

The Insolvency Act 1986

Statement of administrator's proposals

Name of Company RSO Limited	Company number 04516845
In the High Court of Justice, Chancery Division, Companies Court	Court case number 3085 of 2011

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

We James Henry Stewart-Koster and David John Dunckley of Grant Thornton UK LLP, 30 Finsbury Square, London EC2P 2YU

attach a copy of our proposals in respect of the administration of the above company

A copy of these proposals was sent to all known creditors on

(b) Insert date

20 June 2011

Signed

James Stewart-Koster
Joint Administrator

Dated

20 June 2011

Contact Details:

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

Grant Thornton UK LLP

30 Finsbury Square

London EC2P 2YU

Tel 020 7383 5100

DX Number 2100

DX Exchange Euston

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

WEDNESDAY



A14

22/06/2011

COMPANIES HOUSE

303



Grant Thornton

Our Ref TWW/DZW/RES/DJD/JSK/R91162/7

TO THE CREDITORS

Recovery and Reorganisation

Grant Thornton UK LLP
30 Finsbury Square
London EC2P 2YU

T +44 (0)20 7383 5100
F +44 (0)20 7184 4308
www.grant-thornton.co.uk

20 June 2011

Dear Sirs

**The Ryes School Limited (TRSL)
RSO Limited (RSO)
Pump Farm Limited (PFL) – All In Administration (the Companies)
In the High Court of Justice, Chancery Division, Case numbers: 3085, 3086 &
3094 of 2011.**

1 INTRODUCTION

- 1.1 Following my appointment together with David Dunckley as Joint Administrators of the Companies by the Directors on 28 April 2011, I am submitting my Statement of Proposals pursuant to paragraph 49(1) of Schedule B1 to the Insolvency Act 1986 for achieving the objectives of the Administrations
- 1.2 This report contains the information required by Rule 2.33 of the Insolvency Rules 1986
- 1.3 In accordance with paragraph 100 (2) of Schedule B1 to the Insolvency Act 1986 the functions of the Administrators are to be exercised by any or all of them

2 STATUTORY INFORMATION

- 2.1 The Companies statutory details are provided at Appendix A
- 2.2 The administrations constitute "main proceedings" under the EC Regulation on Insolvency Proceedings

3 BACKGROUND TO ADMINISTRATORS' APPOINTMENT

- 3.1 Full disclosure relating to the background to our appointment, and the planning undertaken in completing the sale of the Companies' business and certain assets, was disclosed in our Statement of Insolvency Practice 16 (SIP 16) letter dated 10 May 2011. For ease of reference, and to save repetition, this is attached at Appendix B and should be read in conjunction with

Chartered Accountants

Member firm within Grant Thornton International Ltd
Grant Thornton UK LLP is a limited liability partnership registered in England and Wales No OC307742 Registered office Grant Thornton House, Melton Street, Euston Square, London NW1 2EP
A list of members is available from our registered office

Grant Thornton UK LLP is authorised and regulated by the Financial Services Authority for investment business.

A list of personnel permitted by Grant Thornton to accept appointments as insolvency practitioners and of their respective authorising bodies may be inspected at the above address.

this report

4 ASSETS AND LIABILITIES

- 4.1 The directors of the Companies have prepared a statement of affairs for the three Companies, which are attached at Appendix C

Assets

- 4.2 As detailed in our SIP 16 letter (Appendix B), immediately following our appointment on 28 April 2011, the Administrators entered into a contract to sell the business and certain assets of the Companies to The Ryes College Limited ("RCL") Total consideration for this sale totalled £1.6 million
- 4.3 On appointment proceeds totalling £113,710 were received
- 4.4 £80,000 was received as a non-refundable deposit as part of the sale of five freehold properties upon our appointment and the remaining £1.48 million was received on 9 June 2011 when the transaction completed. The completion monies are presently held by our solicitors and are in the process of being transferred to the Administration accounts. As a result these balances are not shown on our Receipts and Payments accounts (Appendix D)
- 4.5 £33,710 was received upon our appointment as Administrators in respect of the sale of the business and chattel assets. No further realisations are expected of these assets
- 4.6 The freehold property known as Little Henny, which was not sold to RCL, will be leased to the RCL for a period lasting between three and five months. RCL will pay the Administrators a monthly rent of £5,000 to lease the property and RCL shall be liable for all of the running and property holding costs throughout the period of occupation (e.g. insurance, rates, repairs and maintenance)
- 4.7 To date rent for two months (totalling £10,000 plus £5,000 in respect of insurance) has been received

Book Debts

- 4.8 The statement of affairs for TRSL disclosed book debts of c.£72,356 and with the assistance of RCL, we are working to recover these amounts

Petty Cash

- 4.9 Petty cash, totalling £994.00 has been realised from TRSL. No further realisations are expected

Liabilities

Secured Creditors

- 4 10 The Royal Bank of Scotland Plc (the Bank) is owed a total of c£5 million in respect of term loans, interest rate swap costs and working capital facilities. This debt is secured by way of fixed and floating charges granted by each of the Companies to the Bank, along with fixed charges granted in respect of the Companies' freehold properties. These charges are supported by inter-company guarantees granted by each of the Companies to the Bank in respect of each other entity's debt.
- 4 11 Due to the fact that realisations are principally arising from the sale of freehold property, which is subject to the Bank's fixed charge security (with realisations from assets subject to floating charge security being relatively modest – in order of £34,000 only), the Bank will be entitled to the vast majority of funds that are recovered in this case.
- 4 12 I anticipate making an initial distribution to the Bank in the near future.

Preferential Creditors

- 4 13 There are no preferential creditors as all employees transferred to RCL on 28 April 2011, pursuant to the Transfer of Undertakings (Protection of Employment) Regulations. RCL became responsible for all employee claims with effect from that date.

Unsecured Creditors

- 4 14 TRSL's unsecured creditors are estimated to total £946,264, as listed in the statement of affairs submitted by its directors (Appendix C).
- 4 15 RSO's unsecured creditors are estimated to total £1,199,646, as listed in the statement of affairs submitted by its directors (Appendix C).
- 4 16 PFL's statement of affairs did not disclose any known unsecured creditors (Appendix C).
- 4 17 Had the sale to RCL not completed, I believe that unsecured claims would have been significantly higher, notably resulting from claims from the Local Authorities.

Section 176A of the Insolvency Act 1986 - Prescribed Part

- 4 18 In accordance with S176A of the Insolvency Act 1986 a proportion of net (after costs) funds, if any, realised from the sale or other disposal of assets subject to floating charge security (in the Companies' cases, effectively this means the business, chattel assets and petty cash), which would otherwise be payable to the floating chargeholder, are to be made available instead to a Company's unsecured creditors.
- 4 19 The sum of money in question, known as the "Prescribed Part", is calculated by applying certain percentages to the Company's "Net Property", which is calculated in accordance with

the formula below

$$\text{Net Property} = \left[\begin{array}{l} \text{Net proceeds from the} \\ \text{realisation of assets} \\ \text{subject to floating} \\ \text{charges (i.e. proceeds} \\ \text{after realisation costs} \\ \text{and costs and expenses} \\ \text{of the Administration)} \end{array} \right. \text{ minus } \left. \begin{array}{l} \text{Debts due to} \\ \text{preferential} \\ \text{creditors} \end{array} \right]$$

4 20 The percentages applied to the Company's Net Property in order to calculate the Prescribed Part are

- 50% of the first £10,000 of Net Property, plus
- 20% of any further Net Property up to a maximum of £2,975,000

4 21 For TRSL, it is presently anticipated that the costs of the Administration will exceed the floating charge realisations of £34,704 and as such we do not anticipate any prescribed part arising for the benefit of TRSL's unsecured creditors

4 22 We do not anticipate any floating charge realisations in RSO or PFL

4 23 Unsecured creditors of the Companies should, therefore, treat the debts they are owed by any or all of the Companies as irrecoverable

5 CONDUCT OF THE ADMINISTRATION

5 1 Immediately following my appointment, I entered into a contract for the sale of the business and certain assets of the Companies (as advised above)

5 2 In completing the sale to the purchaser I engaged Addleshaw Goddard LLP as my solicitors. In accordance with rule 2.33(2)(a) and 2.33(2B) of Insolvency Act 1986, the secured chargeholder has authorised that the time costs incurred pre appointment totalling £70,000 plus VAT and disbursements can be met from Administration funds on a pro-rata basis

5 3 My receipts and payments account covering the period from 28 April 2011 to 13 June 2011 is attached (Appendix D)

6 PROPOSALS FOR ACHIEVING THE OBJECTIVE OF THE ADMINISTRATION

6 1 The proposals for the Companies are

6 2 The Joint Administrators will pursue the objective of achieving a better result for the Companies' creditors as a whole than would be likely if the Companies were wound up and/or in order to make a distribution to the Companies' first ranking secured creditor, RBS

- 6 3 These objectives have been achieved by completing the sale of the Companies' business and certain assets
- 6 4 As there are no monies available for unsecured creditors, it is proposed that the Administrations will end by the Joint Administrator's filing a notice to dissolve the Companies
- 6 5 In the unlikely case which results in sufficient realisations being received to facilitate a return to the unsecured creditors, it is proposed that the relevant Administrations will end by the Companies going into Creditors Voluntary Liquidation. If any of the Companies are placed into Creditors Voluntary Liquidation it is proposed that David Dunckley and I be appointed Liquidators. However, creditors may nominate a different Liquidator if nomination to that effect is received before the approval of these proposals
- 6 6 The Administrator will continue the Companies defence to proceedings brought against the Companies so far as he believes appropriate, bearing in mind the need to balance the costs of continuing the defence as against the potential detriment to the creditors of abandoning the defence if it appears that funds may be available to the creditors following the conclusion of the Administrations
- 6 7 It is proposed that the Joint Administrators shall be discharged from liability in respect of any action of theirs as Joint Administrator's when they cease to be Joint Administrators of the Companies, pursuant to paragraph 98(1) of Schedule B1 of the Insolvency Act 1986

7 ADMINISTRATORS' REMUNERATION AND DISBURSEMENTS

- 7 1 As I have made a declaration under paragraph 52(1)(b) of Schedule B1 of the Insolvency Act 1986, the Joint Administrators remuneration may be fixed by the approval of
- Each secured creditor of the Companies, and
 - In so far as any exist, the preferential creditors whose debts amount to more than 50% of the preferential debts of the Companies, disregarding debts of any creditor who does not respond to an invitation to give or withhold approval
- 7 2 As there are no preferential creditors of the Companies, it is my intention to seek approval for my remuneration from the secured creditor of the Companies only
- 7 3 The Administrators will request from the secured creditor that their remuneration be calculated on a time cost basis, for attending to matters in relation to the Administration and completing the sale of the Companies' assets, according to the time properly given by the Administrators and their staff in attending to matters arising in the Administration
- 7 4 Background information regarding the fees of administrators can be found at <http://www.insolvency-practitioners.org.uk> (navigate via 'Regulation and Guidance' to 'Creditors Guides to Fees') Alternatively I will supply this information by post on request


- 7 5 The Administrators will charge out of pocket expenses at cost. Mileage is charged at standard rates which comply with HM Revenue and Customs limits or AA recommended rates. VAT is added to disbursement charges as necessary. Disbursements to 13 June 2011 are detailed in the Appendix.
- 7 6 Payments of the Administrator's remuneration and disbursements are to be met from funds held in the administration in priority to the claims of creditors, and, after approval of the basis, the Administrator may draw sums on account.
- 7 7 Time costs to date amount to £39,649.65 (Ryes School Limited), £5,964.25 (RSO Limited) and £5,646.90 (Pump Farm Limited) as detailed in the Appendix. A breakdown by category of staff and work done is also provided in the Appendix.
- 7 8 For time incurred in attending to matters pursuant to our letter of engagement with the Companies dated 24 March 2011 as outlined in our letter attached in Appendix B, Grant Thornton UK LLP have been paid £50,400 plus VAT and disbursements, following approval by the secured creditor.

8 Meeting of Creditors

- 8 1 A meeting of creditors has not been convened because, in accordance with paragraph 52(1)(b) of schedule B1 to the Insolvency Act 1986, I am of the opinion that the Companies have insufficient property to enable a distribution to be made to unsecured creditors other than by virtue of section 176A of the Insolvency Act 1986. Albeit that, in consequences of the costs and expenses of the administration, no distribution will be paid to the unsecured creditors.
- 8 2 The proposals contained in this statement will be deemed to have been approved by the creditors unless, within 8 business days of this statement being sent out, a meeting is requisitioned by creditors whose debts amount to at least 10% by value of the total debts of the Companies.

Should you have any queries please contact Tom Walls on 020 7865 2811

Yours faithfully
for and on behalf of the Companies



James Stewart-Koster
Joint Administrator

The affairs, business and property of the Companies are being managed by James Henry Stewart-Koster and David John Dunckley, appointed as Joint Administrators on 28 April 2011

Appendix A

Statutory Information

The Ryes School Limited - In Administration RSO Limited - In Administration

Statutory Information

Registered Number 02107585

Registered Number 04516845

Registered Number 04641707

Date of Incorporation 09/03/1987

Date of Incorporation 22/08/2002

Date of Incorporation 20/01/2003

Registered Office
30 Finsbury Square,
London EC2P 2YU

Registered Office
30 Finsbury Square,
London EC2P 2YU

Registered Office
30 Finsbury Square,
London EC2P 2YU

No. of shares held 50,000 (£1 shares)

No. of shares held

125,000 B Ordinary
(1p shares)
250,000 Ordinary
(£1 Shares)

No. of shares held 1 (£1 shares)

Directors

Miles Carter
Anthony Chancellor
Mark Deveney
William Farrow
Maria Neves

Shareholder

John Giles
Carol Triggs
James Pester
Janet Clarke
Linda Hunt
Patti Stewart
Miles Carter
Christopher Tanner
Lorraine Giles
TCV Ltd
Kate Yarbo

Shareholder

RSO Limited

Directors

Anthony Chancellor
Christian George

Directors

Miles Carter
Anthony Chancellor
William Farrow

Appendix B
SIP 16 letter dated
10 May 2011



Our Ref DXW/RES/JSK/R91162/

To the Creditors

Recovery and Reorganisation

Grant Thornton UK LLP
30 Finsbury Square
London EC2P 2YU

T +44 (0)20 7383 5100
F +44 (0)20 7184 4308
www.grant-thornton.co.uk

10 May 2011

Dear Sirs

RSO Limited, The Ryes School Limited and Pump Farm Limited (together "the Companies") – all in Administration

David Dunkley and I were appointed as Joint Administrators of the Companies on 28 April 2011 and I enclose, for your information, a copy of the statutory notices of our appointments. We are both authorised to act as insolvency practitioners by the Insolvency Practitioners' Association.

Immediately following our appointment, with effect from 28 April 2011, the business and certain assets of the Companies were sold to The Ryes College Limited ("the Purchaser" or "RCL"). One freehold property, known as Little Henny, was excluded from the sale and will be disposed of in the Administration.

I set out below the disclosures which are required to be made to creditors and stakeholders by an Administrator who has executed a pre-pack disposal process, in accordance with Statement of Insolvency Practice 16 ("SIP 16").

Background to administrators' appointment

All of the Companies are private limited companies controlled by TCV Limited ("TCV"), by virtue of its majority shareholding in RSO Limited ("RSO"). RSO owns 100% of the issued share capital of The Ryes School Limited ("TRSL") and Pump Farm Limited ("PFL").

For ease of reference we attach a group structure chart and details of the ownership of the freehold properties at Appendix 1.

The comments in this section of our report are based on our discussions with the Companies' directors and shareholders.

The Companies operate a residential school ("the School") for young persons with challenging behaviour and complex social and educational needs. The School operated from six freehold properties in and around Sudbury, which have a mix of teaching and residential facilities.

In 2008 TCV acquired the shares and existing debt in the Group for £1,250. The Companies' principal equity funding is via shareholders' equity of £250,000. The Companies'

Chartered Accountants

Member firm within Grant Thornton International Ltd

Grant Thornton UK LLP is a limited liability partnership registered in England and Wales: No OC307742. Registered office: Grant Thornton House, Melton Street, Euston Square, London NW1 2EP. A list of members is available from our registered office.

Grant Thornton UK LLP is authorised and regulated by the Financial Services Authority for investment business.

A list of personnel permitted by Grant Thornton to accept appointments as insolvency practitioners and of their respective authorising bodies may be inspected at the above address.

principal debt funding was via shareholders loans of c£0.5 million and, in addition, The Royal Bank of Scotland plc ("the Bank") provided a term loan facility, an overdraft facility, credit card facilities and a bond (securing certain pension liabilities), with a combined debt as at 28 April 2011 of c £5.0 million

The Companies' sole source of revenue was from various Local Authorities ("the LAs") who placed pupils with the School. The fees in respect of these placements were received at or prior to the commencement of each term.

The School was subject to poor Ofsted reports in July 2005 and April 2008, which impacted the level of new placements being made by LAs as the School was considered to be a "failing school". This impacted the trading performance of the main trading company TRSL which had operating losses of £132,000 and £1,000 in 2009 and 2010 respectively. These losses meant the Group was unable to service the debt due to the Bank, and arose as a result of the School being operationally geared to accommodate up to 42 residential pupils. The Companies held property assets to accommodate this.

In November 2009 a new management team was put in place with a brief to drive a turnaround of the School, improve subsequent Ofsted ratings, and generate increased placements. Ofsted recognised the improvements made by the management team, noting in their October 2010 report that "The School's Management team had made important inroads in improving the quality of education".

Whilst the directors did reduce some costs and capacity to account for the reduced number of referrals (see below), ultimately the School's cost base was unsustainable due to the fact that average occupancy over the school years 2008/09 to 2010/11 was only 26. As a result, the School's performance declined, and the Companies were not in a position to service the debt due to the Bank. Indeed, at the date of the sale, the total number of placements at the School was 22, which compared with a break-even occupancy of 23.

The action taken by the directors saw a reduction in capacity from 42 at the end of 2008/09 to 40 at the end of 2009/10 to 37 as at the date of administration. However, the extent to which such action could be taken was, we are advised, limited in order to ensure that neither the services offered to nor the safety of the pupils was compromised.

In addition, property costs associated with Little Henny were also cited as a significant drain on the Companies' cash resources. Due to the size and age of Little Henny, the property was considered onerous as it was expensive to maintain and operate.

As occupancy levels at the School in recent years remained too low to achieve the revenue required to cover operating expenditure, TCV injected unsecured loans totalling £0.5 million into the Companies to assist with the consequent funding requirement. However, in the period prior to the administration appointments, TCV was unwilling to provide further funds into the current group structure, as it could not identify a route to recover its lending.

In addition, with the exception of making an advance to meet March 2011 net wages, the Bank also came to the same conclusion in view of the level of its debt relative to the Bank's assessment of the value of the Companies' assets.

Grant Thornton UK LLP ("Grant Thornton") was introduced to the directors by the Bank on 23 March 2011, as detailed in the following section. At this time, the Companies were in excess of their overdraft limits, and had no confirmed source of funding to meet either

historic or on-going trading liabilities

In order to facilitate a short term period to explore the options available to the School, on 24 March 2011, the Bank agreed to meet the net cost of the March 2011 payroll

In light of the Companies' cash position, the most accessible potential source of funding were the fees that had been paid in advance by the LAs for the summer school term that commenced on 27 April 2011. However, having sought legal advice, the Companies' directors formed the view that utilising these funds to meet trading costs arising prior to the summer term would not be appropriate unless they formed the reasonable view that the LAs would be provided with the services for which they had paid and/or they had consent from the relevant LAs

Accordingly, on 1 April 2011, the Companies' directors filed notices of intention to appoint administrators for each company, namely RSO, TRSL and PFL, to enable the Companies' directors to consider and implement an appropriate strategy. In light of the progress being made towards a resolution, each board filed a second notice on 15 April 2011 under which the 28 April 2011 appointments were ultimately made

Work undertaken by Grant Thornton prior to appointment

Grant Thornton was engaged by the Companies and the Bank (but owing a primary duty of care to the Bank) on 24 March 2011 to advise in respect of

- 1) the funding requirement up to 27 April 2011,
- 2) running a focused sale process (business and assets), and
- 3) insolvency options and advice

In addition to the above, we assisted in relation to the necessary steps to be taken by the directors to ultimately have the Companies placed into Administration

1) Funding up to 27 April 2011

As neither the Bank nor TCV were in a position to provide further funding to the Companies on behalf of the School, and with the Companies' consent, we made an informal "no names" approach to certain LAs to gauge appetite for their provision of funding the period up to 27 April 2011 on the basis that they would, in effect, pay twice in respect of the final weeks of the Winter/Spring term. The Companies' boards felt that due to the feedback received, and the large number of LAs to which the School provided services, the necessary funding was unlikely to be available in the required timescale. Accordingly this option was not explored further

However, during the subsequent period of negotiations in respect of the sale of the School's business and assets, the Companies' boards came to the view that utilising the funds received in advance would be appropriate in light of the positive progress made towards completing the sale and that the benefit of those new term monies would, subject to the completion of the relevant contracts and also, relevant LA consent, be available to the Purchaser as the Purchaser would be providing the services to the affected LAs

2) Sales process

In view of the highly compressed timescale available (driven by the Companies' cash crisis), we agreed with the Companies a shortlist of three industry participants identified as being potentially acquisitive and having the funding available to complete a transaction in a short space of time. In addition, we negotiated with an "MBO team" comprising of 3 current

directors of TRSL

Upon receipt of signed non-disclosure agreements, the three external parties were provided with a sale pack comprising of documents compiled by the Board which provided the necessary information to gain an understanding of the School's position, given the tight timescales available

Two of the interested parties were already aware of the School (having previously conducted reviews of its operations in consideration of a potential acquisition) These parties did not pursue their interest due to the completion timescale required, and their view of the necessary investment of their management time to restructure and turn around the business

The third interested party was not interested in the business as a whole, however it remains interested in the Little Henny freehold property which was not sold to the Purchaser We remain in discussions with this party as to their interest

3) Insolvency options and advice - alternative courses of action and financial outcomes

Our analysis indicated that a sale to the Purchaser on a going concern basis would produce a better outcome for the Companies' creditors as a whole, compared with a closure of the School and subsequent sale of the Companies' freehold properties on a vacant possession basis (via a winding up of the Companies)

The difference in outcome is primarily driven by the additional costs, liabilities and risks that would have accrued in the vacant possession scenario via liquidation These included

- closure costs,
- preferential creditors' claims,
- vacant property holding costs,
- uncertainty of future property prices, and
- timeline to achieve sale

Based on our discussions with Savills Commercial Limited ("Savills") (see section titled 'Valuation' on page 6) in light of the distressed nature of the business, it became apparent that the value in the business at the stage we became involved was linked to the underlying value of the freehold property portfolio

Several factors contributed to our decision to focus on a pre-pack disposal of the Company's assets and business, including

- the Companies could not obtain additional funding to pursue alternative restructuring/insolvency options,
- the fact that the pre-pack delivered appropriate value for the Companies' assets whilst avoiding the risks and costs associated with trading and/or closure,
- the uninterrupted continuing provision of care to the School's pupils, and
- the sale to the Purchaser allowed the Administrator to realise value from the properties in the short term and avoided the associated trading risks and costs, in addition to property holding costs

Further, if an Administrator was to attempt to procure an offer from a third party without detailed due diligence, we believe any offer would have been very low to account for the lack

of such due diligence

We also identified a potential risk in a 'trading administration' scenario that in view of the administration, the School's LA customers may have terminated their relationship with the School in advance of the commencement of the summer term, and placed the pupils for whom they are responsible elsewhere

The pre-pack disposal has secured continuity for the employees of the School

The key alternative courses of action we considered are detailed below

1) Trading administration

The Companies had no access to funding until 27 April 2011 (i.e. the commencement of summer school term) and neither TCV nor the Bank were willing to provide further funding to meet trading costs arising prior to this date (or at all)

We would also note that trading the business in administration would have potentially instigated removal of young persons by their Local Authority, eroding the value of the business

2) Sale via a creditors' voluntary liquidation on a vacant possession basis following an orderly closure of the School

This would have required the orderly closure of the school over a 3 to 4 week period. In conjunction with Management we estimated the cost of closing the School to be c £300,000, for which funding would have had to be secured. This would likely have come from (and therefore have reduced) the sale proceeds achieved

Although the Savills valuations indicated that the sale proceeds may have been more favourable in a vacant possession sale, the closure and holding costs would impact the net return and, in addition, creditors' claims would have increased (e.g. the LAs and preferential employee claims)

Following discussions with the Companies' Board of Directors, we did not, as putative administrators, consider that a sale of the Companies' assets following an immediate closure of the business (i.e. to minimise closure costs) was an appropriate realisation strategy in consequence of the impact such a course of action would have had on the School's pupils in this case

3) Company Voluntary Arrangement ("CVA")

In consultation with the Companies' directors, a CVA was not deemed to be a feasible approach to resolving the Companies' affairs for reasons including the following:

- no funding to facilitate the proposal of a CVA and to meet the trading costs in the interim period, and
- the risk that opening discussions with various key creditors (e.g. HM Revenue & Customs) may have hastened the need for a protective administration

Indeed, HM Revenue & Customs had served notices on TRSL demanding the payment of its accrued debt and also sought to distrain over TRSL's assets after the first notice of intention to appoint administrators had been filed by the Directors. Opening discussions may have precipitated an administration appointment which was not considered satisfactory (as

outlined above)

Anticipated outcome for unsecured creditors

In the scenarios detailed above, no return is generated for unsecured creditors due to the level of secured borrowings relative to the value of the Companies' assets

Compared to a liquidation, Appendix 3 shows estimated outcome statements for each of the Companies. Under the sale delivered, the deficit to the Bank across the three companies, before unsecured creditor claims, is anticipated to be c £1.98 million. Under the liquidation scenario, the deficit is estimated at c £2.54 million.

Valuation

As putative administrators, we arranged for a valuation of the Companies to be prepared by Savills. This valuation concluded that the School and assets (excluding Little Henny) had a value of £1.595 - £1.735 million on a going concern and vacant possession basis.

Savills - valuations summary

£'000	Valuation
Pump Farm	600 - 650
Mead House	260 - 280
Unity House	300 - 325
28 Canon Pugh Drive	175 - 200
Head Lane	260 - 280
Total	1,595 - 1,735

Given the financial position of the Companies (i.e. the cash crisis), and taking account of available timescales, it was noted that there was limited goodwill attached to the business. Taking into account of the above, Savills indicated that the going concern value was likely to be at the lower end of the range (£1.595 million).

Therefore, in our opinion, the potential for achieving a better or comparable offer to that of the Purchaser, appeared remote. This is principally because the key saleable assets are the freehold properties, with the underlying business requiring significant restructuring.

Savills have conducted valuation which indicates that Little Henny is worth £2.0 - £2.2 million on a vacant possession basis. We will shortly commence marketing the property on a vacant possession basis and will provide a further update on the sale of this property in future reports.

Furthermore, a desktop valuation of the Companies' chattel assets was conducted by Wyles Hardy & Co, thus valuing these assets as detailed below:

£	In situ (going concern sale)	Ex situ (liquidation)
Fixtures and fittings	16,660	6,665
Vehicles	17,050	8,525
Total	33,710	15,190

Details of the transaction

The final offer made by the Purchaser was £1,600,000 for the trade and certain assets of the Companies, as set out below

£	RSO	TRSL	PFL	Total
Contract 1 - Freehold properties (fixed charge)				
Pump Farm	-	-	589,200	589,200
Head Lane	255,320	-	-	255,320
Mead House	-	255,320	-	255,320
Unity House	-	294,600	-	294,600
Acton House	-	171,850	-	171,850
Contract 2 - Assets and business (floating charge)				
Motor vehicles	-	17,050	-	17,050
Fixtures and fittings	-	16,660	-	16,660
Total	255,320	755,480	589,200	1,600,000

The Purchaser's details are as follows The Ryes College Limited (Co no 07571638) whose registered office is c/o Birketts LLP, Kingfisher House, 1 Gilders Way, Norwich, NR3 1UB

Immediately following our appointment, the contract for the sale of the Companies' business and chattel assets (i.e. contract 2) completed and these assets transferred to the Purchaser for total consideration of £33,710. All employees transferred to the Purchaser under Transfer of Undertakings (Protection of Employment) Regulations ("TUPE")

As all employees transferred to the Purchaser under TUPE, no preferential or unsecured claims are expected to arise in the Administration. In addition, the transaction provided continuity employment for those employees.

The property sale contract (i.e. contract 1) with the Purchaser exchanged on the date of the administration and must be completed within 42 days of exchange (this period allowing for the Purchaser to finalise their financing arrangements). Pending completion of this element of the transaction, the Administrators are holding a non-refundable deposit of £80,000 which was received on exchange of the property contracts. Additionally, two directors of the Purchaser have granted joint and several personal guarantees, in the total sum of £80,000, which will be pursued if the transaction does not complete.

The remaining proceeds of £1.520 million will be paid to the Administrators on completion of the property contract.

The net proceeds from the sale of the properties will be allocated to the Bank, pursuant to its fixed charge over the properties. As realisations under the Bank's floating charge are likely to be absorbed by the costs of the administrations, and as the debt due to the Bank is unlikely to be repaid in full, we do not expect that there will be any prescribed part available for unsecured creditors.

During the period pending completion of the property transaction, we have granted the Purchaser a licence to occupy the premises.

Some of the directors of the Companies will also take up roles as directors of the Purchaser. We set this out in more detail in Appendix 2.

The controlling shareholder of the Companies will also participate as a shareholder in the Purchaser. The Bank has no further involvement with the Purchaser, whose banking facilities are being provided by a lender not currently involved with the Companies.

We are not aware of the existence of any guarantees given by the directors of the Companies to the Bank.

Little Henny

The freehold property known as Little Henny, which does not form part of the sale to the Purchaser, will be leased to the Purchaser for a minimum of 3 months and maximum of 5 months. The Purchaser will pay the Administrators a monthly rent of £5,000 to lease the property and the Purchaser shall be liable for all of the running and property holding costs throughout the period of occupation (e.g. insurance, rates, repairs and maintenance and utilities, etc.).

Claim submission and other matters

Please send an up to date statement of your account to me at the address above in order that your claim against the relevant company can be noted.

The officers of the Companies are required to furnish me with a statement of affairs and I shall, as required by the Insolvency Act 1986, be sending you a report during the course of the next 8 weeks on each of the company's financial position and my statement of proposals for the administration which, if available, will incorporate a summary of the statement of affairs.

Creditors registered for VAT may be able to claim VAT bad debt relief in accordance with section 36 of the Value Added Tax Act 1994. In broad terms relief is available when the debt is six months old and "written off" by the creditor entering it on his VAT refunds-for-bad-debts-account. Insolvency practitioners have no role in administering VAT bad debt relief. Creditors who are uncertain how to claim should contact their VAT office or take professional advice.

Finally, if you contend that you have any form of security or reservation of title in respect of goods supplied, please contact me immediately, in writing, with full details of your claim. I would advise you that, pursuant to paragraph 43 of Schedule B1 to the Insolvency Act 1986, you will not be able to enforce any security or reservation of title claim without my consent or the permission of the court.

Shall you have any queries in relation to this note or the Administration of the Companies please contact Dean Walsh 020 7865 2707.

Yours faithfully
for and on behalf of RSO Limited, The Ryes School Limited and Pump Farm Limited

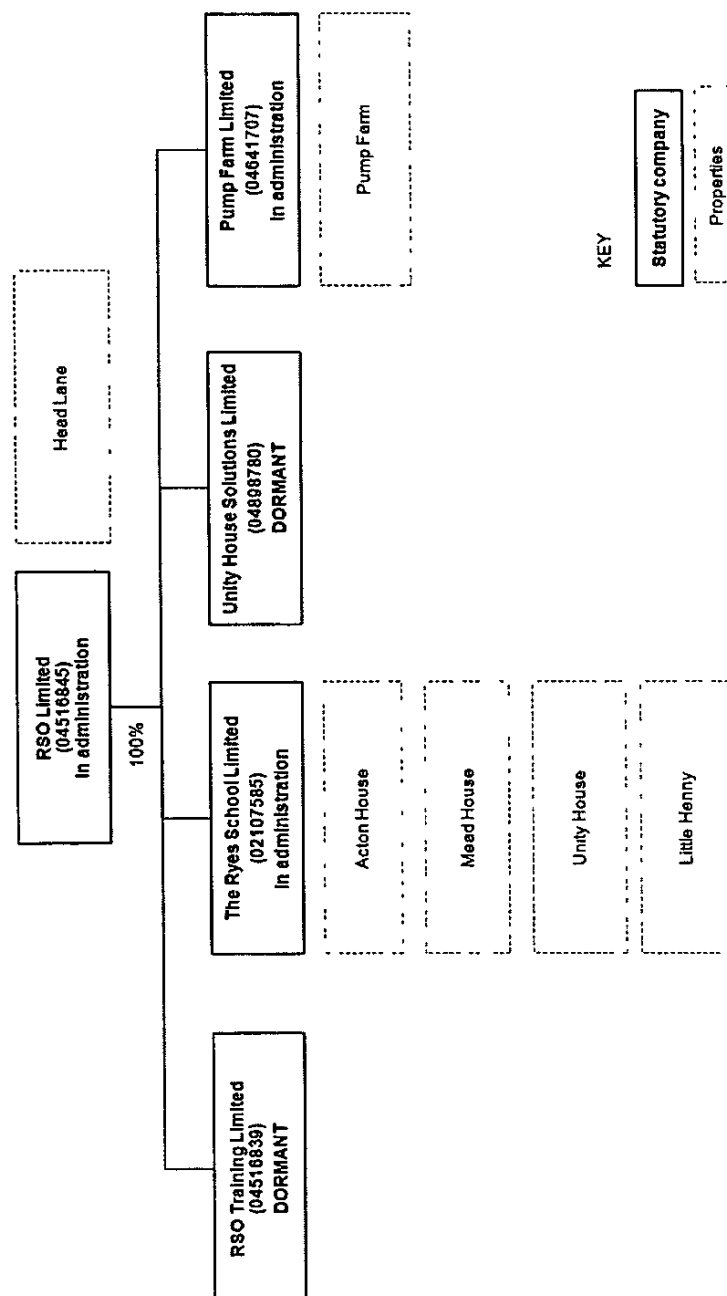


James Stewart-Koster
Joint Administrator

The affairs, business and property of RSO Limited, The Ryes School Limited and Pump Farm Limited are being managed by James Henry Stewart-Koster and David John Dunkley, appointed as Joint Administrators on 28 April 2011.

Appendix 1

Group structure and property listing



Appendix 2

Statutory directors of Companies and the Purchaser (The Ryes College Limited)

Director	RSO	TRSL	PFL	The Ryes College Limited
Mr Miles Carter	✓	✓	✓	X
Mr Anthony Chancellor	✓	✓	✓	✓
Mr Mark Deveny	X	✓	X	✓
Mr William Farrow	✓	✓	X	X
Ms Mana Marques-Neves	X	✓	X	✓
Mr Christian Long	X	X	✓	X

Appendix 3 – Estimated outcome statements

RSO Limited - In Administration

Estimated outcome statement as at 28 April 2011

£	Estimated to realise Sale to RCL	Estimated to realise Liquidation
Assets subject to fixed charges		
Head Lane	255,320	260,000
Total realisations	255,320	260,000
Less Estimated realisation costs	(13,000)	(32,000)
Less Debts due to the Bank	(5,045,179)	(5,045,179)
Fixed charge surplus/(deficit)	(4,802,859)	(4,817,179)
Assets subject to floating charges		
Fixtures and fittings	-	-
Vehicles	-	-
Total realisations	-	-
Less Estimated realisation costs	-	-
Less Preferential creditors	-	-
Less Prescribed part carve out	-	-
Available to the Bank	-	-
Fixed charge deficit carried down	(4,802,859)	(4,817,179)
Surplus/(deficit) to the unsecured creditors	(4,802,859)	(4,817,179)
Unsecured creditors	(180,000)	(180,000)
Surplus/(deficit) to the shareholders	(4,982,859)	(4,997,179)

The Ryes School Limited - In Administration

Estimated outcome statement as at 28 April 2011

£	Estimated to realise Sale to RCL	Estimated to realise Liquidation
Assets subject to fixed charges		
Acton House	171,850	175,000
Mead House	255,320	260,000
Unity House	294,599	300,000
Little Henny	1,800,000	1,800,000
Rent - Little Henny	15,000	-
Total realisations	2,536,769	2,535,000
Less Estimated realisation costs	(280,000)	(630,000)
Less Debts due to the Bank	(5,045,179)	(5,045,179)
Fixed charge surplus/(deficit)	(2,788,410)	(3,140,179)
Assets subject to floating charges		
Fixtures and fittings	16,660	6,665
Vehicles	17,050	8,525
Book debts	UNKNOWN	UNKNOWN
Total realisations	33,710	15,190
Less Estimated realisation costs	(35,000)	(5,000)
Less Preferential creditors	-	(160,000)
Less Prescribed part carve out	-	-
Available to the Bank	(1,290)	(149,810)
Fixed charge deficit carried down	(2,788,410)	(3,140,179)
Surplus/(deficit) to the unsecured creditors	(2,789,700)	(3,289,989)
Unsecured creditors	(950,000)	(1,490,000)
Surplus/(deficit) to the shareholders	(3,739,700)	(4,779,989)

Notes

The increase in claims from the sale to RCL to the liquidation scenario is as a result of

- Preferential claims arising from the redundancy of staff on the closure of the School, and
- Unsecured claims increasing as a result of the LAs claiming for the new term monies that had already been paid to the School

Pump Farm Limited - In Administration

Estimated outcome statement as at 28 April 2011

£	Estimated to realise Sale to RCL	Estimated to realise Liquidation
Assets subject to fixed charges		
Pump Farm	589,200	600,000
Total realisations	589,200	600,000
Less Estimated realisation costs	(23,000)	(74,000)
Less Debts due to the Bank	(5,045,179)	(5,045,179)
Fixed charge surplus/(deficit)	(4,478,979)	(4,519,179)
Assets subject to floating charges		
Fixtures and fittings	-	-
Vehicles	-	-
Total realisations	-	-
Less Estimated realisation costs	-	-
Less Preferential creditors	-	-
Less Prescribed part carve out	-	-
Available to the Bank	-	-
Fixed charge deficit carried down	(4,478,979)	(4,519,179)
Surplus/(deficit) to the unsecured creditors	(4,478,979)	(4,519,179)
Unsecured creditors	-	-
Surplus/(deficit) to the unsecured creditors	(4,478,979)	(4,519,179)

Appendix C

Statements of affairs

Statement of affairs

Name of Company
The Ryes School Limited

Company number
02107585

In the High Court of Justice, Chancery Division, Companies
Court

Court case number
3086 of 2011

Statement as to the affairs of The Ryes School Limited, Little Henny, Sudbury, CO10 7EA
on the 28 April 2011, the date that the company entered administration

Statement of Truth

I believe that the facts stated in this statement of affairs are a full, true and complete statement of the affairs of the above named company as at 28 April 2011, the date that the company entered administration

Full name Miles Carter on behalf of the Board of Directors

Signed 

Dated 19.8.11

Assets

Cluster properties

Little Henny

Total

Less amounts due to Royal Bank of Scotland plc

Available for floating charge holder

Assets subject to floating charge:

Fixtures and fittings

Vehicles

Book debts

Rental prepayment re Wanda Cottage

Petty cash

Total

Uncharged assets:

None

Estimated total assets available for preferential creditors

Signature _____

Date _____

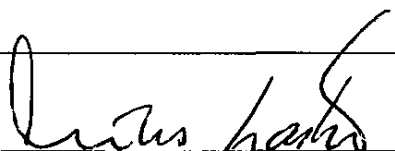
19.5.11

Book Value £	Estimated to Realise £
340,496	721,770
1,995,940	2,000,000
2,336,436	2,721,770
	(2,721,770)
	0
174,246	16,660
8,007	17,050
80,800	51,356
21,000	21,000
1,000	1,000
285,053	107,066
	0
	107,066

A1 – Summary of Liabilities

to realise		Estimated £
Estimated total assets available for preferential creditors (carried from page A)		£ 107,066
Liabilities	£	
Preferential creditors -	Nil	
Estimated deficiency/surplus as regards preferential creditors	£	107,066
Estimated prescribed part of net property where applicable (to carry forward)	£ (24,413)	
Estimated total assets available for floating charge holders	£	82,653
Debts secured by floating charges	£ (618,535)	
Estimated deficiency/surplus of assets after floating charges	£	(535,882)
Estimated prescribed part of net property where applicable (brought down)	£ 24,413	
Total assets available to unsecured creditors	£	24,413
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)	£ (1,006,797)	
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	£	(982,384)
Shortfall to floating charge holders (brought down)	£ (535,882)	
Estimated deficiency/surplus as regards creditors	£	(1,518,266)
Issued and called up capital	£ (100,000)	
Estimated total deficiency/surplus as regards members	£	(1,618,266)

Signature



Date

19.5.11

COMPANY CREDITORS

Note: You must include all creditors and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* customers claiming amounts paid in advance of the supply of goods or services *and* creditors claiming retention of title over property in the company's possession.

Name of creditor or Claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
Royal Bank of Scotland	8-10 Princess Street Ipswich IP1 1QT	618,535	Fixed and Floating charge over all assets		
West Register (Investments) Ltd	24/25 St Andrews Square Edinburgh EH2 2YB		Second Charge on all properties within the Group	4/10/2010	
As per attached list re Trade Creditors		156,890			
HMIT		332,043			
TCV		442,813			
Pension scheme		30,328			
Credit balances on sales ledger		42,095			
Hire Purchase		2,628			

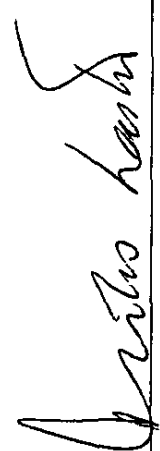
TOTAL			1006797						

Chris Larkin

Signature _____ Date 19.8.17

COMPANY SHAREHOLDERS

Name of Shareholder	Address (with postcode)	No of shares held	Nominal Value	Details of Shares held
RSO Limited	Little Henny, Sudbury, Suffolk CO10 7EA	100,000	£100,000	50,000, £1 'A' shares 50,000, £1 'B' shares
TOTALS			£100,000	

Signature 

Date 19.5.11

Statement of affairs

Name of Company
RSO Limited

Company number
04516845

In the High Court of Justice, Chancery Division, Companies
Court

Court case number
3085 of 2011

Statement as to the affairs of RSO Limited, Little Henny, Sudbury, CO10 7EA

on the 28 April 2011, the date that the company entered administration.

Statement of Truth

I believe that the facts stated in this statement of affairs are a full, true and complete statement of the affairs of the above named company as at 28 April 2011, the date that the company entered administration

Full name Miles Carter on behalf of the Board of Directors

Signed 

Dated 19.5.11.

Assets

Freehold property

Less amounts due to Royal Bank of Scotland plc
Less amounts due to West Register (Investments) Limited

Available for floating charge holder

Assets subject to floating charge:

None

Uncharged assets:

None

Estimated total assets available for preferential creditors

Signature

Date _____

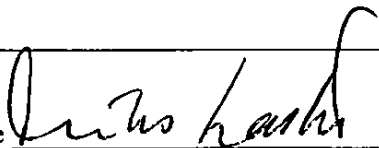
19.5.11

Book Value £	Estimated to Realise £
248,125	255,320
	(809,030)
	(210,616)
	(764,326)
	0
	0
	0

A1 – Summary of Liabilities

to realise		Estimated
		£
Estimated total assets available for preferential creditors (carried from page A)		£ 0
Liabilities		
Preferential creditors -		
Estimated deficiency/surplus as regards preferential creditors		£ 0
Estimated prescribed part of net property where applicable (to carry forward)		£ 0
Estimated total assets available for floating charge holders		£ 0
Debts secured by floating charges		£ (764,326)
Estimated deficiency/surplus of assets after floating charges		£ (764,326)
Estimated prescribed part of net property where applicable (brought down)		£ 0
Total assets available to unsecured creditors		£ 0
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)		£ (180,000)
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)		£ (180,000)
Shortfall to floating charge holders (brought down)		£ (764,326)
Estimated deficiency/surplus as regards creditors		£ (944,326)
Issued and called up capital		£ (251,250)
Estimated total deficiency/surplus as regards members		£ (1,195,576)

Signature



Date

19.5.11

COMPANY CREDITORS

Note: You must include all creditors and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* customers claiming amounts paid in advance of the supply of goods or services *and* creditors claiming retention of title over property in the company's possession.

[illegible]

Signature Urbos Lark

Date 15.5.11

COMPANY SHAREHOLDERS

Name of Shareholder	Address (with postcode)	No. of shares held	Nominal Value	Details of Shares held
Miles Carter	30 Brook Street, Glemsford, Sudbury, Suffolk CO10 7PL	12,500	£12,500	12,500, £1 'A' shares
TCV Limited	c/o Lovewell Blake LLP, 102 Prince of Wales Road, Norwich NR1 1NY	187,500	£187,000	187,500, £1 'A' shares
Kate Yarbo	4 Abbey Road, Sheringham, Norfolk NR26 8HH	12,500	£12,500	12,500, £1 'A' shares
Bill Farrow	3 The Watermill, Staithe Road, Bungay, Norfolk NR33 1EU	12,500	£12,500	12,500, £1 'A' shares
Maria Marques Neves	38 Priory Street, Gorleston, Norfolk NR31 6NG	12,500	£12,500	12,500, £1 'A' shares
Mark Deveney	59 The Factory, Kerrison Road, Norwich NR1 1JB	12,500	£12,500	12,500, £1 'A' shares
James Pester	24 Colchester Road, White Colne, Colchester, Essex CO6 2PN	10,000	£100	10,000, £0.01 'B' shares
Janet Clarke	En Croux, 31540 Nogaret, France	15,972	£159.72	15,972, £0 01 'B' shares
Linda Hunt	16 Station Road, Sudbury, Suffolk CO10 2SS	19,166	£191.66	19,166, £0.01 'B' shares
Patti Seaward	62 Richard Burn Way, Sudbury CO10 1SY	41,528	£415.28	41,528, £0 01 'B' shares
John Giles	11 Church Hill, Earls Cone, Colchester, Essex CO6 2RG	12,778	£127 78	12,778, £0.01 'B' shares
Carol Triggs	The Studio, Cock Road, Little Maplestead, Halstead, Essex CO9 2SH	25,556	£255.56	25,556, £0 01 'B' shares
TOTALS		250,000 'A' shares 125,000 'B' shares	£251,250	

Signature  Date 19.5.11

Statement of affairs

Name of Company
Pump Farm Limited

Company number
04641707

In the High Court of Justice, Chancery Division, Companies
Court

Court case number
3094 of 2011

Statement as to the affairs of Pump Farm Limited, Little Henny, Sudbury, CO10 7EA
on the 28 April 2011, the date that the company entered administration

Statement of Truth

I believe that the facts stated in this statement of affairs are a full, true and complete statement of the affairs of the above named company as at 28 April 2011, the date that the company entered administration

Full name Miles Carter on behalf of the Board of Directors

Signed 

Dated 19.5.11

Assets

Assets subject to fixed charge:

Freehold property

Less amounts due to Royal Bank of Scotland plc

Available for floating charge holder

Assets subject to floating charge:

None

Uncharged assets:

None

Estimated total assets available for preferential creditors

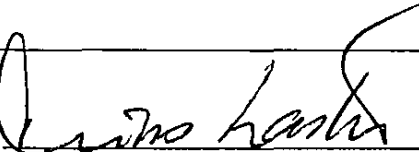
Signature [Signature] Date 15.5.11

Book Value £	Estimated to Realise £
777,230	589,200 (589,200) 0
	0
	0
	0

A1 – Summary of Liabilities

		Estimated to realise £
Estimated total assets available for preferential creditors (carried from page A)	£	0
Liabilities	£	
Preferential creditors.-	0	
Estimated deficiency/surplus as regards preferential creditors	£	0
Estimated prescribed part of net property where applicable (to carry forward)	£	0
Estimated total assets available for floating charge holders	£	0
Debts secured by floating charges	£	0
Estimated deficiency/surplus of assets after floating charges	£	0
Estimated prescribed part of net property where applicable (brought down)	£	0
Total assets available to unsecured creditors	£	0
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)	£	0
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	£	0
Shortfall to floating charge holders (brought down)	£	0
Estimated deficiency/surplus as regards creditors	£	0
Issued and called up capital	£	£(1)
Estimated total deficiency/surplus as regards members	£	(1)

Signature



Date

17.5.11

COMPANY CREDITORS

Note: You must include all creditors and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* customers claiming amounts paid in advance of the supply of goods or services *and* creditors claiming retention of title over property in the company's possession.

Name of creditor or Claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
None					
Royal Bank of Scotland	8-10 Princess Street Ipswich IP1 1QT	777,230	Fixed and Floating charge over all assets		
West Register (Investments) Ltd	24/25 St Andrews Square Edinburgh EH2 2YB		2nd Fixed Charge	4/10/2010	

Signature

Date 19.5.11

COMPANY SHAREHOLDERS

Name of Shareholder	Address (with postcode)	No. of shares held	Nominal Value	Details of Shares held
RSO Limited	Little Henny, Sudbury, Suffolk CO10 7EA	1	£1	1, £1 share
TOTALS			1	£1

Signature *Antas hawes* Date 19.5.11

Appendix D

Receipts and Payments

**The Ryes School Limited
(In Administration)**

**Joint Administrators' Abstract Of Receipts And Payments
From 28 April 2011 to 13 June 2011**

	Estimated to Realise (SoA)	Realised to 13 June 2011
RECEIPTS	£	£
Freehold Land & Property		49,906 00
Little Henny rent		5,000 00
Furniture & Equipment		33,710 00
Petty Cash	1,000 00	994 00
Fixtures & Fittings	16,660 00	
Vehicles	17,050 00	
Book Debts	72,356 00	
	<u>107,066 00</u>	<u>89,610 00</u>
PAYMENTS		
Advertising		74 63
Legal fees		1,420 00
VAT Receivable		27 90
	<u> </u>	<u>1,522 53</u>
Balance in hand	<u> </u>	<u>88,087.47</u>

Note The completion monies are presently held by our solicitors and are in the process of being transferred to the Administration accounts. As a result these balances are not shown on our Receipts and Payments accounts.

RSO Limited
(In Administration)

Joint Administrators' Abstract Of Receipts And Payments
From 28 April 2011 to 13 June 2011

	Estimated to Realise (SoA)	Realised to 13 June 2011
RECEIPTS	£	£
Freehold Land & Property	255,320 00	13,040 00
	<u>255,320 00</u>	<u>13,040 00</u>
PAYMENTS		
Advertising		74 63
	<u>-</u>	<u>74 63</u>
Balance in hand	<u><u>255,320.00</u></u>	<u><u>12,965.37</u></u>

Note The completion monies are presently held by our solicitors and are in the process of being transferred to the Administration accounts. As a result these balances are not shown on our Receipts and Payments accounts.

Pump Farm Limited
(In Administration)

Joint Administrators' Abstract Of Receipts And Payments
From 28 April 2011 to 13 June 2011

	Estimated to Realise (SoA)	Realised to 13 June 2011
RECEIPTS	£	£
Freehold Land & Property	589,200 00	30,094 00
	<u>589,200 00</u>	<u>30,094 00</u>
PAYMENTS		
Advertising		74 63
VAT Receivable		13 95
	<u> </u>	<u>88 58</u>
Balance in hand	<u> </u>	<u>30,005.42</u>

Note The completion monies are presently held by our solicitors and are in the process of being transferred to the Administration accounts. As a result these balances are not shown on our Receipts and Payments accounts

Introduction

The following information is provided in connection with the Joint Administrators' remuneration and disbursements in accordance with SIP 9

An Overview of the Case

Please refer to the main body of the report

Explanation of Grant Thornton UK LLP Charging and Disbursement Recovery Policies

Time costs

All partners and staff are charged out at hourly rates appropriate to their grade, as shown at Appendix D
Support staff (ie secretaries, cashiers and filing clerks) are charged to the case for the time they work on it

Category 1 Disbursements

Out of pocket expenses are charged at cost Mileage is charged at standard rates which comply with HM Revenue and Customs limits or AA recommended rates

Narrative Description of Work Carried Out

Please refer to the main body of the report

Category 1 Disbursements

Category 1 Disbursements for the period from 28 April 2011 to 13 June 2011	£
Travel (The Ryes School Limited)	207.08
Total	207.08

Supporting Documentation

The following documentation is attached as required by SIP 9

- a schedule of charge-out rates which have applied during the reporting period at the Appendix

The Ryes School Limited
RSO Limited
Pump Farm Limited - All in Administration

Grant Thornton UK LLP Charge Out Rates

	1 July 2010 to date (£)
Partner	425 - 535
Director	440
Associate Director	405
Manager	340
Assistant Manager	285
Executive 2	210 - 260
Executive 1	240
Administrator 2	170 - 195
Administrator 1	140 - 145
Secretary	135
Filing Clerk	135
Treasury	150

The Rydes School Limited - In Administration

SIP 9 WIP ANALYSIS FOR THE PERIOD FROM 28 April 2011 TO 13 JUNE 2011		Partner		Manager		Senior		Admin/Support		Total		Average	
		Hrs	£	Hrs	£	Hrs	£	Hrs	£	Hrs	£	Hourly	Hourly
Administration and Planning		13 60	5,984 00	0 30	135 00	50 30	14,041 50	10 27	1,186 15	74 47	21,346 65	286 65	
Investigations		-	-	-	-	-	-	-	-	-	-	-	
Realisation of Assets		-	-	-	-	6 40	1,824 00	2 20	319 00	8 60	2,143 00	249 19	
Creditors		-	-	29 50	11,152 50	16 70	4,759 50	1 60	248 00	47 80	16,160 00	338 08	
Grand Total		13 60	5,984 00	29 80	11,287 50	73 40	20,625 00	14 07	1,753 15	130 87	39,649 65	302 97	

Administration & Planning

Includes, case planning, statutory returns, maintenance of bank accounts and estate records, matters relating to tax, general correspondence, legal advice, meetings, employee matters

Investigations

Includes, Statutory duty of investigation into company's affairs under Statement of Insolvency Practice (SIP2)

Realisation of Assets

Includes, dealing with the sale of the business and the assets of the Company, dealing with Solicitors, collecting book debts

Creditors

Includes, correspondence with preferential and unsecured creditors, pensions and employees

RSO Limited - In Administration

SIP 9 WIP ANALYSIS FOR THE PERIOD FROM 28 APRIL 2011 TO 13 JUNE 2011		Partner	Manager	Senior	Admin/Support	Total	Average
		Hrs	£	Hrs	£	Hrs	Hourly
Administration and Planning		-	-	13 93	3,866.85	8 57	217 61
Investigations		-	-	-	-	-	-
Realisation of Assets		-	-	-	-	-	-
Creditors		-	-	-	-	3 65	274 73
Grand Total		-	-	13 93	3,866.85	26.45	225 49

Administration & Planning

Includes, case planning, statutory returns, maintenance of bank accounts and estate records, matters relating to tax, general correspondence, legal advice, meetings, employee matters

Investigations

Includes, Statutory duty of investigation into company's affairs under Statement of Insolvency Practice (SIP2)

Realisation of Assets

Includes, dealing with the sale of the business and the assets of the Company, dealing with Solicitors, collecting book debts

Creditors

Includes, correspondence with preferential and unsecured creditors, pensions and employees

Pump Farm Limited - In Administration

SIP 9 WIP ANALYSIS FOR THE PERIOD FROM 28 APRIL 2011 TO 13 JUNE 2011		Partner		Manager		Senior		Admin/Support		Total		Average Hourly Rate	
	Hrs	£	Hrs	£	Hrs	£	Hrs	£	Hrs	£	Hrs	£	
Administration and Planning	-	-	0 30	135 00	14 35	3,938 25	8 37	943 65	23 02	5,016 90			217 94
Investigations	-	-	-	-	-	-	-	-	-	-	-	-	-
Realisation of Assets	-	-	-	-	-	-	-	-	-	-	-	-	-
Creditors	-	-	1 60	630 00	-	-	-	-	1 60	630 00			393 75
Grand Total	-	-	1 90	765 00	14 35	3,938 25	8 37	943 65	24 62	5,646 90			229 36

Administration & Planning

Includes, case planning, statutory returns, maintenance of bank accounts and estate records, matters relating to tax, general correspondence, legal advice, meetings, employee matters

Investigations

Includes, Statutory duty of investigation into company's affairs under Statement of Insolvency Practice (SIP2)

Realisation of Assets

Includes, dealing with the sale of the business and the assets of the Company, dealing with Solicitors, collecting book debts

Creditors

Includes, correspondence with preferential and unsecured creditors, pensions and employees