

**The Insolvency Act 1986****Statement of administrator's proposals****2.17B**

Name of Company  TAG Energy Solutions Limited	Company number  07379608
In the High Court of Justice, Chancery Division, Companies Court  (full name of court)	Court case number  7326 of 2014

(a) Insert full name(s) and  
address(es) of administrators

I/We (a) Geoffrey Wayne Bouchier and Keith Allan Marshall  
Duff & Phelps Ltd  
The Chancery  
58 Spring Gardens  
Manchester, M2 1EW

attach a copy of \*my/our proposals in respect of the administration of the above company

A copy of these proposals was sent to all known creditors on

\* Delete as appropriate

(b) Insert date

(b) 10 December 2014



Signed \_\_\_\_\_  
Joint Administrator

Dated 10/12/2014

**Contact Details**

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

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FRIDAY



\*A3MLF6ZL\*  
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When you have completed and signed this form please send it to the Registrar of Companies at.

Companies House, Crown Way, Cardiff CF14 3UZ

DX 33050 Cardiff

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# Report to Creditors

10 December 2014

## **Tees Alliance Group Corporate Limited and TAG Energy Solutions Limited (Both In Administration)**

*Joint Administrators' Report to Creditors and Statement of Proposals  
for the period from 22 October 2014 to 10 December 2014  
Pursuant to Paragraph 49 of Schedule B1 to the Insolvency Act 1986*

**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	SIA Group, independent chattel agents, who were instructed to value the assets of TAGC
the Appointment Date	22 October 2014, being the date of appointment of the Joint Administrators over the Companies
the Bank	Barclays Bank Plc, with whom the Company banked with credit only banking facilities
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
the Companies	Tees Alliance Group Corporate Limited (In Administration) (Company Number 06486957) and TAG Energy Solutions Limited (In Administration) (Company Number 07379608)
DBIS	The Department for Business, Innovation and Skills
the Directors of TAGC	Stuart Oakley and TAGES, the directors of TAGC as at the Appointment Date
the Directors of TAGES	Stuart Oakley, Neil Adamson, Fabien Castello, Timothy Eggar, Michael Foster, Thomas Rottner and Patrick Sheehan, the directors of TAGES as at the Appointment Date
Duff & Phelps	Duff & Phelps Ltd, The Chancery, 58 Spring Gardens, Manchester, M2 1EW
EC Regulation	EC Regulation on Insolvency Proceedings 2000
ESO	ESO Capital II S a r l, holder of fixed and floating charges over the assets of TAGC and TAGES
EY	Ernst & Young
E On	E On Climate & Renewables UK Humber Wind Limited
the Freehold Property	The freehold property (Title numbers CE199521, CE206923 and CE211467) situated at Haverton House, Haverton Hill Yard, Billingham, Cleveland, TS23 1PZ
HMRC	HM Revenue and Customs
HCA	Homes & Communities Agency
the Joint Administrators	Geoffrey Wayne Bouchier and Keith Allan Marshall of Duff & Phelps Ltd, The Chancery, 58 Spring Gardens, Manchester, M2 1EW
NOIA	Notice of Intention to Appoint Administrators

Prescribed Part	Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003, a designated amount of the Companies' net property (floating charge assets less costs of realisation) shall be made available to non-preferential unsecured creditors
the Purchaser/the JV Party	The Joint Venture party comprises of EEW Special Pipe Constructions GmbH and Bladt Industries A/S, the purchaser of TAGC's business assets, whose purchasing vehicle is Offshore Structures (Britain) Limited
RPS	Redundancy Payments Service
the Rules	The Insolvency Rules 1986 (as amended)
the Secured Creditors	ESO and TIL, the holders of fixed and floating charges over the Companies' assets
the Solicitors	Stephenson Harwood LLP, solicitors acting on behalf of the Joint Administrators
SPA	Sale and Purchase Agreement
SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
SOA	Statement of Affairs, documentation to be supplied by the directors outlining the Companies' financial position as at the Appointment Date
TAGC/the Company	Tees Alliance Group Corporate Limited (in Administration) (Company number 06486957)
TAGES	TAG Energy Solutions Limited (in Administration) (Company number 07379608)
TAGOGL	TAG Oil and Gas Limited (Company number 07391961)
TAGL	Tees Alliance Group Limited (Company number 05798543)
TIL	TAG Investment Limited, a holder of a fixed and floating charge over TAGES' assets (Company number 07379274) and shareholder of TAGES
TUPE	The Transfer of Undertaking (Protection of Employment) Regulations 2006

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## **1 Introduction**

- 1 1 The Joint Administrators were appointed on the Appointment Date by the Directors of the Companies pursuant to Paragraph 22 of Schedule B1 to the Act
- 1 2 The Court References for the Companies are shown below
  - TAGC High Court of Justice, Chancery Division Companies Court no 7323 of 2014
  - TAGES High Court of Justice, Chancery Division Companies Court no 7326 of 2014
- 1 3 In accordance with Paragraph 100(2) of Schedule B1 to the Act the functions of the Joint Administrators may be exercised by any of the Joint Administrators
- 1 4 This report sets out the circumstances leading up to the appointment of the Joint Administrators and the steps taken by them to date

## **2 Background**

- 2 1 Statutory information on the Companies and a summary of their financial history is included at Appendix 1
- 2 2 TAGC was incorporated on 29 January 2008
- 2 3 TAGES was incorporated on 17 September 2010
- 2 4 TAGC was the sole trading company within the TAG group (until it ceased trading on 26 September 2014), situated at Haverton Hill Yard, Billingham, Cleveland TAGC is owned by TAGES and manufactured metal tubes for off shore wind turbines
- 2 5 TAGES is the sole shareholder of TAGC and TAGOGL TAGC is the sole shareholder of TAGL
- 2 6 TAGES is a dormant holding company and has never traded
- 2 7 TAGC ceased to trade on 26 September 2014, following completion of the final customer order with E On
- 2 8 At the Appointment Date, TAGC had no employees (after 68 redundancies were made on 26 September 2014)
- 2 9 TAGC banked with the Bank and operated a credit only facility

## **3. Events Leading up to the Administration**

- 3 1 TAGES was incorporated with TIL owning 95% of the shares and the management team owning the remaining 5% of the shares issued as at the Appointment Date We understand the management shareholding was diluted over the 12 months following incorporation from approximately 25%
- 3 2 TAGC owns the Freehold Property and its surrounding estate situated at Haverton Hill Yard, Billingham, Cleveland
- 3 3 TAGC had no direct competition in the UK as all its trade competitors were based in Europe TAGC was initially set up to enter this gap in the UK market

- 3 4 In September 2010, TAGES acquired the shareholding of TAGC. This purchase was funded by a loan and equity from TIL of c£17million. This working capital funding advance was also utilised to assist in investing in plant and machinery required to produce the foundation sets for the offshore wind market.
- 3 5 TAGC was awarded two capital grants to assist in setting up the Company and the funds were used to purchase equipment on the basis that employment would be created by setting up in Billingham.
- 3 6 In early 2012, the capital development was completed and TAGC commenced working on a number of small contracts bringing in a small trading income stream.
- 3 7 TAGC was finding it difficult to win large contracts due to the fact that the wind market in the UK was developing more slowly than the Directors of TAGC had initially anticipated.
- 3 8 Due to the lack of work being won, TIL was required to provide further funding to assist with covering the ongoing overhead costs being incurred by TAGC. This additional funding continued throughout 2012-2014.
- 3 9 In 2012/13, EY were instructed to seek a buyer for the shares of the Companies by TIL and the other shareholders of TAGES. The initial marketing undertaken by EY resulted in approximately 80 potential interested parties across Europe and the Far East being issued with various management information pertaining to the business of TAGC. Of these parties, a number were actively engaged in the process all demonstrating significant interest to acquire the business either in whole or in part. In March 2013 the process was put on hold due to the impact of regulatory uncertainty on the deliverability of any potential transaction.
- 3 10 In February 2013, TAGC won a contract with E On to manufacture 16 foundations for the wind farm located at the Humber Gateway. This contract required TAGC to increase its operations and invest in further plant and machinery.
- 3 11 Unfortunately TAGC incurred significant additional costs that had not been anticipated due to difficulties in meeting the specific requirements of the foundations. Such costs were funded by TIL via intercompany loan accounts. In addition, ESO provided additional loan funding to the Group which was secured by fixed and floating charges.
- 3 12 EY recommenced the sales process in April 2014.
- 3 13 In May 2014, it became apparent the Company would require additional funding if they were to complete the foundations required by E On.
- 3 14 The directors of the Companies approached the Secured Creditors for additional funding, but they were not willing to advance any further funds. The directors therefore approached E On who agreed to provide additional funding to enable the completion of the remaining contract.
- 3 15 In addition, E On agreed with TAGC they would set aside an escrow fund to assist in a wind down of the Company's business should this become necessary. This fund was ultimately used towards the redundancy and other closure costs.
- 3 16 On 26 September 2014, following completion of the E On contract, and with no new contracts in place, TAGC ceased trading and all employees were made redundant.
- 3 17 At the point of closure there were still costs that remained outstanding to creditors of the Company. The Directors of the TAGC were liaising with E On and their advisors, in respect of those costs that remained outstanding.

- 3 18 On 1 October 2014, the Directors of the Companies filed a NOIA whilst discussions continued in respect of the sale of the business and/or assets. A further NOIA was filed on 14 October 2014 and on 22 October 2014 the decision was taken to file the Appointment of Administrators.
- 3 19 The Joint Administrators considered the position prior to accepting the appointment and having regard to the Insolvency Practitioners Association's ethical guidelines, considered that there were no circumstances preventing them from accepting the appointment.
- 3 20 Subsequently the Joint Administrators were appointed on the Appointment Date.

#### **4. Purpose of the Administration**

- 4 1 The purpose of an Administration is to achieve one of the following hierarchical objectives:

- Rescuing the Companies as going concerns, or
- Achieving a better result for the Companies' creditors as a whole than would be likely if the company were wound up (without first being in Administration), or
- Realising property in order to make a distribution to one or more secured or preferential creditors.

- 4 2 In accordance with Paragraph 49(2) of Schedule B1 to the Act the Joint Administrators note the following:

- The first objective will not be achieved as there are insufficient funds and assets available to enable the Companies to be rescued as a going concern. As detailed below, the attempt to achieve a sale of the shares of the Companies proved unsuccessful.

##### **TAGC**

- The Joint Administrators anticipate the second and third objectives will be achieved, through a Prescribed Part distribution to non-preferential creditors, plus a distribution to ESO upon the sale of the business assets of TAGC.

##### **TAGES**

- The Joint Administrators anticipate the second and third objectives will be achieved, through a Prescribed Part distribution to non-preferential creditors, plus a distribution to TIL following a distribution made by TAGC to its non-preferential creditors.

- 4 3 The Joint Administrators' proposals for achieving the purpose of the Administration are set out in the remainder of this report.

#### **5 Progress of the Administration to Date**

- 5 1 The manner in which the affairs and business of the Companies have been managed, since the appointment of Joint Administrators and will continue to be managed and financed are set out below.

##### **TAGC**

##### **Decision not to trade**

- 5 2 Following an evaluation of the business, the Joint Administrators took the decision not to trade the business for the following reasons:



- The business had ceased to trade prior to the Appointment Date and TAGC had made all employees redundant and had completed the one remaining contract with E On
- TAGC had no future contracts in place to trade the business

#### **Sale of Business Assets**

- 5 3 As detailed in paragraph 3 9 above, EY initially marketed the shares of the Companies to over 80 potential investors during 2012/2013. However in March 2013 the process was put on hold due to the impact of regulatory uncertainty on the deliverability of any potential sale transaction.
- 5 4 In April 2014, the investors of the TAG group decided that EY should recommence marketing of the opportunity to a targeted group. A significant number of those parties furthered their interest and entered a formal due diligence process.
- 5 5 Best and final offers were sought by EY during September 2014. Following the outcome of this process, it became apparent that a share sale was no longer a viable option and a sale of the business assets via an insolvency process was the most likely outcome.
- 5 6 Following this, the board of directors of the Companies resolved to file an NOIA having taken advice from their professional advisors. It was agreed with the directors of the Companies that EY's involvement had come to an end and the sale process would be continued by Duff & Phelps in their capacity as the proposed Joint Administrators.
- 5 7 The JV Party continued to be the preferred bidder for the business assets as they had been throughout the EY process.
- 5 8 As such the Company, Duff & Phelps and the JV Party entered into discussions to reach an agreement for the sale of TAGC's business assets and to enter into an exclusivity agreement with a view to completing a pre-packaged sale.
- 5 9 In light of the fact that the Directors of TAGC had filed an NOIA, the JV Party expressed their unwillingness to enter an exclusivity agreement with TAGC with a view to completing a pre-packaged sale of the business assets of TAGC.
- 5 10 Consequently the Directors of TAGC took steps to place the Companies into Administration. This course of action would enable discussions with the JV Party to continue with the Joint Administrators.
- 5 11 Following their appointment, the Joint Administrators continued discussions with the JV Party in relation to agreeing terms of an exclusivity agreement which included payment of a non-refundable deposit.
- 5 12 On 24 October 2014 the exclusivity letter was signed with the JV Party, providing a period of exclusivity for 8 business days.
- 5 13 Various discussions were held with the JV Party in respect of the SPA. However, the JV Party and the Joint Administrators were unable to finalise the SPA negotiations before the expiry of the exclusivity period.
- 5 14 As a result of the exclusivity period ending, the Joint Administrators opened dialogue with a number of further interested parties who approached the Joint Administrators, several of whom conducted site visits, whilst continuing discussions with the JV Party.
- 5 15 After extensive consultations with the Secured Creditors, terms were finally agreed with the JV Party.

- 5 16 A conditional contract was exchanged on 18 November 2014 which included the payment of a £100,000 commitment deposit
- 5 17 Under the terms of the SPA a number of obligations are placed upon the JV party to secure certain third party consents in order for the transfer of assets to take place and the sale of business assets to complete
- 5 18 The Joint Administrators are expecting the sale to complete in January 2015 once the conditions are satisfied
- 5 19 Under the agreed SPA, the Joint Administrators are selling the Freehold Property and all unencumbered chattel assets to include plant & machinery and office equipment owned by TAGC. The Joint Administrators are not selling any assets that are subject to third party claims
- 5 20 At present, the Joint Administrators are not able to disclose any further details in respect of the sale on the basis that it has not yet completed and the current and any future sale should not be prejudiced
- 5 21 Further details will be provided in the next report to creditors

#### **Freehold Property and Business Assets**

- 5 22 In the meantime the Joint Administrators have engaged Titan Heavy Transport Ltd to undertake a maintenance program to ensure the plant and machinery is maintained through to completion
- 5 23 In addition to the above, the Joint Administrators have maintained continuity of the site security. Due to the size of the site, this was required to ensure the business assets remain secure and are preserved. As such, it has been agreed that there would be 24 hour security in place for the remainder of the Administration period leading up to the completion of the sale to the JV Party
- 5 24 The Joint Administrators have taken out open cover insurance over the Freehold Property and all assets that are located on site
- 5 25 There are a number of tenants who occupy parts of the site pursuant to formal lease agreements. Creditors should note that these tenants are paying peppercorn rents only and as such, there will be no realisations in respect of rent during the course of the Administration
- 5 26 The Joint Administrators have provided undertakings to the respective utility providers. As the utilities are invoiced to TAGC for the whole site, other third parties that occupy part of the site are invoiced by TAGC for their share of the utilities incurred
- 5 27 As detailed above, any third party assets are to be excluded from the sale to the JV Party. The Joint Administrators are liaising with the various parties in respect of collection of their assets to remove from the former trading premises prior to completion of the sale
- 5 28 A further update will be provided in the next report to creditors

#### **Cash at Bank**

- 5 29 As at the Appointment Date, the Company had cash at bank of £46,375. These funds have now been transferred to the Administration bank account
- 5 30 No further funds are expected from this source

#### **Other Assets – Legal Claims & Disputes**

- 5 31 As at Appointment Date, TAGC was involved in various contractual disputes and various legal proceedings were underway. Our legal advisors are reviewing the various claims and a further update will be provided in the next report.

## **TAGES**

### **Intercompany Loan - Dividend Income**

- 5 32 As mentioned above TAGC was funded by loans from TAGES by an intercompany loan. According to the Directors' SOA c£55million is due to TAGES.
- 5 33 It is anticipated that TAGES will receive a distribution from TAGC however at present the quantum of the dividend is uncertain and dependent on the outcome of the sale of the Freehold Property and tangible assets detailed above.

### **Other Assets**

- 5 34 TAGES entered a grant funded project with Principle Power. On the project, a grant retention of c£34k would be released after satisfactory final reports and an audit of expenditure be completed.
- 5 35 The Joint Administrators are in discussions with Principle Power to secure the grant retention.
- 5 36 At present it is uncertain whether there will be any realisations from the grant. An update will be provided in the next report.
- 5 37 There are no further known assets to be realised in respect of the Companies for the benefit of the estates of either TAGC or TAGES.

### **Investigations**

- 5 38 The Joint Administrators' investigations into the Companies affairs are currently ongoing.
- 5 39 The Joint Administrators have a statutory obligation to file a report with DBIS regarding the conduct of the Directors that held office in the three years prior to the Administration. This report must be filed within six months from the Appointment Date and the content of this report is confidential.
- 5 40 The Joint Administrators also have a duty to investigate antecedent transactions which include
- Transactions at an undervalue, Section 238 of the Act,
  - Preferences, Section 239 of the Act, and
  - Transactions to defraud creditors, Section 423 of the Act

### **Receipts and Payments**

- 5 41 A Receipts and Payments account is provided at Appendix 3 and is self explanatory.

### **Joint Administrators' Agents and Solicitors**

- 5 42 Details of the agents and solicitors engaged by the Joint Administrators to assist them with the affairs of the Company can be found at Appendix 6.

**6. Statement of Affairs**

- 6 1 In accordance with Paragraph 47 of Schedule B1 to the Act the Joint Administrators have requested and received a SOA from the Directors
- 6 2 Copy SOA's are attached at Appendix 4, in accordance with Rules 2 33(2) of the Rules
- 6 3 Some creditor amounts shown may differ from the actual amount owed This does not affect their claim

**7. Statement of Pre-Administration Costs**

- 7 1 Pre-Administration costs are defined in the Rules as fees, charges and expenses incurred by the administrators or their firm, or another person qualified to act as an insolvency practitioner, before the company entered administration but with a view to its doing so
- 7 2 As a consequence of the deteriorating financial position and the difficulties in achieving a sale of the shares, Duff & Phelps representatives attended numerous meetings with the Companies' management teams and the Secured Creditors where discussions were held in respect the ongoing strategy in respect of the sale and whether there was any other viable option available to the Companies to avoid entering into a formal insolvency process
- 7 3 During this time, the proposed Joint Administrators opened dialogue with EY in respect of the potential sale of the shares that was being sought at that time and discussed a change in strategy as it had become apparent that a share sale was no longer viable
- 7 4 Following this change of strategy, the proposed Joint Administrators and the Solicitors furthered dialogue with the JV Party in respect of negotiating a sale of the business assets owned by TAGC and the pending Administration
- 7 5 As the largest creditors of the Companies, the Joint Administrators liaised with the Secured Creditors and TAGES to ensure they were in agreement with the proposed sale of the business assets
- 7 6 Such work was imperative to protect the Companies' assets and formulate an appropriate strategy to be pursued following appointment and to ensure realisations were maximised The Joint Administrators will seek approval for the Joint Administrators' remuneration in respect of this work being fixed by reference to time properly spent by them and their staff in attending to matters arising prior to the appointment
- 7 7 The Joint Administrators concluded that the most appropriate strategy would be to seek a sale of the business assets of the Company via an Administration process
- 7 8 It was necessary therefore for the Joint Administrators to incur pre-appointment time costs Such pre-appointment time costs total £99,148 plus VAT representing 221 hours with an average charge out rate of £448
- 7 9 No Category 2 Disbursements have been charged The level of time costs reflects the substantial work which was required to be completed in order to allow a sale of the business and assets of the Companies to be agreed
- 7 10 A detailed analysis of the Joint Administrators pre-Administration time costs is attached at Appendix 5
- 7 11 The Joint Administrators are yet to draw any pre-Administration remuneration

7 12 The Joint Administrators confirm that payment of the unpaid pre-Administration costs, as an expense of the Administration, is subject to approval under Rule 2 67A of the Rules, and not part of the proposals subject to approval under Paragraph 53 of Schedule B1 to the Act

7 13 The Joint Administrators have also incurred the following costs prior to their appointment

Company	Role	Amount incurred
Stephenson Harwood	Solicitors - Preparation of sale & purchase contract and formalities involved in effecting appointment of Joint Administrators	£82,584 03 plus VAT and disbursements
SIA Group	Agents - Valuation of the Company's tangible assets	£4,460 00 plus VAT
Lambert Smith Hampton	Agents - Valuation of the Freehold Property	£7,500 00 plus VAT

## 8 Joint Administrators' Costs

8 1 The time costs charged in the period by Duff & Phelps are as analysed at Appendix 6 Time is charged in 6 minute units

8 2 The total time costs incurred by the Joint Administrators in respect of TAGC are £52,692 representing 141 hours with an average charge out rate of £373

8 3 The total time costs incurred by the Joint Administrators in respect of TAGES are £9,602 representing 32 hours with an average charge out rate of £34

8 4 To date, no remuneration has been drawn

8 5 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> Should you require a copy, please contact this office

## 9. Dividend Prospects / Prescribed Part

### Secured Creditors

#### ESO

9 1 In consideration for monies advanced under a loan, the Companies granted ESO a debenture dated 12 December 2013, which confers fixed and floating charges over the assets of the Companies

9 2 As at the Appointment Date, the indebtedness owing to ESO was approximately £7m subject to accruing interest and charges

9 3 At this stage it is uncertain as to whether there will be sufficient realisations to repay ESO in full This will be dependent on the asset realisations in TAGC

#### TIL

- 9 4 In consideration for monies advanced under a loan, TAGES granted TIL a debenture dated 18 July 2013, which confers fixed and floating charges over the assets of TAGES
- 9 5 TIL also has security registered at Land registry over the Freehold Property
- 9 6 As at the Appointment Date, the Company's indebtedness to TIL was approximately £7.5m subject to accruing interest and charges
- 9 7 At this stage it is anticipated that there will be insufficient realisations to repay TIL in full from expected asset realisations in both TAGC and TAGES

#### **Preferential Creditors**

- 9 8 The Joint Administrators understand that only TAGC had employees, therefore TAGES have no preferential creditors
- 9 9 Prior to TAGC entering Administration, all employees of TAGC were made redundant on 26 September 2014 and the Joint Administrators believe the redundancy costs have been paid in full via the escrow fund that was put in place with E On. Therefore it is anticipated there will not be any preferential creditor claims of TAGC

#### **Prescribed Part**

- 9 10 The Prescribed Part is calculated as a percentage of net property, as follows -

Net property less than £10,000	50% unless the Joint Administrator considers that the costs of making a distribution to the non-preferential unsecured creditors would be disproportionate to the benefits
Net property greater than £10,000	50% up to £10,000 plus 20% thereafter to a maximum of £600,000

#### **TAGC**

- 9 11 TAGC granted a floating charge to ESO on 12 December 2013 and the prescribed part provisions will apply
- 9 12 On the basis that the sale of the business assets as detailed in section 5 is completed with the JV Party, the Joint Administrators calculate that the Prescribed Part is likely to be close to the £600,000 maximum level before provision for the costs of distributions

#### **TAGES**

- 9 13 TAGES granted a floating charge to TIL on 18 July 2013 and the Prescribed Part provisions will apply
- 9 14 Creditors should note that the value of the Prescribed Part in TAGES will be dependent upon the outcome of the TAGC Administration and the level of distribution made to the non-preferential creditors of that estate

#### **Non-Preferential Unsecured Creditors**

- 9 15 According to the Directors' SOA, the non-preferential creditors can be summarised as follows

#### **TAGC**

#### **Claim**

Trade & Expense Creditors	£	895,986
Inter-Company Loan - TAGES	£	55,294,837
Inter-Company Loan – TAGL	£	143,319
ONE Grant	£	1,125,000
HM Revenue & Customs	£	694,764
<b>Total</b>	<b>£</b>	<b>58,153,906</b>

<b>TAGES</b>		<b>Claim</b>
Loan Note Holders	£	38,592,386
<b>Total</b>	<b>£</b>	<b>38,592,386</b>

#### **TAGC**

- 9 16 Based upon current information available, it is anticipated that there will be insufficient realisations to enable a distribution to the non-preferential creditors of TAGC, other than from the Prescribed Part

#### **TAGES**

- 9 17 Based upon the current information available, it is anticipated that there will be insufficient realisations to enable a distribution to the non-preferential creditors of TAGES, other than from the Prescribed Part
- 9 18 If not already done so creditors of the Companies should complete the proof of debt forms at Appendix 8 and return the same to the Joint Administrators

#### **10. EC Regulation**

- 10 1 It is the Joint Administrators' opinion that the EC Regulation applies and these proceedings are main proceedings as defined in Article 3 of the EC Regulation. The centre of main interest of the Companies are in England

#### **11 Creditors' Meetings**

- 11 1 In accordance with Paragraph 52(1) of Schedule B1 to the Act, a creditors' meetings will not be convened as the Joint Administrators believe that the Company will have insufficient property to enable a distribution to be made to non-preferential creditors, other than the Prescribed Part (if any)
- 11 2 However, the Joint Administrators shall summon an initial creditors' meeting, if requested to by the creditors of either company, whose debts amount to at least 10% of the total debts of the Company, using the prescribed form 2 21B, attached at Appendix 7, within 8 business days from the day these proposals are sent out
- 11 3 Creditors are reminded that the costs of any meeting called shall be paid for by them and that a deposit will be required for this purpose. These costs may be ordered to be paid as an expense of the Administration if the meeting so resolves

## **12 End of the Administration**

12 1 The options available to the Joint Administrators for the exit from the Administration are as follows

- Compulsory Liquidation
- Creditors' Voluntary Liquidation
- Company Voluntary Arrangement
- Return of control to the Director(s)
- Dissolution of Company

12 2 The outcome of the Administrations will largely be dependent upon the sale of certain of the Company's business assets. The Joint Administrators are hopeful that there will be sufficient realisations to enable a distribution to be made to each of the Companies non-preferential creditors, from the Prescribed Part

12 3 In the event that the Joint Administrators form the view that a distribution can be made to the non-preferential creditors, then the Joint Administrators recommend that the Companies be moved into Creditors' Voluntary Liquidation ("CVL")

12 4 It is proposed that the Joint Administrators, currently Geoffrey Wayne Bouchier and Keith Allan Marshall of Duff & Phelps be appointed as Joint Liquidators of the Companies should it be placed into CVL

12 5 In the event that there are insufficient realisations to permit a distribution to the non-preferential creditors, then the Joint Administrators recommend that the Companies be dissolved. In this event, it is proposed that once all outstanding matters have been satisfactorily completed, the Joint Administrators will give notice to the Registrar of Companies under Paragraph 84 of the Act to the effect that the Companies have no property to realise which might permit a distribution to the non-preferential creditors at which time the Administration will cease. The company will be dissolved three months following the registration of the notice at the Registrar of Companies

12 6 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 in respect of the Companies

13 1 1 That the Joint Administrators continue the Administration to deal with such outstanding matters in relation to the Companies 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 Administrations

13 1 3 That the Joint Administrators, when it is anticipated that no better realisations will be made in the Administration than would be available in a winding up, take the necessary steps to put the company into creditors' voluntary liquidation. It is proposed that the Joint Administrators, currently Geoffrey Wayne Bouchier and Keith Allan Marshall of Duff & Phelps would act as Joint Liquidators should the company be placed into creditors' voluntary liquidation. 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 4 That the Joint Administrators, in the event that they form the view that the exit options identified in proposal 13 1 6 above are inappropriate, then, in due course, take the necessary steps to give notice to the Registrar of Companies to the effect that the company has no property which might permit a distribution to its creditors, at which stage the administration will cease and the company will subsequently be dissolved
- 13 1 5 That the Joint Administrators be discharged from all liability pursuant to Paragraph 98 of Schedule B1 to the Act, upon filing the end of the Administrations 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 incurred by them and their staff in attending matters during the Administrations and that they be allowed to draw such remuneration as and when funds permit without further recourse to the creditors of the Companies
- 13 1 7 That the Joint Administrators' statement of pre-administration costs under Rule 2 33, in respect of Duff & Phelps in the sum of £99,148, in respect of Stephenson Harwood in the sum of £82,584 03 plus VAT and disbursements, SIA Group in the sum of £4,460 00 plus VAT and disbursements and in respect of Lambert Smith Hampton in the sum of £7,500 plus VAT and disbursements, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2 67A
- 13 1 8 That the Joint Administrators be authorised to draw Duff & Phelps' internal costs, being cost of business mileage, 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
- 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 incurred by them and their staff in attending matters during the Administration and that they be allowed to draw such remuneration as and when funds permit without further recourse to the creditors of the Company
- 13 3 3 That the Joint Administrators' statement of pre-administration costs under Rule 2 33, where no Creditors' Committee is established, be approved for payment in accordance with Rule 2 67A

13 3 4 That the Joint Administrators be authorised to draw Duff & Phelps' internal costs, being cost of business mileage, in dealing with the Administration ("Category 2 Disbursements")

**14. Other Matters**

14 1 If any creditor has any information concerning the Companies affairs that they would like to bring to the Joint Administrators' attention, then they would be pleased to hear from them

14 2 If you require further information or assistance, please do not hesitate to contact Nicola McAvoy



**Geoffrey Bouchier**  
Joint Administrator

The affairs business and property of the Company are being managed by the Joint Administrators, Geoffrey Wayne Bouchier and Keith Allan Marshall, who act as agents for the Company and without personal liability. Geoffrey Bouchier is licensed by the Insolvency Practitioners Association and Keith Marshall is licensed by the Institute of Chartered Accountants of England and Wales

**Appendix 1**

**Statutory Information**

**Statutory Information**

<b>Company Name</b>	Tees Alliance Group Corporate Limited
<b>Date of Incorporation</b>	29 January 2008
<b>Registered Number</b>	06486957
<b>Company Directors at Appointment</b>	Stuart Oakley TAG Energy Solutions Limited
<b>Company Secretary</b>	Scott Eason
<b>Shareholders</b>	TAG Energy Solutions Ltd (3,500,200 Ordinary Shares)
<b>Trading Address</b>	Haverton Hill Yard Haverton Hill Industrial Estate Billingham Cleveland
<b>Registered Office</b>	<b>Current:</b> The Chancery 58 Spring Gardens Manchester M2 1EW  <b>Former:</b> Haverton Hill Yard Haverton Hill Industrial Estate Billingham Cleveland TS23 1PZ
<b>Any Other Trading Names</b>	None

**Statutory Information**

<b>Company Name</b>	TAG Energy Solutions Limited
<b>Date of Incorporation</b>	17 September 2010
<b>Registered Number</b>	07379608
<b>Company Directors at Appointment</b>	Neil Adamson Fabien Castello Timothy Eggar Michael Foster Stuart Oakley Thomas Rottner Patrick Sheehan
<b>Company Secretary</b>	Scott Eason
<b>Shareholders</b>	TAG Investors Limited (8,774,216 A Ordinary Shares, 184,399 C Ordinary Shares, 386,266 D Ordinary Shares) David Eason (305,307 B Ordinary Shares, 31,842 C Ordinary Shares, 529,699 Deferred Shares) Timothy Eggar (43,220 A Ordinary Shares, 3,582 B Ordinary Shares, 5,810 Deferred Shares) Alex Dawson (153,863 B Ordinary Shares, 400,490 Deferred Shares) Scott Eason (226,591 Deferred Shares) James Dawson (53,350 C Ordinary Shares, 45,370 D Ordinary Shares) Glenn Wilson (1,588 Deferred Shares) Neil Adamson (53,350 C Ordinary Shares, 45,370 D Ordinary Shares, 1,588 Deferred Shares, 22,328 B Ordinary Shares)
<b>Trading Address</b>	N/A
<b>Registered Office</b>	<b>Current:</b> The Chancery 58 Spring Gardens Manchester M2 1EW  <b>Former:</b> Haverton Hill Yard Haverton Hill Industrial Estate Billingham Cleveland TS23 1PZ

## Financial Information

### Balance Sheet - TAGC

		As at 31 December 2012 (Audited)		As at 31 December 2011 (Audited)
<b>Fixed Assets</b>	£	17,921,260	£	18,309,871
<b>Current Assets</b>				
Debtors	£	404,551	£	987,208
Cash / Overdraft	£	481,104	£	3,000,221
Stock	£	54,661	£	Nil
	£	940,316	£	3,987,429
<b>Current Liabilities</b>				
Trade Creditors	£	(469,017)	£	(1,074,906)
Intercompany Loans	£	(143,319)	£	(142,876)
Deferred Income and Other Creditors	£	(454,373)	£	(491,174)
Taxation	£	(19,506)	£	(20,307)
	£	(1,086,215)	£	(1,729,263)
<b>Net Current (Liabilities) / Assets</b>	£	(145,899)	£	2,258,166
<b>Total Assets less Current Liabilities</b>	£	17,775,361	£	20,568,037
<b>Long Term Liabilities</b>	£	(26,072,090)	£	(19,614,983)
<b>Total Assets less Total Liabilities</b>	£	(8,296,729)	£	953,054

<b>Capital and Reserves</b>				
Share Capital	£	3,500,200	£	3,500,200
Profit and Loss Account	£	(12,604,992)	£	(3,368,909)
Revaluation Reserve	£	808,063	£	821,763
	£	(8,296,729)	£	953,054

**Profit and Loss - TAGC**

		<b>Year Ended 31 December 2012 (Audited)</b>		<b>Year Ended 13 December 2011 (Audited)</b>
<b>Turnover</b>	£	<b>4,196,003</b>	£	<b>772,275</b>
<b>Overheads</b>				
Cost of Sales	£	(4,902,361)	£	(544,553)
Administrative Expenses	£	(5,022,123)	£	(3,582,430)
	£	<b>(9,924,484)</b>	£	<b>(4,126,983)</b>
<b>Other Operating Income</b>	£	<b>302,430</b>	£	<b>15,977</b>
<b>EBITDA</b>	£	<b>(5,426,051)</b>	£	<b>(3,338,731)</b>
Depreciation	£	(899,789)	£	(176,233)
Operating Profit/(Loss)	£	(6,325,840)	£	(3,514,964)
Interest	£	(2,523,740)	£	(1,547,403)
Profit Before Tax	£	(8,849,580)	£	(5,062,367)
Corporation Tax	£	(400,203)	£	449,914
<b>Retained Profit/(Loss) for the Year</b>	£	<b>(9,249,783)</b>	£	<b>(4,612,453)</b>



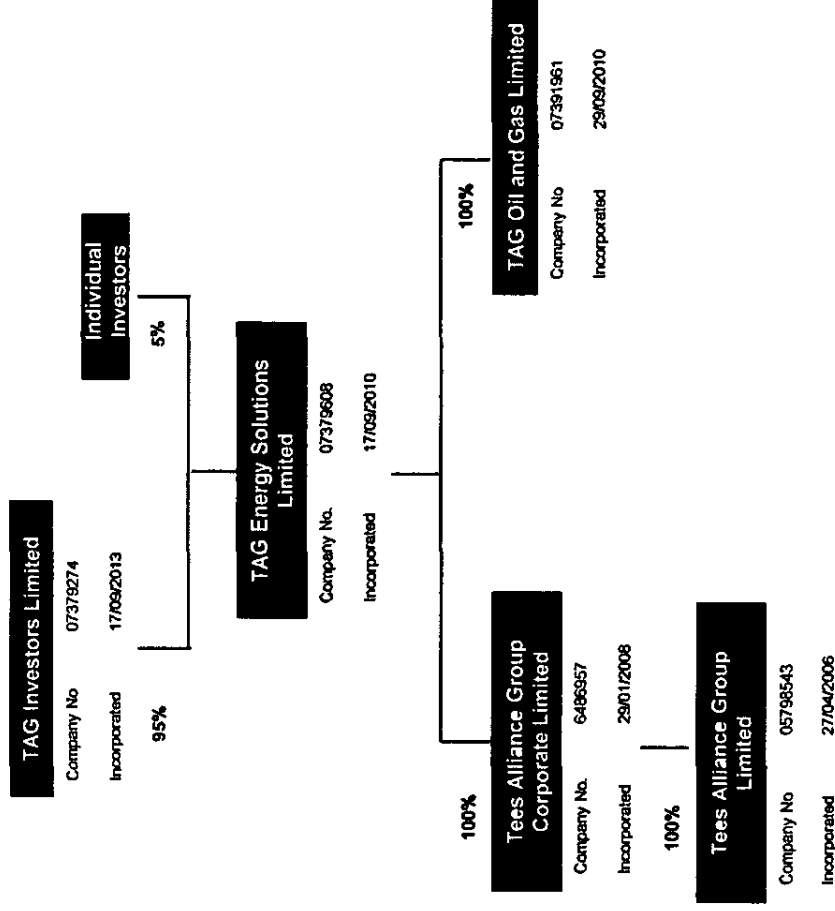
**Balance Sheet - TAGES**

		As at 31 December 2012 (Audited)		As at 31 December 2011 (Audited)
<b>Fixed Assets</b>	£	8,359,194	£	8,359,195
<b>Current Assets</b>				
Debtors – due after more than one year	£	23,768,131	£	17,289,511
Cash / Overdraft	£	6,681	£	993
	£	23,792,812	£	17,290,504
<b>Current Liabilities</b>				
Accruals and Deferred Income	£	(293,751)	£	(235,555)
	£	(293,751)	£	(235,555)
<b>Net Current Assets</b>	£	23,499,061	£	17,054,949
<b>Total Assets less Current Liabilities</b>	£	31,858,255	£	25,4147,143
<b>Long Term Liabilities</b>	£	(23,933,752)	£	(20,762,522)
<b>Total Assets less Total Liabilities</b>	£	7,924,503	£	4,651,621
<b>Capital and Reserves</b>				
Share Capital	£	86,111	£	52,041
Share Premium Account	£	8,524,945	£	5,152,041
Profit and Loss Account	£	(686,553)	£	(552,461)
	£	7,924,503	£	4,651,621

## **Appendix 2**

### **Group Structure**

# TAG Group Structure



## **Appendix 3**

### **Receipts and Payments Accounts**

**Tees Alliance Group Corporate Limited**  
**(In Administration)**  
**Joint Administrators' Abstract of Receipts & Payments**

**To 10/12/2014**

<b>S of A £</b>		<b>£</b>	<b>£</b>
	<b>SECURED ASSETS</b>		
3,900,000.00	Freehold Land & Property	NIL	
NIL	Investments	<u>NIL</u>	NIL
	<b>SECURED CREDITORS</b>		
(6,961,363 00)	ESO Investeco Capital II S a r l	<u>NIL</u>	NIL
	<b>ASSET REALISATIONS</b>		
2,900,000 00	Plant & Machinery	NIL	
30,000.00	Furniture & Equipment	NIL	
NIL	Debtors	NIL	
46,375.00	Cash at Bank	46,374 91	
	Non-refundable Deposit	<u>100,000 00</u>	146,374.91
	<b>COST OF REALISATIONS</b>		
	Site Security	18,012 00	
	Statutory Advertising	<u>84.60</u>	(18,096 60)
	<b>UNSECURED CREDITORS</b>		
(895,986 20)	Trade & Expense Creditors	NIL	
(394,923.00)	HM Revenue & Customs	NIL	
(299,841.00)	HM Revenue & Customs	NIL	
(55,294,837 00)	Intercompany Loan - TAGES	NIL	
(143,319.00)	Intercompany Loan - TAGL	NIL	
(1,125,000 00)	ONE Grant	<u>NIL</u>	NIL
	<b>DISTRIBUTIONS</b>		
(3,500,200 00)	Ordinary Shareholders	<u>NIL</u>	NIL
(61,739,094.20)			<u><b>128,278.31</b></u>
	<b>REPRESENTED BY</b>		
	VAT Receivable		3,619.32
	Floating/main current account		24,658.99
	Solicitors Client Account		100,000 00
			<u><b>128,278.31</b></u>

**TAG Energy Solutions Limited**  
**(In Administration)**  
**Joint Administrators' Abstract of Receipts & Payments**

**To 10/12/2014**

<b>S of A £</b>		<b>£</b>	<b>£</b>
	SECURED ASSETS		
NIL	Investments	<u>NIL</u>	NIL
	SECURED CREDITORS		
(7,533,012.00)	TAG Investors Limited	<u>NIL</u>	NIL
	ASSET REALISATIONS		
575,000.00	Intercompany Loan - TAGC	<u>NIL</u>	NIL
	UNSECURED CREDITORS		
(38,592,386 00)	Loan Note Holders	<u>NIL</u>	NIL
	DISTRIBUTIONS		
(11,527,979.00)	Ordinary Shareholders	<u>NIL</u>	NIL
(46,148,324 00)			<u><b>NIL</b></u>
	REPRESENTED BY		<u><b>NIL</b></u>

**Appendix 4**

**Directors' Statements of Affairs**

**Draft Statement of affairs**

Name of company Tees Alliance Group Corporate Limited	Company Number 06486957
In the High Court of Justice Chancery Division Companies Court (full name of court)	Court Case Number 7323 of 2014

(a) Insert name and address  
or registered office of the  
company

Statement as to the affairs of (a)

Tees Alliance Group Corporate Limited

The Chancery, 58 Spring Gardens, Manchester, M2 1EW

(b) Insert date

On the (b) 22 October 2014, the date that the Company entered Administration

**Statement of Truth**

I believe that the facts stated in this Statement of Affairs are a full, true  
and complete statement of the affairs of the above named Company as  
at (b) 22 October 2014, the date that the Company entered into Administration

Full name

NEIL JOHN ADAMSON

Signed



Dated

28/11/14




INSOLVENCY ACT 1986

DRAFT STATEMENT OF AFFAIRS

A - Summary of Assets

Assets	Notes	Book Value £000	Estimated to realise £000
<b>Assets subject to fixed charge</b>			
<b>ASSETS SUBJECT TO FIXED CHARGE</b>			
Freehold Land & Property		9 580,622 00	3 900,000 00
Investments		100 00	Nil
ESO Investeco Capital II S a r l			(6,961,363 00)
			(3,061,363 00)
<b>Assets subject to a floating charge</b>			
Plant & Machinery		9,373,877 00	2,900,000 00
Furniture & Equipment		101,281 00	30,000 00
Debtors		23,384 00	0 00
Cash at Bank		46,375 00	46,375 00
<b>Estimated total assets available for preferential creditors</b>			<b>2,976,375 00</b>

Signature 

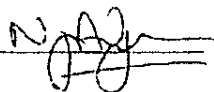
Date 28/11/14

INSOLVENCY ACT 1986

DRAFT STATEMENT OF AFFAIRS

A1 -Summary of liabilities

	Estimated to realise £000
<b>Estimated total assets available for preferential creditors (carried from page A)</b>	<b>2,976,375 00</b>
<b>Liabilities</b>	
Preferential creditors	Nil
<b>Estimated deficiency/surplus as regards preferential creditors</b>	<b>2,976,375 00</b>
Estimated prescribed part of net property where applicable (to carry forward)	598 275 00
<b>Estimated total assets available for floating charge holders</b>	<b>2,378,100 00</b>
Debts secured by floating charges Deficiency b/d	3 061,363 00
<b>Estimated deficiency/surplus of assets after floating charges</b>	<b>(683,263 00)</b>
Estimated prescribed part of net property where applicable (brought down)	598 275 00
<b>Total assets available to unsecured creditors</b>	<b>598,275 00</b>
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)	58 153 906 20
<b>Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)</b>	<b>(57,555,631 20)</b>
Shortfall to floating charge holders (brought down)	(683,263 00)
<b>Estimated deficiency/surplus as regards creditors</b>	<b>(58,238,894 20)</b>
Issued and called up capital	3,500 200 00
<b>Estimated total deficiency/surplus as regards members</b>	<b>(61,739,094 20)</b>

Signature 

Date 28/11/14

**Jiff & Phelps Ltd.**  
**ies Alliance Group Corporate Limited**  
**- Company Creditors**

Y	Name	Address	£
00	Company's accountants		0 00
01	Company's other advisers		0.00
02	AquaAid	6 Faraday Close, Pattinson Ind Est, Washington, NE38 8QJ	777 30
03	Air Liquide Welding Ltd	Low March, London Road, Daventry, NN11 4SD	5,416 02
04	Access UK Ltd	The Old School, Stratford St Mary, Colchester, CO7 6LZ	11,743.87
00	BMC Group	2nd Floor, 337 City Road, London, EC1V 1LJ	3,910 14
01	BDO	1 Bridgewater Place, Water lane, Leeds, LS11 5ru	4,800 00
02	BOC	P O Box 12, Priestley Road, Worsley, Manchester, M28 2UT	14,569 12
03	Bond Dickinson LLP	St Ann's Wharf, 112 Quayside, Newcastle upon Tyne, NE1 3DX	14,899 92
04	Barday Card		1,136 77
00	Cromwell	Dukeway, Team Valley Trading Estate, Gateshead, Tyne and Wear, NE11 0PZ	69 12
01	Complete Office Solutions UK Ltd	Unit 1 Concept Court, Kettlestring Lane, Clifton Moor, York, YO30 4XF	138 19
02	COMMSAVINGS	5 BANKSIDE, THE WATERMARK, GATESHEAD, NE11 9SY	498.06
00	Debenture Holder		0 00
01	DHL		416 81
02	DET NORSKE VERITAS	Palace House, 3 Cathedral Street, London	480 24
03	Driver Consultancy	Driver House, 4 Crispen Way, Haslingden, Rossendale, BB4 4PW	20,293 08
00	Electricity company		0 00
01	Eden Transport	Eden House, Hartlepool, TS27 4QF	360 00
02	Eagle Welding & Engineering Supplies Ltd	Portrack Grange Road, Portrack Industrial Estate, Stockton on Tees, TS18 2PH	2,954.83
03	Euro Contracting Solutions	Pearl Buildings, Stephenson Street, Wallsend, NE28 6UE	3,780 00
00	Factoring company		0.00
01	FAB-TECH	14-15 Whinbank Park, Whinbank Road, Aycliffe Business Park, Newton Aycliffe, DL5 6AY	2,112.00
00	Gas company		0 00
01	GMI	25 Cochran Close, Crownhill, Milton Keynes, MK8 0AJ	452 40
00	H M Revenue & Customs	Insolvency Operations, Queens Dock, Liverpool, Merseyside, L74 4AF	394,922 81
01	HM Revenue & Customs	VAT Local Office	0 00
02	HM Revenue & Customs	Enforcement & Insolvency Service, Durrington Bridge House, Worthing, West Sussex, BN12 4SE	299,841 00
03	Hire Station Limited	4 Cannon Park Industrial Estate, Middlesbrough, TS1 5JP	872 10

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**iff & Phelps Ltd.**  
**es Alliance Group Corporate Limited**  
**- Company Creditors**

Y	Name	Address	£
D4	HILTI	1 Trafford Wharf Road, Trafford Park, Manchester, M17 1BY	1,773.53
D5	HMRC		0.00
D6	HSBC		17.44
I1	HM Revenue & Customs	Local CT office	0.00
I2	HM Revenue & Customs	DSS Longbenton	0.00
I3	HM Revenue & Customs	PAYE/NIC Local Office	0.00
I4	Company's insurer		0.00
I5	Initial Washroom Solutions	Unit 1 Concept Court, Westway Industrial Park, Ponteland Road, NE15 9HF	6.70
I6	Inspection Engineering Services	Evans Business & Incubation Centre, Durham Way South, Newton Aycliffe, DL5 6XP	1,638.00
I0	J T Dove Ltd	Bridge Road, Stockton, Cleveland, TS18 3AL	118.49
I1	John Gibson Hire	Queensway, Middlesbrough, TS3 8TF	6,943.61
I0	Kaefer Opus Limited	c/o Muckle LLP, Time Central , 32 Gallowgate, Newcastle upon Tyne, NE1 4BF, ref CLS LMD, 45290 0001.4399066 1	0.00
I0	Landlord		0.00
I1	Lanes Group PLC	17 Parkside Lane, Parkside Industrial Estate, Leeds, LS11 5TD	2,640.00
I2	LOXAM ACCESS	Unit 12a Glaisdale Point, Glaisdale Parkway, Nottingham	3,598.47
I0	Monks & Crane	Unit 2 Atlantic Way, Black Country New Road, Westbury, West Midlands, WS10 7WW	48.71
I1	Mantech Limited	Units 1 & 2 Normans Hall farm, Pott Shrigley, Nr Macclesfield, SK10 5SE	52.80
I2	Mistras ETS Ltd	108 Graythorp Ind Est, Hartlepool, TS25 2DF	119.33
I3	MTL Group Limited	Grange Lane, Brinsworth, Rotherham, S60 5AE	456.00
I4	Money Penny	Accounts Department, Elice Way, Wrexham, LL13 7YT	582.98
I5	Milestone	Westgate House, Westgate, London, W5 1YY	2,307.36
I6	MOBILE MINI LTD	28 FALCON COURT, PRESTON FARM BUSINESS PARK, STOCKTON ON TEES, TS18 3TX	2,661.01
I0	Normans of Billingham	Unit 5 Royce Avenue, Cowpen Industrial Estate, Billingham, Cleveland, TS23 4BX	276.64
I1	Nigel Wright Employment Services	Llyods Court, 78 Grey St, Newcastle upon Tyne, Tyne and Wear, NE1 6AF	802.08
I2	Northumbrian Water	Business Income Group, PO Box 400, Durham, DH1 9WF	1,313.24
I0	O'Brien Waste Management	Cleaton House, Cleaton Lane, East Boldon, Tyne and Wear, NE36 0AJ	48.00
I1	Onyx Group	9 Cheltenham Road, Portrack Interchange Business Park, Stockton-on-Tees, TS18 2AD	949.99
I2	O'Donnell Consultancy	15 Eastbourne Road, Middlesbrough, TS5 6QS	2,200.00
I3	OPUS INDUSTRIAL SERVICES LTD	ETHAN HOUSE, ROYCE AVENUE, COWPEN LANE INDUSTRIAL ESTATE, BILLINGHAM, TS23 4BX	475,670.06

Signature

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28 November 2014 14:58

**Duff & Phelps Ltd.**  
**James Alliance Group Corporate Limited**  
**- Company Creditors**

Y	Name	Address	£
104	ONE Grant		1,125,000.00
00	Company's pension company		0.00
01	Phone company - landline		0.00
02	Phone company - mobiles		0.00
03	Petitioning creditor		0.00
04	Power Wholesale Ltd		277.32
05	P W Archer	100-104 High West Street, Gateshead, NE8 1NA	507.60
06	Procomm Site Services Ltd	Springwell Lane, Northallerton, DL7 8QP	550.68
07	Platina Partners	PO Box 1949, Coverdale Court, Wilton International, Redcar, TS10 4YG	170,009.31
08	Driver Project Services UK t/a Driver	20 Manchester Square, London, W1U 3PZ	0.00
09	Printer Base Ltd	15 Evolution, Wynyard Park, Wynyard, TS22 5TB	0.00
01	Redundancy Payments Service	Britannia House, Heartford Street, Aston Under Lyne, OL7 0TJ	0.00
02	RS Industrial Services	2 Cassel Court, Haverton Hill Road, Bilingham, TS23 1RB	0.00
03	RED-D-ARC	Unit 9, Station Road Industrial Estate, Sutton, WA9 3JG	614.77
00	Company's Solicitors		18,401.65
01	Stanland Laundry Centre Ltd		0.00
02	Sage (UK) Limited	Ashbank House, 1 Sadler Forster Way, Teesside Industrial estate, Thornaby, TS17 9JY	124.80
03	STOCKTON ON TEES BOROUGH COUNCIL	North Park, Newcastle upon Tyne, NE13 9AA	133.09
04	SIE Industrial Ltd	PO BOX 410, KINGSWAY HOUSE, WEST PRECINCT, BILLINGHAM, TS23 2YD	1,352.55
00	Technology Telecom	Faraday House, Station Road, Washington, NE38 7LW	23,285.89
01	Thos Proctor & Son Ltd	Suite 20, Willow House, Newhouse Business Park, Grangemouth, FK3 8LL	65.63
02	Traprain Consultants Ltd	Boeing Way, Preston Farm Business Park, Stockton-on-Tees, Cleveland, TS18 3TE	701.93
03	Trent Consulting Ltd	3 High Street, East Linton, East Lothian, EH40 3AA	2,370.00
04	T M Ward	46 High Street, Nettlebed, Nr Henley-on-Thames, RG9 5DD	2,400.00
05	Teesside Security Services Limited	Faverdale North, Faverdale Ind Estate, Darlington, DL3 0PP	2,670.00
06	Teesside Site Services Ltd	Haverton House, Haverton Hill Yard, Billingham, TS23 1PZ	7,204.80
07	The Endeavour Partnership LLP	Haverton House, Haverton Hill, Billingham, TS23 1PZ	7,296.98
08	Terra Modus Engineering	Westminster, St Mark's Court, Teesdale Business Park, Teesside, TS17 6QP	8,042.80
09	TAG Limited	26 Springfield, Stokesley, TS9 5EU	14,973.12
0A	TAG Energy Solutions Limited	Haverton House, Haverton Hill Yard, Billingham, Cleveland, TS23 1PZ	143,318.90
		C/o Duff & Phelps, The Chancery, 58 Spring Gardens, Manchester, M2 1EW	55,294,836.74

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28 November 2014 14:58

**uff & Phelps Ltd.**  
**es Alliance Group Corporate Limited**  
**- Company Creditors**

ity	Name	Address	£
00	VODAFONE	PO Box 32, Sheffield, S98 1BX	281 19
01	Veolia Environmental Services	London Road, Brownhills, Walsall, West Midlands, WS8 7BB	6,921.16
000	Work introducer		0.00
001	Water board		0 00
002	Waters Waste Services Ltd	Little Ayton Lane, Great Ayton, TS9 6HY	2,227 50
00	Zenith	Stockton Business Centre, 70 Brunswick Street, Stockton On Tees, TS18 1DW	31,669 57
<b>Entries Totalling</b>			<b>58,153,906.20</b>

nature   
e 4 of 4

**Draft Statement of affairs**

Name of company TAG Energy Solutions Limited	Company Number 07379608
In the High Court of Justice Chancery Division Companies Court (full name of court)	Court Case Number 7326 of 2014

(a) insert name and address  
of registered office of the  
company

Statement as to the affairs of (a)

TAG Energy Solutions Limited

The Chancery, 58 Spring Gardens, Manchester, M2 1EW

(b) insert date

On the (b) 22 October 2014, the date that the Company entered Administration


**Statement of Truth**

I believe that the facts stated in this Statement of Affairs are a full true  
and complete statement of the affairs of the above named Company as  
at (b) 22 October 2014 the date that the Company entered into Administration

Full name

NEIL JOHN ADAMSON

Signed



Dated

28/11/14

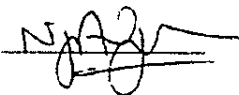
INSOLVENCY ACT 1986

DRAFT STATEMENT OF AFFAIRS

A - Summary of Assets

Assets	Notes	Book Value £000	Estimated to realise £000
Assets subject to fixed charge			
Investments		8 441 507 00	NIL
Amounts due to TIL			(7 533 012 00)
			(7,533,012 00)
Assets subject to a floating charge			
Intercompany loan		55 294 837 00	575 000 00
			575 000 00
Estimated total assets available for preferential creditors			575,000 00

Signature



Date

28/11/14



**INSOLVENCY ACT 1986**

**DRAFT STATEMENT OF AFFAIRS**

**A1 - Summary of liabilities**

	Estimated to realise £000
Estimated total assets available for preferential creditors (carried from page A)	575,000 00
<b>Liabilities</b>	
Preferential creditors	NIL
Estimated deficiency/surplus as regards preferential creditors	575,000 00
Estimated prescribed part of net property where applicable (to carry forward)	118 000 00
Estimated total assets available for floating charge holders	457,000 00
Debts secured by floating charges Deficiency bid	7,533 012 00
Estimated deficiency/surplus of assets after floating charges	(7,076,012 00)
Estimated prescribed part of net property where applicable (brought down)	118 000 00
Total assets available to unsecured creditors	118,000 00
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)	38 592,366 00
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	(38,474,366 00)
Shortfall to floating charge holders (brought down)	7 076 012 00
Estimated deficiency/surplus as regards creditors	(45,550,398 00)
Issued and called up capital	11 527 979 00
Estimated total deficiency/surplus as regards members	(57,078,377 00)

Signature 

Date 28/11/14

**Duff & Phelps Ltd.**  
**LAG Energy Solutions Limited**  
**3 - Company Creditors**

Key	Name	Address	£
H00	H M Revenue & Customs	Insolvency Operations, Queens Dock, Liverpool, Merseyside, L74 4AF Enforcement & Insolvency Service, Durrington Bridge House, Worthing, West Sussex, BN12 4SE	0.00
H02	HM Revenue & Customs		0.00
L01	Loan Note Holders	20 Manchester Square, London, W1U 3PZ P O Box 16685, BIRMINGHAM, B2 2LX	38,592,386.00
P04	Platina Partners		0.00
R01	Redundancy Payments Service		0.00
i Entries Totalling			38,592,386.00

Signature   
Page 1 of 1

IPS SQL Ver 2013 07

28 November 2014 15 01

**Appendix 5**

**Analysis of Time Charged and Expenses Incurred**

## 51589 TAG ENERGY SOLUTIONS LIMITED

## ANALYSIS OF TIME COSTS FOR THE PERIOD 08/09/2014 to 22/10/2014

MPR-Misc - Pre Adpt

Classification of Work Function	Partner	Manager	Hours			Total Hours	Time Cost	Avg Hourly Rate
			Senior	Assistant	Support			
<b>Administration and Planning</b>								
General admin	0 30	0 00	0 00	5 00	0 00	5 30	907 50	171 23
Meetings	2 50	0 00	0 00	4 30	0 00	6 80	2,510 50	369 19
Reporting to company	1 50	5 70	0 00	1 90	0 00	9 10	3,758 50	413 02
Statement of affairs	0 00	0 00	0 00	0 60	0 00	0 60	141 00	235 00
Strategy planning & control	61 30	102 70	5 40	29 10	0 00	198 50	91,350 50	492 21
<b>Creditors</b>								
Reporting to appointor	0 00	1 00	0 00	0 00	0 00	1 00	480 00	480 00
<b>Total Hours</b>	<b>65 60</b>	<b>109 40</b>	<b>5 40</b>	<b>40 90</b>	<b>0 00</b>	<b>221 30</b>		<b>448 03</b>
<b>Total Fees Claimed</b>	<b>39,227 00</b>	<b>48,900 00</b>	<b>1,836 00</b>	<b>9,185 00</b>	<b>0 00</b>		<b>99,148 00</b>	

No category 2 disbursement have been charged in this matter

## ANALYSIS OF TIME COSTS FOR THE PERIOD 22/10/2014 to 10/12/2014

ADM-Admin - Post Appt

Classification of Work Function	Partner	Manager	Hours Senior	Assistant	Support	Total Hours	Time Cost	Avg Hourly Rate
<b>Administration and Planning</b>								
Case review and Case Diary management	0 00	0 00	0 00	2 90	0 00	2 90	549 50	189 48
Cashiering & accounting	0 00	0 10	0 60	1 30	0 00	2 00	516 50	258 25
Dealings with Directors and Management	0 40	3 90	0 00	0 50	0 00	4 80	1 995 50	415 73
IPS set up & maintenance	0 00	0 00	0 00	4 10	0 00	4 10	471 50	115 00
Insurance	0 00	0 00	0 00	0 20	0 00	0 20	47 00	235 00
Statement of affairs	0 00	0 60	0 00	1 50	0 00	2 10	604 50	287 86
Statutory matters (Meetings & Reports & Notices)	0 00	2 80	0 00	10 75	0 00	13 55	3,096 25	228 51
Strategy planning & control	0 00	11 10	0 00	6 30	0 00	17 40	5,947 00	341 78
Tax Compliance/Planning	0 00	0 60	0 00	0 20	0 00	0 80	299 00	373 75
<b>Creditors</b>								
Communications with Creditors/Employees	1 00	1 60	0 00	4 30	0 00	6 90	2,212 50	320 65
Secured Creditors	0 90	6 30	0 00	1 50	0 00	8 70	3,538 50	406 72
<b>Investigations</b>								
CDDA & reports & Communication	0 00	0 10	0 00	0 00	0 00	0 10	42 00	420 00
Financial review and investigations (S238/239 etc)	1 00	0 00	0 00	0 00	0 00	1 00	600 00	600 00
<b>Realisation of Assets</b>								
Book debts	0 00	6 10	0 00	0 30	0 00	6 40	2,632 50	411 33
Freehold and Leasehold Property	0 00	4 70	0 00	0 00	0 00	4 70	1 974 00	420 00
Hire Purchase and Lease Assets	0 00	3 00	0 00	0 00	0 00	3 00	1,260 00	420 00
Other Tangible Assets	0 00	2 30	0 00	1 40	0 00	3 70	1 295 00	350 00
Plant & Machinery & Fixtures & Motor Vehicles	0 00	8 20	0 00	1 20	0 00	9 40	3,726 00	396 38
Sale of business	15 10	25 50	0 00	9 00	0 00	49 60	21 885 00	441 23
<b>Total Hours</b>	<b>18 40</b>	<b>76 90</b>	<b>0 60</b>	<b>45 45</b>	<b>0 00</b>	<b>141 35</b>		<b>372 78</b>
<b>Total Fees Claimed</b>	<b>10,970 00</b>	<b>32,298 00</b>	<b>192 00</b>	<b>9,232 25</b>	<b>0 00</b>		<b>52,692 25</b>	

**Tees Alliance Group Corporate Limited (In Administration)**  
**Joint Administrators' Disbursements**

	<b>Current Period</b>	
	<b>Incurred</b>	<b>Amount Paid</b>
	<b>(£)</b>	<b>(£)</b>
<b>Category 1</b>		
Subsistence	7 16	0 00
<b>TOTAL</b>	<b><u>£7 16</u></b>	<b><u>£0 00</u></b>
<b>Category 2</b>		
Mileage @ 45p per mile	147 60	0 00
<b>TOTAL</b>	<b><u>£147 60</u></b>	<b><u>£0 00</u></b>

The above costs exclude VAT

51589 TAG ENERGY SOLUTIONS LIMITED

ANALYSIS OF TIME COSTS FOR THE PERIOD 22/10/2014 to 10/12/2014

ADM-Admin - Post Appt

Classification of Work Function	Partner	Manager	Hours Senior	Assistant	Support	Total Hours	Time Cost	Avg Hourly Rate
<b>Administration and Planning</b>								
Case review and Case Diary management	0 00	0 20	0 00	3 00	0 00	3 20	525 00	164 06
Cashiering & accounting	0 00	0 00	0 40	0 10	0 00	0 50	140 00	280 00
Dealings with Directors and Management	0 00	0 40	0 00	0 30	0 00	0 70	238 50	340 71
Statement of affairs	0 00	0 30	0 00	1 40	0 00	1 70	455 00	267 65
Statutory matters (Meetings & Reports & Notices)	0 00	0 60	0 00	13 30	0 00	13 90	2,765 50	198 96
Strategy planning & control	0 50	5 20	0 00	0 00	0 00	5 70	2 772 00	486 32
<b>Creditors</b>								
Communications with Creditors/Employees	0 00	0 10	0 00	0 20	0 00	0 30	66 00	220 00
<b>Investigations</b>								
CDDA & reports & Communication	0 00	0 10	0 00	0 00	0 00	0 10	42 00	420 00
<b>Realisation of Assets</b>								
Other Tangible Assets	0 00	0 70	0 00	0 00	0 00	0 70	294 00	420 00
Plant & Machinery & Fixtures & Motor Vehicles	0 00	2 70	0 00	0 00	0 00	2 70	1,296 00	480 00
Sale of business	0 00	2 10	0 00	0 00	0 00	2 10	1,008 00	480 00
<b>Total Hours</b>	<b>0 50</b>	<b>12 40</b>	<b>0 40</b>	<b>18 30</b>	<b>0 00</b>	<b>31 60</b>		<b>303 86</b>
<b>Total Fees Claimed</b>	<b>300 00</b>	<b>5,796 00</b>	<b>128 00</b>	<b>3,378 00</b>	<b>0 00</b>		<b>9,602 00</b>	

No Category 2 Disbursements have been charged in this matter

## **Appendix 6**

### **Joint Administrators' Agents and Solicitors**



<b>Company</b>	<b>Role</b>
Stephenson Harwood	Solicitors – Preparation of the sale of business contract, assist with placing the Company into Administration and other ad hoc legal matters
SIA Group	Chattel agents – Valuation of the assets
Orrick Herrington & Sutcliffe (Europe) LLP	Solicitors – Review and advice in respect of various E On claims
Reeves & Co LLP	Tax agents – Review tax position for refunds and complete tax returns for the Administration period
Lambert Smith Hampton	Freehold agents – valuation of the Freehold Property

The Joint Administrators' choice of those instructed was based on their perception of the ability and experience to perform this type of work, the complexity and nature of the assignment and the basis of the Joint Administrators' fee arrangement with them

**Appendix 7**

**Form 2.21B Creditor's Request for a Meeting**

## Rule 2 37

## Creditor's request for a meeting

Name of Company

Tees Alliance Group Corporate Limited

Company number

06486957

In the  
High Court of Justice, Chancery Division  
Companies Court

Court case number

7323 of 2014

(a) Insert full name and  
address of the creditor  
making the request

I (a)

(b) Insert full name and  
address of registered  
office of the company

request a meeting of the creditors of Tees Alliance Group Corporate Limited

(b) Registered Office  
The Chancery  
58 Spring Gardens  
Manchester, M2 1EW

(c) Insert amount of claim

My claim in the administration is (c)

(d) Insert full name(s) and  
address(es) of creditors  
concurring with the  
request (if any) and their  
claims in the  
administration if the  
Requesting creditor's claim  
is below the required 10%

(d)

concur with the above request, and I attach copies of their written confirmation of  
concurrence

(e) Insert details of the  
purpose of the meeting

The purpose of the meeting is (e)

Signed

---

Dated

---

## Rule 2 37

## Creditor's request for a meeting

Name of Company

TAG Energy Solutions Limited

Company number

07379608

In the  
High Court of Justice, Chancery Division,  
Companies Court

Court case number

7326 of 2014

(a) Insert full name and  
address of the creditor  
making the request

I (a)

(b) Insert full name and  
address of registered  
office of the company

request a meeting of the creditors of TAG Energy Solutions Limited

(b) Registered Office  
The Chancery  
58 Spring Gardens  
Manchester, M2 1EW

(c) Insert amount of claim

My claim in the administration is (c)

(d) Insert full name(s) and  
address(es) of creditors  
concurring with the  
request (if any) and their  
claims in the  
administration if the  
Requesting creditor's claim  
is below the required 10%

(d)

concur with the above request, and I attach copies of their written confirmation of  
concurrence

(e) Insert details of the  
purpose of the meeting

The purpose of the meeting is (e)

Signed

---

Dated

---

**Appendix 8**

**Proof of Debt Forms**

**Proof of Debt – General Form**

Tees Alliance Group Corporate Limited (In Administration)		
Date of Administration 22/10/2014		
1	Name of creditor (If a company please also give company registration number)	
2	For correspondence Address of creditor	
	Contact telephone number of creditor	
	Email address of creditor	
3	Total amount of claim, including any Value Added Tax and outstanding uncapitalised interest as at the date the company went into Administration	
4	Details of any documents by reference to which the debt can be substantiated (Note There is no need to attach them now but the Administrator may call for any document or evidence to substantiate the claim at his discretion as may the chairman or convenor of any meeting)	
5	If amount in 3 above includes outstanding uncapitalised interest please state amount	£
6	Particulars of how and when debt incurred (If you need more space append a continuation sheet to this form)	
7	Particulars of any security held, the value of the security, and the date it was given	
8	Particulars of any reservation of title claimed in respect of goods supplied to which the claim relates	£
9	Signature of creditor or person authorised to act on his behalf  _____	
	Name in BLOCK LETTERS  _____	
	Position with or in relation to creditor  _____	
	Address of person signing (if different from 2 above)  _____	
<b>For Administrators' Use only</b>		
Admitted to vote for		Admitted for dividend for
£		£
Date		Date
Administrator		Administrator

**Proof of Debt – General Form**

TAG Energy Solutions Limited (In Administration)		
Date of Administration 22/10/2014		
1	Name of creditor (If a company please also give company registration number)	
2	For correspondence Address of creditor	
	Contact telephone number of creditor	
	Email address of creditor	
3	Total amount of claim, including any Value Added Tax and outstanding uncapitalised interest as at the date the company went into Administration	
4	Details of any documents by reference to which the debt can be substantiated (Note There is no need to attach them now but the Administrator may call for any document or evidence to substantiate the claim at his discretion as may the chairman or convenor of any meeting)	
5	If amount in 3 above includes outstanding uncapitalised interest please state amount	£
6	Particulars of how and when debt incurred (If you need more space append a continuation sheet to this form)	
7	Particulars of any security held, the value of the security, and the date it was given	
8	Particulars of any reservation of title claimed in respect of goods supplied to which the claim relates	
9	Signature of creditor or person authorised to act on his behalf  _____	
	Name in BLOCK LETTERS  _____	
	Position with or in relation to creditor  _____ Address of person signing (if different from 2 above)	
<b>For Administrators' Use only</b>		
Admitted to vote for		Admitted for dividend for
£		£
Date		Date
Administrator		Administrator