

In accordance with  
Rule 3.61(1) of the  
Insolvency (England  
& Wales) Rules 2016  
& Paragraph 84(8) of  
Schedule B1 of the  
Insolvency Act 1986.

# AM23

## Notice of move from administration to dissolution



Companies House

SATURDAY



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A14

25/11/2017

#101

COMPANIES HOUSE

### 1 Company details

Company number 0 7 0 1 3 6 4 6

Company name in full MHA Lighting Limited

→ Filling in this form

Please complete in typescript or in  
bold black capitals.

### 2 Court details

Court name High Court of Justice, Chancery Division, Manchester District Registry

Court number 3 2 2 5 2 0 1 5

### 3 Administrator's name

Full forename(s) Sarah Helen

Surname Bell

### 4 Administrator's address

Building name/number The Chancery

Street 58 Spring Gardens

Post town Manchester M2 1EW

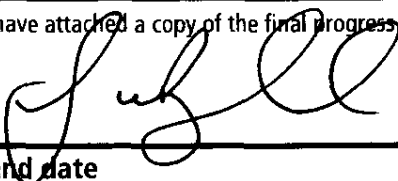

County/Region

Postcode

Country

AM23

Notice of move from administration to dissolution

<b>5 Administrator's name</b>	
Full forename(s)	Steven
Surname	Muncaster
<b>Other administrator</b> Use this section to tell us about another administrator.	
<b>6 Administrator's address</b>	
Building name/number	The Chancery
Street	58 Spring Gardens
Post town	Manchester M2 1EW
County/Region	
Postcode	
Country	
<b>Other administrator</b> Use this section to tell us about another administrator.	
<b>7 Final progress report</b>	
<input checked="" type="checkbox"/> I have attached a copy of the final progress report	
	
<b>8 Sign and date</b>	
Administrator's signature	Signature 
Signature date	d d m m y y y y 2 3 1 1 2 0 1 7

AM23

Notice of move from administration to dissolution



**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	Heather Barnes								
Company name	Duff & Phelps Ltd.								
Address	The Chancery								
	58 Spring Gardens								
Post town	Manchester M2 1EW								
County/Region									
Postcode	<table border="1"><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>								
Country									
DX									
Telephone	+44 (0) 161 827 9000								



**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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)

**MHA Lighting Limited**  
**(In Administration)**  
**Joint Administrators' Summary of Receipts & Payments**

Statement of Affairs £		From 04/11/2017 To 23/11/2017 £	From 01/12/2015 To 23/11/2017 £
	<b>SECURED ASSETS</b>		
Uncertain	Book Debts - Assigned	NIL	NIL
		NIL	NIL
	<b>SECURED CREDITORS</b>		
(61,911.00)	Aldermore Invoice Finance	NIL	NIL
		NIL	NIL
	<b>ASSET REALISATIONS</b>		
25,000.00	Plant & Machinery	NIL	25,000.00
2,250.00	Office Equipment & Fixtures	NIL	2,250.00
3,500.00	Motor Vehicles	NIL	3,500.00
50,000.00	Stock & WIP	NIL	58,381.36
Uncertain	Book Debts - Surplus	NIL	102,595.13
	Rates Refund	NIL	220.98
11,396.00	Cash at Bank	NIL	8,195.00
	VAT Reclaimed on IDF Costs	NIL	1,643.51
199.00	Petty Cash	NIL	NIL
	Bank Interest Gross	NIL	52.69
		NIL	201,838.67
	<b>COST OF REALISATIONS</b>		
	Data Room	NIL	500.00
	Pre Admin Remuneration & Expenses	NIL	21,274.57
	Pre-Apt Legal Fees & Disbursements	NIL	2,815.10
	Joint administrators' remuneration	10,212.98	50,212.98
	Joint administrators' disbursements	NIL	340.64
	Accountants Fees	NIL	2,000.00
	Agents/Valuers Fees	NIL	5,000.00
	Agents/Valuers Disbursements	NIL	142.50
	Legal Fees	NIL	9,830.00
	Legal Disbursements	NIL	285.00
	Land Registry Searches	NIL	11.00
	Storage Costs	NIL	654.02
	Re-Direction of Mail	NIL	160.00
	Statutory Advertising	NIL	169.20
	Legal Fees - Debtor Collection	NIL	11,112.99
	Insurance of Assets	NIL	1,209.13
	Wages & Salaries	NIL	5,321.98
	PAYE & NI	NIL	1,761.08
	Bank Charges	NIL	46.90
	IT Costs	NIL	1,368.00
	Payroll Costs	NIL	150.00
		(10,212.98)	(111,847.14)
	<b>PREFERENTIAL CREDITORS</b>		
	Unclaimed Dividend Fee	25.75	25.75
	Customs & Excise	NIL	11.00
	RPS Wage Arrears & Holiday Pay	NIL	12,942.10
(11,461.00)	Employee Residual Holiday Pay	NIL	5,982.82
	HM Revenue & Customs	NIL	2,916.91
		(25.75)	(21,878.58)

**MHA Lighting Limited**  
**(In Administration)**  
**Joint Administrators' Summary of Receipts & Payments**

Statement of Affairs £		From 04/11/2017 To 23/11/2017 £	From 01/12/2015 To 23/11/2017 £
	<b>FLOATING CHARGE CREDITORS</b>		
(3,963,000.00)	David McMahon (loan note holders)	NIL	49,485.00
		NIL	(49,485.00)
	<b>UNSECURED CREDITORS</b>		
(288,131.00)	Trade & Expense Creditors	NIL	16,110.00
(31,724.00)	HMRC - PAYE & NIC	NIL	NIL
(369,149.00)	MHA Lighting Holdings Ltd	NIL	NIL
(152.00)	MHA Integrated Electronic Services Lt	NIL	NIL
		NIL	(16,110.00)
	<b>DISTRIBUTIONS</b>		
(88,032.00)	Ordinary Shareholders	NIL	NIL
		NIL	NIL
<b>(4,721,215.00)</b>		<b>(10,238.73)</b>	<b>Nil</b>

# **Final Progress Report to Creditors**

23 November 2017

## **MHA Lighting Limited (In Administration)**

Joint Administrators' Final Progress Report to Creditors and Members  
For the period from 5 November 2017 to 23 November 2017 with a  
Summary of the Administration

**Duff & Phelps Ltd.  
The Chancery  
58 Spring Gardens  
Manchester  
M2 1EW**

## Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
the Agents	Winterhill Group, independent agents who were instructed to value and sell the assets of the Company
Aldermore	Aldermore Invoice Finance, with whom the Company had an invoice finance facility, and the holder of a fixed and floating charge over the Company's assets
the Appointment Date	1 December 2015, being the date of appointment of the Joint Administrators
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
Cerberus	Cerberus Receivables Management, independent debt collection agents engaged to recover the Company's assigned and non-assigned book debt ledgers
the Company	MHA Lighting Limited (In Administration) (Company Number: 07013646)
DBEIS	Department for Business, Energy & Industrial Strategy
Duff & Phelps	Duff & Phelps Ltd., The Chancery, 58 Spring Gardens, Manchester, M2 1EW
the Directors	Paul Aston and Thomas Harrison, the Directors of the Company
HMRC	HM Revenue and Customs
the Joint Administrators	Sarah Bell and Steven Muncaster of Duff & Phelps Ltd.
NOID	Notice of Intended Dividend
Prescribed Part	Pursuant to Section 176A of the Act, where a floating charge is created after 15 September 2003, a designated amount of the Company's net property (floating charge assets less costs of realisation) shall be made available to non-preferential creditors
The Previous Progress Reports	The Joint Administrators' Progress Report to Creditors issued on 22 June 2016, 4 November 2016, 31 May 2017 and 23 November 2017
the Proposals	The Joint Administrators' proposals and report issued on 20 January 2016
the Purchaser	Waveguide Lighting Limited, the purchaser of the assets of the Company. Registered Company Number: 09914246 whose registered office is 15 Church Street, Stratford Upon Avon, Warwickshire, CV37 6HB

the Reporting Period	The period from 5 November 2017 to 23 November 2017
RPS	Redundancy Payments Service
the Rules	The Insolvency (England & Wales) Rules 2016 (as amended)
the Secured Creditors	Aldermore and the Security Trustee, holders of fixed and floating charges over the Company's assets
the Security Trustee	David McMahon former director of the Company and holder of a fixed and floating charge over the Company's assets as Security Trustee on behalf of the Loan Note Holders
SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
SIP 13	Statement of Insolvency Practice 13 – Industry best practice for Insolvency Practitioners in relation to the acquisition of assets of insolvent companies by Directors
SOA	Statement of Affairs, documentation to be supplied by the Director outlining the Company's financial position as at the Appointment Date



## **Contents**

1. Introduction
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3. Progress of the Administration
4. Investigations
5. Liabilities and Dividends
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7. Costs and Expenses
8. Joint Administrators' Receipts and Payments Account
9. Creditors' Rights
10. *Conclusion and Ending the Administration*

## **Appendices**

1. Statutory Information
2. Copy of Approved Proposals
3. Joint Administrators' Receipts and Payments Account
4. Analysis of Time Charged and Expenses Incurred
5. Statement of Creditors' Rights
6. Form AM23 (Notice of move from Administration to dissolution)

## **1. Introduction**

- 1.1 The Joint Administrators were appointed on the Appointment Date by the Directors of the Company pursuant to paragraph 22 of Schedule B1 to the Act.
- 1.2 In accordance with Paragraph 100(2) of Schedule B1 to the Act the functions of the Joint Administrators are being exercised by either of the Joint Administrators.
- 1.3 The purpose of this final progress report is to provide creditors with a final account of the progress of the Administration for the Reporting Period with a summary of the Administration as a whole. The report should be read in conjunction Previous Progress Reports and the Proposals.
- 1.4 Statutory information on the Company is attached at Appendix 1.

## **2. Summary of Proposals**

- 2.1 As previously advised, Proposals for achieving the purpose of the Administration, namely achieving a better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first being in Administration) and realising property in order to make a distribution to one or more secured or preferential creditors have been achieved.
- 2.2 The Proposals were deemed to have been approved by creditors on 11 February 2016.
- 2.3 There were no major amendments to or deviations from the Proposals.
- 2.4 A copy of the Proposals is attached at Appendix 2.

## **3. Progress of the Administration**

### **Asset Realisations**

#### **Sale of Assets**

- 3.1 The Company's assets were sold to the Purchaser on 21 December 2015 for the total sum of £85,000 plus VAT. Full details of the sale were included in the Proposals.
- 3.2 As previously reported, the full consideration of £85,000 plus VAT was paid on completion.
- 3.3 In addition, a further £4,131 was paid in respect of certain items of stock by a connected party. In accordance with SIP 13, a summary of the transaction was included in the Proposals.

#### **Assigned Book Debts**

- 3.4 As previously reported, according to the Company's books and records the outstanding debts of the Company totalled £173,599 as at the Appointment Date. These debts were assigned to Aldermore under an invoice discount agreement created on 30 October 2013.
- 3.5 The principal amount owing to Aldermore under the invoice discounting agreement as at the Appointment Date was circa £61,911 subject to accruing interest, termination fees and charges.
- 3.6 Immediately following appointment Aldermore instructed Cerberus to assist with the collection of the book debts. Shortly following the Appointment Date Aldermore were paid in full.

- 3.7 Surplus debtor collections of the assigned debtor ledger totalling £75,784 were remitted to the Joint Administrators estate account.
- 3.8 In addition the sum of £1,644 has been remitted into the Joint Administrators estate account in respect of VAT reclaimed on the invoice discounting costs, as detailed on the Receipts & Payments account at Appendix 3.

#### **Non Assigned Book Debts**

- 3.9 In addition, the Company's books and records indicated outstanding debts totalling £37,478 due to the Company that were not assigned to Aldermore.
- 3.10 Cerberus was also engaged to assist with the collection of this ledger. The sum of £26,815 has been realised in respect of the non-assigned debtor ledger following deductions of charges by Cerberus.

#### **Cash at Bank**

- 3.11 The sum of £8,195 has been realised in respect of cash at bank.

#### **Sundry Refunds and Gross Bank Interest**

- 3.12 The sum of £221 has been received in respect of a rates refund from Wigan Borough Council.
- 3.13 The sum of £53 has been received in respect of gross bank interest.

#### **Extension to Period of Administration / Other matters**

- 3.14 The Joint Administrators requested consent from the Secured Creditors and preferential creditors that the duration of the Administration be extended for a period of twelve months from 1 December 2016 to 30 November 2017 for the following reasons:
- Finalise asset realisation – the Joint Administrators were in the process of negotiating to collect one final book debt for the benefit of the Company's creditors;
  - Adjudication and distribution of preferential claims
  - Distribution of the Prescribed Part fund
  - Distribution to the Security Trustee under their floating charge

- 3.15 Consent to the extension of the Administration was given by secured and preferential creditors, the revised date for the end of the Administration is 30 November 2017.
- 3.16 All matters in the Administration have now been completed, including those detailed above and there are no further assets to realise.

#### **4. Investigations**

- 4.1 The Joint Administrators have filed their confidential report with the DBEIS regarding the conduct of the Directors. There are no outstanding lines of enquiry

## **5. Liabilities and Dividends**

### **Secured Creditors**

#### **Aldermore**

- 5.1 In consideration for the monies advanced under the Company's invoice discounting agreement the Company granted Aldermore a debenture dated 30 October 2013, which confers fixed and floating charges over all of the assets of the Company. In addition, the invoice discounting agreement results in the assignment of all book debts to Aldermore.
- 5.2 As the Appointment Date, the Company's indebtedness to Aldermore was circa £61,911, subject to accruing interest, charges and costs. As detailed at paragraph 3.6, Aldermore have now been repaid in full under their security and a surplus has been remitted into the Joint Administrators' estate account.

#### **Security Trustee – on behalf of the Loan Note Holders**

- 5.3 In consideration for monies advanced by the Loan Note Holders, the Company granted the Security Trustee debentures dated 9 September 2014 and 14 August 2015 which confer fixed and floating charges over the assets of the Company.
- 5.4 As at the Appointment Date, the Company's indebtedness to the Loan Note Holders was approximately £3,963,000.
- 5.5 As previously reported, the sum of £49,485 was distributed to the Loan Note Holders under its floating charge.
- 5.6 There have been insufficient asset realisations to enable any further distributions to the Loan Note Holders.

### **Preferential Creditors**

- 5.7 Pursuant to the Directors' SOA, the estimated preferential claims were £11,461.
- 5.8 The preferential creditors' claims consist of employee claims for arrears of pay and holiday pay, the majority of which are subrogated to DBEIS following payment to the employees by the RPS.
- 5.9 As previously reported, following receipt of all claims and reviewing details of claims with the RPS, a distribution of 100p in the £, totalling £21,841.83 was paid to the preferential creditors.

### **Prescribed Part**

- 5.10 The Company granted a floating charge to Aldermore on 30 October 2013. In addition the Company also granted floating charges to the Security Trustee on 9 September 2014 and 14 August 2015 and therefore, the Prescribed Part provisions applied.
- 5.11 Following the distribution of a NOID to non-preferential creditors on 26 April 2017, the last date for proving was 30 May 2017. All claims adjudicated totalled £676,567.
- 5.12 Prescribed Part fund for non-preferential creditors totalled £16,121, therefore a dividend of 2.39p in the £ was declared on 21 July 2017.

**Non-Preferential Creditors**

- 5.13 There are insufficient asset realisations to enable any further distribution to non-preferential creditors.

**6. Pre-Administration Costs**

- 6.1 As previously reported all Pre-Administration costs and disbursements totalling £24,589 have been approved and drawn in full. Full details of these costs are included in the Proposals.

**7. Costs and Expenses****Joint Administrators' Remuneration**

- 7.1 The Joint Administrators' basis of remuneration was approved on the basis of time properly charged by the Secured Creditors and preferential creditors on 11 February 2016. The Joint Administrators' drawing of Category 2 Disbursements as an expense of the Administration was also approved on the same date.
- 7.2 The time costs charged in the Reporting Period by the Joint Administrators total £1,834 representing 7 hours and an average charge out rate of £248. Time costs are charged in six minute units and are as analysed at Appendix 3
- 7.3 In accordance with SIP 9, the Joint Administrators have provided creditors with additional information regarding the major areas of time incurred as detailed below:
- 7.4 Time costs totalling £1,209 have been incurred in respect of Statutory Matters (Meetings, Reports & Notices). This represents time spent by the Joint Administrators and their staff in producing the progress report for the period to 4 November 2017 and the final report and all associated notices to be submitted to Companies House and creditors.
- 7.5 Time costs totalling £294 have been incurred in respect of Strategy, Planning and Control. Such time was incurred in respect of reviewing the general progression of the Administration and preparing all matters for the closure of the Administration.
- 7.6 The total time costs incurred in the Administration total £169,423 representing 642 hours and an average charge out rate of £264. These costs are analysed at Appendix 3.
- 7.7 At the beginning of the Administration the creditors were provided with a Fee Estimate for the period 1 December 2015 to 30 November 2016. The Fee Estimate totalled £93,572.
- 7.8 Further information regarding the variance in time costs is available in the Previous Progress Reports.
- 7.9 It was considered that as no further fees will be drawn by the Joint Administrators in excess of the level of fees approved by creditors, it was not necessary to provide a further Fee Estimate to creditors for the period 30 November 2016 to the end of the Administration.
- 7.10 As previously reported, the Joint Administrators had drawn time costs of £40,000 in respect of post appointment time costs.
- 7.11 Further time costs totalling £10,213 have been drawn in the Reporting Period. The total remuneration drawn, totalling £50,213, is in respect of the time costs incurred in the period 1 December 2015 to 30 November 2016.

### **Joint Administrators' Expenses**

- 7.12 The Joint Administrators' have not incurred any expenses or disbursements in the Reporting Period. Details of expenses incurred over the course of the Administration are included at Appendix 3.
- 7.13 The estimated expenses which were provided to creditors with the Proposals totalled £31,680. Actual expenses incurred total £42,563.
- 7.14 Additional legal expenses were incurred due to unexpected negotiation in respect of the Sale and Purchase Agreement, in addition due to further negotiation being required to complete the collection of the debtor ledger costs to Cerberus where higher than anticipated. Following the calculation of PAYE and NI liability employee costs were also higher than the initial estimate.

### **8. Joint Administrators' Receipts and Payments Account**

- 8.1 A detailed receipts and payments account for the Reporting Period is shown at Appendix 3.
- 8.2 A cumulative account for the whole of the Administration is also attached at Appendix 3.
- 8.3 As at the date of this report, there is a nil balance.

### **9. Creditors' Rights**

- 9.1 Information regarding the fees and disbursements of Administrators, including the rights to challenge such costs, are attached at Appendix 4.

### **10. Conclusion and Ending the Administration**

- 10.1 The Joint Administrators consider that they are now in a position to conclude the Administration and cease to act. No further reports will be issued.
- 10.2 As outlined previously, it is the intention of the Joint Administrators to exit the Administration into dissolution.
- 10.3 All assets have now been realised apart from those where it has not been commercially viable to do so, as explained earlier in this report. The Company will be automatically dissolved three months after the Notice of Moving from Administration to Dissolution has been filed by the Registrar of Companies. The relevant documentation was sent to Companies House on 23 November 2017.
- 10.4 Creditors have resolved that the Joint Administrators will be discharged from liability under Paragraph 98 of Schedule B1 to the Act upon filing the end of the Administration or their appointment otherwise ceasing.
- 10.5 If you have any queries or require any further assistance, please do not hesitate to contact my colleague Heather Barnes of this office.



**Sarah Bell**

Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators, Sarah Bell and Steven Muncaster, who act as agents for the Company and without personal liability. Both are licensed by the Insolvency Practitioners Association.

## **Appendix 1**

### **Statutory Information**

**Statutory Information**

<b>Date of Incorporation</b>	9 September 2009
<b>Registered Number</b>	07013646
<b>Company Directors</b>	Mr Paul Aston Mr Thomas Harrison
<b>Company Secretary</b>	Mr Thomas Harrison
<b>Shareholders</b>	MHA Lighting Holdings Limited – 8,803,248 Ordinary Shares (100% shareholder)
<b>Trading Address</b>	Station House, Station Approach Atherton M46 9LJ
<b>Registered Office</b>	<b>Current:</b> The Chancery 58 Spring Gardens Manchester M2 1EW  <b>Former:</b> Station House, Station Approach Atherton M46 9LJ
<b>Previous Names</b>	MHA Luminanz Limited (Date of Change: 29/10/2009)
<b>Any Other Trading Names</b>	None



## **Appendix 2**

### **Copy of Approved Proposals**

- 12.7 You will note from the proposals section below that the Joint Administrators have left the choice of exit route from Administration open so that an alternative strategy can be adopted, should this prove more appropriate at the time.

### **13. Joint Administrators' Proposals**

#### **13.1 The Joint Administrators propose the following:**

- 13.1.1 That the Joint Administrators continue the Administration to deal with such outstanding matters in relation to the Company as the Joint Administrators consider necessary until such time as the Administration ceases to have effect.
  - 13.1.2 That the Joint Administrators do all such other things and generally exercise all of their powers as contained in Schedule 1 of the Act, as they, in their sole and absolute discretion consider desirable or expedient in order to achieve the purpose of the Administration.
  - 13.1.3 That the Joint Administrators, once all outstanding matters have been satisfactorily completed, take the necessary steps to give notice under Paragraph 84 of Schedule B1 of the Act to the Registrar of Companies to the effect that the Company has no remaining property which might permit a distribution to its creditors, at which stage the Administration will cease.
  - 13.1.4 That the Joint Administrators, where they consider that there are funds available to be distributed to the unsecured creditors (other than under the Prescribed Part) take the necessary steps to put the Company into either CVL or into compulsory liquidation as they deem appropriate. It is proposed that the Joint Administrators, currently Sarah Bell and Steven Muncaster of Duff & Phelps would act as Joint Liquidators should the Company be placed into CVL. In accordance with Paragraph 83(7) of Schedule B1 to the Act and Rule 2.117A of the Rules creditors may nominate a different person as the proposed liquidator, provided the nomination is received at this office prior to the approval of these proposals. In the absence of such nomination, the Joint Administrators will be appointed Joint Liquidators and in accordance with Section 231 of the Act any act required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them.
  - 13.1.5 That the Joint Administrators be discharged from all liability pursuant to Paragraph 98 of Schedule B1 to the Insolvency Act 1986, upon filing the end of the Administration or their appointment otherwise ceasing.
  - 13.1.6 That the Joint Administrators' remuneration, where no Creditors' Committee is established, be fixed by reference to the time properly given by them and their staff in attending to matters arising in the Administration.
  - 13.1.7 That the Joint Administrators' Fee Estimate in the total sum of £93,571 between 1 December 2015 and 30 November 2016 is approved.
  - 13.1.8 That the Joint Administrators, where a Creditors' Committee is not established be authorised to draw their company's internal costs and expenses in dealing with the Administration ("Category 2 Disbursements").
- 13.2 Pursuant to Rule 2.33(5) of the Rules, the proposals in paragraphs 13.1.1 to 13.1.4 above shall be deemed to be approved by the creditors on the expiry of the period in which a meeting can be requisitioned by creditors in the manner described in paragraph 11.2 above, provided that no meeting has been so requisitioned.

**13.3 The Joint Administrators will be seeking the following specific resolutions from the Secured Creditors and preferential creditors:**

- 13.3.1 That the Joint Administrators be discharged from all liability pursuant to Paragraph 98 of Schedule B1 to the Insolvency Act 1986, upon filing the end of the Administration or their appointment otherwise ceasing.
- 13.3.2 That the Joint Administrators' remuneration, where no Creditors' Committee is established, be fixed by reference to the time properly given by them and their staff in attending to matters arising in the Administration.
- 13.3.3 That the Joint Administrators' Fee Estimate in the total sum of £93,571 is approved.
- 13.3.4 That the unpaid pre-Administration costs totalling £24,517 and disbursements totalling £74.10 plus VAT as detailed in the Joint Administrators statement of pre-Administration costs are approved for payment as an expense of the Administration as detailed below:

Company	Fees Incurred	Disbursements Incurred
Duff & Phelps	£21,267 plus VAT	£7.80
Shoosmiths LLP	£2,750 plus VAT	£66.30
Ansarada	£500 plus VAT	£0

- 13.3.5 That the Joint Administrators be authorised to draw their company's internal costs and expenses in dealing with the Administration ("Category 2 Disbursements").

**14. Other Matters**

- 14.1 If any creditor has any information concerning the Company's affairs that they would like to bring to the Joint Administrators' attention, then they would be pleased to hear from them.
- 14.2 As detailed earlier in the report the Joint Administrators expect to be able to advise with greater clarity on dividend prospects for all classes of creditor in our next report. If you require further information or assistance, please do not hesitate to contact Heather Barnes at this office.



**Sarah Bell**  
Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators, Sarah Bell and Steven Muncaster, who act as agents for the Company and without personal liability. Both are licensed by the Insolvency Practitioners Association

## **Appendix 3**

### **Joint Administrators' Receipts and Payments Account**

**MHA Lighting Limited**  
**(In Administration)**  
**Joint Administrators' Summary of Receipts & Payments**

Statement of Affairs £		From 04/11/2017 To 23/11/2017 £	From 01/12/2015 To 23/11/2017 £
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	Pre-Apt Legal Fees & Disbursements	NIL	2,815.10
	Joint administrators' remuneration	10,212.98	50,212.98
	Joint administrators' disbursements	NIL	340.64
	Accountants Fees	NIL	2,000.00
	Agents/Valuers Fees	NIL	5,000.00
	Agents/Valuers Disbursements	NIL	142.50
	Legal Fees	NIL	9,830.00
	Legal Disbursements	NIL	285.00
	Land Registry Searches	NIL	11.00
	Storage Costs	NIL	654.02
	Re-Direction of Mail	NIL	160.00
	Statutory Advertising	NIL	169.20
	Legal Fees - Debtor Collection	NIL	11,112.99
	Insurance of Assets	NIL	1,209.13
	Wages & Salaries	NIL	5,321.98
	PAYE & NI	NIL	1,761.08
	Bank Charges	NIL	46.90
	IT Costs	NIL	1,368.00
	Payroll Costs	NIL	150.00
		(10,212.98)	(111,847.14)
	<b>PREFERENTIAL CREDITORS</b>		
	Unclaimed Dividend Fee	25.75	25.75
	Customs & Excise	NIL	11.00
	RPS Wage Arrears & Holiday Pay	NIL	12,942.10
(11,461.00)	Employee Residual Holiday Pay	NIL	5,982.82
	HM Revenue & Customs	NIL	2,916.91
		(25.75)	(21,878.58)

**MHA Lighting Limited**  
**(In Administration)**  
**Joint Administrators' Summary of Receipts & Payments**

Statement of Affairs £		From 04/11/2017 To 23/11/2017 £	From 01/12/2015 To 23/11/2017 £
	<b>FLOATING CHARGE CREDITORS</b>		
(3,963,000.00)	David McMahon (loan note holders)	NIL	49,485.00
		NIL	(49,485.00)
	<b>UNSECURED CREDITORS</b>		
(288,131.00)	Trade & Expense Creditors	NIL	16,110.00
(31,724.00)	HMRC - PAYE & NIC	NIL	NIL
(369,149.00)	MHA Lighting Holdings Ltd	NIL	NIL
(152.00)	MHA Integrated Electronic Services Lt	NIL	NIL
		NIL	(16,110.00)
	<b>DISTRIBUTIONS</b>		
(88,032.00)	Ordinary Shareholders	NIL	NIL
		NIL	NIL
<b>(4,721,215.00)</b>		<b>(10,238.73)</b>	<b>Nil</b>

## **Appendix 4**

### **Analysis of Time Charged and Expenses Incurred**

**65477 MHA LIGHTING LIMITED**

**ANALYSIS OF TIME COSTS FOR THE PERIOD 05/11/2017 to 23/11/2017**

ADM-Admin. - Post Appt.

Classification of Work Function	Managing Director	Manager	Hours Senior	Assistant	Support	Total Hours	Time Cost	Avg Hourly Rate
<b>Administration and Planning</b>								
Case Review & Case Diary Management	0.00	0.20	0.00	0.00	0.00	0.20	84.00	420.00
Cashiering & Accounting	0.00	0.00	0.20	1.00	0.00	1.20	247.00	205.83
Statutory Matters (Meetings, Reports & Notices)	0.00	0.50	0.00	4.25	0.00	4.75	1,208.75	254.47
Strategy, Planning & Control	0.00	0.00	0.00	1.25	0.00	1.25	293.75	235.00
<b>Total Hours:</b>	<b>0.00</b>	<b>0.70</b>	<b>0.20</b>	<b>6.50</b>	<b>0.00</b>	<b>7.40</b>		<b>247.77</b>
<b>Total Fees Claimed: £</b>	<b>0.00</b>	<b>294.00</b>	<b>64.00</b>	<b>1,475.50</b>	<b>0.00</b>		<b>1,833.50</b>	



**65477 MHA LIGHTING LIMITED**

**ANALYSIS OF TIME COSTS FOR THE PERIOD 01/12/2015 to 23/11/2017**

ADM-Admin. - Post Appt.

Classification of Work Function	Managing Director	Manager	Hours Senior	Assistant	Support	Total Hours	Time Cost	Avg Hourly Rate
<b>Administration and Planning</b>								
Case Review & Case Diary Management	3.40	3.20	3.50	25.80	0.00	35.90	9,912.00	276.10
Cashiering & Accounting	0.00	4.60	14.40	16.75	0.00	35.75	10,038.25	280.79
Dealings with Directors & Management	0.00	0.30	2.00	1.60	0.00	3.90	1,022.50	262.18
IPS Set Up & Maintenance	0.00	0.00	0.00	8.65	0.00	8.65	1,262.00	145.90
Insurance	0.00	0.00	1.25	0.00	0.00	1.25	356.25	285.00
Statement of Affairs	0.00	0.00	3.50	0.40	0.00	3.90	1,069.50	274.23
Statutory Matters (Meetings, Reports & Notices)	2.20	15.35	30.10	60.60	0.00	108.25	29,037.75	268.25
Strategy, Planning & Control	0.10	7.20	11.00	48.60	0.00	66.90	16,916.50	252.86
Tax Compliance / Planning	0.00	3.90	2.75	17.30	0.00	23.95	5,707.25	238.30
<b>Creditors</b>								
Communications with Creditors / Employees	0.00	5.20	9.00	60.45	0.00	74.65	16,651.75	223.06
Non-Preferential Creditor Claims Adjudication & Di	0.00	5.80	0.75	43.15	0.00	49.70	12,762.50	256.79
Non-Preferential Creditors / Employee Claims Handl	0.00	2.10	6.50	28.10	0.00	36.70	8,584.00	233.90
Preferential Claims Adjudication & Distribution	0.00	4.60	3.50	46.95	0.00	55.05	13,542.25	246.00
Secured Creditors	4.50	7.90	15.25	0.85	0.00	28.50	10,249.00	359.61
<b>Investigations</b>								
CDDA Reports & Communication	0.00	1.90	0.75	11.50	0.00	14.15	3,714.25	262.49
<b>Realisation of Assets</b>								
Book Debts	0.00	5.40	27.25	3.40	0.00	36.05	10,833.25	300.51
Freehold & Leasehold Property	0.00	0.20	0.00	0.00	0.00	0.20	84.00	420.00
Goodwill & Intellectual Property Rights	0.00	0.00	0.75	0.00	0.00	0.75	213.75	285.00
Hire Purchase & Lease Assets	0.00	0.00	2.00	1.20	0.00	3.20	786.00	245.63
Other Tangible Assets	0.00	0.00	0.25	0.00	0.00	0.25	71.25	285.00
Plant, Machinery, Fixtures & Motor Vehicles	0.00	0.00	0.00	2.90	0.00	2.90	522.00	180.00
Sale of Business	0.00	14.40	20.00	6.90	0.00	41.30	13,265.00	321.19
Stock & Work in Progress	0.00	0.00	0.50	0.00	0.00	0.50	142.50	285.00
<b>Trading</b>								
Trading - Accounting	0.00	0.20	0.00	0.00	0.00	0.20	84.00	420.00
Trading - Employees	0.00	0.00	0.00	1.00	0.00	1.00	235.00	235.00
Trading - Retention of Title & Claims Handling	0.00	0.70	7.25	0.00	0.00	7.95	2,360.25	296.89
<b>Total Hours:</b>	<b>10.20</b>	<b>82.95</b>	<b>162.25</b>	<b>386.10</b>	<b>0.00</b>	<b>641.50</b>		<b>264.10</b>
<b>Total Fees Claimed: £</b>	<b>5,413.00</b>	<b>34,690.25</b>	<b>46,766.75</b>	<b>82,552.75</b>	<b>0.00</b>		<b>169,422.75</b>	

**MHA Lighting Limited (In Administration)  
Joint Administrators' Expenses**

Company	Activity	Fee Basis	Current Period	
			Incurred	Amount Paid
			(£)	(£)
<b>Professional Advisors</b>				
Shoosmiths LLP	Assistance in placing the Company into Administration, drafting of Sale and Purchase agreement, guidance on other ad hoc legal matters	Time costs and Disbursements	12,930.00	12,930.00
Crowe Clark Whitehall	Accountants- assistance in dealing with statutory tax matters	Time costs	2,000.00	2,000.00
Winterhill Group	Providing valuation advice and advising on asset sales, strategy and offers received	Time costs and Disbursements	5,143.00	5,143.00
Cerberus	Assistance in collection of the Company's debtor ledger	Time costs	11,113.00	11,113.00
<b>TOTAL</b>			<b><u>£31,186.00</u></b>	<b><u>£31,186.00</u></b>
<b>Costs</b>				
Total Data Management	Storage Costs	Fixed Fee	654.00	654.00
Courts Advertising Limited	Statutory Advertising	Fixed Fee	169.00	169.00
AUA Insolvency Risk Services	Insurance of Assets	Fixed Fee	1,209.00	1,209.00
Ansarda	Data Room	Fixed Fee	500.00	500.00
Land Registry	Land Registry Searches	Fixed Fee	11.00	11.00
Royal Mail	Redirection of Mail	Fixed Fee	160.00	160.00
Employees	Wages and Salary	As per employment contract including PAYE and NI	7,083.00	7,083.00
MHA Intellect	IT Support and Services	Fixed Fee	1,368.00	1,368.00
Anita Woolley & Co	Payroll Costs	Fixed Fee	150.00	150.00
Insolvency Service	Unclaimed Dividend Fee	Fixed Fee	25.75	25.75
Barclays Bank	Bank Charges	Fixed Fee	47	47
<b>TOTAL</b>			<b><u>£11,376.75</u></b>	<b><u>£11,376.75</u></b>
<b>TOTAL</b>			<b><u>£42,562.75</u></b>	<b><u>£42,562.75</u></b>

The Joint Administrators' choice of professional advisors was based on their perception of the experience and ability of the respective firms/individuals to perform their work, the complexity and nature of the assignment and the basis of their fee.

## **Appendix 5**

### **Statement of Creditors' Rights**

## STATEMENT OF CREDITORS RIGHTS

*Rule numbers refer to Insolvency (England & Wales) Rules 2016 (as amended)*

*Section numbers refer to Insolvency Act 1986*

*'Office-holder' is the current Administrator or Liquidator as applicable*

### Information for creditors on remuneration and disbursements of Administrators

Information regarding the fees and disbursements of Administrators, including details of the Duff & Phelps' disbursements policy and hourly charge out rates for each grade of staff that may undertake work on this case, is in a document called "A Creditors' Guide to Administrators' Fees". This can be viewed and downloaded from the Joint Administrators' website at <http://www.duffandphelps.com/uk-restructuring/creditor-guides> (click on the document 'Administration (appointment from 1 October 2015)'). Should you require a copy, please contact this office.

### Creditors have the right to request information from the office-holder under rule 18.9

A secured creditor, an non-preferential creditor with the concurrence of at least 5% in value of the non-preferential creditors (including the creditor in question) or any unsecured creditor with the permission of the Court may make a written request to the office-holder for further information concerning remuneration or expenses. Such a request must be made within 21 days of receipt of this report and a response will be provided within 14 days of receipt of the request.

Creditors have recourse to Court, application to be made within 21 days of the office-holder giving reasons for not providing all the information requested or the expiry of the 14 days within which an office-holder must respond to a request.

### Creditors have the right to challenge the office-holder's remuneration and expenses under rule 18.34

A secured creditor, a non-preferential creditor with the concurrence of at least 10% in value of the non-preferential creditors (including that creditor) or any non-preferential creditor with the permission of the Court, may make an application to Court on the grounds that the remuneration charged or expenses incurred are excessive and/or that the basis fixed for the office-holder's remuneration is inappropriate. The application to court must be made no later than eight weeks after receipt of the Progress Report where the charging of the remuneration or the incurring of expenses in question occurs.

**Appendix 6**

**Form AM23 – Notice of move from Administration to Dissolution**