

The Insolvency Act 1986

Administrator's progress report

Form 2.24B(CH)

Name of Company New Earth Solutions Group Limited	Company number 04368018
In the High Court of Justice, Chancery Division (full name of court)	Court case number 2885 of 2016

(a) Insert full name(s) and
address(es) of administrators

We (a) Sarah Bell and Philip Duffy of Duff & Phelps Ltd , The Chancery, 58 Spring Gardens,
Manchester, M2 1EW

Administrator(s) of the above company attach a progress report for the period

from

to

(b) Insert dates

(b) 7 June 2016

(b) 6 December 2016

Signed

Joint Administrator

Dated

05/01/2017

Contact Details

You do not have to give any
contact information in the box
opposite but if you do, it will help
Companies House to contact you
if there is a query on the form

The contact information that you
give will be visible to searchers of

Duff & Phelps Ltd
The Chancery
58 Spring Gardens
Manchester
M2 1EW

Tel +44 (0) 161 827 9000

When you have completed and signed this form please send it to the Registrar of Companies at
Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff



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COMPANIES HOUSE

Progress Report to Creditors

4 January 2017

**New Earth Solutions Group
Limited and New Earth
Solutions Facilities Management
Limited**

(Both In Administration)

(Together “the Group”)

*Joint Administrators' Progress Report to Creditors
For the period from 7 June 2016 to 6 December 2016
Pursuant to Rule 2 47(1) of the Insolvency Rules 1986 (as amended)*

Duff & Phelps Ltd.
The Chancery
58 Spring Gardens
Manchester
M2 1EW

Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
the Agents or LSH	Lambert Smith Hampton Group Limited, independent agents who were instructed to value and sell the assets of the Group
the Appointment Date	7 June 2016, being the date of appointment of the Joint Administrators
the Banking Group or Senior Lenders	Norddeutsche Landesbank Girozentrale and the Co-operative Bank plc, who were the Group's secured funders
CAPEX	Capital Expenditure
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
Co-op	The Co-operative Bank plc, a secured creditor of the Group
CVL	Creditors' Voluntary Liquidation
the Group	New Earth Solutions Group Limited and New Earth Facilities Management Limited (Both in Administration) (Company Numbers 04368018 and 06248036 respectively)
DBEIS	The Department for Business, Energy & Industrial Strategy
the Directors	Gerben Nijland, the sole director of New Earth Solutions Facilities Management Limited and joint director of New Earth Solutions Group Limited and Peter Mills, the joint director of the New Earth Solutions Group Limited
Duff & Phelps	Duff & Phelps Ltd
EC Regulation	EC Regulation on Insolvency Proceedings 2000
HMRC	HM Revenue and Customs
the Joint Administrators	Sarah Bell and Philip Duffy of Duff & Phelps Ltd, The Chancery, 58 Spring Gardens, Manchester, M2 1EW
NatWest	The National Westminster Bank
NDA	Non-Disclosure Agreement
NERR	New Earth Recycling & Renewables (Infrastructure) plc
NESFM	New Earth Facilities Management Limited (In Administration)
NESG	New Earth Solutions Group Limited (In Administration)
NESSBL	New Earth Solutions (Scottish Borders) Limited

Nord LB	Norddeutsche Landesbank Girozentrale
the Notice	Form 2 35B notice to move from Administration to Dissolution
Prescribed Part	Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003 a designated amount of the Group' net property (floating charge assets less costs of realisation) shall be made available to non-preferential creditors
the Purchaser	DM Opco Limited, the purchaser of the business and assets of the Group
the Propcos	<p>The subsidiary companies of NESFM which operate the Waste Treatment Facilities sites are</p> <ul style="list-style-type: none"> - New Earth Solutions (Canford) Limited - New Earth Solutions (Kent) Limited - New Earth Solutions (Gloucestershire) Limited - New Earth Solutions (Leicestershire) Limited - New Earth Solutions (West) Limited
the Proposals	The Joint Administrators' Report to Creditors and Statement of Proposals dated 5 July 2016
the Reporting Period	The period from 7 June 2016 to 6 December 2016
RPS	Redundancy Payments Service
the Rules	The Insolvency Rules 1986 (as amended)
The Interested Party	A third party developer of large heat and power plants who entered in discussion with NERR regarding investment into the Group
The Secured Creditors	<p>The secured creditors listed on Companies House comprising of</p> <p>National Westminster plc Norddeutsche Landesbank Girozentrale British Waterway Board/Canals and River Trust Lombard North Central plc New Earth Recycling & Renewables plc</p> <p>Responsible for approving the Joint Administrators remuneration resolutions</p>
SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
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 Group

SOA	Statement of Affairs, documentation to be supplied by the Directors outlining the Group' financial position as at the Appointment Date
TUPE	The Transfer of Undertaking (Protection of Employment) Regulations 2006
WTF	Waste Treatment Facilities

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Names of Joint Administrators	Sarah Bell Philip Duffy
Date of Appointment	7 June 2016
Date of Report:	4 January 2017
Appointed by	The Directors 35 Black Moor Road Ebblake Industrial Estate Verwood Dorset BH31 6AT
NESG Court Reference.	High Court of Justice Chancery Division No 2885 of 2016
NESFM Court Reference	High Court of Justice Chancery Division No 2886 of 2016

1 Introduction

- 1 1 The Joint Administrators were appointed on the Appointment Date by the Directors of the Group pursuant to Paragraph 22 of Schedule B1 to the Insolvency Act 1986
- 1 2 In accordance with Paragraph 100(2) of Schedule B1 to the Act the functions of the Joint Administrators are being exercised by either of the Administrators
- 1 3 The purpose of this report is to provide creditors with details of the progress of the Administration for the Reporting Period, in accordance with Rule 2 47(1) of the Rules
- 1 4 This report should be read in conjunction with the Proposals
- 1 5 Statutory information on the Company is attached at Appendix 1

2 Joint Administrators' Report and Statement of Proposals

- 2 1 In accordance with Paragraph 52(1) of Schedule B1 to the Act, a creditors' meeting was not required for the Group companies as both will have insufficient property to enable a distribution to be made to non-preferential creditors, other than by way of the Prescribed Part in NESG only
- 2 2 No meetings were convened and in accordance with Rule 2 33(5) of the Rules, the Proposals were deemed to have been approved by creditors on 19 July 2016
- 2 3 As advised in the Proposals, the Joint Administrators must perform their functions with the purpose of achieving one of the following hierarchical objectives
- Rescuing the company as a going concern, or
 - 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 property in order to make a distribution to one or more secured or preferential creditors
- 2 4 The first objective could not be achieved as there are insufficient funds and assets available to enable the Group to be rescued as a going concern
- 2 5 The Joint Administrators are pursuing the second objective and it is likely that a better result for the Group's creditors as a whole will be achieved than if the Group were wound up without first being in administration for the following reasons
- i If the Group had been wound up, it is likely that the value of the Group's assets would have been significantly diminished,
 - ii Due to the continuation of trade, the sale of the Group's businesses and assets to the Purchaser generated enhanced returns compared to a scenario in which the Group had been immediately wound up This will allow for greater returns to the Senior Lenders and allow the Joint Administrators to pay a dividend to the non-preferential creditors, via the Prescribed Part in NESG only as set out in section 2 1, and
 - iii If the Group had been wound up, the employees would have been made redundant resulting in an increase in both preferential and non-preferential claims

- 2 6 The third objective has also been achieved in both Administrations as distributions have been paid to the Co-op in respect of its indebtedness

3. Progress of the Administration

- 3 1 The manner in which the affairs and business of the Group have been managed in the Reporting Period and will continue to be managed and financed are set out below

Asset Realisations

Decision not to trade

- 3 2 Following an evaluation of the business, the Joint Administrators took the decision not to trade the business for the following reasons
- 3 3 The Group generated insufficient cash to service its secured debt and was in default in respect of its lending facilities,
- 3 4 The Group generated insufficient cash to invest in the desired level of CAPEX required to maintain and upgrade the equipment held by the Group and therefore the quality of its assets were deteriorating. It was anticipated that the Group's performance would deteriorate in due course if CAPEX over and above that available from existing working capital was not undertaken in the short to medium term,
- 3 5 No new borrowing was available due to the insolvent position of the Group balance sheet and the current lender's inability to invest in the Group due to its precarious financial position

Sale of business and assets

- 3 6 The transaction for the sale of NESG's business and assets and NESFM's shares in the Propco's to the Purchaser was completed on 9 June 2016. Full details of the sale process is disclosed in the Proposals
- 3 7 The consideration attributed to the sale of NESG's business and assets to the Purchaser totalled £5,903,153 and apportioned as set out below

Asset	Consideration £
Business Intellectual Property	1
Customer List	1
Debts (including all debts owed by the Propcos to the Group)	205,529
Equipment and Vehicles	3,195,000
Goodwill	536,599
Information Technology	1
Stock	1
Work in Progress	1

Benefit of Bond Monies	499,500
Cash	1,466,520
Total	5,903,153

- 3 8 In respect of NESFM, £5 has been paid by the Purchaser in respect of the shareholdings in the Propcos and a further £1 in respect of intercompany debtors. The Purchaser acquired such right, title and interest as NESGM may have in the shares free from any charge or claim.
- 3 9 It should be also noted that, as part of this transaction Co-op made facilities totalling in excess of £35 million available to the Propcos in order to repay the liabilities owed pursuant to a guarantee granted to the Banking Group in respect of the facilities drawn by NESFM.
- 3 10 The sale consideration was paid in full on completion and the funds will be accounted for accordingly.
- 3 11 It should be noted that the sum of £1,455,643 was received in respect of cash at bank leaving a balance of £10,877 which has been retained by NatWest to cover any ongoing charges arising which include the performance bonds detailed in section 5.7. A further update in respect of this balance will be provided in the next progress report.
- 3 12 The Joint Administrators and their Agents are satisfied that the sale to the Purchaser was the best price achievable for the Group's assets.
- 3 13 No assets of the Group remain under the control of the Joint Administrators.

Bank Interest

- 3 14 Bank interest of £213 has been received to date in the Administration of NESG.

Miscellaneous Refund

- 3 15 A refund of £89 has been received in the Administration of NESG.

4 Investigations

- 4 1 The Joint Administrators have complied with their statutory obligation to file a report with DBEIS concerning the conduct of all directors of the Group that served in the three years prior to the Joint Administrators' appointment. The content of this report is confidential.
- 4 2 There are no outstanding lines of enquiry.

5. Dividend Prospects / Prescribed Part

Norddeutsche Landesbank Girozentrale and The Co-Operative Bank plc

- 5 1 In consideration for monies advanced in respect of the Group's ongoing working capital facility, both NESG and NESFM granted Nord LB, as security trustee for both Nord LB and Co-op, debentures dated 29 May 2015 and 19 September 2011, which confer fixed and floating charges over the assets of the Group.

5 2 On 9 June 2016, Co-op and Nord LB entered into an agreement whereby Co-op purchased all right and title to Nord LB's security against the Group and therefore became the sole Senior Lender to the Group

5 3 As at the Appointment Date, the Group's indebtedness to Co-op was approximately £41.8 million subject to accruing interest and charges

5 4 Immediately following the completion of the sale to the Purchaser, fixed and floating charge distributions were made to Co-op under its security totalling £536,602 and £4,271,291 respectively

5 5 In addition, the Purchaser has repaid c£35 million to Co-op in respect of NESFM's indebtedness

5 6 At this stage it is anticipated that there will be insufficient realisations to repay Co-op in full under its security

The National Westminster Bank

5 7 In the ordinary course of business, a number of NESG's customers requested specific performance bonds alongside the Group's usual warranties and contractual terms, which were guaranteed by NatWest. As a result of these requests, NatWest agreed to guarantee these bonds on behalf of NESG, which are subject to specific registered charges which confer fixed charge security over the guaranteed cash bonds

5 8 It is anticipated that, as part of the sale to the Purchaser, these bonds will be transferred and therefore NatWest will hold no security over NESG. However, as at the date of this report the Joint Administrators are yet to receive confirmation of any transfer, therefore NatWest still holds valid security

The British Waterway Board

5 9 The British Waterway Board, now known as The Canals and Rivers Trust, has registered security by way of a deed in respect of a rent deposit held for the sum of £33,063 as Landlord of the site operated under one of the Propcos at Sharpness. The Propco is the contracting party

5 10 Having reviewed the relevant documentation, it has come to light that NESG entered into the rent deposit as a surety, providing a guarantee that it will remedy any breach by the contracting party. Based on these agreements, NESG has not granted any specific security and therefore this charge appears to have been erroneously registered at Companies House

New Earth Recycling & Renewables (Infrastructure) Plc

5 11 As previously stated, the Group was historically funded via quasi-equity from NERR. NERR provided the group with funding for ongoing trade as well as capital improvements. The funds were provided to NESFM under a debenture created on 19 September 2011

5 12 As at the Appointment Date, NESFM's indebtedness to NERR totalled in excess of £39 million. As NERR's security is subordinated to the Co-op's debt, there is no prospect of any distribution being made to NERR under its security

5 13 On 9 June 2016, Sarah Sanders and Alex Adam of Deloitte LLP were appointed Joint Liquidators provisionally of NERR by the High Court of Justice of the Isle of Man

- 5 14 The Joint Administrators will continue to liaise with the Joint Liquidators provisionally of NERR in respect of the progress of the Administration

Preferential Creditors

- 5 15 Following the sale of the business and assets of the Group to the Purchaser, the Group's employees were transferred pursuant to TUPE to the Purchaser. Accordingly it is anticipated there will be no preferential claims in relation to the employees

Prescribed Part

- 5 16 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 non-preferential unsecured 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

- 5 17 As stated at section 5 1, the Group granted a floating charge to Co-op on 29 May 2015 and the Prescribed Part provisions will apply. The Prescribed Part provisions will not apply in NESFM as it is anticipated that there will be no net property after discharging the costs of the Administration
- 5 18 The estimated net property of NESG, after costs of the Administration is in the region of £4.7 million and it is therefore estimated the Prescribed Part fund which has been set aside for non-preferential creditors will be the maximum of £600,000
- 5 19 The Joint Administrators are of the opinion that, based on the current information, the prospects are that there will be a return to Co-op under its security however, there are insufficient realisations to enable Co-op to be repaid in full
- 5 20 Furthermore, a distribution to the non-preferential creditors of NESG will be made by virtue of the Prescribed Part provisions only
- 5 21 It is estimated that non-preferential creditors are likely to receive a dividend of approximately 4p to 8p in the pound from the Prescribed Part. The final figure is dependent upon costs of dealing with the Prescribed Part and distribution thereof and the quantum of creditor claims. The Joint Administrators have commenced the adjudication of non-preferential creditor claims and anticipate making a distribution of the Prescribed Part to creditors prior to the next progress report which is due before 6 June 2017

Non-Preferential Creditors

- 5 22 As stated in the Proposals, the Joint Administrators were advised that NESFM had no trade and expense creditors and to date no claims have been received
- 5 23 According to the NESG SOA, non-preferential creditors total £9,169,521 and claims received to date total £6,965,624
- 5 24 It is not anticipated that there will be any return to the non-preferential creditors of NESFM or NESG, other than by virtue of the Prescribed Part

6 Joint Administrators' Receipts and Payments Account

6.1 Detailed Receipts and Payments Accounts for the Reporting Period in respect of NESG and NESFM are shown in Appendix 2

6.2 As at 6 December 2016 there was a cash balance of £1,038,034. This includes the sum of £600,000 which has been allocated to the deposit account to be utilised in a Prescribed Part distribution

7 Pre-Administration Costs

7.1 On 19 August 2016, the following amounts in respect of Pre-Administration costs (plus VAT) were approved by the Secured Creditors, to be paid as an expense of the Administration

Name of Recipient	Brief Description of Services Provided	Total Amount Approved
Duff & Phelps	Completing the marketing and sale process, providing assistance with preparation of the appointment documents, planning for the Company to be placed into Administration	£393,970 plus disbursements of £1,331
Lambert Smith Hampton	Preparation of formal valuation of the Group's business and assets including attendance at all trading sites	£20,722
Hurst & Company Accountants LLP	Accountants' Provision of advice regarding taxation issues regarding the Group	£10,535
Michelmores LLP	Solicitors' Preparation of documentation relating to the Joint Administrators' appointment on behalf of the Director(s) and ad hoc legal advice for the Director(s)	£5,121
DLA Piper UK LLP	Solicitors' Assist with placing the Company into Administration, preparation of the Sale and Purchase Agreement and other ad hoc legal matters	£5,000
Ansarada Pty Limited	Provision of Data Room as part of AMA process	£500

7.2 These costs have been drawn in full in the Reporting Period, with the exception of the costs incurred by Duff & Phelps and DLA Piper, which are yet to be drawn

8. Joint Administrators' Costs and Expenses

8.1 The Joint Administrators' basis of remuneration was approved by Secured Creditors on the basis of time properly given by them and their staff in attending to matters arising in the Administration. The Secured Creditors also approved the Joint Administrators' Fee Estimates in the sums of £225,350 and £176,210 for NESG and NESFM, for the 12 month period from the Appointment Date until 6 June 2017

8.2 To date no remuneration has been drawn by the Joint Administrators in respect of either the Pre-Administration period or the Reporting Period in respect of the Group

8.3 The time costs charged since appointment by Duff & Phelps are as analysed at Appendix 3

8.4 The Joint Administrators' disbursements are also detailed at Appendix 3

- 8 5 The Joint Administrators have incurred expenses in dealing with the Administration of the Group and these are detailed in Appendix 3
- 8 6 In the Reporting Period time costs in respect of NESG total £114,983, which represents 417 hours at an average hourly rate of £276, plus disbursements of £85
- 8 7 Time costs in the Reporting Period in respect of NESFM total £73,423, representing 242 hours at an average hourly rate of £303 plus disbursements of £85
- 8 8 In accordance with SIP 9, the Joint Administrators comment on the time costs charged in the Reporting Period below

NESG

- 8 9 Time costs of £21,093 have been incurred in respect of Statutory Matters This represents time incurred in initial reporting to creditors, preparation of the Administration Proposals and dealing with statutory filing
- 8 10 Time costs of £20,035 have been incurred in respect of Strategy, Planning and Control This represents time incurred in respect of updating and maintaining the strategy for the Administration and the ongoing review of statutory requirements within the Administration
- 8 11 Time costs of £22,952 have been incurred under the heading "Creditors" Time costs under this heading includes time spent liaising with creditors in respect the secured and non-preferential claims, providing updates to the Secured Creditors, reviewing and updating creditor claims received, issuing the Proposals to creditors and dealing with subsequent queries raised
- 8 12 Time costs of £13,551 have been incurred under the heading "Investigations" Time costs under this heading include the Joint Administrators statutory obligation to file a report with DBEIS regarding the conduct of the Directors and also in conducting a financial review of NESG's affairs prior to the Administration
- 8 13 Time cost of £6,742 have been incurred in respect of Sale of the Business, which includes Post-Appointment matters to enable the smooth transaction of the business and assets of NESG to the Purchaser
- 8 14 Time costs of £3,422 have been incurred under an additional code created to deal with the Prescribed Part distribution to non-preferential creditors, representing 21 hours at an average rate of £161 This includes time spent in the initial review of non-preferential creditors and preparation for a future Prescribed Part dividend

NESFM Time Costs

- 8 15 Time costs of £21,183 have been incurred in respect of Statutory Matters This represents time incurred in initial reporting to creditors, preparation of the Administration Proposals and dealing with statutory filing
- 8 16 Time costs of £14,178 have been incurred in respect of Strategy, Planning and Control This represents time incurred in respect of updating and maintaining the strategy for the Administration and the ongoing review of statutory requirements within the Administration
- 8 17 Time costs of £8,646 have been incurred under the heading "Creditors" Time costs under this heading includes time spent liaising with creditors in respect the secured and any

- potential non-preferential claims, providing updates to the Secured Creditor, reviewing and updating creditor claims received and in issuing the Proposals to creditors
- 8 18 Time costs of £9,536 have been incurred under the heading "Investigations" Time costs under this heading include the Joint Administrators statutory obligation to file a report with DBEIS regarding the conduct of the Directors and also in conducting a financial review of NESFM's affairs prior to the Administration
- 8 19 Time cost of £6,200 have been incurred in respect of Sale of the Business, which includes Post-Appointment matters to enable the smooth transaction NESFM's shareholding in the subsidiaries to the Purchaser
- 8 20 Information regarding the fees and disbursements of Joint 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 "A Creditors' Guide to Administrators' Fees" This can be viewed and downloaded from the Joint Administrators' website at <http://www.duffandphelps.com/uk-restructuring/creditor-guides> Should you require a copy, please contact this office
- 8 21 In accordance with Rule 2 48A of the Rules, Secured Creditors and non-preferential creditors (with the concurrence of at least 5% in value of total non-preferential claims) may make a request in writing to the Joint Administrators for further information about the remuneration or expenses set out in this progress report This should be done within 21 days receipt of this report, after which the Joint Administrators have 14 days to respond
- 8 22 In addition to the above, any Secured Creditor, or any non-preferential creditor (with the support of at least 10% in value of the non-preferential creditors or the permission of the Court), may apply to the Court on the grounds that the remuneration or basis fixed for the Administrators' remuneration or the expenses incurred by the Joint Administrators are considered to be excessive In accordance with Rule 2 109 of the Rules, this application must be made no later than eight weeks after receipt of the Progress Report, where the charging of the remuneration or the incurring of expenses in question occurs
- 9. Conclusion and Ending the Administration**
- 9 1 An Administration automatically comes to an end after one year, unless an extension is granted by the Court or with the creditors' consent
- 9 2 As stated in the Proposals it is anticipated that the Administration can progress to conclusion as soon as the first and final dividend to non-preferential creditors has been completed
- 9 3 The Joint Administrators have commenced the adjudication of non-preferential claims and are in the process of contacting creditors in respect of any additional information required in respect of claims submitted
- 9 4 As the Group has no property with which to make a distribution to its non-preferential creditors, other than by way of the Prescribed Part in NESG, it is anticipated that following final distributions to the secured and preferential creditors the Notice will be submitted to the Registrar of Companies pursuant to Paragraph 84 of Schedule B1 to the Act
- 9 5 Following registration of the Notice by the Registrar of Companies, the Joint Administrators' appointment will cease to have effect, and they will be discharged from liability under Paragraph 98(3) of Schedule B1 to the Act

9 6 At the end of three months beginning with the date of the Notice being registered by the Registrar of Companies the Group will be dissolved

10. Next Report

10 1 On present information, as it is anticipated that the Administration will conclude within the next six months, the next report to creditors will be a final report

10 2 If you have any queries or require any further assistance, please do not hesitate to contact my colleague Andrew Ward of this office



Sarah Bell
Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators, Sarah Bell and Philip Duffy, who act as agents for the Company and without personal liability. Both are licensed by the Insolvency Practitioners Association.

Appendix 1

Statutory Information

Statutory Information

New Earth Solutions Group Limited

Date of Incorporation	6 February 2002
Registered Number	04368018
Company Directors	Peter Mills and Gerben Nijland
Company Secretary	Quayseco Limited
Shareholders	<p>Peter Gillatt - 1639 A Ordinary shares</p> <p>Michael Jones - 1389 A Ordinary shares, 17818 Ordinary Shares</p> <p>Peter Mills - 889 A Ordinary shares, 4998 Ordinary Shares</p> <p>New Earth Solutions Group Trustee Limited - 7950 A Ordinary shares</p> <p>Securities Services Nominees Limited - 5250 A Ordinary shares, 218627 B Ordinary shares, 641136 Ordinary Shares</p> <p>Scott Edmundson - 10000 A Ordinary (unpaid) shares</p> <p>Peter Golden - 5000 A Ordinary (unpaid) shares</p> <p>Mark Harradine - 1000 A Ordinary (unpaid) shares</p> <p>Graham Lockyer - 750 A Ordinary (unpaid) shares</p> <p>Tadeusz Ozimski - 350 A Ordinary (unpaid) shares</p> <p>Lee Price - 350 A Ordinary (unpaid) shares</p> <p>Nathan Ross - 1250 A Ordinary (unpaid) shares</p> <p>Adam Shore - 3000 A Ordinary (unpaid) shares</p> <p>Bruce Toase - 1000 A Ordinary (unpaid) shares</p> <p>Sara Whittle - 350 A Ordinary (unpaid) shares</p>

B4 Sales Limited - 11123 B Ordinary shares

Robert Asquith - 5785 Ordinary shares

Amy Bleszynski - 1040 Ordinary Shares

Tadeusz Bleszynski - 17740 Ordinary Shares

Colin Brown - 145 Ordinary Shares

Christopher Cox - 20914 Ordinary Shares

Jonathan Fryett - 21189 Ordinary Shares

Peter Gillatt - 2000 Ordinary Shares

Mark Incledon - 7715 Ordinary Shares

Lucy Steward - 1040 Ordinary Shares

Trading Address

35 Black Moor Road
Ebblake Industrial Estate
Verwood
Dorset
BH31 6AT

Registered Office

Current
C/o Duff & Phelps
The Chancery
58 Spring Gardens
Manchester
M2 1EW

Former:
35 Black Moor Road
Ebblake Industrial Estate
Verwood
Dorset
BH31 6AT

Any Other Trading Names

New Earth

Statutory Information

New Earth Solutions Facilities Management Limited

Date of Incorporation	15 May 2007
Registered Number	06248036
Company Director	Gerben Nijland
Company Secretary	Quayseco Limited
Shareholders	New Earth Recycling and Renewables (Infrastructure) plc 1478 Class C Non-Voting shares NES Management Services LLP 186 Ordinary B shares New Earth Recycling and Renewables (Infrastructure) plc 186 Ordinary B shares
Trading Address	35 Black Moor Road Ebblake Industrial Estate Verwood Dorset BH31 6AT
Registered Office	Current. C/o Duff & Phelps The Chancery 58 Spring Gardens Manchester M2 1EW Former 35 Black Moor Road Ebblake Industrial Estate Verwood Dorset BH31 6AT
Any Other Trading Names	N/A

Appendix 2

Joint Administrators' Receipts and Payments Account

New Earth Solutions Group Limited

New Earth Solutions Group Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments

Statement of Affairs £	From 07/06/2016 To 06/12/2016 £	From 07/06/2016 To 06/12/2016 £
SECURED ASSETS		
Goodwill	536,599.00	536,599.00
Business Intellectual Property	1.00	1 00
Customer List & Contracts	1.00	1.00
Information Technology	1.00	1.00
	<u>536,602 00</u>	<u>536,602 00</u>
SECURED CREDITORS		
The Co-Operative Bank Plc	<u>536,602.00</u>	<u>536,602.00</u>
	(536,602.00)	(536,602 00)
ASSET REALISATIONS		
Cash at Bank	1,455,643 43	1,455,643.43
Work in Progress	1 00	1.00
Benefit of Bond Monies	499,500 00	499,500.00
Equipment & Vehicles	3,195,000.00	3,195,000.00
Stock	1.00	1 00
Debtors	205,529.00	205,529.00
Misc Refund	88.60	88 60
Bank Interest Gross	<u>213.15</u>	<u>213.15</u>
	5,355,976.18	5,355,976 18
COST OF REALISATIONS		
Pre-Admin Legal Fees	5,120.50	5,120 50
Pre-Admin Valuer's Fee	20,721 56	20,721.56
Post-Appointment Accountants' Fees	1,950.00	1,950 00
Data Room	500 00	500 00
Pre-Admin Accountants Fees	10,535 00	10,535 00
Storage Costs	31.29	31 29
Statutory Advertising	84.60	84 60
Bank Charges	<u>19.85</u>	<u>19 85</u>
	(38,962.80)	(38,962.80)
FLOATING CHARGE CREDITORS		
The Co-Operative Bank Plc	<u>4,271,291 00</u>	<u>4,271,291.00</u>
	(4,271,291 00)	(4,271,291 00)
	<u><u>1,045,722.38</u></u>	<u><u>1,045,722.38</u></u>
REPRESENTED BY		
VAT Receivable		7,688 59
Floating/main current account		438,033 79
31 Day Deposit account		600,000 00
		<u><u>1,045,722.38</u></u>

New Earth Solutions Facilities Management Limited

**New Earth Solutions Facilities Management Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments**

Statement of Affairs £	From 07/06/2016 To 06/12/2016 £	From 07/06/2016 To 06/12/2016 £
SECURED ASSETS		
Shares in Five Propco's	5 00	5.00
	5 00	5.00
COST OF REALISATIONS		
Due from Purchaser	5 00	5 00
	(5.00)	(5 00)
	NIL	NIL
REPRESENTED BY		
		NIL

Appendix 3

Analysis of Time Charged and Expenses Incurred

New Earth Solutions Group Limited

ANALYSIS OF TIME COSTS FOR THE PERIOD 07/06/2016 to 06/12/2016

ADM-Admin - Post Appt

Classification of Work Function	Hours					Total Hours	Time Cost	Avg Hourly Rate
	Partner	Manager	Senior	Assistant	Support			
Administration and Planning								
Case review and Case Diary management	3 00	3 30	0 00	3 80	0 00	10 10	3,833 25	379 53
Cashiering & accounting	0 00	1 90	4 50	15 90	0 00	22 30	4,961 50	222 49
Dealings with Directors and Management	0 00	1 70	0 00	12 05	0 00	13 75	2,995 75	217 87
IPS set up & maintenance	0 00	0 30	0 00	2 45	0 00	2 75	567 00	206 18
Insurance	3 20	0 20	0 00	5 95	0 00	9 35	3,106 75	332 27
Statement of affairs	0 00	4 20	0 00	18 55	0 00	22 75	4,906 25	215 66
Statutory matters (Meetings & Reports & Notices)	6 30	19 10	0 00	49 50	0 00	74 90	21,092 50	281 61
Strategy planning & control	1 70	25 40	0 00	37 60	0 00	64 70	20,035 00	309 66
Tax Compliance/Planning	0 00	12 20	0 00	4 75	0 00	16 95	6,343 25	374 23
Creditors								
Communications with Creditors/Employees	1 20	8 40	0 00	33 15	0 00	42 75	11,036 75	258 17
Non Pref Creditor claims adjudication and dist'n	0 00	0 20	0 00	0 40	0 00	0 60	156 00	260 00
Non Pref Creditors/Employee claims handling	0 00	1 10	0 00	28 60	0 00	29 70	5,610 00	188 89
Secured Creditors	1 00	7 90	0 00	10 40	0 00	19 30	6,149 00	318 60
Investigations								
CDDA & reports & Communication	2 20	4 30	11 00	11 75	0 00	29 25	8,312 75	284 20
Financial review and investigations (S238/239 etc)	0 00	1 50	0 00	25 60	0 00	27 10	5,238 00	193 28
Realisation of Assets								
Freehold and Leasehold Property	0 00	0 60	0 00	1 05	0 00	1 65	498 75	302 27
Goodwill and Intellectual Property Rights	0 00	0 00	0 00	0 70	0 00	0 70	126 00	180 00
Other Intangible Assets	2 00	0 80	0 00	3 80	0 00	6 60	2,228 50	337 65
Pre-Appointment Tax Reclaims	0 00	0 30	0 00	0 00	0 00	0 30	126 00	420 00
Sale of business	0 00	12 80	0 00	6 35	0 00	19 15	6,741 75	352 05
Trading								
Trading - Insurance	1 20	0 00	0 00	0 00	0 00	1 20	636 00	530 00
Trading - Retention of Title & Claims handling	0 00	0 00	0 00	1 20	0 00	1 20	282 00	235 00
Total Hours	21 80	106 20	15 50	273 55	0 00	417 05		275 70
Total Fees Claimed	11,554 00	44,879 00	4,645 00	53,904 75	0 00		114,982 75	

Category 1 Disbursements

Statutory Advertising £ 84 60
 £ 84 60

70539 NEW EARTH SOLUTIONS GROUP LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 07/06/2016 to 06/12/2016

PPD-Prescribed Part

Classification of Work Function	Hours					Total Hours	Time Cost	Avg Hourly Rate
	Partner	Manager	Senior	Assistant	Support			
Administration and Planning								
Strategy planning & control	0 00	0 20	0 00	1 40	0 00	1 60	311 00	194 38
Creditors								
Communications with Creditors/Employees	0 00	0 00	0 00	10 40	0 00	10 40	1,677 00	161 25
Non Pref Creditor claims adjudication and dist'n	0 00	0 40	0 00	4 80	0 00	5 20	720 00	138 46
Non Pref Creditors/Employee claims handling	0 00	0 00	0 00	4 00	0 00	4 00	713 50	178 38
Total Hours	0 00	0 60	0 00	20 60	0 00	21 20		161 39
Total Fees Claimed	0 00	252 00	0 00	3,169 50	0 00		3,421 50	

New Earth Solutions Group Limited and New Earth Solutions Facilities Management Limited
(Both In Administration) (together "the Group")
Joint Administrators' Expenses

Company	Activity	Fee Basis	Incurred (£)	Amount Paid (£)
Professional Advisors				
Michelmores LLP	Solicitors Preparation of documentation relating to the Joint Administrators' appointment on behalf of the Directors and ac hoc legal advice for the Directors	Fixed fee	5,120 50	5,120 50
Lambert Smith Hamton	Preparation of formal valuation of the Group's business and assets including attendance at all trading sites	Fixed fee	20,721 56	20,721 56
Hurst & Company Accountants LLP	Accountants Provision of advice in respect of taxation issues regarding the Group	Fixed fee	12,485 00	12,485 00
Ansarada Pty Limited	Provision of Data Room as part of AMA process	Fixed Fee	500 00	500 00
Total Data Management	Storage Cost	Fixed Fee	31 29	31 29
Courts Advertising	Statutory Advertising	Fixed Fee	169 20	169 20
Bank Charges	Barclays Bank plc	Fixed Fee	19 85	19 85
TOTAL			<u>£39,047 40</u>	<u>£39,047 40</u>

The above costs exclude VAT

The Joint Administrators' choice of professional advisors was 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

New Earth Solutions Facilities Management Limited

06278 NEW EARTH SOLUTIONS FACILITIES MANAGEMENT

ANALYSIS OF TIME COSTS FOR THE PERIOD 07/06/2016 to 06/12/2016

ADM-Admin - Post Appt

Classification of Work Function	Hours					Total Hours	Time Cost	Avg Hourly Rate
	Partner	Manager	Senior	Assistant	Support			
Administration and Planning								
Case review and Case Diary management	3 50	1 90	0 00	3 90	0 00	9 30	3,539 25	380 56
Cashiering & accounting	0 00	0 70	0 20	1 50	0 00	2 40	685 00	285 42
Dealings with Directors and Management	0 00	1 40	0 00	3 35	0 00	4 75	1,347 75	283 74
IPS set up & maintenance	0 00	0 30	0 00	2 45	0 00	2 75	622 00	226 18
Insurance	0 00	0 00	0 00	3 70	0 00	3 70	869 50	235 00
Statement of affairs	0 00	4 20	0 00	7 85	0 00	12 05	3,394 25	281 68
Statutory matters (Meetings & Reports & Notices)	6 30	18 00	0 50	48 90	0 00	73 70	21,183 00	287 42
Strategy planning & control	3 20	17 70	0 00	22 20	0 00	43 10	14,177 50	328 94
Tax Compliance/Planning	0 00	3 20	0 00	4 65	0 00	7 85	2,387 25	304 11
Creditors								
Communications with Creditors/Employees	0 00	3 00	0 00	5 45	0 00	8 45	2,540 75	300 68
Secured Creditors	1 00	9 00	0 00	7 85	0 00	17 85	6,105 25	342 03
Investigations								
CDDA & reports & Communication	2 20	3 80	9 25	9 35	0 00	24 60	7,172 00	291 54
Financial review and investigations (S238/239 etc)	0 00	0 10	0 00	12 90	0 00	13 00	2,364 00	181 85
Realisation of Assets								
Other Intangible Assets	0 00	0 90	0 00	0 50	0 00	1 40	495 50	353 93
Pre-Appointment Tax Reclaims	0 00	0 30	0 00	0 00	0 00	0 30	126 00	420 00
Sale of business	0 00	13 00	0 00	3 15	0 00	16 15	6,200 25	383 92
Trading								
Trading - Retention of Title & Claims handling	0 00	0 00	0 75	0 00	0 00	0 75	213 75	285 00
Total Hours	16 20	77 50	10 70	137 70	0 00	242 10		303 28
Total Fees Claimed	8,586 00	32,510 00	3,056 50	29,270 50	0 00		73,423 00	

Category 1 Disbursements

Statutory Advertising £ 84 60
 £ 84 60