

2.17B

The Insolvency Act 1986

Statement of administrator's proposals

| | |
|---|-----------------------------------|
| Name of Company Clean Power Technologies Limited | Company number 05812360 |
| In the High Court (full name of court) | Court case number 9708 of 2010 |


We
Paul H Finn & Michael Field
Finn Associates (Businesscare) Limited
Tong Hall
Tong
West Yorkshire
BD4 0RR

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

31 January 2011

Signed



Joint Administrator

Dated

31 January 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

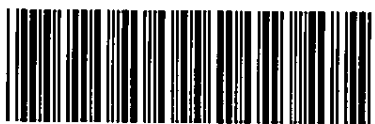
The contact information that you give will be visible to researchers of the

Paul H Finn
Finn Associates (Businesscare) Limited
Tong Hall
Tong
West Yorkshire
BD4 0RR

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



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03/02/2011

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COMPANIES HOUSE

THURSDAY

**CLEAN POWER TECHNOLOGIES LIMITED
IN ADMINISTRATION
('the company' or 'CPTL')**

**ADMINISTRATORS' REPORT AND PROPOSALS
PURSUANT TO PARAGRAPH 49, SCHEDULE B1
OF THE INSOLVENCY ACT 1986**

| | |
|---------------------------------------|---------------------------------------|
| Names of Joint Administrators: | Paul H Finn Michael Field |
| Date of Appointment: | 06 December 2010 |
| Date of Report: | 31 January 2011 |
| Appointed by: | The Directors of the Company |
| Court Reference. | High Court of Justice No 9708 of 2010 |

1. Introduction

- 1 1 The administrators were appointed by the director of the company on 06 December 2010 pursuant to the filing of the statutory notice in due form with the Chancery Division of the High Court of Justice in London. The EC Regulation on Insolvency Proceedings applies in these proceedings which are main proceedings as defined by the Regulation.
- 1 2 Paul Howard Finn is an Insolvency Practitioner licensed by the Institute of Chartered Accountants in England and Wales (licence number 5367), Michael Field is an Insolvency Practitioner licensed by the Insolvency Practitioners' Association (licence number 1586).
- 1 3 Neither the administrators nor any member of Finn Associates had any previous professional relationship with the company or any of its directors or officers.
- 1 4 This document provides information to creditors, including the available options and the administrators' proposals in respect of the way forward.

2. Statutory Information

| | | | |
|------------------------------|---|---------------|------------|
| Date of Incorporation | 10 May 2006 | | |
| Company Number | 05812360 | | |
| Principal Activity | Research and Development of petrol/gasoline hybrid power technology | | |
| Registered Office | Wiston House 1 Wiston Avenue Worthing West Sussex BN14 7QL | | |
| Trading Address | Unit 7/8 E-Plan Industrial Estate New Road Newhaven East Sussex BN9 0EX | | |
| Shareholders | <i>Name</i> | <i>Shares</i> | |
| | Clean Power Technologies Inc | 3 Ord £1 | |
| Directors | Guy F Lindup | appointed | 06/092010 |
| | James Mason | appointed | 30/07/2010 |
| | Michael A Burns | appointed | 30/07/2010 |
| Company Secretary | Michael A Burns | | |
| Parent Company | Clean Power Technologies Inc registered in Canada, which holds 100% of the issued share capital | | |
| Debenture Holder | The Quercus Trust, based in Ontario, Canada, hold a debenture dated 08 June 2010 incorporating fixed and floating charges | | |

3. Trading Results

- 3 1 Figures abstracted from the company's last available accounts made up to 31 August 2009 are attached to this report as Appendix 1

4. Events leading to Administration

- 4 1 In providing the detail within this section, the joint administrators have relied on information abstracted from the company's records and explanations provided by the company's directors
- 4 2 By way of background, the company was incorporated in May 2006 to begin Research & Development activities relating to petrol/gasoline and steam hybrid power technology CPTL originally developed CESAR, the concept of heat recovery units for use on refrigerated trucks Since September 09 however, the company concentrated on landfill applications, as this was considered a quicker route to market
- 4 3 It was envisaged from the outset that the company would require at least three years to bring to market technology primarily consisting of systems designed to reduce emissions and support fuel savings in hybrid vehicles, later extended to technology which produced electricity through waste heat energy in industrial applications Accordingly, losses sustained through development expenditure in each year since inception were covered by funds provided by the The Quercus Trust ('Quercus') through CPTL's parent company Clean Power Technologies Inc
- 4 4 Unfortunately, development of the technology was slower than anticipated with only a single generator unit (operational for testing purposes at a Finmere, Bucks landfill site) having been installed by the third Quarter of 2010
- 4 5 By April 2010 it had become apparent that significant further funding would be required to continue development of the technology, at which point Quercus proposed to provide \$1million in staged payments spread over the following six months, conditional upon agreed changes at Board level Concurrent with this proposal, the company sought further additional funding from the UK Venture Capital market
- 4 6 During September 2010, when preparations were in hand to pursue further funding on the Venture Capital market, difficulty was encountered in quantifying the company's level of indebtedness, following which third party funding was not achieved and in late November 2010, CPTL's parent company also withdrew its offer of financial support
- 4 7 Without further funding, the directors resolved that the company could not continue trading and sought independent advice from Finn Associates, leading to the appointment of the joint administrators
- 4 8 The administrators advise that a great deal of additional information has been provided by CPTL's directors, which information, of a sensitive nature, is currently undergoing consideration by the joint administrators for the purposes of assessing its potential impact (if any) upon the position of creditors At this stage

the joint administrators are treating this information as being covered by qualified privilege, not available for general release. Should this information prove to have material effect on recovery prospects, creditors will be advised accordingly in due course.

5. Objective of the Administration

5.1 The purpose of an administration order is to achieve the following hierarchic objectives:

- a) rescuing the company as a going concern, or
- b) 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
- c) realising property in order to make a distribution to one or more secured or preferential creditors.

5.2 Due to the level of the company's indebtedness and its future trading prospects, it was not possible to rescue the company as a going concern.

5.3 The purpose of the administration in this instance is to realise the company's assets with a view to facilitating a distribution to the company's secured creditor.

6. The Affairs and Business of the company within the Administration

6.1 Working with their appointed solicitors (Morrison & Foerster of Citypoint, One Ropemaker Street, London EC2Y 9AW), and the company directors, the joint administrators conducted a limited review of the business. Messrs Morrison & Foerster have advised the joint administrators on all aspects of the assignment, and assisted with the formalities of appointment.

6.2 The company's bank account was closed and a sum of £3,972.42 was recovered.

6.3 The company had no collectible book debts at the date of appointment and no work in progress capable of completion by the joint administrators. However, with the assistance of the company's directors and employees, trading/development was continued in the immediate short term in order to preserve the business as a whole, during which period offers were sought for CPTL's undertaking and assets.

6.4 Independent agents Key Appraisal, of Temple Chambers, 3-7 Temple Avenue, London, were instructed to value the business as a going concern and upon a cessation. Tangible assets comprised:

- general plant and machinery lying at the company's Newhaven premises
- two motor vehicles
- standard office furniture and equipment
- CPTL development unit stored at Finmere landfill site

- value in intellectual property & goodwill

- 6 5 Key Appraisal offered the business for sale as a going concern through their industry contacts, an initial offer of £76,250 was received from a consortium headed by a former director of the company, followed by a higher offer of £100,000 from a third party, CPTI Acquisition Company Limited, in which the former directors are believed to have no direct financial interest
- 6 6 CPTI Acquisition Company Limited's offer was recommended by the agents and accepted by the joint administrators, the sale completed on 22 December 2010, and full consideration was paid on that day. The consideration, which reflects a significant uplift on break up values, is broken down as follows

| | £ |
|-------------------------------|----------|
| Development Plant & Machinery | 10,000 |
| General Plant & Machinery | 40,000 |
| Motor Vehicles | 6,500 |
| Intellectual Property | 2,500 |
| Goodwill | 37,175 |
| Intangible Assets | 1,498 |
| Records | 1 |
| Contracts | <u>1</u> |
| | 100,000 |

Key Appraisal have confirmed that the vast majority of the plant and machinery is deemed classified as 'fixed plant'

- 6 7 Shortly prior to sale completion, the entirety of the company's staff tendered their resignations, which were accepted by the joint administrators. Subject to any advice received from the Redundancy Payments Office in due course, it is not therefore anticipated that employee claims will arise in the proceedings
- 6 8 The company has one remaining vehicle (estimated to value £8,000) that was not included in the sale contract mentioned at 6 4 above. This vehicle will be sold by the administrators' agents by private tender in due course

7. Receipts and Payments Account

- 7 1 A detailed Receipts and Payments Account appears at Appendix 2 to this report however creditors should note that certain administration liabilities remain unquantified as of the date of this report

8. Statement of Affairs

- 8 1 With the benefit of information provided by the directors, the joint administrators have been able to prepare an estimated Statement of Affairs as at the date of their appointment and, as a consequence, have exercised their powers pursuant to Paragraph 48(2)(a), Schedule B1 Insolvency Act 1986 and Rule 2 31(1) of the Insolvency Rules 1986 and released the directors from the obligation of producing an [additional] Statement. A copy of the Estimated Statement of Affairs

appears at Appendix 3 to this report. It should be noted that the figures are prepared in standard format and do not include any provision for the costs of administration or any subsequent liquidation.

9. Dividend Prospects

9.1 *Secured Creditors & The Prescribed Part*

The Quercus Trust hold fixed and floating charges (dated 08 June 2010) over the entirety of the company's assets and undertaking. The joint administrators, with the assistance of their appointed solicitors, have undertaken a review of the security and confirmed its validity. The total sum outstanding to the debenture holder at the date of appointment, is understood to be £577,171. The terms of the debenture further incorporated a cross guarantee given by CPTL in respect of monies due to Quercus from CPTL's parent company Clean Power Technologies Inc.

The Enterprise Act 2002 brought into force provisions for a fund designated the 'Prescribed Part', to set aside funds for unsecured creditors from the net realisations of assets subject to a floating charge in a debenture. The minimum level of net realisations that should be preserved for distribution to unsecured creditors is currently set at £10,000.

Whereas the 'Prescribed Part' provisions apply in this case, due to the majority of the assets being caught under the debenture holder's fixed charge, net realisations available to the floating charge holder after the costs of realisation are not anticipated to provide any available prescribed part surplus.

9.2 *Preferential Creditors*

The entire workforce having resigned following administration, no preferential claims are anticipated, however this position remains subject to any representations that may be made by former employees to the joint administrators, or the Redundancy Payments Service.

9.3 *Unsecured Creditors*

Unsecured creditors (details of which are enclosed within Appendix 4, entitled 'B – Company Creditors') are estimated to total £3,604,103.45. It should be noted that several entries within Appendix 4 are as yet unquantified, final accounts having not been received by the joint administrators.

Based on current information, it will not be possible to make a distribution to this class of creditor.

10. Administrators' Remuneration and Disbursements

10.1 *Pre Appointment costs*

Costs of £1,701 representing 5.90 hours at an average hourly rate of £288.31 have been incurred in connection with time input prior to appointment in

determining that it would be reasonably likely that the purpose of the administration would be achieved, and towards making the appointment. These costs have been paid as an expense of the administration pursuant to the provisions of Rule 2.67 of the Insolvency Rules 1986.

10.2 Post Appointment costs

The joint administrators' time costs following appointment, up to 31 January 2011 total £30,248, representing 121.70 hours input at an hourly average rate of £248.55. These costs are further analysed as follows:

SIP9 Analysis post administration to 31 January 2011

| Activity Analysis | | Hours | | | Total | Total | Average per hour | |
|-----------------------------|--|------------|-----------------------|-----------|--------|-------------|------------------|--------|
| | | Fee Earner | Principal/ Consultant | Manager | | Admin Staff | Total | £ |
| Administration and Planning | | | 21 80 | 34 00 | 1 10 | 56 90 | 14,156 50 | 248 80 |
| Realisation of Assets | | | 18 10 | 6 10 | | 24 20 | 7,528 50 | 311 10 |
| Creditors | | | 7 60 | 28 90 | 4 10 | 40 60 | 8,563 00 | 190 93 |
| TOTAL HOURS | | | 47 50 | 69 00 | 5 20 | 121 70 | | |
| TOTAL TIME COSTS | | £ | 16,625 00 | 12,999 00 | 624 00 | | 30,248 00 | |
| AVERAGE HOURLY RATE | | £ | 350 00 | 188 39 | 120 00 | | | 248 55 |

To date, joint administrators' fees in the sum of £24,750 have been drawn on account, in accordance with sanction received from the fixed chargeholder.

[an explanation of tasks undertaken according to their respective activity analysis is attached as Appendix 5 to this report together with a note detailing how Finn Associates' internal costs and expenses (category 2 disbursements) are charged]

In accordance with the Statement of Insolvency Practice No. 9 (SIP9) issued by R3, the Association of Business Recovery Professionals, a copy of the Creditors' Guide to Administrators' Fees can be downloaded from the R3 website at www.r3.org.uk/publications/. Should any creditor require a paper copy of SIP9 please so advise and the joint administrators will forward one accordingly.

10.3 Disbursements total £395.95 and are analysed as follows:

| | |
|------------------|---------------|
| | £ |
| Travel | 254.80 |
| Identity Check / | |
| Company Search | 75.00 |
| Facsimile | 5.25 |
| Photocopying | 34.14 |
| Postage | 26.76 |
| Total | 395.95 |

- 10 4 In accordance with Rule 2 106 of the Insolvency Rules 1986, as amended, it is proposed (see 12 1 7 below) 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

11. End of Administration

- 11 1 The practical options open to the joint administrators for exit of the administration are as follows

- Creditors' voluntary liquidation
- Company voluntary arrangement (CVA)
- Deregistration of company (striking off)

- 11 2 For reasons noted previously, it will not be possible to rescue the company as a going concern through a CVA procedure, nor on current information will it be possible to make a distribution to unsecured creditors. Accordingly, the joint administrators consider the likely route out of administration will be through a dissolution of the company

- 11 3 Creditors will however note from the Proposals at Section 12 below that the exit route has been left open to facilitate the adoption of an alternative strategy, should the position materially alter

12 Administrators' Proposals

- 12 1 *The joint administrators propose the following*

- 12 1 1 To continue the administration and 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

- 12 1 2 They continue to wind down the business in an orderly manner and realise the assets of the company

- 12 1 3 To do all such other things and generally exercise all of their powers as contained in Schedule 1 of the Insolvency Act 1986, as they, in their sole and absolute discretion consider desirable or expedient in order to achieve the purpose of the administration

- 12 1 4 In the event that the joint administrators form the view that a distribution can be made to unsecured creditors, to take the necessary steps to place the company into creditors' voluntary liquidation, and that Paul Howard Finn and Michael Field of Finn Associates (Businesscare) Limited be appointed joint liquidators. In accordance with Paragraph 83(7) of Schedule B1 to the Insolvency Act 1986 and Rule 2 117(B) of the Insolvency Rules 1986 (as amended) the creditors may nominate a different person as the proposed liquidator, provided such nomination is made before these proposals are approved

- 12 1 5 In the event that the joint administrators form the view that a distribution cannot be made to unsecured creditors and once all outstanding matters have been satisfactorily completed by the joint administrators, they shall take the steps necessary to give notice to the Registrar of Companies to the effect that the company has no property which might permit a dividend to the creditors, at which stage the administration will cease
- 12 1 6 That the pre administration costs further detailed within this report be confirmed
- 12 1 7 That the joint administrators' remuneration be fixed by reference to the time properly spent by them and their staff in attending to matters arising within the administration to be determined by the rates applied by the firm of Finn Associates
- 12 1 8 That the joint administrators' be authorised to draw their firm's internal costs and expenses ("category 2 disbursements") [if any] in dealing with the administration
- 12 1 9 That the joint administrators be authorised to instruct agents and solicitors as they deem necessary to discharge their duties within the administration
- 12 1 10 That, upon the company proceeding into creditors' voluntary liquidation, or dissolution as set out above, the joint administrators' discharge from liability, pursuant to Paragraph 98 Schedule B1 shall take effect either upon the passing of the resolution winding up the company or upon the dissolution of the company, as appropriate
- 12 1 11 In the event the company is placed into creditors' voluntary liquidation
- i) that the joint liquidators' remuneration be fixed by reference to the time properly spent by them and their staff in attending to matters arising in the liquidation
 - ii) that the joint liquidators be authorised to draw their internal disbursements and costs ("category 2 disbursements")

13. Creditors' Meeting

- 13 1 In accordance with paragraph 52 of Schedule B1 to the Insolvency Act 1986, a creditors' meeting will not be held, however the administrators shall summon an initial creditors' meeting, if requested to do so by 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 12 days from the date of this report. Creditors are reminded that the costs of any meeting called shall be paid for by them and that a deposit will be required for such purpose. Such costs may be ordered to be paid as an expense of the administration if the meeting so resolves

14 Other Matters

- 14 1 Under Section 7(3) of the Company Directors' Disqualification Act 1986 and Rule 4(4) of the Insolvent Companies (Reports on Conduct of Directors) Rules 1996, the administrators are required to file conduct reports with the Secretary of State in respect of the former directors and other officers of the company. Creditors are invited to provide the administrators with any information which they believe may be relevant and assist in this process.
- 14 2 If any creditor has any information concerning the company's affairs that they would like to bring to the administrators' attention, these should be submitted in writing to the administrators at Finn Associates, Central Administration, Tong Hall, Tong, West Yorkshire, BD4 0RR.

Dated the 31 day of January 2011



Paul H Finn
Joint Administrator

APPENDIX I
ABSTRACT FROM ACCOUNTS TO
31 AUGUST 2009

CLEAN POWER TECHNOLOGIES LTD

BALANCE SHEET

31 August 2009

| | Note | £ | 2009 £ | 2008 £ |
|--|------|----------------|--------------------|--------------------|
| FIXED ASSETS | | | | |
| Tangible assets | 7 | | <u>457,603</u> | <u>238,208</u> |
| CURRENT ASSETS | | | | |
| Debtors | 8 | 80,858 | | 21,150 |
| Cash at bank and in hand | | <u>3,021</u> | | <u>39,561</u> |
| | | 83,879 | | 60,711 |
| CREDITORS: Amounts falling due within one year | 9 | <u>195,561</u> | | <u>64,268</u> |
| NET CURRENT LIABILITIES | | | <u>(111,682)</u> | <u>(3,557)</u> |
| TOTAL ASSETS LESS CURRENT LIABILITIES | | | <u>345,921</u> | <u>234,651</u> |
| CREDITORS: Amounts falling due after more than one year | 10 | | <u>2,775,388</u> | <u>1,462,526</u> |
| | | | <u>(2,429,467)</u> | <u>(1,227,875)</u> |
| CAPITAL AND RESERVES | | | | |
| Called-up equity share capital | 14 | | 3 | 3 |
| Profit and loss account | | | <u>(2,429,470)</u> | <u>(1,227,878)</u> |
| DEFICIT | 15 | | <u>(2,429,467)</u> | <u>(1,227,875)</u> |

These financial statements were approved and signed by the director and authorised for issue on 15 February 2010


A. MITHA

Company Registration Number 5812360

The notes on pages 9 to 14 form part of these financial statements

APPENDIX 2
RECEIPTS & PAYMENTS ACCOUNT

**Clean Power Technologies Limited
(In Administration)**

**Joint Administrators' Abstract of Receipts and Payments
to 31 January 2011**

| RECEIPTS | Total (£) |
|----------------------|--------------------------|
| Sale of Business | 100,748 14 |
| Cash at Bank | 3,972 42 |
| | <u>104,720 56</u> |
| PAYMENTS | |
| Administrators' Fees | 24,750 00 |
| Agents/Valuers Fees | 5,641 12 |
| Legal Fees | 23,394 80 |
| Vat Receivable | 9,412 54 |
| | <u>63,198 46</u> |
| Balances in Hand | 41,522 10 |
| | <u><u>104,720 56</u></u> |

*the figures are shown Net of VAT

*the balance in hand is held in an interest bearing account at the Royal Bank of Scotland

APPENDIX 3
ESTIMATED STATEMENT OF AFFAIRS

Insolvency Act 1986

Clean Power Technologies Limited

Estimated Statement Of Affairs as at 06 December 2010

| | Book Value £ | Estimated to Realise £ | £ |
|--|-----------------|---------------------------|-------------------------|
| ASSETS SUBJECT TO A FIXED CHARGE | | | |
| Leasehold Improvements | 149,000 | Nil | |
| Development Equipment | 50,000 | 2,500 | |
| Plant & Machinery | 119,000 | 34,000 | |
| | | | 36,500 |
| less due to The Quercus Trust under a fixed charge | | | 577,171 |
| Shortfall | | | <u>540,671</u> |
| ASSETS SUBJECT TO A FLOATING CHARGE | | | |
| Motor Vehicles | 8,000 | 6,000 | |
| Fixtures, Fittings and Equipment | 64,000 | 2,500 | |
| Plant & Machinery | 1,000 | Nil | |
| Stock | 1,000 | Nil | |
| Debtors | 5,000 | Nil | |
| Cash and Bank | 4,000 | 4,000 | |
| | | | <u>12,500</u> |
| Shortfall to floating chargeholder carried down | | | <u>528,171</u> |
| UNSECURED NON-PREFERENTIAL CLAIMS | | | |
| Parent Company | | 3,367,763 | |
| Trade & Expense Creditors | | 106,694 | |
| HM Revenue & Customs | | 129,646 | |
| Estimated deficiency as regards non-preferential creditors (excluding any shortfall to floating charge holders) | | | <u>3,604,103</u> |
| Shortfall to floating charge holder brought down | | | 528,171 |
| Deficiency as regards creditors | | | <u>4,132,274</u> |
| ISSUED AND CALLED UP CAPITAL | | | |
| Ordinary Shareholders | | | 3 |
| TOTAL DEFICIENCY | | | <u><u>4,132,277</u></u> |

NOTE

No provision has been made in respect of a 'Prescribed Part' (i.e. an amount made available for non-preferential creditors to be paid out of floating charge assets) as it is envisaged that after costs the net amount available will fall below the prescribed minimum of £10,000. Should this position materially alter then a Prescribed Part may apply, in which event creditors will be advised accordingly.

APPENDIX 4
SCHEDULE OF CREDITORS

Finn Associates
Clean Power Technologies Limited
B - Company Creditors

| Key | Name | Address | £ |
|------|--------------------------------|---|--------------|
| CH01 | HMRC | Insolvency Operations, Queens Dock, Liverpool, L74 4AF | 2,420 00 |
| CL00 | AJ Lever | | 0 00 |
| CA00 | Allianz | 60 Gracechurch Street, London, EC3V 0HR | 0 00 |
| CA01 | AST Connections | Satellite House, Bessemer Way, Harfreys Industrial Estate, Great Yarmouth, NR31 0LX | 72 97 |
| CA02 | Aviva | c/o Foster Leighton & Co, Kings Wharf, The Quay, Exeter, Devon, EX2 4AN | 0 00 |
| CA03 | Aztech Telecoms | Unit H, Hove Technology Centre, St Joseph's Close, Hove, BN3 7ES | 359 60 |
| CB00 | Boc | Customer Service Centre, PO Box 12, Priestley Road, Worsley, Manchester, M28 2UT | 551 89 |
| CB03 | British Gas | Millstream, Maidenhead Road, Windsor, Berkshire, SL4 5GD | 0 00 |
| CB01 | BT | Providence Row, Durham, DH98 1BT | 18 56 |
| CC02 | CEF Ltd | Unit 15, Euro Business Park, New Road, Newhaven, BN9 0DQ | 56 21 |
| CC01 | Chantrey Vellacott DFK | Russell Square House, 10-12 Russell Square, London, WC1B 5LF | 44,310 05 |
| CC04 | Clean Power Technologies Inc | 436 - 35th Avenue NW, Calgary, Alberta, T2K/0C1, Canada | 3,367,763 00 |
| CC00 | COH Baines Ltd | Unit 3 Buckingham House, Longfield Road, Tunbridge Wells, TN2 3EY | 17 69 |
| CD00 | DG & C J Eade | 26 Glynn Road, Peacehaven, East Sussex, BN10 8AT | 0 00 |
| CE01 | E-On Energy Ltd | Newland House, 49 Mount Street, Nottingham, NG1 6PG | 0 00 |
| CE00 | E-Plan Management Comcoany Ltd | Display House, Portslade, East Sussex, BN41 1DH9 | 913 28 |
| CE02 | Expansion Media LLC | 2105 Natalie Lane, Birmingham, Alabama, 35244, USA | 2,870 78 |
| CF00 | First Found | St James's Buildings, Oxford Street, Manchester, M1 6FQ | 91 66 |
| CF01 | Foster Leighton & Co | King's Wharf, The Quay, Exeter, EX2 4AN | 0 00 |
| CF02 | Fry Heath Spence | The Gables, Massetts Road, Horley, Surrey, RH6 7DQ | 0 00 |
| CL02 | G Lindup | Unit 7/8 E-Plan Industrial Estate, New Road, Newhaven, East Sussex, BN9 0EX | 50 96 |
| CH03 | Harwood King Fine Arts | Unit 4, E Plan Estate, New Road, Newhaven, BN9 0EX | 0 00 |
| CH02 | HMRC | Durrington Bridge House, Barrington Road, Worthing, BN12 4SE | 127,226 04 |
| CH05 | Hobbes & Towne Inc | PMB 269, Valley Forge, PA19462, USA | 47,887 21 |
| CH04 | Hodson & Co | Wiston House, 1 Wiston Avenue, Worthing, BN14 7QL | 0 00 |
| CI00 | Investorcom | Commerce House, Telford Road, Bicester, Oxfordshire, OX26 4LD | 0 00 |
| CJ00 | JMB Additions | 16 Corsica Road, Seaford, BN25 1BD | 0 00 |
| CL01 | Lewes District Council | PO Box 128, Lewes, Sussex, BN7 9DB | 1,503 00 |
| CB04 | M Burns | Unit 7/8 E-Plan Industrial Estate, New Road, Newhaven, East Sussex, BN9 0EX | 170 82 |
| CC03 | M Cucinotta | Unit 7/8 E-Plan Industrial Estate, New Road, Newhaven, East Sussex, BN9 0EX | 116 51 |

Signature _____

Finn Associates
Clean Power Technologies Limited
B - Company Creditors

| Key | Name | Address | £ |
|-----------------------------|--------------------------------|---|---------------------|
| CM00 | Mole Valley District Council | Pippbrook, Dorking, Surrey, RH4 1SJ | 137 00 |
| CN00 | N-Power | Windmill Hill Business Park, Whitehill Way, Swindon, SN5 6PB | 0 00 |
| CP00 | Parker Hannifin Ltd | Automation Group, SSD Drives Europe, New Courtwick Lane, Littlehampton, BN17 7RZ | 6,137 00 |
| CS02 | Sky Digital | PO Box 43, Livingston, West Lothian, EH54 7DD | 0 00 |
| CS00 | South Coast Hydraulics | Unit 1, Kings Crescent, Shoreham-by-Sea, BN43 5LE | 28 20 |
| CS01 | South East Water | Customer Services Department, Rocfort Road, Snodland, Kent, ME6 5AH | 53 61 |
| CS04 | Southern Water | PO Box 41, Worthing, Sussex, BN13 3NX | 0 00 |
| CS03 | Sutton & East Surrey Water Plc | London Road, Redhill, RH1 1LJ | 0 00 |
| CQ00 | The Quercus Trust | Greenberg Glusker Fields & Machtinger, 1900 Avenue of the Stars, 21st Floor, Los Angeles, CA 90067, USA | 577,171 00 |
| CT00 | Travis Perkins | New Road, Newhaven, Sussex, BN9 0HE | 27 21 |
| CV00 | Viking Direct | PO Box 279, Leicester, LE3 1YU | 64 61 |
| CV01 | Vodafone Ltd | Vodafone House, The Connection, Newbury, RG14 2FN | 264 85 |
| CV02 | Voith | Alexander Strasse 2, 89522, Heidenheim, Germany | 0 00 |
| CW01 | Wanner International Ltd | Units 8/9 Fleet Business Park, Sandy Lane, Hampshire, GU52 8BF | 990 74 |
| CW00 | Waste Transfer UK Ltd | Unit 3, Cradle Hill Industrial Estate, Seaford, BN25 3JE | 0 00 |
| 45 Entries Totalling | | | 4,181,274.45 |

Signature _____

APPENDIX 5
CREDITORS' GUIDE TO FEES AND COSTS

Creditors' Guide to the Fees, Expenses and Disbursements charged by Finn Associates
Rates applicable from 01 January 2011

Insolvency Practitioner's Licensing Body

Paul Howard Finn (no 5367) is licensed by The Institute of Chartered Accountants in England and Wales, Chartered Accountants' Hall (Moorgate Place), PO box 433, London, EC2R 6EA

Michael Field (no 1586) is licensed by the Insolvency Practitioner's Association, Valiant House, 4 – 10 Heneage Lane, London, EC3A 5DQ

Insolvency Practitioners' Fees

Where it has been agreed by resolution of the creditors or the creditor's committee that the office holder's remuneration will be calculated by reference to the time properly given by the insolvency practitioner and his staff in attending to matters arising in the administration, then such remuneration will be calculated in units of 6 minutes at the following hourly rates

| Grade | Hourly Rate Standard £ | Hourly Rate Complex £ |
|----------------------------|------------------------------|-----------------------------|
| Principals/Consultants | 285 – 415 | 465 – 545 |
| Managers | 185 – 275 | 295 – 395 |
| Administrators | 135 – 185 | |
| Assistants / Support Staff | 60 – 140 | |

Charge out rates are exclusive of valued added tax and subject to an annual review. Creditors will be advised of any alteration thereto

In cases of exceptional complexity, the insolvency practitioner reserves the right to seek authority from the secured creditor(s), the committee or the creditors generally that remuneration shall be fixed either by reference to the higher complex hourly rate noted above or as a percentage of the value of the assets which are realised or distributed or both

For remuneration purposes the insolvency practitioner's staff includes other directors and consultants within Finn Associates together with Finn Associates employees

Expenses and Disbursements

Category 1 – Disbursements charged at actual cost

The payment of Category 1 disbursements will be a charge against the estate to recover the costs of the actual disbursement, including insolvency bonds, oath fees, company searches, redirection of mail, accommodation and subsistence, hire of meeting rooms or any other miscellaneous item paid out in respect of the administration of the estate. A separate amount will be charged by way of an expense to recover the cost of Category 2 disbursements provided by the insolvency practitioner's firm

Category 2 – Disbursements involving a service provided by the Insolvency Practitioner's firm

Category 2 disbursements will include storage of company's books and records at the insolvency practitioner's own storage facility. The books and records will be stored in archive boxes and a storage fee will be charged at the rate of £5.50 per box per year. This charge covers the transportation of records from the company's premises, storage and retrieval of books and records in storage for administration purposes. The provision of boxes is charged at £3.10 per box and the destruction of such books and records 15 months after the completion of the insolvency administration is charged at £3.75 per box

The charge for the use of in-house meeting rooms will be a flat rate of £100 per meeting. This includes where requested, the use of computer and media facilities and refreshments

Travelling by motor vehicle on business for the administration of the insolvency will be charged to the estate per mile at the appropriate rate currently published by the "AA" for the type of vehicle and engine size used

All circulars will be sent out by first class post, with the actual cost of postage charged as a Category 1 disbursement. Stationery and photocopying will be charged out at a flat rate per sheet depending upon the size of the circular run, viz

| No. of Sheets | Pence per Sheet |
|---------------|-----------------|
| 1 - 25 | 25 |
| 26 – 50 | 12 |
| 51 plus | 7 |

Telephone, mobile, email and facsimile costs are recovered using actual facsimiles received and sent as a cost centre, charged at £1.50 per sheet outgoing and £0.75 per sheet incoming

Identity checks are carried out on (amongst others) all instructing directors. These form part of our obligations under the Money Laundering Regulations and are charged at £25 per identity check

Company searches are charged at £50 per company

All 'Category 2' charges are subject to periodic review, notice of which will be provided to creditors as part of the normal reporting procedure

Notes to the time and charge-out summary

Classification of work function

The headlines provided in the analysis are as set out in best practice guidelines and include but are not limited to the following

1. Administration & Planning

- Case planning
- Case set up routines
- Companies House Searches
- Periodic partner/manager reviews
- Correspondence with solicitors
- Securing the premises/liaising with advising agents
- File maintenance
- Client identity checks
- Ethical/compliance checks
- Filing documents at Companies House
- Advertising
- Preparing & issuing notices as required by the Insolvency Act 1986
- Case closure

2. Creditors

- Ongoing correspondence with company's unsecured creditors
- Agreeing claims of unsecured creditors
- Ongoing liaison with HM Revenue & Customs
- Liaison with secured creditors
- Reporting to unsecured creditors

3. Asset Realisation

- Negotiations in respect of a sale of the business
- All correspondence with associated parties relating thereto
- Action regarding recovery of other monies owed

4. Investigation

- Investigation into demise of the Company
- Statutory reporting to the Insolvency Service

APPENDIX 6

FORM 2.21B

Rule 2.37

Creditor's request for a meeting

Name of Company

Clean Power Technologies Limited

Company number

05812360

In the
High Court of Justice

(full name of court)

Court case number
9708 of 2010

(a) Insert full name and
address of the creditor
making the request

I (a)

(b) Insert full name and
address of registered
office of the company

request a meeting of the creditors of (b)
Clean Power Technologies Limited
Wiston House
1 Wiston Avenue
Worthing
BN14 7QL

(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 copies of their written confirmation of
concurrence

(e) Insert details of the
purpose of the meeting

The purpose of the meeting is (e)



Signed

Paul H Finn, Joint Administrator

Dated

31 January 2011