

AM10

Notice of administrator's progress report



Companies House

THURSDAY



A6CIQYIP

A19

10/08/2017

#185

COMPANIES HOUSE

1 Company details

Company number 0 3 0 5 5 9 1 8

Company name in full Just Motor Care Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) Richard

Surname Keley

3 Administrator's address

Building name/number Arundel House

Street 1 Amberley Court

Post town Whitworth Road

County/Region Crawley

Postcode R H 1 1 7 X L

Country

4 Administrator's name ^①

Full forename(s) Andrew

Surname Pear

^① Other administrator

Use this section to tell us about
another administrator.

5 Administrator's address ^②

Building name/number Arundel House

Street 1 Amberley Court

Post town Whitworth Road

County/Region Crawley

Postcode R H 1 1 7 X L

Country

^② Other administrator

Use this section to tell us about
another administrator.

AM10

Notice of administrator's progress report

6 Period of progress report

From date	d	1	d	6	m	0	m	1	y	2	y	0	y	1	y	7
To date	d	1	d	5	m	0	m	7	y	2	y	0	y	1	y	7

7 Progress report

☒ I attach a copy of the progress report

8 Sign and date

Administrator's
signature

Signature

X

A. Kelley

X

Signature date

d	0	d	9	m	0	m	8	y	2	y	0	y	1	y	7
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

AM10

Notice of administrator's progress report



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name **Suzi Andrews**

Company name **BM Advisory**

Address **Arundel House**

1 Amberley Court

Post town **Whitworth Road**

County/Region **Crawley**

Postcode **R H 1 1 7 X L**

Country

DX

Telephone **01293 410333 / 01293 428530**



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed the form.



Important information

All information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

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

TO ALL MEMBERS AND KNOWN CREDITORS

Arundel House
1 Amberley Court
Whitworth Road
Crawley RH11 7XL

T +44 (0)1293 410 333

F +44 (0)1293 428 530

www.bm-advisory.com
Our ref: SA/JUS001RK

9 August 2017

Dear Sirs

Just Motor Care Limited - In Administration ("the Company")

Company Number: 03055918

High Court of Justice No. 351 of 2017

Andrew Pear and I, of BM Advisory of Arundel House, 1 Amberley Court, Whitworth Road, Crawley, RH11 7XL, were appointed Joint Administrators of the Company on 16 January 2017, following an application by the directors of the Company. The Notice of Appointment was filed in the High Court of Justice under reference number 351 of 2017.

The Joint Administrators have exercised and will continue to exercise all of their functions jointly and severally as stated in the Notice of Appointment.

The purpose of this report is to provide creditors with an account of the progress of the Administration for the period 16 January 2017 to 15 July 2017, and a copy of form AM10, Notice of Administrators' Progress Report, is attached. This report should be read in conjunction with my earlier report to creditors, a copy of which is available on request.

STATUTORY INFORMATION

Statutory information relating to the Company is attached at ***Appendix I***.

PROGRESS OF THE ADMINISTRATION

The Company was formed in May 1995 (under its former name Just M.O.T's Limited) and was a car and van MOT, repair, maintenance and inspection service business operating from 13 leasehold sites across the South East. In addition, the Company operated a franchise at the Hastings site (owned by M&D Motor Care Ltd which is owned and managed by Tony Perfect, former CEO of the Company) and it held leases at the Maidstone and Eastbourne sites which were sub-let to connected companies, The MOT Test Company Limited and JMC Motor Care Ltd. The former is owned by a minority shareholder in the Company, Barrie-Jon Waters, and the latter is a joint venture between Ata Mavyev (51%) and the Company (49%).

The directors of the Company are Peter Coats and Igor Turevsky who are also two of the 19 shareholders. As previously reported, the Company suffered significant financial pressure as a result of rapid expansion, a change in market due to an increase of car leasing and seasonality of the MOT testing business which ultimately led to the Company being placed into Administration.

As outlined in the Administrators' proposals, the business and assets of 11 of the 13 trading sites was sold to Motest Southern Limited ("MSL") by way of a pre-packaged sale for total consideration of £66,500 shortly after the appointment of the Administrators. The remaining two sites were closed.

BM Advisory

As part of the sale, 29 of the 42 employees of the Company were transferred to MSL under the Transfer of Undertakings (Protection of Employment) Regulations 2006.

The Administrators granted MSL a licence to occupy the 11 sites for up to nine months on the basis that all rents and lease outgoings are met by MSL (which was personally guaranteed by the directors and shareholders of MSL, John Ball and Robert Foulston), to allow it to negotiate an assignment of the existing leases or enter into new leases. No leases have yet been assigned (or new leases agreed) however the landlord of the Hove site has issued a direct licence with MSL.

During this reporting period, considerable time has been spent by the Administrators in managing the licence to occupy and sub-leases in respect of the Eastbourne, Hastings and Maidstone MOT centres. The Administrators also arranged surrenders of the Crayford and Medway leases in respect of the closed sites and monitored sales of the residual tangible assets at those premises via independent agents, Lambert Smith Hampton ("LSH").

The Administrators are in the process of dealing with the Company's shares in JMC Motor Care Limited (further information below) and have been in contact with HSBC in relation to realisations under the fixed charges. All of the other shareholdings relate to non-trading dormant subsidiaries which have been or are in the process of being struck off by their directors with the approval of the Administrators.

It was agreed that MSL would collect debtors on behalf of the Company for a collection fee of 10% of realisations and the Administrators have monitored the collection of debtors by MSL.

Independent agents, CAPA, were instructed to review and pursue any business rates rebates available to the Company on a contingent fee basis. No rebates have been received to date and it is unlikely that any will be received.

The Administrators dealt with employees' claims including the submission of the relevant forms to the Redundancy Payments Service ("RPS"). They also entered into extensive discussions with the RPS (and the purchaser and directors) as claims were initially rejected in error.

Pension consultants, Clumber Consultancy, were instructed to ensure the Administrators' compliance in dealing with the Company's NEST defined contribution pension scheme and advise on any outstanding issues. It has advised that there are unpaid pension contributions to be dealt with.

The Administrators have also attended to the statutory and administrative matters of the Administration and undertaken investigations into the affairs of the Company.

The purpose of the Administration was to achieve a better result for the creditors as a whole than would be likely if the Company was placed directly into Liquidation. This has been accomplished by the pre-packaged partial going concern sale of the Company's business and assets as the sale consideration was significantly higher than would have been likely in the event of liquidation whereby the business would have closed and assets would have likely been sold on a break up basis. It has also reduced trade and expense creditors as customers who had pre-paid for work to be carried out are being honoured by MSL (and otherwise would have been included as creditors on liquidation) and employee liabilities of £125,000 were avoided. It is also considered that the sale has assisted in enhancing debtor realisations in Administration. As such, a better result has been achieved for the Company's creditors as a whole than would have been likely if the Company had entered liquidation.

JOINT ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT

Attached at **Appendix II**, is the Joint Administrators' receipts and payments account, for the period 16 January 2017 to 15 July 2017, detailing a balance on hand of £21,453. The funds are held in an interest bearing estate account.

ASSETS

Goodwill (subject to HSBC's fixed charge)

The directors estimated in their Statement of Affairs ("SoA") that £4,999 would be realised in respect of goodwill and was realised for this sum as part of the sale of business. We are in the process of distributing this amount to HSBC under its fixed charge.

Investments – Shares in subsidiaries and associates (subject to HSBC's fixed charge)

The directors estimated in their SoA that £100 would be realised in respect of the Company's investment in a subsidiary, JMC Motor Care Ltd ("JMCMC"). The directors of JMCMC were Ata Mavyyev, Peter Coats and Tony Perfect (the latter two resigned shortly after the Administration of the Company). The Company holds 49% of the ordinary shares in JMCMC and Ata Mavyyev holds 51% of the ordinary shares. A shareholder agreement prevented us from selling the shares to anyone else without Ata Mavyyev's consent. LSH provided a desktop valuation of the Eastbourne tangible assets at £2,000-£4,500 and management accounts were provided to the Joint Administrators showing that the site has been making losses which had been funded by significant cash injections from Ata Mavyyev. Additionally, MSL were consulted however it confirmed it was not interested in purchasing these shares. An offer of £3,000 was negotiated with Ata Mavyyev on 30 May 2017. The consideration has been received in full (£1,000 was received during the reporting period and £2,000 after the reporting period). The shares are subject to HSBC's fixed charge so will be sold subject to its approval (which has been requested) and security release.

As previously reported, the Company also holds ordinary shares in the following companies:

	Shareholding (%)	Other shareholders	Directors	Status
Just Motor Cover Ltd	100%	-	Peter Coats	Dissolved
Just Garage Software Ltd	100%	-	Peter Coats	Dissolved
Just M.O.T's Ltd	100%	-	Peter Coats	Dissolved
Just Eco Tech Ltd	50%	New Eco Technologies Bulgaria Ltd	Peter Coats and Igor Turevsky	Dormant

As at the date of Administration, the subsidiaries were dormant and non-trading. The first three subsidiaries have now been struck off by their director with the approval of the Administrators and dissolved by Companies House with effect from 20 June 2017. A director of Just Eco Tech Ltd has also applied for it to be struck off which is due to take place within the next month.

Plant and machinery

The SoA estimated that £60,000 would be realised in respect of plant and machinery. The plant and machinery based at the 11 sites purchased by MSL was realised for £60,000 as part of the sale of business. A further £4,250 was realised by LSH in respect of plant and machinery at the two closed sites, Crayford and Medway.

Motor vehicles

The SoA estimated that £1,500 would be realised in respect of motor vehicles. And as previously reported, they were sold to MSL for £1,500 as part of the sale of business.

Stock

The SoA estimated that £1 of stock would be realised and as previously reported, stock was considered by LSH to be of nominal value and £1 was assigned to it as part of the sale of business.

Fixtures, fittings and equipment

The SoA estimated that nothing would be realised in respect of fixtures, fittings and equipment and this proved correct as they were considered to be uneconomical to realise.

Book debts

The SoA estimated that £5,880 would be realised in respect of book debts which had a book value of £21,149. £5,953 has been realised (before deduction of the 10% collection fee agreed with MSL) and it is anticipated by MSL that a further £1,000-2,000 may be realised. MSL's fee of 10% of debtor realisations will be paid in due course.

Funds held by Solicitors

A balance of £148 which was held on the client account of solicitors, Mayo Wynne Baxter, was realised in the Administration.

Leasehold property

As previously advised, there were a total of 16 leases in the Company's name at the following locations and the current status of the occupancy and each lease is outlined below:

Location	Occupier	Type of occupancy	Status
Bexhill-on-Sea	MSL	Licence to occupy	Pending
Bognor Regis	MSL	Licence to occupy	Pending
Brighton	MSL	Licence to occupy	Pending
Burgess Hill	MSL	Licence to occupy	Pending
Crawley	MSL	Licence to occupy	Pending
Faversham	MSL	Licence to occupy	Pending
Hove	MSL	Licence to occupy	Lease expired on 07.07.17
Lewes	MSL	Licence to occupy	Lease expired on 31.10.16
Tonbridge	MSL	Licence to occupy	Pending
Tunbridge Wells	MSL	Licence to occupy	Pending
Worthing	MSL	Licence to occupy	Pending
Crayford	-	-	Surrender agreed on 28.02.17
Medway	-	-	Surrender agreed on 17.03.17
Eastbourne	JMCMC	Sub-let	In process of agreeing surrender
Hastings	M&D Motor Care Ltd	Sub-let (franchise)	Surrender agreed on 25.02.17
Maidstone	The MOT Test Company Ltd	Sub-let	Surrender agreed on 31.01.17

As previously mentioned, 11 sites were transferred to MSL under the pre-packaged sale (excluding Crayford, Medway, Eastbourne, Hastings and Maidstone) and a licence to occupy those 11 sites for up to nine months (ending on 15 October 2017) was granted to allow MSL time to negotiate an assignment of the leases or new leases with the respective landlords. It was agreed that all rents and lease outgoings would be met by MSL during the licence period, and these liabilities have been personally guaranteed by MSL's owners. The Administrators have invoiced MSL in accordance with amounts charged for rent, insurance and service charges by the respective landlords up to 15 August 2017, which has been paid in full by MSL. No leases have yet been assigned (or new leases agreed) however the Hove landlord has issued a direct licence with MSL commencing 8 July 2017. Additionally, the Company leased various equipment across the sites and arrangements have been made in respect of the equipment and leases required by MSL.

On Administration, the Company's two remaining trading premises, Crayford and Medway (which were not transferred to MSL), were closed and so became vacant and a voluntary surrender was agreed with the respective landlords of these sites.

The leases at the Eastbourne, Hastings and Maidstone sites were in the name of the Company however they were sub-let to the parties detailed above. The Administrators continued with this arrangement for a limited

BM Advisory

period while the sub-tenants agreed terms of ongoing occupation with the landlords and surrenders have now been agreed with the landlords of the Hastings and Maidstone sites. The Administrators are currently in the process of agreeing a surrender with the landlord of the Eastbourne site.

There were six rent deposits held by landlords in respect of leases on Bognor Regis, Brighton, Burgess Hill, Hove, Tunbridge Wells and Crayford. The rent deposits on Bognor Regis and Crayford were extinguished by rent arrears. The remaining four rent deposits will be reviewed in due course, once occupation has ceased.

The franchisee at the Hastings site, M&D Motor Care Ltd, was permitted to use the trading name, 'Just Motor Care', and the Company's booking system for an annual fee of £5,000 plus VAT. Shortly after the appointment of Administrators, the agreement ceased and the franchisee changed its trading name to 'Hastings Motor Care'.

LIABILITIES

Secured creditor

The Company granted the following charges as registered at Companies House:

	Type	Creation date	Registration date
HSBC Bank Plc ("HSBC")	Fixed and floating charge	26.03.2002	27.03.2002
H & T Properties Limited	Rent deposit deed	26.08.2008	29.08.2008
Seput Nominee 75 Limited and Seput Nominee 76 Limited	Rent deposit deed	11.04.2008	15.04.2008
Daejan Investments Limited	Rent deposit deed	17.03.2003	18.03.2003
Mwb Business Exchange Limited	Rent deposit deed	15.07.2002	23.07.2002

The Company held an overdraft with HSBC Bank Plc with a limit of £65,000 which had a balance of approximately £41,000 as at the date of Administration. The Administrators are currently awaiting a copy of HSBC's debenture before a distribution will be paid in respect of fixed charge asset realisations.

Preferential creditors

29 of the 42 employees were transferred to MSL under the Transfer of Undertakings (Protection of Employment) Regulations 2006.

The remaining 13 employees were made redundant upon the appointment of the Administrators. It was estimated in the directors' Statement of Affairs that preferential claims would total £13,728 in respect of wages and holiday pay. The Administrators submitted the relevant forms to the RPS which has submitted a preferential claim totalling £12,038 in the Administration.

Independent pension advisors, Clumber Consultancy, have advised that there are outstanding pension contributions due to the members of the NEST defined contribution scheme in relation to the period from 1 January 2017 to 15 January 2017. Thus there may be an additional preferential claim received in due course.

Unsecured creditors

The SoA estimated that the Company had trade and expense creditors totalling £83,650 (including pre-payments by Crayford and Medway Customers of £1,629). Claims totalling £85,530 have been received.

The dismissed employees had unsecured claims in relation to redundancy pay and notice pay (and wage arrears and holiday pay over the preferential limit of £800 per employee) estimated at £89,555. An unsecured claim of £39,029 has been received from the RPS.

One of the directors, Peter Coats, was owed £22,776 as at Administration. No claim has been received (other than the element included within the RPS claim).

BM Advisory

The directors estimated in their SoA that the Company owed £91,554 to landlords in respect of pre-administration rent and service charge arrears. Claims totalling £75,282 have been received.

HM Revenue & Customs was owed an estimated £125,023 in relation to PAYE for the period from June 2016 to December 2016. A total claim of £125,821 has been received.

A shareholder, Michael Horley, loaned funds to the Company and it was estimated in the SoA that he was owed £130,900. He has submitted a claim of £169,460.

DIVIDENDS

As mentioned above, the Administrators will be paying a distribution to the secured creditor, HSBC, under its fixed charge shortly.

A dividend to unsecured creditors is unlikely in this matter as net asset realisations will be insufficient to meet the costs and expenses of the Administration.

PRESCRIBED PART

The Prescribed Part Fund is created out of the Company's net floating charge property pursuant to Section 176A of the Insolvency Act 1986 ("the Act"), as long as the floating charge was registered later than 15 September 2003.

As previously advised, there is no floating charge registered after 15 September 2003 and therefore the prescribed part does not apply.

JOINT ADMINISTRATORS' INVESTIGATIONS

Under the insolvency legislation, the Administrators have a duty to consider the conduct of those persons who have been directors of the Company, shadow directors or de facto directors at any time within three years preceding the Administration and consider whether any civil proceedings should be taken.

I undertook an initial investigation into the Company's affairs to establish whether there were any potential asset recoveries or conduct matters that justified further investigation, taking into account public interest and the potential recoveries and costs involved. I have recovered the Company's accounting records, obtained copy bank statements for the six months prior to my appointment and compared information in the Company's accounts with that in the statement of affairs. I have made enquiries where necessary and concluded that there were no matters that justified further investigation.

Within three months of my appointment as Administrator, I was required to submit a confidential report to the Secretary of State to include any matters which came to my attention during the course of my work, which may have indicated that the conduct of any past or present director would make them unfit to be concerned with the management of a company. I confirm that my report has been submitted.

PRE-ADMINISTRATION COSTS

On 14 February 2017, creditors approved BM Advisory's pre-Administration costs at a meeting of creditors by correspondence, in the amount of £35,000 and expenses of £50 (plus VAT).

The pre-Administration fees of £35,000 and disbursements of £50, plus VAT, have been paid to BM Advisory.

The pre-Administration costs of Lambert Smith Hampton agents of £7,500 and disbursements plus VAT (which has been paid after the reporting period) and Isadore Goldman Solicitors of £7,500 and disbursements plus VAT, have also been paid in accordance with the amounts approved by creditors on 14 February 2017.

JOINT ADMINISTRATORS' REMUNERATION

It was agreed at a meeting of creditors by correspondence on 14 February 2017, that the Joint Administrators be remunerated by reference to time properly spent by them and their staff in attending to matters arising in the Administration of the Company, capped at £46,271.

During this reporting period, a total of 336.7 hours have been spent at a cost of £93,506, resulting in an average hourly rate of £278. This is compared to an anticipated 185.6 hours at an average hourly rate of £249, which I estimated at the outset of my appointment for the whole period of the Administration. A summary of my time costs for this reporting period and the work undertaken is attached at **Appendix III**, together with a comparison to the original fee estimate approved by creditors and BM Advisory's policy on fees.

No remuneration has been drawn to date however I intend to draw £10,000 plus VAT shortly. The Joint Administrators' remuneration to date is within the original fee estimate and I do not anticipate seeking additional fee approval in this matter. Time costs have exceeded the original estimate as a result of the following work which has been necessary:

- Monitoring and managing the licence to occupy in respect of the leasehold premises, including managing the collection and payment of rent, insurance and service charges which has been more time consuming than originally anticipated.
- Ensuring assignments and surrenders of the leases with the respective landlords which has been far slower than expected under the licence to occupy.
- Additional time spent on liaising with the RPS in respect of the employee claims which were initially rejected in error.
- The Administrators negotiations with Ata Mavyyev regarding the sale of the Company's shares held in JMCMC took longer than originally anticipated.
- The rate of debtor collection by MSL has been slower than originally anticipated.

However, due to insufficient asset realisations I do not intend to seek further fee approval and I will not draw remuneration in excess of my original estimate.

In addition, the Administrators are in the process of seeking approval of a proposed fixed charge fee of £3,000 plus VAT from the fixed charge holder, HSBC, in relation to time spent realising assets subject to its fixed charge.

Detailed below are the expenses I expected to incur during the Administration and what I have actually incurred to date. During this reporting period, £996 has been paid towards expenses incurred.

		Estimated total cost £	Incurred/accrued to date £
Statutory advertising	Category 1	149	145
Printing	Category 2	100	100
Postage	Category 1	350	178
Creditor portal	Category 2	30	-
Room hire	Category 2	150	-
Storage	Category 1	59	-
Bond	Category 1	162	162
Insurance	Category 1	2,500	996
Total		3,500	1,581

During the Administration, I instructed professional agents to assist with the sale of the residual plant and machinery at the Crayford and Medway sites and it was anticipated that general legal advice would be required (particularly in relation to the leases and licence to occupy) from solicitors throughout the Administration, if considered necessary. The fees paid to date are detailed in my receipts and payments account and the table below shows fees incurred and accrued against the original estimate.

	Fee arrangement	Estimated total cost £	Fees incurred/accrued to date £
Agents' fees – LSH	Percentage basis	20% of realisations	850
Legal fees – Isadore Goldman	Time costs	2,500 plus VAT	Nil
Rates review – CAPA	Percentage basis	20% of realisations	Nil
Pension advice – Clumber Consultancy	Fixed fee	550 plus VAT	400

The choice of professionals was based on my perception of their experience and ability to perform this type of work, the complexity and nature of this assignment and the basis of my fee arrangement with them. The fees charged have been reviewed and I am satisfied that they are reasonable in the circumstances.

The agents' expenses incurred have exceeded the estimate previously given to creditors, as Clumber Consultancy have been instructed to provide pension advice and deal with the Company's NEST defined pension scheme. This was not included in the original estimate and as pension advice has been required in the Administration, I have therefore now provided an estimate of total costs as detailed above. The other expenses incurred have not exceeded their estimates previously given to creditors and I do not anticipate that they will exceed the estimate.

A guide to fees can be found at www.bm-advisory.com/resources/ and provides information relating to Administrators' remuneration. A hard copy is available on request.

Please note that any secured creditor, or unsecured creditor with concurrence of at least 5% in value of the total unsecured creditors, may request further information in respect of the Administrators' remuneration and expenses. This must be sent in writing to the Administrators within 21 days of receipt of this progress report.

Furthermore, any secured creditor, or unsecured creditor with at least 10% in value of the total unsecured creditors, is entitled to challenge the remuneration and expenses. Any challenge must be brought within eight weeks of receipt of this progress report.

COMPLETION OF THE ADMINISTRATION

The Administration will remain open until all outstanding matters have been finalised, being managing out the leases under the licence to occupy, finalising the sale of JMCMC shares, monitoring the collection of debtors, monitoring the possibility of any potential rate refunds, paying a distribution to HSBC under its fixed charge, dealing with outstanding pension contributions and the final administrative matters of the Administration. Once completed the Joint Administrators shall conclude the Administration pursuant to Paragraph 84 of Schedule B1 of The Insolvency Act 1986, by moving from Administration to dissolution.

However, in the event sufficient funds are realised to enable a dividend to unsecured creditors, as agreed in the Proposals, the Joint Administrators will be permitted to place the Company into Creditors' Voluntary Liquidation, in order to conclude any further asset realisations and make a distribution to the unsecured creditors. In accordance with Paragraph 83(1) of Schedule B1 of The Insolvency Act 1986 it has been proposed that Andrew Pear and I are appointed Joint Liquidators.

The Joint Administrators will be discharged from liability in respect of any act of theirs immediately after they cease to be Administrators of the Company.

FURTHER INFORMATION

Information can also be found at www.creditorinsolvencyguide.co.uk which is designed to provide creditors with a step by step guide to the insolvency process.

Creditors have the right to opt out of receiving further communications about this matter, except where a document must expressly be delivered to all creditors without exclusion, it relates to a change in the office holder or their contact details, or if it relates to a court ordered notice or notice of a dividend/intended dividend. If a

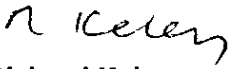
BM Advisory

creditor chooses to opt out, their right to receive dividends (if available) will not be affected, nor will their right to participate in any voting or deemed consent procedure, although they will not receive notice of it. Furthermore, if a creditor opts out, they will be treated as having opted out in respect of any consecutive insolvency proceedings in respect of the Company. Should a creditor wish to opt out of receiving further communications about this matter (or opt back in at a later stage), please email the request to Suzi Andrews at suzi.andrews@bm-advisory.com, making sure to include the creditor's full name and the case name/reference.

Details about our complaints procedure, Professional Indemnity insurance and the Provision of Services Regulations, can be found at www.bm-advisory.com/about/legals-compliance/. Should you require any further information, please do not hesitate to contact Suzi Andrews on 01293 453648 or email suzi.andrews@bm-advisory.com.

Yours faithfully

**For and on behalf of
Just Motor Care Limited**



Richard Keley
Joint Administrator

Enc.

JUST MOTOR CARE LIMITED – IN ADMINISTRATION

STATUTORY INFORMATION

Company information

Company Number	03055918												
Previous name(s)	Just M.O.T's Limited (changed on 9 April 2014)												
Date of Incorporation	12.05.1995												
Principal trading activity	Car and van MOT, repair, maintenance and inspection services												
Trading name(s)	Just Motor Care Just MOT's												
Trading Addresses	See attached schedule												
Registered Office	18 Hyde Gardens, Eastbourne, East Sussex, BN21 4PT												
Directors	The directors of the Company over the last 3 years are detailed below: <table><tr><td>Peter Herbert Coats</td><td>07.09.2005 to present</td></tr><tr><td>Igor Turevsky</td><td>13.08.2013 to present</td></tr><tr><td>David Eric Beardsmore</td><td>16.07.2013 to 06.09.2016</td></tr><tr><td>Tony Perfect</td><td>14.06.2011 to 09.09.2016</td></tr><tr><td>Barrie-Jon Waters</td><td>31.12.2015 to 16.08.2016</td></tr></table>	Peter Herbert Coats	07.09.2005 to present	Igor Turevsky	13.08.2013 to present	David Eric Beardsmore	16.07.2013 to 06.09.2016	Tony Perfect	14.06.2011 to 09.09.2016	Barrie-Jon Waters	31.12.2015 to 16.08.2016		
Peter Herbert Coats	07.09.2005 to present												
Igor Turevsky	13.08.2013 to present												
David Eric Beardsmore	16.07.2013 to 06.09.2016												
Tony Perfect	14.06.2011 to 09.09.2016												
Barrie-Jon Waters	31.12.2015 to 16.08.2016												
Company Secretary	Peter Herbert Coats 30.09.2009 to present												
Related entities	The Company holds ordinary shares in the following companies: <table><tr><td></td><td>Shares held (%)</td></tr><tr><td>Just Motor Cover Limited</td><td>100%</td></tr><tr><td>Just Garage Software Limited</td><td>100%</td></tr><tr><td>Just M.O.T's Limited</td><td>100%</td></tr><tr><td>Just Eco Tech Limited</td><td>50%</td></tr><tr><td>JMC Motor Care Limited</td><td>49%</td></tr></table>		Shares held (%)	Just Motor Cover Limited	100%	Just Garage Software Limited	100%	Just M.O.T's Limited	100%	Just Eco Tech Limited	50%	JMC Motor Care Limited	49%
	Shares held (%)												
Just Motor Cover Limited	100%												
Just Garage Software Limited	100%												
Just M.O.T's Limited	100%												
Just Eco Tech Limited	50%												
JMC Motor Care Limited	49%												

Share Capital

The Company's authorised share capital consists of 831,373 ordinary shares with a nominal value of £1 each and 61,000 preference shares with a nominal value of £1 each.

A full list of members can be obtained from the offices of BM Advisory on request.

Registered charges

The Company granted the following charges as registered at Companies House:

	Type	Creation date	Registration date
HSBC Bank Plc	Fixed and floating charge	26.03.2002	27.03.2002
H & T Properties Limited	Rent deposit deed	26.08.2008	29.08.2008
Seput Nominee 75 Limited and Seput Nominee 76 Limited	Rent deposit deed	11.04.2008	15.04.2008
Daejan Investments Limited	Rent deposit deed	17.03.2003	18.03.2003
Mwb Business Exchange Limited	Rent deposit deed	15.07.2002	23.07.2002

Appointment details

Date of appointment	16.01.2017
Appointment made by	The directors
Court name	High Court of Justice, Chancery Division, Companies Court
Court reference	CR-2017-000351
Joint Administrators	Richard Keley Andrew Pear

Schedule of trading addresses

1. Unit 2, Knightsbridge Court, Middlesex Road, **Bexhill-on-Sea**, East Sussex, TN40 1LX
2. Unit 4, Shripney Trade Park, Shripney Road, **Bognor Regis**, West Sussex, PO22 9GH
3. Unit 7, Bell Tower Industrial Estate, Roedean Road, **Brighton**, East Sussex, BN2 5RU
4. Unit 4, Sheddingdean Business Centre, Marchants Way, **Burgess Hill**, West Sussex, RH15 8QY
5. Unit 9, Fleming Way Industrial Estate, Royce Road, **Crawley**, West Sussex, RH10 9NX
6. Unit 10, Upper Brents Industrial Estate, Upper Brents, **Faversham**, Kent, ME13 7DL
7. Unit 10, St Josephs Business Park, St Josephs Close, **Hove**, East Sussex, BN3 7ES
8. Workshop with parking situated on the north side of Davey's Lane, **Lewes**, East Sussex BN7 2BQ
9. 38 Morley Road, **Tonbridge**, Kent, TN9 1RA
10. Unit 3, Colebrook Industrial Estate, Longfield Road, **Tunbridge Wells**, Kent, TN2 3DG
11. Unit 6, Silverdale, Meadow Road, **Worthing**, West Sussex, BN11 2RZ
12. Unit 2, Acorn Industrial Park, Kent **Crayford**, Kent, DA1 4AL
13. Unit 17, Victory Park, Trident Close, Medway City Estate, **Medway**, Rochester, ME2 4ER

Just Motor Care Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments
16/01/2017 to 15/07/2017

S of A £		£	£
	SECURED ASSETS		
4,999.00	Goodwill	4,999.00	
100.00	Investments	1,000.00	5,999.00
	SECURED CREDITORS		
(41,000.00)	HSBC Bank plc	NIL	NIL
	ASSET REALISATIONS		
60,000.00	Plant & Machinery	64,250.00	
1,500.00	Motor Vehicles	1,500.00	
1.00	Stock	1.00	
NIL	Fixtures, Fittings and Equipment	NIL	
5,880.00	Book Debts	5,953.40	
	Bank Interest Gross	8.23	
	Funds held by Solicitors	148.00	71,860.63
	COST OF REALISATIONS		
	Pre-appointment Costs	35,000.00	
	Pre-appointment Expenses	50.00	
	Pre-appointment Legal fees	7,500.00	
	Pre-appointment legal disbursements	100.00	
	Insurance of Assets	996.43	(43,646.43)
	PREFERENTIAL CREDITORS		
(13,728.09)	Employee Arrears/Hol Pay	NIL	NIL
	FLOATING CHARGE CREDITORS		
(65,000.00)	Floating Charge Creditor	NIL	NIL
	UNSECURED CREDITORS		
(83,650.21)	Trade & Expense Creditors	NIL	
(89,554.62)	Employees	NIL	
(22,775.77)	Directors	NIL	
(91,553.91)	Rent & Service Charge Arrears	NIL	
(125,022.98)	HM Revenue & Customs	NIL	
(130,900.00)	Shareholder Loan	NIL	NIL
	DISTRIBUTIONS		
(61,000.00)	Preference Shareholders	NIL	
(831,373.00)	Ordinary Shareholders	NIL	NIL
(1,483,078.58)			34,213.20

Just Motor Care Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments
16/01/2017 to 15/07/2017

S of A £	£	£
REPRESENTED BY		
Vat Receivable		8,510.00
Estate bank account - interest bearing		21,453.20
Vat Payable		(850.00)
		29,113.20

JUST MOTOR CARE LIMITED - IN ADMINISTRATION

Summary of work undertaken during the period 16 January 2017 to 15 July 2017

BM Advisory.

Task	ORIGINAL ESTIMATE			REPORTING PERIOD		
	Estimated hours hrs	Estimated cost £	Average charge out rate £			
Administration and planning	34.90	9,533.50	273.17	28.90	4,802.50	166.18
Statutory compliance	58.90	14,910.00	253.57	80.90	21,107.50	260.91
Investigations	14.60	3,449.50	236.27	23.80	5,875.50	246.87
Asset realisations	19.40	4,819.50	248.43	49.10	16,460.00	335.23
Creditors	39.40	8,293.00	210.48	31.70	7,020.00	221.45
Case specific matters	18.50	5,265.00	284.59	122.30	38,240.50	312.68
TOTAL	185.60	46,270.50	249.30	336.70	93,506.00	277.71

A summary of the work undertaken in this reporting period is detailed below and was required to be undertaken to deal with the specific circumstances of the case, as well as meet our statutory duties obligations:

ADMINISTRATION AND PLANNING

Strategy & planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff.

Setting up physical/electronic case files.

Setting up the case on IPS and entering data.

Dealing with all routine correspondence and emails relating to the case.

Opening the office holder's estate bank account.

Creating the office holder's cash book.

Undertaking regular reconciliations of the office holder's estate bank account.

STATUTORY COMPLIANCE

Issuing the statutory notifications to creditors and others as required on appointment, including gazetting the office holder's appointment.

Conduct statutory searches to identify company pension schemes.

Deal with statutory obligations in relation to identified company pension schemes

Obtaining a specific penalty bond.

Convening meeting of creditors by correspondence.

Reviewing the adequacy of the specific penalty bond on a regular basis.

Undertaking periodic reviews of the progress of the case.

Overseeing and controlling the work done.

Preparing, reviewing and issuing the Administrators' Proposals and progress reports to creditors and members.

Filing returns at Companies House and/or Court (as applicable).

INVESTIGATIONS

Recovering the books and records for the case.

Listing the books and records recovered.

Preparing a report on the conduct of the directors as required by the Company Directors Disqualification Act.

Conducting an initial investigation with a view to identifying potential asset recoveries by seeking and obtaining information from relevant third parties, such as the bank accountants, solicitors, etc.

Reviewing books and records to identify any suspicious transactions or actions the office holder may take against a third party in order to recover funds for the benefit of creditors.

ASSET REALISATION

Arranging suitable insurance over assets.

Regularly monitoring the suitability and appropriateness of the insurance cover in place.

Corresponding with MSL in respect of the collection of debtors.

Liaising with the bank regarding freezing and closure of the account.

Liaising with agents regarding the valuation of assets.

Liaising with agents to realise known assets.

Instructing solicitors to assist in the realisation of assets.

Liaising with the secured creditors over the realisation of the assets subject to a mortgagee or other charge.

Liaising with third parties with regards to assets that are subject to a retention of title clause, hire or finance agreement.

Instructing specialised agents to review potential business rate refunds.

CREDITORS

Liaising with secured creditors regarding details of security and estimated outcome.

Obtaining information from the case records about employee claims.

Corresponding with employees regarding their claims.

Liaising with the Redundancy Payments Office regarding employee claims.

Dealing with all creditor correspondence, emails and telephone conversations regarding their claims.

Maintaining up to date creditor information on the case management system.

CASE SPECIFIC MATTERS

Monitoring and managing the leasehold premises licence to occupy

Notes:

'Administration and planning' represents the work involved in the routine administrative functions of the case. It does not give direct financial benefit to the creditors, but has to be undertaken to meet requirements and obligations under the insolvency legislation and the Statements of Insolvency Practice.

- 'Statutory Compliance' represents the work involved in the statutory functions of the case, together with the necessary control and supervision by senior staff. It does not give direct financial benefit to the creditors, but has to be undertaken to meet requirements and obligations under the insolvency legislation and the Statements of Insolvency Practice
- 'Investigations' represents the work required to comply with our statutory obligations and has no direct financial benefit to creditors unless there are potential recovery actions identified. Details of the investigations undertaken and outcomes are set out in the report.
- 'Asset realisations' represents the work required to be undertaken to realise the known assets in the case, for the estimated realisable values provided to creditors.
- 'Creditors' represents the work required to deal with the various creditors of the Company. Former employees claims must be processed appropriately by the Redundancy Payments Office, which involves dealing with all queries to facilitate the processing. The claims of trade and expense creditors need to be maintained and recorded, together with the amounts of the claims to ensure notices and reports can be issued. All queries and correspondence will be dealt with as part of our statutory obligations. In order to pay a dividend, all creditor claims must be adjudicated and agreed, which may involve additional work if further supporting information is required.
- 'Case specific matters' represents work required to oversee the practical application of the licence to occupy the 11 leasehold premises to ensure rent is collected from the purchaser (MSL) and paid to the respective landlords. This work is required as the sale of the business and assets, and the resultant realisation of sale consideration, could not have been achieved unless MSL was granted a licence.

BM ADVISORY

STATEMENT OF POLICY ON FEES IN INSOLVENCY PROCEEDINGS

Introduction

This statement has been prepared in accordance with guidelines set out in Statement of Insolvency Practice 9 issued by the Association of Business Recovery Professionals (R3).

The following information applies to all appointments of partners, directors, consultants or staff of BM Advisory, to act as any of the following:-

Liquidator, Receiver, Administrator or Administrative Receiver of a Limited Company or Limited Liability Partnership
Trustee in Bankruptcy
Supervisor of an Individual, Company or Partnership Voluntary Arrangement
Administrator under the Insolvent Estates Order

When acting as Nominee, the provisions of the Insolvency Act 1986 ("the Act") require that the amount of the fees payable to the Office Holder be specified within the Debtor's proposals. Such fees will nevertheless be fixed to take account of the Office Holder's expected time costs arising as referred to below.

Policy on fees

In accordance with the Act, the Office Holder may seek approval of their remuneration either on a fixed fee basis, on a percentage basis or on a time costs basis. When an Office Holder's fees are charged by reference to time costs, they will be charged at the firm's usual rates applicable at the time the work is carried out. Rates may be varied from time to time, at the sole discretion of BM Advisory, and such changes will be notified in retrospect with each report to Creditors. It is the policy of BM Advisory to use as junior grade of staff as compatible with the efficient conduct of the matter in order to ensure costs are kept to a minimum. Time is recorded in 6 minute units with supporting narrative to explain the work undertaken.

As at 1st March 2014 the rates applicable are:

Grade	£
Partner 1	430
Partner 2	380
Associate Director	360
Senior Manager	340
Manager	310
Assistant Manager	285
Senior Administrator	240
Administrator 1	185
Administrator 2	155
Junior Administrator	125
Cashier	115
Support staff	85

Rates vary between individuals, reflecting experience and qualification. For certain more complex tasks, BM Advisory may seek to apply a higher rate in respect of work undertaken, but subject to prior authorisation in accordance with the Act.

Further information on the manner in which an Office Holder's fees may be fixed, can be found in the guidance notes on our website: www.bm-advisory.com/resources/.

Disbursements

Disbursements are categorised as either Category 1 or Category 2.

Category 1 expenses are directly referable to an invoice from a third party, which is either in the name of the case or BM Advisory; in the case of the latter, the invoice makes reference to, and therefore can be directly attributed to, the case. These disbursements are recoverable in full from the case without the prior approval of creditors either by a direct payment from the case or, where BM Advisory has made payment on behalf of the case, by a recharge of the amount invoiced by the third party. Examples of category 1 disbursements are statutory advertising, external meeting room hire, external storage and specific bond insurance.

Category 2 expenses are incurred by BM Advisory and recharged to the case; they are not attributed to the case by a third party invoice and/or they may include a profit element. These disbursements are recoverable in full from the case, subject to the basis of the disbursement charge being approved by creditors in advance. Examples of Category 2 disbursements are photocopying, internal room hire and internal storage.

It is proposed that the following Category 2 disbursements are recovered:

Meeting room hire	Up to £200
Postage	£0.51 - £2.25
Mileage (per mile)	£0.45
Photocopies (per sheet)	£0.15
Storage (per box per month)	£0.35

The costs recharged are based upon the actual cost of the materials used or the costs which would have been incurred if that service had been sourced externally.