Rule 2 29

Form 2 16B

The Insolvency Act 1986

Notice of statement of affairs

2.16B

Name of Company	Company Number
H2O Networks Limited	04896797

In the	Court case number
High Court of Justice, Chancery Division Companies Court (full name of court)	1501 of 2011

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

We (a) Mr Toby Scott Underwood and Mr David James Kelly of PricewaterhouseCoopers LLP, Benson House, 33 Wellington Street Leeds, LS1 4JP

attach a copy of -

* Delete as applicable

* the statement of affairs,

in respect of the administration of the above company

Signed

Joint Administrator

Dated 3 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

Faye Sargent	
PricewaterhouseCoopers LLP, Benson House, 33 Wellington Street Leeds LS1 4JP	
	Tel 0113 289 4169
DX Number	DX Exchange

When you have completed and signed this form please send it to the Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ **DX 33050 Cardiff**

THURSDAY

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A07 09/06/2011 97

COMPANIES HOUSE

Rule 2 29

Form 2 14B

Statement of affairs

Name of company	Company number
H2O Networks Limited	04896797

In the	Court case number
High Court of Justice, Chancery Division, Companies Court (full name of court)	01501 of 2011

(a) Insert name and address of registered office of the company

Statement as to the affairs of (a) H2O Networks Limited

on the (b) 18 April 2011, the date that the company entered administration.

(b) Insert date

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 18 April 2011 the date that the company entered administration.

Full name Mark Collins

Signed

Dated 02/06/2011

INSOLVENCY ACT 1986

DIRECTORS STATEMENT OF AFFAIRS

A - Summary of Assets

Assets	**Notes**	**Book Value £**	**Estimated to realise £**
Assets subject to fixed charge:			
Network Assets and Stock		11,972,149	1,000,000
Patents and Trademarks		2,655,020	1
Less Debenture in favour of City Fibre Holdings dated 22/02/11		(277,700)	(277,700)
			722,301
Assets subject to a floating charge:			
Fixtures and Fittings		40,663	8,000
Plant, Motor Vehicles and Computer Equipment		60,266	60,000
R & D		252,498	0
Investments		15,000	0
Trade Debtors		600,000	600,000
Intercompany balances - I3 Group		16,365,508	1,000,000
Intercompany balances - Cityfibre Holdings		19,100,135	1,900,000
Customer Contracts		0	1,139,994
Bank balances		7,896	7,896
			4,715,890
Uncharged assets:			
			0
Estimated total assets available for preferential creditors	**£**		**5,438,191**

Signature _____ Date 02/06/2011

INSOLVENCY ACT 1986

DIRECTORS STATEMENT OF AFFAIRS

A1 -Summary of liabilities

			Estimated to realise
Estimated total assets available for preferential creditors (carried from page A)		**£**	5,438,191
Liabilities			
Preferential creditors	**£** 0		
Estimated deficiency/surplus as regards preferential creditors:		**£**	5,438,191
Estimated prescribed part of net property where applicable (to carry forward)	**£** N/A		N/A
Estimated total assets available for floating charge holders		**£**	0
Debts secured by floating charges	**£** 0		0
Estimated deficiency/surplus of assets after floating charges		**£**	5,438,191
Estimated prescribed part of net property where applicable (brought down)	N/A		
Total assets available to unsecured creditors		**£**	5,438,191
Total Assets Limited	**£** (63,360,197)		
HMRC	(685,000)		
Trade Creditors	(3,429,081)		
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)		**£**	(62,036,087)
Shortfall to floating charge holders (brought down)		0	
Estimated deficiency/surplus as regards creditors			(62,036,087)
Issued and called up capital		(29,225)	0 (29,225)
Estimated total deficiency/surplus as regards members		**£**	(62,065,312)

Signature _____ Date 02/06/2011

COMPANY CREDITORS

Note you must include all creditors and identify all creditors under hire-purchase, chattle leasing otr conditional sale agreements and customers claiming amounts paid in advance of the supply of goods and services and creditors claiming retention of title over propert oy in the Company's possession

Name of creditor or Claimant	Address (with postcode	Amount of debt £	Detail of any security held by creditor	Date security given	Value of Security £
	SEE ATTACHED SCHEDULE				

Signature 

Date 02/06/2011

H2O NETWORKS LIMITED (IN ADMINISTRATION)

CREDITOR BALANCES AS AT 18 APRIL 2011

Creditor Name	Address 1	Address 2	Address 3	Address 4	Address 5	Address 6	Amount (£)
Fujitsu Telecoms	Solihull Parkway	Solihull		Birmingham			1,013,379 38
21st Century	Unit 6, Empire Court, Albert st	REDDITCH WARES	Redditch			B97 4DA	1,654 61
A C S.	365 Wigan Road	Bolton			Lancashire	BL3 5QU	2,897 50
Adecco	Unit 2 Queens House	Micklegate		York		YO1 6JH	5,510 16
Adecco UK Limited	Unit 2 Queens House	Micklegate		York		YO1 6JH	9,700 79
Alexican	177 King Street			Dunfield	Cheshire	SK16 4LG	3 574 58
Amaze	6th Floor,number 0, First Street	Manchester	M15 4FN				(19,253 09)
Anglian Water	PO Pox 538			Huntingdon		PE29 9BA	1,977 92
Ant Hire	Queen Street	Leeds				LS10 1SL	2,120 83
Anywhere Ltd	Cinnamon House, Cinnamon Park	Warrington	WA2 0XP				11 50
BAM Nutall	ST James House	Knoll Road	Camberley		Surrey	GU15 3XW	9,383 00
Ben Poindestre	41 Sandown Road	Cosham		Portsmouth		PO6 3HL	218.00
BHS Consultants Ltd	Woodley	D'Urtron lane	Broughton	Preston	Lancs	PR3 5AE	38,761 27
Central Recycling Group L	Everite Road			Widnes	Lancs	WA8 8PT	58.03
Chris Ryan Auto Services	Crossfields	Craig y Don	Llandudno			LL30 1TU	710 00
Companies House	Crown Way			Cardiff		CF14 3UZ	13 00
C-Plan	Erngan House	Erngan House	East Mains Industrial Estate	Broxburn		EH52 5NE	670 20
C-Plan Telecommunications	Erngan House	Clifton View	East Mains Industrial Estate	Broxburn		EH52 5NE	60,099 40
Datel	Cinnamon Park			Warrington		WA2 0XP	2,919 42
Deloitte	The Pinnacle	150 Midsummer Boulevard		Milton Keynes		MK9 1FD	4,800 00
Denbighshire County Counc	Finance Dept	Town Hall	Wellingotn Road	Rhyl		LL18 3DP	54 29
Doocey North East Ltd	Bowesfield Lane	Stockton-on-Tees	Cleveland			TS18 3HF	181,318 71
Dooceys	Bowesfield Lane			Stockton-on-Tees	Cleveland	TS18 3HF	84,005 97
Douglas Communications Li	Doulgas Mill	Bradley Lane Trading Estate	Standish	Wigan			9,074 53
Dundee City Council	Tayside House	28 Crichton Street		Dundee		DD1 3RR	1,200 00
Dwr Cymru Welsh Water	Customer Services	PO Box 690		Cardiff		CF3 5WL	168.66
Easynet Ltd	1 Brick Lane	London	E1 6PU				2,789 16
EDF Energy	Payment Processing Centre	PO Box 3956	Plymouth			PL3 5XQ	2,195 67
Elite Industrial Supplies	Unit 3, Lea Green Business Park	Eurolink	Lea Green			WA9 4TR	248 32
Elite Telecom	Dawson House	Matrix Businee Park	Chorley		Lancs	PR7 7NA	5 925 32
EMAPSITE COM Limited	Madar House	No1 Reading Road	Eversley			RG21 0RP	61 10
Enterprise Rent A Car	1-13 Station Road	Northwich	Chester			CW9 5LR	21,475 55
Enza Motors	177 King Street	Dulnfield	Duinfield		Cheshire		1,048 22
Essex and Suffolk Water	Payment Centre	Abbey Road		Durham		DH1 5FJ	272 46
Eversheds LLP	Bridgewater Place	Water Lane		Leeds		LS11 5DR	2,937 50
Fletcher King	61 Conduit Street	London				W1S 2GB	20,305 79
FLEXICOMMS LIMITED	KVB House	Maitland Street		Preston	Lancashire	PR1 5XR	11,043 75
Gap	Queen Street		Stourton	Leeds			2,088 03
GEO Networks Ltd	4th Floor	Harmsworth House	13-15 Bouverie Street	London		EC4Y 5DP	3,948 24
Global Crossing	Chineham Gate	Chineham Business Park	Crockford Lane	Basingstoke		RG24 8NA	34,442 77
Handheld PCs	268 Bath Road	Slough			Berkshire	SL1 4DX	298.74
Home2office watercoolers	Unit 2	The Gateway	Knowsley Bus. Park			L34 9EN	79 31
HSBC	CCU Invoicing Operations	28th Floor, 8 Canada Square		London		E14 5HQ	6,309 27
i3 Group Ltd	Mochdre Commerce Park	Llandudno Junction			Conwy		5,397 00
Industria	York House	Empire Way, Wembley	HA9 0PA				(1,487 52)
JJ Consultants (Civil Eng	107 Stretham Road	Wilburton	Ely Cambs			CB6 3RY	8 830 13
Kwik-Trak	27 Park Road	Hagley		Stourbridge		DY9 0NS	408 25
Market Makers Inc Limited	Ameiva Court	Quatremaine Road	Portsmouth			PO3 5QP	4,700 00
Mayflower Disclosure Serv	76 Rollesbrook Gardens	Southampton	Hampshire			SO15 5WB	48.91
MCR	43-45 Portman Square			London		W1H 6LY	74,850 09
Motivation Wales	14 St. Catherines Road	Baglan	Port Talbot			SA12 8AS	2,000 00
MW Maintenance	Unit 4	Rawcliffe Industrial Estate		York		YO30 5XY	1,692 00
Neos	Kingston House	3 Walton Road	Pattinson North Ind Estate	Washington	Tyne & Wear	NE38 8QA	1 630 36
Newcastle City Council	Corporate Billing Team	Civic Centre	Barras Bridge			NE99 2PT	12 001 50
Next Level Ltd	Next Level House	Thames Road	Crayford	Kent		DA1 4QH	83 646 69
North East Utilities UK L	Livingstone House	Wellington Road	Dunston			NE11 9JL	151 71

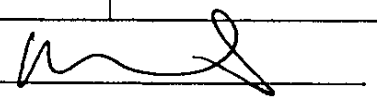
02/06/2011

North Somerset Council	Income Section	Town Hall	Weston Super Mare			BS23 1UJ	163 00
North West Vending Limite	7 Ketterer Court	Jackson Street	St Helens			WA9 3AH	11,197 74
Northumbrian Water Ltd	Payment Centre, Abbey Road	Durham	DH1 5FJ				266.66
OMBC	PO Box 4	Civic Centre	West Street	Oldham		OL1 1UH	142 50
Optropeneurs	Optic Technium	St Asaph Business Park	St Asaph			LL17 0JD	271 28
Ordnance Survey	Adanac Drive	Southhampton				SO16 0AS	3,024 77
Ordnance Survey	Customer Service Centre	Adanac Drive		Southampton		SO16 0AS	54 75
P&T Contracts	Westfields	Hull Road	Dunnington	York		Y019 5LP	15,263 25
Paramount Print Group	Units 3-6	Wright Street	Old Trafford			M16 9EW	58 75
Park Central Hotel	Exeter Road			Bournemouth		BH2 5AJ	930 00
PHOENIX TRAVEL	PHOENIX TRAVEL						312 00
Pitney Bowes	PO Box 42	Harlow	Essex			CM19 5BD	100 12
Rainbow Taxis	2B Wigan Road	Ashton in Makerfield		Wigan		WN4 9BJ	128 06
Redhill Works Ltd	PO Box 974	Arnold		Nottingham		NG5 0FG	62,225 20
Rosedale Holdings							20,305 79
Royal Mail	Stone Hill Road	Farnworth, Bolton	BL4 9XX				(11 46)
S & S Caterers	367 Bryn Road	Ashton-in-Makerfield	Wigan			WN4 8BS	59 50
Saertex	Brochterbecker Dam 52	D-48369	Saerbeck			Germany	495 72
Scottish Water Contracting	5 Whistleberry Road			Blantyre		G72 0TA	821,487 51
Selby Engineering and Lif	3 Lincoln Way	Sherburn in Elmet	Leeds			LS25 6PJ	270 25
Sheffield CC	Corporate Resources	Po Box 1283	Town Hall	Sheffield		S1 1UJ	100 00
Speedy Hire	Chase House	16 The Parks	Newton le Willows			WA12 0JQ	362 41
Star Internet	Brighouse Court	Barnett Way		Barnwood		GL4 3RT	14,559 60
Sunny Spells Limited	Lower Barn Farmhouse	Lewes Road		Ringmer		BN8 5NB	3,221 25
Tanker Services	6 Woodlands Croft	Kippax	Leeds			LS25 7RN	228 12
Telkom International Ltd	Unit 12A, Templers Way Industri	Wootton Bassett	Swindon	SN4 7SA			1,485 98
The Family Dairy	2 Gray Ave		Haydock			WA11 0XY	392 24
Thistle Haydock	Penny Lane	Haydock	Merseyside			WA11 9SG	420 00
Total Asset Finance	1 City Square			Leeds		LS1 2AL	630,168 38
Travel Management Group	Worldfarer House	9-11 Dormer Place	Leamington Spa			CV32 5AA	30,557 37
Trinity Mirror North West	PO Box 1091	Old Hall Street	Liverpool			L69 3ES	1,264 90
Tyne and Wear Utilities	Livingston House	Wellington Road	Dunston	Gateshead		NE11 9JL	2,248.95
Ultra Pipeline	43 High Street	Uppermill				OL3 6HS	2,702 50
United Utilities	PO Box 450	Warrington			Cheshire	WA55 1WA	93 29
Universal Sealant (UK) Lt	Kingston House, 3 Walton Road	Pattinson North, Washington	Tyne and Wear	NE38 8QA			1,410 00
Wingnut	Unit 9 Tomlinson Road	Leyland		Preston	Lancs	PR25 2DY	72,721 71
Yellow Solutions Ltd							372 00
York Conservation Trust	1 Powells Yard	Goodramgate		York		YO1 7LS	5,660 00
TOTAL							**3,429,081.07**

02/06/2011

COMPANY SHAREHOLDERS

Name of Shareholder	Address (with postcode)	No of shares held	Nominal value	Details of shares held
City Fibre Holdings Ltd	20-22 Bedford Row, London WC1R 4JS	6725	6725	A class ordinary shares
City Fibre Holdings Ltd	20-22 Bedford Row, London WC1R 4JS	18500	18500	B class ordinary shares
City Fibre Holdings Ltd	20-22 Bedford Row, London WC1R 4JS	3125	3125	C class ordinary shares
City Fibre Holdings Ltd	20-22 Bedford Row, London WC1R 4JS	875	875	D class ordinary shares
			29225	

Signature 

Date 02/06/2011