The Insolvency Act 1986

Notice of result of meeting of Creditors

Name of Company

Regent Group Limited

Company number

02589408

In the

Slough County Court

(full name of court)

Court case number 493 of 2011

(a) Insert full name(s) and address(es) of the administrator(s)

₩We (a)

Alan Peter Whalley James Cowper LLP Latimer House 5 Cumberland Place Southampton SO15 2BH Susan Rosemary Staunton James Cowper LLP Willow Court 7 West Way Botley Oxford

hereby report that a meeting of the creditors of the above company was held at

(b) Insert place of meeting

(b) 3 Wesley Gate, Queen's Road, Reading, Berkshire, RG1 4AP

(c) Insert date of meeting

on (c) 8 February 2012 at which

*Delete as applicable

*1 Proposals/revised proposals were approved

*2 Proposals/revised proposals-were-modified-and approved

The modifications made to the proposals are as follows -

(d) Give details of the modifications (if any)

(d) N/A

*3 The proposals were rejected

(e)Insert time and date of adjourned meeting

*4 The meeting was adjourned to

(e) N/A

(f) Details of other resolutions passed

*5 Other resolutions

(f) N/A

TUESDAY



A16

14/02/2012 #-

#170

Form 2.23B(CH) continued

	*6 The revised date for automatic end to administration is
	A creditors' committee was not formed
	Signed
	Joint / Administrator(s)
	Dated 18 February 2012
*Delete as applicable	A copy of the *original proposals / modified proposals / revised proposals is attached for those who did not receive such documents prior to the meeting
*Delete as applicable	Dated 13 February 2012 A copy of the *original proposals / modified proposals / revised proposals is attached for those

Contact Details:

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form

The contact information that you give w'

Alan Peter Whalley James Cowper LLP Latimer House 5 Cumberland Place Southampton SO15 2BH

DX Number

023 8022 1222 DX Exchange

When you have completed and signed this form, please send it to the Registrar of Companies at -

Companies House, Crown Way, Cardiff CF14 3UZ DX 33050 Cardiff

Regent Group Limited In Administration

Statement to Creditors pursuant to Rule 2 33 of the Insolvency Rules 1986 and Statement of Proposals under Paragraph 49 of Schedule B1 of the Insolvency Act 1986

16 January 2012

Susan Rosemary Staunton and Alan Peter Whalley of James Cowper LLP Willow Court 7 West Way Botley Oxford OX2 0JB

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Regent Group Limited in Administration ('Group' or 'the Company')

Registered Number: 02589408

Registered office: Formerly situated at 17-21 Victoria Street, Windsor, Berkshire, SL4 1HE

In the Slough County Court Number 493 of 2011

1 INTRODUCTION

- As we have already explained in our notification dated, 6th January 2012, Alan Peter Whalley and I were appointed as joint administrators of Regent Group Limited ("the Company") on 23 December 2011 in the Slough County Court The appointment was made following an application filed by the directors of the Company
- 1 2 In accordance with Paragraph 49(1) of Schedule B1 to the Insolvency Act 1986, we now set out our proposals for achieving the purpose of the administration and for the conduct of the administration
- 1 3 This report and Appendix A contains the information required by Rule 2 33 of the Insolvency Rules 1986

2 EVENTS LEADING UP TO THE APPOINTMENT OF THE AMINISTRATORS

- 2.1 The Company was incorporated on 07 March 1991. It is the holding company of Regent Partners International Limited ("RPI") and the two companies provided corporate finance advice specialising in fundraising, mergers and acquisitions for technology clients. RPI also entered into administration on 23 December 2011. Group derived its income from levying management charges upon RPI.
- The two companies began facing financial difficulties as a result of a downturn in the levels of corporate merger and acquisition activity caused by the liquidity crisis of 2008 and ensuing economic downturn which reduced deal flow, fee income and profitability. The effect of this downturn and reduction in profitability in RPI was that there was less capacity for Group to recoup management charges. As a result Group has become insolvent on both a cash flow and balance sheet basis.
- The directors sought advice from the group's auditors, RSM Tenon, who because of a potential conflict of interest introduced the group to James Cowper LLP. We have provided advice to the Company about the options available to it. After consideration as to whether it would be possible to enter into arrangements with creditors it was decided that an insolvency procedure could not be avoided but we assisted with an approach to three external potential purchasers of the business and the management team inviting offers for the companies' assets and undertaking. As we reported in our earlier letter two offers were received.
- 2.4 After consideration of the two offers received it was established that the best result for creditors would be achieved by placing Group and RPI into administration for the purpose of concluding a sale to a company incorporated by the management team for the purposes of making the acquisition. Further details about the sale were provided to the creditors in our earlier notification in accordance with Statement of Insolvency Practice 16.

3 STATUTORY INFORMATION AND STATEMENT OF AFFAIRS

- 3 1 We set out as Appendix A a summary of the Statutory Information which includes a record of the names of the company directors and company secretary together with details of shareholdings
- A statement of affairs has not been submitted. We set out as Appendix B a summary of the financial position of the Company at administration together with a list of the company's creditors including their names, address and details of their debts, including any security held. The statement of affairs has not been submitted. This is because we have decided that in this case and in accordance with paragraph 48 (2)(a) we do not require such a statement having

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been made aware of all assets. Consequently, the cost of preparing a statement of affairs would be an unnecessary expense

4 ACHIEVING THE PURPOSE OF THE ADMINISTRATION

- Paragraph 3(1) of Schedule B1 to the Insolvency Act 1986 provides that the administrator of a company must perform his functions with the objective of
 - a) Rescuing the company as a going concern, or
 - b) Achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in administration), or
 - Realising property in order to make a distribution to one or more of the secured or preferential creditors
- The administrator should perform his functions in the interest of the company's creditors as a whole and with the objective specified in subparagraph (1)(a) above unless he thinks either
 - a) That it is not reasonably practicable to achieve the objective, or
 - b) That the objective specified in paragraph (1)(b) would achieve a better result for the company's creditors as a whole
- The administrator may perform his functions with the objective specified in subparagraph (1)(c) only if
 - a) He thinks that it is not reasonably practicable to achieve either of the objectives specified in subparagraph (1)(a) and (b), and
 - He does not unnecessarily harm the interests of the creditors of the company as a whole
- The purpose of administration for this company is to achieve a better result for creditors as a whole than would be likely if the company were wound up (without first being in administration). Through an administration process it has been possible to achieve a sale of the business using a 'pre-pack' sale, thereby preserving employment for certain employees and enhancing dividend prospects for other creditors. Unsecured creditors can expect to receive a dividend from a subsequent liquidation of the Company.

5 MANAGEMENT OF THE COMPANY'S AFFAIRS FOLLOWING THE APPOINTMENT OF THE ADMINISTRATORS

- 5 1 Immediately following the appointment of administrators a sale of the business was concluded and therefore no trading has occurred in the administration period
- The undertaking and assets were sold to MC 496 Limited on 23 December 2011 The purchasing company is connected with this company by virtue of Mr James Calvert being a common director
- As part of the sale all employee liabilities transferred to the purchaser under TUPE regulations, therefore, providing a better result for creditors than might have been expected from a sale from liquidation
- 5.4 A summary of the company's receipts and payments is set out as Appendix C

6 PROPOSALS TO ACHIEVE THE OBJECTIVE OF THE ADMINISTRATION

- 6.1 We propose that the following steps now be taken
 - 6 1 1 Make a distribution to preferential creditors, if any

- 6 1 2 Investigate and, if appropriate, pursue any claims that the Company may have
- 6.1.3 All such other actions and general exercise of the administrators' powers as we consider in our discretion necessary to achieve the purpose of the administration
- 6.2 Legislation provides for several exit routes from administration
 - 6 2 1 Automatic end of administration the appointment of an administrator shall cease to have effect at the end of the period of one year
 - 6 2 2 Court ending administration on application of the administrator on application a Court may provide for the appointment of an administrator of the company to cease to have effect from a specified time
 - 6 2 3 Termination of administration where objective achieved if the administrator thinks that the purpose of administration has been sufficiently achieved in relation to the company he may file a notice in the prescribed form with the Court and Registrar of Companies and then the appointment shall cease to have effect
 - 6 2 4 Court ending administration on application of creditor on application the court may provide for the appointment of an administrator of the company to cease to have effect at a specified time
 - 6 2 5 Public interest winding-up this applies where a winding-up order is made for the winding up of a company in administration on a petition presented under either public interest grounds or by the Financial Services Authority
 - 6 2 6 Moving from administration to creditors' voluntary liquidation this applies where the administrator thinks that the total amount which each secured creditor of the company is likely to receive has been paid to him or set aside for him and that a distribution will be made to unsecured creditors of the company
 - 6 2 7 Moving from administration to dissolution if the administrator of a company thinks that the company has no property, which might permit a distribution to its creditors, he shall send a notice to that effect to the registrar of companies and on registration the appointment shall cease to have effect
- If sufficient funds are realised to enable a distribution to unsecured creditors then as soon as practicable, the joint administrators propose that the Company is placed in liquidation. It is proposed that the joint administrators become joint liquidators without a further resolution of the creditors and that the joint liquidators act jointly and severally. Creditors should be aware that in accordance with Paragraph 83(7)(a) to Schedule B1 of the Insolvency Act 1986 and Rule 2 117A(2)(b) of the Insolvency Rules 1986, creditors may nominate a different person as the proposed liquidator, provided that the nomination is made after the receipt of the administrators' proposals and before the proposals are agreed by the creditors
- However, if it transpires that there are insufficient funds to enable a distribution to unsecured creditors then the company shall move to dissolution in accordance with Paragraph 84 of Schedule B1 of the Insolvency Act 1986
- 6.5 It is proposed that the administrators shall have their discharge from liability in respect of any action of theirs during the administration at the time their appointment ceases to have affect in accordance with paragraph 98(2) of Schedule B1 to the Insolvency Act 1986

7 INVESTIGATION INTO THE CONDUCT OF THE DIRECTORS

7 1 The Administrator is required to investigate the conduct of the directors and send a report to the Department for Business, Innovation and Skills ("BIS") By Law, the submission made to the BIS is not made public

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7 2 If creditors have any matters they wish to bring to my attention they should do so by completing the attached form, Enquiry Into Company's Insolvency, and returning this to me as soon as possible

8 CREDITORS' CLAIMS

8 1 Secured Creditors

The company has no secured creditors insofar as we are aware

8 2 Preferential Creditors

The administrators are currently establishing the extent of preferential claims, if any, against the company. Preferential claims are limited to employee claims for arrears of wages to a maximum of £800 per employee and outstanding holiday pay.

8 4 Unsecured Creditors

Unsecured creditor claims are now estimated at £1,292,541 As you may be aware, it is not usually the duty of the Administrator to adjudicate upon the claims of unsecured creditors. This is the responsibility of the subsequently appointed Liquidator.

On present information, there will be sufficient funds available to enable a subsequently appointed Liquidator to make a dividend payment to unsecured creditors

9 CREDITORS' COMMITTEE

- If required by a resolution of the creditors in accordance with paragraph 57 of Schedule B1 to the Insolvency Act, the joint administrators shall establish a Creditors' Committee. The purpose of the committee will be to represent the interests of the creditors as a whole, and is required to perform certain statutory functions. In addition it may be required to assist the administrators generally acting as a sounding board to obtain views on matters pertaining to the administration. The committee must comprise between three and five members.
- The function of a creditors' committee is to meet at appropriate intervals in order to assist with and be consulted by the administrators on the conduct of the administration. The committee would also decide upon matters such as the administrators' remuneration.
- 9 3 In my experience a creditors' committee can be extremely helpful where,
 - An intimate knowledge concerning the running of the business is required, or
 - There is substantial dissatisfaction at the directors conduct, or
 - It is likely that legal action will be required
- Oreditors who serve on the committee will not be paid for their time but are able to reclaim costs in attending meetings
- In this case we are not aware any significant issues arising in these areas and therefore the costs associated with the administration of a committee may outweigh the benefits it could bring to creditors. However, if creditors desire such a committee, we will of course be content to form one

10 PRESCRIBED PART

10.1 Under the provisions of Section 176A of the Insolvency Act 1986 an administrator must state the amount of funds available to unsecured creditors in respect of the prescribed part. This provision only applies when a company has granted a floating charge after 15 September 2003.

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There are no secured creditors with a floating charge and accordingly there is no prescribed part

11 EC REGULATIONS ON INSOLVENCY PROCEEDINGS

We are required under the insolvency Rules 1986 to state whether and if so the extent to which the above regulations apply to this administration. In this particular case the EC Regulations will apply in respect of the Administration and the proceedings will be main proceedings as provided by Article 3 of the aforesaid Regulations.

12 ADMINISTRATORS' REMUNERATION

- 12.1 Under the terms of the Insolvency Rules 1986 the administrators' remuneration must be agreed in accordance with Rule 2.106(2) of the Insolvency Rules 1986. This permits remuneration to be fixed either.
 - a) As a percentage of the value of the property with which the administrator has to deal with, or
 - b) By reference to the time the administrator and his/her staff spend attending to matters arising in the administration, or
 - c) As a fixed set amount, or
 - d) As a combination of the above
- In the pre-administration period the following costs were charged and expenses incurred by the joint administrators and to the best of our knowledge by any other person qualified to act as an insolvency practitioner

	Costs	Expenses	Total
	£	£	£
By the joint administrators			
Paid	13,085	-	13,085
Unpaid			
	13,085		13,085

The fees were charged and expenses incurred pursuant to an agreement with the Company set out in a letter of engagement dated 21 November 2011. The work completed for which the fees were charged and expenses incurred comprised the following.

- a) Reviewing the financial position of the Company
- b) Advising on the implication for responsibilities of the board of directors and the options open to the board
- c) Providing advice to the Company as necessary on the implications of insolvency and how best to protect creditor interests
- d) Assisting in the preparation of and filing of documentation to place the Company into administration, and
- e) Assisting in negotiations with any potential purchasers in respect to a sale from an insolvency procedure

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- The work detailed above was done before the Company entered into administration for the following reasons
 - a) To ascertain whether there was a reasonable prospect of rescuing the Company as a going concern
 - b) Establishing which insolvency procedure would provide the best result for the creditors of the company as a whole
 - c) To obtain the best price for the business and assets of the business from a purchaser
- 12.4 The work furthered the achievement of the objective of administration principally because the purchaser has assumed all obligations to employees who would not otherwise have transferred under TUPE
- The costs charged by the joint administrators and expenses incurred by them have been paid by the Company
- In the event that no creditors committee is formed (or it fails to make the requisite determination) then the administrators' remuneration will be fixed, as it is anticipated that there may be sufficient property to enable a distribution to the unsecured creditors, by a resolution of a meeting of creditors
- It is our normal practice to seek time costs for the basis of our remuneration and a resolution for our remuneration is attached accordingly for consideration where a creditors committee is not established. In this case we anticipate that the joint administrators' time costs will be in the region of £20,000 for the entire assignment. To any fees charged VAT will be added at the prevailing rate. Our current hourly rates are as follows.

Grade of staff	Hourly Rate (£)
Office Holder	375
Managers	200-275
Other grades of staff	85-175

- We set out as Appendix D a summary of our time costs to date in a format which complies with the Statement of Insolvency Practice 9 You will see that to date we have incurred costs totalling £16,827 representing 67 30 hours at an average hourly charge out rate of £250 03
- 12.9 Set out at Appendix E is A Creditors' Guide to Administrators' Fees
- 12 10 There are two types of disbursements

12 10 1 Category 1 Disbursements

These are costs where there is both specific expenditure directly referable to this case and a payment to an independent third party. These costs may include advertising, postage and public travel expenses. These costs, as they are directly attributable to the case, can be drawn without creditor approval.

12 10 2 Category 2 Disbursements

These are costs that are directly referable to the case but not involving a payment to an independent third party. They may include shared or allocated costs that can be allocated to the case on a proper and reasonable basis. An example is business mileage charged by the administrators' staff on the case.

Category 2 disbursements may only be drawn if they have been approved in the same manner as remuneration, detailed above. We are proposing that business mileage be recharged to the case at the rate of 45 pence per mile, being the rate used for reimbursing our staff members. This rate is in accordance with published mileage rates.

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A resolution is attached for consideration at the meeting of creditors, should a creditors committee not be established

13 CREDITORS MEETING

A meeting of creditors is to be convened at the office of James Cowper LLP, Wesley Gate, Queen's Road, Reading, RG1 4AP on 8 February 2012 at 2 00pm to consider the proposals as set out above. We enclose formal notice of that meeting on Form 2 20B together with a

proxy form

Dated

Sue Staunton Joint Administrator

APPENDIX A

Summary of Statutory Information

Registered number	02589408			
Date of incorporation	07/03/1991			
Trading names	Regent Group Limited			
Registered office	Willow Court, 7 West Way, Botley, Oxford, OX2 0JB			
Trading address	17-21 Victoria Street, Windsor, Berkshire, SL4 1HE			
Directors	James Calvert (appointed 01/12/2000) Derek Alway (appointed 25/10/2000) Richard Holway (appointed 01/04/2007) Mads Kunov (appointed 25/07/2008) Roberto Masiero (appointed 24/04/2009)			
Company Secretary	Catherine Wanniaratchy (appointed 25/11/2004)			
Share capital	The company has an authorised share capital of 20,003 ordinary shares with a nominal value of £1 each and 10,201 A shares with a nominal value of £1 each 20,003 ordinary shares have been issued and are held as follows 5,831 The estate of Peter Rowell 4,696 James Calvert 3,378 Derek Always 1,306 Robert Ferguson 1,306 Pradip Somaia 1,306 Mads Kunov 791 Hana Glanville 660 David Scurr 527 Mandip Sidhu 149 RBC Cees Trustee Limited 53 Anthony Dias 10,201 A shares have been issued and are held as follows 26 Melissa Baxter 9 Carron Fergusson 131 Graeme Gordon 179 Phillipe Nataf 9,856 RBC Cees Trustee Limited			

Summary of information required by Rule 2.33 to the Insolvency Act 1986

Functions of the joint	The functions of the joint administrators are to be exercised by either
administrators	of them

APPENDIX B

Statement of Estimated Financial Position

51 51 51	£000 151 151 (20) 131
51	151 (20)
	(20)
51	
51	
51	131
<u> </u>	(1)
51	130
(69)	(69)
668)	(668)
118)	(418)
(54)	(54)
(57)	(57)
(34)	-
<u></u>	(25)
147)	(1,291)
<u> </u>	(1,161)
	(69) (68) (118) (54) (57) (34) (147) (147)

Notes

- 1 Certain employee entitlements have transferred to the purchaser of the company as a result of the sale and under TUPE regulations
- 2 Inclusion on the list of creditors does not bind the creditors or the administrator to the amount shown
- 3 Exclusion from the list of creditors does not prevent a creditor from making a valid claim

James Cowper LLP Regent Group Limited B - Company Creditors

Key	Name	Address	3
CA00	American Express	American Express Corporate Services, 10-16 Market Square, Chelmsford, Essex, CM3 5xA	1,143 39
	i :		
CA01	Atlantic Electric & Gas	PO Box 2346, Cardiff, CF23 8WE	1,423 96
CA02	Derek Alway	Farmyward Cottage, Holstpur, Bottom Farm, Riding Lane, Beaconsfield, HP9 1BS	57,000 00
CB00	BT PLC	Insolvency Unit, Dept W, Durham TE, Providence Row, Durham, DH1 1RR	00 0
0000	Clear Insurance Management Ltd	Clear House, 173 Kingston Road, New Maldon, KT3 3SS	1,545 94
CC04	Cosmic Home Limited	Cosmic Home Ltd, Quadrant House, 17 Thomas More Street, LONDON, E1W 1YW	35,670 43
CC02	Canon Fire Protection	The Wharf, Midhurst, West Sussex, GU29 9PX	00 0
CC03	Cleaning Logistics Limited	40a Station Road, Twyford, Berkshire, RG10 9NT	000
CC04	Close Premium Finance		00 0
CE00	Easynet Limited	The Maltings, Charlton Road, Shepton Mallet, Somt , BA4 5QE	2,276 17
CE01	Ensys Ltd	Unit 10 Rivermead, Thatcham, Berkshire, RG19 4EP	00 0
CF00	Farnham Consulting	PO Box 183, Farnham, Surrey, GU10 1YG	3,000 00
CH00	HM Revenue & Customs	VAT Insolvency Unit, 3rd Floor NW, Queens Dock, Liverpool, L74 4AA	00 0
CH01	HM Revenue & Customs	Insolvency Claims Handling Unit, Longbenton, Newcastle upon Tyne, NE98 1ZZ	000
CH02	Richard William Holway	Warren House, 4 Swifts Close, Farnham, Surrey, GU10 1QX	54,000 00
CM00	Roberto Masiero	v Raffaello Sanzio 11, 20094 Corsico, Milano, Italy	00 000'6
CN00	National Insurance Fund	Redundancy Payments Office, Cobalt Square, 83-85 Hagley Road, Birmingham, B16 8QG	00 0
CN01	Npower Business	Birch House, Joseph Street, Oldbury, West Midlands, B69 2AO	00 0
CP00	Pearl & Coutts Ltd	3rd Floor, 9 White Lion Street, London, N1 9PD	00 0
CR00	Royal Borough of Windsor	Business Services, PO Box 3448, Town Hall, St Ives Road, Maidenhead, SL6 1NG	1,938 00
CR01	The Estate of Peter Rowell	37 Spencer Mill Road, London, SW19 4EL	418,000 00
CR02	RBC cees Limited	19-21 Broad Street, St Heller, Jersey, Channel Islands, JE1 3PB	000
CR03	Regent Partners International Limited	c/o James Cowper LLP, Willow Court, 7 West Way, Botley, Oxford, OX2 0JB	00 000'899
0080	Scarlet Courners (Slough) Ltd	658 Ajax Avenue, Slough, Berkshire, SL1 4BG	18 00
CS01	Pradip Somaia	Vrindavan, 130 Wargrave Road, Wargrave, Berkshire, RG10 9PN	13,000 00
CS02	Security Control Systems Ltd	The Courtyard, Mathews Green Farm, Mathews Green Road, Wokingham, Berkshire, RG41 1JX	00 0
CS03	Simplyheaith	James Tudor House, 90 Victoria Street, Bristol, BS1 6DF	00 0

IPS SQL Ver 2011

Signature

16 January 2012 16 31

IPS SQL Ver 2011

James Cowper LLP Regent Group Limited B - Company Creditors

Key	Name	Address	£
CT00	Thames Water Utilities Ltd	PO Box 286, Swindon, SN38 2RA	00 0
CW00	Cathy Wanniaratchy	Stonydene, Bedwins Lane, Cookham Dean, Maidenhead, Berkshire, SL6 9PU	325 00
CW01	F Webb Services	29 Beresford Close, Frimley Green, Camberley, Surrey, GU16 6LB	00 0
EC00	Mr J Calvert	Riemore, Bangors Road South, Bucks, SL0 0AY	00 0
ED00	Mr A Dias	11 Shelly Close, Langley, Slough, SL3 8JW	26,200 00
EG00	Mrs H Glanville	Leigh House Lodge, 50 London Road, Datchet, Berkshire, SL3 9JR	00 0
ES00	Mr D Scurr	2 Oakdene, Wilton Road, Beaconsfield, HP9 2BZ	000
RA00	Mr Derek Alway	Farmyard Cottage Holtspur, Bottom Farm Riding Lane, Beaconsfield, Bucks, HP9 1BS	00 0
RC00	Mr James Calvert	Riemore, Bangors Road South, Iver, Buckinghamshire, SL0 0AY	00 0
RH00	Mr Richard Holway	4 Swifts Close, Compton Way Moor Park, Farnham, Surrey, GU10 1QX	00 0
RK00	Mr Mads Kunov	11 Hillside Hardwick Road, Whitchurch on Thames, Berkshire, RG8 7HL	00 0
RM00	Mr Roberto Masiero	Via Raffaello Sanzio 11, Corsico, Milano, Italy, 20094	00 0
39 Entrie	39 Entries Totalling		1,292,540.89

APPENDIX C

Administrators' Receipts and Payments Account to 16 January 2012

Receipts	Total (£)
Cash at Bank	150,810 34
	150,810 34
Payments	
	0 00
Balance in hand	150,810 34
	150,810 34

APPENDIX D

Time Costs Summary (pursuant to SIP 9)

From 23/12/2011

To 16/01/2012

Analysis of time costs

Classification of Work	Hours				Total	Time	Av	
					1 . 1	_	hourly	
Function	Partner	Manager	Senior	Assistant	Support	Hours	Cost	Rate
							£	£
Administration and								
Planning							050 50	
Administration and planning	!	2 90	·	1 50		4 40	852 50	193 75
Set up				0 40		0 40	34 00	85 00
Appointment notification		2 30		0 20		2 50	592 00	236 80
Planning and strategy	1 00	2 20				3 20	917 50	286 72
Records		5 00	0 10	9 20		14 30	2,057 00	143 85
Statutory reporting	7 80		0 70	0 10		8 60	2,861 00	332 67
File reviews	0 20	0 70				0 90	255 00	283 33
Statement of Affairs		0 70				0 70	192 50	275 00
Taxes Post Appointment		0 40				0 40	107 50	268 75
Investigations			·					
Directors investigation				0 30		0 30	25 50	85 00
Directors SIP4 CDDA	0 30		<u> </u>	<u>'</u>		0 30	105 00	350 00
checklist completion								
Realisation of Assets								
Assets - Other	0 30	0 50				1 00	265 00	265 00
Insuring		0 30	0 20			0 50	117 50	235 00
Assets - Sale of business	0 50	2 40				2 90	775 00	267 24
Assets - Property	0 50	1 50		0 40		2 40	584 00	243 33
Creditors								
Creditors Unsecured	10 90	1 90		1 80		14 60	4,455 50	305 17
Employee		1 60		0 20		1 80	457 00	253 89
Reporting to members and	0 80	6 70		0 60		8 10	2,173 50	268 33
creditors								
Total Hours /Costs	22 30	29 10	1.20	14.70	0 00	67 30	16,827.00	250.03
Total Fees Claimed (£)							0.00	

APPENDIX E

Creditors' Entitlement to Vote - Rule 2 38

- (1) Subject as follows, at a meeting of creditors in administration proceedings a person is entitled to vote only if
 - a he has given to the administrator, not later than 12 00 hours on the business day before the day fixed for he meeting, details in writing of the debt which-
 - He claims to be due to him from the company
 - In relation to a member State liquidator, is claimed to be due to creditors in proceedings in relation to which he holds office,
 - b the claim has been duly admitted under Rule 2 39 or this rule, and
 - there had been lodged with the administrator any proxy which he intends to be used on his behalf,

And details of the debt must include and calculation for the purposes of Rules 2 40 to 2 42

- (2) The chairman of the meeting may allow a creditor to vote, notwithstanding that he has failed to comply with paragraph (1)(a), if satisfied that the failure was due to circumstances beyond the creditors control
- (3) The chairman of the meeting may call for any documents or other evidence to be produced to him, where he thinks it necessary for the purpose of substantiating the whole or any part of the claim
- (4) Votes are calculated according to the amount of a creditor's claim as at the date on which the company entered administration, less any payments that have been made to him after that date in respect of his claim and any adjustment by way of set-off in accordance with Rule 2 85 as if that Rule were applied on the date that the votes are counted
- (5) A creditor shall not vote in respect of a debt for an unliquidated amount, or any debt whose value is not ascertained, except where the chairman agrees to put upon the debt an estimated minimum value for the purposes of entitlement to vote and admits the claim for that purpose
- (6) No vote shall be cast by virtue of a claim more than once on any resolution put to the meeting
- (7) Where
 - a a creditor is entitled to vote under this Rule and Rule 2 39,
 - b has lodged his claim in one or more sets of other proceedings, and
 - c votes (either in person or by proxy) on a resolution put to the meeting, and
 - d the member State liquidator casts a vote in respect of the same claim,

only the creditor's vote shall be counted

- (8) Where
 - a a creditor has lodged his claim in more than one set of other proceedings, and
 - b more than one member State liquidator seeks to vote by virtue of that claim,

the entitlement to vote by virtue of that claim is exercisable by the member State liquidator in main proceedings, whether or not the creditor has lodged his claim in the main proceedings

- (9) For the purposes of paragraph (6), the claims of a creditor and of any member State liquidator in relation to the same debt are a single claim
- (10) For the purposes of paragraphs (7) and (8), "other proceedings" means main proceedings, secondary proceedings or territorial proceedings in another member State

APPENDIX F

A CREDITORS' GUIDE TO ADMINISTRATORS' FEES ENGLAND AND WALES

1 Introduction

1 1 When a company goes into administration the costs of the proceedings are paid out of its assets. The creditors, who hope eventually to recover some of their debts out of the assets, therefore have a direct interest in the level of costs, and in particular the remuneration of the insolvency practitioner appointed to act as administrator. The insolvency legislation recognises this interest by providing mechanisms for creditors to determine the basis of the administrator's fees. This guide is intended to help creditors be aware of their rights under the legislation to approve and monitor fees, explains the basis on which fees are fixed and how creditors can seek information about expenses incurred by the administrator and challenge those they consider to be excessive.

2 The nature of administration

- 2.1 Administration is a procedure which places a company under the control of an insolvency practitioner and the protection of the court with the following objective
 - rescuing the company as a going concern, or
 - achieving a better result for the creditors as a whole than would be likely if the company were wound up without first being in administration,
- or, if the administrator thinks neither of these objectives is reasonably practicable
 - realising property in order to make a distribution to secured or preferential creditors

3 The creditors' committee

3 1 The creditors have the right to appoint a committee with a minimum of 3 and a maximum of 5 members. One of the functions of the committee is to determine the basis of the administrator's remuneration. The committee is normally established at the meeting of creditors which the administrator is required to hold within a maximum of 10 weeks from the beginning of the administration to consider his proposals. The administrator must call the first meeting of the committee within 6 weeks of its establishment, and subsequent meetings must be held either at specified dates agreed by the committee, or when a member of the committee asks for one, or when the administrator decides he needs to hold one. The committee has power to summon the administrator to attend before it and provide information about the exercise of his functions.

4 Fixing the administrator's remuneration

- 4.1 The basis for fixing the administrator's remuneration is set out in Rule 2.106 of the Insolvency Rules 1986, which states that it shall be fixed
 - as a percentage of the value of the property which the administrator has to deal with,
 - by reference to the time properly given by the administrator and his staff in attending to matters arising in the administration, or
 - as a set amount

Any combination of these bases may be used to fix the remuneration, and different bases may be used for different things done by the administrator. Where the remuneration is fixed as a percentage, different percentages may be used for different things done by the administrator.

It is for the creditors' committee (if there is one) to determine on which of these bases, or combination of bases, the remuneration is to be fixed. Where it is fixed as a percentage, it is for the committee to determine the percentage or percentages to be applied, and where it is a set amount, to determine that amount. Rule 2 106 says that in arriving at its decision the committee shall have regard to the following matters.

- the complexity (or otherwise) of the case,
- any responsibility of an exceptional kind or degree which falls on the administrator,
- the effectiveness with which the administrator appears to be carrying out, or to have carried out, his duties,
- the value and nature of the property which the administrator has to deal with

42 If there is no creditors' committee, or the committee does not make the requisite determination (and provided the circumstances described in paragraph 43 do not apply), the administrator's remuneration may be fixed by a resolution of a meeting of creditors having regard to the same matters as apply in the case of the committee. If the remuneration is not fixed in any of these ways, it

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will be fixed by the court on application by the administrator, but the administrator may not make such an application unless he has first tried to get his remuneration fixed by the committee or creditors as described above, and in any case not later than 18 months after his appointment

4.3 There are special rules about creditors' resolutions in cases where the administrator has stated in his proposals that the company has insufficient property to enable a distribution to be made to unsecured creditors except out of the reserved fund which may have to be set aside out of floating charge assets

In this case, if there is no creditors' committee, or the committee does not make the requisite determination, the remuneration may be fixed by the approval of –

- each secured creditor of the company, or
- If the administrator has made or intends to make a distribution to preferential creditors
 - o each secured creditor of the company, and
 - preferential creditors whose debts amount to more than 50% of the preferential debts of the company, disregarding debts of any creditor who does not respond to an invitation to give or withhold approval,

having regard to the same matters as the committee would

Note that there is no requirement to hold a creditors' meeting in such cases unless a meeting is requisitioned by creditors whose debts amount to at least 10 per cent of the total debts of the company

4 4 A resolution of creditors may be obtained by correspondence

5. Review of remuneration

5 1 Where there has been a material and substantial change in circumstances since the basis of the administrator's remuneration was fixed, the administrator may request that it be changed. The request must be made to the same body as initially approved the remuneration, and the same rules apply as to the original approval.

6. Approval of pre-administration costs

- 6 1 Sometimes the administrator may need to seek approval for the payment of costs in connection with preparatory work incurred before the company went into administration but which remain unpaid Such costs may relate to work done either by the administrator or by another insolvency practitioner Disclosure of such costs must be included in the administrator's proposals and should follow the principles and standards set out in section 7
- 6.2 Where there is a creditors' committee, it is for the committee to determine whether, and to what extent, such costs should be approved for payment. If there is no committee or the committee does not make the necessary determination, or if it does but the administrator, or other insolvency practitioner who has incurred pre-administration costs, considers the amount agreed to be insufficient, approval may be given by a meeting of creditors. Where the circumstances described in paragraph 4.3 apply, the determination may be made by the same creditors as approve the administrator's remuneration.
- 6 3 The administrator must convene a meting of the committee or the creditors for the purposes of approving the payment of pre-administration costs if requested to do so by another insolvency practitioner who has incurred such costs. If there is no determination under these provisions, or if there is but the administrator or other insolvency practitioner considers the amount agreed to be insufficient, the administrator may apply to the court for a determination.

7 What information should be provided by the administrator?

7.1 When fixing bases of remuneration

7 1 1 When seeking agreement for the basis or bases of remuneration, the administrator should provide sufficient supporting information to enable the committee or the creditors to make an informed judgement as to whether the basis sought is appropriate having regard to all the circumstances of the case. The nature and extent of the information provided will depend on the stage during the conduct of the case at which approval is being sought. The appendix to this guide sets out a suggested format for the provision of information.

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- 7 1 2 If any part of the remuneration is sought on a time costs basis, the administrator should provide details of the minimum time units used and current charge-out rates, split by grades of staff, of those people who have been or who are likely to be involved in the time costs aspects of the case
- 7.1.3 The administrator should also provide details and the cost of any work that has been or is intended to be sub-contracted out that could otherwise be carried out by the administrator or his or her staff
- 7 1 4 If work has already been carried out, the administrator should state the proposed charge for the period to date and provide an explanation of what has been achieved in the period and how it was achieved, sufficient to enable the progress of the case to be assessed and whether the proposed charge is reasonable in the circumstances ofthe case. Where the proposed charge is calculated on a time costs basis, the administrator should disclose the time spent and the average charge-out rates, in larger cases split by grades of staff and analysed by appropriate activity. The administrator should also provide details and the cost of any work that has been subcontracted out that could otherwise be carried out by the administrator or his or her staff.

7.2 After the bases of remuneration have been fixed

The administrator is required to send progress reports to creditors at specified intervals (see paragraph 8 1 below) When reporting periodically to creditors, in addition to the matters specified in paragraph 8 1, the administrator should provide an explanation of what has been achieved in the period under review and how it was achieved, sufficient to enable the progress of the case to be assessed Creditors should be able to understand whether the remuneration charged is reasonable in the circumstances of the case (whilst recognising that the administrator must fulfil certain statutory obligations and regulatory requirements that might be perceived as bringing no added value for the estate) Where any remuneration is on a time costs basis, the administrator should disclose the charge in respect of the period, the time spent and the average charge-out rates, in larger cases split by grades of staff and analysed by appropriate activity. If there have been any changes to the charge-out rates during the period under review, rates should be disclosed by grades of staff, split by the periods applicable. The administrator should also provide details and the cost of any work that has been sub-contracted out that could otherwise be carried out by the administrator or his or her staff.

7.3 Disbursements and other expenses

- 7 3 1 Costs met by and reimbursed to the administrator in connection with the administration should be appropriate and reasonable. Such costs will fall into two categories
 - Category 1 disbursements These are costs where there is specific expenditure directly
 referable both to the administration and a payment to an independent third party. These
 may include, for example, advertising, room hire, storage, postage, telephone charges,
 travel expenses, and equivalent costs reimbursed to the administrator or his or her staff.
 - Category 2 disbursements These are costs that are directly referable to the administration but not to a payment to an independent third party. They may include shared or allocated costs that can be allocated to the administration on a proper and reasonable basis, for example, business mileage.

Category 1 disbursements can be drawn without prior approval, although the administrator should be prepared to disclose information about them in the same way as any other expenses. Category 2 disbursements may be drawn if they have been approved in the same manner as the administrator's remuneration. When seeking approval, the administrator should explain, for each category of expense, the basis on which the charge is being made.

7 3 2 The following are not permissible

- a charge calculated as a percentage of remuneration,
- an administration fee or charge additional to the administrator's remuneration,
- recovery of basic overhead costs such as office and equipment rental, depreciation and finance charges

8 Progress reports and requests for further information

8.1 The administrator is required to send a progress report to creditors at 6-monthly intervals. The report must include

- details of the basis fixed for the remuneration of the administrator (or if not fixed at the date of the report, the steps taken during the period of the report to fix it),
- if the basis has been fixed, the remuneration charged during the period of the report, irrespective of whether it was actually paid during that period (except where it is fixed as a set amount, in which case it may be shown as that amount without any apportionment for the period of the report),
- If the report is the first to be made after the basis has been fixed, the remuneration charged during the periods covered by the previous reports, together with a description of the work done during those periods, irrespective of whether payment was actually made during the period of the report,
- a statement of the expenses incurred by the administrator during the period of the report, irrespective of whether payment was actually made during that period,
- the date of approval of any pre-administration costs and the amount approved,
- a statement of the creditors' rights to request further information, as explained in paragraph 8.2, and their right to challenge the administrator's remuneration and expenses

8 2 Within 21 days of receipt of a progress report a creditor may request the administrator to provide further information about the remuneration and expenses (other than preadministration costs) set out in the report. A request must be in writing, and may be made either by a secured creditor, or by an unsecured creditor with the concurrence of at least 5% in value of unsecured creditors (including himself) or the permission of the court.

- 8.3 The administrator must provide the requested information within 14 days, unless he considers that
 - the time and cost involved in preparing the information would be excessive, or
 - disclosure would be prejudicial to the conduct of the administration or might be expected to lead to violence against any person, or
 - the administrator is subject to an obligation of confidentiality in relation to the information requested,

in which case he must give the reasons for not providing the information

Any creditor may apply to the court within 21 days of the administrator's refusal to provide the requested information, or the expiry of the 14 days time limit for the provision of the information

9. Provision of information - additional requirements

The administrator must provide certain information about time spent on a case, free of charge, upon request by any creditor, director or shareholder of the company

The information which must be provided is -

- the total number of hours spent on the case by the administrator or staff assigned to the case,
- for each grade of staff, the average hourly rate at which they are charged out,
- the number of hours spent by each grade of staff in the relevant period

The period for which the information must be provided is the period from appointment to the end of the most recent period of six months reckoned from the date of the administrator's appointment, or where he has vacated office, the date that he vacated office

The information must be provided within 28 days of receipt of the request by the administrator, and requests must be made within two years from vacation of office

10 What if a creditor is dissatisfied?

- 10.1 If a creditor believes that the administrator's remuneration is too high, the basis is inappropriate, or the expenses incurred by the administrator are in all the circumstances excessive he may, provided certain conditions are met, apply to the court
- 10.2 Application may be made to the court by any secured creditor, or by any unsecured creditor provided at least 10 per cent in value of unsecured creditors (including himself) agree, or he has the

permission of the court. Any such application must be made within 8 weeks of the applicant receiving the administrator's progress report in which the charging of the remuneration or incurring of the expenses in question is first reported (see paragraph 8.1 above). If the court does not dismiss the application (which it may if it considers that insufficient cause is shown) the applicant must give the administrator a copy of the application and supporting evidence at least 14 days before the hearing

10.3 If the court considers the application well founded, it may order that the remuneration be reduced, the basis be changed, or the expenses be disallowed or repaid. Unless the court orders otherwise, the costs of the application must be paid by the applicant and not as an expense of the administration.

11 What if the administrator is dissatisfied?

11.1 If the administrator considers that the remuneration fixed by the creditors' committee is insufficient or that the basis used to fix it is inappropriate he may request that the amount or rate be increased, or the basis changed, by resolution of the creditors. If he considers that the remuneration fixed by the committee or the creditors is insufficient or that the basis used to fix it is inappropriate, he may apply to the court for the amount or rate to be increased or the basis changed. If he decides to apply to the court he must give at least 14 days' notice to the members of the creditors' committee and the committee may nominate one or more of its members to appear or be represented on the application. If there is no committee, the administrator's notice of his application must be sent to such of the company's creditors as the court may direct, and they may nominate one or more of their number to appear or be represented. The court may order the costs to be paid as an expense of the administration.

12 Other matters relating to remuneration

- 12.1 Where there are joint administrators it is for them to agree between themselves how the remuneration payable should be apportioned. Any dispute arising between them may be referred to the court, the creditors' committee or a meeting of creditors.
- 12.2 If the administrator is a solicitor and employs his own firm to act on behalf of the company, profit costs may not be paid unless authorised by the creditors' committee, the creditors or the court
- 12.3 If a new administrator is appointed in place of another, any determination, resolution or court order which was in effect immediately before the replacement continues to have effect in relation to the remuneration of the new administrator until a further determination, resolution or court order is made
- 12.4 Where the basis of the remuneration is a set amount, and the administrator ceases to act before the time has elapsed or the work has been completed for which the amount was set, application may be made for a determination of the amount that should be paid to the outgoing administrator. The application must be made to the same body as approved the remuneration. Where the outgoing administrator and the incoming administrator are from the same firm, they will usually agree the apportionment between them.

13. Effective date

This guide applies where a company enters administration on or after 1 November 2011

Notice of a meeting of Creditors

	Name of Company	Company number				
	Regent Group Limited	02589408				
	In the	Court case number				
	Slough County Court (full name of court)	493 of 2011				
(a) taged full massa(a)						
(a) Insert full name(s) and address(es) of	Notice is hereby given by (a)	Sugar Recomps, Staunten				
administrator(s)	Alan Peter Whalley James Cowper LLP	Susan Rosemary Staunton James Cowper LLP				
(-,	Willow Court	Willow Court				
	7 West Way	7 West Way				
	Botley, Oxford	Botley, Oxford				
	OX2 0JB	OX2 0JB				
(b) Insert full name and address of registered	that a meeting of creditors of (b)					
office of the company	Regent Group Limited					
	Willow Court					
	7 West Way					
	Botley, Oxford OX2 0JB					
(c) Insert details of place	is to be held at (c)					
of meeting	the office of James Cowper LLP, 3° 4AP	Wesley Gate, Queen's Road, Reading, Berkshire, RG1				
(d) Insert date and time of meeting	on (d) 8 February 2012	at 2 00pm				
*Delete as applicable	*(1) an initial creditors' meeting und 1986 ('the schedule')	ler paragraph 51 of Schedule B1 to the Insolvency Act				
	I invite you to attend the above mee	eting				
	A proxy form is enclosed which sho meeting if you cannot attend and w	ould be completed and returned to me by the date of the rish to be represented				
		Rule 2 38 at the meeting you must give to me, not later lay before the day fixed for the meeting, details in writing				
	Signed					
	Joint / Administrator(s)					
	Dated / Language 2012					
*Delete as applicable	A copy of the proposals is attached	ı				

Rule 8 1	Insolvency Act 1986	Form 8.2	
	Proxy (Administration)		
	Regent Group Limited		
	Name of Creditor		
	Address		
Please insert name of person (who must be 18 or over) or the Chairman of the Meeting If you wish to provide for alternative proxy holders in the circumstances that your first choice is unable to attend please state the name(s) of the alternatives as well	Name of Proxy Holder 1 2	- 	
	3		
Please delete words in brackets if the proxy holder is only to vote as directed i.e. he has no discretion	I appoint the above person to be my/the creditor's proxy holder at the meeting of creditors to held on 8 February 2012, or at any adjournment of that meeting. The proxy holder is propose or vote as instructed below (and in respect of any resolution for which no specinstruction is given, may vote or abstain at his/her discretion).		
	The Joint Administrators propose that		
*Please delete as appropriate	1 the joint administrators proposals be approved Accept / Reject		
	2 in the event the proposals are accepted, cred creditors committee Accept / Reject	itors consider and if thought fit appoint a	
	3 in the event the proposals are approved and in the resolve,	absence of a creditors committee, creditors	
	(a) that the joint administrators remuneration be by reference to the time properly given by a ttending to matters arising in the administra Accept / Reject	the insolvency practitioners and their staff in	
	(b) that the joint administrators charge mileage 45 pence per mile Accept / Reject	as a category 2 disbursement at the rate of	
	4 the administrators shall have their discharge from during the administration at the time their appointment paragraph 98(2) of Schedule B1 Accept / Reject	m liability in respect of any action of theirs int ceases to have affect in accordance with to the Insolvency Act 1986	
This form must be signed	Signature	Date	
	Name in CAPITAL LETTERS		

Position with creditor or relationship to creditor or other authority for signature

Only to be completed if the creditor has not signed in person

Enquiry Into Company's Insolvency

Regent Group Limited in administration Slough County Court No 493 of 2011

Creditor's name and address	
Estimated claim	£
What was the authorised credit limit?	£
If the estimated claim exceeds the credit limit, on what basis or terms was the credit limit increased?	
Please provide details of any comfort, security or assurance given to you to allow continuance of credit	
When were you first aware that there were difficulties in getting payment and what was the evidence of this?	
Please provide details, including dates, of any writs, summons, decrees or other legal action you took to recover your debt	
Please provide details of any cheques that were dishonoured, including dates and amounts	
Are there any particular matters you feel should be reviewed? If so, please provide brief details	
Signature	
Name	
Position	
Date	

PROOF OF DEBT - GENERAL FORM

	Regent Group Limited			
Date of administration 23 December, 2011				
1	Name of Creditor (If a company please also give company registration number)			
2	Address of Creditor for correspondence			
3	Total amount of claim, including any Valu Added Tax and outstanding uncapitalise interest as at the date the company went interest as at the date the company went interest administration (see note)	d		
4	Details of any documents by reference to which the debt can be substantiated [Not there is no need to attach them now but the administrator may call for any document of evidence to substantiate the claim at his discretion as may the chairman or convenor cany meeting]	e e or s		
5	If amount in 3 above includes outstandin uncapitalised interest please state amount	£		
6	Particulars of how and when debt incurred (you need more space append a continuation sheet to this form)			
7	Particulars of any security held, the value of the security, and the date it was given	of		
8	Particulars of any reservation of title claime in respect of goods supplied to which the claim relates			
9	Signature of creditor or person authorised to act on his behalf			
	Name in BLOCK LETTERS			
	Position with or in relation to creditor			
Address of person signing (if different from 2 above)				
Admitted to vote for		Admitted for dividend for		
		£		
Date		Date		
I				