

AM22

Notice of move from administration to creditors' voluntary liquidation



Companies House

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

1 Company details

Company number 0 8 7 6 3 7 9 0

Company name in full MBI CLIFTON MOOR LIMITED

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

2 Court details

Court name HIGH COURT OF JUSTICE, BUSINESS AND PROPERTY COURTS
OF ENGLAND AND WALES

Court case number C R - 2 0 2 0 - 0 0 8 4

3 Administrator's name

Full forename(s) ROBERT

Surname ARMSTRONG

4 Administrator's address

Building name/number C/O KROLL ADVISORY LTD

Street THE SHARD

32 LONDON BRIDGE STREET

Post town

County/Region LONDON

Postcode S E 1 9 S G

Country UNITED KINGDOM

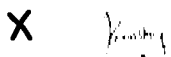
AM22

Notice of move from administration to creditors' voluntary liquidation

5	Administrator's name ①	
Full forename(s)	ANDREW	① Other administrator Use this section to tell us about another administrator.
Surname	KNOWLES	
6	Administrator's address ②	
Building name/number	C/O KROLL ADVISORY LTD	② Other administrator Use this section to tell us about another administrator.
Street	THE CHANCERY	
	58 SPRING GARDENS	
Post town	MANCHESTER	
County/Region	GREATER MANCHESTER	
Postcode	M 2 1 E W	
Country	UNITED KINGDOM	
7	Appointor/applicant's name	
	Give the name of the person who made the appointment or the administration application.	
Full forename(s)	THE COURT	
Surname		
8	Proposed liquidator's name	
Full forename(s)	ROBERT	
Surname	ARMSTRONG	
Insolvency practitioner number	2 1 3 3 2	
9	Proposed liquidator's address	
Building name/number	C/O KROLL ADVISORY LTD	
Street	THE SHARD	
	32 LONDON BRIDGE STREET	
Post town		
County/Region	LONDON	
Postcode	S E 1 9 S G	
Country	UNITED KINGDOM	

AM22

Notice of move from administration to creditors' voluntary liquidation

10	Proposed liquidator's name ^①	
Full forename(s)	ANDREW	① Other liquidator Use this section to tell us about another liquidator.
Surname	KNOWLES	
Insolvency practitioner number	2 4 8 5 0	
11	Proposed liquidator's address ^②	
Building name/number	C/O KROLL ADVISORY LTD	② Other liquidator Use this section to tell us about another liquidator.
Street	THE CHANCERY	
	58 SPRING GARDENS	
Post town	MANCHESTER	
County/Region	GREATER MANCHESTER	
Postcode	M 2 1 E W	
Country		
12	Period of progress report	
From date	d 1 6 m 0 2 y 2 0 y 2 2	
To date	d 0 8 m 0 8 y 2 0 y 2 2	
13	Final progress report	
	<input checked="" type="checkbox"/> I have attached a copy of the final progress report.	
14	Sign and date	
Administrator's signature	Signature 	
Signature date	d 0 8 m 0 8 y 2 0 y 2 2	

AM22

Notice of move from administration to creditors' voluntary liquidation



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 MATTHEW WELDEN

Company name KROLL ADVISORY LTD

Address THE CHANCERY

58 SPRING GARDENS

Post town MANCHESTER

County/Region GREATER MANCHESTER

Postcode M 2 1 E W

Country UNITED KINGDOM

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 and dated 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

8 August 2022

MBI Clifton Moor Limited (In Administration)

Joint Administrators' final Progress Report for the period from 16 February 2022 to 08 August 2022 with a summary of the Administration.

Contents

1. Introduction	1
2. Creditor summary	2
3. Progress of the Administration	3
4. Outcome for Creditors	6
5. Other matters	7
6. Fees, Expenses and Pre-Administration Costs	8
7. Conclusion of the Administration	11

Appendices

Appendix 1 – Statutory information	13
Appendix 2 – Approved Proposals	14
Appendix 3 – Receipts and Payments Account	15
Appendix 4 – Analysis of Expenses Incurred	16
Appendix 5 – Analysis of time charged	18
Appendix 6 – Narrative of work carried out for the Final Period	19
Appendix 7 – Statement of Creditors' rights	21
Appendix 8 – Definitions	22
Appendix 9 – Notice about this report	24

1. Introduction

Philip Duffy and Sarah Bell were appointed Joint Administrators of the Company on the Appointment Date by the Director of the Company.

Following the Block Transfer Order passed in the High Court of Justice, Manchester District Registry, Chancery Division, No. 000356 of 2021, Robert Armstrong and Andrew Knowles replaced the Former Joint Administrators on 16 June 2021.

This report is the Joint Administrators' final Progress Report and provides Creditors with a final account of the Administration of the Company together with a summary of the Administration as a whole.

The Joint Administrators have also explained the exit route from the Administration and the outcome for each class of creditor.

You will find other important information in this final Progress Report such as the costs the Joint Administrators have incurred.

A glossary of the abbreviations and definitions used throughout this document is attached at Appendix 8.

Please also note that an important legal notice about this final Progress Report to Creditors is attached at Appendix 9.

2. Creditor summary

This Progress Report covers the Final Period.

Summary of Proposals

The purpose of the Administration is to achieve one of the following hierarchical objectives:

- Rescuing the Company as a going concern, or
- Achieving a better result for the Company's Creditors as a whole that would be likely if the Company were to be wound up (without first being in Administration), or
- Realising property in order to make a distribution to one or more Secured or Preferential Creditors.

The first objective was not achieved as there were insufficient funds and assets available to enable the Company to be rescued as a going concern.

The second objective was not achieved as there is no evidence to suggest that it is likely that a better result for the Company's Creditors as a whole was achieved than if the Company was wound up.

As detailed in the Joint Administrators' Statement of Proposals and the previous progress reports, the Joint Administrators pursued the third objective, namely realising property in order to make a distribution to one or more Secured or Preferential Creditors.

The Joint Administrators have achieved the third objective as a distribution has been made to RAH following the sale of the Land.

There were no major amendments to or deviations from these Proposals.

A summary of Proposals is included at Appendix 2. A copy of the Statement of Proposals is available via the Website.

Progress to date

The progress of the Administration is set out in Section 3 of this report. This section includes updates on the Administration during the Final Period.

Outcome for Creditors

Secured Creditors

RAH

Following a sale of the Land on 3 September 2021, a distribution was made to RAH in the sum of £248,124.

This was in full and final settlement of the amount due to RAH and as such, RAH is deemed to have been repaid in full.

Rockbridge

There were insufficient funds arising from the sale of the Land to enable a distribution to Rockbridge under its security.

Based on current information, it is uncertain if a distribution will be available to Rockbridge under its security from any future realisations.

Lien Holders

Following the sale of the Land there are insufficient funds available for a distribution to any lien holders.

Lien holders will retain their claims in the subsequent Liquidation, and these will rank as unsecured claims. As advised above based on current information, it is uncertain if a distribution will be available to lien holders from any future realisations.

Preferential Creditors

The Company did not employ any staff and therefore, no preferential claims were received in the Administration.

Unsecured Creditors

According to the Joint Administrators' Estimated Financial Position, Unsecured Creditors total £10,793 and balances of £474,211 are due to associated companies.

Unsecured claims of £2,682 have been received since the Appointment Date.

It is uncertain if there will be sufficient realisations to enable a distribution to be made to the Unsecured Creditors of the Company as this will be dependent on the extent of realisations from the claims against third parties.

Please note, this report provides Creditors with a final account of the Administration of the Company together with a summary of the Administration as a whole. The Joint Administrators' previous progress reports and the Statement of Proposals issued to the Company's Creditors are available to view at the Website and paper copies can be provided free of charge by writing to Perry Eleftheriou of this office.

Unless otherwise stated, all amounts in this Progress Report and appendices are stated net of VAT.

3. Progress of the Administration

This section provides a final update on the strategy for the Administration and progress made, including a summary of the information provided in previous progress reports.

3.1 Strategy and progress to date

Information reviewed by the Joint Administrators to date show that there were 76 investors that purportedly acquired rooms in the proposed care home, all of which did not hold registered leases. The Joint Administrators continue to investigate these agreements and are in correspondence with the Liquidators of MBI Consulting (UK) Ltd to assist with their investigations.

During the Cumulative Period, a sale of the Land completed for a sale price of £315,000. Further information is detailed in section 3.2.1.

3.2 Asset realisations

Realisations during the Cumulative and Final Period are set out in the attached Receipts and Payments Account at Appendix 3.

3.2.1 Land

The main asset of the Company was the underdeveloped land in Tyldesley, Greater Manchester. The site comprises of the Land which is registered at HM Land Registry under the title numbers MAN34746 and MAN34869. The Land was secured and insured by the Joint Administrators.

As previously reported, the Joint Administrators submitted application to Court for permission to sell the Land. In addition, an application to Court was submitted by RAH under Para 43 of Schedule B1 seeking possession of the Land on the basis that it would complete a sale of the Land.

The Joint Administrators consented to the application on the condition that their outstanding costs in preserving and dealing with the proposed sale of the Land be held in an escrow account following any future sale.

During the Cumulative Period, RAH successfully completed a sale of the Land in their capacity as mortgagee in possession for a total consideration of £315,000. A full and final settlement was agreed by the Joint Administrators with RAH, and the sum of £66,876 was remitted to the Joint Administrators. Appendix 3 shows the full value of the sale price along with the effective distribution to RAH from the sale proceeds.

There were insufficient funds arising from the sale of the Land to enable a distribution to Rockbridge under its security.

3.2.2 Intercompany Debtors

Following a full reconciliation of the intercompany position, the total amount owed to the Company from other companies within the NPD group is £479,000.

All of the associated companies are in a formal insolvency process, and it is uncertain whether any of these debts are recoverable.

An update in this regard will be provided in future Liquidation reports.

3.2.3 Original Administration balance

The sum of £1,080 was remitted to the Administration estate following a pre-appointment refund received from HMRC in the Original Administration.

3.2.4 Investigations

The Joint Administrators have a statutory obligation to file a report with BEIS concerning the conduct of the directors of the Company that served in the three-year period prior to the Joint Administrators' appointment. As previously advised, the Joint Administrators have filed their confidential report with the BEIS, the content of this report is confidential.

The investigations into the wider NPD group remain ongoing along with assessing recovery actions against former management and third parties and are inclusive of the Company. A further report in this respect may be submitted to the Insolvency Service upon exhaustion of all current avenues of enquiry.

The Joint Administrators have completed the analyses of the companies' bank accounts, to the extent that the required bank statement data could be obtained.

The Joint Administrators' investigations into the activities of the companies and the operation of the various investment schemes are ongoing in that further work continues to be required in the preparation of claims against third parties. In particular, analyses of email data and other communications are continuing.

The Joint Administrators have sought Counsel's advice on the merits of the claims from the ongoing investigations and the information gathered to date. The Joint Administrators have now received Counsel's opinion on certain claims against third parties. The Joint Administrators are assessing this advice with their lawyers and are liaising with litigation funders/insurers to assess these funding options.

The impending Joint Liquidators' will continue the investigations into the activities of the Company and the operation of the various investment schemes in the subsequent Liquidation.

3.3 Costs

Payments made in the Cumulative and Final Period are set out in the attached Receipts and Payments Account at Appendix 3.

Summaries of the most significant payments during the Administration are provided below:

3.3.1 Property Agents' Fees

The Joint Administrators have paid property agents' fees in respect of the valuation, marketing, and sale of the Land totalling £10,100.

3.3.2 Legal Fees and Disbursements

The Joint Administrators have incurred legal fees and disbursements in respect of assistance with the Paragraph 71 applications, the Paragraph 43 application, assistance with extending the period of the Administration, fee approval and ongoing investigations. These fees also include Counsel's fees.

During the Final Period, the Joint Administrators paid £14,057 in respect of legal fees and disbursements.

During the Cumulative Period, £23,607 was paid in respect of legal fees and disbursements.

3.3.3 Insurance of Assets

The sum of £728 was incurred and paid to Insolvency Risk Services in respect of insurance on the Land prior to the sale to the Purchaser by the Joint Administrators.

3.4 Fees and expenses

The Joint Administrators have detailed the costs incurred during the Cumulative Period, whether paid or unpaid, in the schedule of expenses attached at Appendix 4.

Summaries of the most significant expenses which have been incurred in the Final Period but have not been paid are provided below:

Significant expenses incurred but not paid

Joint Administrators' time costs	£7,689	Total time costs incurred in the Reporting Period is £7,689 see Appendix 5. No fees have been paid during the Cumulative Period. See section 6 for further details in relation to the Joint Administrators' fees.
Joint Administrators' specialist investigations time costs	£427	Total specialist investigations time costs incurred in the Reporting Period is £427 (see Appendix 5). No remuneration was paid during the Reporting Period. See section 6 or further details in relation to the Joint Administrators' fees.
Legal fees - Addleshaw Goddard	£973	The Company's legal advisors, Addleshaw Goddard has incurred legal fees of £973 in assistance with the sale of the Land, negotiating a settlement with RAH and assisting with ad-hoc legal matters that have arisen during the Administration.

4. Outcome for Creditors

4.1 Secured Creditors

RAH

In consideration for the monies advanced under a loan facility, the Company granted RAH a debenture on 16 May 2014, which confers fixed and floating charges over all of the assets of the Company.

As at the Appointment Date, the Company's indebtedness to RAH was approximately £212,000 plus accruing interest and charges.

Following a sale of the Land on 3 September 2021 a distribution was made to RAH in the total of £248,124. This was in full and final settlement of the amount due to RAH and as such, RAH is deemed to have been repaid in full.

Rockbridge

In consideration for the monies advanced under a loan facility, the Company granted Rockbridge a debenture on 21 December 2018, which confers fixed and floating charges over all of the assets of the Company.

Following the sale of the Land, a distribution was not available to Rockbridge under its security in the Administration.

Lien Holders

Where an investor has paid substantially all of the purchase price of a lease but not received a completed lease then they may hold an equitable lien in respect of the Land and this is classed as a form of security under the Act.

Following the distribution to RAH there are insufficient funds from the realisation of the Land to enable a distribution to the lien holders in the Administration.

Lien holders will retain their claims in the subsequent Liquidation and these will rank as unsecured claims.

4.2 Preferential Creditors

The Company did not employ any staff and therefore there are no Preferential Creditors.

4.3 Unsecured Creditors

According to the Joint Administrators' Estimated Financial Position included in the Proposals the Company's Unsecured Creditors total £10,793 and balances of £474,211 are due to associated companies.

These balances are in addition to the sums due to the lien holders.

To date, claims of £2,861 have been received in respect of Unsecured Creditors in the Administration.

It is currently uncertain as to whether there will be a distribution to the Unsecured Creditors as this is depended on the outcome of the recovery action in respect of the ongoing investigations.

The quantum and timing of any such distribution, if available is subject to the costs of the Administration and subsequent Liquidation. An update in this regard will be provided in the subsequent Liquidation.

4.4 Prescribed Part

As detailed above, the Company granted a floating charge to RAH and Rockbridge on 16 May 2014 and 21 December 2018 respectively and therefore the Prescribed Part provisions will apply.

Given Rockbridge has not received a distribution from the sale of the Land, it will have to rely upon its floating charge to receive a distribution from the Company. Therefore, the Prescribed Part will apply.

The quantum and timing of any Prescribed Part distribution is dependent on the level of future floating charge realisations and the costs of the Administration and subsequent Liquidation.

Based upon current estimates, it is uncertain whether any funds will be available to enable a Prescribed Part distribution to Unsecured Creditors.

A further update will be provided in the Liquidation.

5. Other matters

5.1 Creditors' Committee

A Creditors' Committee was not established in the Administration as there were insufficient nominations received by the Joint Administrators.

5.2 Joint Administrators' Receipts and Payments Account

A detailed Receipts and Payments Account for the Final Period is shown in Appendix 3 together with a Cumulative Account for the whole of the Administration.

The sum of £26,236 in the estate bank account will be remitted to the Liquidation estate.

5.3 Creditors' rights

Further information regarding the remuneration and disbursements of the Joint Administrators, including Creditors' rights to challenge such costs is provided at Appendix 7.

6. Fees, Expenses and Pre-Administration Costs

6.1 Fees and expenses

6.1.1 Time costs

It was proposed that the Joint Administrators' fee basis was based on time costs and remuneration will be drawn on the basis of time properly given by the Joint Administrators and their staff in accordance with the revised fee estimate and Kroll's usual charge-out rates for work on this nature.

The Joint Administrators proposed to seek approval for their remuneration from the Secured Creditors.

Approval was not provided by the Secured Creditor and investors; therefore the Joint Administrators have made an application to Court for the approval of the Current Administration remuneration. The order of

Chief Insolvency and Companies Court Judge Briggs made in June 2021 (detailed below) directed that this application be heard at the same time as the application made in the Original Administration. If you would like details of that hearing, please contact the Joint Administrators to request this.

Time has been charged in six-minute units. Details of the time charged for the Final and Cumulative Period are attached at Appendix 5.

Time costs incurred in the Final Period total £7,689, which represents 22 hours at an average hourly rate of £344.

Time costs incurred in the Cumulative Period total £70,021, which represents 194 hours at an average hourly rate of £361.

Specialist investigation time costs incurred in the Final Period total £310 representing 0.7 hours at an average hourly rate of £610.

Specialist investigation time costs incurred during the Cumulative Period total £27,166 representing 18 hours at an average hourly rate of £540.

In accordance with SIP 9, the Joint Administrators have provided further narrative of their time costs incurred at Appendix 6.

Original Administration

Time costs incurred in the Original Administration total £168,987. No fees were drawn in the Original Administration and as previously advised the Joint Administrators with the assistance of their Solicitors made an application to Court for the approval of the basis of the Joint Administrators' fees and fee estimate.

The application made a further request of the Court to make provision for how to fix the quantum of the Joint Administrators' fees. The Joint Administrators were legally obliged to make the application as the relevant Creditors did not approve the fee estimate despite the Joint Administrators offering to agree their fees on a reduced basis. At the time of the retrospective appointment of the administrators the Court also ordered that such fee approval applications were to be made by 29 January 2021.

An initial one-hour directions hearing took place on 15 June 2021 and, in line with the Joint Administrators' request, the Court adjourned the applications so that they can be considered on an efficient basis once more information regarding the outcome of the Administration is known. The hearing for these applications has now been listed to be held on 10 October 2022 at 2.30pm.

That hearing will consider whether the investigations work that the Joint Administrators have carried out should be considered separately to the case specific work in each Administration, and whether the Court should hear the fee approval application made in each Administration together or whether each company should be considered separately. As set out above, the application made in the Current Administration will also be heard at the same time as these matters are dealt with.

As Creditors are aware there are extensive investigations being carried out across the whole of the NPD Group, the adjournment will provide sufficient time to not only allow for assets to be realised but also for litigation claims against the NPD Group's advisors to be progressed.

The Court ordered that the costs of the application rank as an expense of the Administration. It also ordered that the Joint Administrators will be discharged from liability as Administrators in the Original Administration at the same time as the Joint Administrators are discharged from liability in this Administration.

The Joint Liquidators will provide further updates as and when this matter has progressed. Under the order made by the Court, Creditors are entitled to request details from the Joint Administrators of future hearings relating to this matter.

Joinder Application

At the hearing on 15 June some 50 plus investors represented by Alastair Dobbie of Shortlands made an application to be joined as parties to the Joint Administrators' fee approval applications. Following adverse judicial comment from Chief Insolvency and Companies Court Judge Briggs, this application was withdrawn and a costs order was made against Shortlands' clients in favour of the Joint Administrators which was subsequently paid by Shortlands' clients during the period to which this report relates. The purpose of the Shortlands application had been for one or a small number of investors to be appointed as representatives of all investors or categories of investors across the NPD group and for their costs, in particular the legal costs of Shortlands, to be paid as an expense of the Administration, in priority to the claims of Creditors.

During the course of the hearing counsel instructed by Shortlands revised the application so that a representation order was sought in respect only of the (then) 52 clients he represented. He confirmed, however, that his clients only wished to proceed with the application on the condition that their legal costs were paid as an expense of the Administration.

The judge found that the Shortlands application was misconceived and without legal basis. He considered that the condition that Shortlands' clients' costs should be paid as an expense of the Administration was objectionable to the system of class remedy in insolvency proceedings as it would allow those investors to jump ahead of other Creditors in the order of priority to the extent of an unknown amount of costs.

6.1.2 Fees

No remuneration has been drawn by the Joint Administrators during the Final and Cumulative Period.

6.1.3 Expenses

Expenses are any payments from the Administration which are neither an Administrator's remuneration nor a distribution to a creditor or member. Expenses also include disbursements. Disbursements are payments which are first met by the Administrator and then reimbursed to the Administrator from the Administration.

Expenses are divided into those that do not need approval before they are charged to the Administration (Category 1) and those that do (Category 2).

Category 1 expenses are payments to persons providing the service to which the expense relates who are not an associate of the Administrator.

Category 2 expenses are payments to associates or which have an element of shared costs and require approval from Creditors in the same manner as the Administrator's remuneration, whether paid directly from the estate or as a disbursement.

The Joint Administrators provided in their Proposals report to Creditors an estimate of expenses for the Administration, totalling £94,480. This was for information purposes only and could possibly change over the course of the Administration.

Appendix 4 details the final update of the expenses estimate.

Appendix 4 also details the expenses incurred and paid for in the Final Period and the whole of the Administration.

In the Final Period, Category 1 expenses of £973 were incurred.. In the same period, no Category 2 expenses have been incurred or paid.

For the Cumulative Period of the Administration, Category 1 expenses incurred totalled £309,764 the balance outstanding of which will be paid in the subsequent Liquidation. In the same period, no Category 2 expenses have been incurred or paid.

Any outstanding unpaid expenses will be paid in the Liquidation, where funds permit.

6.1.4 Additional information

Also attached at Appendix 6 is a narrative summary of the work carried out to assist Creditors in understanding the progress of the Administration, the associated costs and expenses of the related activities and the financial benefit to Creditors.

Details of how to obtain further information relating to the fees and expenses of the Joint Administrators is set out in Appendix 7.

6.2 Pre-Administration costs

Pre-Administration costs are fees, charges and expenses incurred by the Joint Administrators or their firm, or another person qualified to act as an insolvency practitioner, before the Company entered Administration but with a view to it doing so.

The Joint Administrators have not incurred any Pre-Administration costs.

7. Conclusion of the Administration

The Joint Administrators have now concluded the Administration. This is the Joint Administrators' final report on the Administration and no further reports will be issued.

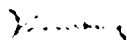
The Joint Administrators have filed a copy of this final Progress Report with the Registrar of Companies, together with the requisite notices to place the Company into Creditors' Voluntary Liquidation.

The Joint Administrators will cease to act when these documents are registered by the Registrar of Companies and on the same date will be discharged of liability in respect of any actions as Joint Administrators.

The Company's remaining assets will be transferred to the Liquidation estate.

Discharge does not prevent the exercise of the Court's power in relation to any misfeasance action against the Joint Administrators.

If you require further information or assistance, please do not hesitate to contact Perry Eleftheriou of this office.



Robert Armstrong
Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators, Robert Armstrong and Andrew Knowles, who act as agents for the Company and without personal liability. Both are licensed by the Insolvency Practitioners Association.

Appendix 1 – Statutory information

Company information

Company and trading name	MBI Clifton Moor Limited	
Date of incorporation	6 November 2013	
Registered Number	08763790	
Company Director(s)	Gavin Woodhouse	
Company Secretary	None Appointed	
Shareholders	NPD	
Registered office	Current: c/o Kroll Advisory Ltd. The Chancery 58 Spring Gardens Manchester M2 1EW	Former: Unit D2 Elland Riorges Link Lowfields Business Park Elland HX5 9DG
Any Other trading names	N/A	

Administration information

Administration Appointment	The Administration appointment granted in High Court of Justice, 4484 of 2020
Appointor	Court
Date of Appointment	16 August 2020
Former Joint Administrators	Philip Duffy and Sarah Bell
Joint Administrators	Rob Armstrong and Andrew Knowles
Original purpose	Realising property in order to make a distribution to one or more Secured or Preferential Creditors.
Functions	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1
Current Administration expiry date	15 August 2022
Prescribed part	The Prescribed Part is applicable in this case. It has been taken into account when determining the dividend prospects for Unsecured Creditors.
Application of EC Regulations	EC Regulations apply and these proceedings will be the Main Proceedings as defined in Article 3 of the EC Regulations.

Appendix 2 – Approved Proposals

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

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.

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.

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 Philip Francis Duffy and Sarah Helen Bell 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 3.60(6)(b) 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.

Notes

Creditors will note that the approved proposals detail the names of the Former Joint Administrators. It is intended that the current Joint Administrators would act as Joint Liquidators of the Company should the Company be placed into Creditors' Voluntary Liquidation.

Appendix 3 – Receipts and Payments Account

MBI Clifton Moor Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments

Statement of Affairs £	From 16/02/2022 To 08/08/2022 £	From 16/08/2020 To 08/08/2022 £
SECURED ASSETS		
Freehold Land & Property	NIL	315,000.00
	NIL	315,000.00
COSTS OF REALISATION		
Property Agents Fees	NIL	10,100.00
Legal Fees	10,000.00	10,000.00
Legal Disbursements	4,056.86	13,606.86
	(14,056.86)	(33,706.86)
SECURED CREDITORS		
MJF Pension Trustees - RAH	NIL	248,124.00
	NIL	(248,124.00)
ASSET REALISATIONS		
Bank Interest Gross	1.83	3.10
Surplus from Original Administration	NIL	1,080.30
	1.83	1,083.40
COST OF REALISATIONS		
Insurance of Assets	NIL	728.00
Media Agent	627.08	627.08
	(627.08)	(1,355.08)
	(14,682.11)	32,897.46
REPRESENTED BY		
Floating/main current account		26,236.27
General VAT control account		4,015.00
VAT Receivable		2,646.19
		32,897.46

Appendix 4 – Analysis of Expenses Incurred

Joint Administrators' Expenses: comparison with estimate

Expenses	Original expenses estimate £	Actual expenses incurred in the Reporting Period £	Actual expenses incurred to date £	Reason for any excess (if the expenses are likely to, or have, exceeded the original estimate)
Agents' fees – Sanderson Weatherall	14,000	-	10,100	
Bank Charges	2,000	-	-	
Bonding	225	-	245	An additional £20 of bonding was incurred in the Original Administration which has been carried over as an expense of this Administration.
Insurance - Insolvency Risk Services	8,000	-	728	
Legal costs and disbursements – Addleshaw Goddard	-	973	298,599	Addleshaw Goddard have incurred legal fees in dealing with the Court application to extend the Administration, the sale of the Land and assisting with ad-hoc legal matters including negotiating the costs settlement with RAH and its legal advisors that have arisen during the Administration. Such expenses were not detailed on the expenses estimate. This figure also includes costs incurred by Counsel.
Legal costs – Hewlett Swanson	70,000	-	-	
Statutory Advertising	255	-	88	
Total Date Management Ltd	-	-	4	
TOTAL	94,480	973	309,764	

Notes

The above costs exclude VAT.

Previous progress reports have informed Creditors of an increase in the original estimate.

Joint Administrators' Expenses: Category 1 and Category 2

Category 1 Expenses			Current period		Cumulative period	
Company	Activity	Fee Basis	Incurred (£)	Paid (£)	Incurred (£)	Paid (£)
Hewlett Swanson	Legal costs and disbursements	Time costs	-	-	-	-
Addleshaw Goddard	Legal costs and disbursements inc Counsel's fees	Time costs	973	13,632	298,599	23,607
Sanderson Weatherall	Agents' fees and disbursements	Fixed fee and % of realisations	-	-	10,100	10,100
Insolvency Risk Services	Asset insurance	Fixed fee	-	-	728	728
Courts Advertising	Statutory advertising	Fixed fee	-	-	88	-
AON	Bonding	Fixed fee	-	-	245	-
Total Data Management Ltd	Storage Costs	As Incurred	-	-	4	-
Total			973	13,632	309,764	34,435

Notes

The above costs exclude VAT.

The Joint Administrators' choice of professional advisors was based on their perception of the experience and ability of the respective firms/individuals to perform their work, the complexity and nature of the assignment and the basis of their fee.

Kroll Advisory Ltd. being the employer of the Joint Administrators and the staff working on the Administration, is considered an associate of the Administrators.

It is considered that these expenses are fair and reasonable and proportionate to the Administration

No Category 2 expenses have been incurred during the Administration Period.

Appendix 5 – Analysis of time charged

Joint Administrators' Fees

Refer to the table overleaf for a detailed breakdown on the Joint Administrators' time and cost summary in accordance with SIP 9.

130728 MBI CLIFTON MOOR LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 16/02/2022 to 08/08/2022

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	0.00	0.00	0.00	1.45	0.00	1.45	408.50	281.72
Cashiering & accounting	0.00	0.40	1.80	1.45	0.00	3.65	1,285.50	352.19
IPS set up & maintenance	0.00	0.00	0.00	0.20	0.00	0.20	40.00	200.00
Statutory matters (Meetings & Reports & Notices)	0.00	6.45	1.30	5.75	0.00	13.50	5,206.50	385.67
Strategy planning & control (incl engagement financial control)	0.00	0.00	0.00	2.85	0.00	2.85	583.50	204.74
Tax Compliance / Planning	0.00	0.10	0.00	0.00	0.00	0.10	39.00	390.00
Creditors								
Dealings with creditors and employees	0.00	0.00	0.00	0.45	0.00	0.45	97.50	216.67
Secured Creditors	0.00	0.00	0.00	0.15	0.00	0.15	28.50	190.00
Total Hours:	0.00	6.95	3.10	12.30	0.00	22.35		344.03
Total Fees Claimed: £	0.00	3,517.00	1,230.00	2,942.00	0.00		7,689.00	

130728 MBI CLIFTON MOOR LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 16/02/2022 to 08/08/2022

Investigations

Classification of Work Function	Hours					Total Hours	Time Cost £	Avg Hourly Rate £
	Managing Director	Manager	Senior	Assistant	Support			
	0.00	0.70	0.00	0.00	0.00	0.70	427.00	610.00
Total Hours:	0.00	0.70	0.00	0.00	0.00	0.70		610.00
Total Fees Claimed: £	0.00	427.00	0.00	0.00	0.00		427.00	

130728 MBI CLIFTON MOOR LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 17/08/2020 to 08/08/2022

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	0.50	0.25	0.00	4.85	0.00	5.60	1,509.00	269.46
Cashiering & accounting	0.00	1.60	2.90	11.35	0.00	15.85	4,339.00	273.75
IPS set up & maintenance	0.00	0.00	0.00	2.85	0.00	2.85	441.50	154.91
Insurance	0.00	0.00	0.00	1.05	0.00	1.05	262.50	250.00
Statutory matters (Meetings & Reports & Notices)	2.00	20.50	1.70	44.35	0.00	68.55	21,391.00	312.05
Strategy planning & control (incl engagement financial control)	0.00	8.60	0.00	24.25	0.00	32.85	9,473.50	288.39
Tax Compliance / Planning	0.00	0.20	0.00	2.90	0.00	3.10	667.00	215.16
Creditors								
Dealings with creditors and employees	0.00	1.90	0.00	11.05	0.00	12.95	3,751.00	289.65
Non Pref Creditors / Employee claims handling	0.00	0.00	0.00	0.20	0.00	0.20	50.00	250.00
Secured Creditors	1.00	0.00	0.00	4.40	0.00	5.40	1,506.00	278.89
Realisation of Assets								
Book debts	0.00	0.00	0.00	0.55	0.00	0.55	104.50	190.00
Freehold and Leasehold Property	4.70	37.90	0.00	2.30	0.00	44.90	26,525.50	590.77
Total Hours:	8.20	70.95	4.60	110.10	0.00	193.85		361.21
Total Fees Claimed: £	6,100.00	38,895.00	1,838.50	23,187.00	0.00		70,020.50	

130728 MBI CLIFTON MOOR LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 17/08/2020 to 08/08/2022

Investigations

Classification of Work Function	Hours					Total Hours	Time Cost £	Avg Hourly Rate £
	Managing Director	Manager	Senior	Assistant	Support			
	0.00	18.10	2.00	0.00	22.90	43.00	17,499.00	406.95
Total Hours:	0.00	18.10	2.00	0.00	22.90	43.00		406.95
Total Fees Claimed: £	0.00	10,919.50	740.00	0.00	5,839.50		17,499.00	

130728 MBI CLIFTON MOOR LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 17/08/2020 to 08/08/2022

Investigations

Classification of Work Function	Hours					Total Hours	Time Cost £	Avg Hourly Rate £
	Managing Director	Manager	Senior	Assistant	Support			
	0.00	14.40	0.00	0.00	3.50	17.90	9,666.50	540.03
Total Hours:	0.00	14.40	0.00	0.00	3.50	17.90		540.03
Total Fees Claimed: £	0.00	8,774.00	0.00	0.00	892.50		9,666.50	

Appendix 6 – Narrative of work carried out for the Reporting Period

The key areas of work have been:

SIP 9 narrative for the Reporting Period

Administration and planning	<ul style="list-style-type: none">• Monitoring and reviewing the Administration strategy;• Briefing staff on the Administration strategy and matters in relation to workstreams;• Regular case management and reviewing of process including regular team update meetings and calls;• Meeting with management to review and update strategy and monitor progress;• Reviewing and authorising junior staff correspondence and other work;• Dealing with queries arising during the appointment;• Reviewing matters affecting the outcome of the Administration;• Allocating and managing staff/ case resourcing and budgeting exercises and reviews;• Liaising with legal advisors regarding various instructions, including agreeing content of engagement letters; and• Complying with internal filing and information recording practices, including documenting strategy decisions.
Creditors	<ul style="list-style-type: none">• Updating the list of Unsecured Creditors;• Responding to enquiries from Creditors regarding the Administration and submission of their claims;• Reviewing completed forms submitted by Creditors, recording claim amounts and maintaining claim records; and• Drafting progress statutory progress reports.• Providing written and oral updates to the Secured Creditors regarding the progress of the Administration and cases strategy; and• Filing notice of the extension of the Administration.
Investigations	<ul style="list-style-type: none">• Managing and reviewing the Company books and records;• Investigating the affairs of the Company to identify any actions available to the Company against third parties in respect of antecedent transactions or other litigation;• Obtaining records from third parties;• Reviewing pre-appointment transactions; and• Documenting investigations.
Statutory and compliance	<ul style="list-style-type: none">• Ensuring compliance with all statutory obligations within the relevant timescales;• Uploading information to the Creditors' Website;• Drafting and publishing progress reports;

- Reviewing time costs to date and producing analysis of time incurred which is compliant with SIP 9;
 - Monitoring the fees estimate; and
 - Monitoring the expenses estimate.
- Cashiering
- Preparing statutory receipts and payments accounts; and
 - Renewing bonding and complying with statutory requirements.
- Asset realisations
- Collating information from the Company's records regarding assets, specifically compiling historical Company records on motor vehicles, records of purchase and part exchange trading on the vehicles;
 - Liaising with finance companies in respect of assets subject to finance agreements;
 - Liaising with agents regarding the sale of the Land;
 - Liaising with third parties regarding costs incurred;
 - Reviewing and agreeing invoices; and
 - Reviewing costs incurred to ensure recorded accurately.
- Tax
- Analysing and considering the tax effects of asset sales;
 - Working on tax returns relating to the periods affected by the Administrator; and
 - Dealing with post appointment tax compliance.

Appendix 7 – Statement of Creditors' rights

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

Section or paragraph numbers refer to Insolvency Act 1986

If you require a copy of any relevant rule or section, please contact Perry Eleftheriou at Perry.Eleftheriou@kroll.com.

Information for Creditors on remuneration and expenses of Administrators

Information regarding the fees and expenses of Administrators, including details of the expenses policy and hourly charge out rates for each grade of staff that may undertake work on this case, is in a document called "Administration: A Creditor's Guide to Insolvency Practitioner Fees". This can be viewed and downloaded from the website at:

<https://www.kroll.com/en-gb/services/restructuring-advisory/creditor-guides-and-employee-fact-sheets>

Should you require a copy, please contact this office.

Creditors' requests for further information

If you would like to request more information about the Joint Administrators' remuneration and expenses disclosed in this progress report, you must do so in writing within 21 days of receiving this progress report.

Requests from Unsecured Creditors must be made with the concurrence of at least 5% in value of Unsecured Creditors (including, the Unsecured Creditor making the request) or with the permission of the Court.

Creditors' right to challenge our remuneration and expenses

If you wish to challenge the basis of the Joint Administrators' remuneration, the remuneration charged, or the expenses incurred during the period covered by this progress report, you must do so by making an application to Court within eight weeks of receiving this progress report.

Applications are by Unsecured Creditors (including the Unsecured Creditors making the challenge) or with the permission of the Court.

The full text of the relevant rules can be provided on request by writing to Perry Eleftheriou of this office.

Appendix 8 – Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
Addleshaws/Addleshaw Goddard	Addleshaw Goddard LLP, legal advisors dealing with the court application in respect of the sale of the Land owned the Company
the Agents	Sanderson Weatherall LLP, independent agents who were instructed to value and sell the assets of the Company
the Appointment Date	16 August 2020 being the date of appointment of the Joint Administrators
BEIS	Department for Business, Energy & Industrial Strategy
Block Transfer Order	Block Transfer Order (High Court of Justice, Business & Property Courts in Manchester CR-2021-MAN-000356) obtained on 16 June 2021 which provided for the formal substitution of Philip Duffy and Sarah Bell from office and the appointment of the Joint Administrators.
Category 1 Expenses	The Joint Administrators' expenses, in dealing with the Administration, to persons providing the service to which the expense relates and who are not an associate of the Administrator. These expenses can be paid without prior approval
Category 2 Expenses	The Joint Administrators' expenses, in dealing with the Administration, to associates or where there is an element of shared costs. Such expenses require approval by creditors before payment
the Company	MBI Clifton Moor Limited (In Administration) (Company Number: 08763790)
the Cumulative Period	The period from the date of appointment to the date of the report
the Director	Gavin Woodhouse – sole director of the Company
EC Regulation	EC Regulation on Insolvency Proceedings 2000
the Former Joint Administrators	Philip Duffy and Sarah Bell of Kroll
Hewlett Swanson	Hewlett Swanson Limited, legal advisors who have provided legal advice in respect of investigations into the Company, the wider NPD Group and the investment schemes
HMRC	HM Revenue and Customs

the Joint Administrators	Robert Armstrong and Andrew Knowles of Kroll
Kroll	Kroll Advisory Ltd., The Chancery, 58 Spring Gardens, Manchester, M2 1EW
NPD	Northern Powerhouse Developments Limited (In Administration) (Company Number: 09940469)
NPD Group	The group of companies associated with NPD
the Original Administration	16 August 2019 to 15 August 2020
Preferential Creditor/s	A creditor with a claim that ranks in priority to other Unsecured Creditors, to floating charge holders and the prescribed part. Preferential debts are either 'ordinary', such as certain employee claims, or 'secondary', such as HMRC's claims for VAT and PAYE income tax, which will rank for payment after the ordinary preferential claims are paid in full.
the 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 Unsecured Creditors
the Proposals	The Joint Administrators' Report to Creditors and Statement of Proposals dated 17 February 2021
RAH	Robert Ashley Hall & MJF Pension Trustees, the holder of a fixed and floating charge over the Company's assets
Rockbridge	Rockbridge Lending Limited, the holder of a fixed and floating charge over the Company's assets
the Rules	The Insolvency (England & Wales) Rules 2016 (as amended)
the Reporting Period	17 February 2022 to 8 August 2022
the Secured Creditors	RAH and Rockbridge
SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and expenses
Website	Available at: https://micro.kroll.com/ukrestructuring

Appendix 9 – Notice about this report

This report has been prepared by Robert Armstrong and Andrew Knowles, the Joint Administrators of the Company, solely to comply with their statutory duty to report to Creditors under the Insolvency (England and Wales) Rules 2016 on the progress of the Administration, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purposes, or in any other context.

This report has not been prepared in contemplation of it being used, and is not suitable to be used, to inform any investment decision in relation to the debt of any financial interest in the Company or any other company in the same group.

Any estimated outcomes for Creditors included in this report are illustrative only and cannot be relied upon as guidance as to the actual outcomes for Creditors.

Any person that chooses to rely on this report for any purpose or in any context other than under the Insolvency (England and Wales) Rules 2016 does so at their own risk. To the fullest extent permitted by law, the Joint Administrators do not assume any responsibility and will not accept any liability in respect of this report to any such person.

Robert Armstrong and Andrew Knowles are authorised to act as insolvency practitioners by the Insolvency Practitioners Association.

The Joint Administrators are bound by the Insolvency Code of Ethics.

The Joint Administrators act as agents for the Company and contract without personal liability. The appointments of the Joint Administrators are personal to them and, to the fullest extent permitted by law, Kroll Advisory Ltd does not assume any responsibility and will not accept any liability to any person in respect of this Progress Report or the conduct of the Administration.