

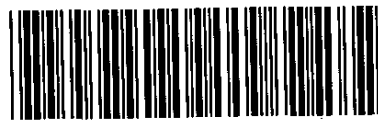
AM23

Notice of move from administration to dissolution



Companies House

SATURDAY



A12 *A7IERY7T* #272
10/11/2018
COMPANIES HOUSE

1 Company details

Company number 0 8 0 7 4 0 7 0

Company name in full Premier Children Services Limited

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

2 Court details

Court name High Court of Justice, Chancery Division,
Manchester District Registry

Court number 3 0 6 8 / 2 0 1 8

3 Administrator's name

Full forename(s) Stephen

Surname Clancy

4 Administrator's address

Building name/number The Chancery

Street 58 Spring Gardens

Post town Manchester

County/Region

Postcode M 2 1 E W

Country

AM23

Notice of move from administration to dissolution

5

Administrator's name ①

Full forename(s)

Steven

Surname

Muncaster

② Other administrator

Use this section to tell us about another administrator.

6

Administrator's address ②

Building name/number

The Chancery

Street

58 Spring Gardens

Post town

Manchester

County/Region

Postcode

M 2 1 E W

Country

② Other administrator

Use this section to tell us about another administrator.

7

Final progress report☒ I have attached a copy of the final progress report

8

Sign and dateAdministrator's
signature

Signature

X  X

Signature date

d 0 d 9 m 1 m 1 y 2 y 0 y 1 y 8

AM23

Notice of move from administration to dissolution



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 Callum O'Brien

Company name Duff & Phelps Ltd.

Address The Chancery

58 Spring Gardens

Post town Manchester

County/Region

Postcode

M

2

1

E

W

Country

DX

Telephone +44 (0) 161 827 9000



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 or email 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

Final Progress Report to Creditors

9 November 2018

**Premier Children Services Limited ✓
(In Administration)**

*Joint Administrators' Final Progress Report to Creditors and Members
For the period from 23 May 2018 to 9 November 2018 together with a
summary of the Administration as a whole*

Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
the Agents	BiLFINGER GVA, the independent agents who were instructed to value and sell the assets of the Company
the Appointment Date	23 November 2016, being the date of appointment of the Joint Administrators
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
the Cumulative Period	23 November 2016 to 9 November 2018
the Company	Premier Children Services Limited (In Administration) (Company Number: 08074070)
DBEIS	Department for Business, Energy & Industrial Strategy
the Directors	Victoria Breeze, Lindsey Blickem and Justin Rolph, the directors of the Company
Duff & Phelps	Duff & Phelps Ltd., The Chancery, 58 Spring Gardens, Manchester, M2 1EW
FSCS	Financial Services Compensation Scheme
HMRC	HM Revenue and Customs
the Joint Administrators	Stephen Clancy and Steven Muncaster of Duff & Phelps
the Pension Trustees	Greyfriars Asset Management, Berkeley Burke SIPP, Krestons SIPP, Liberty SIPP, Hartleys Lifetime SIPP, Ethika, Corinthian Pantheon Trust, Alltrust SIPP, The WGF Ventures Retirement Benefit Scheme, STM Life Assurance PCC, Envisage Ltd, Quantum Trust and EFIG Diamond Personal
Prescribed Part	Pursuant to Section 176A of the Act, 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 creditors
the Previous Progress Reports	The Joint Administrators First Progress Report to Creditors dated 20 June 2017; The Joint Administrators Second Progress Report to Creditors dated 20 December 2017; and The Joint Administrators Third Progress Report to Creditors dated 21 June 2018
the Proposals	The Joint Administrators' Report to Creditors and Statement of Proposals dated 12 January 2017

the Purchaser	Artemis Young Person's Care and Education Services Limited
the Reporting Period	23 May 2018 to 9 November 2018
the Rules	The Insolvency (England & Wales) Rules 2016 (as amended)
the Secured Creditor	Mayfield Trustees Limited / Dixcart Trust Corporation Limited, the holder of a fixed and floating charge over the Company's assets
the Security Trustee	Mayfield Trustees Limited, the holder of a fixed and floating charge over the Company's assets
SFCS	Sussex Fostering & Children's Services Limited
SIPP	Self-Invested Personal Pension
SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
SIP13	Statement of Insolvency Practice 13 – Industry best practice for Insolvency Practitioners in relation to disclosure of connected party transactions
SOA	Statement of Affairs, documentation supplied by the Directors outlining the Company's financial position as at the Appointment Date
the Solicitors	Knights Professional Services Limited, independent third party solicitors appointed by the Joint Administrators'
the Subsidiary Companies	SFCS and UCH, the subsidiary companies owned 100% by the Company
VAT	Value Added Tax
UCH	Unique Care Homes Limited

Contents

1. Introduction
2. Summary of Proposals
3. Progress of the Administration
4. Investigations
5. Liabilities and Dividends
6. Pre-Administration Costs
7. Costs and Expenses
8. Joint Administrators' Receipts and Payments Account
9. Statement of Creditors' Rights
10. Conclusion and Ending the Administration

Appendices

1. Statutory Information
2. Copy of Approved Proposals
3. Analysis of Time Charged and Expenses Incurred
4. Revised Fee Estimate
5. Joint Administrators' Receipts and Payments Account
6. Statement of Creditors' Rights
7. Form AM23 – Notice of Move from Administration to Dissolution

1. Introduction

- 1.1 The Joint Administrators were appointed over the Company on the Appointment Date by the Directors of the Company pursuant to Paragraph 14 of Schedule B1 to the Act.
- 1.2 *In accordance with Paragraph 100(2) of Schedule B1 to the Act, the functions of the Joint Administrators are being exercised by either of the Joint Administrators.*
- 1.3 The Administration was extended until 22 November 2018 with the consent of the Secured Creditor on 20 November 2017 to enable sufficient time to make a distribution to the Secured Creditor and pursue the outstanding loan account from a connected party. In addition, the Joint Administrators required further time to consider the pursuant of potential further claims against various third parties for the benefit of creditors.
- 1.4 The purpose of this final progress report is to provide creditors with a final account of the progress of the Administration in the Reporting Period, together with a summary of the Administration as a whole.
- 1.5 The report should be read in conjunction with the Previous Progress Reports and the Proposals.
- 1.6 This is the Joint Administrators' final progress report.

2. Summary of Proposals

- 2.1 As previously advised, the Joint Administrators' proposals for achieving the purpose of the Administration, namely realising property in order to make a distribution to one or more secured or preferential creditors were deemed approved by creditors on 24 January 2017.
- 2.2 As advised in the Proposals, the Joint Administrators must perform their functions with the purpose of achieving one of the following 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.
- 2.3 The first objective was not achieved as there were insufficient funds and realisations available to enable the Company to be rescued as a going concern.
- 2.4 The second objective was not achieved as there was no evidence to suggest that it would have been a better result for the Company's creditors as a whole than if the Company was wound up.
- 2.5 The Joint Administrators achieved the third objective as a distribution was made to the Secured Creditor under their fixed charged security. Please refer to Section 5 of this report for further details.
- 2.6 A copy of the approved Proposals is attached at Appendix 2.

3. Progress of the Administration

- 3.1 The manner in which the affairs and business of the Company have been managed since the Appointment Date is set out below.

Asset Realisations in the Reporting Period

Bank Interest

- 3.2 Gross bank interest of £606 has been received in the Reporting Period.
- 3.3 The majority of Company funds were held in a high interest-bearing account. On 15 March 2018, these funds and the interest accrued were transferred to the Joint Administrators' estate bank account in preparation for the distribution to be made to the Secured Creditor.
- 3.4 On 30 July 2018, the Company funds were transferred to a non-interest bearing account to mitigate any CT liability prior to the distribution to the Security Trustee.
- 3.5 No other assets were realised in the Reporting Period.

Asset Realisations in the Administration as a Whole

Sale of Shareholding in Subsidiary Companies

- 3.6 As reported in the First Progress Report, following a targeted marketing exercise and valuation of the shares in the Subsidiary Companies conducted by the Agents, two offers were received from two connected parties. The Solicitors advised that the terms of one of the two offers were not feasible, because of the conditionality attached to the offer, and therefore this offer was rejected. An offer from the Purchaser for the sum of £1,150,000 was duly accepted.
- 3.7 This offer was recommended by the Agents as it represented the best value for the creditors of the Company within the time constraints afforded to the Joint Administrators and took into account the sensitive nature of the services provided by the Subsidiary Companies. The Agents commented that the share sale required careful management and the positive engagement of the Directors to ensure the services offered by the Subsidiary Companies were protected and that commissioners and regulators were assured with respect to the safety and stability of the services.
- 3.8 The exchange of contracts took place on 3 February 2017 and the sale completed on 1 March 2017. The consideration was split between the Subsidiary Companies as follows:

Subsidiary	Consideration
SFCS	£900,000
UCH	£250,000
Total	£1,150,000

- 3.9 The shares were purchased by a connected party. Therefore, in accordance with SIP13, the full details of the transaction are set out below:

Nature of the Transaction	A sale of the 100% shareholding in the Subsidiary Companies
Amount of Consideration	£1,150,000
Date Consideration Paid	1 March 2017
Name of Purchaser	Artemis Young Person's Care and Education Services Limited
Details of Connected Parties	The three directors of the Company are also directors of the Purchaser. The individuals are Victoria Breeze, Lindsey Blickem and Justin Rolph.

3.10 Based upon legal advice received, the sale of the shares in the Subsidiary Companies constituted a fixed charge realisation.

3.11 There are no other shares to be realised for the benefit of the estate. Therefore, no further realisations are expected from this source.

Transfer of Tax Losses

3.12 During the Administration, the Joint Administrators received an offer of £20,000 for the transfer of the Company's pre-Administration tax losses to UCH. The Joint Administrators sought advice from an independent firm of accountants, Langricks Limited, to confirm that the offer was at a reasonable level, which was subsequently confirmed by them.

3.13 As HMRC disallowed the use of these losses by UCH the sum of £20,000 was refunded to the Joint Administrators during the Administration as had previously been agreed with the directors of UCH.

3.14 The tax losses were purchased by a connected party and therefore in accordance with SIP 13, the full details of the transaction are set out overleaf:

Nature of the Transaction	A transfer of the Company's pre-Administration tax losses
Amount of Consideration	£20,000 which is refundable if the losses cannot be used by the purchaser
Date Consideration Paid	26 September 2017
Name of Purchaser	Unique Care Homes Support Limited
Details of Connected Parties	The three directors of the Company are also directors of UCH. The individuals are Victoria Breeze, Lindsey Blickem and Justin Rolph

3.15 The Joint Administrators' time costs of £4,229 have been incurred in realising these tax losses. Expenses of £2,750 plus VAT were charged by Langricks Limited and £2,500 plus VAT by Harold Sharp Limited, which are directly related to the realisation of this asset.

3.16 No further realisations are expected in respect of these tax losses.

Other Matters

3.17 In the Previous Progress Reports, creditors were advised that the Joint Administrators have issued a demand for payment, via the Solicitors, to a connected company in relation to an outstanding loan account of c£177,000. The connected party was able to provide evidence that the loan account had been repaid prior to the Administration. As such, the sum is no longer being pursued.

- 3.18 It was also advised that the Joint Administrators had conducted interviews with the Directors, former directors and management in order to better understand transactions which took place in the first two years of incorporation, including the fundraising activities of the Company and investments it made with the funds received from loan note holders.
- 3.19 Following discussions with the Secured Creditor regarding the merits of continuing with the above investigations, it was decided that no further estate funds would be utilised in pursuing these lines of investigation any further. The Secured Creditor advised the Joint Administrators' to conclude these investigations and have the remaining funds in the estate distributed to the loan note holders, in accordance with the security in place.
- 3.20 A first and final distribution has now been made to the Secured Creditor during the Reporting Period of £627,115. The Secured Creditor is now agreeing claims to make a distribution to the individual secured loan note holders in line with the investments made.
- 3.21 There were no other known assets of the Company to be realised for the benefit of the estate.

4. Investigations

- 4.1 The Joint Administrators have complied with their statutory obligation to file a report with DBEIS concerning the conduct of all Directors of the Company that served in the three years prior to the Joint Administrators' appointment. The content of this report is confidential and was submitted to the Insolvency Practitioners Unit on 20 February 2017.
- 4.2 There are no outstanding lines of enquiry.

5. Liabilities and Dividends

Secured Creditors

- 5.1 In consideration for the monies advanced by the loan note holders via the Security Trustee, the Company granted the Security Trustee a debenture, which confers fixed and floating charges over all of the assets of the Company dated 22 August 2013. The Security Trustee was originally Harold Sharp Limited. However, Mayfield Trustees Limited took over as Security Trustee on 3 October 2014. Companies House does not reflect this change.
- 5.2 According to the SOA, the Company's indebtedness to the loan note holders as at the Appointment Date was approximately £6.8 million, subject to accruing interest and charges. A number of individual loan note holders and some SIPP's have submitted their claims in the Administration. Such claims will be dealt with by the Security Trustee as part of the claims adjudication process to be undertaken by the Security Trustee.
- 5.3 During the Administration, it came to the Joint Administrators' attention that approximately one third of loan note holders invested in the Company prior to the debenture security being created on 22 August 2013. According to legal advice sought by the Joint Administrators' from the Solicitors, any loan note holders who invested their monies with the Company prior to 22 August 2013 will not be covered by the security, and therefore will rank as non-preferential creditors in the Administration estate.
- 5.4 According to the Company's records, the total sum invested prior to the debenture security being created was in the region of £3 million. Therefore, secured debt totals circa £3.8 million, excluding interest and charges.
- 5.5 There have been insufficient realisations to repay the Security Trustee, and therefore the secured loan note holders, in full.

- 5.6 The Joint Administrators have made a first and final distribution of circa 16.5 pence in the pound to the Security Trustee in the Reporting Period, who will in turn now be making distributions to individual loan note holders and/or to the Pension Trustees. This will be done by agreeing the total secured claim based on claims derived from the Company's records and documentation provided by the individual loan note holders.

Preferential Creditors

- 5.7 Following the Appointment Date, the Company's sole employee was made redundant.
- 5.8 This former employees' salary was fully paid up to date. Therefore, there have been no preferential claims against the Company.

Prescribed Part

- 5.9 The Company granted a floating charge to the Security Trustee on 22 August 2013 and the Prescribed Part provisions will apply.
- 5.10 As previously reported, the sale of the shares in the Subsidiary Companies constitutes a fixed charge realisation. Floating charge realisations total £20,000 in respect of the transfer of tax losses and the net property has been calculated to be less than £10,000.
- 5.11 Therefore, in the absence of any further floating charge realisations, the Joint Administrators disapplied the Prescribed Part, pursuant to S.176A(3) of the Act.

Non-Preferential Creditors

- 5.12 According to information provided to the Joint Administrators, non-preferential creditors total £92,852, all of which relates to Trade & Expense Creditors. This figure differs from the SOA figure, which is £18,905.
- 5.13 In addition, and as detailed in Section 5.3 above, it came to light that investments made by certain individual loan note holder prior to the debenture security being created on 22 August 2013, will also rank as non-preferential claims in the Administration. These investments total approximately £3 million.
- 5.14 There have been insufficient realisations to enable a distribution to the non-preferential creditors of the Company.

6. Pre-Administration Costs

- 6.1 On 27 January 2017, the following amounts in respect of Pre-Administration costs (plus VAT) were approved by the Secured Creditor and to be paid out of the assets of the Company:

Name of Recipient	Brief Description of Services Provided	Total Amount Incurred (£)
Duff & Phelps	The Joint Administrators pre-appointment remuneration through discussing the upcoming appointment with the Directors, the Secured Creditor, the agents and solicitors, internal planning meetings in connection with the Administration	11,332
Duff & Phelps	The Joint Administrators' pre-appointment disbursements in relation to ground travel when meeting the security trustee and when using courier services for Company books and records	20
JMW Solicitors LLP	Assist with placing the Company into Administration, drafting appointment documents and advising on other ad hoc legal matters	4,218
Total Pre-Administration Costs		£15,570

- 6.2 The costs of Duff & Phelps have been paid for from funds realised in the Administration. It's understood that the sum due to JMW Solicitors LLP has been settled by the Directors.

7. Joint Administrators' Costs and Expenses

- 7.1 The Joint Administrators' basis of remuneration was approved on the basis of time properly charged by the Secured Creditor on 27 January 2017. The drawing of Category 2 Disbursements was also approved on the same date.
- 7.2 The original fee estimate approved by the Secured Creditor was for a total of £195,105, which effectively acted as a cap of the Joint Administrators' fee which may be drawn. Due to the fact that the level of time costs incurred exceeded this initial fee estimate, the Joint Administrators submitted a revised fee estimate to the Secured Creditor totalling £330,269. The Fee Estimate, Expenses Estimate and Fee Narrative were provided to creditors in the Previous Progress Reports. Approval has since been received from the Secured Creditor to draw remuneration at the level of this revised fee estimate totalling £330,269.
- 7.3 Since the Appointment Date, the Joint Administrators have drawn remuneration of £330,269 in relation to post-appointment matters, of which £135,164 has been drawn in the Reporting Period.
- 7.4 No further remuneration will be drawn by the Joint Administrators, and any outstanding time costs will be not be recovered.
- 7.5 A copy of the revised fee estimate is attached at Appendix 4.
- 7.6 The time costs charged in the Reporting Period by the Joint Administrators are analysed at Appendix 3. Time costs total £30,185, representing 96 hours at an average charge out rate of £316.
- 7.7 In accordance with SIP 9, the Joint Administrators have provided creditors with additional information regarding major areas of time during the Reporting Period recorded below:

- Time costs of £7,589 have been incurred under the heading Secured Creditors. This relates to dealing with individual loan note holders secured creditor claims and referring them onto the Security Trustee. The time incurred will also relate to assisting in the opening of the Secured Creditor's bank account for distribution.
- Time costs of £5,044 have been incurred under the heading Statutory Matters (Meetings, Reports & Notices). This relates to time spent completing the Joint Administrators Third Progress Report to Creditors dated 21 June 2018 and completing any further statutory requirements in the Liquidation.
- Time costs of £3,657 have been incurred under the heading Statement of Affairs. This relates to time spent reviewing potential post appointment assets in comparison to the SOA provided by the Directors.
- Time costs of £2,284 have been incurred under the heading Cashiering & Accounting. This relates to time spent dealing with the Liquidation bank account including bank reconciliations, payments and journals for receipt of funds.
- Time costs of £1,931 have been incurred under the heading Case Review & Case Diary Management. This relates to time spent reviewing the case on a regular basis and completing tasks specified by diary lines, which ensure that all statutory matters on the case are completed within the required time limit.

7.8 The time costs charged during the Administration by the Joint Administrators are analysed at Appendix 3. Time costs total £343,440, representing 927 hours at an average charge out rate of £370.

7.9 In accordance with SIP 9, the Joint Administrators have provided creditors with additional information regarding major areas of time during the Administration recorded below:

- Time costs of £165,790 have been incurred under the heading Administration & Planning. This has not provided a direct benefit to creditors, but relates to time spent reviewing the case on a regular basis; dealing with the Administration estate account, including bank reconciliations, payments and journals for receipts of funds; liaising with former directors; reviewing potential post appointment assets in comparison to the SOA provided by the Directors; completing reports, notices and all statutory requirements; strategy planning to proactively progress the Administration; and meeting all tax obligations regarding VAT and CT whilst dealing with the realisation of the tax losses to UCH.
- Time costs of £55,162 have been incurred under the heading Creditors. This relates to dealing with correspondence from the Security Trustee and answering queries from individual loan note holders. The Joint Administrators' have also been liaising with the SIPP's in respect of the investors they represent. Furthermore, this relates to dealing with the secured creditors claims and assisting in the opening of the Secured Creditor's bank account.
- Time costs of £73,952 have been incurred under the heading Investigations. This relates to time spent conducting an investigation into the Company's conduct prior to the Administration and submitting a report to the Insolvency Practitioners Unit, which is a statutory obligation. In addition, time was also spent on further investigations that could have potentially resulted in additional realisations for the benefit of creditors.

- Time costs of £48,572 have been incurred under the heading Realisation of Assets. This is in relation to time spent liaising with interested parties, the Agents and the Solicitors in negotiating a sale of the shares in the Subsidiary Companies to the Purchaser, for the sum of £1,150,000.

7.10 The Joint Administrators have incurred professional expenses and disbursements since the Appointment Date, which are detailed at Appendix 3.

8. Joint Administrators' Receipts and Payments Account

8.1 A detailed Receipts and Payments Account for the Reporting Period and the Cumulative Period for the whole of the Administration is shown at Appendix 3.

8.2 As at the end of the Cumulative Period, there is a nil balance in the Administration estate bank account.

9. Statement of Creditors' Rights

9.1 Information regarding the fees and disbursements of Administrators, including the rights to challenge such costs, are attached at Appendix 6.

10. Conclusion and Ending the Administration

10.1 The Joint Administrators consider that they are now in a position to conclude the Administration and cease to act. No further reports will be issued.

10.2 As outlined previously, it is the intention of the Joint Administrators to exit the Administration by moving the Company into Dissolution.

10.3 All assets have now been realised apart from those where it has not been commercially viable to do so, as explained earlier in this report. The Company will be automatically dissolved three months after the Notice of Moving from Administration to Dissolution has been filed by the Registrar of Companies. The relevant documentation was sent to Companies House on the 9 November 2018.

10.4 Creditors have resolved that the Joint Administrators will be discharged from liability under Paragraph 98 of Schedule B1 to the Act upon filing the end of the Administration or their appointment otherwise ceasing.

10.5 If you have any queries or require any further assistance, please do not hesitate to contact my colleague Callum O'Brien.



Stephen Clancy
Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators, Stephen Clancy and Steven Muncaster, who act as agents for the Company and without personal liability. Both are licensed by the Insolvency Practitioners Association and are bound by the Insolvency Code of Ethics

Appendix 1

Statutory Information

Statutory Information

Date of Incorporation	17 May 2012
Registered Number	08074070
Company Directors	Victoria Elizabeth Breeze Lindsey Victor Blickem Justin James Rolph
Company Secretary	Victoria Elizabeth Breeze
Shareholders	Acquiro Investment Group Ltd – 65% Elizabeth Mary O'Shea – 5% Jonathan Paton – 5% Yannis Alexandros Loucopoulos – 5% Justin Rolph – 5% Andrew Sweeney – 5% Lororton Investments Ltd – 4% Victoria Breeze – 3.5% Lindsey Blickem – 2.5%
Trading Address	Holland House 1-5 Oakfield Sale Cheshire M33 6TT
Registered Office	Current: The Chancery 58 Spring Gardens Manchester M2 1EW Former: Holland House 1-5 Oakfield Sale Cheshire M33 6TT
Any Other Trading Names	None

Appendix 2

Copy of Approved Proposals

Joint Administrators' Proposals

13.1 The Joint Administrators proposals were approved as follows:

- 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 remaining property which might permit a distribution to its creditors, at which stage the Administration will cease.
- 13.1.4 That the Joint Administrators, where they consider that there are funds available to be distributed to the unsecured creditors (other than under the Prescribed Part) take the necessary steps to put the Company into either Creditors' Voluntary Liquidation or into Compulsory Liquidation as they deem appropriate. It is proposed that the Joint Administrators, currently Stephen Clancy and Steven Muncaster 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 2.117A 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 Insolvency Act 1986, upon filing the end of the Administration or their appointment otherwise ceasing.
- 13.1.6 That the Joint Administrators' remuneration be fixed by reference to the time properly given by them and their staff in attending to matters arising in the Administration.
- 13.1.7 That the Joint Administrators' Fee Estimate in the total sum of £195,105 is approved.
- 13.1.8 That the Joint Administrators be authorised to draw their company's internal costs and expenses in dealing with the Administration ("Category 2 Disbursements").
- 13.2 Pursuant to Rule 2.33(5) of the Rules, the proposals in paragraphs 13.1.1 to 13.1.4 above were deemed to be approved by the creditors on 24 January 2017.
- 13.3 The Joint Administrators will be seeking the following specific resolutions from the Secured Creditor:
 - 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 be fixed by reference to the time properly given by them and their staff in attending to matters arising in the Administration.
- 13.3.3 That the Joint Administrators' Fee Estimate in the total sum of £195,105 is approved.
- 13.3.4 That the Joint Administrators be authorised to draw their company's internal costs and expenses in dealing with the Administration ("Category 2 Disbursements").
- 13.4 The pre-Administration costs, detailed at Section 7 of this report, will also be put to the Secured Creditor for approval, although these costs do not form part of the proposals.

Appendix 3

Analysis of Time Charged and Expenses Incurred

74184 PREMIER CHILDREN SERVICES LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 13/11/2016 to 23/11/2016

ADP-Admin. - Pre Appt.

Classification of Work Function	Hours					Total Hours	Time Cost £	Avg Hourly Rate £
	Managing Director	Manager	Senior	Assistant	Support			
Administration and Planning								
Dealings with Directors and Management	0.00	13.50	0.00	0.00	0.00	13.50	5,670.00	420.00
IPS set up & maintenance	0.00	0.00	0.80	0.00	0.00	0.80	228.00	285.00
Strategy planning & control	0.00	9.00	4.10	1.00	0.00	14.10	5,063.50	359.11
Creditors								
Secured Creditors	0.00	0.00	1.30	0.00	0.00	1.30	370.50	285.00
Investigations								
Financial review and investigations (S238/239 etc)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Hours:	0.00	22.50	6.20	1.00	0.00	29.70		381.55
Total Fees Claimed: £	0.00	9,450.00	1,767.00	115.00	0.00		11,332.00	

74184 PREMIER CHILDREN SERVICES LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 23/05/2018 to 09/11/2018

ADM-Admin. - Post Appt.

Classification of Work Function	Hours					Total Hours	Time Cost £	Avg Hourly Rate £
	Managing Director	Manager	Senior	Assistant	Support			
Administration and Planning								
Case review & Case Diary management	3.00	0.40	0.00	1.50	0.00	4.90	1,930.50	393.98
Cashiering & accounting	0.00	2.50	0.80	5.00	0.00	8.30	2,283.50	275.12
Statement of affairs	6.90	0.00	0.00	0.00	0.00	6.90	3,657.00	530.00
Statutory matters (Meetings & Reports & Notices)	0.00	2.20	8.80	7.60	0.00	18.60	5,043.50	271.16
Strategy planning & control	0.40	3.00	3.85	5.70	0.00	12.95	3,524.75	272.18
Tax Compliance / Planning	1.70	2.10	1.40	1.90	0.00	7.10	2,529.00	356.20
Creditors								
Communications with Creditors / Employees	0.00	4.70	0.90	2.40	0.00	8.00	2,681.50	335.19
Non Pref Creditor claims adjudication & dist'n	0.00	0.00	0.00	1.50	0.00	1.50	270.00	180.00
Non Pref Creditors / Employee claims handling	0.00	0.00	0.00	0.80	0.00	0.80	144.00	180.00
Secured Creditors	0.00	9.60	8.30	6.75	0.00	24.65	7,588.75	307.86
Investigations								
CDDA & reports & Communication	0.00	0.00	1.20	0.40	0.00	1.60	448.00	280.00
Financial review and investigations (S238/239 etc)	0.00	0.20	0.00	0.00	0.00	0.20	84.00	420.00
Total Hours:	12.00	24.70	25.25	33.55	0.00	95.50		316.07
Total Fees Claimed: £	6,360.00	10,399.00	8,358.25	5,067.25	0.00		30,184.50	

74184 PREMIER CHILDREN SERVICES LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 23/11/2016 to 09/11/2018

ADM-Admin. - Post Appt.

Classification of Work Function	Hours					Total Hours	Time Cost £	Avg Hourly Rate £
	Managing Director	Manager	Senior	Assistant	Support			
Administration and Planning								
Case review & Case Diary management	50.20	2.70	3.90	9.35	0.00	66.15	30,133.50	455.53
Cashiering & accounting	4.60	7.20	5.70	13.95	0.00	31.45	9,612.25	305.64
Dealings with Directors and Management	3.80	37.55	1.70	0.50	0.00	43.55	18,327.00	420.83
IPS set up & maintenance	0.00	0.20	0.00	2.60	0.00	2.80	545.50	194.82
Statement of affairs	23.90	0.00	0.00	2.45	0.00	26.35	12,981.25	492.65
Statutory matters (Meetings & Reports & Notices)	8.70	17.70	54.90	39.60	0.00	120.90	36,288.00	300.15
Strategy planning & control	40.20	34.40	26.45	21.40	0.00	122.45	47,324.50	386.48
Tax Compliance / Planning	9.50	10.70	2.20	2.20	0.00	24.60	10,577.50	429.98
Creditors								
Communications with Creditors / Employees	16.30	24.40	22.30	36.30	0.00	99.30	31,482.50	317.04
Non Pref Creditor claims adjudication & dist'n	0.00	0.00	0.00	1.50	0.00	1.50	270.00	180.00
Non Pref Creditors / Employee claims handling	0.00	0.40	2.10	3.30	0.00	5.80	1,218.00	210.00
Secured Creditors	0.00	32.00	23.70	6.75	0.00	62.45	22,155.75	354.78
Investigations								
CDDA & reports & Communication	0.00	80.00	2.90	33.15	0.00	116.05	38,773.75	334.11
Financial review and investigations (S238/239 etc)	0.00	73.70	11.70	0.00	0.00	85.40	34,843.50	408.00
Forensic Sales Ledger Investigation	0.00	0.00	1.00	0.00	0.00	1.00	335.00	335.00
Realisation of Assets								
Freehold and Leasehold Property	0.00	5.50	0.00	0.00	0.00	5.50	2,310.00	420.00
Sale of business	9.40	92.75	5.00	5.00	0.00	112.15	46,262.00	412.50
Total Hours:	166.60	419.20	163.55	178.05	0.00	927.40		370.33
Total Fees Claimed: £	88,298.00		53,519.25	25,645.25	0.00		343,440.00	

Appendix 4

Revised Fee Estimate

Fees Estimate

Premier Children Services Limited (In Administration)

Revised Fee Estimate for the Whole Period of the Extended Administration

Administration - Post Appointment (New)								
Classification of Work Function	Hours					Total Hours	Time Cost (£)	Avg. Hourly Rate
	Partner	Manager	Senior	Assistant	Support			
Admin & Planning:								
Case review and Case Diary management	47.50	3.50	3.00	6.00	0.00	60.00	28,475.00	474.58
Cashiering & accounting	5.00	3.50	3.50	7.50	0.00	19.50	6,327.50	324.49
Dealings with Directors and Management	5.00	40.00	2.00	1.00	0.00	48.00	20,235.00	421.56
IPS set up & maintenance	0.00	0.20	0.00	3.00	0.00	3.20	519.00	162.19
Statement of affairs	13.90	0.00	0.00	2.45	0.00	16.35	7,681.25	469.80
Statutory matters (Meetings, Reports and Notices)	12.50	17.50	20.00	35.00	0.00	85.00	25,450.00	299.41
Strategy planning & control	45.00	30.00	17.50	15.00	0.00	107.50	44,225.00	411.40
Tax Compliance/Planning	9.00	10.00	0.00	0.30	0.00	19.30	8,013.50	467.02
Creditors:								
Communications with Creditors/Employees	12.00	20.00	15.00	30.00	0.00	77.00	23,910.00	310.52
Non Pref Creditors/Employee claims handling	0.00	0.40	1.70	2.50	0.00	4.60	940.00	204.35
Secured Creditors	8.00	27.50	25.00	10.00	0.00	70.50	25,240.00	358.01
Investigations:								
CDDA, reports & Communication	0.00	78.60	0.00	32.25	0.00	110.85	37,110.75	334.78
Financial review and investigations (S238/239 etc)	5.00	97.50	22.50	10.00	0.00	135.00	52,250.00	387.04
Forensic Sales Ledger Investigation	0.00	0.00	1.00	0.00	0.00	1.00	320.00	320.00
Realisation of assets:								
Freehold & Leasehold Property	0.00	5.50	0.00	0.00	0.00	5.50	2,310.00	420.00
Sale of Business	9.40	92.75	5.00	5.00	0.00	112.15	46,262.00	412.50
Total Hours	172.30	426.95	116.20	160.00	0.00	875.45		
Total Estimated Fees	91,319.00	179,319.00	37,184.00	23,200.00	0.00		330,269.00	

Appendix 5

Joint Administrators' Receipts and Payments Account

Premier Children Services Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments

Statement of Affairs £	From 23/05/2018 To 09/11/2018 £	From 23/11/2016 To 09/11/2018 £
	SECURED ASSETS	
600,000.00	Shareholding in Subsidiary Companies	1,150,000.00
	Gross bank interest - fixed account	2,139.54
	<u>536.53</u>	<u>1,152,139.54</u>
	COSTS OF REALISATION	
	Joint administrators' remuneration	330,269.00
	Joint administrators' disbursements	1,309.60
	Legal Fees	36,221.50
	Legal Disbursements	1,185.00
	Pre-Appointment Remuneration	11,332.00
	Pre-Appointment Disbursements	20.00
	Accountants Fees	7,250.00
	Irrecoverable VAT	900.00
	<u>(135,164.00)</u>	<u>(388,487.10)</u>
	SECURED CREDITORS	
	Chargeholder (1)	627,114.54
	<u>(627,114.54)</u>	<u>(627,114.54)</u>
	ASSET REALISATIONS	
	Transfer of Tax Losses	20,000.00
	Bank Interest Gross	461.06
	<u>69.75</u>	<u>20,461.06</u>
	COST OF REALISATIONS	
	Land Registry Charges	11.00
	Accountants Fees	9,500.00
	Agents/Valuers Fees	39,250.00
	Legal Fees	20,495.00
	Legal Disbursements	34.87
	Corporation Tax charges	450.21
	Irrecoverable VAT	87,022.98
	Storage Costs	196.87
	Bank Charges	38.03
	<u>(31,266.61)</u>	<u>(156,998.96)</u>
600,000.00	(792,938.87)	0.00
	REPRESENTED BY	
		NIL

Note:

Appendix 6

Statement of Creditors' Rights

Premier Children Services Limited (In Administration) ("the Company")

STATEMENT OF CREDITORS RIGHTS

Rule numbers refer to Insolvency (England & Wales) Rules 2016 (as amended)

Section numbers refer to Insolvency Act 1986

'Office-holder' is refers to Stephen Clancy and Steven Muncaster of Duff & Phelps Ltd., who were appointed Joint Liquidators of the Company 23 November 2016.

Information for creditors on remuneration and disbursements of Administrators

Information regarding the fees and disbursements of administrators, including details of the Duff & Phelps' disbursements policy and hourly charge out rates for each grade of staff that may undertake work on this case, is in a document called "A Creditors' Guide to Administrators' Fees". This can be viewed and downloaded from the Joint Administrators' website at:

<https://www.duffandphelps.co.uk/services/restructuring/corporate-restructuring-and-debt-advisory/creditor-guides-and-employee-fact-sheets>

(click on the document 'Administration (appointment from 1 October 2015)'. Should you require a copy, please contact this office).

Creditors have the right to request information from the Administrator under rule 18.9

A secured creditor, an unsecured creditor with the concurrence of at least 5% in value of the unsecured creditors (including the creditor in question) or any unsecured creditor with the permission of the court may make a written request to the office-holder for further information concerning remuneration or expenses. Such a request must be made within 21 days of receipt of this final progress report and a response will be provided within 14 days of receipt of the request.

Creditors have recourse to court, application to be made within 21 days of the Administrator giving reasons for not providing all the information requested or the expiry of the 14 days within which an Administrator must respond to a request.

Creditors have the right to challenge the Administrator's remuneration and expenses under rule 18.34

A secured creditor, an unsecured creditor with the concurrence of at least 10% in value of the unsecured creditors (including that creditor) or any unsecured creditor with the permission of the court, may make an application to court on the grounds that the remuneration charged or expenses incurred are excessive and/or that the basis fixed for the Liquidator's remuneration is inappropriate. The application to court must be made no later than eight weeks after receipt of the report or account which first reports the charging of the remuneration or the incurring of expenses in question.

Appendix 7

Form AM23 – Notice of move from Administration to Dissolution