Rule 18.6 of the Insolvency (England & Wales) Rules 2016.

AM10 Notice of administrator's progress report



Companies House



COMPANIES HOUSE

1	Company details	
Company number	0 5 1 4 3 7 7 9	→ Filling in this form Please complete in typescript or in
Company name in full	International Mining & Infrastructure Corporation	bold black capitals.
1	Plc	
2	Administrator's name	
Full forename(s)	Geoffrey Paul	
Surname	Rowley	
3	Administrator's address	
Building name/number	2nd Floor	
Street	110 Cannon Street	
Post town	London	
County/Region		
Postcode	EC4N6EU	
Country		
4	Administrator's name ●	
Full forename(s)	Jason Daniel	Other administrator Use this section to tell us about
Surname	Baker	another administrator.
5	Administrator's address ®	
Building name/number	2nd Floor	Other administrator
Street	110 Cannon Street	Use this section to tell us about another administrator.
Post town	London	
County/Region		
Postcode	EC4N6EU	
Country		

Per	riod of	prog	ress re	port								
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Pro	gress	repor	t				·					

	☑ I attach a copy of the progress report	
8	Sign and date	
Administrator's signature	Signature X	×
Signature date		

AM10

6

From date To date

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	Chris Haggitt
Company name	FRP Advisory LLP
İ	
Address	2nd Floor
	110 Cannon Street
Post town	London
County/Region	
Pastcode	EC4N6EU
Country	
ĐΧ	
Telephone	020 3005 4000

✓ 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.

7 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



Administration) ("the Company") International Mining & Infrastructure Corporation PIC

The High Court of Justice No. 1862 of 2018

pursuant to Rule 18.3 of the Insolvency (England and Wales) Rules 2016 The Joint Administrators' Progress Report for the period from 26 April 2018 to 25 October 2018

20 November 2018

Contents and abbreviations



					ייי	ĺπ		Þ	ū	άa	Ą	Appendix		ų ų	i,	Section
					Statement of expenses incurred in the Period	Receipts and payments account for the Period and cumulatively	the Period and cumulatively	Details of the Joint Administrators' time costs and disbursements for	A schedule of work	Form AM10, formal notice of the progress report	Statutory information regarding the company and the appointment of the Joint Administrators	Content	pre-appointment costs	Estimated outcome for the creditors Joint Administrators' remuneration, disbursements, expenses and	Progress of the Administration in the Period	Content
Caminex	Proposals	CDoM	EY	PFS	DFS	Afferro	DWF	LFB	HMRC	SIP	CVL	The Period	The Joint Administrators	The Company/IMIC	FRP Advisory	The following abbreviation
Caminex SA, an indirect 100% subsidiary of the Company	The Joint Administrators Report and Proposals for achieving the purpose of administration dated 19 June 2018	Cameroon Department of Mining	Ernst & Young Advisory Services Limited	Pre-Feasibility Study	Definitive Feasibility Study	Afferro Mining Inc.	DWF LLP	Libyan Foreign Bank	HM Revenue & Customs	Statement of Insolvency Practice	Creditors' Voluntary Liquidation	The reporting period, being from 26 April 2018 to 25 October 2018	Geoffrey Paul Rowley and Jason Daniel Baker of FRP Advisory LLP	International Mining & Infrastructure Corporation Plc (in Administration)	FRP Advisory LLP	The following abbreviations may be used in this report:

Progress of the Administration in the Period



Work undertaken during the Period

Attached at Appendix C is a schedule of work undertaken during the Period together with a summary of work still to be completed.

Trading

As previously reported, the Company's main assets, comprising four mining licenses, sit within two Cameroonian registered subsidiaries Caminex (3) and Ridgeway XXX Sarl (1) (which is managed by the Caminex team). The Joint Administrators engaged with management of Caminex to understand its current financial position and its ability to continue trading in the short to medium term to facilitate a sale.

Whilst the Joint Administrators have no executive authority over the affairs of Caminex, they have caused the Company to provide funding as shareholder where necessary to fund the ongoing operational costs which in turn has preserved the value of the Company's main assets.

The ongoing funding requirements of Caminex have been discussed with the remaining interested parties (discussed below) and these discussions are ongoing.

Sale of assets

The four licenses are at various stages and the Joint Administrators have liaised with the relevant individuals to gain a better understanding of these.

On appointment, the directors of IMIC only considered the Ntem license to be economically viable in the near term. This has been confirmed by our investigations and following discussions with the various stakeholders, due to logistical issues with the Nkout project, including the material infrastructure and capital expenditure investment requirement.

Following discussions with LFB, the largest unsecured creditor of the Company, the Joint Administrators prepared a detailed options review and proposal to complete a International Mining & Infrastructure Corporation Pic (in Administration)

The Joint Administrators' Progress Report

DFS of Ntem, being the next stage of development for that license. This was in line with their desire to consider funding a DFS at Ntem, per their evidence filed with Court leading up to the administration appointment,

The proposal identified a significant funding requirement to progress the DFS. However the valuation information available stated the value of the asset would have been significantly enhanced which would have resulted in a higher overall return to the Company's creditors.

Following consideration of the DFS proposal prepared by the Joint Administrators, LFB advised that their preference would be to acquire the assets prior to the DFS being undertaken and declined to fund the Joint Administrators to complete it.

The Joint Administrators have also been in discussions with another party representing a material group of unsecured creditors ("the CLNs") (albeit with lower overall interest than LFB). No formal offer has been received to date.

Simultaneously with progressing the interest outlined above, the Joint Administrators engaged EY South Africa to value to mining licenses held by Caminex and prepare a strategy paper for selling the assets to a third party. The Joint Administrators are in receipt of the proposal, which requires funding and has been presented to LFB and the CLNs for consideration. No offers to fund an external marketing process have been forthcoming.

Discussions with interested parties are ongoing and creditors will be updated on the outcome in the next progress report issued.

Progress of the Administration in the Period



Book debts

The directors' statement of affairs disclosed amounts due from the following entities:

Caminex - £18,355,013

As discussed above, Caminex is the entity which holds 3 of the mining license assets and are currently at an exploration stage, so not income producing. It has been necessary for IMIC to provide further funding to Caminex to protect the value of these assets.

The prospect of Caminex being in a position to discharge the amount due to IMIC is dependent on the structure of any sale of the licenses in due course.

SIM - Société Internationale Métallique (Canada) Ltée ("SIM") - £1,325,904

SIM have informed the Joint Administrators that they are not currently in a position to repay the outstanding amount, but they anticipate raising additional capital in the medium term following which they will submit a proposal to the Joint Administrators for their consideration. Certain information has been requested from SIM to allow the Joint Administrators to properly consider any repayment proposal. This has not been received to date and is being chased.

Mano River (£86,248) and Trade and other receivables (£120,895)

Both these assets listed in the statement of affairs refer to intercompany receivables from intermediate subsidiary holding companies further down the group. The relevant counterparties are dormant and without assets so there is no prospect of a recovery of these balances.

Attached at Appendix E is a receipts and payments account for the Period.

International Mining & Infrastructure Corporation Plc (in Administration)
The Joint Administrators' Progress Report

Investigations

Part of the Joint Administrators' duties include carrying out proportionate investigations into what assets the Company has, including any potential claims against directors or other parties, and what recoveries could be made. The Joint Administrators have reviewed the Company's books and records and accounting information, requested further information from the directors, and invited creditors to provide information on any concerns they have regarding the way in which the Company's business has been conducted.

Further details of the conduct of my investigations are set out in the schedule of work attached. The Joint Administrators' review is currently ongoing.

Extension to the initial period of appointment

Consent to the extension of the period of the Administration by 12 months was approved by decision procedure of unsecured creditors on 5 July 2018. The automatic end date is now 25 April 2020.

Anticipated exit strategy

Due to the approval of the extension outlined above, the Administration will end automatically 24 months from the date of appointment of the Joint Administrators, unless a further extension is approved. Any further extension can only be approved by an order of the Court.

The Joint Administrators anticipate that, upon a successful sale of the mining assets, a dividend will become available to the unsecured creditors. If this occurs it will then be appropriate for the Company to move from Administration into CVL pursuant to Paragraph 83 of Schedule B1 to the Insolvency Act 1986. If applicable the Joint Administrators will take steps to place the Company into CVL.

Should a dividend not become available to the unsecured creditors, but it is still appropriate for the Company to enter Liquidation, the Joint Administrators will petition

1. Progress of the Administration in the Period

the Court pursuant to Paragraph 79 of Schedule B1 to the Insolvency Act 1986 for an order to bring the Administration to an end with a consequential order for the compulsory winding up of the Company.

Pursuant to Paragraph 83 of Schedule B1 to the Insolvency Act 1986, should the creditors not nominate a Liquidator, the proposed Liquidators in a CVL are to be the Joint Administrators. Any act to be done by the Liquidators may be done by all or any one of them.



1. Progress of the Administration in the Period



The estimated outcome for creditors was set out in the Proposals.

Outcome for preferential creditors

No preferential claims have been estimated in the directors' statements of affairs and no claims have been received to date.

Outcome for unsecured creditors

Any dividend to unsecured creditors is dependent on a sale of the Company's underlying assets being completed for sufficient consideration. Discussions with interested parties are ongoing and creditors will be updated as to the likelihood of an unsecured dividend becoming payable in the next report to creditors.

3. Joint Administrators' remuneration, disbursements, expenses and pre-appointment costs



Joint Administrators' remuneration

Following circulation of the Joint Administrators' proposals, the unsecured creditors passed a resolution that the Joint Administrators' remuneration should be calculated on a time cost basis. Details of remuneration charged during the Period are set out in the statement of expenses attached. To date fees of £231,380.50 excluding VAT have been drawn from the funds available.

A breakdown of time costs incurred during the Period is attached at Appendix D. The remuneration anticipated to be recovered by the Joint Administrators based on time costs is not likely to exceed the sum provided in the fee estimate circulated to creditors with the proposals.

The Joint Administrators are unable to draw fees based on time costs exceeding the total amount set out in the fee estimate without further approval of the creditors. Approval will be sought under separate cover if required.

Joint Administrators' disbursements

The Joint Administrators' disbursements are a recharge of actual costs incurred by the Joint Administrators on behalf of the Company. Mileage payments made for expenses relating to the use of private vehicles for business travel, which is directly attributable to the insolvency estate, are paid by FRP Advisory at the HMRC approved mileage rate prevailing at the time the mileage was incurred. Details of disbursements incurred during the Period are set out in Appendix D.

Joint Administrators' expenses

Attached at Appendix F is a statement of expenses that have been incurred during the Period.

Creditors have a right to request further information from the Joint Administrators and further have a right to challenge the Joint Administrators' remuneration and other expenses, which are first disclosed in this report, under the Insolvency (England and International Mining & Infrastructure Corporation Plc (in Administration)

The Joint Administrators' Progress Report

Wales) Rules 2016. For ease of reference these are the expenses incurred in the Period as set out in Appendix F only. Further details of these rights can be found in the Creditors' Guide to Fees which you can access using the following link https://creditors.frpadvisory.com/info.aspx and select the guide for administrations.

Alternatively, a hard copy of the relevant guide will be sent to you on request. Please note there is a time limit for requesting information being 21 days following the receipt of this progress report. There is a time limit of 8 weeks following the receipt of this report for a Court application that the remuneration or expenses are excessive.

Joint Administrators' pre-appointment costs

The following pre-appointment costs were unpaid when the Company entered administration:

			for which approval was sought
17.00	19,008.50	4	Unpaid pre-administration costs
Nil	N.	ω	Amounts paid
25,024.56	95,930.80	2	DWF
17.00	19,008.50	н	FRP
Expenses Incurred (£)	Fees Charged (£)	Note	Pre-administration costs:

These costs were approved by unsecured creditors on 5 July 2018 and have now been paid.

Appendix A

Statutory information regarding the Company and the appointment of the Administrators



INTERNATIONAL MINING & INFRASTRUCTURE CORPORATION PLC (IN Administrators: Geoffrey Paul Rowley & Jason Daniel Baker

ADMINISTRATION)

ADMINISTRATION DETAILS:

COMPANY INFORMATION:

Other trading names: IMIC

Company number: 05143779

Registered office: 2nd Floor, 110 Cannon Street, London, EC4N 6EU

16 St. James's Street, London, SW1A 1ER

Business address: 16 St. James's Street, London, SW1A 1ER Previous registered office:

appointment Administrators:

Date of

26 April 2018

Administrators:

2nd Floor, 110 Cannon Street, London, EC4N 6EU

Address of

FRP Advisory LLP

Court 1862 of 2018

administration

and Wales

The High Court of Justice, Business and property Court of England

Court in which

were brought: proceedings

reference number:

Appointor details: The High Court of Justice on the application of Libyan Foreign Bank Dat El Emad Complex, Tower 2, P.O. Box 2542, Tripoli, Libya

Extensions to 12 Months

the initial

period of appointment:

Date of 5 July 2018

approval of Administrators'

proposals:

Appendix B

Form AM10 formal notice of the progress report

DATE Version 1.0		
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	EC4N BEU	Postcode
		County/flegion
	London	Post sours
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Ocher principlestor	netrumber 2nd Floor	Building numbra
	Administrator's address •	
another administrator.	Baker	Sumante
Other schulchterster	Jeson Daniel	full forename(s)
	Administrator's name o	
		Country
	E C 4 N 6 E U	Postcode
		Countyfflegion
	London	Past town
•		
	110 Cannon Street	Street
	Building name/marriser 2nd Floor	building namednu
	Administrator's address	
	Rowley	Sweening
	with Geoffrey Paul	full forename(s)
	Administrator's name	
	Pic	
hald black capitals.	ent in full International Mining & Infrastructure Corporation	Company name in full
Tilling is this form	arber 0 5 1 4 3 7 7 9	Company number
	Company details	•
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Companies House	AMTU Notice of administrator's progress report	Tale 11.6 of the Studency England & Valed Note 2016

International Mining & Infrastructure Corporation Plc (in Administration) The Joint Administrators' Progress Report

9617 Version 1.0



A schedule of work



still to be completed. The table below sets out a detailed summary of the work undertaken by the Joint Administrators during the Period together with an outline of work

benefit to creditors should there be sufficient funds available to make a distribution to one or more class of creditor. Where work undertaken results in the realisation of funds (from the sale of assets or recoveries from successful actions taken against third parties), there may be a financial

they are kept informed of developments. parties, regular reporting on the progress of the Administration, notifying statutory bodies where required in relation to the conduct of the directors, complying with relevant A proportion of the work undertaken by the Joint Administrators is required by statute, including ensuring the appointment is valid, notifications of the appointment to third legislation and regulatory matters. This may not have a direct financial benefit to creditors but is substantially there to protect creditors and other stakeholders and ensuring

A schedule of work

engaged with IT team to ensure that the Company's computer-based records were backed up. Correspondence with accountants/ auditors/ bankers/ insurers/ solicitors and other advisors to request further information to assist in general enquires. Maintaining case specific paperwork and electronic files on behalf of the Joint Administrators aside from other records pertaining directly to the Company. Notifying HMRC of the Administration and more specifically correspondence with the VAT and other departmental offices to ascertain the Company's final tax position. Consider industry specific regulatory matters eg FCA regulations. Setting up and administering insolvent estate bank accounts, ensuring receipts and payments are reconciled in accordance with SIP7. Consider any environmental or health and safety issues, best way to dispose of printing chemicals. Seek legal advice on validity of appointment. Assisting the directors where needed in producing the Statement of Affairs.										
engaged with IT team to ensure that the Company's computer-based records were backed up. Correspondence with accountants/ auditors/ bankers/ insurers/ solicitors and other advisors to request further information to assist in general enquires. Maintaining case specific paperwork and electronic files on behalf of the Joint Administrators aside from other records pertaining directly to the Company. Notifying HMRC of the Administration and more specifically correspondence with the VAT and other departmental offices to ascertain the Company's final tax position. Consider industry specific regulatory matters of FCA regulations. Setting up and administering insolvent estate bank accounts, ensuring receipts and payments are reconciled in accordance with SIP7. Consider any environmental or health and safety issues, best way to dispose of printing chemicals. Consider on validity of appointment. Assisting the directors where needed in producing the Statement of Affairs.	 									
	Assisting the directors where needed in producing the Statement of Affairs.	Seek legal advice on validity of appointment.	Consider any environmental or health and safety issues, best way to dispose of printing chemicals.	Setting up and administering insolvent estate bank accounts, ensuring receipts and payments are reconciled in accordance with SIP7.	Consider industry specific regulatory matters eg FCA regulations.	Notifying HMRC of the Administration and more specifically correspondence with the VAT and other departmental offices to ascertain the Company's final tax position.	Maintaining case specific paperwork and electronic files on behalf of the Joint Administrators aside from other records pertaining directly to the Company.	Correspondence with accountants/ auditors/ bankers/ insurers/ solicitors and other advisors to request further information to assist in general enquires.	Engaged with IT team to ensure that the Company's computerbased records were backed up.	Identifying and securing all relevant records required for the Complete quarterly VAT returns until ongoing administration process.
										AT returns until de-registered.



A schedule of work



A schedule of work



A schedule of work

	Monthly review of management reports and financial reports.	7.70
	Weekly discussions with the local management team and ad hoc updates on material matters as they arise.	
	Continued discussions with LFB and their solicitors regarding the potential funding to undertake the Ntem DFS.	
	Discussions with loan note holders interested in the Nkout licence regarding the undertaking of the ongoing Caminex funding.	
	Meetings with CDoM to discuss a further extension of the Ntem licence.	
Q	INVESTIGATIONS Work undertaken during the reporting period	INVESTIGATIONS Future work to be undertaken
	Review the Company's books and records as well as any information provided by creditors.	Liaise with stakeholders and agree any supplemental actions to be initiated against various parties in the future.
	Review of the Company's bank statements and management accounts.	
	Initial interviews have been held by the Joint Administrators and DWF with the directors and key personnel to gain an understanding of the history and operations of the Company.	
	Initial enquires into the conduct of the Company, its officers and associated parties have been undertaken.	
	Collate all findings from the investigations and upon review, submit the conduct report to Department of Business, Energy and	

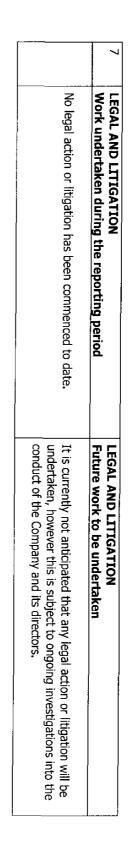


A schedule of work

	Act 1986 – the content of which is confidential.
	Investigate any possible antecedent transactions associated with directors and connected parties if identified.
6	CREDITORS CREDITORS CREDITORS CREDITORS Future work to be undertaken
	Contacting all known creditors & loan note holders in order to advise of appointment and provide proof of debt forms to enable claims to be lodged. Continue to update creditors on the Administration programment and provide proof of debt forms to enable claims to be lodged. Continue to update the IPS system with creditor claims.
	Recorded proof of debt forms and lodged them onto the IPS system. Updating any creditor information as required.
	Assist creditors in filling in proof of debt forms.
	Dealing with general creditor queries and providing updates where possible.
	Providing professional undertakings to required suppliers to ensure uninterrupted operations while discussions are held regarding the Ntem DFS.
	Dealing with the redundancies of certain employees at either a meeting or via phone call. Letters followed this to employees confirming the appointment and redundancies.
	Dealing with employee queries and issues that have arisen.



A schedule of work

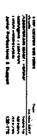




Appendix D

Details of the Administrators' time costs and disbursements for the Period









Appendix E

Receipts and payments account for the Period

International Mining & Infrastructure Corporation Plc (In Administration) Joint Administrators' Trading Account To 16/11/2018

TRADING SURPLUS/(DEFICIT)	TRADING EXPENDITURE Telephone Insurance Professional Fees Wages & Salaries PAYE & MI	SofAE
	84.17 930.89 86,261.57 18,271.33 14,588.96	P *•
(120,136.92)	(120,136.92)	E



International Mining & Infrastructure Corporation Pic (In Administration) Joint Administrators' Summary of Receipts & Payments To 16/11/2018

REPRESENTED BY Volt Recoverable - Floating IB Current floating	ASSET REALISATIONS Cash at Bank Rent Deposit Bank Interest Gross Trading Surphus/(Oefict) Transfer from USD Account COST OF REALISATIONS Administrators' Pre-Appt Remuneratio Administrators' Pre-Appt Disbursemen Administrators' Remuneration Administrators' Remuneration Administrators' Remuneration Administrators' Remuneration Administrators' Remuneration Transcription Fees Legal Fee	SofAE	
	290,444.21 17,244.45 1124.44 (120,136.92) 495,842.55 19,008.50 17,008.50 7,035.58 2,054.66 5,121.93 55,000.00 107,450.99 120,955.36 2,269.20 1,269.20 1,269.20 1,269.20 1,269.20 1,269.20 1,269.20 1,269.20 1,269.20	He .	
131,071.08 100,678.09 30,392.99	683,518.73 (552,447.65)	lth	

Appendix E

Receipts and payments account for the Period

International Mining & Infrastructure Corporation Pic (In Administration) Joint Administrators' Trading Account To 16/11/2018

		S of A USD	
TRADING SURPLUS/(DEFICIT)	TRADING EXPENDITURE Subsidery Funding Subsidery Costs	The state of the s	10 10/11/2010
	100,000.00 1,013.44	gsu	(
(101,013.44)	(101,013.44)	USD	



International Mining & Infrastructure Corporation Pic (In Administration) Joint Administrators' Summary of Receipts & Payments To 16/11/2018

REPRESENTED BY USD account	COST OF REALISATIONS Transfer to GBP Account Bank Charges - Floating	ASSET REALISATIONS Cash at Bank Bank Interest Gross Trading Surplus(Deficit)	S of A USD
	650,000.00 117.94	849,900.08 2,215.74 (101,013.44)	USD
100,984,44 100,984.44 100,984.44	(650,117.94)	751,102.38	USD

Appendix F

Statement of expenses incurred in the Period

International Mining & Infrastructure Corporation Statement of expenses for the period ended 25 October 2018	Corporation plc (in period ended
	Period to
	25 October 2018
Office Holders' remuneration (Time costs)	286.349
Office Holders' remuneration (Percentage)	
	8,176
Telephone	84
Insurance	931
Professional Fees	120,845
Wages & Salaries	18,271
PAYE & NI	14,589
IT Services	5,122
Agents/Valuers Fees	55,000
Legal Fees	271,547
Legal Fees - Pre-Administration	120,955
Transcription Costs	2,269
Storage Costs	1,671
Re-Direction of Mail	303
Statutory Advertising	70
Bank Charges	110
Legal Disbursements	•
Legal Disbursements (USD)	14,580
Subsidiary Funding (USD)	100,000
Subsidiary Costs (USD)	1,013
Bank Charges (USD)	118
Total	1 022 003

