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

AM10

Notice of administrator's progress report





27/02/2019

COMPANIES HOUSE

1	Company details	
Company number	0 8 1 8 6 6 6 4	→ Filling in this form Hease complete in typescript or in
Company name in full	Iresa Limited	bold black capitals.
2	Administrator's name	
Full forename(s)	Matthew James	
Surname	Cowlishaw	
3	Administrator's address	
Building name/number	Four Brindleyplace	
Street	Birmingham	
Post town County/	B1 2HZ	
Region		
Postcode		
Country		
4	Administrator's name	
Full forename(s)	Daniel James Mark	Other administrator Use this section to tell us about
Surname	Smith	another administrator.
5	Administrator's address o	
Building name/number	1 New Street Square	© Other administrator Use this section to tell us about
Street		another administrator.
Post town County/	London	
Region ,		
Postcode	E C 4 A 3 H Q	
Country		

AM10 Notice of administrator's progress report Period of progress report 6 ÖB From date To date 3 Ö 7 Progress report I attach a copy of the progress report 8 Sign and date Administrator's Signature signature X X 2 5 Signature date

AM10

Notice of administrator's progress report

Presenter information

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

Contect name	Hena Virdee
Company name	Deloitte LLP
Address	Four Brindleyplace
	Birmingham
Post town	B1 2HZ
County/Region	
Postcode	
Country	
DX	
Telephone	+44 121 632 6000

✓ 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

Deloitte.

Iresa Limited (in administration)

("the Company"/"Iresa")

Progress report to creditors for the period 1 August 2018 to 31 January 2019 pursuant to Rules 18.2 to 18.6 inclusive of the Insolvency (England & Wales) Rules 2016 ("the Rules").

Adeniyi Oluwaseun Oladeji. The affairs, business and property of the Company are managed by the Joint Administrators. The Joint Administrators act as agents of the Company and contract without personal liability. All licensed Insolvency Practitioners of Deloitte LLP ("Deloitte") are licensed in the Joint Administrators of Iresa Limited on 1 August 2018 by the Director of the Company being Mr Matthew James Cowlishaw and Daniel James Mark Smith ("the Joint Administrators") were appointed UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales. For the purposes of paragraph 100(2) of Schedule B1 of the Insolvency Act 1986 (as amended), ("the Act"), the Joint Administrators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally.

Council Regulation (EU) No 2015/848 applies and these are the main proceedings as defined in Article 3(1) of that regulation.

Court Case No. 6400 of 2018 High Court of Justice, Business and Property Courts of England and

Company Number: 08186664
Registered Office: c/o Deloitte LLP,
Four Brindleyplace, Birmingham,
B1 2HZ

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0 Key messages

鲁 Progress of the administration

Remuneration and expenses

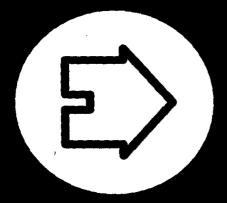
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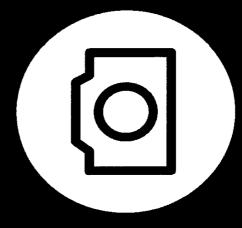
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Key messages

Purpose of

Commentary

administration

as a whole than a liquidation of the Company. Due to the Supplier of Last Resort ("SOLR")

The purpose of the administration will be to achieve a better result for the Company's creditors

process, the Company's licence to operate was revoked and therefore it was not possible to

rescue the Company as a going concern.

of the Company Joint Administrators

administration Progress of

Defoitte LLP Daniel James Mark Smith Matthew James Cowlishaw and

Birmingham Four Brindleyplace

B1 2HZ

Contact details

Disbursements of £3.2k have been incurred in the report period. Please see page 16 for further

Third party costs and expenses of £28.6k plus VAT has been incurred in the report period

Our fees have been fixed at a set amount of £445k as detailed on page 15.

customer accounts, please see page 6 for further details.

Corporate Debt Solutions - Global Limited ("CDS") have been appointed to support us realise

the customer arrears in relation to inactive customer accounts. In relation to the inactive

arrear recoveries. Recoveries currently total c£1.6m, for which we have received c.£1.3m.

The Joint Administrators are working with Octopus to monitor the level of active customer

Please see page 6 for further details.

order to maximise debtor recoveries. All employees have now been made redundant. of customer accounts, final billing and transition of active customer accounts to Octopus in A number of employees were retained by the Joint Administrators to assist in the reconciliation active customers were transferred to Octopus Energy Ltd ("Octopus") under a regulatory As previously reported, shortly before our appointment the Company ceased to trade and all

process run by the regulator Ofgem, the SOLR process.

Email: wpackwood@deloitte.co.uk

www.deloitte.com/uk/iresa

Outstanding

Continue to manage the debt collection process and realise final amounts due

Complete final tax and VAT returns, obtain tax clearance; and Agree unsecured creditor claims and make a distribution; Please see page 9 for further details.

matters













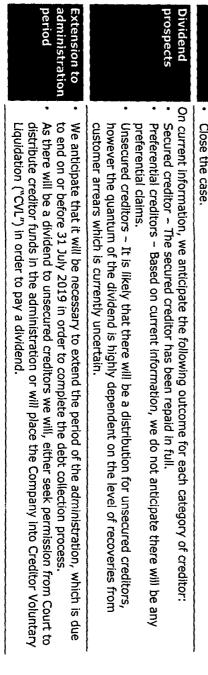












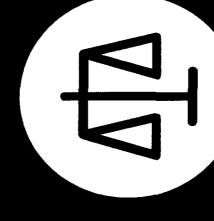


Progress of the administration

Pre-administration costs Receipts and payments Summary

10

2









Summary

Strategy Progress of the administration

to Octopus prior to the administration appointment. the SOLR process all active customers were transferred As previously reported in the proposals, as a result of

working with Octopus to support a smooth transition for customers and reconcile all customer accounts to raise maximise value in the customer debtor book. We are down the business in an orderly fashion in order to As such, the Joint Administrators strategy is to wind

active customer final billing queries by the end of March 2019. Administrators and Octopus. We hope to conclude all This process remains on-going between the Joint

section) to assist with the following: We retained a number of employees (see employees

- The transfer of active customer accounts to Octopus;
- Reconciling both active and inactive accounts to enable final bills to be raised;
- Address customer queries in relation to final bills;
- Address outstanding billing issues

at 1 August 2018. Octopus are the initial point of contact All active customer accounts transferred to Octopus as process for the customers to assist in the customer transition

overpayment in relation to the customer gas and electric of appointment Iresa owed the customer monies for suppry). honour all customer accounts in credit (i.e. at the date As part of the SOLR process, Octopus have agreed to

strategy and the level of recoveries achieved in the of administration, please see the section "Customer reporting period Accounts in Debit" on page 6 for an update on the For the customers who had a debit balance at the date

Trading arrangements

associated overhead costs of keeping the Company site in order to share the costs in retaining employees and undertake account reconciliations. operational during the wind-down period in order to We agreed a Cost Sharing Agreement ("CSA") with Octopus

Octopus have paid £106k in relation to their proportion of retained costs during the reporting period

due course and the Joint Administrators will receive a final A final reconciliation of costs incurred will be undertaken in payment from Octopus.

Employees

As outlined in the proposals, the Joint Administrators initially retained 50 of the 53 employees.

to assist in the actions outlined opposite. 2018 with 22 employees retained until the end of September 27 employees were made redundant at the end of August

IT environment. 2018 to finalise the customer account reconciliations. Iresa's Two employees were retained until the end of November IT manager has been retained as a consultant to manage the

IT Infrastructure and leasehold property

spaces, of which six were handed back to the landlord in landlord in October 2018 and December 2018 respectively September and two office spaces were handed back to the At the date of appointment, the Company rented 11 office

down process. One office is being retained to facilitate the ongoing wind-







Progress of the administration

Summary

Asset realisations

Customer Accounts in Debit

number of pre-appointment customer accounts in debit Company employees were retained for a period of time As at the date of our appointment, the Company had a following our appointment to reconcile customer accounts.

As outlined in the Proposals, these book debts can be classified into two categories.

- the SOLR process (i.e. customer of the Company at customers who were transferred to Octopus under 1. Active customer arrears - amounts owed by 1 August 2018); and
- customers who had previously left the Company Inactive customer arrears - amounts owed by prior to 1 August 2018. 'n.

Active customer arrears

Octobus. The consideration received is a guaranteed Administrators sold the active customer arrears to minimum amount based on the reconciled account position, plus a subsequent share in any amounts collected over and above an agreed threshold. As previously detailed in the Proposals, the

reconciliation of the active customer accounts had been nitial £500k plus VAT with a view to making a top-up payment to the guaranteed minimum amount once a Jpon execution of the agreement, Octopus paid an undertaken.

This reconciliation was based on the best information available at the time using both final and estimated meter readings.

agreed between Octopus and the customers, a 'true up' Where different account balances are subsequently exercise will be undertaken.

was £6,482,638. Octopus paid a further £435,980 plus VAT upon agreement of the opening customer account The agreed opening customer account debtor balance

December 2018 to review the level of collections in the An interim reconciliation was undertaken at 31 first 5 months of the Administration.

Active customer arrears (cont.)

resulted in Octopus paying an additional consideration Octopus had collected £1,667,155 by this date, which of £340,599 plus VAT. Under the terms of the sale and purchase agreement a anniversary of the administration (1 August 2019) to final reconciliation will be undertaken on the determine the final level of collections.

administrators directly collecting the arrears, based on valuations / advice received from three debt collection The agreement with Octopus is expected to provide a better return for creditors, compared to the agencies.

Inactive customer arrears

assist in resolving inactive customer accounts queries. The Administrator retained a number of employees to

Following this process, the Company provided the Joint Administrators a list of c.9,500 inactive customer accounts with a total balance of c.£1.4m.

provide a view on the potential level of recoveries and We approached three debt collection agencies to cost for the inactive customer arrears.

Global Limited ("CDS"), an agency with energy sector collections experience, were appointed on 2 January Following this process, Corporate Debt Solutions – 2019 to assist us in collecting the balances due. No receipts from customers or payments to CDS have been received or paid in the reporting period.









Summary

Credit cover deposits Asset realisations continued

realise to them and limited balances have been available to have set-off the security deposits against monies owing conditions of the supplier agreements, the suppliers deposits with 12 suppliers. Given the terms and The Company had lodged c.£2m as credit cover

suppliers exposure and their contract right of set off. where there was excess credit cover over and above the Accordingly we have recovered £45k from one supplier,

reconciliation of amounts due from the Company. Two suppliers are yet to complete the final

Cash at bank

appointment, this balance has been transferred to the ("HSBC") was in credit by £3.2m at the date of The Company's bank account with HSBC Bank Plc administration bank account.

appointment. which held a zero cash balance at the date of The Company also held accounts with Barclays Bank Plo

IT technology

Company. supporting IT infrastructure to run the operations of the Iresa developed a proprietary technology platform and

We approached 8 parties which the Joint Administrators The technology is not registered Intellectual Property.

sources) which led to 6 parties withdrawing operating (including a list of all the artefacts from all of how the IT infrastructure was built, maintained and software suppliers in the energy market. This included a mix of trade parties and existing deemed could be interested in acquiring the technology The Company maintained limited architecture diagrams

> Administrators and the IT Manager on 16 October 2018 withdrew from the process. One potential interested party held discussions with the nowever following these discussions they formally

as the proposed offer was less than the costs which would have been incurred in completing the transaction. infrastructure which was declined by the Administrators Iresa's former CEO submitted an offer to acquire the IT

would not be submitting any further bids for the On 6 December 2018, the former CEO confirmed he technology.

IT hardware and software will be deleted and destroyed purpose of the Administration has been completed, the receive an acceptable off for the IT technology, once the As such, in the event that the Administrators do not

Chattel assets

computer equipment, fixtures and fittings and other The Company's tangible assets principally relate to items at its trading premises.

A specialist IT destruction firm (Recycle IT 4U Ltd) were appointed to collect the computers and shred the hard disk drives for the assets surplus to requirement.

principally being computer screens and other IT as agents to dispose of the remaining chattel assets equipment. Eddisons Commercial Ltd ("Eddisons") were appointed

amount was remitted to the estate on 5 February 2019 therefore not reflected in the receipts and payments VAT) which is after the period of this report and is December 2018 which realised £2,943 plus VAT. This The agents entered these assets into an auction on 11 (net of commission and handling costs of £1,080 plus

Receipts and payment account

A receipts and payments account, detailing asset 2019 is provided on page 10. realisations achieved and costs paid up to 31 January



immediately.







Progress of the administration

Summary

Progress of the administration

During the period of this report we have liaised with all classes of creditors, including all employees and the Company's c.137 unsecured creditors.

answering of general queries and providing updates on We have liaised with creditors by telephone, email and the progression of the administration and dividend post, including the review of proof of debt forms, distribution prospects.

Statutory tasks

- Statutory appointment notifications to ensure all the appropriate parties are notified accordingly of the
- updating the Insolvency website for the case, filing and regular diary reviews to ensure compliance matters are Case set-up and management actions including dealt with accordingly;
- Joint Administrators' proposals and progress report; Statutory reporting including the preparation of the

- monthly bank account reconciliations and various
- Interaction with HRMC in respect of VAT, Corporation

These tasks are a necessary part of the engagement but











Creditors

our confidential report to the Insolvency Service on 24

We have reviewed the information available to assess

Investigations October 2018.

recovery for the benefit of creditors, such as potential

whether there are any matters that might lead to a

connected to or who have had past dealings with the

Company.

claims that may be brought against parties either

Having completed this review no further avenues of

recovery have been identified.

brought to our attention, please contact us in writing

using the contact details on page 1.

if you have any information that you feel should be

We have complied with our statutory duty to report on the conduct of the Company's directors and submitted

Director Conduct Reports

During the period we have carried out the following tasks which primarily relate to fulfilment of statutory and compliance obligations and other tasks of an administrative nature:

- Administration;
- Responding to creditor correspondence;
- CDDA reporting;
- Cashiering functions including the preparation of payments; and
- Tax matters and VAT Reconciliations.

do not generate any direct financial benefit for creditors.

Summary

during the report period Cost of the work done - third party costs incurred

paid as detailed below: The following third party costs and expenses have been incurred during the report period, these costs have been

- Legal Costs: we have instructed Shakespeare Martineau LLP to assist in the following matters.
- and creditor queries. and ad-hoc advice regarding data and certain debtor arrears, preparation of contract appointing agents General legal advice, a review validity of sale and purchase agreement for the active customer between the Company and Octopus, preparation of a appointment, prepare the Cost Sharing Agreement
- They estimate their fee for so doing this work will be £50k plus VAT, of which £26,139 plus VAT has been paid to date.
- Agents' Costs:- we instructed agents to assist in the following matters:
- engaged to undertake an assessment of potential range of recoveries in relation to the active and Hilton Baird Limited, a debt collection agency, was customers debts being sold to Octopus. Their fee for reporting period. this work was £2,500 plus VAT which was paid in the inactive customer arrears prior to the active
- Chattel asset destruction Recycle IT 4U Ltd were plus VAT which was paid during the reporting period instructed to collect the computers and shred the hard disk drives. Their fee for doing so was £258
- CDS have been instructed as debt collection agents no costs have been invoiced to date. are on a commission only basis. As stated previously to collect the inactive customer arrears. Their fees
- other chattel assets. Their fee for doing so was Chattel assets - Eddisons were instructed to identify, secure and sell the computer equipment and any £1,080 plus VAT which was paid on 5 February 2019

All professional costs are reviewed and analysed in detail before payment was approved.









Progress of the administration

Receipts and payments

SoA values Notes To date Joint Administrators' receipts and payments account 01 August 2018 to 31 January 2019

250	2 1,276,000	5	4,069	45,374	3,106	3 106,579	47
	3,500,000	3,245,665					6,745,665
Receipts Furniture & Equipment	Book Debts	Cash at Bank	Bank Interest Gross	Credit cover receipt	Other receipts	Cost sharing agreement	Total receipts

account. The associated corporation tax on interest

received will be accounted for to HM Revenue &

Customs.

Note 1 - All funds are held in an interest bearing

ransactions since the date of our appointment.

administration to 31 January 2019 being all opposite, detailing the transactions in the

Notes to receipts and payments account

A receipts and payments account is provided

Note 2 - Book debts include the consideration paid

collected over and above an agreed threshold. See

page 6 for further details.

payment and a subsequent share in any amounts

ov Octopus in relation to a minimum guaranteed

Payments	
Rent	20,559
Pre-appointment Administrators' Expenses	128
Pre-appointment Administrators' Fees	28,639
Administrators' Fees	241,361
Agents Fees	2,758
Pre-appointment Legal Expenses	197
Pre-appointment Legal Fees	9,733
Legal Fees	26,139
Other Professional Costs	1,295
Telephone Telex & Fax	3,354
Storage Costs	388
Postage & Redirection	303
Statutory Advertising	85
Wages & Salaries	197,554
Employer's Nat. Ins.	4,220
Bank Charges	183
IT server costs	29,338
Other payroll costs	557
Floating charge credtor	48,845
Total payments	645,635

costs of keeping the Company operational during the Note 3 - Cost Sharing Agreement payment received from Octopus in relation to agreed share in trading costs for employee costs and associated overhead wind-down period. See page 5 for further detail

Note 4 - All sums are shown net of VAT, which is payable to / recoverable from HM Revenue & Customs in due course.

appointment bank balance was £3,282,260 (made up of £3,241,865 cash at bank and £40,079 cash in transit from the Company's merchant services Note 5 - At the date of appointment, the preprovider).

been rounded apparent summing errors may appear This report has been prepared using numeric tables prepared on Excel spreadsheets. As figures have n certain of the tables herein.



Floating Chge Deposit A/c

VAT Receivable Made up of:

Balance

Balance in hand

VAT Payable

20,067 4,120,048

(68,112)4,072,003

4,072,003







Pre-administration

Pre administration costs

As detailed in our Proposals and set out below, the Administrators and Shakespeare Martineau LLP had outstanding pre-administration costs at the date of our appointment.

The Joint Administrators' sought approval to pay these pre-administration costs as part of our Proposals. Our pre-administration costs were subsequently approved by a

		68,597	Total approved	
05/11/2018	197 09/10/2018	197	Legal Expenses	
05/11/2018	9,733 09/10/2018	9,733	Legal Fees	
16/11/2018	128 09/10/2018	128	Administrators expenses	
16/11/2018	58,639 09/10/2018	58,639	Administrators feees	
Date paid	Amount (£) Approval date Date paid	Amount (£)	Party	
		n costs	Pre-administration costs	
		t on page 10.	payments Account on page 10.	
ipts and	in the recei	costs have been paid in full as shown in the receipts and	costs have been p	
2018. these	n 9 October	decision of the unsecured creditors on 9 October 2018. these	decision of the un	
, ,	CIT OFFICE	ממוווויייז ממיסיור להפנים איכו כי ממיסכל מכוווול מלילי בכת מל מ	מחוניני עישני מלוטור לטי	

Total paid

68,697



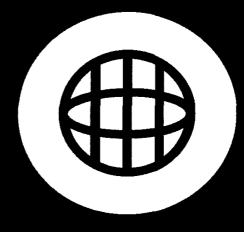






Information for creditors

Outcome





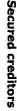






creditors Information for

Outcome



position due at the date of our appointment, which was £48,845. Limited ("CNG"), reconciled their outstanding arrears reviewed, confirmed and agreed by the Administrators as The Company's secured creditor, Contract Natural Gas

further sums are owed to CNG. granted by the Company on 17 April 2018. A first and final distribution was paid on 23 November 2018. No These amounts are secured by way of floating charges

Preferential creditors

holiday pay and pension contributions. Company's employees for arrears of wages/salaries, Preferential creditors consist of amounts owed to the

administration shut down period. administration as all employees were paid during the We do not expect to receive any preferential claims in the

Prescribed Part

charges be no remaining creditors secured by way of floating paid in full, the Prescribed Part will not apply as there will As CNG, in their capacity as secured creditor, has been

Unsecured creditors

The Directors' statement of affairs shows 137 unsecured creditors with estimated non-preferential claims totalling was based on management information provided on Proposals (before the statement of affairs was received), estimate of c110 unsecured creditors included within the creditors and not any customer credit balances). The £5m (the statement of affairs only included trade

relation to customer credit balances and c£5m trade Claims of c£18m have been received to date, c£13m in

made to unsecured creditors. sufficient asset realisations to enable a distribution to be As detailed above, we anticipate that there will be

Claims process - creditors with debts of £1,000 or

purposes if the amount you are owed is £1,000 or less unless you wish to vote a decision procedure in which You do not need to prove your debt for dividend case proof of claim must be given.

an opportunity to notify us of the correct amount. shown in the Company's records/statement of affairs. If purposes. Your claim will be admitted in the amount you disagree with that amount you will be provided with We will notify you if funds become available for dividend

than £1,000 Claims process - creditors with debts of more

are invited to submit their claims to us by completing a administration website and which should be sent to the proof of debt form which is available on the address on page 3, marked for the attention of Wendy Unsecured creditors with claims of more than £1,000 Packwood.

Extensions to the administration

period of the administration, which is due to end on or We anticipate that it will be necessary to extend the book debts are received. before 31 July 2019, in order to ensure all collectable

creditor funds in the administration and will then exit will, either seek permission from Court to distribute As there will be a dividend to unsecured creditors we the administration via dissolution.

order to pay the dividend. Alternatively we will place the Company into CVL in

due course. A final decision regarding the exit route will be made in

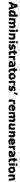






expénses Remuneration and

remuneration Joint Administrators'



"A Creditors' Guide to Remuneration" is available for download at www.deloitte.com/uk/iresa.

Should you require a paper copy, please send your request in writing to us at the address on Page 1 of this report and this will be provided to you at no cost.

Basis of remuneration

The basis of our remuneration was fixed on 9 October 2018 by the unsecured creditors as a set amount of £445k, plus VAT.

Fees drawn to date

We have drawn remuneration of £241k (plus VAT) against the agreed set fee of £445k as shown in the receipts and payments account on page 10.









Remuneration and expenses

Detailed information

Disbursements

Our disbursements to date are in line with the estimates from which it can be seen that we have not recovered provided in the proposals and are summarised below, our disbursements in full.

Category 2 Disbursements

estate and was given by the secured and preferential Specific approval is required before these costs and expenses can to be drawn from the administration creditors on 9 October 2018, Mileage is calculated at the prevailing standard mileage rate of up to 45p used by Deloitte at the time when the mileage is incurred.

A website cost of £500 has been incurred during the period and will paid shortly.

Category 1 disbursements

	645		645	Total disbursements
	345	•	345	Specific Bond
	9	•	9	Postage
	294	•	294	Travel
.,	Unpaid	Paid	Incurred in report period	£ (net)

Category 2 disbursements

£ (net)	Incurred in report period	Paid	Unpaid
Mileage	2,572	1	2,572
Total disbursements	2,572		2,572

Creditors' right to request information

within this report. Such requests must be made within request us to provide additional information regarding Any secured creditor or unsecured creditor (with the creditors or with leave of the Court) may, in writing, 21 days of receipt of this report, in accordance with remuneration or expenses to that already supplied support of at least 5% in value of the unsecured* Rule 18.9 of the Rules.

Creditors' right to challenge remuneration and/or expenses

Court for one or more orders (in accordance with Rule 18.34 of the Rules), reducing the amount or the basis creditors or with leave of the Court) may apply to the Any secured creditor or unsecured creditor (with the of remuneration which we are entitled to charge or otherwise challenging some or all of the expenses support of at least 10% in value of the unsecured ncurred.

complained of, in accordance with Rule 18.34(3) of the Such applications must be made within eight weeks of detailing the remuneration and/or expenses being receipt by the applicant(s) of the progress report

remuneration or expenses approved or deemed to be Please note that such challenges may not disturb approved under prior progress reports.









Deloitte.

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