Form 2.18BA Rule 30(3)

#### The Insolvency (Northern Ireland) Order 1989 Notice of deemed approval of proposals

Name of Company Company number WB 2019 Realisations Limited (formerly Wrightbus NI006119 Limited) In the Court case number High Court of Justice, Northern Ireland 24961 of 2019 (full name of court) (a) Insert full I/We (a) Michael John Magnay Peter Michael Allen Deloitte LLP Deloitte (NI) Limited name(s) and address(es) PO Box 500 19 Bedford Street 2 Hardman Street Belfast of BT2 7EJ administrator(s) Manchester M60 2AT having been appointed administrators of (b) WB 2019 Realisations Limited (formerly Wrightbus (b) Insert name Limited), 19 Bedford Street, Belfast BT2 7EJ and address of registered office of company (c) Insert date on (c) 25 September 2019 of appointment (d) Insert name by (d) the directors of applicant/appoin ter hereby give notice that: having made a statement under paragraph 53(1) of Schedule B1 and no meeting having been requisitioned under paragraph 50 of that Schedule, the proposals sent by me on (e) 20 November 2019 were deemed to have been approved on (e) 2 December 2019 (e) Insert date Signed

Joint / Administrator(s)

Dated 9 December 2019

## Deloitte.

WBM 2019 Realisations Limited (formerly Metallix Limited) ("Metallix") (All in Administration) together ("the Companies") or ("the Group") Wrights Group Limited ("Wrights Group")
WB 2019 Realisations Limited (formerly Wrightbus Limited) ("Wrightbus") WBC 2019 Realisations Limited (formerly Wright Composites Limited) ("Composites") WBED 2019 Realisations Limited (formerly Wright En-Drive Limited) ("En-Drive")

Schedule B1 of the Insolvency (Northern Ireland) Order 1989 (as amended) Joint Administrators' Statement of Proposals pursuant to Paragraph 50 of

Michael John Magnay of Deloitte LLP ("Deloitte") and Peter Michael Allen of Deloitte (NI) Limited ("DNI") ("the Joint Administrators") were appointed Joint Administrators of the Companies by the directors of the Companies of 201 Galgorm Road, Ballymena, Co. Antrim BT42 1SA on 25 September 2019. The affairs, business and property of the Companies are managed by the Joint Administrators. The Joint is authorised by the Institute of Chartered Accountants of Scotland. licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales. Peter Michael Aller Administrators act as agents of the Companies and contract without personal liability. All licensed Insolvency Practitioners of Deloitte are

all functions, duties and powers by either of them jointly and severally. For the purposes of paragraph 101(2) of Schedule B1 of the Order, the Joint Administrators confirm that they are authorised to carry out

Council Regulation (EU) No 2015/848 applies and these are the main proceedings as defined in Article 3(1) of that regulation.

20 November 2019



8 **Executive Summary** 

Background

-00 Remuneration and expenses Post-appointment

Ð Additional information

Appendices

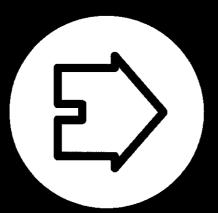
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#### Contacts

#### of the Companies Joint Administrators

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Birmingham B1 2HZ











WBC 2019 Realisations Limited (formerly Wright Composites Limited) ("Composites") WBED 2019 Realisations Limited (formerly Wright En-Drive Limited) ("En-Drive") Wrights Group Limited ("Wrights Group") WB 2019 Realisations Limited (formerly Wrighbus Limited) ("Wrightbus")

This Statement of Joint Administrators' Proposals ("the Proposals") has been prepared pursuant to paragraph 50 of

WBM 2019 Realisations Limited (formerly Metallix Limited) ("Metallix") (All in Administration) together

("the Companies") or ("the Group")

Schedule B1 of the Order, which requires that we, as the Joint Administrators, provide creditors with details of our proposals to achieve the purpose of the administrations.

We do not consider that any of the Companies have sufficient property to enable distributions to be made to unsecured creditors, other than under the prescribed part provisions pursuant to Article 150A(2)(a) of the Order, ("the Prescribed Part") in Wrights Group, Wrightbus, En-Drive, Composites and Metallix.

to the Joint Administrators no later than **2 December 2019**. A deposit of £1,000 towards the costs of convening the meeting should be enclosed with the request, per Rule 2.038(4) of the Insolvency Rules (Northern Ireland) us to convene a meeting of creditors, please complete the relevant Form 2.21B attached to this report and return it As such, we are not required to convene a meeting of creditors to consider our proposals unless requested to do so by creditors whose total debts amount to at least 10% of the total debts of one of the Companies. If you would like 1991 (as amended) ("the Rules").

The proposals will be deemed approved and notices to that effect will be filed at Companies House

The following information is included in the report:

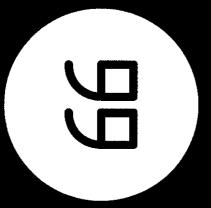
- background of the Group;
- the circumstances giving rise to the appointment of the Joint Administrators;
- the progress of the administrations to date; and
- the Joint Administrators' proposals for achieving the objective of the administrations (page 14).

Yours faithfully

For and on behalf of the Companies



Joint Administrators



99 (#)

### **Executive Summary**

**Executive Summary** 



















Proposals		Estimated Outcomes	Estimated Timescale	Initial meeting • of creditors	Purpose of the administrators' strategy
Our proposals for managing the business and affairs of the Companies can be found on page 14.	<ul> <li>- Of the secured creditors, Invest Northern Ireland ("INI") will be repaid in full, however Bank of Ireland ("BoI") will not be repaid in full from any of the Companies.</li> <li>- It is anticipated that preferential creditors of Wrightbus, En-Drive, Composites and Metallix, will be paid in full. We have not received any preferential claims in respect of Wrights Group.</li> <li>- It is unlikely that there will be a distribution for unsecured creditors, other than via the Prescribed Part in Wrights Group, Wrightbus, En-Drive, Composites and Metallix.</li> </ul>		On current information, the duration of the administrations is not likely to exceed 12 months, following which it is anticipated that the Companies will move to dissolution, as detailed at page 16.	As there is no prospect of any funds being returned to unsecured creditors (other than by way of the Prescribed Part in Wrights Group, Wrightbus, En-Drive, Composites and Metallix), we will not be convening creditors' meetings, unless required to do so.	<ul> <li>The purpose of the administrations is to achieve a better result for the Companies' creditors as a whole than a through liquidation.</li> <li>Having failed to secure a buyer following an Accelerated Merger &amp; Acquisition ("AMA") sales process, the Group was placed into administration on 25 September 2019.</li> <li>As the Joint Administrators considered that there was still a realistic prospect that a sale of all or part of the business could be achieved, the decision was taken to continue to trade, albeit on a limited basis, in order to preserve the value of the Group.</li> <li>Absent any funding (other than monies to be realised during the course of the administration), trading operations were significantly reduced, with the majority of the employees being made redundant on appointment. 66 employees were retained to assist the Joint Administrators discharge their statutory duties and with the limited operations whilst a sale of business was pursued. See page 12 for further details.</li> <li>Following a further round of negotiations with potential buyers, two offers were progressed resulting in: <ul> <li>The sale of the external business of Composites to Jans Composites Limited ("JCL") on 11 October 2019; and</li> <li>The sale of the majority of the business and assets of Wrights Group, Wrightbus, En-Drive, Metallix and the internal business of Composites to Bamford Bus Company Limited ("BBCL") on 22 October 2019. Further details on the sales can be found on page 12.</li> </ul> </li> </ul>



The Group

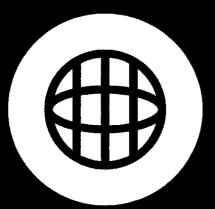
Summary financials

Joint Administrators' appointment

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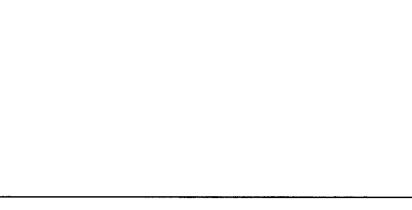


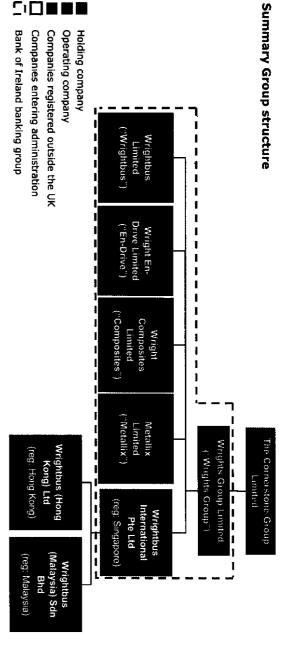
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The Group





#### Background

The Companies designed and manufactured buses for the global market but predominantly supplied the United Kingdom and the Republic of Ireland.

The Group has international operations comprising of Wrightbus International Pte Ltd ("International"), Wrightbus (Hong Kong) Ltd and Wrightbus (Malaysia) Sdn Bhd (together "the International Group") The International Group is not in an insolvency process. As part of the sale of business (discussed on page 12), the sales agreement grants an option to purchase the

### Employees

shares in the International Group to BBCL.

As at 25 September 2019, the Companies employed 1,211 staff, as follows:

- Wrightbus 820 based in Northern Ireland, 50 based in the United Kingdom, 3 based in Republic of Ireland and 10 based overseas;
- Composites 132;
- En-Drive 102;

**#** 

- Metallix 94; and
- Wrights Group 1.

## **Summarised Group Structure Chart**

A summarised group structure chart (at the date of our appointment) is set out above. Please note that this is not a full group structure and excludes a number of dormant companies within the wider group.

The Cornerstone Group Ltd ("Cornerstone") is the ultimate parent company of Wrights Group. Cornerstone is a non trading, holding company and did not participate with the bank facilities of the Group. Cornerstone has not entered an insolvency process.

Wrights Group is the immediate parent of the trading group and also owns a freehold property.

En-Drive, Composites and Metallix provided support services to Wrightbus producing chassis, fibre glass parts and metal fabrication services respectively.

both designed and manufactured buses.

Wrightbus was the main trading entity of the Group and

The International Group manufacture buses in Malaysia for the market in the Far East and provide aftercare support services for that market.

The Group (continued)

## **Debt & security structure**

available debt facilities, comprising £52.5m from BoI and £2.5m from INI (together the "Secured Creditors"). As at the date of appointment, the Group had £55m of

and the facilities had been drawn at varying levels since following: debt facilities in place as at appointment comprised the that date, with £50m available up to June 2019. The The Group refinanced its debt facilities in October 2013

- Revolving credit facility;
- On demand loan;
- Overdraft;
- Short term loan; and

further on page 9). This funding was drawn in tranches by the Group in July 2019 and August 2019 and short term loan (£2.5m each) in order to provide additional time to run the AMA process (discussed In June 2019, BoI and INI approved a further £5.0m

drawn across all of the facilities, As at the date of appointment, a total of £40.6m was

BoI has full cross-guarantees across:

- Wrightbus; Wrights Group;
- En-Drive;
- Composites;
- Metallix; and



- Confidential Invoice Discounting facility;

- Foreign currency facilities.

increased the Group's available funding to £55m.

#### exception of fixed charge debtors) with BoI and INI benefits from super senior security status (with the ranking pari passu for this element of lending.

## Debt & security structure (continued)

of appointing an administrator. BoI's lending is secured by full debenture security ranking security over each of the entities in the Group. (including fixed and floating charges) and it has first-It also has a qualifying floating charge for the purposes

debenture security and cover the debt detailed opposite were registered on 11 October 2013 as part of the Group's refinancing. The fixed and floating charges which underpin BoI's

The additional £5.0m funding provided by BoI and INI















Summary financials

### Group Summary profit and loss account

000.3	Management	Management	Statutory	Statutory:
	Accounts for 8	Accounts for	Accounts for /	<b>VCCOL</b>
	months to	12 months to 12 months to	12 months to	months to
	31-Aug-19	31-Dec-18	31-Dec-18 31/12/2017	31/12/2016
Turnover	103,771	137,374	212,587	271,944
Cost of Sales	(93,275)	(100,402)	(177,561)	(227,881)
Gross Profit	10,495	36,972	35,026	44,063
Gross Margin %	13%	27%	20%	25%
Other Expenses	(30,060)	(50,524)	(33, 154)	(37,341)
(L)/EBIT	(19,564)		1,872	6,722

39,077	39,593	17,172	(1,374)	Net (Liabilities)/Assets
(52,712)	(63,946)	(82,190)	(82,857)	Total Liabilities
		(7,794)	(11,499)	Other
(2,021)	•	(49, 154)	(44,085)	Bank Loans and Overdraft
(17,850)	(23,606)	(7,091)	(6,170)	Other creditors
(32,841)	(40,341)	(18,152)	(21, 104)	Trade creditors
91,789	103,540	99,362	81,483	Current Assets
•			3,162	Related Party Balances
2,363	14,108	•		Cash
36,744	37,418	57,687	59,868	Stock
52,683	52,014	41,675	18,452	Trade debtors
14,742	13,507	13,359	12,905	Fixed assets
1,757	1,757			Intangible assets
12,985	11,750	13,359	12,905	Tangible assets
31-Dec-16	31-Dec-17	31-Dec-18	31-Aug-19	
Accounts as at	Accounts as at	Accounts as at Accounts as at	Accounts as at	
Statutory	Statutory	Management	Management	£'000
			90000	aroup summer y service error

Note: the consolidated balances above also include the International Group which are to replace the significant Transport for London not in administration.

## Overview of financial information

are shown opposite. 2018 and for the 8 month period to 31 August 2019 Extracts from the audited Group accounts for the 2017 and management accounts to 31 December twelve months to 31 December 2016, 31 December

verified by the Joint Administrators, Deloitte or DNI. Please note that this information has not been

## Profit and loss commentary

in the 12 month period ending December 2017. month period to December 2018 and EBIT of £1.9m was £19.5m, compared to LBIT of £13.5m in the 12 to August 2019, loss before interest and tax ("LBIT") In the management accounts for the 8 month period

significantly since FY17, with the key driver being the The Group's trading performance has declined reduction in revenue and gross margin.

contract which completed in FY18 ending Aug-19. This is primarily driven by a decline £137.4m in FY18 and then £103.8m in the 8 months Revenue has reduced from £212.6m in FY17 to in the UK bus market and, the Group not being able

contributed to the declining trading performance. See overleaf for a combination of other factors which

## Balance sheet commentary

accounts. liabilities of £1.4m per the August 2019 management The Group is balance sheet insolvent with net

plant and machinery across the various sites. land and buildings, leasehold property improvements IT equipment, furniture, fixtures and fittings and The balance relating to tangible fixed assets includes

customers for delivery of buses and spare parts Debtors are predominantly amounts invoiced to

Stock includes raw materials, work in progress ("WIP") and finished goods.

Related party debtor balances relate to amounts paid to companies under common control but outside of











appointment Joint Administrators'



## Reasons for failure & financial distress

performance in 2017, attributable to a number of key issues including (but not limited to): The Companies began experiencing a decline in trading

- A slowdown in demand in the UK bus market;
- Unforeseen inefficiencies and complexities in the consolidation of its Northern Ireland operations into a single modern facility (during 2017 and 2018);
- Loss making contracts to supply buses in South East
- Delays in agreeing terms with customers leading to increased levels of stock and work in progress; and
- key raw material components, giving rise to further Liquidity issues significantly impacting the supply of inefficiencies in manufacturing operations.

unable to meet its debt commitments. Accordingly, the possible solutions to the Group's financial difficulties. directors approached BoI in May 2019 to discuss This decline in performance caused the Group to be

## Steps taken to remedy/turnaround

of the business was the best available option for directors resolved in June 2019 that an accelerated sale and given the liquidity pressure of the Group, the turnaround plan. The directors forecast a significant creditors as a whole. However, absent the ability to fund the turnaround plan funding requirement to implement the turnaround plan initiatives across the business and developed a During May 2019, the directors identified cost-saving

run an AMA process (see opposite for further details). Deloitte was engaged by the directors in June 2019 to

process and seek a buyer for the Group. provide the Group with additional time to run the AMA funding line of £5.0m (split £2.5m each) in order to During June 2019, BoI and INI approved an additional

# Steps taken to remedy/turnaround (continued)

approached, 26 signed non disclosure agreements and As part of the AMA process, 49 interested parties were received further information.

process concluded without delivering a buyer for the Group. amount of time was then spent attempting to revive the offers however this was unsuccessful. As a result the AMA on 20 September 2019 both offers were withdrawn. A short Following this, two credible offers were pursued, however,

## When decision to appoint was made

being considerd would need to be delivered via pre-packaged administrations, or if the AMA process was administrators, given an imminent funding requirement and resolved to file notices of intention to appoint unsuccessful, the Companies would enter administration that could not be met and it was anticipated that the offers On 19 September 2019, the directors held board meetings

# Involvement of Deloitte pre-appointment

opportunities for cost reduction. This engagement was to perform a review of the Wrightbus cost base to identify Deloitte Consulting were initially engaged by the directors concluded in May 2019.

assist with stakeholder management and perform AMA stabilisation support, review options available to the Group, Following this, Deloitte Financial Advisory were engaged by the directors in May 2019 to provide short term cash

a sale of the shares or the business and assets Deloitte Financial Advisory were then engaged by the directors in June 2019 to undertake an AMA process with the objective of finding a purchaser for the Group by way of

Deloitte and Peter Michael Allen of DNI were asked to take subsequently, given the Companies were unable to pay As noted above, the AMA process was unsuccessful and directors on 25 September 2019. the pending appointment as Joint Administrators by the their debts as they fell due, Michael John Magnay of

remained a realistic possibility that a buyer for the business Despite the AMA process being unsuccessful, there could still be found during the administrations.



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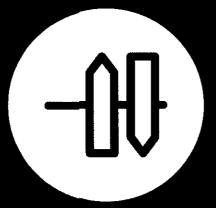
## Post-appointment

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Joint Administrators' strategy	12
Outcome for creditors	15

Extensions & exit routes

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Outcome for creditors











Purpose

# Appointment of the Joint Administrators

Galgorm Road, Ballymena, Co. Antrim BT42 1SA on 25 September 2019, following the filing of Notices of Appointment of Joint Administrators. of DNI were appointed Joint Administrators of the Michael John Magnay of Deloitte and Peter Michael Allen Wrightbus, En-Drive, Metallix and Composites of 201 Companies by the directors of Wrights Group,

## **Purpose of the administration**

order to rescue the business as a going concern. The Companies have significant levels of borrowing (secured debt) which would need to be restructured in

would be obtained through immediate liquidations of the achieve a better result for creditors as a whole than Accordingly, the purpose of the administrations is to Companies.

achieved by: As discussed on the following pages, this purpose was

- A sale of the majority of the business and assets of Group, Wrightbus, En-Drive, Metallix and the internal business of Composites to BBCL on 22 October 2019;
- The business and assets sale of the external business of Composites to JCL on 11 October 2019.



















Joint Administrators' strategy

How the affairs and business of the Companies have been managed and financed since appointment, and the Joint Administrators' intended strategy if their proposals are approved

### Sale of business

Having failed to secure a buyer during a 17 week AMA process, and in the absence of any further funding, the directors concluded that it was necessary to put the Companies into administration. There remained a realistic prospect that a sale of the business could still be achieved. As a result, immediately following our appointment, we concluded it would be in the best interests of creditors to continue to trade the Companies' business, albeit in a much reduced capacity whilst continuing to seek a buyer for all or part of the business.

We instructed Deloitte Financial Advisory ("DFA") to advise on and conduct the sales and marketing process on our behalf given DFA had run the previous AMA. This involved speaking to the following groups of potential buyers:

- Re-approached parties (including lead parties from the solvent process): 13
- New inbound interest (ongoing business, International business): 26
- New inbound interest (Composites business): 5
- New inbound interest (assets, stock, P&M, other): 23

The sales process ran for approximately four weeks and on 22 October 2019, the majority of the business and assets of Wrights Group, Wrightbus, En-Drive, Metallix and the internal business of Composites were sold to BBCL.

The full details of the sale are confidential, however, we confirm the following:

Initial Consideration of £3,000k has been received for the following (where the Administrators had the right, title and interest to sell): the Business Records; the Customer List; the Goodwill; the Intellectual Property; the Motor Vehicles; the Plant and Machinery; the IT Assets; the Sales Information; and the Stock. The Initial Consideration was a blanket offer for the assets noted and represented a better return than would have been achieved through an ex situ sale.

## Sale of business (continued)

- Deferred consideration will be received in relation to the first £3,000k of proceeds received by BBCL from the sale of certain finished buses.
- BBCL has committed to act as agents in relation to the collection of debts of the Companies. Funded debts relate to those debtors that BoI had funded via an Invoice Discounting facility. BBCL has underwritten debtor recoveries from Funded Debts up to £4,205k.

As part of the sale, BBCL has taken the following options:

- an option to purchase the shares in International (which therefore includes the whole International Group) for £100k. The International Group is currently not in an insolvency process; and an option to purchase one of the Group's freehold
- an option to purchase one of the Group's freehold properties (the Old Head Office site at Fenaghy Road, Ballymena) for market value (to be independently determined if the option is exercised).

The BBCL offer was compared to estimated realisations in a range of insolvency scenarios, from values on a break up/ forced sale basis through to a going concern sale from administration. The BBCL offer represented a significantly better outcome for creditors than in a break up scenario.

The following assets were excluded from the sale to BBCL (and the strategies for realising these assets are discussed overleaf):

- Freehold land and buildings;
- Certain assets in relation to the external Composites business;
- Related party debtors;
- Funded Debt as above, BBCL has agreed to take on the role as agent to collect the debtor balances; and
- Non Funded Debt BBCL has agreed to take on the role as agent to collect the debtors.

In a separate transaction, certain business and assets of the external Composites business were sold to JCL on 11 October 2019 for a consideration of £210k.

We will continue to liaise with both purchasers to progress any unresolved issues or future matters that may arise.

strategy Joint Administrators'

As noted previously, despite the AMA process being unsuccessful, there remained a realistic prospect that a allowed the Administrators to preserve the value of the sale of business could still be achieved. However, due to assets in order to deliver a sale of the business. reduced operations whilst a buyer was sought. Trading limited funds being available, this resulted in significantly

than an immediate winding up of the Companies. We believe that this achieved a better result for creditors

to be finalised, these figures do not reflect the final Please note that as the Companies' trading costs are yet trading outcome, which is expected to generate a deficit Wrightbus (£167k), En-Drive (£15k), Composites (£7k). been incurred as follows - Wrights Group (£8k), respective of Composites and trading costs of £197k have To date, trading sales of £53k have been achieved in

via a sale of the business. to be preserved, achieving a better outcome for creditors The costs incurred above allowed the value in the Group for the respective administration estates.

### Freehold property

previous page, BBCL also has an option to purchase this granted to BBCL as part of that sale. As noted on the and the Church building – all located on Fenaghy Road in as: the Old Head Office site, the Old Logistics building property at market value license to occupy the Old Head Office site has been building are currently occupied by third parties and a Ballymena. The Old Logistics building and the Church The Companies own three freehold properties, referred to

subject to fixed charges with BoI agents to provide advice on marketing and selling the properties. Any realisations from freehold property are No properties have been sold to date. We have instructed

### Leasehold property

To date, the following has taken place: The Companies operated from five leasehold properties

- One lease has been surrendered by Wrights Group;
- One lease has expired in Wrightbus and the property has
- below), generating premiums of £20k per month; and Two leases have been licensed to third parties (see
- Legal advice has been required in relation to the various One lease has been handed back to the landlord by Wrights Group and the property has been vacated.

properties and leases.

negotiate with the landlord of the property. sale of business and assets. This is to allow BBCL to in Orpington, England by Wrightbus on completion of the BBCL was granted a licence to occupy a leasehold property

of the sale of business and assets. This is to allow JCL to Fenaghy Road, Ballymena by Wrights Group on completion negotiate with the landlord of the property. JCL was granted a licence to occupy a leasehold property on

### Related party debtors

The recoveries in relation to related party debtors are being

#### Books debts

entity as follows - Wrightbus, £8,656k; Composites, £604k; showed £9,293k owing from customers. This is split by En-Drive, £5k; and Metallix, £27k. As at the date of appointment, the Companies' sales ledger

appointed agent to collect the debtors on behalf of the Joint As part of the sale on 22 October 2019, BBCL has been Administrators. BBCL will report on the debtors collected to the Joint Administrator on a monthly basis.













Joint Administrators' strategy

#### **Employees**

The majority of employees (1,145) were made redundant on the appointment of the Joint Administrators following suspension of the bulk of the Companies' operations due to economic reasons and the limited funding available in the administrations.

66 employees were retained to assist the Joint Administrators discharge their statutory duties and to assist with the limited operations whilst a sale of the business was pursued.

## Receipts and payment account

No receipts and payments accounts have been provided as we are not yet seeking to approve the basis of our fees.

Receipts and payments accounts will be provided with our fee approval request.

## The Joint Administrators' proposals

Our proposals for the administration include:

- continuing to manage the affairs and any remaining assets of the Companies and the settlement of all administration expenses;
- assessing the affairs of the Companies and reviewing and reporting on the conduct of their directors and, where required, providing assistance to any regulatory authorities with any investigation into the affairs of the Companies or their management;
- agreement of the claims of any secured, preferential and unsecured creditors against the Companies unless we conclude, in our reasonable opinion, that the Companies will have no assets available for distribution;
- distributing funds to any secured and preferential creditors and, where applicable, to unsecured creditors under the Prescribed Part as and when their claims are agreed and funds permit, and to make distributions to unsecured creditors, other than out of the Prescribed Part if the court gives permission following an appropriate application;

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- following the realisation of assets and resolution of all matters in the administration, and as quickly and efficiently as is reasonably practicable, we will implement the most appropriate exit route to formally conclude the administration; and
- that, if each Company or any of the Companies are to be placed into CVL, the Joint Administrators (or any person appointed as a replacement office holder) propose to be appointed Joint Liquidators and for the purposes of Article 195 of the Order the Joint Liquidators will each be authorised to carry out all functions, duties and powers either jointly or severally.

We will seek specific approval from the appropriate body to fix the basis of and the ability to draw our remuneration and expenses and to agree the time of our discharge on conclusion of the administration.

In the absence of a creditors' meeting being requested our proposals will be deemed approved on 2 December 2019.

creditors Outcome for

### Secured Creditors Estimated outcome for creditors

September 2019: being owed the following across the Group as at 25 The Companies' records show the Secured Creditors as

- BoI £38.1m
- INI £2.5m

charges granted by the Companies on 11 October 2013 agreement with BoI in June 2019 in relation to their We understand that INI entered into an inter creditor The BoI amount is secured by way of fixed and floating

repay BoI in full. No distributions have been made to full but there will not be sufficient asset realisations to there will be sufficient asset realisations to repay INI in Based on currently available information, we anticipate

### Preferential Creditors

estimate that there will be the following claims; Service for arrears of wages/salaries, holiday pay. We Companies' employees/the Redundancy Payments Preferential creditors consist of amounts owed to the

Wrightbus - 790 claims £542k

Composites - 131 claims £54k

En-Drive – 99 claims £47k

Metallix – 91 claims £39k

Wrights Group has no preferential claims.

creditors in full. We anticipate being able to pay the preferential

### **Unsecured Creditors**

£20,613,933 across all of the Companies. A split per company will be issued with the statement of affairs creditors with estimated non-preferential claims as under separate cover, Please see page 25 for further The Companies' books and records show total unsecured

> be available under the Prescribed Part in Wrights Group unsecured creditors (save for any distribution that may Wrightbus, En-Drive, Composites and Metallix). realisations to enable a distribution to be made to We do not anticipate that there will be sufficient asset

#### Prescribed Part

on or after 27 March 2006. the Order. It applies only where the charge was created otherwise be paid to secured creditors under their unsecured creditors from asset realisations that would The Prescribed Part is an amount set aside for floating charge, as set out under Article 150A(2)(a) of

and is subject to a statutory maximum of £600k per The Prescribed Part is calculated as a % of net property

costs are as follows: distribution to them. The estimated amounts before chiefly comprise legal costs, advertising costs and our creditors, after deduction of the associated costs, which a Prescribed Part available for distribution to unsecured time costs for agreeing creditors' claims and making the Based on current information, we anticipate we will have

- Wrightbus £600k
- Composites £48k
- En-Drive £26k
- Metallix £4k
- Wrights Group £10k

making the distribution are disproportionate to the disapply the Prescribed Part, on the grounds the costs of currently low. Metallix and Wrights Group as their Prescribed Parts are We do not expect to make an application to Court to benefits to creditors. However, we will review this for

#### Claims process

Birmingham address on page 2, marked for the previously issued, which should be sent to the us by completing a proof of debt form which has been Unsecured creditors are invited to submit their claims to attention of Jessica Hough.













Extensions & exit routes

#### **Exit routes**

administrations automatically come to an end after one with consent of the creditors. year, unless an extension is granted by the court or In accordance with the provisions of the Order, all

administration. Based on current information, we consider the following exit routes may be appropriate: There are several possible exit routes from

- Dissolution If there is no further property which might permit a distribution to the Companies' dissolved three months later. creditors, we may file notices to that effect with the Registrar of Companies and the Companies will be
- Compulsory Liquidations ("WUC") where there is order to wind up the Companies. court to end the administration and to make an further enquiry, it may be appropriate to ask the possibility, but no certainty, of recoveries being made or matters such as property to disclaim or
- Creditors' Voluntary Liquidations ("CVL") Where a be wound up. distribution to unsecured creditors will be made, we date that notice is registered and the Companies will Companies. The administration will cease on the may file a notice to that effect with the Registrar of
- Please note that if the Companies are placed into may nominate a different person to be liquidator(s) appointed as a replacement office holder) propose CVL, the Joint Administrators (or any person provided the nomination is made before the to be appointed as Joint Liquidators. The creditors proposals are deemed approved i.e. by 2 December

- apply in the CVL. committee and the basis of the Joint Liquidators' administrations will become a liquidations Any creditors' committee appointed in the remuneration fixed during the administration will
- For the purposes of Article 195 of the Order, the severally. Liquidators will each be authorised to carry out all functions, duties and powers either jointly or

# Discharge of Joint Administrators' liability

specific time appointed by either the court, the creditors preferential) creditors. in specific circumstances, by the secured (and (either via the creditors' committee or by meeting) or, of their actions as administrators takes effect at the the Joint Administrators' discharge of liability in respect Pursuant to paragraph 99 of Schedule B1 of the Order,

as at the date the Registrar of Companies registers the Joint Administrators' final progress report. that the Joint Administrators be discharged from liability Wrightbus, En-Drive, Composites and Metallix approve Group and the Secured and preferential creditors in In this case, we will request the Secured Creditors in

















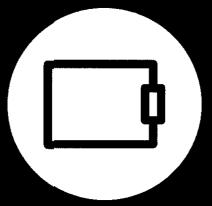
# Remuneration and expenses

Remuneration

Pre-administration costs

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**®** 

#### expenses Remuneration and

Remuneration

provided to you at no cost. page 2 and this will be Birmingham address on writing to us at the please send your request in require a paper copy, to SIP 9. Should you Administrators' "A Creditors' Guide to Remuneration" is appended

## Joint Administrators' remuneration

# **Basis of Administrators' remuneration**

Administrators' remuneration may be fixed: Pursuant to Rule 2.107 of the Rules, the basis of Joint

- as a percentage of the value of the property with which the Joint Administrators have to deal;
- by reference to time costs properly given by the matters arising in the administration; Joint Administrators and their staff in attending to
- as a set amount;
- or, any combination of the above

Wrights Group, Wrightbus, En-Drive, Composites and Metallix. Therefore, in accordance Rule 2.107(6) of the creditors, other than under the Prescribed Part in basis of our remuneration will be fixed by approval of: Rules and in the absence of a creditors' committee, the There will be no funds available to the unsecured

i) each Secured Creditor; or

ii) where we intend to make a distribution to to an invitation to consider approval. creditor and 50% of preferential creditors who respond preferential creditors, with the approval of each Secured

We anticipate requesting a mixed fees basis:

- being a time costs basis for statutory matters, tax and VAT, the limited trading period, sale of business distributions; and realisation, creditor correspondence and
- being a percentage of realisations basis for the investigation work.

Further details will be provided in our first progress













## Remuneration and expenses

Pre-administration costs

### **Pre-administration costs**

Pre-administration costs are defined as the remuneration charged and expenses incurred by the Joint Administrators (or other person qualified to act as such) before the Companies entered into administration but with a view to it doing so.

## Approval of pre-administration costs

Determination of whether and to what extent the unpaid pre-administration costs are approved for payment shall be by the Secured Creditors in Wrights Group and the Secured and preferential creditors in Wrightbus, Composites, En-Drive and Metallix.

## Statement of pre-administration costs

In the following paragraphs, we have provided an explanation of the work carried out by Deloitte and Tughans (the Administrators Lawyers) in the period prior to the administrations.

The work conducted prior to the Companies entering Administration was carried out with the intention of helping to achieve the objective of the administrations, this is to achieve a better outcome for all of the Companies' creditors.

The key work streams were as follows:

- Direct planning to prepare for administration appointments, including:
- Determining a trading strategy;
- Considering and planning for employee matters;
- Determining a Public Relations strategy
- Review of customers including key contracts to determine customer strategy;
- Day one strategy and considerations; and
- Planning of appointment timing
- Liaising with lawyers in relation to preparation and signing of appointment documents; and
- Liaison with the Secured Creditors with regards to the appointment.

# Statement of pre-administration costs (Continued)

#### ees

For the work outlined above, we have incurred preadministration time costs of £304,300 in the two week period prior to the administration appointment (25 Sept-19), split as follows:

- Wrightbus £182,580
- In each of Wrights Group, Composites, Wright En-Drive and Metallix - £30,430

### **Legal costs and Expenses**

During planning for the administrations, we were assisted by Tughans on matters including:

- · Preparation of the appointment documentation;
- Advising on regulations and timings;
- Advising on possible sale of business; and
- Other technical appointment matters, such as the possible share sale of the International Group and property matters.

In respect of this work, Tughans incurred £37,550 of time costs, split as follows:

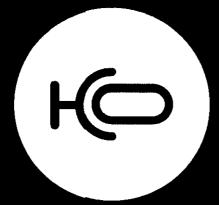
- Wrights Group £28,900
- In each of Composites, Wrightbus, Wright En-Drive and Metallix £2,162.50



# Additional information

Investigations and Case Specific Matters

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#### Information **Additional**

Case Specific Matters Investigations and



against parties either connected to or who have had past dealings with the Companies. benefit of creditors. This initial assessment includes enquiries into any potential claims that may be brought are any matters that might lead to a recovery for the appointment to review all of the information available to us and conduct an initial assessment of whether there As part of our duties, we are obliged shortly after our

contact details given on page 2 as soon as possible. of the Economy. Creditors who wish to draw any causes of failure and we will submit confidential reports as a shadow or de facto director in relation to their matters to our attention should contact us using the to the Insolvency Service, a division of the Department management of the affairs of the Companies and the the Directors and any person we consider to have acted In addition, we are required to consider the conduct of

### Third party assets

please contact us as soon as possible. Should you believe that you own or have a claim Companies' premises at the date of our appointment regarding items that may have been present at the





























## Appendices

Appendix A

Appendix B

Appendix C

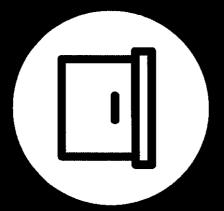
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Registered office	Company number		Statutory Information	Statutory Information
c/o Deloitte	NIG	Wsights G		ormation

Company number	NI036890	NI006119	NI006119 NI056421	NI616004	NI606381
Registered office	c/o Deloitte LLP, 19 Bedford Street, Belfast BT2 7EJ	c/o Deloitte LLP, 19 Bedford Street, Belfast BT2 7EJ	q/o Deloitte LLP, 19 Bedford Street, Belfast BT2 7E)	c/o Defoitte LLP, 19 Bedford Street, Belfast BT2 7E3	c/o Deloitte LLP, 19 Bedford Street, Belfast BT2 7EJ
Previous names	N/A	Wrightbus Limited	Wright Composites Limited	Wright En-Drive Unvited	
Court	High Court of Justice, Northern Ireland	High Court of Justice, Northern Ireland	High Court of Justice, Northern Ireland	High Court of Justice, Northern Treland	High Court of Justice, Northern Ireland
Court reference	24965 of 2019	24961 of 2019	24963 of 2019	24964 of 2019	
Company directors	Steven Francey, Amanda Knowles, Bran Maybin, Lorraine Rock, William Wright,	Steven Francey, Brian Maybin, Lorraine Rock, John McGarry	Steven Francey, Brian Maybin, Lorraine Rock	Steven Francey, Brian Maybin, Lorraine Rock	Steven Francey, Lorraine Rock
Company secretary	N/A	N/A	N/A	N/A	

### **Appendices**

Appendix B

### Disbursements

sufficient funds are realised. disbursements that have initially been paid by us and for which we will seek reimbursement as and when We have provided details below of the costs or

## Category 1 disbursements

details of which are provided below. These are payments made by us direct to third parties,

## Category 2 disbursements

administration estate. for their mileage costs. These may also include shared or allocated costs. Specific approval is required before These are costs and expenses initially paid by us and which are not generally made to a third party, for example, reimbursement to staff engaged on the case these costs and expenses can to be drawn from the

# Group - Category 1 disbursements

3,006	Total expenses
230	Bonding
238	Subsistence
1,275	Accommodation
1,263	Travel
Incurred to date and unbilled	£ (net)

# Group - Category 2 disbursements

798	Subsistence
3,499	Accommodation
3,515	Travel
Incurred to date and unbilled	£ (net)
Wrightbus - Category 1 disbursements	Wrightbus - Cat
425	Total disbursements
425	Mileage
Incurred to date and unbilled	£ (net)

# Wrightbus - Category 2 disbursements

Bonding

Total expenses

8,042

230

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Total disbursements	Mileage	z (net)
1,023	1,023	Then to date and unbline

# En-Drive - Category 1 disbursements

230	Total expenses
230	Bonding
Incurred to date and unbilled	£ (net)

# Metallix - Category 1 disbursements

(net)	Incurred to date and unbilled
onding	230
otal expenses	230

# Composites - Category 1 disbursements

Composition of	
£ (net)	Incurred to date and unbilled
Bonding	230
Total expenses	230

### **Appendices**





























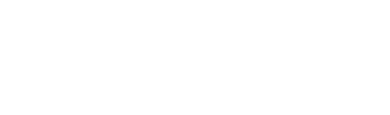












### Statement of Affairs

The Directors' statement of affairs has not yet been completed, accordingly a list of known creditors' names, addresses and the currently available estimate of amounts owed are below.

Atg Services (Ireland)	Astronal	Associated Pipeline Products	ASTURE VISION &	Ashgrove Precision Engineering L	Asco Fixings Ltd	Asap Cargo Limited	Arthur Bell Engineering	Artel Rubber Company	Ardee Coach Trim	Arcol Industrial Sa	, Arco Ltd	Arbuckle & Calderwood	Applied Pumps Ltd	Appian Fasteners Ltd	Apoque Corporation Ltd	APL	Apg Development Ltd	Antrim Supplies Ltd	Antrim Printers	Andara Tools And Plant Hire	Amening Are Hight Metal San Bhd	Augmonum & Plastics	AUTO FLOORS	Altair Engineering	Alrase Products	Allister Moore Welding &	on Europe B.v		Alexis Filters Ltd	Albert Louden	Albert Jagger Ltd	Alarm Supplies Scot	Alan Harper Compositesitd	Akg Thermotechnik International	AIT PRODUCTS PIC.	Aim Logic Lip	Agnew Recovery Services	Agnew Corporate	Agm Services Ltd	Advanced Propulsion Centre Uk Ltd	Advance Engineering Group	Adtech Aerauto	Adt Fire And	Adeir Arms Hotel	ACID UK	ACE FIXINGS	Ace Air (ni)	Abgo Koyex	Ab Turnkey Solutions Ltd	Amon Global United	Age Horrest Chic Patternakers	A&e Electrics & Property Service	A V Mounts Uk	A E Hards & Co (birmingham) Ltd	5 S Supply Ltd	4c Executive Search	3sixty Natworks	3a Composites Mobility	21st Century Fleet
Loughanhill Industrial Estate	Wilkowice	Altona Road	Brownroyd Street	Portglenone	35-37 Ludgate HIII	Drumahoe Road	Lame	Adams Way	Ardee	:4-poi Ind Valdonoif	Wavedey Street	Ballymena	Cobnar Wood Close	Derriaghy	Edgewater Office Park		Medway City Estate	Mailusk	Antrim	Orpington	1/9 Taman Ekopembaraan	Bellinderry Koad	LECOWORN GROSS CITY	Holly Way	Werrington	Unit 4 Mckinney Industrial Est	2 000 4 W 0000 000 000 000 000 000 000 00	Poole	Reddliff Road, Meiton	Ballymoney	Green Lane	Port Dundas Bus Park	Gilston Road	D-34369 Hofgeisman	UNETTE C	Stoke Brueme	Doagh	18 Boucher Way	Coss Street	Coventry	Pennybridge Industrial Estate	Navan	Manchester	Ballymena	Mochare Industrial Estate	Woodside Road	Central House	Swords	Çad	Boston Boston	Cleiand	Larbert	Scraptoft	Siminaban	Demiaghy	Causeway Tower	Maliusk Enterprise Park	Ch-9423 Altenmein	Ashby De La Zouch
Unit 11	UI, Graniczna 7	Innoces Manufacturing Bark	ASTRICE WORKS	196 Lisnahunshin Road	Office 7	Lame Logistics Park	6 Upper Calmcastle Road	Unit F, Springfield Park	Arthalivery	Juan De La Cierva	Po Box 21	73 Queen Street	Unit 11	40 The Cutts	Suite 3. Shaftsbury House	London	1-3 Kendon Business Pk	24 Mallusk Road	Steeple Industrial Estate	6a Lappon Road	No 6 Jin Ekonemiacaan	enterprise crescent	WURS ROOM	Imperial House	52 Papyrus Road	Engineering Supplies	Baanhock 188	29 Newtown Business Park	Unit 20, Melton Enterprise Park	S RIN NO	Centaur Works	12e Eurogateway	Unit 4 Gwel Avon Business Park	Am Hohlen Weg 31	Belfact	5 Ashton Rd	49 Station Road	Agnew Corporate	Southpate Industrial Park	University Road	Unit 6 Site 9	Gibbstown	P O Box 69	1-7 Ballymoney Rd	G Harberton Drive	Woodside Industrial Estate	27 Dromore Street	Swords Business Park	2 The Engma Centre	College Capacity of the	17 Ravensnii Unve	310 Stirling Road	12 Leybury Way	109/138 Northwood Street	40, The Cutts	9th Floor	Unit 11	Park Altenmein	12 Charter Point Way
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### Statement of Affairs

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### Appendices

Important notice





















































### Important Notice

any other person, or for any other purpose, or in any achieving the purpose of the administration, and for no other context other purpose. It is not suitable to be relied upon by before creditors a statement of their proposals for under Paragraph 50 of Schedule B1 of the Order to lay Administrators solely to comply with their statutory duty This document has been prepared by the Joint

or any financial interest in the Companies. of it being used, and is not suitable to be used, to inform any investment decision in relation to the debt of This document has not been prepared in contemplation

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

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