The Insolvency Act 1986

Liquidator's Statement of Receipts and Payments Pursuant to Section 192 of The Insolvency Act 1986 S.192

To the Registrar of Companies

For Official Use

Company Number

03214825

Name of Company

2e2 Solutions Limited

1/We

Chad Griffin, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD

Simon Granger, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD

Simon Kirkhope, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD

the liquidator(s) of the company attach a copy of my/our statement of receipts and payments under section 192 of the Insolvency Act 1986

Signed

Date 24/05/2016 .

FTI Consulting LLP 200 Aldersgate Aldersgate Street London EC1A 4HD

Ref 2E215/CG/SG/SK/pn/LR/LG

Software Supplied by Turnkey Computer Technology Limited Glasgow

Statement of Receipts and Payments under section 192 of the Insolvency Act 1986

Name of Company

2e2 Solutions Limited

Company Registered Number

03214825

State whether members' or

creditors' voluntary winding up

Creditors

Date of commencement of winding up

03 May 2013

Date to which this statement is

brought down

02 May 2016

Name and Address of Liquidator

Chad Griffin, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD

Simon Granger, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD

Simon Kirkhope, 200 Aldersgate, Aldersgate Street, London, EC1A 4HD

NOTES

You should read these notes carefully before completing the forms. The notes do not form part of the return to be sent to the registrar of companies

Form and Contents of Statement

(1) Every statement must contain a detailed account of all the liquidator's realisations and disbursements in respect of the company. The statement of realisations should contain a record of all receipts derived from assets existing at the date of the winding up resolution and subsequently realised, including balance at bank, book debts and calls collected, property sold etc., and the account of disbursements should contain all payments of costs, charges and expenses, or to creditors or contributories. Receipts derived from deposit accounts and money market deposits are to be included in the 'balance at bank'. Only actual investments are to be included in the 'amounts invested' section in the analysis of balance on page 5 of the form. Where property has been realised, the gross proceeds of sale must be entered under realisations and the necessary payments incidental to sales must be entered as disbursements. A payment into the Insolvency Services Account is not a disbursement and should not be shown as such, nor are payments into a bank, building society or any other financial institution. However, the interest received on any investment should be shown in the realisations. Each receipt and payment must be entered in the account in such a manner as sufficiently to explain its nature. The receipts and payments must severally be added up at the foot of each sheet and the totals carried forward from one account to another without any intermediate balance, so that the gross totals represent the total amounts received and paid by the liquidator respectively.

Trading Account

(2) When the liquidator carries on a business, a trading account must be forwarded as a distinct account, and the total of receipts and payments on the trading account must alone be set out in this statement

Dividends

- (3) When dividends, instalments of compositions, etc. are paid to creditors or a return of surplus assets is made to contributories, the total amount of each dividend, etc. actually paid, must be entered in the statement of disbursements as one sum, and the liquidator must forward separate accounts showing in lists the amount of the claim of each creditor, and the amount of dividend, etc. payable to each creditor or contributory.
- (4) When unclaimed dividends, etc. are paid into the Insolvency Services Account, the total amount so paid in should be entered in the statement of disbursements as one sum. The items to be paid in relation to unclaimed dividends should first be included in the realisations side of the account.
- (5) Credit should not be taken in the statement of disbursements for any amount in respect of liquidator's remuneration unless it has been duly allowed by resolutions of the liquidation committee or of the creditors or of the company in general meeting, or by order of the court as the case may require, or is otherwise allowable under the provisions of the Insolvency Rules

Liquidator's statement of account

under section 192 of th	ne Insolvency Act 1986
-------------------------	------------------------

Realisatio	ons		
Date	Of whom received	Nature of assets realised	Amount
		Brought Forward	0 00
		Carried Forward	0 00

Disburser	ments		
Date	To whom paid	Nature of disbursements	Amount
		Brought Forward	0 00
	}		
			i.
			i.
			1
			Ì
		Carried Forward	0 00

Analysis of balance

	£
Total realisations	0 00
Total disbursements	0 00
Balance £	0 00
This balance is made up as follows	
1 Cash in hands of liquidator	0 00
2 Balance at bank	0 00
3 Amount in Insolvency Services Account	0 00
£	
4 Amounts invested by liquidator 0 00	
Less The cost of investments realised 0 00	
Balance	1 000 1
5 Accrued Items	0 00
Total Balance as shown above	0 00

NOTE - Full details of stocks purchased for investment and any realisation of them should be given in a separate statement

The Liquidator should also state -

(1) The amount of the estimated assets and liabilities at the date of the commencement of the winding up

	τ_
Assets (after deducting amounts charged to secured creditors	
including the holders of floating charges)	0 00
Liabilities - Fixed charge creditors	0 00
Floating charge holders	0 00
Preferential creditors	0 00
Unsecured creditors	0 00

(2) The total amount of the capital paid up at the date of the commencement of the winding up -

Paid up in cash	0 00
Issued as paid up otherwise than for cash	0 00

(3) The general description and estimated value of any outstanding assets (if there is insufficient space here, attach a separate sheet)

Inter-company claim

(4) Why the winding up cannot yet be concluded

Awaiting prescribed part dividend from group company

(5) The period within which the winding up is expected to be completed

12 months

24 MAY 2016



JOINT LIQUIDATORS' ANNUAL REPORT

2E2 SOLUTIONS LIMITED (COMPANY NUMBER: 03214825) ("SOLUTIONS") 2E2 SERVICES LIMITED (COMPANY NUMBER 01293025) ("SERVICES") (COLLECTIVELY "THE COMPANIES")

CRITICAL THINKING AT THE CRITICAL TIME™

JOINT LIQUIDATORS' ANNUAL REPORT



20 MAY 2014

Table of Contents

1 Introduction	3
2 Background	3
3 Conduct of the Liquidations	3
4 Estimated outcomes	4
5 Next report and further questions	5
Appendix A – Statutory information	6
Appendix B - Liquidators' remuneration	7
Appendix C - Liquidators' remuneration	8
Appendix D - Additional Information in relation to Liquidators' fees pursuant to SIP9	10

1. Introduction

- 11 Simon Granger, Chad Griffin and Simon Kirkhope were appointed as Joint Liquidators of the Companies on 3 May 2013 Full details of the statutory formalities in relation to this appointment are set out in Appendix A
- 12 Pursuant to Rules 4 49D and 4 126 of the Insolvency Rules 1986 (as amended) ("the Rules") this report sets out the activities undertaken by the Liquidators and the Liquidators' time costs in accordance with Statement of Insolvency Practice 9 ("SIP9") (Appendix B) during the period 3 May 2015 to 2 May 2016. This report does not include a receipts and payments account as there have been no realisations into the liquidation estates to date.

Meetings of creditors and further information

13 The liquidators do not intend to convene an annual meeting of creditors. However, if you have any queries in relation to this report or the Liquidations in general, please contact a member of the Liquidators' staff at 2e2creditors@fticonsulting.com or by telephone at 020 3727 1891. Creditors can also use these contact details to request a hard copy of this report if required.

2. Background

2.1 The background to our appointment has been set out in our previous reports to creditors. If you wish to receive copies of these reports, please email 2e2administrators@fticonsulting.com or write to FTI Consulting LLP, 200 Aldersgate Street, London EC1A 4HD.

3. Conduct of the Liquidations

Receipts and payments during period

3.1 There have been no asset realisations during the course of the liquidation for either company and therefore no receipts and payments accounts have therefore been produced for the Companies for the period from 3 May 2015 to 2 May 2016

Inter-company claims

- 3 2 According to the directors' statements of affairs for the Companies, they were owed £5 5m (Solutions) and £7 8m (Services) by 2e2 UK Limited. The liquidators of the Companies have submitted claims for these amounts in the liquidation of 2e2 UK Limited and they rank as unsecured claims against 2e2 UK Limited.
- 3.3 It remains the case that unsecured creditors of 2e2 UK Limited will only receive any dividend from the Prescribed Part (an element of floating charge realisations set aside for unsecured creditors) and that such a dividend is likely to be de minimus
- 3.4 In addition, under the terms of the bank security documents to which both of the Companies were party, each of Services and Solutions were an obligor to the Group banking facilities. In accordance with the terms of the intra-group creditor agreement any benefits received by the Companies from the liquidation of 2e2 UK Limited will be subject to turnover provisions and consequently must be paid by the figuidators of the Companies to the security agent for onward remission to the secured lenders.
- 3.5 The liquidators therefore consider that the liquidation process should be continued until any such dividend from 2e2 UK Limited has been received prior to concluding the liquidations and moving to dissolve the Companies

Taxation

3.6 The Companies were considered dormant for Corporation Tax purposes prior to our appointment as liquidators. We have confirmed with HMRC that they have no objections to us concluding the liquidations of the Companies in due course.

4. Estimated outcomes

Secured creditors

- 4.1 The Companies were guarantors to certain secured debts incurred by other Group companies. There is expected to be a significant shortfall to secured creditors as total secured debt at the date of our appointment was c £257.2m.
- 4 2 As discussed at point 4 5 above, any receipts by the Companies in respect of inter-company debts due from 2e2 UK Limited will be payable to the secured lenders of the Group

Preferential creditors

4.3 The Companies' have no known preferential creditors

Unsecured creditors

- 4.4 Unsecured creditors rank behind both secured and preferential creditors
- 4.5 Under Section 176A of the Act where after 15 September 2003 the Company has granted a creditor a floating charge, a proportion of the net property of the company achieved from floating charge asset realisations must be made available for the unsecured creditors ("the Prescribed Part")
- 4.6 There are unlikely to be sufficient funds to repay both the secured creditors in full, and therefore returns to unsecured creditors, if any, will come from the Prescribed Part only
- 4.7 The Prescribed Part applies where there are net floating charge realisations (i.e. after costs of realisation) available to unsecured creditors and is calculated as follows
 - 50% of net property up to £10k
 - Plus 20% of net property in excess of £10k
 - Subject to a maximum of £600k
- 4.8 There are not expected to be any realisations available to unsecured creditors from either of the Companies

5. Next report and further questions

5.1 We are required to provide a progress report to all creditors within one month of the end of the next anniversary of the Liquidations, or when the Liquidations come to an end, whichever is sooner

Should you have any queries in the meantime please do not hesitate to contact us at 2e2creditors@fticonsulting.com or by telephone on 020 3727 1891

For and on behalf of the Companies

Simon Kirkhope Joint Liquidator

Simon Granger, Simon Kirkhope and Chad Griffin are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales, under Section 390(2)(a) of the Insolvency Act 1986

Company Information

	Solutions	Services
Trading names	N/A	N/A
Registered number	03214825	01293025
Registered office	C/O FTI Consulting LLP, 200 Aldersgate St, London, EC1A 4HD	C/O FTI Consulting LLP, 200 Aldersgate St, London, EC1A 4HD
Appointment date	3 May 2013	3 May 2013
Appointer	2e2 Limited (as shareholder)	2e2 Limited (as shareholder)
Appointers address	C/O FTI Consulting LLP, 200 Aldersgate St, London, EC1A 4HD	C/O FTI Consulting LLP, 200 Aldersgate St, London, EC1A 4HD
Director(s)	Nicholas Grossman Terence Burt Mark McVeigh	Nicholas Grossman Terence Burt Mark McVeigh
Company secretary	Nicholas Grossman	Nicholas Grossman
Directors' shareholdings	N/A	N/A

Liquidators' Information (for all Companies)

	Liquidator 1	Liquidator 2	Liquidator 3
Name	Simon Granger	Chad Griffin	Simon Kirkhope
Address	200 Aldersgate St, London, EC1A 4HD	200 Aldersgate St, London, EC1A 4HD	200 Aldersgate St, London, EC1A 4HD
Authorising body	ICAEW	ICAEW	ICAEW

In accordance with Section 84 of the Insolvency Act 1986 (as amended) ("the Act") the members of the Company passed a resolutions to wind up the Company and to appoint Simon John Granger, Chad Griffin and Simon Kirkhope of FTI Consulting LLP ("FTI") as Joint Liquidators of the Companies

Following meetings of the creditors of the Companies convened in accordance with s98 of the Act, the appointment of the liquidators was confirmed and the liquidations were deemed to have commenced on 3 May 2013

Pursuant to s231 of the Act, any function of the Liquidators by be exercised by any or all of the Liquidators named above

The centre of main interest of each of the Companies is the United Kingdom. Therefore, the EC Regulations on Insolvency Proceedings 2000 apply to the Liquidations. The proceedings are main proceedings as defined by Article 3 of those regulations.

Appendix B - Liquidators' remuneration

Liquidators' fee basis

Pursuant to r4 127 of the Rules the remuneration of the Liquidators can be fixed on the basis of one of the following

- a as a percentage of the value of property with which he has to deal,
- b by reference to time properly given by the Liquidator and his staff attending to matters arising in the Liquidation, or
- c a set amount

The basis of the Liquidators' fees was determined by a meeting of creditors of the Companies to be fixed in accordance with option b above

Fee approval

We do not anticipate drawing any fees in this matter. Any fees that may be drawn would be subject to approval by the appropriate creditors pursuant to r4 127 of the Rules. In addition creditors have the right to challenge any remuneration and expenses sought by the Liquidators pursuant to r4 131 of the Rules or to request further information pursuant to r4 49E of the Rules.

Further details of these rights are set out in the 'Creditors' Guide to Liquidators' Fees' which is available at

https://www.icaew.com/~/media/Files/Technical/Insolvency/creditors-guides/creditors-guide-to-liquidators-fees-england-and-wales.pdf

Creditors can alternatively request a copy from us and we will provide a paper copy by post

Fees to date

An analysis of the Liquidators' time in accordance with the provisions of SIP9, which provides details of the activity costs incurred by staff grade to the above date is enclosed overleaf

The Liquidators have incurred time costs during the period of £1,684 00 and £1,411 50 (net of VAT) properly dealing with the Liquidations of Solutions and Services respectively. No fees have been drawn during the period

No Category 1 or 2 expenses have been incurred or drawn during the period

For the period 3 May 2013 to 2 May 2015 total time costs and expenses for Solutions are £11,110 00 and nil. For Services time costs are £12,471 00 and category 1 expenses are £7 00

Category 1 expenses are not subject to creditor approval. Category 2 disbursements do require approval from creditors and relate to services provided to the office holder by associated companies and costs which are apportioned overheads such as mileage and data storage. Further details in relation to this can be found at Appendix D together with additional information in relation to our policy on staffing, the use of subcontractors, and details of our current charge out rates by staff grade.

Appendix C – Liquidators' remuneration

'esk		Senior Managing Director	Managing Director / Director	Senior Consultant / Consultant	Associate	Total Time	Total Cost	Average Cost
Administration and Planning								
Appointment and related formalities	A3		32			32	1 408 0	440 0
Checklist and reviews	A5		49	47		96	3 455 5	359 9
Subtotal		0 0	10 7	4.7	1 9	17 3	6 963 0	
nvestigations								
Reports of Directors conduct	B4		04	1 2	06	2 2	5560	252
Books and records	B5			01		01	180	180 (
Subtotal		0.0	0 4	13	0.6	2 3	574 0	
Realization of assets								
Property plant and vehicles	C6		10			10	4400	440 (
Subtotal		0 0	10	0.0	0 0	10	440 0	
Creditors (correspondence and claims)								
Secured creditors	E2	-	0.5			0.5	2200	440
Subtotal		0 0	0.5	00	0 0	0 5	220 0	
Tax						_		
Initial reviews CT and VAT	F1		0.5			0.5	232 5	465
Pre-appointment CT	F2			13		13	227 5	175
Subtotal		0 0	0.5	20	0 0	2 5	621 0	
Reporting								
Other statutory reports/meetings	G3		4 6	38	08	9.4	3 239 5	344 (
Secured creditor reports	G4		09			09	396 0	440
Subtotal		0.0	5 7	38	0.8	10 3	3 635 5	
Other				•		•		
Other	H1			01		01	175	1750
Subtotal		00	0.0	01	0 0	0 1	17 5	
Total Time by Grade		0 0	188	119	3 3	34 0		
Total Cost by Grade		0 0	9 522 0	2 322 5	626 5	12 471 0		
Average by Grade		00	506 5	195 2	189 8	366 8		
Total Costs to Date		Time Costs 12 471 0	Category 1	Category 2	Total 12 478 0			
Amount Billed		00	00	00	00			
WIP		12 471 0	7.0	00	12 478 0			

ask		Senior Managing Director	Managing Director / Director	Senior Consultant / Consultant	Associate	Total Time	Total Cost	Average Cost
dministration and Planning								
Strategy and planning	A1				19	19	3705	195
Checklist and reviews	A5			2 4		2 4	468 0	1950
Subtotal		0.0	0 0	2 4	19	4 3	838 5	_
teporting								
Other statutory reports/meetings	G3		03	2 2		25	5730	229 2
Subtotal		0.0	0 3	2 2	0 0	2 5	573 0	
Total Time by Grade		0.0	0 3	4 6	19	6.8		
Total Cost by Grade		0 0	144 0	897 0	370 5	1 411 5		
Average by Grade		0 0	480 D	1950	195 0	207 6		
_		Time Costs	Category 1	Category 2	Total			
Total Costs to Date		1 411 5	7.0	0.0	1 418 5			
Amount Billed		00	0.0	_0 0	0.0			
WIP		1 411 5	70		1 418 5			

Appendix C – Liquidators' remuneration

esk		Senior Managing Director	Managing Director / Director	Senior Consultant / Consultant	Associate	Total Time	Total Cost	Average Cost
Administration and Planning								
Strategy and planning	A1		1 6		19	3 5	1 434 5	409 9
Appointment and related formalities	A3		3 2			3 2	1 408 0	440 (
Checklist and reviews	A5		4 5	35		80	3 012 5	376 6
Subtotal		0 0	9 3	3 5	1 9	14 7	5 855 0	
nvestigations								
Reports of Directors conduct	B4		04	12	06	2 2	556 O	252 7
Books and records	85			01		0 1	180	1800
Subtotal		0 0	0.4	1 3	0.6	2 3	574 0	
Realisation of assets								
Property plant and vehicles	C6		10			10	440 0	440 0
Subtotel		0 0	10	00	00	10	440 0	
Creditors (correspondence and claims)								
Unsecured creditors	E1			11		11	247 5	225 0
Secured creditors	Ež		0.5			0.5	2200	440 0
Subtotal		00	0.5	11	0 0	16	467 5	
ľax .								
initial reviews CT and VAT	F1		04			0.4	1860	465 0
Pre-appointment CT	F2			19	-	19	4195	220 8
Post appointment CT	F4		0.3	0.7	•	10	295 5	295 5
Other post appointment tex	F7		0.4	0.9	-	13	3510	2700
Subtotal		0 0	11	3 5	00	4 6	1 252 0	
Reporting								
Other statutory reports/meetings Secured creditor reports	G3 G4		32 09	27	0.4	63 09	2 108 0 396 0	334 6 440 0
Subtotal		0.0	4 1	2 7	0 4	7 2	2 504 0	
			_		-			
Other				_		_		
Other	H1			0 1		01	175	1750
Subtotal		00	0 0	0 1	0 0	0 1	17 5	
Total Time by Grade		0.0	16 4	12 2	29	31 5		
Total Cost by Grade		0.0	8 084 0	2 473 5	552 5	11 110 0		
Average by Grade		0.0	492 9	202 7	190 5	352 7		
		Time Costs	Category 1	Category 2	Total			
Total Costs to Date		11 110 0	0.0	0 0	11 110 0			
Amount Billed		0.0	.00	0.0	0.0			
WIP		11 110 0	. 00	0.0	11 110 0			

Task		Senior Managing Director	Managing Director / Director	Senior Consultant / Consultant	Associate	Total Time	Total Cost	Average Cost
Administration and Planning								
Strategy and planning	A1		16			16	1 064 0	665 (
Checklist and reviews	A5			0.9		09	409 5	455 (
Subtotal		0 0	1 6	0.9	0.0	2 5	1 473 5	
Reporting								
Other statutory reports/meetings	G3			0.3	0.4	07	210 5	300 7
Subtotal		0.0	0.0	0 3	0 4	0 7	210 5	
Total Time by Grade		0.0	16	1 2	0 4	3 2		
Total Cost by Grade		00	1 064 0	546 0	740	1 684 0		
Average by Grade		00	665 0	455 0	185 0	526 3		
		Time Costs	Category 1	Catagory 2	Total			
Total Costs to Date		1 684 0	0.0	0.0	1 684 0			
Amount Billed		0.0	0.0	0 0	0.0			
WIP		1 584 0	0.0	0.0	1 684 0			

Appendix D – Additional Information in relation to Liquidators' fees pursuant to SIP9

Detailed below is FTI's policy in relation to

- · staff allocation and the use of sub contractors,
- · professional advisors, and
- disbursements

Staff allocation and the use of subcontractors

Our general approach to resourcing our assignments is to allocate staff with the skills and experience to meet the specific requirements of the case

The constitution of the case team will usually consist of a Senior Managing Director, Managing Director, Director, Senior Consultant and Consultant. The exact constitution of the case team will depend on the anticipated size and complexity of the assignment and on larger, more complex cases, several Senior Consultants/Consultants may be allocated to meet the demands of the case.

With regard to support staff, we would advise that time spent by cashiers in relation to specific tasks on an assignment is charged Only if there is a large block of time incurred by a member of the secretarial team, eg, report compilation and distribution, do we seek to charge and recover our time in this regard

Professional advisors

On this assignment we have used the professional advisors listed below. We have also indicated alongside, the basis of our fee arrangement with them, which is subject to review on a regular basis.

Name of professional advisor	Basis of fee arrangement	Fees paid to date (£)
Hogan Lovells LLP (legal advice)	Hourly rate and disbursements	0 00

Our choice was based on our view of their experience and ability to perform this type of work, the complexity and nature of the assignment and the basis of our fee arrangement with them

Disbursements

Category 1 disbursements do not require approval by creditors. The type of disbursements that may be charged as a Category 1 disbursement to a case generally comprise of external supplies of incidental services specifically identifiable to the case, such as postage, case advertising, invoiced travel and external printing, room hire and document storage. Also chargeable will be any properly reimbursed expenses incurred by personnel in connection with the case.

Category 2 disbursements do require approval from creditors. These disbursements can include costs incurred which relate to payments due to associated companies for the provision of services to the office holder.

Category 2 disbursements are sometimes incurred for the classes of activity shown below. We have indicated alongside the basis of calculation of these costs

Type of expense	Basis of Incurring cost		
Postage and fulfilment by Williams Lea	Costs incurred based on numbers of letters printed		
Mileage	40 pence per mile		
IT equipment ordered internally	Cost price		
Subsistence for meetings	Charge based on number of attendees per meeting		
Data Management (14 Units)	£30 per unit per month		

No Category 2 expenses have been incurred in this matter

Charge-out rates

A schedule of FTI's charge-out rates for this assignment is as follows

Grade	2015 £ (Per hour)	2015 £ (Per hour)	2014 £ (Per hour)	2013 £ (Per hour)
Senior Managing Director	795	765	725	695
Managing Director	695	665	630	595
Senior Director	645	610	580	n/a
Director	595	580	550	535
Senior Consultant	505	480	455	440
Consultant	440	420	400	385
Analyst (experienced)	285	265	250	235
Analyst (junior)	210	195	185	135



020 3727 1891 2e2creditors@fticonsulting.com

CRITICAL THINKING AT THE CRITICAL TIME™

About FTI Consulting

FTI Consulting, LLP is a global business advisory firm dedicated to helping organisations protect and enhance enterprise value in an increasingly complex legal regulatory and economic environment. FTI Consulting professionals who are located in all major business centers throughout the world work closely with clients to anticipate, illuminate and overcome complex business challenges in areas such as investigations, litigation mergers and acquisitions regulatory issues reputation management and restructuring.

www fticonsulting com

62014 FTI Consulting LLP All rights reserved