information

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



### Where to send

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The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ.  
DX 33050 Cardiff.



### Further information

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# Progress Report to Creditors

18 November 2020

**Tactical Solutions UK Ltd  
Flare Limited**

**(both In Administration)**

**(“the Companies”)**

Joint Administrators' Progress Report for the period from 24 April 2020 to 23 October 2020 for Tactical Solutions UK Ltd

Joint Administrators' Progress Report for the period from 30 April 2020 to 29 October 2020 for Flare Limited.

**Duff & Phelps Ltd.**  
The Shard  
32 London Bridge Street  
London SE1 9SG

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## **1. Introduction**

The Joint Administrators were appointed over Tactical Solutions on 24 April 2020 and over Flare on 30 April 2020 by the Director of the Companies.

This Progress Report provides an update on the Administration of the Companies. It should be read in conjunction with the Joint Administrators' Statement of Proposals ("the Proposals") dated 17 June 2020.

The Joint Administrators have explained their future strategy for the Administration and the likely return to each class of creditor. Also included in this report are details of the Joint Administrators' costs.

A glossary of the abbreviations and definitions used throughout this document is attached at Appendix 8.

Please also note that an important legal notice about this Progress Report to Creditors is attached at Appendix 9.

## **2. Creditor Summary**

This Progress Report covers the respective reporting periods for both Companies as outlined at Appendix 8.

### **Summary of Proposals**

- There were no major amendments to or deviations from the Proposals.
- As previously advised in the Proposals, the purpose of the Administrations were to achieve a better result for the Companies' creditors as a whole than would be likely if the Companies were wound up (without first being in Administration). The Proposals were approved on 30 June 2020 for Tactical Solutions and on 1 July 2020 for Flare.

### **Progress to Date**

- This report should be read in conjunction with the Proposals.
- The debtor ledgers for the Companies are specifically pledged to the Secured Creditor under the terms of invoice discounting facilities. The debtor ledgers for the Companies have been collected in full.
- Following the sale of business and assets on 30 April 2020, the deferred consideration payments have been made by the Purchaser in accordance with the terms of the sale agreement.
- The Joint Administrators have liaised with third party suppliers to settle costs and expenses incurred during the Reporting Periods.
- The Joint Administrators continue to manage the affairs of the Companies and anticipate that the Administration will close before the respective anniversary dates in April 2021.

### **Outcome for Creditors**

- To date, the Companies have repaid the principal invoice discounting indebtedness to the Secured Creditor.
- The Joint Administrators do not anticipate there to be any preferential creditors in the Administrations following the transfer of employees pursuant to the TUPE provisions as a result of the sale of the business and assets to the Purchaser.
- The Joint Administrators anticipate there to be insufficient asset realisations to enable any distributions to unsecured non-preferential creditors.

Please note, this Progress Report provides creditors with an account of the progress of the Administrations of the Companies in the Reporting Periods. The Proposals issued to the respective Companies' creditors are available to view via the Creditors' Portal and paper copies can be provided free of charge by writing to [Joss.Mitchison@DuffandPhelps.com](mailto:Joss.Mitchison@DuffandPhelps.com).

Unless otherwise stated, all amounts in this Progress Report and appendices are stated net of VAT.

Please also note that an important legal notice about this Progress Report to creditors is attached at Appendix 9.

### **3. Progress of the Administrations**

This section provides an update on the Joint Administrators' strategy for the Administrations and progress to date.

#### **3.1 Strategy and Progress to Date**

The purpose of an Administration is to achieve one of the following hierarchal objectives:

- Rescuing the Company as a going concern;
- Achieving a better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first being in Administration); or
- Realising assets in order to make a distribution to one or more secured or preferential creditors.

The Joint Administrators consider the second objective has been achieved via the sale of business and assets to the Purchaser. Please refer to the Proposals for further detail in this regard.

#### **3.2 Asset Realisations**

Realisations during the Reporting Periods are set out in the Receipts and Payments Account at Appendix 3 and are largely self-explanatory.

A summary of the major asset realisations during the Administration is provided below, however, the Joint Administrators advise creditors to refer to the Proposals for further detail on previously reported asset realisations.

As previously reported, the Companies operated an invoice discounting facility with the Secured Creditor. In accordance with the facility agreement, the Companies' book debts are specifically pledged to the Secured Creditor.

As at the Appointment Dates, the book debt ledger for Tactical Solutions was £1,438,576 and £328,319 for Flare. The book debt ledgers for both companies has been fully collected during the Reporting Periods.

A further £147,723 was received in error into the Administration estate bank account, this related to debtors due to the Purchaser and was subsequently transferred to the Purchaser as per the SPA.



As previously reported, the Companies business and assets were acquired by the Purchaser on 30 April 2020.

Initial sale consideration totalling £175,000 has been received during the Reporting Periods for the sale of the Companies intellectual property, goodwill and other assets. Further details on the sale of business can be found in the Proposals. A breakdown of the sale consideration is below.

<b>Asset</b>	<b>Consideration £</b>
Intellectual Property and Goodwill	145,000
The Chattels	24,995
Benefit of the Contracts	1
Stock	1
The Records	1
The Flare Contract	5,000
The Flare Fixed Assets	1
<b>Total</b>	<b>175,000</b>

In addition, deferred consideration equating to 30% of month end revenues achieved by the acquired businesses during May, June and July 2020 was due to the Companies in accordance with the sale agreement. A total of £301,766 and £59,339 was received during the Reporting Periods for Tactical Solutions and Flare respectively. The deferred consideration was broadly in line with the forecasted sales for the first three months of trading. No further sums are due under the sale agreement.

The Companies held cash balances at bank of £37,306 for Tactical Solutions and £31 for Flare as at appointment, these balances have been recovered in full during the Reporting Periods.

As noted in the Proposals, certain costs of continuation of trading were incurred whilst a sale of business was pursued, being property and payroll costs. Property costs of £1,778 have been settled as shown at Appendix 3.

Prior to the Joint Administrators' appointment, Tactical Solutions applied for the Government's Job Retention Scheme ("JRS") grant due to the adverse impact of the COVID-19 health emergency on the Company's ability to trade. The JRS grant for April was subsequently received into the Company's pre-administration bank account to enable the furloughed employee wages to be paid. This payment was received after the Joint Administrators' appointment and was utilised to pay the furloughed employee wages for the month of April, to include the Administration trading period. Non-furloughed staff wages for April were paid from asset realisations. The PAYE/NIC for the Administration trading period has been paid as shown at Appendix 3.

Monies received by Tactical Solutions totalled £15,120 in regard to death in service premium refund.

The Joint Administrators do not anticipate any further asset realisations for the Companies.

As part of the sale agreement, the Joint Administrators granted a six month Licence to Occupy ("LTO") agreement to the Purchaser to continue to trade from the Companies' business premises. The LTO payments were received by Tactical Solutions and the rent and utilities element paid over to the Landlord and business rates to the local authority. Therefore, the Companies received no net benefit from the LTO income.

### **3.3 Investigations**

The Joint Administrators reviewed the affairs of the Companies to identify whether there were any actions which could be taken against third parties to increase recoveries for creditors. The review has been completed and there are no outstanding lines of enquiry.

The Joint Administrators have a statutory obligation to file a report with DBEIS concerning the conduct of all directors of the Companies that served in the three years prior to the Joint Administrators appointment. The Joint Administrators have filed their confidential report with DBEIS regarding the conduct of the Directors of the Companies. The content of this report is confidential and has been submitted to the Insolvency Practitioners Compliance Unit.

Should any of the Companies creditors have information concerning the affairs of the Companies that they would like to bring to the Joint Administrators attention, please contact Joss Mitchison of my office at Joss.Mitchison@DuffandPhelps.com or Duff & Phelps Ltd. The Shard, 32 London Bridge Street, London, SE1 9SG

### **3.4 Costs of Realisations**

Payments made in the Reporting Periods are set out in the attached receipts and payments accounts at Appendix 3 which are self explanatory.

### **3.5 Schedule of Expenses**

The Joint Administrators have detailed the costs incurred during the Reporting Periods, whether paid or unpaid, in the schedule of expenses attached at Appendix 4 and are self-explanatory.

## **4. Outcome for Creditors**

### **4.1 Secured Creditors**

The sums owing to the Secured Creditor at the Appointment Dates were £171,910 for Tactical Solutions and £73,440 for Flare. These amounts are subject to accruing interest, charges and fees. The Secured Creditor has confirmed that fees and charges will be applied but the quantum is at this stage uncertain.

The book debt collections have enabled the Companies to repay the principal invoice discounting indebtedness to the Secured Creditor. It should be noted that the Companies have provided cross guarantees in favour of the Secured Creditor with regard to debts from other entities in the Selmerbridge Group.

The level of overall debt due to the Secured Creditor, together with the above-noted charges which are yet to be quantified, is such that the Joint Administrators anticipate that the Group's indebtedness to the Secured Creditor will not be repaid in full.

## **4.2 Preferential Creditors**

Following the sale of business and certain assets of the Companies to the Purchaser, Tactical Solutions employees were transferred pursuant to TUPE to the Purchaser. Accordingly, it is anticipated there will be no preferential claims in relation to employees.

It should be noted that Flare did not have any employees and therefore no preferential claims are expected.

## **4.3 Unsecured Creditors**

According to the director's SOA for Tactical Solutions, unsecured creditors total £1,430,846 and claims received to date total £909,078.

According to the director's SOA for Flare, unsecured creditors total £43,760. However, the Joint Administrators have not received any unsecured creditor claims to date.

Based on the current information available to the Joint Administrators, it is anticipated that there will be insufficient realisations to enable a distribution to unsecured creditors.

## **4.4 Prescribed part**

The Prescribed Part is calculated as a percentage of net property, as follows:

Net property less than £10,000:	50% unless the Joint Administrator considers that the costs of making a distribution to the unsecured non-preferential creditors would be disproportionate to the benefits.
Net property greater than £10,000:	50% up to £10,000 plus 20% thereafter to a maximum of £600,000.

The Companies both granted floating charges to the Secured Creditor and therefore, the Prescribed Part provisions will apply.

Based on the information available at the time of preparing the Progress Report, it is anticipated that there will be insufficient funds available to the Companies unsecured non-preferential creditors via the Prescribed Part. Any distribution is dependent on the level of the Secured Creditor's further fees and charges. It is anticipated that the quantum of these charges will mean there will be no funds available for distribution via the Prescribed Part.

## **5. Other Matters**

### **5.3 Joint Administrators' Receipts and Payments Account**

Detailed receipts and payments account for the Reporting Periods are shown at Appendix 3 together with cumulative accounts for the entire period of the Administrations.

### **5.4 Creditors' Rights**

Further information regarding the remuneration and disbursements of the Joint Administrators, including creditors' rights to challenge such costs is provided at Appendix 7, Statement of Creditors' Rights.

## **6. Joint Administrators' Fees and Expenses and pre-Administration Costs**

### **6.1 Fees and Expenses**

Time has been charged in six minute units. Details of the time charged for the reporting period are attached at Appendix 5.

Time costs incurred in the Reporting Period for Tactical Solutions total £155,937 representing 403 hours at an average charge out rate of £387.

Time costs incurred in the Reporting Period for Flare total £41,659 which represents 130 hours at an average hourly rate of £320.

The costs for Tactical Solutions exceeded the Fee Estimate provided in the Joint Administrators' Statement of Proposals by £5,196.

The estimate has been exceeded due to the following activities:

- Communicating with the landlord of the Company's leasehold property regarding rent, property matters during the license to occupy period, property expenses and surrender of the lease;
- Reviewing outstanding debtors and assisting with debtor recoveries, liaising with the Purchaser and Secured Creditor in relation to debtors due to the Purchaser and administering payments accordingly;
- Collection of deferred consideration and review of monthly revenue reports; and
- Discussion of matters arising from sale of business process, including the deferred consideration, with the Purchaser.

These costs for Flare are within the estimate provided in the Proposals.

In accordance with SIP 9, the Joint Administrators have provided further detailed narrative of the time costs incurred at Appendix 6.

The Joint Administrators have not drawn any remuneration in the Reporting Periods.

Given that the time incurred has exceeded the approved Fee Estimate for Tactical Solutions the Joint Administrators will take a decision as to whether to request a revision of the Fee Estimate from the Secured Creditor and will provide an update in the next progress report. The final quantum of Joint Administrators' fees is subject to agreement with the Secured Creditor and will be confirmed in the next progress report.

Details of the expenses charged for the Reporting Period are attached at Appendix 4.

Expenses incurred total £15,581 of which £7,774 has been drawn in the reporting period for Tactical Solutions.

Expenses incurred total £410 of which £95 has been drawn in the reporting period for Flare.

In the Reporting Periods, the Joint Administrators have incurred disbursements of £285 and £225 for Tactical Solutions and Flare respectively for services provided by Duff & Phelps Ltd.

No disbursements have been drawn to date.

The Joint Administrators' expenses and disbursements are detailed at Appendix 5.

Also attached at Appendix 6 is a narrative summary of the work carried out to assist creditors in understanding the progress of the Administration, the associated costs and expenses of the related activities and the financial benefit to Creditors.

Details of how to obtain further information relating to the fees and disbursements of the Joint Administrators is set out at Appendix 7.

## 6.2 Pre-Administration Costs

The Joint Administrators incurred the following pre-Administration costs for Tactical Solutions:

Pre-Administration costs	Paid (£)	Unpaid (£)	Total (£)
Duff & Phelps Ltd fees	0.00	£15,695	£15,695
Legal fees	0.00	£10,431	£10,431
Total	0.00	£26,126	£26,126

The Joint Administrators incurred the following pre-Administration costs for Flare:

Pre-Administration costs	Paid (£)	Unpaid (£)	Total (£)
Legal fees	0.00	£4,598	£4,598
Total	0.00	£4,598	£4,598

Details of the pre-Administration costs were reported in the Proposals.

## 7. Future Strategy

### 7.1 Future Conduct of the Administration

The Joint Administrators will continue to manage the affairs, the business and the property of the Companies in order to achieve the purpose of the Administration. This will include but not be limited to:

- Paying outstanding costs of the Administration;
- Dealing with other statutory matters and duties including accounting for VAT and completing corporation tax returns;
- Continuing to liaise with the Secured Creditor regarding the fees and charges to be levied and the Group indebtedness; and
- Paying distributions to the Secured Creditor.

### 7.2 Future Reporting

The Joint Administrators will provide a further progress report within one month of 23 April 2021 or earlier if the Administration has been completed prior to that time.

If you require further information or assistance, please do not hesitate to contact Joss Mitchison at [Joss.Mitchison@DuffandPhelps.com](mailto:Joss.Mitchison@DuffandPhelps.com).

Yours faithfully  
For and on behalf of  
Tactical Solutions Limited and  
Flare Limited



**Allan Graham**  
Joint Administrator

Enc.

The affairs, business and property of the Companies are being managed by the Joint Administrators, Allan Graham and Matthew Ingram, who act as agents for the Companies and without personal liability. Both are licensed by the Insolvency Practitioners Association.

## Appendix 1 – Statutory Information

### COMPANIES INFORMATION

<b>Companies and Trading Name</b>	Tactical Solutions UK Ltd	
<b>Date of Incorporation</b>	7 November 2000	
<b>Registered Number</b>	04103199	
<b>Companies Director(s)</b>	Landry Kouakou	
<b>Companies Secretary</b>	None	
<b>Shareholders</b>	Landry Kouakou - 100%	
<b>Trading Address</b>	Seasons House Lakeside Business Village St David's Park Ewloe Deeside	
<b>Registered Office</b>	<b>Current:</b> Duff & Phelps Ltd The Shard 32 London Bridge Street London SE1 9SG	<b>Former:</b> Seasons House Lakeside Business Village St David's Park Ewloe Deeside
<b>Any Other Trading Names</b>		

### ADMINISTRATION INFORMATION

<b>Administration Appointment</b>	The Administration appointment granted in High Court of Justice, Companies Court, Birmingham, 000268 of 2020
<b>Appointor</b>	Director
<b>Appointment Date</b>	24 April 2020
<b>Joint Administrators</b>	Allan Graham and Matthew Ingram
<b>Original Purpose</b>	To achieve a better result for the Companies creditors as a whole than would be likely if the Companies were wound up (without first being in Administration)
<b>Functions</b>	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1
<b>Current Administration Expiry Date</b>	23 April 2021
<b>Prescribed Part</b>	It is anticipated that there will be insufficient funds available to the Companies unsecured non-preferential creditors via the Prescribed Part.
<b>Application of EC Regulations</b>	EC Regulations apply and these proceedings will be the Main Proceedings as defined in Article 3 of the EC Regulations.

## COMPANIES INFORMATION

<b>Companies and Trading Name</b>	Flare Limited	
<b>Date of Incorporation</b>	19 August 2009	
<b>Registered Number</b>	06994528	
<b>Companies Director(s)</b>	Landry Kouakou	
<b>Companies Secretary</b>	None	
<b>Shareholders</b>	Landry Kouakou - 100%	
<b>Trading Address</b>	Seasons House Lakeside Business Village St David's Park Ewloe Deeside	
<b>Registered Office</b>	<b>Current:</b> Duff & Phelps Ltd The Shard 32 London Bridge Street London SE1 9SG	<b>Former:</b> Seasons House Lakeside Business Village St David's Park Ewloe Deeside
<b>Any Other Trading Names</b>		

## ADMINISTRATION INFORMATION

<b>Administration Appointment</b>	The Administration appointment granted in High Court of Justice, Companies Court, Birmingham, 000282 of 2020	
<b>Appointor</b>	Director	
<b>Appointment Date</b>	30 April 2020	
<b>Joint Administrators</b>	Allan Graham and Matthew Ingram	
<b>Original Purpose</b>	To achieve a better result for the Companies creditors as a whole than would be likely if the Companies were wound up (without first being in Administration)	
<b>Functions</b>	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1	
<b>Current Administration Expiry Date</b>	29 April 2021	
<b>Prescribed Part</b>	It is anticipated that there will be insufficient funds available to the Companies unsecured non-preferential creditors via the Prescribed Part.	
<b>Application of EC Regulations</b>	EC Regulations apply and these proceedings will be the Main Proceedings as defined in Article 3 of the EC Regulations.	

## Appendix 2 – Summary of Approved Proposals

The following proposals were deemed approved by the creditors on and 30 June 2020 for Tactical Solutions and 1 July 2020 for Flare.

- To continue to deal with such outstanding matters in relation to the Companies as the Joint Administrators consider necessary until such time as the Administration ceases to have effect;
  - To do all such other things and generally exercise all of their powers as contained in Schedule 1 of the Act, as they, in their sole and absolute discretion, consider desirable or expedient in order to achieve the purpose of the Administration;
  - To investigate and, if appropriate, pursue any claims the Companies may have for the benefit of the Companies' Creditors;
  - Seek an extension to the Administration period if considered necessary.
- 
- To make distributions to the Secured Creditor where funds allow;
  - To make distributions to the unsecured non-preferential creditors from the Prescribed Part, where applicable;
  - To make further distributions to the unsecured non-preferential creditors over and above the Prescribed Part, if funds become available and apply to court for authority to do so, where applicable.

That the Joint Administrators might use any or a combination of the following exit route strategies in order to bring the Administration to an end:

- Apply to Court for the Administration order to cease to have effect from a specified time and for the return of control to the Directors;
- Place the Companies into Creditors' Voluntary Liquidation if deemed appropriate. It is proposed that the Joint Administrators, currently Allan Graham and Matthew Ingram of Duff & Phelps would act as Joint Liquidators should the Companies be placed into Creditors' Voluntary Liquidation. The Creditors may nominate a different person as the proposed Liquidator, provided the nomination is received at this office prior to the approval of these Proposals. Any action required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them;
- Petition the Court for a winding-up order placing the Companies into Compulsory Liquidation if deemed appropriate. It is proposed that the Joint Administrators, currently Allan Graham and Matthew Ingram of Duff & Phelps would act as Joint Liquidators should the Companies be placed into Compulsory Liquidation without further recourse to Creditors. Any action required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them;
- Take the necessary steps to give notice of move from Administration to dissolution with the Registrar of Companies because (1) the Companies has no remaining property which might permit a distribution to its Creditors, and (2) all outstanding matters have been satisfactorily completed.

Alternatively, the Joint Administrators may allow the Administration to end automatically.



**Appendix 3 – Joint Administrators' Receipts and Payments Account**

**Flare Limited (In Administration)**  
**Joint Administrators' Receipts and Payments Account**

Statement of Affairs	The Reporting Period From 30/04/2020 to 29/10/2020
£	
<b>Secured Assets</b>	
Deferred Consideration	59,339.85
5,000.00 Fixtures and Fittings	1.00
328,319.00 Book Debts	0.00
The Flare contract	5,000.00
	<u>64,340.85</u>
<b>Costs of Realisations</b>	
Statutory Advertising	(94.50)
	<u>(94.50)</u>
<b>Asset Realisations</b>	
57.00 Cash at Bank	31.18
3,376.00 Deferred Tax	0.00
	<u>31.18</u>
	<u>64,277.53</u>
<u>336,752.00</u>	
<b>Represented By</b>	
Fixed Bank Account	64,227.45
Fixed Charge VAT Control Account	18.90
Floating / Main Current Account	31.18
	<u>64,277.53</u>

**Tactical Solutions UK Ltd (In Administration)**  
**Joint Administrators' Receipts and Payments Account**

**Statement of  
Affairs**

**The Reporting  
Period  
From 24/04/2020 to  
23/10/2020**

£

**Secured Assets**

12,130.00	Prepayment and Sundry Debtors	0.00
170,000.00	Furniture and Equipment	0.00
	Intellectual Property & Goodwill	145,000.00
1,438,576.00	Book Debts	500.00
	Deferred Consideration	301,766.15
		<b>447,266.15</b>

**Asset Realisations**

	Bank Interest Gross	1.01
	Benefit of the Contracts	1.00
	Books and Records	1.00
243.00	Cash at Bank	37,306.15
	Chattel Assets	24,995.00
	Death in Service - Dee Set	15,120.25
	Insurance Refund and Payout	11,236.85
	Licence to Occupy Income	54,538.52
	Plant & Machinery	1.00
	Stock	1.00
		<b>143,201.78</b>

**Costs of Realisations**

	Accountant's Fees	(2,000.00)
	Agent's/Valuer's Fees	(1,950.00)
	Data Room Costs	(1,008.00)
	Insurance of Assets	(952.00)
	Licence to Occupy Payments	(40,628.54)
	PAYE & NI	(14,795.29)
	Statutory Advertising	(94.50)
	Trading Property Costs	(1,778.98)
		<b>(63,207.31)</b>

**Preferential Creditors**

	Pension Schemes	(14,520.33)
		<b>(14,520.33)</b>

**512,740.29**

**1,620,949.00**

**Represented By**

	Fixed Bank Account	447,266.15
	Floating / Main Current Account	64,416.16
	General VAT Control Account	1,057.98
	VAT Payable	(1,500.99)
	VAT Receivable	1,500.99
		<b>512,740.29</b>

#### **Appendix 4 – Schedule of Expenses**

Flare Limited (In Administration)  
Joint Administrators' Expenses

Notes	Company	Type of Expense	Activity	Costs Incurred in the Reporting Period	Amount Paid to Date (£)	Future Estimate (£)	Total Future Estimated Costs (£)
1	<b>Professional Advisors</b>						
2	Gateley Plc	Legal Fees	Legal advisors instructed to prepare the statutory appointment documents and the SPA. In addition, providing legal advice on other ad-hoc matters	315.00	0.00	1,000.00	1,315.00
3	Curo CA	Accountancy Fees	Tax advisor instructed to determine the quantum of the Companies pre-Administration tax losses as well as the preparation of the post-Administration tax returns.	0.00	0.00	500.00	500.00
4	<b>Other Expenses</b> Courts Advertising	Statutory Compliance	Statutory Advertising in the London Gazette	94.50	94.50	0.00	94.50
<b>Total Professional Advisor and Other Costs</b>				<b>409.50</b>	<b>94.50</b>	<b>1,500.00</b>	<b>1,909.50</b>
5	<b>Disbursements</b> Bond Premium	Statutory Compliance	Bonding	225.00	0.00	0.00	225.00
<b>Total</b>				<b>634.50</b>	<b>94.50</b>	<b>1,500.00</b>	<b>2,134.50</b>

Notes to the Estimated Expenses Schedule

- 1
- The Joint Administrators' choice of professional advisors is based on their perception of the experience and ability of the respective firms / individuals to perform their work, the complexity and nature of the assignment and the basis of their fee.
- 2
- Legal advice and disbursements during the Administration on an ad hoc basis.
- 3
- Accountants instructed to assist with tax compliance and reporting requirements during the Administration.
- 4
- Statutory advertising of the Notice of Appointment in the London Gazette as required under insolvency legislation.
- 5
- It is a requirement for the Joint Administrators to purchase a bond against misfeasance.

**Tactical Solutions UK Ltd (In Administration)**  
**Joint Administrators' Expenses**

Notes	Company	Type of Expense	Activity	Costs Incurred in the Reporting Period	Amount Paid to Date (£)	Future Estimate (£)	Total Future Estimated Costs (£)
<b>1</b>	<b>Professional Advisors</b>						
<b>2</b>	Gateley Plc	Legal Fees	Legal advisors instructed to prepare the statutory appointment documents and the SPA. In addition, providing legal advice on other ad-hoc matters	7,797.50	0.00	1,000.00	<b>8,797.50</b>
<b>3</b>	Euroval	Valuation Agents	Valuation agents instructed to value the Company's chattel assets and stock	1,950.00	1,950.00	0.00	<b>1,950.00</b>
<b>4</b>	Curo CA	Accountancy Fees	Tax advisor instructed to determine the quantum of the Company's pre-Administration tax losses as well as the preparation of the post-Administration tax returns.	2,000.00	2,000.00	500.00	<b>2,500.00</b>
<b>5</b>	Marsh Limited		Insurance agent instructed to provide open cover insurance of the Company's Premises during the trading period of the Administration.	952.00	952.00	0.00	<b>952.00</b>
<b>6</b>	Ansarada	Sale of Business	Provider of the data room used to store the financial information for the Company to present to the Purchaser.	1,008.00	1,008.00	0.00	<b>1,008.00</b>
	Flintshire County Council	Rent and rates	Business rates for the Company's premises.	533.54	533.54	13,948.11	<b>14,481.65</b>
	Bolton Birch		Rents, utilities and service charges paid to the landlord in accordance with the LTO agreement	1,245.44	1,245.44	0.00	<b>1,245.44</b>
<b>7</b>	<b>Other Expenses</b>						
	Courts Advertising	Statutory Compliance	Statutory Advertising in the London Gazette	94.50	94.60	0.00	<b>94.50</b>
<b>Total Professional Advisor and Other Costs</b>				<b>15,580.98</b>	<b>7,773.58</b>	<b>15,448.11</b>	<b>31,029.09</b>
<b>8</b>	<b>Disbursements</b>						
	Bond Premium	Statutory Compliance	Bonding	225.00	0.00	0.00	<b>225.00</b>
		Travel	Addison Lee taxi	60.12	0.00	0.00	<b>60.12</b>
<b>Total</b>				<b>15,866.10</b>	<b>7,773.58</b>	<b>15,448.11</b>	<b>31,314.21</b>

**Notes to the Estimated Expenses Schedule**

- The Joint Administrators' choice of professional advisors is based on their perception of the experience and ability of the respective firms / individuals to perform their work, the complexity and nature of the assignment and the basis of their fee.
- Legal advice and disbursements during the Administration on an ad hoc basis.
- Desk top valuation of the Companies chattel assets.
- Accountants instructed to assist with tax compliance and reporting requirements during the Administration.
- Insurance agents providing open cover insurance whilst the Joint Administrators occupied the Premises.
- Data room platform to host financial and non financial information for interested parties to complete the required due diligence on the Companies.
- Statutory advertising of the Notice of Appointment in the London Gazette is required under insolvency legislation.
- Statutory bond purchased by the Joint Administrators to bond against misfeasance.

## **Appendix 5 – Analysis of Time Charged**

## Flare Limited (In Administration)

### Analysis of the Joint Administrators' time costs in the Reporting Period

Classification of Work Function	Hours					Total Hours	Time Cost (£)	Avg Hourly Rate (£)
	Managing Director	Manager	Senior	Assistant	Support			
Administration and Planning								
Case Review & Case Diary Management	0.00	2.50	5.85	5.20	0.00	13.55	5,133.50	378.86
Cashiering & Accounting	0.00	1.20	1.50	9.15	0.00	11.85	3,299.50	278.44
Dealings with Directors and Management	0.00	0.10	0.00	0.10	0.00	0.20	94.50	472.50
IPS Set up & Maintenance	0.00	0.00	0.20	1.50	0.00	1.70	432.00	254.12
Insurance	0.00	0.00	0.20	0.00	0.00	0.20	76.00	380.00
Statement of Affairs	0.00	0.20	0.00	0.10	0.00	0.30	161.00	536.67
Statutory Matters (Meetings, Reports & Notices)	0.00	3.70	4.65	23.35	0.00	31.70	10,049.50	317.02
Strategy Planning & Control	0.00	5.00	9.70	9.45	0.00	24.15	9,341.00	386.79
Tax Compliance / Planning	0.00	0.20	0.60	3.45	0.00	4.25	1,091.00	256.71
Creditors								
Communications with Creditors / Employees	0.00	0.00	0.40	11.75	0.00	12.15	2,502.00	205.93
Secured Creditors	0.00	1.20	0.20	0.00	0.00	1.40	874.00	624.29
Investigations								
CDDA & reports & Communication	0.00	1.10	3.60	12.50	0.00	17.20	4,831.50	280.90
Financial Review and Investigations (S238/239 etc)	0.00	0.00	0.00	5.30	0.00	5.30	1,260.00	237.74
Realisation of Assets								
Other Intangible Assets	0.00	1.40	1.80	0.40	0.00	3.60	1,727.00	479.72
Other Tangible Assets	0.00	0.00	0.00	0.40	0.00	0.40	112.00	280.00
Sale of Business	0.00	0.30	1.25	0.00	0.00	1.55	674.50	435.16
Total Hours:	0.00	16.90	29.95	82.65	0.00	129.50		321.69
Total Fees Claimed (£):	0.00	11,192.00	11,381.00	19,086.00	0.00		41,659.00	



## Tactical Solutions UK Ltd (In Administration)

### Analysis of the Joint Administrators' time costs in the Reporting Period

Classification of Work Function	Hours					Total Hours	Time Cost (£)	Avg Hourly Rate (£)
	Managing Director	Manager	Senior	Assistant	Support			
Administration and Planning								
Case Review & Case Diary Management	0.00	4.70	7.45	8.30	0.00	20.45	8,000.50	391.22
Cashiering & Accounting	0.00	7.30	4.75	38.45	0.00	50.50	14,020.00	277.62
Dealings with Directors and Management	0.00	0.70	2.10	1.30	0.00	4.10	1,495.50	364.76
IPS Set up & Maintenance	0.00	0.00	0.20	2.60	0.00	2.80	636.00	227.14
Insurance	0.00	0.00	2.90	0.70	0.00	3.60	1,239.00	344.17
Statement of Affairs	0.00	0.60	0.20	0.50	0.00	1.30	591.00	454.62
Statutory Matters (Meetings, Reports & Notices)	5.80	10.50	5.45	31.05	0.00	52.80	21,409.50	405.48
Strategy Planning & Control	18.00	15.20	32.35	22.35	0.00	87.90	41,635.00	473.66
Tax Compliance / Planning	0.00	3.20	6.60	7.40	0.00	17.20	6,272.00	364.65
Creditors								
Communications with Creditors / Employees	0.00	0.10	3.60	43.55	0.00	47.25	11,176.50	236.54
Non Pref Creditors / Employee claims handling	0.00	0.00	2.40	0.40	0.00	2.80	976.00	348.57
Secured Creditors	0.00	4.60	1.05	0.40	0.00	6.05	3,530.00	583.47
Investigations								
CDDA & reports & Communication	0.00	3.50	6.35	16.30	0.00	26.15	8,256.50	315.74
Financial Review and Investigations (S238/239 etc)	0.00	0.00	0.00	13.60	0.00	13.60	3,028.00	222.65
Realisation of Assets								
Book Debts	0.00	0.70	2.90	0.10	0.00	3.70	1,595.50	431.22
Freehold and Leasehold Property	0.00	3.40	5.20	0.20	0.00	8.80	4,269.00	485.11
Hire Purchase and Lease Assets	0.00	0.00	0.00	0.30	0.00	0.30	60.00	200.00
Other Intangible Assets	0.00	1.00	0.90	0.00	0.00	1.90	1,007.00	530.00
Other Tangible Assets	0.00	0.00	0.25	1.00	0.00	1.25	375.00	300.00
Sale of Business	0.00	23.90	14.70	7.90	0.00	46.50	23,685.50	509.37
Trading								
Trading - Accounting	0.00	2.10	0.00	0.00	0.00	2.10	1,396.50	665.00
Trading - Employees	0.00	0.50	0.30	0.00	0.00	0.80	446.50	558.13
Trading - Insurance	0.00	0.20	0.30	0.00	0.00	0.50	247.00	494.00
Tranding - Operations	0.00	0.80	0.15	0.00	0.00	0.95	589.00	620.00
Total Hours:	23.80	83.00	100.10	196.40	0.00	403.30		386.65
Total Fees Claimed (£):	17,850.00	54,497.50	38,038.00	45,551.00	0.00		155,936.50	

## Appendix 6 – Narrative of Work Carried out in the Reporting Period

The key areas of work have been:

### SIP 9 narrative for the Reporting Period

Administration and planning	<ul style="list-style-type: none"><li>• Monitoring and reviewing the Administration strategy;</li><li>• Briefing staff on the Administration strategy and matters in relation to workstreams;</li><li>• Regular case management and reviewing of process including regular team update meetings and calls;</li><li>• Reviewing and authorising junior staff correspondence and other work;</li><li>• Dealing with queries arising during the appointment;</li><li>• Reviewing matters affecting the outcome of the Administration;</li><li>• Allocating and managing staff case resourcing and budgeting exercises and reviews;</li><li>• Liaising with legal advisors regarding various instructions, including agreeing content of engagement letters; and</li><li>• Complying with internal filing and information recording practices, including documenting strategy decisions.</li></ul>
Creditors	<ul style="list-style-type: none"><li>• Updating the list of unsecured non-preferential creditors;</li><li>• Responding to enquiries from Creditors regarding the Administration and submission of their claims;</li><li>• Reviewing completed forms submitted by creditors, recording claim amounts and maintaining claim records; and</li><li>•</li><li>• Providing written and oral updates to the Secured Creditor regarding the progress of the Administration and cases strategy;</li><li>•</li></ul>
Investigations	<ul style="list-style-type: none"><li>• Managing and reviewing the Companies books and records;</li><li>• Investigating the affairs of the Companies to identify any actions available to the Companies against third parties in respect of antecedent transactions or other litigation;</li><li>• Obtaining records from third parties;</li><li>• Requesting a completed questionnaire from the director of the Companies;</li><li>• Reviewing pre-appointment transactions; and</li><li>• Documenting investigations.</li></ul>
Statutory and compliance	<ul style="list-style-type: none"><li>• Ensuring compliance with all statutory obligations within the relevant timescales;</li><li>• Uploading information to the Creditors' Portal;</li><li>• Drafting and publishing progress reports;</li><li>• Reviewing time costs to date and producing analysis of time incurred which is compliant with SIP 9;</li><li>• Monitoring the fees estimate; and</li><li>• Monitoring the expenses estimate.</li></ul>
Cashiering	<ul style="list-style-type: none"><li>• Preparing statutory receipts and payments accounts;</li><li>• Renewing bonding and complying with statutory requirements;</li></ul>
Asset realisations	<ul style="list-style-type: none"><li>• Collating information from the Companies' records regarding assets,</li><li>• Liaising with agents regarding the sale of assets;</li></ul>

- Reviewing outstanding debtors and management of debt collection strategy;
- Seeking legal advice in relation to book debt collections;
- Communicating with landlords regarding rent; property occupation and other property issues;
- Liaising with third parties regarding costs incurred;
- Collecting and paying rent and business rates due on the Companies' trading premises;
- Reviewing and agreeing invoices;
- Reviewing costs incurred to ensure recorded accurately; and
- Arranging payments to agents and solicitors in a timely manner.

#### Tax

- Analysing and considering the tax effects of asset sales;
- Working on tax returns relating to the periods affected by the Administrator;
- Analysing VAT related transactions; reviewing the Companies' duty position to ensure compliance with duty requirements; and
- Dealing with post appointment tax compliance.

## **Appendix 7 – Statement of Creditors' Rights**

*Rule numbers refer to Insolvency (England & Wales) Rules 2016 (as amended)  
Section or paragraph numbers refer to Insolvency Act 1986*

If you require a copy of any relevant rule or section, please contact Joss Mitchison at [Joss.Mitchison@DuffandPhelps.com](mailto:Joss.Mitchison@DuffandPhelps.com).

### **Information for Creditors on remuneration and disbursements of Administrators**

Information regarding the fees and disbursements of Administrators, including details of the Duff & Phelps' disbursements policy and hourly charge out rates for each grade of staff that may undertake work on this case, is in a document called "Administration: A Creditor's Guide to Insolvency Practitioner Fees". This can be viewed and downloaded from the Duff & Phelps' website at:

<https://www.duffandphelps.co.uk/services/disputes-and-investigations/restructuring/corporate-restructuring/creditor-guides-and-employee-fact-sheets>.

Should you require a copy, please contact this office.

### **Creditors' requests for further information**

If you would like to request more information about the Joint Administrators' remuneration and disbursements disclosed in this progress report, you must do so in writing within 21 days of receiving this progress report.

Requests from unsecured creditors must be made with the concurrence of at least 5% in value of Unsecured Creditors (including, the unsecured creditor making the request) or with the permission of the Court.

### **Creditors' right to challenge our remuneration and expenses**

If you wish to challenge the basis of the Joint Administrators' remuneration, the remuneration charged, or the expenses incurred during the period covered by this progress report, you must do so by making an application to Court within eight weeks of receiving this progress report.

Applications by Unsecured Creditors (including the unsecured creditors making the challenge) or with the permission of the Court.

The full text of the relevant rules can be provided on request by writing to Joss Mitchison at [Joss.Mitchison@DuffandPhelps.com](mailto:Joss.Mitchison@DuffandPhelps.com).

## Appendix 8 – Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
the Agents	Euro Valuations Limited (Companies Number: 09954714) independent agents who were instructed to value the assets of the Companies
the Appointment Date	24 April 2020 and 30 April 2020 being the date of appointments of the Joint Administrators
the Bank	Lloyds Bank, with whom the Companies banked
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
the Companies	Tactical Solutions UK Ltd (In Administration) (Companies Number: 04103199) Flare Limited (In Administration) (Companies Number: 06995428)
the Completion Date	30 April 2020, being the date the Companies business and assets were transferred to the Purchaser
COVID-19	The Coronavirus Pandemic
the Creditor Portal	The Joint Administrators have chosen to deliver certain documents to creditors by making them available for viewing and downloading at the website, <a href="http://www.ips-docs.com">www.ips-docs.com</a> . Creditors can also submit their claim via the Creditors' Portal
The Cumulative Period	The period from 24 April 2020 to 23 October 2020
DBEIS	Department for Business, Energy & Industrial Strategy
the Director	Landry Kouakou, the sole director of the Companies as at the Appointment Date
Duff & Phelps	Duff & Phelps Ltd. (Companies Number: 05568550), The Shard, 32 London Bridge Street, London SE1 9SG
EC Regulation	EC Regulation on Insolvency Proceedings 2000
Flare	Flare Limited (In Administration) (Companies Number: 06995428)
the Group	Selmerbridge Print Vehicles Limited (In Administration) (Companies Number: 10704083) (Parent Companies) SGL Realisation Limited (Formerly Service Graphics Limited) (In Administration) (Companies Number: 04332146) (Sister Companies) SP Group Limited (In Administration) (Companies Number: 01240968) (Sister Companies) Tactical Solutions UK Ltd (In Administration) (Companies Number: 04103199) Flare Limited (In Administration) (Companies Number: 06995428)
HMRC	HM Revenue and Customs
JRS	Job Retention Scheme

the Joint Administrators	Allan Graham and Matthew Ingram of Duff & Phelps
LTO	Licence to Occupy Agreement
the Prescribed Part	Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003 a designated amount of the Companies' net property (floating charge assets less costs of realisation) shall be made available to Unsecured Creditors
the Proposals	The Joint Administrators' Report to Creditors and Statement of Proposals dated 17 June 2020.
the Purchaser / Dee Set	Dee Set Merchandising Limited (the purchaser of the business and/or assets of the Companies)
the Premises	Seasons House Lakeside Business Village, St David's Park, Ewloe Deeside
the Reporting Periods	The period from 24 April 2020 to 23 October 2020 and the period from 30 April 2020 to 29 October 2020
RPS	Redundancy Payments Service
the Rules	The Insolvency (England & Wales) Rules 2016 (as amended)
Sitara / the Secured Creditor	The holder of a fixed and floating charge over the Companies' assets
SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
SIP 13	Statement of Insolvency Practice 13 – Industry best practice for Insolvency Practitioners in relation to the acquisition of assets of insolvent companies by Directors
SIP 16	Statement of Insolvency Practice 16 – Industry best practice for Insolvency Practitioners in relation to the requirement for disclosure of information with respect to a 'Pre-Packaged' sale of business and/or assets of the Companies
Sitara / Secured Creditor	Sitara Finance Designated Activity Companies with whom the Companies had an invoice finance facility, and the holder of a fixed and floating charge over the Companies' assets
the Solicitors / Gateley	Gateley Plc (Companies Number: 09310187), solicitors instructed by the Joint Administrators to prepare the SPA, the APA and provide ad hoc legal advice as required
Selmerbridge	Selmerbridge Print Vehicles Limited (In Administration) (Companies Number: 10704083)
SOA	Statement of Affairs, documentation [to be] supplied by the Director outlining the Companies financial position as at the Appointment Date
SPA	The Sale and Purchase Agreement, between the Companies, the Joint Administrators and the Purchaser, dated 30 April 2020
Tactical Solutions	Tactical Solutions UK Ltd (In Administration) (Companies Number: 04103199)

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TUPE	The Transfer of Undertaking (Protection of Employment) Regulations 2006
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## **Appendix 9 – Notice about this Report**

This report has been prepared by Allan Graham and Matthew Ingram, the Joint Administrators of the Companies, solely to comply with their statutory duty to report to Creditors under the Insolvency (England and Wales) Rules 2016 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 purposes, 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 any financial interest in the Companies or any 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 (England and Wales) Rules 2016 does so at their 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.

Allan Graham and Matthew Ingram are authorised to act as insolvency practitioners by the Insolvency Practitioners Association.

The Joint Administrators are bound by the Insolvency Code of Ethics.

The Joint Administrators act as agents for the Companies and contract without personal liability. The appointments of the Joint Administrators are personal to them and, to the fullest extent permitted by law, Duff & Phelps Ltd. does not assume any responsibility and will not accept any liability to any person in respect of this Progress Report or the conduct of the Administration.