

# AM10

## Notice of administrator's progress report



Companies House

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

### 1 Company details

Company number 0 5 7 7 6 8 9 4

Company name in full Barnsdale Hills Limited formerly Ingenious Film Partners 3 Limited

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

### 2 Administrator's name

Full forename(s) Lloyd

Surname Hinton

### 3 Administrator's address

Building name/number Allan House

Street 10 John Princes Street

Post town London

County/Region

Postcode W 1 G 0 A H

Country

### 4 Administrator's name ①

Full forename(s)

Surname

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

### 5 Administrator's address ②

Building name/number

Street

Post town

County/Region

Postcode

Country

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

# AM10

## Notice of administrator's progress report

### 6 Period of progress report

From date	d	1	d	2	m	1	m	2	y	2	y	0	y	2	y	1
To date	d	1	d	1	m	0	m	6	y	2	y	0	y	2	y	2

### 7 Progress report

☒ I attach a copy of the progress report

### 8 Sign and date

Administrator's  
signature

Signature

X 

X

Signature date

d	0	d	4	m	0	m	7	y	2	y	0	y	2	y	2
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

# AM10

## Notice of administrator's progress report



### Presenter information

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

Contact name

Layla Marsh

Company name

Insolve Plus Ltd

Address

Allan House

10 John Princes Street

Post town

London

County/Region

Postcode

W 1 G 0 A H

Country

DX

Telephone

020 7495 2348



### Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

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



### Important information

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



### Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

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



### Further information

For further information please see the guidance notes on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

This form is available in an alternative format. Please visit the forms page on the website at [www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

Our Ref: LM/I048H/ 3.1

4 July 2022

**Administrator's Progress Report to Creditors  
For the Period From 12 December 2021 to 11 June 2022**

Dear Sirs

**Barnsdale Hills Limited - In Administration  
High Court of Justice Number 10272 of 2018**

**1. Executive Summary**

This is my report on the progress of the Administration of the Company for the period from 12 December 2021 to 11 June 2022 and should be read in conjunction with my previous progress reports to creditors.

**2. Statutory Information**

Company name:	Barnsdale Hills Limited
Formerly known as:	Ingenious Film Partners 3 Limited
Court name and reference:	High Court of Justice 10272 of 2018
Registered office:	4th Floor Allan House, 10 John Princes Street, London, W1G 0AH
Former registered office:	15 Golden Square, London, W1F 9JG
Registered number:	05776894
Administrator's name:	Lloyd Edward Hinton
Administrator's address:	4th Floor Allan House, 10 John Princes Street, London, W1G 0AH
Administrator's date of appointment:	12 December 2018
Appointed by:	The Company

As the Company had its only place of business at premises in the UK, the EC regulations apply, these proceedings are Main Proceedings as defined in Article 3 of the EC Regulation.

### **3. Administrator's Actions Since Last Progress Report**

I issued my progress report for the period 12 June 2021 to 11 December 2021 on 21 December 2021.

As previously reported, the Company is a member of an Ingenious Film Partners partnership ("the Partnership"), and the Partnership continues to be engaged in a long running tax case with HM Revenue & Customs ("HMRC"). Following the decision of the Upper Tribunal which was received in July 2019, the Partnership was granted permission to appeal the decision to the Court of Appeal on the substantive issues in the case (i.e. "trading" and "view to profit").

On 4 August 2021 the Partnership received the decision of the Court of Appeal. The Court of Appeal reversed the decision of the Upper Tribunal and restored the decision of the First-tier Tribunal that the Partnership was trading with a view to profit.

The effect of restoring the First-tier Tribunal decision is to reduce both the losses available to the Company and its share of taxable income from the Partnership. On receipt of the draft decision, HMRC submitted an application to the Court of Appeal to appeal its decision, which was declined. In the absence of an application to appeal to the Supreme Court, the decision of the Court of Appeal on 4<sup>th</sup> August 2021 represents the final outcome of the tax case (subject to any out of time applications). The impact on the financial statements for the Company upon the Court of Appeal decision has not yet been agreed with HMRC but is expected to be consistent with the estimate of the additional tax and interest liability calculated on the basis of the decision of the First-tier Tax Tribunal. I am awaiting an update regarding the position and will update creditors in due course.

During the period covered by this report, I was contacted by Charles Russell Speechley Solicitors ("CRS") who were instructed by the Company and other associated companies prior to Administration in respect of a Judicial Review application to challenge the basis on which Partner Payment Notices and associated assessments to recapture group relief had been issued and to halt HMRC collecting the amounts demanded on behalf of the Company and other associated companies.

Given the position with the partnerships' tax case, the original reasons for entering into the Judicial Review process have fallen away and I therefore confirmed to CRS that their services were not required going forward. I instructed Solicitors Brecher LLP, of 64 N Row, London W1K 7DA ("Brecher") to assist me in issuing a Notice of Change of Legal Representative and Notice of Discontinuance of the proceedings to both HMRC and the Court. Upon filing the Notice of Discontinuance, as Administrator of the Company I became responsible for the costs of HMRC which totalled £4,000 against the Company. The costs incurred in the Administration are to be split equally between Cradgrove Limited (In Administration) and Langreave Limited (In Administration).

There were various civil claims against the Company and its associated companies, Langreave Limited (In Administration) and Cradgrove Limited (In Administration) ("Ingenious Defendants"). The Claimants and the Ingenious Defendants have resolved their dispute on terms which include the withdrawal of all claims in dishonesty against the Ingenious Defendants. The balance of the terms is confidential. An assignment of insurance policy was signed by me as Administrator of the Company in respect of the insurance cover provided by that policy in respect of adverse costs in April 2022.

No further civil claims remain outstanding against the Company and a Tomlin Order was applied for in respect of the agreement reached.

As previously reported, prior to Administration the Company instructed Reynolds Porter Chamberlain LLP ("RPC") of Tower Bridge House, St Katherine's Way, London E1W 1AA in relation to the proceedings being brought. I have continued with the instruction.

There is certain work that I am required by the insolvency legislation to undertake in connection with the Administration that provides no financial benefit for the creditors. A description of the routine work undertaken since my last progress report is contained in Appendix I.

In order to achieve the objective of the Administration of the Company I will continue to liaise with the Ingenious Group. I will update creditors further in my next progress report.

#### **4. Receipts and Payments Account**

My Receipts & Payments Account for the period from 12 December 2021 to 11 June 2022 is attached to this report, together with a cumulative account for the entire period of Administration, being 12 December 2018 to 11 June 2022. The Company is not registered for VAT, and there have been no receipts or payments during the entire period of the administration to 11 June 2022.

##### **4.1 Assets Remaining to be Realised**

##### **4.2.1 Investments**

The Company retains the right to drawings from the LLP, the majority of which must be used to repay the limited recourse loan received by the Company which financed its investment in the LLP. The drawings available to the Company are driven by the level of film income received by the LLP from its exploitation of the films produced. I am awaiting advice in relation to the investment and security.

#### **5. Liabilities**

##### **5.1 Secured Creditors**

The Company holds an interest in Ingenious Film Partners 3 LLP ("the LLP"). The value of the investment is approximately £5,402,450, and is subject to fixed charges totalling £5,402,450.

An examination of the Company's mortgage register held by the Registrar of Companies, showed that the Company granted 9 outstanding charges registered at Companies House, details of which were provided with my Proposals to creditors dated 29 January 2019. It would appear that these are fixed charges over specific assets. I have instructed solicitors to review the position.

There are provisions of the insolvency legislation that require an Administrator to set aside a percentage of a Company's assets for the benefit of the unsecured creditors in cases where the Company gave a "floating charge" over its assets to a lender on or after 15 September 2003. This is known as the "prescribed part of the net property." A Company's net property is that left after paying the preferential creditors, but before paying the lender who holds a floating charge. An Administrator has to set aside:

- 50% of the first £10,000 of the net property; and
- 20% of the remaining net property;

up to a maximum of £600,000. As there are no floating charges registered, the Prescribed Part provisions will not apply.

##### **5.2 Preferential Creditors**

It was not anticipated that there would be any preferential creditor claims and I confirm no preferential

claims have been received.

### 5.3 Non-preferential unsecured Creditors

The Company has two known intercompany creditors, who are owed a total of approximately £6,773. A claim in the sum of £3,773 has been received.

## 6. Dividend Prospects

### 6.1 Secured creditors

The position regarding the LLP investment and the secured creditors is being reviewed and further information concerning any return to the secured creditors will be provided to creditors in due course.

### 6.2 Non-preferential unsecured creditors

At this stage it does not appear that there will be a return to unsecured creditors.

## 7. Investigation into the Affairs of the Company

During the reporting period there have been no matters arising that justified further investigation in the circumstances of this appointment.

## 8. Pre-Administration Costs

On 19 February 2019 the following pre-administration costs as detailed in my Proposals were approved by the creditors by correspondence;

- The pre-Administration fixed fee of £5,000 plus VAT.
- The costs incurred by Brecher LLP of £3,000 plus VAT

It was decided by the creditors of the connected companies Langreave Limited (in Administration) and Cradgrove Limited (in Administration) that the above fees would be paid from those companies in Administration as there were unlikely to be sufficient realisations to enable payment from the Company. The fees were paid by those companies in the first 6 months of the Administration.

## 9. Administrator's Remuneration

On 19 February 2019, creditors voted on decisions by correspondence that my remuneration be approved on a time cost basis based on a fee estimate of £49,258. My total time costs from 12 December 2018 to 11 June 2022 amount to £37,498 representing time spent of 103 hours at an average charge out rate of £364 of which £4,941 representing 10 hours and 36 minutes at an average charge out rate of £466 was charged in the period from 12 December 2021 to 11 June 2022. The actual blended charge out rate incurred compares with the estimated blended charge out rate of £332 in my fees estimate which is due to the director-level involvement in the case that has been necessary given the nature of the work carried out as detailed at paragraph 3 above.

A schedule of my time costs incurred from 12 December 2021 to 11 June 2022 together with a cumulative of the total time costs incurred for the entire period of my appointment to 11 June 2022 is enclosed.

To date, I have drawn the sum of £32,344 inclusive of VAT, of which £15,480 was drawn in the reporting period. This sum was paid by Langreave Limited (in Administration) and Cradgrove Limited (in

Administration).

I do not anticipate that my total time costs will exceed the fee estimate.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type are available in a series of Guidance Notes issued with Statement of Insolvency Practice 9, and they can be accessed at <https://insolveplus.com/>. There are different versions of these Guidance Notes, and you should refer to the most recent version. Please note that we have also provided further information about an office holder's remuneration and expenses in our practice fee recovery sheet.

## **10. Administrator's Expenses**

Expenses are any payments from the estate which are neither an office holder's remuneration nor a distribution to a creditor or a member. Expenses also includes disbursements. Disbursements are payments which are first met by the office holder and then reimbursed to the office holder from the estate. Expenses are split into:

- Category 1 expenses, which are payments to persons providing the service to which the expense relates who are not an associate of the office holder; and
- Category 2 expenses, which are payments to associates or which have an element of shared costs. Before being paid category 2 expenses require approval in the same manner as an office holder's remuneration.

As reported above, I became responsible for the costs of HMRC upon filing the Notice of Discontinuance in respect of the Judicial Review and therefore I have incurred the sum of £4,000 in costs in relation to the Company. These costs will be paid 50:50 by Langreave Limited (In Administration) and Cradgrove Limited (In Administration).

I have not incurred or paid any Category 2 expenses in the period covered by this report.

I have used the following professional advisors in the reporting period:

<b>Professional Advisor</b>	<b>Nature of Work</b>	<b>Basis of Fees</b>
RPC	Legal advice	Time costs
Brecher LLP	Solicitors	Time costs

The choice of professionals used was based on my perception of their experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of my fee arrangement with them. I also confirmed that they hold appropriate regulatory authorisations. I have reviewed the fees they have charged and am satisfied that they are reasonable in the circumstances of this case.

The choice of RPC was based on my perception of their experience and ability to perform this type of work having previously acted for the Company and the complexity and nature of the assignment. It should be noted that the legal costs in relation to the proceedings will be met by the Ingenious Group.

The choice of Brecher was based on my perception of their experience and ability to perform this type of work. I am satisfied with the charges and that they are reasonable within the circumstances of the case. I also confirmed that they hold appropriate regulatory authorisations.



## **11. Further Information**

An unsecured creditor may, with the permission of the court or with the concurrence of 5% in value of the unsecured creditors (including the creditor in question) request further details of the Administrator's remuneration and expenses, within 21 days of receipt of this report. Any secured creditor may request the same details in the same time limit.

An unsecured creditor may, with the permission of the court or with the concurrence of 10% in value of the unsecured creditors (including the creditor in question), apply to court to challenge the amount and/or basis of the Administrator's fees and the amount of any proposed expenses or expenses already incurred, within 8 weeks of receipt of this report. Any secured creditor may make a similar application to court within the same time limit.

To comply with the Provision of Services Regulations, some general information about Insolve Plus Ltd can be found at <https://insolveplus.com/>

## **12. Summary**

The insolvency legislation has set a 12 month maximum duration for Administrations, unless the duration is extended by the Court or the creditors. I sought a decision from creditors to extend the duration of the Administration for a further period of 12 months. The creditors agreed and therefore the Administration was due to end automatically on 11 December 2020.

Creditors will recall that in light of the tax case with HMRC being ongoing at that time, I made an Application to Court for the Administration to be extended further and on 14 October 2020 the Court made an Order that the period of the Administration be extended to 14 October 2023.

Clarity must be obtained concerning the investment and secured liability position, and the outcome of the legal action with HMRC must be ascertained.

Once these matters have been finalised the Administration will cease and my files will be closed, or the Administration will be converted to a Liquidation, as approved in the proposals.

If creditors have any queries regarding the conduct of the Administration, or if they require hard copies of any of the documents made available on-line, they should contact Layla Marsh by email at [laylamarsh@insolveplus.com](mailto:laylamarsh@insolveplus.com), or by phone on 020 7495 2348.

Yours faithfully



Lloyd Hinton FIPA  
Administrator

The affairs, business and property of the Company are being managed by the Administrator, Lloyd Edward Hinton. The Administrator acts as an agent of the Company and contract without personal liability.

## **Appendix I**

### **I. Administration**

This represents the work involved in the routine administrative functions of the case by the office holder and their staff, together with the control and supervision of the work done on the case by the office holder (and their managers). It does not give direct financial benefit to the creditors but has to be undertaken by the office holder to meet their requirements under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow.

- Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.
- Dealing with all routine correspondence and emails relating to the case.
- Opening, maintaining and managing the office holder's estate bank account.
- Creating, maintaining and managing the office holder's cashbook.
- Undertaking regular bank reconciliations of the bank account containing estate funds.
- Reviewing the adequacy of the specific penalty bond on a quarterly basis and increasing the bond during the period
- Undertaking periodic reviews of the progress of the case.
- Overseeing and controlling the work done on the case by case administrators.
- Preparing, reviewing and issuing 6 monthly progress reports to creditors and members.
- Filing returns at Companies House.
- Preparing and filing Corporation Tax returns.
- Liaising with solicitors and the Ingenious Group as required
- Dealing with all additional 3<sup>rd</sup> party correspondence and signatory requirements relating to the civil claims

**Rule 18.34 – Remuneration and expenses: application to court by a creditor or member on grounds that remuneration or expenses are excessive**

18.34.—(1) This rule applies to an application in an administration, a winding-up or a bankruptcy made by a person mentioned in paragraph (2) on the grounds that—

- (a) the remuneration charged by the office-holder is in all the circumstances excessive;
- (b) the basis fixed for the office-holder's remuneration under rules 18.16, 18.18, 18.19, 18.20 and 18.21 (as applicable) is inappropriate; or
- (c) the expenses incurred by the office-holder are in all the circumstances excessive.

(2) The following may make such an application for one or more of the orders set out in rule 18.36 or 18.37 as applicable—

- (a) a secured creditor,
- (b) an unsecured creditor with either—
  - (i) the concurrence of at least 10% in value of the unsecured creditors (including that creditor), or
  - (ii) the permission of the court, or
- (c) in a members' voluntary winding up—
  - (i) members of the company with at least 10% of the total voting rights of all the members having the right to vote at general meetings of the company, or
  - (ii) a member of the company with the permission of the court.

(3) The application by a creditor or member must be made no later than eight weeks after receipt by the applicant of the progress report under rule 18.3, or final report or account under rule 18.14 which first reports the charging of the remuneration or the incurring of the expenses in question ("the relevant report").

**Rule 18.9 – Creditors’ and members’ requests for further information in administration, winding up and bankruptcy**

18.9.—(1) The following may make a written request to the office-holder for further information about remuneration or expenses (other than pre-administration costs in an administration) set out in a progress report under rule 18.4(1)(b), (c) or (d) or a final report under rule 18.14—

- (a) a secured creditor;
- (b) an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question);
- (c) members of the company in a members’ voluntary winding up with at least 5% of the total voting rights of all the members having the right to vote at general meetings of the company;
- (d) any unsecured creditor with the permission of the court; or
- (e) any member of the company in a members’ voluntary winding up with the permission of the court.

(2) A request, or an application to the court for permission, by such a person or persons must be made or filed with the court (as applicable) within 21 days of receipt of the report by the person, or by the last of them in the case of an application by more than one member or creditor.

(3) The office-holder must, within 14 days of receipt of such a request respond to the person or persons who requested the information by—

- (a) providing all of the information requested;
- (b) providing some of the information requested; or
- (c) declining to provide the information requested.

(4) The office-holder may respond by providing only some of the information requested or decline to provide the information if—

- (a) the time or cost of preparation of the information would be excessive; or
- (b) disclosure of the information would be prejudicial to the conduct of the proceedings;
- (c) disclosure of the information might reasonably be expected to lead to violence against any person; or
- (d) the office-holder is subject to an obligation of confidentiality in relation to the information.

(5) An office-holder who does not provide all the information or declines to provide the information must inform the person or persons who requested the information of the reasons for so doing.

(6) A creditor, and a member of the company in a members’ voluntary winding up, who need not be the same as the creditor or members who requested the information, may apply to the court within 21 days of—

- (a) the office-holder giving reasons for not providing all of the information requested; or
  - (b) the expiry of the 14 days within which an office-holder must respond to a request.
- (7) The court may make such order as it thinks just on an application under paragraph (6).

**Barnsdale Hills Limited formerly Ingenious Film Partners 3 Limited**

**(In Administration)**

**Administrator's Summary of Receipts and Payments (Daybook Basis)**

Statement of Affairs £	From 12 December 2021 To 11 June 2022 £	From 12 December 2018 To 11 June 2022 £
<b>SECURED ASSETS</b>		
5,402,450.00 Investments	0.00	0.00
	<hr/> 0.00	<hr/> 0.00
<b>SECURED CREDITORS</b>		
(5,402,450.00) Chargeholder	0.00	0.00
	<hr/> 0.00	<hr/> 0.00
<b>ASSET REALISATIONS</b>		
6,382.00 Cash at Bank	0.00	0.00
	<hr/> 0.00	<hr/> 0.00
<b>UNSECURED CREDITORS</b>		
(3,773.28) Ingenious Media Limited	0.00	0.00
(3,000.00) Ingenious Media Investments Limited	0.00	0.00
	<hr/> 0.00	<hr/> 0.00
<b>DISTRIBUTIONS</b>		
(1.00) Ordinary Shareholders	0.00	0.00
	<hr/> 0.00	<hr/> 0.00
<b>REPRESENTED BY</b>		
		<hr/> <b>NIL</b> <hr/>

# Case Time Analysis - SIP9 Time & Cost Summary + Cumulative

12 December 2021 to 11 June 2022

Barnsdale Hills Limited formerly Ingenious Film Partners 3 Limited (By Project Code: POST – Post Appointment)

Classification of Work Function	Partner	Manager	Other Senior Professional	Assistants & Support Staff	SIP9 Additional 1	SIP9 Additional 2	Total Hours	Time Cost (£)	Average Hourly Rate (£)	Total Hours Cum (POST Only)	Total Time Costs Cum (POST Only)
Administration & Planning	1.20	0.00	1.70	1.70	0.00	0.00	4.60	1,370.50	297.93	81.00	26,005.50
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	6.00	0.00	0.00	0.00	0.00	0.00	6.00	3,570.00	595.00	15.40	8,781.50
Investigations	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	3.90	1,545.00
Marketing	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Non Chargeable	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Realisation of Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	2.70	1,165.50
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total Hours</b>	<b>7.20</b>	<b>0.00</b>	<b>1.70</b>	<b>1.70</b>	<b>0.00</b>	<b>0.00</b>	<b>10.60</b>	<b>4,940.50</b>	<b>466.08</b>	<b>103.00</b>	<b>37,497.50</b>
<b>Total Fees Claimed</b>								<b>0.00</b>			
<b>Total Expenses Claimed</b>								<b>0.00</b>			