

AM03

Notice of administrator's proposals



Companies House

FRIDAY



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COMPANIES HOUSE

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at
eshouse

1 Company details

Company number 0 9 9 2 3 6 0 7

Company name in full Wilton Care Ltd

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

2 Administrator's name

Full forename(s) Edward

Surname Avery-Gee

3 Administrator's address

Building name/number Greg's Building

Street 1 Booth Street

Post town Manchester

County/Region

Postcode M 2 4 D U

Country United Kingdom

4 Administrator's name

Full forename(s) Daniel

Surname Richardson

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

5 Administrator's address

Building name/number Greg's Building

Street 1 Booth Street

Post town Manchester

County/Region

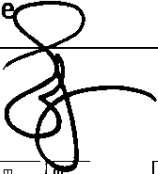
Postcode M 2 4 D U

Country United Kingdom

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

AM03

Notice of Administrator's Proposals

6	Statement of proposals		
	<input checked="" type="checkbox"/> I attach a copy of the statement of proposals		
7	Sign and date		
Administrator's Signature	<div>Signature</div> <div>✕</div> <div></div> <div>✕</div>		
Signature date	<div>d</div> 2 <div>d</div> 6	<div>m</div> 1 <div>m</div> 1	<div>y</div> 2 <div>y</div> 0 <div>y</div> 1 <div>y</div> 9

AM03

Notice of Administrator's Proposals



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	Edward M Avery-Gee
Company name	CG&Co
Address	Greg's Building
1 Booth Street	
Post town	Manchester
County/Region	
Postcode	M 2 4 D U
Country	United Kingdom
DX	
Telephone	



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.



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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

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This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Joint Administrators' Report and Statement of Proposals Pursuant to Paragraph 49 of Schedule B1

**Wilton Care Ltd -
In Administration**

WILTON CARE LIMITED - IN ADMINISTRATION

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WILTON CARE LIMITED - IN ADMINISTRATION

1 Introduction and Background

- 1.1 The background of the Company and details of events leading to the appointment of Joint Administrators as detailed in this report up to Section 1.14 have been provided by the directors and any comments made, opinions expressed, or assertions made are those of the directors and not of the Joint Administrators.
- 1.2 Wilton Care Ltd was incorporated on 21 December 2015 for the sole purpose of purchasing land, known as land at Former Erskine Barracks, Wilton, Salisbury, Wiltshire SP2 0PG ("the Land"), which was to be developed into a care home. The site was a large regeneration development of a former army barracks.
- 1.3 The formation directors were Mr Robert Johnson and Mr Kerry Tomlinson, who were also directors of the immediate parent company, Prime Site Developments Ltd ("PSD"). The Company's current directors are Mr Kerry Tomlinson and Mr Andrew Sutton.
- 1.4 Initial set up costs were funded by PSD, or one of its wholly owned companies, and the Company operated out of PSD's offices. The Company did not operate a payroll scheme and did not employ any direct employees.
- 1.5 The Land was purchased from Redland Care Group Ltd for £1,050,000 via a loan from PSD on 25 July 2016. Prior to the purchase of the Land, the Company had signed heads of terms with Barchester Healthcare Ltd ("Barchester") with regards to a Developing Funding Agreement for the sum of £7,458,000, which also took into account a land value of £2.1 million to build a 66 bed care home.
- 1.6 The Land was refinanced with Hope Capital Limited ("HCL") in August 2016. The gross loan provided was £1.3 million and was for an initial period of six months. The directors believed this to be achievable, due to the contract that had been signed with Barchester.
- 1.7 In March 2017, a Deed of Variation was executed, which extended the loan held with HCL for a further six months to August 2017. At this point, the loan was further extended for a period of three months.
- 1.8 In the first quarter of 2017, Barchester approached the Company with regards to purchasing the Land outright and completing the development themselves. Negotiations took place accordingly, and the land price was increased from £2.1 million to £3.036 million, equating to circa 50% of the development profit. Heads of terms were signed in April 2017 with Barchester, with a completion date set for November 2017.
- 1.9 However, during the due-diligence process undertaken by Barchester, it came to light that the site was in fact landlocked and had no right of access. A report on title had been carried out by instructed solicitors upon the Company's initial purchase of the Land; however, this matter had not been highlighted. As a result, the Land purchased by the Company, did not marry up with the land that planning permission had been applied and granted on.
- 1.10 Brabners LLP ("Brabners") were instructed by the Company to negotiate right of access to the site, which involved a number of complicated land exchanges, as parcels of the Land were under numerous ownerships. This has resulted in a significant delay to the completion of the Land sale to Barchester, which has been ongoing for over two years.
- 1.11 In addition to this, the Company went through a standard VAT enquiry with HM Revenue & Customs ("HMRC") in April 2018. Historically, VAT had been reclaimed on all Vatable expenses as the rate applied to the development was zero-rated due to the construction being a new care home. During this process, HMRC were made aware that the Company was exploring its options regarding a sale of the Land to Barchester prior to any development work taking place.
- 1.12 The HMRC reviewing officer advised at this time, that if the sale of the Land was to occur prior to any development, then the rate applied to the Company would change from zero-rated to

WILTON CARE LIMITED - IN ADMINISTRATION

exempt rate. The Company was advised that any adjustments would be made via the VAT return process, once the contractual position had altered.

- 1.13 However, HMRC issued a determination to the Company stating that all VAT that had previously been reclaimed, should be repaid and penalties were issued in line with this.
- 1.14 The Company disputed this determination, due to the advice that had initially been received, and instructed solicitors to dispute the debt, and defend any action where required. However, on 22 August 2019, HMRC served a winding up petition on the Company.
- 1.15 In view of the above, HCL and latterly Hope Capital 2 Limited ("HC2L") who hold three charges over the Company, instructed solicitors, Hill Dickinson LLP ("Hill Dickinson"), to make the application to appoint Joint Administrators. As a result, Edward M Avery-Gee and Daniel Richardson of CG&Co, Greg's Building, 1 Booth Street, Manchester M2 4DU were appointed Joint Administrators of the Company by HC2L, the qualifying floating charge holder on 3 October 2019. Edward M Avery-Gee and Daniel Richardson are licensed to act as Insolvency Practitioners in the UK by the IPA.
- 1.16 The Joint Administrators act jointly and severally in this Administration.
- 1.17 This firm's Privacy Notice about the way that we will use, and store personal data can be found at www.cg-recovery.com. If you are unable to download this, please contact us and a hard copy will be provided to you.
- 1.18 The EU Regulation on Insolvency Proceedings 2000 applies to the Administration. The proceedings are main proceedings as defined by Article 3 of the Regulation. The Company is based in the United Kingdom.
- 1.19 This report incorporates the Joint Administrators' Statement of Proposals made under paragraph 49 of Schedule B1, which will be treated as delivered to creditors on 28 November 2019.

2 Administration Strategy and Objective

- 2.1 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.*
- 2.2 In this case, the Joint Administrators are to pursue the third objective, realising property in order to make a distribution to the secured creditor, and consider that the sale of the Land to Barchester, which remains ongoing, achieves this statutory purpose of Administration.
- 2.3 The Joint Administrators have not pursued the first or second objective in this Administration as they are not considered feasible, due to the nature of our appointment via HC2L, and given the only asset of the Company, is the Land, which would not be worth any less in Liquidation, and once sold, the Company cannot be rescued as a going concern.

Pre-Packaged Sale

- 2.4 There has been no pre-packaged sale of assets.

WILTON CARE LIMITED - IN ADMINISTRATION

Consideration of Proposals by Creditors

- 2.5 Under Para 52(1) of Schedule B1 to the Insolvency Act 1986, where an Administrator thinks that:
- (a) The Company has sufficient property to enable each creditor of the Company to be paid in full,
 - (b) The Company has insufficient property to enable a distribution to be made to the unsecured creditors other than from the Prescribed Part, or
 - (c) The Company cannot be rescued as a going concern, or a better result as a whole than would be likely if the Company were wound up (without first being in Administration) cannot be achieved

Then the Administrator is not required to seek a decision from the Company's creditors as to whether they approve these Proposals.

In this case, I do not think any of the above provisions apply and I am therefore required to seek approval from creditors to my Proposals.

Progress Since Appointment

Administration (including statutory compliance and reporting)

- 2.6 Following our appointment, the strategy for the Administration was carefully assessed to ensure that a coherent planned process for the case could be achieved. This work will, where appropriate, have included liaison with solicitors to deal with any legal considerations surrounding the Company's insolvency (such as assessing the validity of any 3rd party security in relation to the assets) and liaising with valuation agents about the most appropriate means of realising the value in the Company's business and assets.
- 2.7 We have also dealt with a number of statutory formalities which are required under related legislation. Typically, this includes issuing and filing all appointment notices with creditors and the Registrar of Companies and also advertising our appointment in the London Gazette.
- 2.8 Other statutory duties performed are outlined in further detail in the fees estimate/fees information which can be found at **Appendix D**. Please note that much of this work will have been performed to comply with statutory requirements and as such may not necessarily add any value to the insolvent estate.

Trading

- 2.9 The Company is not a trading entity. We have therefore not traded following our appointment.

Realisation of Assets

Former Erskine Barracks, Wilton, Salisbury, Wiltshire SP2 0PG ("the Land")

- 2.10 To date, there have been no asset realisations in this matter. However, as detailed in Section 1 of this report, an offer was received for the Land in the sum of £3.036 million by Barchester in April 2017.
- 2.11 In order for the sale of the Land to be completed, there are a number of matters that need to be addressed and concluded, to include:
- Deed of covenant and overage letter which requires approval by the Ministry of Defence relating to a historic transfer undertaken in 2013;

WILTON CARE LIMITED - IN ADMINISTRATION

- Various land exchanges have occurred, and the registration of these exchanges require completion with the Land Registry;
 - Deed of covenant relating to infrastructure obligations in the land exchange contract and covenants in land exchange transfers have been agreed and approved;
 - Deed of variation relating to transfer in 2016 between Redrow and Our Wilton C.I.C in respect to allowance of disposals to utilities providers and leases without a deed of covenant require final approval by Redrow;
 - Deed of covenant relating to payments of social legacy payments between Redrow and Our Wilton C.I.C also require final approval by Redrow;
 - Deed of variation of S106 planning obligations has been approved by Wiltshire Council and will be issued to all relevant parties in due course for signature.
- 2.12 Brabners are continuing to liaise with all relevant parties in respect to the above to ensure that all matters are dealt with in a timely manner to allow for completion. On this basis, it is estimated that the sale of the Land will be finalised and completed by late December 2019/early January 2020.
- 2.13 The work undertaken by the Joint Administrators and their staff to date in realising the Company's assets has been necessary in order to maximise the likelihood of a return to creditors being made. Where assets remain to be realised, these will be dealt with as the Administration progresses, and further updates will be provided to creditors in our progress reports.
- 2.14 Further information on the estimated outcome of the Administration can be found in Section 9 below.

Creditors

- 2.15 Further particulars regarding the estimated outcome for creditors can be found at Section 9 of this report.
- 2.16 An Administrator is not only required to deal with correspondence and claims from unsecured creditors (which may include retention of title claims), but also those of any secured and preferential (employee) creditors of the Company. This may involve separate reporting to any secured creditors and dealing with distributions from asset realisations captured under their security interest, most typically being a debenture.

Secured Creditors

- 2.17 HCL hold a legal mortgage over the freehold property and a floating charge over all property or undertaking of the Company. The charges were created on 23 August 2016 and registered at Companies House on 30 August 2016.
- 2.18 These charges and the underlying debt were assigned to HC2L, who hold a legal mortgage over the Land, which was created and registered at Companies House on 3 July 2019.

Preferential Creditors

- 2.19 Claims from preferential creditors typically involve employee claims and payments made on behalf of the Company by the Redundancy Payments Service following dismissal. As detailed in Section 1 of this report, the Company did not operate a payroll scheme nor have any employees, and therefore, a claim of a preferential nature is not anticipated in this regard.

WILTON CARE LIMITED - IN ADMINISTRATION

Unsecured Creditors

- 2.20 Trade and expense creditors have accrued since incorporation, these predominantly relate to ongoing legal costs associated with the protracted sale of the Land. The unsecured creditor balances have been extracted from the Company's electronic records, where available, and the directors' Statement of Affairs.

Investigations

- 2.21 In accordance with the Company Directors Disqualification Act 1986, the Joint Administrators are required to investigate the Company's affairs and to subsequently submit a report on the conduct of the Directors of the Company to the Department for Business, Energy and Industrial Strategy. As this is a confidential report, we will not be able to disclose the contents of this.

Sale of Assets to Connected Parties

- 2.22 There has been no sale of assets to a connected party.

3 Joint Administrators' Receipts and Payments

- 3.1 A summary of receipts and payments for the Administration period from the date of our appointment to 26 November 2019 is attached at **Appendix B**.

4 Financial Position

- 4.1 Attached at **Appendix C** is a summary of the directors' Estimated Statement of Affairs of the Company as at the date of the appointment of the Joint Administrators. This was verified by a statement of truth by the directors on 21 October 2019 and is stated before the costs of the Administration procedure are considered.
- 4.2 I have the following observations to make in relation to the directors' Estimated Statement of Affairs:
- 4.3 The book value and estimated to realise value for the Land in the sum of £3.036 million is the figure attributed to the offer received from Barchester in April 2017.
- 4.4 HC2L are shown to be owed £2,406,500.
- 4.5 HMRC are shown to be owed £192,425. This is an estimate provided by the directors and is based upon completion of the sale to Barchester at the current level. The HMRC liability will be clarified in due course.
- 4.6 Trade and expense creditors are shown to be owed £914,212. This is not a verified figure and is an estimate, as provided to the Joint Administrators by the directors.

5 Proposals

- 5.1 It is proposed that the Joint Administrators will continue to manage the affairs of the Company in order to achieve the objective of the Administration. In the circumstances it is proposed that:
- 5.2 If having realised the assets of the Company, the Administrators think that a distribution will be made to the unsecured creditors from the fund created out of the Company's net floating charge property (known as the **Prescribed Part**) by virtue of section 176A(2)(a), this will be distributed by the Joint Administrators in the Administration and the Company will thereafter proceed to dissolution.

WILTON CARE LIMITED - IN ADMINISTRATION

- 5.3 If, however, having realised the assets of the Company the Joint Administrators think that a distribution will be made to the unsecured creditors other than by virtue of section 176A(2)(a) as noted above, they propose filing a notice with the Registrar of Companies which will have the effect of bringing the appointment of the Administrators to an end and will move the Company automatically into creditors' voluntary liquidation (**CVL**) in order that the distribution can be made. In these circumstances, it is proposed that the Administrators in office at the date of conversion to CVL will become the Joint Liquidators in the CVL. The acts of the Joint Liquidators may be undertaken by either or both of them.
- 5.4 Court approval is not required to enable the Joint Administrators to make a distribution to the unsecured creditors of the Prescribed Part. If however, a distribution to unsecured creditors not limited to the Prescribed Part is anticipated, the Joint Administrators may consider making an application to Court to seek permission to distribute this in the Administration. If permission is granted, the Company will exit into dissolution once the distribution has been made and the Administration is concluded.
- 5.5 If the Joint Administrators think that the Company has no property which might permit a distribution to its creditors, they will file a notice with the Court and the Registrar of Companies for the dissolution of the Company.
- 5.6 See Section 6 below on **Exit Routes** for further information on the exit routes available from Administration.
- 5.7 The Joint Administrators shall do all such other things and generally exercise all of their powers as contained in Schedule 1 of the Insolvency Act 1986, as they consider desirable or expedient to achieve the statutory purpose of the Administration.
- 5.8 If the Joint Administrators consider it necessary to extend the period of the Administration, they will seek the consent of creditors or the approval of the Court to the extension. Creditors may consent to an extension for a period of up to one year and the Court can order that the Joint Administrators' term of office be extended for a specified period determined by it.
- 5.9 Should creditors consider establishing a Creditors' Committee and that if any such Committee is formed they be authorised to sanction the basis of the Joint Administrators' remuneration and disbursements and any proposed act on the part of the Joint Administrators without the need to report back to creditors generally, to include any decision regarding the most appropriate exit route from the Administration.
- 5.10 The basis of the Joint Administrators' remuneration may be fixed as one or more of the following bases and different bases may be fixed in respect of different things done by them:
- As a percentage of the value of the assets they have to deal with, or
 - By reference to time properly spent by the Joint Administrators and their staff managing the Administration, or
 - As a set amount
- 5.11 In accordance with Statement of Insolvency Practice 9, issued by the Association of Business Recovery Professionals, the Joint Administrators be authorised to draw Category 2 disbursements as and when funds are available, in accordance with their firm's published tariff. Details of Category 2 disbursements charged by the firm can be found at **Appendix D**.
- 5.12 Where no Creditors' Committee is appointed the remuneration and disbursements of the Joint Administrators shall be fixed by a decision of creditors or where the Joint Administrators think that the Company has insufficient property to enable a distribution to be made to the unsecured creditors (other than via the Prescribed Part), approval will be sought from the secured and (if necessary) the preferential creditors in accordance with insolvency legislation. The Joint Administrators will also seek approval for any unpaid pre-administration costs detailed in this report and their discharge from liability in the same manner.

WILTON CARE LIMITED - IN ADMINISTRATION

5.13 In this case, the Joint Administrators are seeking to approve the basis of their remuneration as follows:

- As a percentage of the value of the assets with which the Administrators have to deal with

5.14 Further details about the proposed fee basis can be found in Section 8 below and **Appendix D**.

5.15 The Joint Administrators will be discharged from liability under Paragraph 98 of Schedule B1 to the Insolvency Act 1986 immediately upon their appointment as Joint Administrators ceasing to have effect.

6 Exit Routes

6.1 All Administrations automatically come to an end after the period of one year, unless the Company's creditors agree to extend this period, or the Court orders the Joint Administrators' term of office be extended for a specified period of time.

6.2 At the time of drafting these Proposals we do not believe that an extension to the period of Administration will be necessary, however we will confirm the position to creditors in a subsequent progress report in due course.

6.3 Based on information currently available, the information on the exit route(s) we believe may be appropriate in this Administration are set out below.

Creditors' Voluntary Liquidation

6.4 The Joint Administrators think that a distribution will be made to the unsecured creditors other than by virtue of the Prescribed Part, the Joint Administrators will either make an application to Court to enable them to make a distribution to unsecured creditors in the Administration or they will file a notice with the Registrar of Companies in order that the Administration will cease and the Company will move automatically into creditors' voluntary liquidation (**CVL**) to facilitate this distribution. It is proposed that the Joint Administrators in office at the date of conversion to CVL will become the Joint Liquidators of the CVL.

6.5 It is proposed that the Joint Liquidators will be authorised to act jointly and severally in the subsequent Liquidation.

6.6 Creditors have the right to nominate an alternative Liquidator of their choice. To do this, creditors must make their nomination in writing to the Joint Administrators prior to these Proposals being approved. Where this occurs, the Joint Administrators will advise creditors and provide the opportunity to vote. In the absence of a nomination, the Joint Administrators will automatically become the Joint Liquidators of the subsequent CVL.

Dissolution of the Company

6.7 Based on present information, the Joint Administrators think that the Company has sufficient property to enable a distribution to unsecured creditors. In the unlikely event this estimation changes, or we decide to make an application to Court to enable us to make the unsecured distribution during the Administration, a notice will be filed at Court and with the Registrar of Companies with the Joint Administrators' final report, for the dissolution of the Company.

6.8 The Joint Administrators' appointment will end following the registration of the notice by the Registrar of Companies.

WILTON CARE LIMITED - IN ADMINISTRATION

Compulsory Liquidation

- 6.9 If a move to CVL is not possible because a dividend to the unsecured creditors (other than by virtue of the Prescribed Part) is not anticipated, but the Joint Administrators conclude that an exit into Liquidation is appropriate so that further investigations into the Company's affairs may be carried out for example, an application to Court may be made to exit into Compulsory Liquidation instead. If this exit route is appropriate, at this stage it is anticipated (but is not mandatory) that the Joint Administrators will become the Joint Liquidators in the subsequent Liquidation.

Termination of Administration where Objective Achieved

- 6.10 Should the Company have sufficient property to enable all creditors to be paid in full then appropriate notice will be given to the Court and the Registrar of Companies to bring the Administration to an end.

7 Pre-administration Costs

- 7.1 Pre-administration costs are defined as:

- (i) Fees charged, and
- (ii) Expenses incurred

by the Administrators, or another person qualified to act as an Insolvency Practitioner before the company entered Administration (but with a view to its doing so), and "unpaid pre-administration costs" are pre-administration costs which had not been paid when the company entered Administration.

- 7.2 I would confirm there are no pre-administration costs in this case.

8 Joint Administrators' Remuneration

- 8.1 As Joint Administrators, we are required to provide creditors with details of the work we propose to undertake in the Administration and the expenses we consider will be, or are likely to be, incurred in dealing with the Company's affairs, prior to determining the basis upon which our remuneration will be fixed.
- 8.2 In addition to this, where Administrators seek agreement to the basis of their remuneration by reference to time properly spent by them and their staff in attending to matters arising in the Administration, a fees estimate outlining the time and estimated cost of the work to be done must also be provided.
- 8.3 In this case, we are not seeking to determine the basis of our remuneration as time properly spent by us and our staff in dealing with the affairs of the Company and we are therefore not, required to provide a fees estimate to creditors. Details of the basis or bases we are proposing, together with information about the work we consider will be necessary in this case and the expenses we consider will, or are likely to be, incurred on this case can be found at **Appendix D**.
- 8.4 Further information on the work done since our appointment to the date of this report, can be found in Section 2. Appropriate approval to the basis of our remuneration will be sought as outlined in Section 5 of this report.
- 8.5 In circumstances where our initial investigations reveal matters for further detailed investigation or previously unknown assets to be realised, we reserve the right to refer back to creditors to establish how we are to be remunerated for such additional work, which may be proposed on

WILTON CARE LIMITED - IN ADMINISTRATION

a time cost basis. If such work proves necessary, we will revert to creditors with our fees estimate for approval.

- 8.6 We will provide updates on the expenses we consider will be, or are likely to be, incurred during this case with our progress reports in due course.
- 8.7 Administrators may include details of the remuneration they anticipate will be charged and the expenses they anticipate will be incurred if they become the Joint Liquidators in the subsequent CVL. This can be done when seeking approval to the basis of their remuneration as Joint Administrators, or alternatively their fees estimate for the CVL can be provided once the Company has moved into CVL. Please refer to **Appendix D** to this report for further information.
- 8.8 A copy of "A Creditors' Guide to Administrators' Fees" is available on request or can be downloaded from: www.r3.org.uk/what-we-do/publications/professional/fees. If you would prefer this to be sent to you in hard copy, please contact Tanya Lemon of this office on 0161 358 0210.

9 Estimated Outcome

- 9.1 An estimate of the outcome of the Administration as at 26 November 2019 is attached as **Appendix E**.
- 9.2 We provide the following commentary in relation to the estimate of the outcome:

Assets

Sale of Land at Former Erskine Barracks

- 9.3 As per the directors' Estimated Statement of Affairs, the value attributed to the Land is £3.036 million.

Creditors

Secured Creditors

- 9.4 The Company granted a floating charge to HCL on 23 August 2016, which was assigned to HC2L in February 2019. Accordingly, we are required to create a fund out of the Company's net floating charge property for the benefit of unsecured creditors (known as the **Prescribed Part**).

- 9.5 However, based on present information, the only asset is the Land, which is subject to a fixed charge in favour of HC2L and, therefore, we are not anticipating any floating charge realisations. As such, the Prescribed Part has been disapplied.

Preferential Creditors

- 9.6 There are no preferential creditors in this matter and no claims of a preferential nature are anticipated.

Unsecured Creditors

- 9.7 Based on the directors' Estimated Statement of Affairs attached to this report the estimated value of the unsecured creditors including HMRC is £1,106,637.
- 9.8 It is currently anticipated that a dividend will be payable to the unsecured creditors after defraying the costs and expenses of the Administration; however, the quantum and timing of the same can only be determined following the sale of the Land as detailed in this report. An update in this respect will be provided in our next report to creditors.

WILTON CARE LIMITED - IN ADMINISTRATION

10 Proposals Approval and Next Report

- 10.1 We are seeking a decision of creditors on the approval of our proposals by correspondence. The letter issued to creditors with this report (or the link to this report) contains further information about this decision process.
- 10.2 The Joint Administrators are required to provide a progress report within one month of the end of the first six months of the Administration and we will report to you again at this time.

For and on behalf of
Wilton Care Ltd



E M Avery-Gee
Joint Administrator

Enc

WILTON CARE LIMITED - IN ADMINISTRATION

Appendix A

Statutory Information

11 Company information

Company Name	Wilton Care Ltd
Trading Name(s)	n/a
Registered number	09923607
Registered office address	c/o CG&Co, 1 Booth Street, Manchester M2 4DU
Former registered office address	First Floor Office Unit 7, Peel House, Peel Road WN8 9PT
Trading address(s)	First Floor Office Unit 7, Peel House, Peel Road, Skelmersdale WN8 9PT
Court details	High Court of Justice Business & Property Courts Manchester Companies & Insolvency List (CHD)
Court reference number	001003 of 2019

12 Details of the Company's Directors, Secretary and Shareholdings

	Date Appointed	Date Resigned	Shares Held
Director(s)			
Kerry Tomlinson	5 February 2018	-	-
Andrew Thomas Sutton	3 October 2016	-	-
David John Cooley	3 October 2016	5 February 2018	-
Daniel Johnson	3 October 2016	1 February 2017	-
Dwayne Francis Taylor	3 October 2016	1 February 2017	-
Robert Johnson	21 December 2015	1 February 2017	-
Kerry Tomlinson	21 December 2015	1 February 2017	-
Secretary			
Robert Johnson	3 October 2016	1 February 2017	-
Shareholding			
Prime Site Developments Ltd	-	-	1

13 Joint Administrators' Details

Name of Administrators	Edward M Avery-Gee	Daniel Richardson
Address	Greg's Building 1 Booth Street Manchester M2 4DU	Greg's Building 1 Booth Street Manchester M2 4DU
Telephone Number	0161 358 0210	0161 358 0210
Administrator's IP Number	12410	12650
Authorising Body	IPA	IPA
Date of Appointment	3 October 2019	3 October 2019

WILTON CARE LIMITED - IN ADMINISTRATION

Appendix B

Receipts and Payments Account for the Period From 3 October 2019 to 26 November 2019

Wilton Care Ltd
(In Administration)
Joint Administrators' Summary of Receipts & Payments
To 26/11/2019

S of A £		£	£
3,036,000.00	SECURED ASSETS Freehold Land & Property	NIL	NIL
(2,406,500.00)	SECURED CREDITORS Hope Capital 2 Limited	NIL	NIL
	COST OF REALISATIONS		
	Specific Bond	600.00	
	CG Geotechnical Limited - Settlement	4,490.00	
	Statutory Advertising	71.00	(5,161.00)
(914,212.00)	UNSECURED CREDITORS Trade & Expense Creditors	NIL	
(192,425.00)	HM Revenue & Customs [Est]	NIL	NIL
(1.00)	DISTRIBUTIONS Ordinary Shareholders	NIL	NIL
(477,138.00)			(5,161.00)
	REPRESENTED BY		
	Vat Receivable		912.20
	Office		(6,073.20)
			(5,161.00)

WILTON CARE LIMITED - IN ADMINISTRATION

Appendix C

Summary of the Directors' Statement of Affairs of the Company as at 3 October 2019

Statement of affairs

Name of Company

WILTON CARE LTD

Company number

09923607

In the

[full name of court]

Court case number

001003 of 2019

(a) Insert name and address of registered office of the company

Statement as to the affairs of (a) WILTON CARE LTD C/O CGBCO
1 BOOTH STREET, MANCHESTER M2 4DU

(b) Insert date

on the (b) 03/10/2019 20 , the date that the company entered administration.**Statement of Truth**I believe that the facts stated in this statement of affairs are a full, true and complete statement of the affairs of the above-named company as at (b) 03/10/2019 the date that the company entered administration.

Full name

ANDREW SUTTON

Signed

[Signature]

Dated

21/10/19.

Assets

LAND KNOWN AS BANGA ESKINE BARBALS.

Uncharged assets:

Estimated total assets available for preferential creditors

Signature

Date _____

21/10/2019

Book Value £	Estimated to Realise £
3,036,000	3,036,000
3,038,000	3,036,000

A1 – Summary of Liabilities

	Estimated to realise £
Estimated total assets available for preferential creditors (carried from page A)	£ 3,036,000
Liabilities	
Preferential creditors:-	(2,406,500)
Estimated deficiency/surplus as regards preferential creditors	£ 629,500
Estimated prescribed part of net property where applicable (to carry forward)	£ —
Estimated total assets available for floating charge holders	£ 629,500
Debts secured by floating charges	£ —
Estimated deficiency/surplus of assets after floating charges	£ 629,500
Estimated prescribed part of net property where applicable (brought down)	£ —
Total assets available to unsecured creditors	£ 629,500
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)	(919,600)
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	£ (290,100)
Shortfall to floating charge holders (brought down)	£ —
Estimated deficiency/surplus as regards creditors	£ (290,100)
Issued and called up capital	£ 1
Estimated total deficiency/surplus as regards members	£ (290,100)

Signature  Date 21/10/19

COMPANY CREDITORS

Note: You must include all creditors and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* customers claiming amounts paid in advance of the supply of goods or services *and* creditors claiming retention of title over property in the company's possession.

Name of creditor or Claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
PIONEER 378A DEVELOPMENTS LTD	UNIT 7, PEARL MOBILE, PEARL ROAD WING APT.	939,000			
CC GEOGRAPHICAL LTD	UNIT 1, SHELTON WAY, LIVERPOOL, 204 L73	5,399.00			
SCHAPPELS	TRANSIT WORKS, BRECONGATE TERRACE, LIVERPOOL. L2 3UL.	76,078	(est.)		
MUNIBELTS		714.00			
TOTAL	ONLY DUE ON ISSUING OF LEADS.	107,475	Penalties to be added.		
			NOT INCLUDED IN STATEMENT OF ASSETS.		

Signature

Date _____

2,10/17.

COMPANY SHAREHOLDERS

Name of Shareholder	Address (with postcode)	No. of shares held	Nominal Value	Details of Shares held
Prudis Site Shareholders Ltd		1	£1	Ordinary
TOTALS				

Signature A. J. J. J. Date 21/10/12

WILTON CARE LIMITED - IN ADMINISTRATION

Appendix D

Additional Information in Relation to Joint Administrators' Fees

14 Fee Basis

- 14.1 The Joint Administrators are seeking to agree the basis of their remuneration in this case as as a percentage of the value of property which we have to deal with. Attached to this appendix are details of the work the Joint Administrators propose to undertake and the expenses the Joint Administrators consider will be, or are likely to be, incurred. Information about the work done to date can be found in the body of the Joint Administrators' Report and Statement of Proposals at Section 2.
- 14.2 In this case, we are proposing to fix our fee in the sum of 2.5% of total realisations received by way of the sale of the land at Former Erskine Barracks, Wilton, Salisbury, Wiltshire SP2 0PG.
- 14.3 However, please note that in circumstances where previously unforeseen work is required in order to realise additional assets, we reserve the right to refer back to creditors to establish how we are to be remunerated for such additional work, which may be proposed on a time cost basis. If such works prove necessary, we will revert to creditors with our fees estimate for approval.
- 14.4 The fees estimate is based on information available to the Joint Administrators currently. Should any matters arise with impact on this estimate, such as additional investigatory matters or potential realisable assets, further time or cost will be incurred and it may be necessary to revise the Joint Administrators' estimate of fees.
- 14.5 In this case, we do not anticipate that it will be necessary to seek further approval to increase the level of the fees estimate if the time incurred is in excess of the fees estimate enclosed with this report.

15 Expenses

- 15.1 Below is a table which outlines the expenses that we consider at this stage will be, or are likely to be, incurred in dealing with the Company's affairs. We will provide an update to creditors in our future progress reports.

Expense	Provider	Basis of Fee Arrangement	Cost to Date (inclusive of VAT) £
Agent's costs – valuation of land	Behr & Co Limited	Fixed fee - £3,300.00 plus VAT & travel expenses of £107.50	4,067.50
Solicitors' costs in dealing with sale of property	Brabners LLP	Time Costs	Nil
Solicitors' costs in dealing with instruction of counsel relating to petition served by HMRC and validity of Joint Administrators' appointment	Drydens Fairfax Solicitors	Time Costs	7,500.00
Statutory advertising	EPE Reynell Advertising Ltd	£142.00 plus VAT [x2 adverts anticipated]	85.20
Joint Administrators' bond	AUA Insolvency Risk Services	£600.00	600.00
Insurance of Assets	AUA Insolvency Risk Services	Risk based premium	560.00
Document Storage	Robson Kay Associates Ltd	Estimated - £100.00 plus VAT	Nil

WILTON CARE LIMITED - IN ADMINISTRATION

16 Staff Allocation and the Use of Sub-Contractors

- 16.1 The general approach to resourcing our assignments is to allocate staff with the skills and experience to meet the specific requirements of the case.
- 16.2 The constitution of the case team will usually consist of a Partner, a Manager, and an Administrator or Assistant. The exact constitution of the case team will depend on the anticipated size and complexity of the assignment and the experience requirements of the assignment. Where the basis of the Joint Administrators' remuneration is being proposed on a time cost basis, details of our current charge-out rates can be found below.
- 16.3 We are not proposing to utilise the services of any sub-contractors in this case.

17 Joint Administrators' Disbursements

- 17.1 Category 1 disbursements do not require approval by creditors. The type of disbursements that may be charged as a Category 1 disbursement to a case generally comprise of external supplies of incidental services specifically identifiable to the case, such as postage, case advertising, invoiced travel and external printing, room hire and document storage. Also chargeable will be any properly reimbursed expenses incurred by personnel in connection with the case. Any Category 1 disbursements we anticipate being incurred in this case are included in the table of expenses above.
- 17.2 Category 2 disbursements do require approval from creditors. These are costs which are directly referable to the appointment in question but are not payments which are made to an independent third party and may include shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis such as internal room hire, document storage or business mileage.
- 17.3 We would confirm that this firm does not seek to charge any Category 2 disbursements.

18 Charge-out Rates

- 18.1 A schedule of CG&Co charge-out rates for this assignment effective from 1 January 2016 is detailed below. Please note this firm records its time in minimum units of 6 minutes.

	(Per Hour) £
Partner	395.00
Manager	295.00
Assistant Manager	150.00
Administrator	125.00
Support Staff	75.00

WILTON CARE LTD (THE COMPANY)

FEES INFORMATION IN ACCORDANCE WITH THE INSOLVENCY (ENGLAND AND WALES) RULES 2016 AND STATEMENT OF INSOLVENCY PRACTICE 9

Fees Overview

Prior to an Insolvency Practitioner agreeing the basis of their remuneration as Administrator, details of the work proposed to be done and the expenses it is considered will be, or are likely to be, incurred in dealing with a company's affairs must be provided to creditors.

In addition, where the Administrator proposes to take all or any part of this remuneration based on the time they and their staff will spend dealing with the affairs of the insolvent company, a ***fees estimate*** must also be provided. This will outline the anticipated cost of that work, how long it is anticipated the work will take and whether any further approvals may be needed from creditors in due course.

In this case, I am not proposing to agree the basis of my remuneration as Joint Administrator based on time spent dealing with the Company's affairs, therefore am not required to provide creditors with a ***fees estimate***. I am required to confirm the basis or bases I am seeking in the alternative and details of the work proposed to be done in this case, which can be found below.

Work Anticipated and the Likely Return to Creditors

Some of the work undertaken by an Insolvency Practitioner is required by statute and may not necessarily provide a financial benefit to creditors. Examples of this work include investigations required by Statement of Insolvency Practice 2 and the Company Directors Disqualification Act 1986 or dealing with the claims of former employees via the National Insurance Fund.

Where the work to be done is anticipated to produce a financial benefit to creditors, this will be stated and it may be necessary for the Administrator to instruct third parties to assist in this process because of a particular expertise that the third party may bring such as valuation, tax or legal advice.

Where it is practical to do so, an Administrator will provide an indication of the likely return to creditors when seeking approval for the basis of their remuneration. Again, due to the complex nature of the work undertaken by Insolvency Practitioners and the uncertainties that may exist in relation to the realisation of a company's assets at the outset of a case, this may not be possible. An Administrator is however, required by statute to provide periodic reports to creditors on the progress of a case which will include an update as to the likely return creditors may expect.

Proposed Fee Basis/Bases

In this case, I am proposing the following basis or bases for my remuneration as Joint Administrator:

2.5% plus VAT of total realisations received by way of the sale of the land at Former Erskine Barracks, Wilton, Salisbury, Wiltshire SP2 0PG. However, in circumstances where our initial investigations reveal matters for further detailed investigation or previously unknown assets to be realised, we reserve the right to refer back to creditors to establish how we are to be remunerated for such additional work, which may be proposed on a time cost basis. If such works prove necessary, we will revert to creditors with our fees estimate for approval.

Outline of Work to be done by the Joint Administrators

Below are details of the work I propose undertaking in support of the above fee proposal for the Administration:

Administration (including statutory compliance & reporting)

Administrators are required to carry out certain tasks in nearly every insolvency assignment, namely administrative duties and dealing with the Company's creditors. Whilst these tasks are required by

statute or regulatory guidance or are necessary for the orderly conduct of the proceedings, they do not necessarily produce any direct financial benefit for creditors, but nonetheless still have to be carried out.

This work includes:

- Notifying creditors of the Joint Administrators' appointment and other associated formalities including statutory advertising and filing relevant statutory notices at Companies House;
- Preparing and issuing the Joint Administrators' Statement of Proposals for achieving the purpose of the Administration and thereafter providing periodic progress reports to members and creditors (typically every 6 months) ;
- Lodging periodic returns with the Registrar of Companies for the Administration;
- Complying with statutory duties in respect of the Joint Administrators' specific penalty bond;
- Creation and update of case files on the firm's insolvency software;
- Establishing and holding periodic meetings of the creditors' committee and associated filing formalities (if a committee is appointed);
- Securing the Company's books and records;
- Pension regulatory reporting and auto-enrolment cancellation;
- Completion and filing of the notice of the Company's insolvency to HM Revenue & Customs
- Initial assessment required by Statement of Insolvency Practice 2 and the Company Directors Disqualification Act 1986 (CDDA) including the review of the Company's books and records and the identification of potential further asset realisations which may be pursued in the Administration;
- Submitting a statutory report to the Insolvency Service under the CDDA;
- Periodic case progression reviews (typically at the end of Month 1 and every 6 months thereafter);
- Opening, maintaining and managing the Administration estate cashbook and bank account(s);
- Dealing with all post-appointment VAT and corporation tax compliance;
- Liaison with secured creditors, obtaining charge documents and validating the security

Realisation of Assets

As outlined in the Joint Administrators' Proposals, since appointment the Joint Administrators and their staff have pursued the realisation of the Company's freehold property known as land at Former Erskine Barracks, Wilton, Salisbury, Wiltshire SP2 0PG ("the Land").

The sale of the Land remains ongoing and instructed solicitors, Brabners LLP are liaising with all relevant parties to ensure this sale is completed in a timely manner.

Work done by the Joint Administrators, their staff and any third parties engaged to assist the Joint Administrators in realising the Company's assets will, it is anticipated, provide a financial benefit to creditors. This may involve realising assets to facilitate a distribution to secured creditors of the Company only (from which a Prescribed Part fund may be derived for the benefit of unsecured creditors) or may, depending on realisations and the extent of any 3rd party security, may result in a distribution to the preferential and unsecured creditors of the Company. Further information on the likely outcome of the Administration process will be provided in the Joint Administrators' subsequent progress reports.

Creditors (claims and distributions)

As Joint Administrator, I will deal with all secured and unsecured creditor correspondence and claims as received, including any claims of creditors under retention of title. Based on the directors' estimated statement of affairs, I currently think that after taking into consideration the costs of realising the assets and dealing with the statutory formalities of the Administration process and the related costs and expenses, a distribution may be available to the unsecured creditors. I will either deal with the review and adjudication of creditors' claims in the Administration or if appointed Joint Liquidator, in the subsequent Liquidation, if and when it is determined that a dividend is to be declared to creditors.

It should be noted that the above is based on the directors' estimated statement of affairs and the projected realisable value of the Company's assets which at this stage is unconfirmed, together with the anticipated costs of the Administration. I will confirm the likely return to creditors in my future progress reports.

Investigations

As Joint Administrators, we are required to conduct investigations into the conduct of the directors of the Company and transactions entered into prior to the Company's insolvency, as required by the Company Directors Disqualification Act 1986 and Statement of Insolvency Practice 2 (Investigations by Office Holders in Administrations and Insolvent Liquidations).

This work may not necessarily lead to any financial benefit to creditors yet is work we are required to undertake by statute. Our initial investigations may reveal that further recoveries could be available for the insolvent estate and if this proves to be the case and I consider that further work will be required to pursue these assets, I will refer back to creditors about the likely costs involved in pursuing such recoveries.

Joint Administrators' Expenses

As also noted, I am required to provide creditors with details of the expenses I consider will be, or are likely to be, incurred in the Administration. These may include expenses such as agent's costs for assisting in the disposal and realisation of the company's physical assets or other routine expenses associated with an insolvency case such as statutory advertising costs or the office holder's specific penalty bond.

Below is a summary of the expenses I consider will be, or are likely to be, incurred in this case. I will provide a further update to creditors in my subsequent progress reports.

Expense	Estimated Cost (inclusive of VAT) £
Agents' costs for valuation of freehold property – fixed fee	£4,067.50
Solicitors' costs in dealing with sale of property – time costs	£50,000
Solicitors' costs in dealing with instruction of counsel and validity of the Joint Administrators' appointment – time costs	£7,500
Insurance of assets	£560.00
Statutory advertising	£170.40
Specific penalty bond	£600.00
External storage of company's books and records	£100.00
Category 2 disbursements charged by the firm:	
Business mileage	-

CG&Co's Category 2 Disbursements Policy

Attached are details of my firm's Category 2 disbursements policy.

Category 2 disbursements require approval from creditors. These are costs which are directly referable to the appointment in question but are not payments which are made to an independent third party and may include shared or allocated costs that can be allocated to the appointment on a proper and reasonable basis such as internal room hire, document storage or business mileage. Any Category 2 disbursements which this firm proposes to charge in this case are reflected in the table of expenses above. Approval to charge these will be sought from creditors when the basis of my remuneration as Administrator is fixed.

We would confirm that this firm does not seek to charge any Category 2 disbursements.

WILTON CARE LIMITED - IN ADMINISTRATION

Appendix E

Estimated Outcome Statement as at 26 November 2019

	£000
Assets subject to Fixed Charge	
Land at Former Erskine Barracks, Wilton, Salisbury, Wiltshire SP2 0PG	3,036,000
Less:	
Cost of Administration	(150,000)
Available to Secured Charge Holder	2,886,000
Amount due to Secured Charge Holder	(2,498,138)
Surplus / (deficit) to Secured Charge Holder	387,862
Assets Subject to Floating Charge	
n/a	Nil
Less:	
Costs of Administration	n/a
Preferential creditors	Nil
Surplus / (deficit) due to Secured Charge Holder under fixed charge	n/a
Surplus / (deficit) available for unsecured creditors	387,862