

AM10

Notice of administrator's progress report



Companies House

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COMPANIES HOUSE

1 Company details

Company number 0 5 9 7 6 2 3 0

Company name in full Opal Greenwich 1 Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) Toby Scott

Surname Underwood

3 Administrator's address

Building name/number PricewaterhouseCoopers LLP, Central Square

Street 29 Wellington Street

Post town Leeds

County/Region

Postcode L S 1 4 D L

Country United Kingdom

4 Administrator's name ①

Full forename(s) Ian David

Surname Green

① Other administrator

Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number PricewaterhouseCoopers LLP

Street 7 More London Riverside

Post town London

County/Region

Postcode S E 1 2 R T

Country United Kingdom

② Other administrator

Use this section to tell us about
another administrator.

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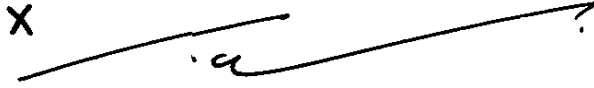
6 Period of progress report

From date	d	1	d	4	m	0	m	1	y	2	y	0	y	1	y	8
To date	d	1	d	3	m	0	m	7	y	2	y	0	y	1	y	8

7 Progress report☒ I attach a copy of the progress report**8** Sign and dateAdministrator's
signature

Signature

X



X

Signature date

d	2	d	6	m	0	m	7	y	2	y	0	y	1	y	8
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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 **Mags Pollock**

Company name **PricewaterhouseCoopers LLP**

Address **Central Square**

29 Wellington Street

Post town **Leeds**

County/Region

Postcode

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Country **United Kingdom**

DX

Telephone **0113 289 4739**



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



Opal Greenwich 1 Limited
(in Administration)

Registered number: 05976230
High Court of Justice, Chancery Division, Leeds District Registry
Case No: 400 of 2013

**Joint Administrators' progress report for
the period 14 January 2018 to 13 July 2018**

26 July 2018

PwC
Central Square
29 Wellington Street
Leeds
LS1 4DL

Contact: Andy Lilley
Tel: 0113 289 4153
Fax: 0113 289 4460
Email: andy.lilley@uk.pwc.com

Contents

Section

1	The Joint Administrators' progress report
2	Statutory and other information
3	Receipts and payments account and statement of expenses
4	Administrators' remuneration

The following abbreviations may be used during this report:

"Greenwich" or "the Company"	Opal Greenwich 1 Limited
"the Group"	Opal Property Group Limited and its subsidiaries
"OPG"	Opal Property Group Limited
"the Joint Administrators" or "we" or "our"	Toby Underwood, Ian Green and David Kelly
"Sch.B1 IA86"	Schedule B1 of the Insolvency Act 1986
"IR16"	Insolvency (England and Wales) Rules 2016
"PwC"	PricewaterhouseCoopers LLP
"DK"	Davidson Kempner European Partners LLP, acting on behalf of Burlington Loan Management Limited
"Barclays"	Barclays Bank Plc and DK
"secured creditors" or "lenders"	Barclays and DK
"DLA"	DLA Piper UK LLP
"CLV"	Campus Living Villages
"Grant Thornton"	Grant Thornton UK LLP
"Proposals"	Statement of proposals dated 7 May 2013
"the Property"	Student accommodation known as Opal 2
	McMillan Student Village
"HMRC"	HM Revenue & Customs

1. The Joint Administrators' progress report

1 Introduction

We write to provide an update on the progress of the Administration of the Company, covering the period from 14 January 2018 to 13 July 2018. Our last report covered the period 14 July 2017 to 13 January 2018.

During the course of the Administration extensions have been approved as noted below. Therefore the Administration is due to end on or before 14 September 2018. No further extensions will be required and we will shortly be writing to creditors to provide our final report.

Approval by	Date given	Duration of extension	Expiry
Secured and unsecured creditors	5 March 2014	6 months	13 September 2014
Court	8 August 2014	12 months	13 September 2015
Court	17 August 2015	12 months	13 September 2016
Court	5 August 2016	12 months	14 September 2017
Court	2 September 2017	12 months	14 September 2018

Further background information on the Company and events leading up to our appointment can be found in our Proposals that were circulated on 8 May 2013. Our periodic progress reports have provided details of how our Proposals have been implemented. We have not repeated the details here, unless beneficial for the purposes of this update.

In our previous reports, we confirmed that the Property was successfully sold on a going concern basis to Campus Living Villages in February 2014. We also confirmed that unfortunately there would not be a dividend to unsecured creditors (other than by virtue of the prescribed part). This continues to be our view.

At the time of our previous report, the key outstanding issues were to obtain the necessary tax clearance from HMRC, make a final prescribed part distribution to creditors (if possible) and liaise with the secured creditor with regards to final costs and distributions. Further details are included below.

2 Progress in the period

2.1 Tax

We previously reported that upon receipt of the intercompany receivables, it would be necessary to consider the appropriate treatment for tax purposes. We have received confirmation from HMRC that no tax was payable following receipt of the intercompany debts and subsequently tax clearance has now been granted.

2.2 Distributing funds to creditors

We also previously reported that we had adjudicated all unsecured claims received into the Administration and on 30 September 2015 we declared a dividend of 0.11p in the pound on admitted claims, out of the ring-fenced prescribed part fund.

As a result of the recovery of intercompany debts, a small final dividend is available. We have given notice of such to those creditors who will receive dividends shortly. See below for more information.

1. The Joint Administrators' progress report

3 Financial information

An account of the receipts and payments for the period from 14 January 2018 to 13 July 2018 is set out in Section 3.

A statement of the expenses incurred in the same period is also included at Section 3.

4 Outcome for creditors

The outcome for all classes of creditors has always been principally dependent on the value realised for the Property. The level of Administration expenses and any surplus from trading operations are also relevant factors.

4.1 Secured creditors

The table below shows the total amount owed to the secured creditors, secured by fixed and floating charges over the Company's assets, and the amount distributed to date.

Amounts due to secured creditors	£
DK	39,490
Barclays	45,750
Total direct debt	85,240
DK	37,589
Barclays	43,504
Total distributions to date*	81,093

** under fixed and floating charge security, and sub-ordination deeds*

We previously explained that Barclays (as security trustee for the lenders) is the named beneficiary of Subordination Deeds between the lenders and OPG (the parent company of the Group and one of the largest creditors of the Company). These entitle the lenders to receive any dividends payable to unsecured creditors in respect of OPG's claims and consequently an amount of £39k was passed to Barclays from the prescribed part distribution (included above).

We are currently in the process of updating the lenders to confirm the amount of final distributions available from the recent recoveries, funds previously in hand and from the prescribed part fund under the Sub-ordination Deeds (see below).

However, it continues to be anticipated that the secured creditors will suffer a shortfall on their lending.

4.2 Preferential creditors

There are no known preferential creditors in the Administration.

4.3 Unsecured creditors

We have previously paid a dividend out of the prescribed part fund. The prescribed part is an amount ring-fenced for unsecured creditors from the Company's net property – which are the assets subject to floating charge security and after the deduction of administration expenses.

1. The Joint Administrators' progress report

A summary of the funds distributed is included below:

<i>Dividend to unsecured creditors</i>	<i>£</i>
Net property	306,688
Prescribed part	64,338
Costs of claims agreement and distribution	(24,634)
Total funds available for distribution	39,704
<hr/>	
Unsecured claims	34,659,245
Dividend (p in the £)	0.11

As discussed earlier, a further distribution (in the region of £20k) will be made to the unsecured creditors shortly and we have issued notice of the anticipated timescale. As there are no intercompany claims remaining, the principal beneficiary will be the secured creditors (under the Subordination Deeds).

5 Administrators' remuneration

In the circumstances of this case and in accordance with our Proposals, the secured creditors agreed the basis of our remuneration. Our receipts and payments account at Section 3 illustrates the amount of fees drawn to date. Further information is included in Section 4.

6 Creditors' rights

Creditors have the right to ask for more information within 21 days of receiving this report as set out in Rule 18.9 IR16. Any request must be in writing. Creditors can also challenge fees and expenses within eight weeks of receiving this report as set out in Rule 18.34 IR16. This information can also be found in the guide to fees at:

<http://www.icaew.com/~media/Files/Technical/Insolvency/creditors-guides/creditors-guide-administrators-fees-final.pdf>

Alternatively, a copy can be provided free of charge by telephoning Andy Lilley on 0113 289 4153.

7 Next steps

The following is a summary of key outstanding matters:

- Update the secured creditors to confirm the amount of the final distributions;
- Pay a further dividend to unsecured creditors via the prescribed part fund;
- Settlement of outstanding fees and professional costs; and
- Final statutory and compliance matters required to bring the Administration to an end.

We are hopeful of ending the Administration and moving the Company to dissolution within the next few weeks, at which time we will circulate our final report to creditors.

1. The Joint Administrators' progress report

We hope you found this update helpful. If you have any questions, please contact my colleague Andy Lilley on 0113 289 4153.

Yours faithfully
For and on behalf of the Company



Toby Underwood
Joint Administrator

Toby Scott Underwood, David James Kelly and Ian David Green have been appointed as joint administrators of the Company to manage its affairs, business and property as agents and without personal liability. Toby Scott Underwood, David James Kelly and Ian David Green are all licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales.

*The Joint Administrators are bound by the Insolvency Code of Ethics which can be found at:
<https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>.*

The Joint Administrators may act as controllers of personal data as defined by UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the Joint Administrators. Personal data will be kept secure and processed only for matters relating to the Joint Administrators' appointment. Further details are available in the privacy statement on the PwC.co.uk website or by contacting the Joint Administrators.

2. Statutory and other information

Court details for the administration:	The High Court of Justice, Chancery Division, Leeds District Registry, 400 of 2013
Full name:	Opal Greenwich 1 Limited
Trading name:	Opal 2 McMillan Student Village
Registered number:	05976230
Registered address:	Central Square, 29 Wellington Street, Leeds LS1 4DL
Company directors:	Gavin Robert Duncan, Craig Allan Mellor and Stuart Barrie Wall
Company secretary:	Craig Allan Mellor
Shareholdings held by the directors and secretary:	Not applicable
Date of the administration appointment:	15 March 2013
Administrators' names and addresses:	(1) Toby Scott Underwood of PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds LS1 4DL (2) Ian David Green of PricewaterhouseCoopers LLP, 7 More London Riverside, London, SE1 2RT (3) David James Kelly of PricewaterhouseCoopers LLP, 101 Barbirolli Square, Lower Mosley Street, Manchester, M2 3PW
Appointor's / applicant's name and address:	Barclays Bank PLC (as security trustee) of 1 Churchill Place, London, E14 5HP
Objective being pursued by the administrators:	A better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first being in administration).
Division of the administrators' responsibilities:	Any act required or authorised under any enactment to be done by an administrator may be done by any or all of the Administrators acting jointly or alone.
Estimated dividend for unsecured creditors:	See earlier in this report.
Estimated values of the prescribed part and the company's net property:	See earlier in this report.
Whether and why the administrators intend to apply to court under Section 176A(5) IA86:	Not applicable.
The European Regulation on Insolvency Proceedings (Council Regulation (EC) No. 1346/2000 of 29 May 2000):	The European Regulation on Insolvency Proceedings applies to this administration and the proceedings are main proceedings.

3. Receipts and payments account and statement of expenses

Directors' statement of affairs		From 15 March 2013	From 14 January 2018	From 15 March 2013
		To 13 January 2018	To 13 July 2018	To 13 July 2018
		£	£	£
	Assets subject to fixed charges			
77,000,000	Freehold property	78,857,280.00	-	78,857,280.00
	Net trading income	3,159,815.02	-	3,159,815.02
	Interest & other	9,251.64	-	9,251.64
		82,026,346.66	-	82,026,346.66
	Costs of realisation			
	Administrators' fees (PwC)	549,224.35	-	549,224.35
	Administrators' expenses (PwC)	2,006.28	-	2,006.28
	Agents' fees (DTZ)	200,183.00	-	200,183.00
	Agents' disbursements (DTZ)	53.78	-	53.78
	Consultancy & professional fees	7,007.21	-	7,007.21
	Insurance	55,145.88	-	55,145.88
	Legal fees (DLA)	131,683.44	-	131,683.44
	Legal expenses (DLA)	17,975.52	-	17,975.52
	Other legal fees	1,875.00	-	1,875.00
	Sundry other	37,305.29	-	37,305.29
	VAT (irrecoverable)	181,980.97	-	181,980.97
	Funds available for fixed charge holder	80,841,905.94	-	80,841,905.94
(69,027,437)	Distribution to fixed charge holder - Barclays	(43,352,427.62)	-	(43,352,427.62)
	Distribution to fixed charge holder - DK	(37,458,759.37)	-	(37,458,759.37)
	Balance	30,718.95	-	30,718.95
	Assets subject to floating charge			
	Fixtures & fittings	642,720.00	-	642,720.00
	Other assets	144,578.08	-	144,578.08
		787,298.08	-	787,298.08
	Costs of realisation			
	Administrators' fees (PwC)	159,145.45	(20,000.00)	139,145.45
	Administrators' expenses (PwC)	907.63	-	907.63
	Consultancy & professional fees	250.00	-	250.00
	Legal fees (DLA)	97,155.47	-	97,155.47
	Legal expenses (DLA)	937.16	-	937.16
	Other legal fees	3,412.86	-	3,412.86
	Other legal expenses	52.80	-	52.80
	Pre-Administration costs (PwC)	42,291.01	-	42,291.01
	Pre-Administration costs (DLA)	5,459.00	-	5,459.00
	Sundry other	914.10	23.42	937.52
	VAT (irrecoverable)	60,462.32	(3,995.32)	56,467.00
	Net property	416,310.28	23,971.90	440,282.18
	Less: Prescribed Part fund	(64,337.50)	-	(64,337.50)
	Funds available for floating charge holder	351,972.78	23,971.90	375,944.68
	Distribution to fixed charge holder - Barclays	(130,572.38)	-	(130,572.38)
	Distribution to fixed charge holder - DK	(111,777.63)	-	(111,777.63)
	Surplus/ (deficit) from floating charge	109,622.77	23,971.90	133,594.67
	Statement of funds held			
	Receipts and payments	140,341.95	23,971.67	164,313.62
	Prescribed part funds balance	-	-	-
	High interest current account	140,341.95	23,971.67	164,313.62

Administrators' fees in the period represent a temporary partial repayment of fees drawn shortly before the previous period end, due to an internal billing adjustment. These fees will be paid again in the near future.

3. Receipts and payments account and Statement of expenses incurred

Trading and prescribed part statements

Our previous progress reports have provided details of the trading history (during the period of the Administration) and prescribed part calculations. There have been no changes to these during the period.

Statement of expenses

The following table provides details of our expenses. Expenses are amounts properly payable by us as administrators from the estate and include our fees, but exclude distributions to creditors.

The table should be read in conjunction with the receipts and payments account, which shows expenses actually paid during the period and the total paid to date.

<i>All figures exclude VAT (which is irrecoverable)</i>	Expenses previously incurred £	Incurred in the period £	Total expenses incurred £	Estimated future expenses £	Anticipated total expenses £	Unpaid expenses* £
Administrators' fees	730,622.60	4,083.85	734,706.45	5,000.00	739,706.45	29,336.65
Administrators' expenses	2,927.93	2.52	2,930.45	-	2,930.45	16.54
Legal fees (DLA)	228,838.91	-	228,838.91	-	228,838.91	-
Legal disbursements (DLA)	18,912.68	-	18,912.68	-	18,912.68	-
Pre-Administration costs (PwC)	42,291.01	-	42,291.01	-	42,291.01	-
Pre-Administration costs (DLA)	5,459.00	-	5,459.00	-	5,459.00	-
Other legal fees	5,287.86	-	5,287.86	-	5,287.86	-
Other legal expenses	52.80	-	52.80	-	52.80	-
Agents' fees (DTZ)	200,183.00	-	200,183.00	-	200,183.00	-
Agents' disbursements (DTZ)	53.78	-	53.78	-	53.78	-
Consultancy & professional fees	7,257.21	-	7,257.21	-	7,257.21	-
Insurance	55,145.88	-	55,145.88	-	55,145.88	-
Bank charges & other	38,219.39	23.42	38,242.81	-	38,242.81	-
Total	1,335,252.05	4,109.79	1,339,361.84	5,000.00	1,344,361.84	29,353.19

* at 13 July 2018

4. Administrators' remuneration

Time charging policy

The time charged to the Administration is by reference to the time properly given by the Administrators and their staff in attending to matters arising.

It is our policy to delegate tasks in the Administration to appropriate members of staff considering their level of experience and any requisite specialist knowledge, supervised accordingly, so as to maximise the cost effectiveness of the work performed. Matters of particular complexity or significance requiring more exceptional responsibility are dealt with by senior staff or the Administrators themselves.

All staff who work on this assignment (including cashiers, support and secretarial staff) charge time directly to the assignment and are included within any analysis of time charged. Each grade of staff is allocated an hourly charge out rate which is reviewed from time to time. Work undertaken by cashiers, support and secretarial staff is charged for separately and is not included in the hourly rates charged by partners or other members of staff. Time is charged by reference to actual work carried out on the assignment in six minute units. The minimum time chargeable is three minutes (i.e. 0.5 units).

Charge-out rates

Our charge-out rates for the period of this report are set out below. Time is charged by reference to actual work carried out on the assignments. There has been no allocation of any general costs or overhead costs. In common with all professional firms, the scale rates used by the Administrators may periodically rise (for example to cover annual inflationary cost increases) over the period of the Administration.

Specialist departments within the Administrators' firm also provided expert advice. These teams include Tax and VAT specialists. These rates do vary but the figures below provide an indication of the maximum rate per hour.

Grade	Standard rates*	Standard rates*	Specialist rates
	(until 30 June 2017)	(from 1 July 2018)	
Partner	620 (865)	640 (890)	1,315
Director	525 (760)	540 (780)	1,210
Senior Manager	450 (575)	465 (590)	1,230
Manager	355 (495)	365 (510)	735
Senior Associate (qual)	268 (412)	275 (425)	545
Senior Associate (unqual)	196 (304)	200 (315)	-
Associate	175 (258)	180 (265)	270
Support staff	92 (129)	95 (135)	160

**the charge-out rates in brackets represent rates applicable to staff based in London (or central functions) that may charge a relatively small number of hours.*

Any material amendments to these rates will be advised to creditors in our next statutory report.

4. Administrators' remuneration

Disbursement policy

Our firm's expenses policy allows for all properly incurred expenses to be recharged to the case. The following table explains the policy and summarise our disbursements during the period.

Category	Policy	£
2	At 5 pence per sheet copied, only charged for circulars to creditors and other bulk copying.	-
2	At a maximum of 71 pence per mile (up to 2,000cc) or 93 pence per mile (over 2,000cc)	-
1	All other disbursements are recovered at cost	2.52
Total from 14 January 2018 to 13 July 2018		2.52
Brought forward from previous periods		2,927.93
Total disbursements		2,930.45

Explanation of work undertaken

The following table explains the key elements of our work undertaken during the period of this report. An analysis of the hours incurred by grade of staff, is included later in this section.

Area of work	Work undertaken includes:
Accounting and treasury	<ul style="list-style-type: none">• Reconciling account balances.• Reviewing and maintaining the receipts and payments accounts.
Statutory and compliance	<ul style="list-style-type: none">• Maintaining internal case records.• Ensuring compliance with the insolvency legislation.• Preparing, circulating and filing the previous (10th) progress report.• Periodic manager and appointee case reviews. Arranging for payment of the final storage costs relating to the Company books and records.
Strategy and planning	<ul style="list-style-type: none">• Internal team briefings on case progression and resolution of outstanding issues.• Monitoring and reporting on time costs for the Administration.

Legal and other professional firms

We have not instructed any professionals during the period of this report.

4. Administrators' remuneration

Analysis of time costs for the period **Opal Greenwich 1 Limited - in Administration** From: 14 January 2018 To: 13 July 2018

Aspect of assignment	Partner	Director	Senior Manager	Manager	Associate	Senior Associate	Support	Total hours	Time cost £	Average hourly rate £
1 Accounting & treasury	-	-	0.1	-	1.4	-	-	2.3	458.35	199
2 Asset realisations	-	-	-	-	-	-	-	-	-	-
3 Employees	-	-	-	-	-	-	-	-	-	-
4 Insurance	-	-	-	-	-	-	-	-	-	-
5 Investigations	-	-	-	-	-	-	-	-	-	-
6 Pensions	-	-	-	-	-	-	-	-	-	-
7 Secured creditors - reporting & liaison	-	-	-	-	0.4	-	-	0.4	68.60	196
8 Statutory & compliance	1.3	-	1.7	0.2	4.9	2.0	0.4	10.4	3,063.90	294
9 Strategy & planning	-	-	0.2	-	0.3	-	-	0.4	116.50	291
10 Tax	-	-	-	-	-	-	-	-	-	-
11 Trading	-	-	-	-	-	0.3	-	0.3	52.50	175
12 Unsecured creditors	-	-	0.7	-	-	-	-	0.7	324.00	463
13 VAT	-	-	-	-	-	-	-	-	-	-
Total	1.3	-	2.6	0.2	6.8	3.2	0.4	14.5	4,083.85	282

Summary for the case

Aspect of assignment	Total hours	Total time cost £	Average hourly rate £	Estimated future hours	Estimated future cost £	Estimated total cost £	Average hourly rate £	Summary of future work (estimates for future work are indicative only and are based on our current assessment of outstanding issues)
1 Accounting & treasury	97	23,116	238	2	500	23,616	238	Payments, account reconciliations and closure
2 Asset realisations	585	233,485	399	-	-	233,485	399	
3 Employees	124	37,285	300	-	-	37,285	300	
4 Insurance	7	2,317	320	-	-	2,317	320	
5 Investigations	2	520	221	-	-	520	221	
6 Pensions	4	1,035	280	-	-	1,035	280	
7 Secured creditors - reporting & liaison	70	28,631	412	4	1,750	30,381	412	Final update for lender
8 Statutory & compliance	326	108,905	334	4	1,500	110,405	334	Final progress report and cancel bonding
9 Strategy & planning	90	31,619	353	1	500	32,119	353	Final file review
10 Tax	113	35,552	315	-	-	35,552	315	
11 Trading	467	152,060	325	-	-	152,060	325	
12 Unsecured creditors	73	23,372	320	2	750	24,122	320	Dealing with prescribed part balance
13 VAT	192	56,810	296	-	-	56,810	296	
Total	2,149	734,706	342	15	5,000	739,706	342	

Opal Greenwich 1 Limited - in Administration
Joint Administrators' progress report