The Insolvency Act 1986

Statement of administrator's proposals

2.17B

Name of Company

Power Plate International Limited

Company number

05688772

High Court of Justice, Chancery Division, Companies Court, London

(full name of court)

Court case number 7442 of 2012

(a) Insert full name(s) and address(es) of administrators We (a) Paul John Clark, Duff & Phelps Ltd , 43-45 Portman Square, London, W1H 6LY and Philip Francis Duffy, Duff & Phelps Ltd , The Chancery, 58 Spring Gardens, Manchester, M2 1EW

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

- * Delete as appropriate
- (b) Insert date

(b) 16 November 2012

Joint Administrator

Dated ____ 16_/11 / 12_

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 searches of the public record

Duff & Phelps Ltd 43-45 Portman Square London W1H 6LY

Tel 020 7487 7240



20/11/2012 **COMPANIES HOUSE**

#32

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

ise, Crown Way, Cardiff CF14 3UZ

DX 33050 Cardiff

DUFF&PHELPS

Report to Creditors

16 November 2012

Power Plate International Limited (In Administration)

Joint Administrators' Report to Creditors and Statement of Proposals For the period from 24 September 2012 to 16 November 2012 Pursuant to Paragraph 49 of Schedule B1 to the Insolvency Act 1986

Duff & Phelps Ltd. 43-45 Portman Square London W1H 6LY

Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
the Appointment Date	24 September 2012 being the date of appointment of the Joint Administrators
the Banks	Barclays and HSBC
Barclays	Barclays Bank Plc, the bank that the Company held bank accounts with
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
Comerica	Comerica Bank, the former holder of fixed and floating charges over the Company's assets. Assigned its security to PPIA
the Company	Power Plate International Limited (In Administration) (Company Number 05688772)
DBIS	The Department for Business Innovation and Skills
the Directors	Brian Cherry, Allan Fisher, Gregg Hammann, David Morrell, Greg Sherman, Robert Williams, directors of the Company
Duff & Phelps	Duff & Phelps Ltd , 43-45 Portman Square, London, W1H 6LY
EC Regulation	EC Regulation on Insolvency Proceedings 2000
Ernst & Young	Ernst & Young LLP
FBME	FBME Bank Ltd, holder of fixed and floating charges over certain of the Company's assets
Hilco	Hilco Appraisal Limited, independent agents who were instructed to value the assets of the Company
HMRC	HM Revenue & Customs
HSBC	HSBC Bank Plc, the bank that the Company held bank accounts wit
HSBC MS	HSBC Merchant Services, the provider of credit card services to the Company
the Joint Administrators	Paul John Clark and Philip Francis Duffy of Duff & Phelps Ltd , 43-4 Portman Square, London, W1H 6LY
Michelmores	Michelmores LLP
PPNA	Power Plate North America, Inc

PPIA	PPI Acquisitions LLC, the holder of fixed and floating charges over the assets of the Company and the purchaser of the business and assets of the Company
Prescribed Part	a part of the Company's net property available to non-preferential unsecured creditors, pursuant to Section 176A of the Act which states that where a floating charge is created after 15 September 2003 a designated amount of the Company's net property (floating charge assets less costs of realisation) shall be made available to non-preferential unsecured creditors
the Purchaser	PPIA
RPS	Redundancy Payments Service
the Rules	the Insolvency Rules 1986 (as amended)
the Secured Creditors	PPIA, FBME and Whitney
SIP 9	Statement of Insolvency Practice 9, industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
SOA	Statement of Affairs, documentation to be supplied by the Directors outlining the Company's financial position as at the Appointment Date
Speechlys	Speechly Bircham LLP
Spin Doctor	Spin Doctor Limited
TUPE	The Transfer of Undertakings (Protection of Employment) Regulations 2006
U Freight	U Freight UK Limited
Whitney	Whitney Private Debt Fund L.P., holder of fixed and floating charge over the Company's assets

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1 Introduction

- 1 1 The Joint Administrators were appointed on the Appointment Date by PPIA, the holder of a qualifying floating charge, under Paragraph 14 of Schedule B1 to the Act
- 1 2 The Court Reference is High Court of Justice, Chancery Division, Companies Court, London no 7442 of 2012
- 1 3 In accordance with Paragraph 100(2) of Schedule B1 to the Act the functions of the Joint Administrators may be exercised by any of the Joint Administrators
- 1 4 This report sets out the circumstances leading up to the appointment of the Joint Administrators and the steps taken by them to date

2 Background

- 2.1 Statutory information on the Company and a summary of its financial history is included at Appendix 1
- The Company was incorporated on 26 January 2006 and was a developer and retailer of vibration plate training equipment
- 2.3 The Company distributed directly to UK commercial and individual customers and, via a number of distribution agreements, to commercial and individual customers across Europe, The Middle East and Asia. According to the Company's statutory accounts for the year ended 31 December 2010, approximately 45% of the Company's turnover is attributable to the European markets, with 30% being a result of sales in the UK and the remaining c25% being comprised of sales across the Rest of the World.
- 2 4 The Company employed 38 employees and operated from leasehold premises in Central London. All stock was held at third-party facilities operated by Spin Doctor and U Freight, who also distributed orders globally for the Company.

3 Events Leading up to the Administration

- 3 1 The Company's statutory accounts for the year ended 31 December 2010 show that the Company made a loss after tax of c£2 3m on a reported turnover of c£17 0m. This followed a loss after tax of c£4 1m on a reported turnover of c£19 0m for the previous year to 31 December 2009
- The Directors have noted that a substantial legal action arising from a joint venture was a significant contributing factor to the Company's financial position. This action commenced in 2007 and continued for almost three years, resulting in significant legal fees and damages awarded against the Company.
- The Company continued to suffer losses throughout 2011 and 2012 and therefore in the latter months of 2012 the Directors began to approach various investors and contacts within the industry who had previously expressed an interest in the Company, with a view to achieving further investment into the Company or a solvent sale of the Company as a going concern Whilst offers were received and advance negotiations conducted, a sale was not concluded
- During this time, the Company's cashflow position continued to worsen due to falling sales, increasing long term debtors and the external economic conditions which limited consumers' disposable income leading to a reduction in spending on discretionary consumer products

- This ultimately resulted in the Company delaying payment to a number of key suppliers and led to mounting pressure from the Company's creditors. The Directors subsequently concluded that the Company was unable to meet its liabilities going forward and as a result, on 14 September 2012 the Directors filed Form 2 8B, being Notice of Intention to Appoint Administrators ("the Notice"). The Directors nominated Maurice Moses and Kevin Haywood of Ernst & Young as the proposed Joint Administrators. This gave the Company an interim moratorium that protected it from any legal actions/proceedings by creditors whilst the Directors sought the best option for rescuing the Company or its business.
- On 6 September 2012, Ernst & Young were engaged by the Directors of the Company to produce a report on the estimated outcome for the Company on both an Administration and Liquidation basis. A fixed fee of £30,000 + VAT was agreed with Ernst & Young for this work. It should be noted that Ernst & Young incurred time costs significantly in excess of the agreed amount when completing the above work.
- Ernst & Young also incurred pre-appointment time costs totalling £22,125 for the period 14 September 2012 to 24 September 2012 in respect of work relating to the filing of the Notice by the Directors of the Company on 14 September 2012 These are discussed further later in this report
- Michelmores also incurred costs totalling £9,987 + VAT relating to the filing of the Notice, serving of the Notice and advising the Company regarding the potential Administration process. These are discussed further later in this report.
- Prior to the Joint Administrators' appointment, PPIA took an assignment of the debenture and the associated fixed and floating charges over the Company's assets held by Comerica, resulting in PPIA becoming the first ranking secured creditor of the Company PPIA subsequently exercised its right under its debenture to appoint Administrators and the Joint Administrators were appointed on the Appointment Date As such, the partners of Ernst & Young were never formally in office as Joint Administrators
- The Joint Administrators considered the position prior to accepting the appointment and having regard to the Insolvency Practitioners Association's ethical guidelines, considered that there were no circumstances preventing them from accepting the appointment

4 Purpose of the Administration

- 4.1 The purpose of an Administration is to achieve 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

- 4.2 In accordance with Paragraph 49(2) of Schedule B1 to the Act, the Joint Administrators note as follows
 - The first objective has been achieved as the Joint Administrators completed a going concern sale of the business and assets of the Company to the Purchaser on 10 November 2012
 - The Joint Administrators' believe that the second objective will be achieved as the sale of business and assets of the Company will achieve a better return for the Company's creditors than if the business had ceased trading and the assets sold piecemeal. In addition, the going concern sale should ensure the Company's customers receive continuity of supply, thus maximising book debt realisations for the benefit of the Company's creditors and minimising non-preferential unsecured creditors' claims. In addition, if the Company had been wound up all employees would have been made redundant, resulting in an increase in both preferential and non-preferential unsecured claims.
 - The Joint Administrators believe that the third objective will be achieved as distributions will be made to the Secured Creditors and preferential creditors
- 4.3 The Joint Administrators' proposals for achieving the purpose of the Administration are set out in the remainder of this report

5. Progress of the Administration to Date

The manner in which the affairs and business of the Company have been managed since the appointment of the Joint Administrators and will continue to be managed are set out below

Administration trading period

- 5 2 Following the Joint Administrators' appointment, it was determined that trading the business during Administration was viable and would promote the statutory purpose for the following reasons
 - The Company had prepared cashflow forecasts which showed that if certain orders could
 be fulfilled and certain debtors collected as anticipated, given the available cash in the
 Company's pre-appointment bank accounts at the Appointment date, it would be viable to
 trade the business in the short-term whilst a buyer was sought
 - Continuing to trade the business in the short-term whilst a buyer was sought would help to
 preserve the value of the Company's main assets, being intellectual property and stock,
 whilst also assisting in the collection of book debts by providing continuation of service to
 suppliers
- Following their appointment, the Joint Administrators discussed staffing levels with the Company's management team. This process of reviewing staff levels and costs had already commenced prior to the Appointment Date (as the Directors had filed Notice of Intention to Appoint Administrators so were considering staffing costs as part of their future strategy). The Joint Administrators retained 20 of the 38 employees to assist with the Administration trading period, the rest of the employees were made redundant with effect from 26 September 2012 or 27 September 2012 due to the financial position of the Company.
- Although the Company did not have sufficient funding to acquire new stock, the existing order book allowed the Joint Administrators to continue trading the business from 24 September 2012 to 10 November 2012, when a going concern sale of the business and assets of the Company was completed to the Purchaser

- Between 2 November 2012 and completion of the sale on 10 November 2012, the Joint Administrators, in contemplation of a sale of the business, granted a Licence to Trade to PPIA, whereby PPIA became responsible for the trading risks
- Sales for the Administration period total £584,064 Please note that this number comprises Sterling and US Dollar amounts, with the US Dollar amounts being converted to Sterling
- To date, £269,454 has been collected. Please note that this number comprises Sterling and US Dollar amounts, with the US Dollar amounts being converted to Sterling. Outstanding post-appointment sales continue to be collected and the Joint Administrators and will report to creditors further in their next report.
- The trading outcome has yet to be finalised but the Joint Administrators currently anticipate that there will be a trading surplus after the collection of the sales noted above and the payment of outstanding trading period costs. The Joint Administrators will report further in their next report to creditors.

Sale of business and certain assets

- As previously advised, the Directors attempted to achieve a solvent sale of the business and assets of the Company as a going concern prior to the Joint Administrators' appointment Accordingly, the Joint Administrators continued this marketing process to seek a buyer for the business and assets of the Company on a going concern basis
- 5 10 The Joint Administrators placed a 'Business for Sale' advert in the Financial Times, together with circulating details of the Company to over 900 parties on their own database of potential interested parties and following up leads provided by the Company's directors
- The Joint Administrators received a number of expressions of interest for both a going concern acquisition and the acquisition of the Company's assets on a piecemeal basis. Initial offers were received from a number of parties. Two parties, one of which being the Purchaser, emerged as serious contenders and submitted revised offers of a higher consideration.
- The Joint Administrators notified all interested parties that best and final offers were to be received by 3pm on 18 October 2012. After contact from more than one interested party, the deadline was extended to midday on 19 October 2012.
- Two 'best and final' offers were received, and after due consideration the Joint Administrators accepted the offer from the Purchaser, being the highest offer and granted an exclusivity period whilst a sale agreement was negotiated. The Joint Administrators are content given the marketing process during the Administration that the offer accepted was the best available for the Company's business and assets.
- Following the acceptance of the offer, the Joint Administrators approached each of the Secured Creditors to request Deeds of Release in order to sell the Company's assets on an unencumbered basis. PPIA (being the Purchaser) and Whitney agreed to sign a Deed of Release. FMBE confirmed on 31 October 2012 that it was not willing to sign a Deed of Release, as it contended that the business and assets were worth more than the offer accepted No evidence was provided for this contention and, as noted above, the Joint Administrators are content that the marketing process has been full and transparent and resulted in the best offer in the circumstances.

- 5 15 In order to complete the sale, the Joint Administrators applied to the High Court on 6 November 2012 for an order pursuant to Paragraph 71 of Schedule B1 to the Act which would allow them to sell the assets of the Company, notwithstanding FBME's unwillingness to sign a Deed of Release
- On 6 November, the High Court ordered that the Joint Administrators were permitted to dispose of the Company's assets as if they were not subject to FBME's security. The order stipulated that the permission was to take effect from 1pm on 9 November 2012, unless FBME had by then applied to set aside or vary the order. No such application was made by FBME and therefore the order took effect on 9 November 2012.
- 5 17 On 9 November 2012 an offer was received from the alternative "serious contender". Taking into account all of the issues that prevailed at that time, and having taken legal advice, the Joint Administrators decided to proceed with the sale to the Purchaser, who were in any event still subject to exclusivity arrangements.
- 5 18 On 10 November, the sale of the Company's business and assets was completed for a total consideration of \$7,500,000
- The sale consideration consisted of a credit bid of PPIA's secured indebtedness with the balance paid in cash. The "credit bid" element means that the secured creditor (being the first ranking) satisfies its debt in exchange for property of the Company, as opposed to making a cash payment and receiving this back from the Company via a distribution under its security. The credit bid element totalled \$3,216,467, being PPIA's Principal Debt of \$2,676,000 and accrued interest and charges of \$540,467. The cash element was therefore \$4,283,533. It should be noted that the Principal Debt consists of amounts due from the Company to PPIA totalling \$1,315,000 together with amounts due from PPNA (a related company) to PPIA, which has been guaranteed by the Company, totalling approximately \$1,361,000.
- 5 20 The extent of PPIA's right to use a credit bid is subject to ongoing review as detailed later in this report
- 5 21 In accordance with the sale agreement, the cash element of \$4,283,533 is payable as follows
 - On completion, \$3,283,533 However, this was reduced by \$197,473 for customer deposits and account credits which were held by the Joint Administrators but due to the Purchaser, as they relate to unfulfilled customer orders. The cash received on completion was therefore \$3,086,061,
 - b \$250,000 on 30 April 2013,
 - c \$250,000 on 30 October 2013.
 - d \$500,000 no later than 180 days after 10 November 2013

5 22 The sale of the Company's business and assets included the following assets.

Assets sold	Consideration (\$)	
Goodwill	1	
Power Bike IPR	1,000,000	
Business IPR	4,649,996	
Customer Contracts	1	
Seller's records	1	
Intercompany Book Debts	500,000	
Equipment	50,000	
Plant and Machinery	50,000	
Property	1	
Stock	1,250,000	
Total	7,500,000	

- As part of the sale agreement, the Company granted the Purchaser a Licence to Occupy its London office premises until 24 December 2012
- 5 24 Book debts, apart from the PPNA intercompany debt, were specifically excluded from the sale of the Company's business and assets Book debts are covered in more detail below
- As noted above, given the marketing undertaken and having taken advice taken from Hilco and Speechlys, together with the Court order noted above, the Joint Administrators are satisfied that the sale to the Purchaser was the best price achievable for the Company's business and assets

Book debts

- As at the Appointment Date, the Company's book debt ledger totalled £1,274,232 However, there are several significant erosions known, including one insolvent debtor of £364,145 and several significant uncollectable accounts due to product not having been delivered or being defective, or other disputes, totalling £464,542 The Joint Administrators are reviewing these erosions and pursuing the balance of £445,545
- Book debt collections to date total £295,097 Please note that this number is comprised of Sterling and US Dollar amounts, with the US Dollar amounts being converted to Sterling. In accordance with the sale agreement, the Purchaser will collect the Company's book debt ledger and will receive a 15% commission for any amounts which it collects into its own account. The Purchaser has agreed to honour future warranty claims of customers and this will prevent the lack of warranty being used as an excuse for book debtors not to pay.

Intercompany debt due from PPNA

- 5 28 PPNA is the 'sister' company and distributor for the USA On 3 October 2012, PPNA entered into an Assignment for the Benefit of Creditors with Michael Eber of High Ridge Partners appointed Assignee
- 5.29 PPIA is also a secured creditor of PPNA, having taken an assignment of the debt due to Comerica by PPNA
- The Assignee followed a similar process to the Joint Administrators whereby PPNA continued to trade whilst its business and assets were marketed for sale. On 7 November 2012, the Assignee completed a sale of PPNA's assets to PPIA. The purchase consideration was paid with the assistance of a credit bid by PPIA in respect of the debt due from PPNA, acquired from Comerica as noted above, plus interest and charges plus a further amount in respect of "Debtor in Possession" funding provided by PPIA to allow PPNA to continue to trade after 3 October 2012
- The Company is owed £8,217,731 by PPNA according to the Directors' SOA. As noted above, this debt was sold to PPIA however 90% of any distribution received from PPNA will be returned to the Company. The Joint Administrators understand the PPNA is unlikely to make a distribution to its unsecured creditors.
- It should be noted that PPIA has acquired the assets of both PPNA and the Company utilising credit bids, given the indebtedness of both PPNA and the Company to it. It appears however that PPIA has paid part of the consideration for the assets of PPNA and part of the consideration for the assets of the Company using the same debt due from PPNA to PPIA. The Joint Administrators are reviewing this position and are in ongoing discussions with PPIA and Mr Eber on behalf of PPNA. It should be noted that the sale agreement for the Company gives the Joint Administrators the right to scrutinise all and any amounts claimed by the Purchaser under the credit bid element of its consideration and seek a cash contribution for any amounts agreed not to be valid as part of the consideration.

Cash at Bank - Sterling bank accounts

As at the Appointment Date, the Company had cash at bank totalling £14,378 and £18,185 in bank accounts with Barclays and HSBC respectively. These funds have been received by the Joint Administrators in full

Cash at Bank - Foreign currency bank accounts

As at the Appointment Date, the Company had cash at bank totalling \$181,135 and €1,411 in bank accounts with Barclays and \$838 and €92 HSBC respectively. These funds have been realised in full by the Joint Administrators.

Other Assets

5 35 The Joint Administrators have realised £2 in bank interest

Pre-appointment VAT Refund

The Joint Administrators will shortly be submitting pre-appointment VAT returns for the Company, following which they will await a response from HMRC in respect of any refund due. Please note that any refund due may be subject to Crown set off

Investigations

- 5.37 The Joint Administrators' investigations into the Company's affairs are currently ongoing
- 5.38 The Joint Administrators have a statutory obligation to file a report with DBIS regarding the conduct of the Directors that held office in the three years prior to the Administration. This report must be filed within six months from the Appointment Date and the content of this report is confidential.
- 5 39 The Joint Administrators also have a duty to investigate antecedent transactions which include
 - Transactions at an undervalue, Section 238 of the Act,
 - Preferences, Section 239 of the Act, and
 - · Transactions to defraud creditors, Section 423 of the Act
- The Joint Administrators' investigations are in their early stages and it is requested that, should any of the Company's creditors have information that they would like to bring to the attention of the Joint Administrators, to contact this office in the first instance

Receipts and Payments

- 5 41 A receipts and payments account is provided at Appendix 2 and is self-explanatory
- 5 42 A separate receipts and payments account has been prepared for the Administration trading period. This is also attached at Appendix 2.
- The cash received on completion is currently held by the Joint Administrators' solicitors' in their client account and so not currently reflected at Appendix 2

Joint Administrators' Agents and Solicitors

Details of the agents and solicitors engaged by the Joint Administrators to assist them with the affairs of the Company can be found at Appendix 5

6 Statement of Affairs

- In accordance with Paragraph 47 of Schedule B1 to the Act the Joint Administrators have requested and received a SOA from the Directors. This was received on 29 October 2012 and a copy is attached at Appendix 3.
- The Joint Administrators have reviewed the SOA and, currently, have no comments. The Joint Administrators will update creditors in their next report should they have any subsequent comments regarding the SOA.
- Some creditors' amounts noted in the SOA may differ from the actual amount owed. This does not affect creditors' ability to claim for the amount they believe due to them.

7 Statement of Pre-Administration Costs

A breakdown of Duff & Phelps' pre-Administration time costs (as defined by Rule 2 33(2A) of the Rules) is attached at Appendix 4. None of these time costs were paid by the Company (or any other party) prior to the Joint Administrators' appointment and no remuneration has been drawn to date with regard to pre-Administration time costs.

- 7.2 As noted earlier in this report, the Directors of the Company nominated partners from Ernst & Young as the proposed Joint Administrators

 Ernst & Young incurred pre-appointment time costs totalling £22,125 for the period 14 September 2012 to 24 September 2012 in respect of the following
 - Dealings in relation to serving the Notice of Intention to Appoint Administrators,
 - Meetings related to the proposed appointment and liaising with colleagues in the United States and the Netherlands in relation to multi-jurisdictional appointments and the overall sale of business strategy for the group;
 - Discussions with the Company's German distributor in relation to the potential
 appointment and sale of the Company's business and assets,
 - Numerous meetings and discussions with the Company's directors and management staff regarding the potential appointment and strategy before/on appointment,
 - Discussions with the Directors regarding their conduct following the filing of the Notice of Intention to Appoint Administrators, and
 - Producing draft communications to the Company's employees, a draft press release and information sheet

The Joint Administrators will be seeking separate approval of Ernst & Young's pre-appointment costs from the Secured Creditors and preferential creditors of the Company Further detail on this is provided in Section 13 of this report

- 7 3 The Joint Administrators have incurred pre-appointment time costs totalling £16,219 in respect of meeting with the Directors and management of the Company and PPIA to discuss the strategy for placing the Company into Administration and the appointment process
- 7 4 As discussed above, in addition to the Joint Administrators' pre-appointment time costs, the following pre-appointment expenses were also incurred, none of which have been paid to date

Company	Role	Costs and Expenses (£)
Ernst & Young	Work completed following the filing of Notice of Intention to Appoint Administrators by the Directors of the Company, for the period 14 September 2012 to 24 September 2012, regarding the potential appointment of the partners of Ernst & Young as Joint Administrators of the Company	22,125 + VAT
Michelmores	Providing legal advice to the Company with regard to the filing of the Notice of Intention to Appoint Administrators by the Directors in respect of the proposed appointment of Ernst & Young on 14 September 2012	9,987 + VAT
Total		32.112 + VAT

- 7 5 The Joint Administrators confirm that payment of the unpaid pre-Administration costs, as an expense of the Administration, is subject to approval under Rule 2 67A of the Rules, and not part of the proposals subject to approval under Paragraph 53 of Schedule B1 to the Act
- 8 Joint Administrators' Costs
- In accordance with Rule 2 106 of the Rules, it is proposed that the basis, upon which the Joint Administrators' remuneration should be fixed, is by reference to the time properly given by them and their staff in attending to matters arising in the Administration
- The Joint Administrators' time costs for the period 24 September 2012 to 9 November 2012 total £288,835. A detailed schedule of these time costs is set out at Appendix 4
- To date, no remuneration has been drawn by the Joint Administrators and, in accordance with Rule 2 106(5A) of the Rules, the Joint Administrators will seek approval for their remuneration from the Secured Creditors
- Information regarding the fees of Administrators called "A Creditors' guide to Administrators' fees", in accordance with SIP9, can be found on the Joint Administrators' website at www.duffandphelps.com/uk-restructuring. Should you require a copy, please contact this office
- 9. Dividend Prospects / Prescribed Part

Secured Creditors

PPIA

- As previously stated, PPIA took an assignment of the debt due to Comerica and the debenture granted by the Company to Comerica dated 13 March 2007, prior to the Joint Administrators' appointment. This debenture was granted by the Company in consideration for monies advanced to the Company by way of a revolving credit facility and confers fixed and floating charges over the Company's assets.
- 9 2 PPIA is, in accordance with the inter-creditor agreement between the Secured Creditors, the primary ranking secured creditor of the Company
- As at the Appointment Date, the Company's indebtedness to PPIA was \$1,339,751 according to the Directors' SOA, subject to accruing interest and charges PPIA has claimed a total of \$3,216,467 based on the Company's indebtedness to PPIA, the indebtedness of PPNA to PPIA (which is cross-guaranteed) Based upon current information, PPIA has been repaid in full given its credit bid as part of the purchase of the Company's business and assets

FBME

- In consideration for the monies advanced to the Company under a term loan, the Company granted FBME a debenture dated 25 November 2009 which conferred fixed and floating charges over the Company's assets
- 9 5 In addition, FMBE has a mortgage dated 25 November 2009 over the intellectual property related to the Power Bike product solely
- 9.6 FBME is, in accordance with the inter-creditor agreement between the Secured Creditors, the second ranking secured creditor of the Company

- As at the Appointment Date, the Company's indebtedness to FBME was \$2,000,000, subject to accruing interest and charges. Based upon current information, it is anticipated that there will be sufficient realisations to repay FBME in full.
- The Joint Administrators understand that FBME hold approximately \$80,000 in credit balances which are held in an escrow account and can only be released once certain conditions have been satisfied. The availability of the escrow account balance for the benefit of the Company is subject to ongoing review by the Joint Administrators and their solicitors.

Whitney

- In consideration for the monies advanced to the Company by way of a loan and promissory note, the Company granted Whitney a debenture dated 22 February 2006 which confers fixed and floating charges over the Company's assets, together with a Charge over Shares dated 22 February 2006
- 9 10 Whitney is, in accordance with the inter-creditor agreement between the Secured Creditors, the third ranking secured creditor of the Company
- 9 11 As at the Appointment Date, the Company's indebtedness to Whitney was estimated at \$3,000,000, subject to accruing interest and charges. Whitney may also have a right to claim amounts due to it from PPNA and another related entity, PPI Acquisition BV, under its security The Joint Administrators are currently taking legal advice on this position. Based on current information, it is anticipated that there will be insufficient realisations to repay Whitney in full.

Preferential Creditors

- 9 12 Pursuant to the SOA, the estimated preferential claims are £19,500
- 9 13 Although the Joint Administrators are yet to receive final notification of the preferential creditors' claims, at this stage, it is anticipated that there will be sufficient funds available to enable a distribution to preferential creditors
- 9 14 It is likely that a significant element of the preferential claim will be employees' claims which are mostly subrogated to the Secretary of State, following payment by the RPS
- 9 15 Following the sale of the business and assets of the Company to the Purchaser, the Company's remaining employees were transferred to the Purchaser, pursuant to TUPE

Prescribed Part

- 9 16 Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003, a prescribed part of the company's net property shall be made available to the non-preferential unsecured creditors
- 9 17 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 nonpreferential 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

9.18 The Joint Administrators are of the opinion, based on the current information, that it is currently likely that there will be sufficient funds to make a distribution to the non-preferential unsecured creditors of the Company from the Prescribed Part. The quantum and timing of any distribution is dependent on the level of future asset realisations and the associated expenses of the Administration.

Non-Preferential Unsecured Creditors

9 19 According to the SOA, non-preferential unsecured creditors of the Company can be summarised as follows.

Creditor	Amount (£)		
Trade & Expense Creditors	4,381,641		
Inter-Company Loan	1,375,561		
Accruals	522,894		
Total	£6,280, 2 96		

- 9 20 Based upon the current information available, it is anticipated that there will be insufficient realisations to enable a distribution to the non-preferential unsecured creditors of the Company, other than from the Prescribed Part (if any)
- 9 21 If not already done so, creditors of the Company should complete the proof of debt form at Appendix 7 and return the completed form to this office

10 EC Regulation

10.1 It is the Joint Administrators' opinion that the EC Regulation applies and these proceedings are main proceedings as defined in Article 3 of the EC Regulation. The centre of main interest of the Company is in England.

11. Creditors' Meeting

- In accordance with Paragraph 52(1) of Schedule B1 to the Act, a creditors' meeting will not be convened as the Joint Administrators believe that the Company will have insufficient property to enable a distribution to be made to non-preferential unsecured creditors, other than from the Prescribed Part (if any)
- However, the Joint Administrators shall summon an initial creditors' meeting, if requested to by the creditors of the Company, whose debts amount to at least 10% of the total debts of the Company, using the prescribed Form 2 21B, attached at Appendix 6, within 8 business days from the date of this report
- 11.3 Creditors are reminded that the costs of any meeting called shall be paid for by them and that a deposit will be required for this purpose. Such costs may be ordered to be paid as an expense of the Administration if the meeting so resolves.

12. End of the Administration

- 12.1 The options available to the Joint Administrators for the exit from the Administration are as follows.
 - Compulsory Liquidation
 - Creditors' Voluntary Liquidation
 - · Company Voluntary Arrangement
 - · Return of control to the Directors
 - Dissolution of Company
- The Joint Administrators have formed the view that once all outstanding Administration matters have been finalised, and all liabilities incurred during the Administration have been discharged, it is likely that there will be insufficient funds available to allow a distribution to be made to non-preferential unsecured creditors, other from the Prescribed Part (if any). If a Prescribed Part dividend is to be paid then it is proposed that the Joint Administrators make an application to Court to enable them to pay the dividend in the Administration.
- Once all outstanding matters have been satisfactorily completed by the Joint Administrators, they will give notice to the Registrar of Companies under Paragraph 84 of Schedule B1 to the Act to the effect that the Company has no property to realise which might permit a distribution to the non-preferential unsecured creditors, at which stage the Administration will cease. The Company will be dissolved three months following the registration of the Notice at the Registrar of Companies.
- 12.4 In the event that the Joint Administrators form the view that a distribution can be made to the Company's non-preferential unsecured creditors, other than any distribution from the Prescribed Part, then the Joint Administrators recommend that they take steps to place the Company into Creditors' Voluntary Liquidation. It is proposed that the Joint Administrators would act as Joint Liquidators in this case.
- You will note from the proposals section below that the Joint Administrators have left the choice of exit route from Administration open so that an alternative strategy can be adopted, should this prove more appropriate at the time

13 Joint Administrators' Proposals

- 13.1 The Joint Administrators propose the following
 - 13 1 1 That the Joint Administrators continue the Administration to deal with such outstanding matters in relation to the Company as the Joint Administrators consider necessary until such time as the Administration ceases to have effect
 - 13 1 2 That the Joint Administrators do all such other things and generally exercise all of their powers as contained in Schedule 1 of the Act, as they, in their sole and absolute discretion consider desirable or expedient in order to achieve the purpose of the Administration
 - 13 1 3 That the Joint Administrators, once all outstanding matters have been satisfactorily completed, take the necessary steps to give notice under Paragraph 84 of Schedule B1 of the Act to the Registrar of Companies to the effect that the Company has no property which might permit a distribution to its creditors, at which stage the Administration will cease

- 13 1 4 That the Joint Administrators, when it is anticipated that no better realisations will be made in the Administration than would be available in a winding up, take the necessary steps to put the Company into either Creditors' Voluntary Liquidation or into Compulsory Liquidation as deemed appropriate by the Joint Administrators. It is proposed that the Joint Administrators, currently Paul John Clark and Philip Francis Duffy of Duff & Phelps would act as Joint Liquidators should the Company be placed into Creditors' Voluntary Liquidation. In accordance with Paragraph 83(7) of Schedule B1 to the Act and Rule 2.117 of the Rules creditors may nominate a different person as the proposed liquidator, provided the nomination is received at this office prior to the approval of these proposals in the absence of such nomination, the Joint Administrators will be appointed Joint Liquidators and in accordance with Section 231 of the Act any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them.
- 13 1 5 That the Joint Administrators be discharged from all liability pursuant to Paragraph 98 of Schedule B1 to the Act, upon filing the end of the Administration or their appointment otherwise ceasing
- 13 1 6 That the Joint Administrators' remuneration, where no Creditors' Committee is established, is fixed by reference to the time properly incurred by them and their staff in attending matters during the Administration, save for paragraph 13 1.9 below, and that they be allowed to draw such remuneration as and when funds permit without further recourse to the creditors of the Company
- 13.1.7 That the Joint Administrators' statement of pre-Administration costs under Rule 2.33, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2.67A of the Rules
- 13.1.8 That the Joint Administrators be authorised to draw Duff & Phelps' internal costs in dealing with the Administration, if any ("Category 2 Disbursements")
- 13 1 9 That Ernst & Young's pre-Administration costs totalling £22,125 + VAT under Rule 2 33, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2 67A of the Rules
- 13 1 10 That Michelmores' pre-Administration costs totalling £9,987 + VAT under Rule 2 33, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2 67A of the Rules
- Pursuant to Rule 2 33(5) of the Rules, the proposals in paragraphs 13 1 1 to 13 1 10 shall be deemed to be approved by the creditors on the expiry of the period in which a meeting can be requisitioned by creditors in the manner described in paragraph 11 2 above, provided that no meeting has been so requisitioned
- 13.3 The Joint Administrators will be seeking the following specific resolutions from the secured creditors and preferential creditors of the Company
 - 13 3 1 That the Joint Administrators be discharged from all liability pursuant to Paragraph 98 of Schedule B1 to the Insolvency Act 1986, upon filing the end of the Administration or their appointment otherwise ceasing
 - 13 3 2 That the Joint Administrators' remuneration, where no Creditors' Committee is established, be fixed by reference to the time properly incurred by them and their staff in attending matters during the Administration and that they be allowed to draw such remuneration as and when funds permit without further recourse to the creditors of the Company

- 13.3 3 That the Joint Administrators' statement of pre-Administration costs under Rule 2 33, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2.67A of the Rules
- 13 3.4 That the Joint Administrators be authorised to draw their firm's internal costs in dealing with the Administration ("Category 2 Disbursements")
- 13 3 5 That Ernst & Young's pre-Administration costs totalling £22,125 + VAT under Rule 2 33, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2 67A of the Rules
- 13 3 6 That Michelmores' pre-Administration costs totalling £9,987 + VAT under Rule 2 33, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2 67A of the Rules

14. Other Matters

14.1 If any creditor has any information concerning the Company's affairs that they would like to bring to the Joint Administrators' attention, then they should be pleased to hear from them

If you require further information or assistance, please do not hesitate to contact Lloyd Hawkins of this office

For and on behalf of Power Plate International Limited

Paul Clark

Joint Administrator

Enc

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

ver Plate international Limited (in Administration) Report to Creditors and Statement of Proposals
 16 November 2012

Appendix 1

Statutory Information

DUFF&PHELPS

Statutory Information

Date of Incorporation 26 January 2006

Registered Number 05688772

Company Directors Brian Cherry

Allan Fisher Gregg Hammann David Morrell Greg Sherman Robert Williams

Company Secretary David Hanson

Shareholders Power Plate International (a General

Partnership)

20 shares of £1 each, being 100% of the

Company's share capital

Trading Address 13 George Street

London W1U 3QJ

Registered Office Current

c/o Duff & Phelps Ltd 43-45 Portman Square

London

W1H 6LY

Formerly

13 George Street

London W1U 3QJ

Any Other Trading Names

Power Plate

For the Year Ended For the Year Ended

Financial Information

Company's Audited Accounts for Years Ended 31 December 2010 and 31 December 2009

Balance Sheet

		31 December 2010 (Audited Accounts	31 December 2009 (Audited Accounts)
Fixed Assets			
Intangible fixed assets	£	303,565	691,977
Tangible fixed assets	£	159,147	325,716
Investments	£	105,100	105,100
	£	567,812	1,122,793
Current Assets			
Stocks	£	1,183,237	1,716,292
Debtors – due within one year	£	2,683,425	6,741,105
Debtors – due greater than one year	£	5,435,559	3,096,525
Cash at bank and in hand	£	1,414,360	693,110
	£	10,716,581	12,247,032
Current Liabilities			
Creditors – amounts failing due within one year	£	(5,483,180)	(7,132,269)
Net Current Assets	£	5,233,401	5,114,763
Total Assets less Current Liabilities	£	5,801,213	6,237,556
Long Term Liabilities			
Creditors – amounts falling due after one year	£	(4,675,820)	(3,442,672)
Provisions for liabilities	£	(438,144)	(329,874)
Total Assets less Total Liabilities	£	687,249	2,465,010

DUFF&PHELPS

Capital and Reserves			
Called up share capital	£	20	20
Share premium	£	282,486	282,486
Profit and loss account	٤	04,743	2,182,504
Shareholders' funds	Σ	687,249	2,465,010

Company's Audited Accounts for Years Ended 31 December 2010 and 31 December 2009 Profit and Loss

		For the Year Ended 31 December 2010 (Audited Accounts)	For the Year Ended 31 December 2009 (Audited Accounts)
Turnover	£	16,992,957	19,045,972
Cost of Sales	£	(8,372,109)	(7,962,917)
Gross Profit / (Loss)	£	8,620,848	11,083,055
Overheads			
Administrative expenses	£	(9,672,903)	(11,285,792)
Inter-company write off	£	(98,807)	(28,892)
Legal settlement and related legal fees	£	(473,975)	(3,493,330)
Total Administrative Expenses	£	(10,245,685)	(14,808,014)
Operating Loss	£	(1,624,837)	(3,724,959)
Other interest receivable and similar income	£	262	1,372
Interest payable and similar charges	£	(678,741)	(456,739)
Loss on Ordinary Activities before Taxation	£	(2,303,316)	(4,180,326)
Taxation on loss on ordinary activities	£	-	59,830
Loss on Ordinary Activities after Taxation	£	(2,303,316)	(4,120,496)
Corporation Tax		***	
Retained Profit / (Loss) for the Year	£	(2,303,316)	(4,120,496)

Power Plate International Limited (In Administration) Joint Administrators' Report to Creditors and Statement of Proposals
16 November 2012

Appendix 2

Receipts and Payments Account

Power Plate International Limited (In Administration) Joint Administrators' Trading Account for the period 24 September 2012 to 15 November 2012

POST APPOINTMENT SALES	£	£
Sales	269 454 60	
Deposits	119 005 99	
20 ,000		388,460 60
TRADING EXPENDITURE		
Rent & service charge	(57,578 23)	
Telephone	(1,042 90)	
Carriage, warehousing and stock costs	(164,523 29)	
Bank charges trading account	(632 40)	
Hire of equipment	(1,846 18)	
Wages	(99,804 09)	
Utilities	(3,400 06)	
Expenses	(10,022 60)	
Marketing	(8 504 34)	
Deposit refunds to customers	(1 180 00)	
,	(165 86)	
Management software	(1,876 61)	
Merchant Services Charges - trading	(625 00)	
Payments to maintain trademarks		(351,201 56)
TRADING SURPLUS//DEFICIT)		37,259 04

TRADING SURPLUS/(DEFICIT)

Notes

The trading account has been prepared on a cash accounting basis

Reporting is net of VAT

Sterling and US Dollars have been combined for ease of presentation and are subject to future conversion at the prevailing rates No allowance for stock movement is included

Power Plate International Limited (in Administration)

Joint Administrators' Receipts & Payments

for the period 24 September 2012 to 15 November 2012

SofA		Fixed Charge	Floating	Total
Estimated to Realise		Charge	Charge	
£		£	£	£
	ASSET REALISATIONS			
1,500 000 00	Intellectual property	0 00	0 00	0 00
1,318,934 92	Stock	0 00	0 00	0 00
250,463 22	Fixed assets	0 00	0 00	0 00
489 006 34	Debtors	0 00	295 097 22	295 097 22
0 00	Cash at bank	0 00	85,235 87	85,235 87
0 00	Bank Interest gross	0 00	2 42	2 42
0 00	Trading surplus/(deficit)	0 00	37 259 04	37 259 04
3 558,404 48		0 00	417 594 55	417 594 55
	COST OF REALISATIONS			
	Barclaycard (pre appointment) offset	0 00	(18,650 68)	(18,650 68)
	Stationery & postage	0 00	(148 46)	(148 46)
	Statutory advertising	0 00	(76 50)	(76 50)
	Bank charges	0 00	(1,297 61)	(1 297 61)
		0 00	(20,173 25)	(20,173 25)
				397,421 30
				391,42130
	REPRESENTED BY			34 042 12
	VAT receivable			370 652 69
	Floating/main current account			3,278 27
	Floating/main current account currency translation adjustment			(10,551 78)
	VAT payable			(10,351.70)

Notes

The SofA comparison is subject to on-going reconciliation and review

All line items are subject to on going reconciliation and review

Sterling and US Dollars have been combined for ease of presentation and are subject to future conversion at the prevailing rates

The sale consideration is not included as it is held in the Joint Administrators' solicitor's Client Account

Power Plate International Limited (In Administration)
Joint Administrators' Report to Creditors and Statement of Proposals
16 November 2012

Appendix 3

Signed Statement of Affairs

Statement of affairs

	Name of company	Company Number
	Power Plate International Limited	05688772
	In the High Court of Justice, Chancery Division Companies Court, London	Court Case Number 7442 of 2012
	(full name of court)	
(a) Insert name and address of registered office of the company	Statement as to the affairs of (a) Power Plate International Limit c/o Duff & Phelps Ltd , 43 45 Portman Square, London W1H 6	
(b) Insert date	On the (b) 24 September 2012, the date that the Company ente	
	Statement of Truth I believe that the facts stated in this Statement of Affairs are a franch complete statement of the affairs of the above named Compat (b) 24 September 2012, the date that the Company entered in Full name Signed A. A	pany as
	Daled 10/29/2012	

ANNEX A INSOLVENCY ACT 1986

DIRECTORS STATEMENT OF AFFAIRS

A - Summary of Assets

Assots	Notes	Book Value £	Estimated to realise £
Assets subject to fixed charge			
Goodwill		0.00	0 00
intellectual proporty		716,829 72	1,500 000
		716,829 72	1,600,000 00
Assets subject to a floating charge			
Fixed Charge Surplus brought down		715,829 72	1,500 000 00
Tangible fixed assets		626,158 06	250 463 22
Investments		0.00	0.00
Stacks		1,758 579 89	1 318,034 92
I rade debtors		815 010 57	489,006 34
Amounts owed from group companies		8 217 731 10	0.00
Other debtors		211 331 87	0.00
Prepayments & accrued income		213 791 41	0 00
Cash		2,310 45	0 00
Deferred tax susset		116,381 00	0 00
Uncharged assets		12,678,064 07	3 558,404 48
		0 00	00
Estimated total assets available for preferential creditors	£	13,394,893 79	3,558,404 48

Signature J. a Sherm Date 10/24/2012

ANNEX A

INSOLVENCY ACT 1986

DIRECTORS STATEMENT OF AFFAIRS

A1 -Summary of Ilabilities

	The second secon	Estimated to realise
Estimated total assets available for preferential creditors (carried from page A)	Ε	3 558 404 48
Liabilities		
Preferential creditors	£ (19,500 00)	:
Estimated (deficiency)/surplus as regards preferential creditors	·- ·- ·- ·- ·- ·- · · · · · · · · · · ·	3 538 904 48
Estimated prescribed part of net property where applicable (to carry forward)	£ 600 000 00	
Estimated total assets available for floating charge holders	k	4 138 904 49
Debts secured by floating charges	£ (3 969 011 8/)	
Estimated (deficiency)/surplus of assets after floating charges	£	169 892 51
Estimated prescribed part of net property where applicable (brought down)	£ (600,000 00)	
Total assets available to unsecured creditors	2	(600 000 00)
Unsecured non preferential claims (excluding any shortfall to itoating charge holders)	(6 580 588 58	
Estimated deficiency/surplus as regarde non-preferential creditors (excluding any shortfall to floating charge holders)		(8 880 298)
Shortfall to floating charge holders (brought down)	£ 159 892 61	
Estimated (deficiency)/surplus as regards creditors	1	(6 710,403 68)
Issued and called up capital	£ (282,506 46	
Estimated total deficiency/surplus as regards members		(6,992,910 14)

Signature J. U. Date 10/24/2012

ANNEX B1

Power Plate International Ltd Secured creditors

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FBME Capital Interest up to 25 September 2012	2,000,000 00 13,194 44 2,013,194 44	Calculated @ 9 5% for 25 days
PPIA Capital Interest up to 25 September 2012	1,315,000 00 24,750 96 1,339,750 96	September calculated for 25 days



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ANNEX 83 Power Pate International (1d Suppler contact details 25 September 2012

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ANNEX B3 Fower Plate International Ltd Supplier contact details 25 September 2012

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ANNEX B3 Power Place International Ud Sepplier contact details 15 September 2012 ANNEX C
Power Plate International Ltd
Shareholder information
25 September 2012

20 Shares at £1 each issued to (100% of shareholding). Power Plate international (A General Partnership) 18100 Von Karman Avenue 150 Invine, CA 92612



Power Plate International Limited (In Administration)
Joint Administrators' Report to Creditors and Statement of Proposals
16 November 2012

Analysis of Time Charged and Expenses Incurred

Power Plate International Limited (in Administration)

Analysis of Joint Administrators' time costs for the period 24 September 2012 to 9 November 2012

Classification of Work Function						Total	Time	Avg Hourly
	Partner	Manager	Senior	Assistant	Support	Hours	Cost	Rete
Administration and Planning				j				
Strategy planning & control	53 25	23 30	0 00	30 05	0 00	106 60	43 175 25	405 0
Cashienng & accounting	0.80	2 20	10 70	17 50	0 00	31 20	7,599 75	243 58
Case review and Case Diary management	0.00	2 80	0 00	28 45	0 00	31.25	6 037.50	193 2
Dealings with Directors and Management	3 00	3 00	0.00	9 35	0 00	15 35	4 422 50	288 1
Statutory matters (Meetings & Reports & Notices)	0 00	0.00	0 10	19 50	0 00	19 60	3,869 50	197 4
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Tax Compliance/Planning	0.00	000	0.00	5 70	0 00	5 70	1 272 00	223 14
Statement of affairs	0.00	0 20	0 00	5 40	0 00	5 60	907 50	162 0
Insurance	0 00	0 00	0 00	1 00	0 00	1 00	175 00	176 0
Creditors	!		1					
Secured Creditors	10 70	4 50	0.00	2 00	0 00	17 20	8 166 50	474 8
Communications with Creditors/Employees	0 70	0.60	0.00	41 15	0 00	42 45	6 079.50	143 2
Non Pref Creditors/Employee claims handling	0 00	0.50	000	13 60	0 00	14 10	3,141 50	222 8
Realisation of Assets								
Sale of Business	70 60	103 70	0 00	38 85	0 ∞0	213 15	90 964 50	426 7
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Freehold and Leasehold Properly	0.00	0.60	0.00	4 10	0 00	4 90	1,272 00	259 5
Hire Purchase and Lease Assets	0.00	0.00	0.00	3 40	0 00	3 40	686 50	2019
Other Tangible Assets	0.00	0.00	0 00	1 80	0 00	1 80	432 00	240 0
Goodwil and Intellectual Property Rights	0 00	0.00	0 00	1 00	0.00	1 00	240 00	240 0
Pre Appointment Tax Reclaims	0 00	000	0 00	0 10	0 00	6 10	24 00	240 0
Trading								
Trading Operations	5 00	94 75	0.00	231 50	0 00	331 25	86 132 50	260 0
Trading Accounting	0.00	8 15	0.00	32 05	0 00	40 20	9 520 00	236.8
Trading Employees	1 10	4 60	0.00	43 85	0.00	49 55	8 978 25	181 2
Trading Relention of Title & Claims handling	0.00	0.30	0 00	4 05	0 00	4 35	771 00	177 2
Trading Insurance	000	000	0 00	2 60	0 00	2 60	619 00	238 0
Trading Hire Purchase Mallers	0.00	000	0 00	0 45	0 00	0 45	96 75	215 0
Total Hours	145 15	259 25	10 80	545 80	0 00	961 00		300 5
Total Fees Claimed	77,407 00	111 385 25	3 132 00	98,910.50	0 00		288,834 75	

Category 2 Diabursements

There are no category 2 disbursements for this case to date

Power Plate International Limited (in Administration)

Analysis of Duff & Phelps' time costs for the period to 24 September 2012

Classification of Work Function						Total	Time	Avg Hourly
	Partner	Маладег	Senior	Assistant	Support	Hours	Cost	Rate
Administration and Planning			}		Ì			
Strategy planning & control	23 45	8 00	0 00	4 20	0 00	35 65	15,900 00	446 00
IPS set up & maintenance	0.00	0 00	1 10	0 00	0 00	1 10	319 00	290 00
Total Hours	23 45	8 00	1 10	4 20	0 00	36 75		441 33
Total Foes Claimed	11,412 00	3,480 00	319 00	1,008 00	0 00		16,219 00	

Category 2 Disbursements

There are no category 2 disbursements for this case to date

Power Plate International Limited (in Administration)
Joint Administrators' Report to Creditors and Statement of Proposals
16 November 2012

Joint Administrators' Agents and Solicitors

Company	` Role
Hilco	Chattels agents – Value the Company's stock and chattel assets including office equipment and third party owned assets, to assist the Joint Administrators in the sale of these assets
Accurate Mailing Limited	Mailing agent – Print and send by post correspondence to the Company's creditors and members
Menzies LLP	Payroll agent – Production of payslips, P45s, P14s, P11ds and P35s for both ex-employees made redundant prior to the Administration and also those employees retained through the Administration period
Speechlys	Solicitors – Draftirig and amending the sale of business contract, assisting with placing the Company into Administration and other ad hoc legal matters
Blick Rothenberg	Tax agents – Review tax position for refunds and complete tax returns for the Administration period

The Joint Administrators' choice of those instructed was based on their perception of the ability and experience to perform this type of work, the complexity and nature of the assignment and the basis of the Joint Administrators' fee arrangement with them

Power Plate International Limited (In Administration)
Joint Administrators' Report to Creditors and Statement of Proposals
16 November 2012

Form 2.21B Creditor's Request for a Meeting

Rule 2.37

Creditor's request for a meeting

	Name of Company	Company number	
	Power Plate International Limited	05688772	
	In the High Court of Justice, Chancery Division, Companies Court, London	Court case number 7442 of 2012	
(a) insert full name and address of the creditor making the request	l (a)	J L	
(b) Insert full name and address of registered office of the company	request a meeting of the creditors of Power Plate International Limited (In Administration) (b) Registered Office c/o Duff & Phelps Ltd 43-45 Portman Square London W1H 6LY		
(c) Insert amount of claim	My claim in the Administration is (c)		
(d) Insert full name(s) and address(es) of creditors concurring with the request (if any) and their claims in the administration if the Requesting creditor's claim is below the required 10%	(d)		
	concur with the above request, and I attach copic concurrence	es of their written confirmation of	
(e) Insert details of the purpose of the meeting	The purpose of the meeting is (e)		
	Signed		
	Dated		

Power Plate International Limited (In Administration)
Joint Administrators' Report to Creditors and Statement of Proposals
16 November 2012

Proof of Debt Form

Proof of Debt -- General Form

Power Plate International Limited (In Administration)		
	Date of Administration 24 September 2012	
1	Name of creditor (If a company please also give company registration number)	
2	For correspondence Address of creditor	
	Contact telephone number of creditor	
	Email address of creditor	
3	Total amount of claim, including any Value Added Tax and outstanding uncapitalised interest as at the date the company went into Administration	
4	Details of any documents by reference to which the debt can be substantiated. (Note There is no need to attach them now but the Administrator may call for any document or evidence to substantiate the claim at his discretion as may the chairman or convenor of any meeting)	
5	If amount in 3 above includes outstanding uncapitalised intorest please state amount	£
6	Particulars of how and when debt incurred (If you need more space append a continuation sheet to this form)	
7	Particulars of any security hold, the value of the security, and the date it was given	
8	Particulars of any reservation of title claimed in respect of goods supplied to which the claim relates	
9	Signature of creditor or person authorised to act on his behalf	
1	Name in BLOCK LETTERS	
İ	Position with or in relation to creditor	
	Address of person signing (if different from 2 ab	ove)
For Adr	ministrators' Use only	
		Admitted for dividend for
		£
		Date Administrator
Auminis	เหลเบเ	ACITIFIESTOF