

AM10

Notice of administrator's progress report



Companies House

SATURDAY



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23/12/2017

#121

COMPANIES HOUSE

1 Company details

Company number 08074070
Company name in full Premier Children Services Limited

→ Filling in this form
Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) Stephen Gerard
Surname Clancy

3 Administrator's address

Building name/number The Chancery
Street 58 Spring Gardens
Post town Manchester M2 1EW
County/Region
Postcode
Country

4 Administrator's name ①

Full forename(s) Steven
Surname Muncaster

① Other administrator
Use this section to tell us about
another administrator

5 Administrator's address ②

Building name/number The Chancery
Street 58 Spring Gardens
Post town Manchester M2 1EW
County/Region
Postcode
Country

② Other administrator
Use this section to tell us about
another administrator.

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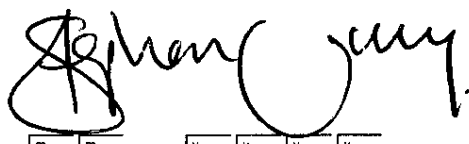
6 Period of progress report

From date	^d	2	^d	3	^m	0	^m	5	^y	2	^y	0	^y	1	^y	7
To date	^d	2	^d	2	^m	1	^m	1	^y	2	^y	0	^y	1	^y	7

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

Signature

X



X

Signature date

^d	2	^d	0	^m	1	^m	2	^y	2	^y	0	^y	1	^y	7
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AM10

Notice of administrator's progress report



Presenter information

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

Contact name	Vedrana.Marosevic								
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 or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Progress Report to Creditors

Premier Children Services Limited

(In Administration)

20 December 2017

*Joint Administrators' Progress Report to Creditors
For the period from 23 May 2017 to 22 November 2017*

**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	BiLFINGER GVA, independent agents who were instructed to value and sell the assets of the Company
the Appointment Date	23 November 2016, being the date of appointment of the Joint Administrators
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
the Company and/or PCS	Premier Children Services Limited (In Administration) (Company Number: 08074070)
DBEIS	The Department for Business, Energy & Industrial Strategy
the Directors	Victoria Breeze, Lindsey Blickem and Justin Rolph, the directors of the Company
EC Regulation	EC Regulation on Insolvency Proceedings 2000
First Progress Report	The Joint Administrators' First Progress Report to Creditors dated 20 June 2017
FSCS	Financial Services Compensation Scheme
HMRC	HM Revenue and Customs
the Joint Administrators	Stephen Clancy and Steven Muncaster of Duff & Phelps Ltd., The Chancery, 58 Spring Gardens, Manchester, M2 1EW
NDA	Non-Disclosure Agreement
the Reporting Period	23 May 2017 to 22 November 2017
the Pension Trustees	Greyfriars Asset Management, Berkeley Burke SIPP, Krestons SIPP, Liberty SIPP, Hartleys Lifetime SIPP, Ethika, Corinthian Pantheon Trust, Alltrust SIPP, The WGF Ventures Retirement Benefit Scheme, STM Life Assurance PCC, Envisiage Ltd, Quantum Trust and EFPG Diamond Personal
the Purchaser	Artemis Young Person's Care and Education Services Limited
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 Proposals	The Joint Administrators' report to Creditors and Statement of Proposals dated 12 January 2017

RPS	Redundancy Payments Service
the Rules	The Insolvency (England and Wales) Rules 2016
the Secured Creditor	Mayfield Trustees Limited, the holder of a fixed and floating charge over the Company's assets
the Security Trustee	Mayfield Trustees Limited, the holder of a fixed and floating charge over the Company's assets
SFCS	Sussex Fostering & Children's Services Limited
SIPP	Self-Invested Personal Pension
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 disclosure of connected party transactions
SOA	Statement of Affairs, documentation supplied by the Directors outlining the Company's financial position as at the Appointment Date
the Solicitors	Knights Professional Services Limited, the Joint Administrators' appointed solicitors for this Administration
the Subsidiary Companies	SFCS and UCH, the subsidiary companies owned 100% by the Company
UCH	Unique Care Homes Limited

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8. Proof of Debt Form

Names of Joint Administrators: Stephen Clancy
Steven Muncaster

Date of Appointment: 23 November 2016

Date of Report: 20 December 2017

Appointed by: The Directors of the Company
53 Fountain Street
Manchester
M2 2AN

Court Reference: High Court of Justice, Chancery Division, Manchester
District Registry no. 3068 of 2016

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 report is to provide creditors with an update on the progress of the Administration since the First Progress Report.
- 1.4 This report should be read in conjunction with the Proposals and the First Progress Report.
- 1.5 Statutory information on the Company is attached at Appendix 1.

2. Joint Administrators' Report and Statement of Proposals

- 2.1 In accordance with Paragraph 52(1) of Schedule B1 to the Act, a creditors' meeting was not required to be held as there were deemed to be insufficient realisations to enable a distribution to non-preferential creditors. No meeting was convened and the Proposals were deemed to have been approved by creditors on 24 January 2017.
- 2.2 As advised in the Proposals, the Joint Administrators must perform their functions with the purpose of achieving one of the following hierarchical objectives:
 - Rescuing the Company as a going concern; or
 - 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); or
 - Realising property to make a distribution to one or more secured or preferential creditors.
- 2.3 The first objective will not be achieved as there are insufficient funds and assets available to enable the Company to be rescued as a going concern.
- 2.4 The second objective may not be achievable as there is no evidence to suggest that it is likely that a better result for the Company's creditors as a whole will be achieved than if the Company was wound up.
- 2.5 The Joint Administrators are pursuing the third objective as it is anticipated that a distribution will be made to the Secured Creditor under their fixed charge security. Please refer to Section 5 for further details.

3. Progress of the Administration

- 3.1 The manner in which the affairs and business of the Company have been managed in the Reporting Period and will continue to be managed and financed is set out below.

Background Information

- 3.2 Background information regarding the Company is included below for completeness. This information was also provided to creditors in the Proposals.

- 3.3 PCS was incorporated in May 2012 as a special purpose vehicle to facilitate *inter alia* the acquisition and growth of UCH and SFCS. PCS's only assets were its investments in UCH and SFCS and it has never traded.
- 3.4 Since the initial acquisition of UCH in 2013, that business has grown organically and currently offers integrated therapeutic education and care services from five care homes across Norfolk to children aged between 10 and 18 who display and experience social, emotional and mental health difficulties. UCH also owns the freehold interest in two of UCH's homes known as Newton House and The Shielings. SFCS is an established and independent fostering agency situated in Polegate, East Sussex.
- 3.5 The initial acquisition and subsequent growth of UCH and SFCS was funded via two loan note instruments totalling approximately £6.7m, one with a three year term and the other with a five year term. Funds were raised via approximately 250 individuals who invested in to PCS via their SIPP, the majority of which were advised by their own independent financial advisor.
- 3.6 Due to PCS's high level of debt, as a group, PCS and specifically the Subsidiary Companies have traded at a loss since their inception and experienced difficulties in meeting PCS's ongoing interest obligations and repaying investments as they matured.
- 3.7 Following profitable trading being reported by UCH at its February 2016 financial year end, the Directors began to investigate the possibility of restructuring PCS's debts with a high street lender. Broadly, the Directors advised that they had secured terms to restructure PCS's debts based on growth targets. The restructure required the consent of all Pension Trustees, which was not forthcoming.
- 3.8 Importantly, however, had the consent of all Pension Trustees been forthcoming, the Joint Administrators understand this would have waived the rights of individual investors to pursue financial compensation via the FSCS for the shortfall in their investment, which ultimately vetoed the Directors' ability to restructure PCS's debt.
- 3.9 Despite an improved trading position for UCH and SFCS being seen at the end of 2016, the ongoing debt obligations in PCS could not be serviced and therefore the Company was insolvent. The Directors ultimately took the decision to seek professional advice and it was determined that the most appropriate course of action would be to place the Company into Administration.

Asset Realisations in the Reporting Period

Transfer of Tax Losses

- 3.10 During the Reporting Period, the Joint Administrators received an offer of £20,000 for the transfer of the Company's pre-Administration tax losses to UCH. The Joint Administrators sought advice from an independent firm of accountants, Langricks Limited, to confirm that the offer was at a reasonable level, which was subsequently confirmed.
- 3.11 It has been agreed with the directors of UCH that if HMRC disallows the use of these losses by UCH, the sum of £20,000 that has been paid to the Joint Administrators will be refunded.
- 3.12 The tax losses were purchased by a connected party and therefore in accordance with SIP13, the full details of the transaction are set out overleaf:

Nature of the Transaction	A transfer of the Company's pre-Administration tax losses
Amount of Consideration	£20,000, which is refundable if the losses cannot be used by the purchaser
Date Consideration Paid	26 September 2017
Name of Purchaser	Unique Care Homes Support Limited
Details of Connected Parties	The three directors of the Company are also directors of UCH. The individuals are Victoria Breeze, Lindsey Blickem and Justin Rolph.

3.13 The Joint Administrators' time costs of £4,229 have been incurred in realising these tax losses. Expenses of £2,750 plus VAT were charged by Langricks Limited and £2,500 plus VAT by Harold Sharp Limited, which are directly related to the realisation of this asset.

3.14 No further realisations are expected in respect of these tax losses. Therefore, no further time costs are expected to be incurred in this matter.

Bank Interest

3.15 Gross bank interest of £189 has been received in the Reporting Period.

3.16 The majority of the Company's funds are being held in a high interest bearing account. Therefore, further interest is expected to be received throughout the Administration.

Asset Realisations Outside of the Reporting Period

Sale of Shareholding in Subsidiary Companies

3.17 As reported in the First Progress Report, following a targeted marketing exercise conducted by the Agents, two offers were received from two connected parties. The Solicitors advised that the terms of one of the offers were not feasible, because of the conditionality attached to the offer, and therefore this offer was rejected. An offer from the Purchaser for the sum of £1,150,000 was duly accepted.

3.18 This offer was recommended by the Agents as it represented the best value for the creditors of the Company within the time constraints afforded to the Joint Administrators and taking into account the sensitive nature of the services provided by the Subsidiary Companies. The Agents commented that the share sale required careful management and the positive engagement of the Directors to ensure the services offered by the Subsidiary Companies were protected and that commissioners and regulators were assured with respect to the safety and stability of the services.

3.19 The exchange of contracts took place on 3 February 2017 and the sale completed on 1 March 2017. The consideration was split between the Subsidiary Companies as follows:

Subsidiary	Consideration
SFCS	£900,000
UCH	£250,000
Total	£1,150,000

- 3.20 The shares were purchased by a connected party. Therefore, in accordance with SIP13, the full details of the transaction are set out below:

Nature of the Transaction	A sale of the 100% shareholding in the Subsidiary Companies
Amount of Consideration	£1,150,000
Date Consideration Paid	1 March 2017
Name of Purchaser	Artemis Young Person's Care and Education Services Limited
Details of Connected Parties	The three directors of the Company are also directors of the Purchaser. The individuals are Victoria Breeze, Lindsey Blickem and Justin Rolph.

- 3.21 Based upon legal advice received, the sale of the shares in the Subsidiary Companies constitutes a fixed charge realisation.
- 3.22 There are no other shares to be realised for the benefit of the estate. Therefore, no further realisations are expected from this source and no further time costs are expected to be incurred in relation to this matter.

Other Matters

- 3.23 During the course of the Reporting Period, the Joint Administrators have continued their investigations into the affairs of the Company prior to the Administration, with a view to realising further assets for the benefit of creditors.
- 3.24 The Joint Administrators have issued a demand for payment, via the Solicitors, to a connected company in relation to an outstanding loan account of c£177,000. A copy of the loan agreement has been obtained and the Company's bank statements show numerous payments to the connected company without any corresponding repayment of the loan being recorded.
- 3.25 The Joint Administrators have also conducted interviews with the Directors, former directors and management in order to better understand transactions which took place in the first two years of incorporation, including the fundraising activities of the Company and investments it made with the funds received from loan note holders. These interviews have opened up further lines of enquiry.
- 3.26 The Joint Administrators are in discussions with the Secured Creditor with regards to the merits of continuing with the above investigations and possible pursuit of a number of different claims identified by the Joint Administrators and the Solicitors. Further details will be provided to creditors in the next report but at this stage, the Joint Administrators are unable to disclose any further details, to ensure that any future actions are not prejudiced in any way.
- 3.27 Time costs of £9,652 have been incurred during the Reporting Period in respect of Investigations. In addition, legal fees of £16,340 plus have also been incurred by the Solicitors but not yet paid.

4. Investigations

- 4.1 The Joint Administrators have a statutory obligation to file a report with the DBEIS concerning the conduct of all directors of the Company that served in the three years prior to the Joint Administrators appointment. The content of this report is confidential and was submitted to the Insolvency Practitioners Compliance Unit on 20 February 2017.

- 4.2 As detailed in sections 3.22 to 3.26 above, the Joint Administrators investigations are ongoing.

5. Dividend Prospects / Prescribed Part

Secured Creditors

- 5.1 In consideration for the monies advanced by the loan note holders via the Security Trustee, the Company granted the Security Trustee a debenture, which confers fixed and floating charges over all of the assets of the Company dated 22 August 2013. The Security Trustee was originally Harold Sharp Limited, however Mayfield Trustees Limited took over as Security Trustee on 3 October 2014. Companies House does not reflect this change.
- 5.2 According to the SOA, the Company's indebtedness to the loan note holders as at the Appointment Date was approximately £6.8 million subject to accruing interest and charges. A number of individual loan note holders and some SIPP's have submitted their claims in the Administration. At the date of this report, it is expected that this will be dealt with by the Security Trustee as part of the adjudication process, with the assistance of the Joint Administrators.
- 5.3 During the Reporting Period, it has come to the Joint Administrators' attention that approximately one third of loan note holders invested in the Company prior to the debenture security being created on 22 August 2013. According to legal advice sought from the Solicitors, any loan note holders who invested their monies with the Company prior to 22 August 2013 will not be covered by the security, and therefore will rank as non-preferential creditors in the Administration. According to the Company's records, the total sum invested prior to the debenture security being created is in the region of £3 million. Therefore, based on current estimates, secured debt totals circa £3.8 million, excluding interest and charges.
- 5.4 At this stage, it is anticipated that there will be insufficient realisations to repay the Security Trustee, and therefore the secured loan note holders, in full. However, a distribution will be made by the Joint Administrators once claims have been agreed.
- 5.5 The Joint Administrators expect to be in a position to make a distribution to the Security Trustee by the end of Q3 2018.
- 5.6 As things stand, it is expected that a distribution will be made to the Security Trustee, who will in turn make a distribution to individual loan note holders or to the Pension Trustees. This will be done with the assistance of the Joint Administrators, who will agree the total secured claim based on claims derived from the Company's records and documentation provided by the individual loan note holders, as well as collating bank details for the dividend payment.

Preferential Creditors

- 5.7 Although the Joint Administrators are yet to receive notification of the preferential creditors' claims, at this stage, it is anticipated that there will be insufficient funds available to enable a distribution to preferential creditors.
- 5.8 Following the Appointment Date, one of the Company's four employees was made redundant. The remaining three employees were employed by UCH and transferred under TUPE
- 5.9 It is the Joint Administrators' understanding that all salaries were paid up to date therefore it is anticipated there will be limited, if any, preferential claims against the Company

Prescribed Part

- 5.10 The Company granted a floating charge to the Security Trustee on 22 August 2013 and the Prescribed Part provisions will apply.
- 5.11 The sale of the shares in the Subsidiary Companies constitutes a fixed charge realisation. Floating charge realisations total £20,000 in respect of the transfer of tax losses, however the net property is likely to be less than £10,000, therefore, in the absence of any further floating charge realisations, the Joint Administrators will not be required to set aside the Prescribed Part.
- 5.12 In the event that the outstanding loan account discussed in section 3 above is realised, and any additional funds are recovered in respect of the Joint Administrators' ongoing investigations, these sums would be classed as floating charge realisations and in this case, the Joint Administrators would be required to set aside the Prescribed Part for the benefit of non-preferential creditors.
- 5.13 A further update will be given to creditors in the next report.

Non-Preferential Creditors

- 5.14 According to information provided to the Joint Administrators, non-preferential creditors total £92,852, all of which relates to Trade & Expense Creditors. This figure differs from the SOA figure, which is £18,905.
- 5.15 In addition, it has now come to light that investments made by certain individual loan note holders prior the debenture security being created on 22 August 2013, as detailed in section 5.3 above, will also rank as non-preferential claims in the Administration. These investments total approximately £3 million.
- 5.16 Based upon current information, it is anticipated that there will be insufficient realisations to enable a distribution to the non-preferential creditors of the Company, other than the Prescribed Part, if any.

6. Joint Administrators' Receipts and Payments Account

- 6.1 A detailed Receipts and Payments Account for the Reporting Period is shown at Appendix 2.
- 6.2 As at 19 October 2017, there was a cash balance of £829,007.

7. Pre-Administration Costs

- 7.1 On 27 January 2017, the following amounts in respect of Pre-Administration costs (plus VAT) were approved by the Secured Creditor, to be paid out of the assets of the Company:

Name of Recipient	Brief Description of Services Provided	Total Amount Incurred (£)
Duff & Phelps	Discussing the upcoming appointment with the Directors, the Secured Creditor, the agents and solicitors, internal planning meetings in connection with the Administration	11,332

JMW Solicitors LLP	Assist with placing the Company into Administration, drafting appointment documents and advising on other ad hoc legal matters	4,218
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Total Unpaid Pre-Administration Costs	£15,550
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7.2 During the Reporting Period, the sum of £11,332 was paid to Duff & Phelps with regards to pre-Administration time costs incurred that were agreed by the Secured Creditor.

7.3 The sum due to JMW Solicitors LLP will be settled by the Directors.

8. Joint Administrators' Costs and Expenses

8.1 The Joint Administrators' basis of remuneration was approved on the basis of time properly charged by the Secured Creditor on 27 January 2017. The drawing of Category 2 Disbursements was also approved on the same date.

8.2 The original fee estimate approved was for a total of £195,105, which effectively acted as a cap of the Joint Administrators' fee which may be drawn, unless any further approval was sought.

8.3 The time costs charged in the Reporting Period by the Joint Administrators are analysed at Appendix 3. Time costs total £69,455, representing 191 hours at an average charge out rate of £363.

8.4 In accordance with SIP 9, the Joint Administrators have provided creditors with additional information regarding major areas of time during the Reporting Period recorded below:

- Time costs of £21,030 have been incurred in respect of communicating with creditors, including secured and non-preferential creditors. This is in relation to dealing with correspondence from the Security Trustee and answering queries from individual loan note holders. The Joint Administrators have also been liaising with the SIPP in respect of the investors they represent.
- Time costs of £14,008 have been incurred under the heading Strategy, Planning and Control. This includes internal meetings to discuss the progress of the Administration as well as proactively progressing the Administration.
- Time costs of £9,652 have been incurred under the heading Investigations. This relates to time spent on furthering our investigations, which may result in additional realisations for the benefit of creditors, although the quantum and timing of any realisations is uncertain at present.
- Time costs of £5,417, have been incurred under the heading Case Review and Case Diary Management. The Joint Administrators are required to review cases on a regular basis and complete tasks specified by diary lines, which ensure that all statutory matters on the case are completed within the required time limit.
- Time costs of £4,413 have been incurred in respect of Tax Compliance and Planning. The majority of these time costs relate to dealing with the realisation of the tax losses to UCH, as detailed in section 3.10 above.

- Time costs of £10,816 have been incurred under the heading Statutory Matters. This relates to the time spent completing the last report to creditors, sending the report to all relevant parties and filing the report at Companies House.

- 8.5 The time costs to date exceed the original fee estimate provided to creditors in the Proposals. As such, the Joint Administrators have sought approval of an increased Fee Estimate from the Secured Creditor, totalling £330,269. The revised fee narrative attached at Appendix 7 explains the reason for the increase in the Fee Estimate and Expenses Estimate, both of which can be found at Appendices 5 and 6 respectively.
- 8.6 At the date of the report, the revised Fee Estimate totalling £330,269 has yet to be agreed by the Secured Creditor. Discussions are ongoing in this regard but if such fee approval is not sought, then the Joint Administrators may have no alternative but to make a Court application to agree the uplift in fees being sought.
- 8.7 Time costs charged since the Appointment Date are detailed at Appendix 3.
- 8.8 Remuneration of £195,105 plus VAT and disbursements of £1,310 plus VAT have been drawn by the Joint Administrators in the Reporting Period.
- 8.9 A Statement of Creditors' Rights concerning the Joint Administrators' fees is enclosed at Appendix 4.

9. Extension of the Administration and Conclusion

- 9.1 An Administration automatically comes to an end after one year, unless an extension is granted by the Court or with the creditors' consent.
- 9.2 The Joint Administrators sought consent from the Secured Creditor to extend the duration of the Administration for a period of 12 months, from 23 November 2017 to 22 November 2018.
- 9.3 The consent of non-preferential creditors was not required as the Joint Administrators have made a statement pursuant to Paragraph 52 (1) (b) of the Act, stating that there is unlikely to be any distribution to non-preferential creditors other than from the Prescribed Part, if any.
- 9.4 As referred to in the body of this report, the extension is required to provide additional time to enable the Joint Administrators to make a distribution to the Secured Creditor and pursue the outstanding loan account to a connected party. In addition, the Joint Administrators require further time to pursue potential further claim(s) against various third parties, which may generate increased asset realisations for the benefit of creditors.
- 9.5 The Secured Creditor provided consent to the extension on 20 November 2017. Therefore, the revised automatic end date for the Administration is now 22 November 2018.
- 9.6 If no further assets are realised, the Joint Administrators will make a final distribution to the Secured Creditor, and then seek to close the Administration via the dissolution exit route.
- 9.7 If, however, the outstanding loan account discussed in section 3 above is realised, and further funds are recovered in respect of the Joint Administrators' ongoing investigations, the Joint Administrators may be required to make a Prescribed Part distribution to non-preferential creditors, before exiting the Administration via dissolution.

10. Next Report

- 10.1 The Joint Administrators are required to provide a Progress Report within one month of every 6 months.
- 10.2 The next report to creditors will be provided on or before 22 May 2018.
- 10.3 If you have any queries or require any further assistance, please do not hesitate to contact my colleague Vedrana Marosevic of this office.



Stephen Clancy
Joint Administrator

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

Appendix 1

Statutory Information

Statutory Information

Date of Incorporation 17 May 2012

Registered Number 08074070

Company Directors Victoria Elizabeth Breeze
Lindsey Victor Blickem
Justin James Rolph

Company Secretary Victoria Elizabeth Breeze

Shareholders Acquirio Investment Group Ltd – 65%
Elizabeth Mary O'Shea – 5%
Jonathan Paton – 5%
Yannis Alexandros Loucopoulos – 5%
Justin Rolph – 5%
Andrew Sweeney – 5%
Lororton Investments Ltd – 4%
Victoria Breeze – 3.5%
Lindsey Blickem – 2.5%

Trading Address Holland House
1-5 Oakfield
Sale
Cheshire
M33 6TT

Registered Office **Current:**
The Chancery
58 Spring Gardens
Manchester
M2 1EW

Former:
Holland House
1-5 Oakfield
Sale
Cheshire
M33 6TT

Appendix 2

Joint Administrators' Receipts and Payments Account

Premier Children Services Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments

Statement of Affairs £	From 23/05/2017 To 22/11/2017 £	From 23/11/2016 To 22/11/2017 £
SECURED ASSETS		
Shareholding in Subsidiary Companies	NIL	1,150,000.00
	NIL	1,150,000.00
COSTS OF REALISATION		
Joint administrators' remuneration	195,105.00	195,105.00
Joint administrators' disbursements	1,309.60	1,309.60
Legal Fees	1,014.00	36,221.50
Legal Disbursements	NIL	1,185.00
Pre-Appointment Remuneration	11,332.00	11,332.00
Pre-Appointment Disbursements	20.00	20.00
Accountants Fees	7,250.00	7,250.00
Irrecoverable VAT	900.00	900.00
	(216,930.60)	(253,323.10)
ASSET REALISATIONS		
Transfer of Tax Losses	20,000.00	20,000.00
Bank Interest Gross	188.58	251.53
	20,188.58	20,251.53
COST OF REALISATIONS		
Land Registry Charges	NIL	11.00
Accountants Fees	6,500.00	6,500.00
Agents/Valuers Fees	NIL	39,250.00
Irrecoverable VAT	43,409.10	55,250.60
Storage Costs	28.87	28.87
Bank Charges	32.88	32.88
	(49,970.85)	(101,073.35)
	(246,712.87)	815,855.08
REPRESENTED BY		
Floating/main current account		115,855.08
31 Day deposit account		700,000.00
		815,855.08

Note:

Appendix 3

Analysis of Time Charged and Expenses Incurred

PREMIER CHILDREN SERVICES LIMITED (IN ADMINISTRATION)

ANALYSIS OF TIME COSTS FOR THE PERIOD 23/05/2017 to 22/11/2017

ADM-Admin. - Post Appt.

Classification of Work Function	Managing Director	Manager	Hours Senior	Assistant	Support	Total Hours	Time Cost £	Avg Hourly Rate £
Administration and Planning								
Case Review & Case Diary Management	9.10	0.20	0.80	2.10	0.00	12.20	5,416.50	443.98
Cashiering & Accounting	0.00	2.00	3.80	4.35	0.00	10.15	2,668.75	262.93
IPS Set Up & Maintenance	0.00	0.00	0.00	0.10	0.00	0.10	11.50	115.00
Statement of Affairs	2.60	0.00	0.00	0.00	0.00	2.60	1,378.00	530.00
Statutory Matters (Meetings, Reports & Notices)	0.00	3.20	27.00	4.10	0.00	34.30	10,815.50	315.32
Strategy, Planning & Control	4.00	16.00	13.40	5.90	0.00	39.30	14,007.50	356.42
Tax Compliance / Planning	2.70	7.10	0.00	0.00	0.00	9.80	4,413.00	450.31
Creditors								
Communications with Creditors / Employees	9.40	12.30	9.80	5.65	0.00	37.15	14,080.75	379.02
Non-Preferential Creditors / Employee Claims Handl	0.00	0.00	0.00	0.70	0.00	0.70	80.50	115.00
Secured Creditors	0.00	7.50	11.10	0.00	0.00	18.60	6,868.50	369.27
Investigations								
CDDA Reports & Communication	0.00	0.00	0.00	0.90	0.00	0.90	103.50	115.00
Financial Review & Investigations (S238/239 etc)	0.00	13.80	10.20	0.00	0.00	24.00	9,213.00	383.88
Forensic Sales Ledger Investigation	0.00	0.00	1.00	0.00	0.00	1.00	335.00	335.00
Realisation of Assets								
Sale of Business	0.00	0.00	0.00	0.35	0.00	0.35	63.00	180.00
Total Hours:	27.80	62.10	77.10	24.15	0.00	191.15		363.35
Total Fees Claimed: £	14,734.00	26,037.00	25,771.50	2,912.50	0.00		69,455.00	

PREMIER CHILDREN SERVICES LIMITED (IN ADMINISTRATION)

ANALYSIS OF TIME COSTS FOR THE PERIOD 23/11/2016 to 22/11/2017

ADM-Admin. - Post Appt.

Classification of Work Function	Managing Director	Manager	Hours Senior	Assistant	Support	Total Hours	Time Cost £	Avg Hourly Rate £
Administration and Planning								
Case Review & Case Diary Management	42.60	1.90	1.80	6.35	0.00	52.65	24,721.00	469.53
Cashiering & Accounting	4.60	2.60	4.20	6.80	0.00	18.20	5,867.50	322.39
Dealings with Directors & Management	3.80	37.55	1.70	0.50	0.00	43.55	18,327.00	420.83
IPS Set Up & Maintenance	0.00	0.20	0.00	2.60	0.00	2.80	545.50	194.82
Statement of Affairs	15.20	0.00	0.00	2.45	0.00	17.65	8,370.25	474.24
Statutory Matters (Meetings, Reports & Notices)	8.70	13.20	37.10	29.40	0.00	88.40	26,964.50	305.03
Strategy, Planning & Control	39.40	29.90	16.50	14.15	0.00	99.95	40,736.00	407.56
Tax Compliance / Planning	7.80	7.30	0.00	0.30	0.00	15.40	7,234.50	469.77
Creditors								
Communications with Creditors / Employees	14.90	15.20	14.80	26.10	0.00	71.00	23,061.00	324.80
Non-Preferential Creditors / Employee	0.00	0.40	1.70	2.50	0.00	4.60	940.00	204.35
Claims Handl								
Secured Creditors	0.00	11.00	11.10	0.00	0.00	22.10	8,338.50	377.31
Investigations								
CDDA Reports & Communication	0.00	78.60	0.00	32.25	0.00	110.85	37,110.75	334.78
Financial Review & Investigations (S238/239 etc)	0.00	72.30	11.70	0.00	0.00	84.00	34,255.50	407.80
Forensic Sales Ledger Investigation	0.00	0.00	1.00	0.00	0.00	1.00	335.00	335.00
Realisation of Assets								
Freehold & Leasehold Property	0.00	5.50	0.00	0.00	0.00	5.50	2,310.00	420.00
Sale of Business	9.40	92.75	5.00	5.00	0.00	112.15	46,262.00	412.50
Total Hours:	146.40	368.40	106.60	128.40	0.00	749.80		380.61
Total Fees Claimed: £	77,592.00	154,622.50	34,541.50	18,623.00	0.00		285,379.00	

Appendix 4

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 or a non-preferential creditor with the concurrence of at least 5% in value of the non-preferential creditors (including the creditor in question) or any non-preferential 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 5

Revised Fee Estimate

Fees Estimate

Premier Children Services Limited (In Administration)

Revised Fee Estimate for the Whole Period of the Extended Administration

Administration - Post Appointment (New)		Hours					Total Hours	Time Cost (£)	Avg. Hourly Rate
Classification of Work Function		Partner	Manager	Senior	Assistant	Support			
Admin & Planning:									
Case review and Case Diary management		47.50	3.50	3.00	6.00	0.00	60.00	28,475.00	474.58
Cashiering & accounting		5.00	3.50	3.50	7.50	0.00	19.50	6,327.50	324.49
Dealings with Directors and Management		5.00	40.00	2.00	1.00	0.00	48.00	20,235.00	421.56
IPS set up & maintenance		0.00	0.20	0.00	3.00	0.00	3.20	519.00	162.19
Statement of affairs		13.90	0.00	0.00	2.45	0.00	16.35	7,681.25	469.80
Statutory matters (Meetings, Reports and Notices)		12.50	17.50	20.00	35.00	0.00	85.00	25,450.00	299.41
Strategy planning & control		45.00	30.00	17.50	15.00	0.00	107.50	44,225.00	411.40
Tax Compliance/Planning		9.00	10.00	0.00	0.30	0.00	19.30	9,013.50	467.02
Creditors:									
Communications with Creditors/Employees		12.00	20.00	15.00	30.00	0.00	77.00	23,910.00	310.52
Non Pref Creditors/Employee claims handling		0.00	0.40	1.70	2.50	0.00	4.60	940.00	204.35
Secured Creditors		8.00	27.50	25.00	10.00	0.00	70.50	25,240.00	358.01
Investigations:									
CDDA, reports & Communication		0.00	78.60	0.00	32.25	0.00	110.85	37,110.75	334.78
Financial review and investigations (S238/239 etc)		5.00	97.50	22.50	10.00	0.00	135.00	52,250.00	387.04
Forensic Sales Ledger Investigation		0.00	0.00	1.00	0.00	0.00	1.00	320.00	320.00
Realisation of assets:									
Freehold & Leasehold Property		0.00	5.50	0.00	0.00	0.00	5.50	2,310.00	420.00
Sale of Business		9.40	92.75	5.00	5.00	0.00	112.15	46,262.00	412.50
Total Hours		172.30	426.95	116.20	160.00	0.00	875.45		
Total Estimated Fees		91,319.00	179,319.00	37,184.00	23,200.00	0.00		330,269.00	

Appendix 6

Revised Expenses Estimate

Premier Children Services Limited (in Administration)

Administrators' Estimated Expenses

For the Whole of the Administration

Notes	Company	Activity	Date of Instruction	Fee Basis	Paid to Date	Estimated Future Costs	Anticipated Total Cost
1	Professional Advisors				£	£	£
	BILFINGER GVA	Agents - Valuation of the businesses and assets of UCH and SFCS	23 November 2016	Fixed Fee	7,000.00	0.00	7,000.00
2		Dealing with marketing the business for sale, negotiations with third parties and recommendation of offers	23 November 2016	1.5% of sale price achieved	17,250.00	0.00	17,250.00
3	Knights Professional Services Limited	Solicitors - drafting the sale agreement for the share sale, providing validity of security and appointment advice, assisting with investigations into Company's affairs, demanding repayment of connected party loan	24 November 2016	Time costs	37,406.50	33,500.00	70,906.50
	Cole Associates Corporate Finance	Valuation of the shares in UCH and SFCS	23 November 2016	Fixed Fee	15,000.00	0.00	15,000.00
	Langricks Limited	Advice regarding realisation of tax losses	31 July 2017	Fixed Fee	2,750.00	0.00	2,750.00
	Harold Sharp	Preparing documents for transfer of tax losses, providing information in respect of connected party loans, information regarding the security position	13 August 2017	Fixed Fee	0.00	11,000.00	11,000.00
	Accountants - To be instructed	Completion of Annual Administration Corporation Tax Returns	To be instructed	To be agreed	0.00	3,000.00	3,000.00
4	Mayfield Trustees Limited	Administration charges for dealing with onward distribution of funds to individual loan note holders	23-Nov-16	To be confirmed			TBC
5	Irrecoverable VAT on Expenses	Irrecoverable VAT			16,148.99	9,544.23	25,693.22
	Irrecoverable VAT on Joint Administrators' Fees	Irrecoverable VAT			41,291.40	27,032.80	68,324.20
	Total professional advisor costs						220,923.92
	Other Expenses						
6	Courts Advertising	Statutory advertising			84.6	0.00	84.60
7	Total Data Management Limited	Storage			28.87	171.13	200.00
	Ansarada	Data Room Services			1,000.00	0.00	1,000.00
	Total						1,284.60
	Disbursements						
8	Category 1						
9	Bond premium	Statutory bonding requirements			225.00	0.00	225.00
10	Land Registry	Statutory land registry searches			11.00	0.00	11.00
	Sundry disbursements	Parking			0.00	20.00	20.00
	Bank Charges	Bank Charges			14.16	10.00	24.16
	Total Category 1 disbursements						280.16
11	Category 2						
12	Mileage @ 45p per mile				0.00	30.00	30.00
	Total Category 2 disbursements				138,210.52	84,308.16	30.00
	Total Estimated Expenses					TOTAL	£222,518.68

NOTES

- 1 The Joint Administrators' choice of professional advisors will be 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
- 2 The Agents have charged for providing a valuation report and for commission on the sale of the Company's assets. No further expenses are expected to be payable to BILFINGER GVA
- 3 Knights Professional Services Limited, the Joint Administrators' appointed solicitors, have been paid £37,407 plus VAT in respect of their fees and disbursements to date. The current unbilled WIP is £20,495, £16,340 of which relates to the investigation and £4,155 to establishing validity of security in respect of the loan note holders and associated work. Unbilled disbursements of £141.60 relate to land registry fees, postage and bank charges.

It is estimated that further legal fees and disbursements of £9,505 will be incurred in pursuing the outstanding connected party loan and establishing a further solid claims exist which can be pursued.
If it is found that solid claims against third parties do exist and there is a good prospect of recovery, the Solicitors will work on a Contingent Fee Arrangement to pursue the claims
- 4 Mayfield Trustees Limited have advised that they will charge administration fees for distributing funds to individual loan note holders or their SIPPs, however the charges will depend on the amount of work involved and are therefore yet to be confirmed
- 5 The Company is not VAT registered because it was a holding company which did not have any turnover, therefore the Company was not required to register for VAT. As a result, all VAT paid on the costs of the Administration is irrecoverable.
- 6 Statutory advertising in the London Gazette is required under insolvency legislation
- 7 Books and records of the Company will be stored off site with an external provider for at least the duration of the Administration plus one year. In addition it is a statutory requirement that books and records of the Administrator must be kept for 6 years after the conclusion of the Administration
- 8 **Category 1 Disbursements** are payments to independent third parties where there is specific expenditure directly referable to the Administration
- 9 This is a statutory requirement and cost is based on the value of assets
- 10 Land Registry searches are required to confirm details of premises (ownership, holding, charges, plans, leases etc and extent of property ownership)
- 11 **Category 2 Disbursements** are costs that are directly referable to the Administration but not to a payment to an independent third party
- 12 Mileage is the reimbursement of staff expenses, at a specified rate, travelling by car to attend meetings. A nominal figure is shown

The total anticipated expenses is an estimate based on information at the commencement of the appointment. The estimate should therefore be treated with caution as matters are likely to change over the life of the Administration

The above costs exclude VAT. Figures for irrecoverable VAT are included separately
19 October 2017

Appendix 7

Fee Narrative

Premier Children Services Limited - in Administration

Revised Fee Estimate for the Whole of the Administration

Introduction

Stephen Clancy and Steven Muncaster were appointed Joint Administrators of the Company on 23 November 2016. A Fee Estimate of £195,105 for the first 12 months of the Administration was approved by the Secured Creditor on 27 January 2017. The approved fee has been drawn in full by the Joint Administrators.

The Joint Administrators have prepared a revised Fee Estimate as a result of the extension of the Administration and additional work required in respect of the ongoing investigations into the conduct of the Company and a number of former directors who were in office prior to the commencement of the Administration.

The following information is provided to the Secured Creditor to enable them to consider the Joint Administrators' remuneration. It is a summary of key issues, to assist creditors in understanding the actions of the Joint Administrators to date, the ongoing strategy of the Administration, the associated costs and expenses of the related activities and the financial benefit to creditors.

Estimated Fees and Expenses

The Joint Administrators' fee basis, being time costs charged, was approved by the Secured Creditor on 27 January 2017.

The amount expected to be drawn in fees by the Joint Administrators for the whole of the Administration is shown in Appendix 5 Fee Estimate, and totals £330,269, of which £259,461 has already been incurred.

The Joint Administrators estimate the expenses of the Administration to total approximately £222,519, as shown at Appendix 3. This Appendix illustrates the estimated expenses for the whole of the Administration and is for information purposes (not for approval by any class of creditor). This estimate may change over the course of the Administration but creditors will be informed of any variations with associated reasons in future progress reports. The initial Expenses estimate totalled £41,571, however this excluded the irrecoverable VAT on all costs, commission payable to the Agents on the sale of the shares and any future legal fees in respect of the Investigations, as the extent of the investigations and the level of legal advice required could not be estimated at the time.

As detailed in the covering letter, the Secured Creditor is asked to approve the revised Fee Estimate only, in the total sum of £330,269.

Estimated Return to Creditors

On present information, it is likely that there will be insufficient realisations to make a distribution to non-preferential and/or preferential creditors. However it is expected that there will be sufficient realisations to make a distribution to the Secured Creditor. It is expected that a distribution will be made to the Secured Creditor by the end of Q1 2018, once claims have been agreed. The expected sum to be distributed is £575,000, representing a dividend of approximately 15 pence in the Pound.

It may be that a further distribution will then be made once asset realisations have been finalised and all costs agreed, subject to sufficient asset realisations

Strategy

Asset Realisations

According to the SOA, the Company's sole assets were its shares in the Subsidiary Companies. The Agents were instructed to undertake site visits to each of the facilities operated by UCH and SFCS, in order to provide a comprehensive valuation of the two businesses

The Joint Administrators also engaged Cole Associates Limited, Corporate Finance specialists, to value the shares held in the Subsidiary Companies, to ensure that the shares were sold at market value.

The Agents conducted a targeted marketing exercise to find a suitable buyer for the shares and thus the businesses as a whole. An offer of £1,150,000 was accepted by the Joint Administrators for the sale of the shares. The exchange of contracts took place on 3 February 2017 and the sale completed on 1 March 2017. Further details of the sale can be found in the First Progress Report.

The Joint Administrators' time costs in realising the shares are £48,572 plus VAT and the associated expenses paid to the Agents and Cole Associates Limited total £39,250 plus VAT. Legal fees for dealing with the sale of the shares total £34,800 plus VAT and disbursements total £1,185 plus VAT. Data room fees of £1,000 plus VAT were also incurred. All of these fees and expenses have been paid.

The Joint Administrators were also able to transfer the Company's pre-Administration tax losses to UCH for £20,000. If HMRC disallows the use of these losses, this sum will be refunded to UCH. Time costs of £4,229 have been incurred in realising the tax losses, the majority of which are recorded under the heading 'Tax Compliance/Planning' at Appendix 5. Expenses of £2,750 plus VAT were charged by Langricks Limited and £2,500 plus VAT by Harold Sharp Limited, which are directly related to the realisation of this asset.

The net financial benefit to creditors in respect of asset realisations is £1,008,857 however it should be noted that costs in respect of the other aspects of the Administration will be deducted from asset realisations to arrive at the overall net benefit to creditors.

Investigations

It is a statutory requirement that the Joint Administrators provide a report to the Secretary of State on the conduct of the Directors in their management of the Company to determine their unfitness to act in such a role. This entails a broad level of investigation to ensure that best practice standards are met and the Fee Estimate reflects this standard. If the Secretary of State then instigates Directors Disqualification proceedings, further time may be expended in providing supporting documents, witness statements and so on. Such investigation may or may not lead to further asset recovery so creditors should not assume that this activity will provide a monetary benefit to the Administration estate.

A number of matters have been brought to the Joint Administrators' attention which require further detailed investigation by all levels of case staff. The estimated time costs to complete the investigations reflect the level of work the Joint Administrators believe is required to conduct a full and thorough investigation. At this stage, it is unknown whether this activity will result in increased realisations for the Company's creditors.

To date, the Joint Administrators have interviewed a number of the Directors, former directors and management of PCS to gain further information on the affairs of the Company prior to the Administration. The Solicitors have also issued a demand for payment to a connected company in respect of an outstanding loan account. Full details of the investigations being conducted cannot be disclosed at this stage in order to avoid prejudicing any potential recovery or further action that may be required in this regard.

On present information, it is estimated that the Joint Administrators' time costs in finalising the required investigations will be £89,681, of which £70,231 has already been incurred. Expenses in dealing with the Investigations include solicitors' fees and disbursements of £32,500 plus VAT, of which £16,340 plus VAT have already been incurred but not yet paid. Estimated future legal disbursements are £858. Harold Sharp Limited have also charged a fee of £4,000 plus VAT for providing the Joint Administrators with information and documents allowing the Joint Administrators to pursue the potential repayment of an outstanding connected party loan account.

The initial Fee Estimate included approximate time costs of £38,055 in respect of Investigations, however this estimate was in respect of the first 12 months of the Administration only. In addition, following the completion of the report to the Secretary of State, the Joint Administrators uncovered further transactions which require further investigation and which may lead to additional asset realisations for the benefit of creditors.

The Joint Administrators are in discussions with the Secured Creditor with regards to the merits of continuing with the investigations and pursuing certain claims. The above costs will be lower if the decision is made not to pursue claims further. An update on this matter will be provided to creditors in the next report.

Statutory Compliance

An Administrator is highly regulated, being required to conform to insolvency legislation, industry Best Practice policies (Statements of Insolvency Practice) and relevant case law. Consequently, Administrators are obliged to undertake many activities that do not provide a financial benefit to creditors. Such matters will include, but are not restricted to: Anti Money Laundering, Bribery Act and Ethical considerations and checks, statutory advertising, regular reporting to creditors including fee agreement procedures, obtaining and securing company books and records, pension review and liaison with the Pension Protection Fund, Companies House filing, completion and release of insolvency bond and various Treasury functions.

Total time costs in respect of Statutory Compliance matters for the whole of the Administration process are estimated at £141,926 for the above areas, including £118,849 which has already been incurred. Estimated Joint Administrators' expenses in respect of Statutory Compliance matters stand at £581. Legal fees of £1,407 have been incurred and paid in full.

The initial Fee Estimate included approximate time costs of £71,850 in respect of Statutory Compliance matters, for the first 12 months of the Administration. The Joint Administrators are seeking the consent of the Secured Creditor to extend the Administration, to deal with the ongoing investigation work described above, therefore additional time costs over and above the initial estimate will be incurred in the second year of the Administration, including reporting to creditors, conducting internal case reviews, filing the required statutory forms at Companies House and updating the case strategy and estimated outcome statement.

Creditors

It is expected that a considerable amount of time will need to be spent in adjudicating upon the claims of each loan note holder, prior to making a distribution to the Security Trustee. There are approximately 240 loan note holders whose claims will need to be reviewed.

On present information, it is estimated that the Joint Administrators' time costs in dealing with creditors of the Company will be £50,090, of which £21,749 has already been incurred. Expenses incurred to date are as follows: legal fees of £4,155 plus VAT relating to validity of security advice and £4,500 plus VAT in respect of Harold Sharp Limited's fee for proving information regarding the Security Trustee position, as they were the initial security trustees prior to Mayfield Trustees Limited being appointed. Mayfield Trustees Limited have also advised that they will charge administration fees for distributing funds to individual loan note holders or their SIPPs, however the charges will depend on the amount of work involved and are therefore yet to be confirmed.

The initial Fee Estimate included total estimated time costs of £29,700 for the first 12 months of the Administration. The reason for the increase in the time costs is that the Joint Administrators have had to deal with a large volume of queries from individual loan note holders and the Pension Trustees. Further estimated time costs of £28,341 will be incurred in dealing with future creditor correspondence, reporting to the Secured Creditor and adjudicating upon the claims of loan note holders.

These costs are necessary in order to be able to make a distribution to the eligible loan note holders, via the Security Trustee.

Appendix 8

Proof of Debt Form

Administration Claim Form

Premier Children Services Limited - In Administration Date of Administration: 23 November 2016	
Name of creditor (If a company please also give company registration number).	
Address for correspondence Tel No:	REF: Contact:
Total amount of claim, as at date of Administration Order, including any Value Added Tax and outstanding uncapitalised interest as at the date the company went into Administration, less any payments made after that date in respect of such claim, and any adjustment by way of set off.	DETAIL CLAIM: £
If the amount above includes outstanding uncapitalised interest please state amount.	£
Details of any documents by reference to which the debt can be substantiated.	
Particulars of how debt arose and date incurred (use space overleaf if necessary)	
Particulars of any security held, the value of the security, and the date it was given.	
Particulars of any reservation of title claimed in respect of goods supplied to which the claim relates.	
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):	

PLEASE ATTACH ANY DOCUMENTARY EVIDENCE OF CLAIM (eg statements, invoices)

Admitted to vote for <div style="text-align: right;">£</div>	Admitted for dividend for <div style="text-align: right;">£</div>
Date	Date
Chairman / Administrator	Administrator