

AM03

Notice of administrator's proposals



Companies House

For further information, please
refer to our guidance at
www.gov.uk/companieshouse

1 Company details

Company number 08605076

Company name in full Soda Folk Ltd

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) James Alexander

Surname Snowdon

3 Administrator's address

Building name/number 6th Floor

Street 2 London Wall Place

Post town London

County/Region

Postcode EC2Y 5AU

Country

4 Administrator's name ①

Full forename(s) Michael Colin John

Surname Sanders

① Other administrator

Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number 6th Floor

Street 2 London Wall Place

Post town London

County/Region

Postcode EC2Y 5AU

Country

② Other administrator

Use this section to tell us about
another administrator.

AM03

Notice of Administrator's Proposals

6

Statement of proposals



I attach a copy of the statement of proposals

7

Qualifying report and administrator's statement ^①



I attach a copy of the qualifying report



I attach a statement of disposal

^① As required by regulation 9(5) of The Administration (Restrictions on Disposal etc. to Connected Persons) Regulations 2021)

8

Sign and date

Administrator's
Signature

Signature

X



X

Signature date

d

2

d

8

m

0

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2

y

2

y

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y

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3

AM03

Notice of Administrator's Proposals



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 Alexander Timotheou

Company name Macintyre Hudson LLP

Address 6th Floor
2 London Wall Place

Post town London

County/Region

Postcode E C 2 Y 5 A U

Country

DX

Telephone 0207 429 4100



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 and dated 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

Joint Administrators' Proposals relating to
Soda Folk Ltd (**"the Company"**) – In Administration

Issued on: 28 February 2023

Delivered to creditors on: 28 February 2023



Michael Colin John Sanders and I are the Joint Administrators of the Company and these are our statutory proposals relating to the Company.

1. STATUTORY INFORMATION

Company Information	
Company name:	Soda Folk Ltd
Previous name:	N/A
Trading name:	N/A
Company number:	08605076
Date of incorporation:	10 July 2013
Trading address:	N/A
Current registered office:	MHA MacIntyre Hudson, 6th Floor, 2 London Wall Place, London, EC2Y 5AU ("MHA")
Former registered office:	Timsons Business Centre, Bath Road, Kettering, NN16 8NQ
Principal trading activity:	Manufacturer of soft drinks
Appointment Details	
Administrators	James Alexander Snowdon and Michael Colin John Sanders
Administrators' address	Macintyre Hudson LLP 6th Floor, 2 London Wall Place, London, EC2Y 5AU
Date of appointment	5 January, 2023
Court name and reference	High Court of Justice 004855 of 2022
Appointment made by:	The Directors
Actions of Administrators:	Any act required or authorised under any enactment to be done by an administrator may be done by either or both of the Administrators acting jointly or alone.
Officers of the Company:	Simon John Waterfall, Richard Francis O'Donohoe, David Charles Hawkins

Directors:	Name:	Shareholding
	Simon John Waterfall	-
	Richard Francis O'Donohoe	2,612 ordinary £0.10 shares
	David Charles Hawkins	2,612 ordinary £0.10 shares
Company secretary:	Name:	Shareholding
	AFP Services Limited	-

Share capital

Authorised	Allotted, called up and fully paid
8,736 ordinary shares of £0.10 each	8,736 ordinary shares of £0.10 each

Charges

Ecapital Commercial Finance (North) Limited ("Ecapital") hold a first ranking fixed and floating charge over the book debts of the Company. The charge was created on 16 October 2020 and was registered on 20 October 2020. The current credit balance held is £98,257. Ecapital are continuing to collect the outstanding book debts and have recovered the sums due to them except for a final collection charge.

2. CIRCUMSTANCES LEADING TO THE APPOINTMENT OF THE ADMINISTRATORS

Creditors should note that, unless otherwise stated, this section of my proposals has been prepared based on information provided to me by the directors of the Company and not from my personal knowledge as Administrator.

The Company launched in 2013 and is a UK soft drink brand. The business produces and sells premium soda drinks into major retailers including supermarket chains and casual dining restaurant chains. Its multi award-winning sodas are produced using the finest natural ingredients, creating authentic US-style flavour combinations. Alongside the wholesale trade offering, the Company has established an own brand e-commerce platform which generates revenues from 'Direct to Consumer' ("D2C") sales. The Company is positioned within the premium soft drinks and mixers segment, which represents c10% of the total UK soft drinks market.

The product is produced by Hereford Contract Canning Limited (HCC), then shipped to Boughey Distribution Ltd for storage, handling, distribution and all stock fulfilment. A range of consultants and third party agents are employed by the Company to deal with sales, marketing, branding, procurement, and other services.

The business operates remotely; there are no trading premises and only two payroll employees of which one was the managing director. The Company's registered office prior to Administration was Timsons Business Centre, Bath Road, Kettering, NN16 8NQ and has now been changed to the Joint Administrators office at Macintyre Hudson LLP 6th Floor, 2 London Wall Place, London, EC2Y 5AU.

A summary of the Company's recent trading performance is shown below.

Financial Statements

Profit and Loss Account

	For the Period 1 Jan 2022 to Oct 2022	As at 31 Dec 2021	As at 31 Dec 2020
Turnover	888,228	1,027,407	695,128
Cost of Sales	<u>(520,608)</u>	<u>(586,907)</u>	<u>(381,807)</u>
Gross Profit	367,620	440,500	313,321
Distribution Costs	(182,633)	(231,168)	(126,471)
Administrative Expenses	(751,237)	(832,296)	(639,342)
Other Operating Income	-	5,368	15,255
Operating Profit/(Loss)	<u><u>(566,250)</u></u>	<u><u>(617,596)</u></u>	<u><u>(437,237)</u></u>

ABBREVIATED BALANCE SHEET

	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 Dec 2019
FIXED ASSETS			
Intangible Assets	2,800	4,900	-
Tangible Assets			
Plant & Machinery	2,771	2,006	1,054
Motor Vehicles	5,344	7,719	-
	<u>10,915</u>	<u>14,625</u>	<u>1,054</u>
Current Assets:			
Stocks	276,952	308,603	121,831
Trade debtors	161,928	85,046	95,677
Prepayments and accrued income	6,894	6,996	4,866
Other debtors	27,907	27,086	50,106
Cash at Bank and in Hand	88,436	47,245	40,550
	<u>562,117</u>	<u>474,976</u>	<u>313,030</u>
Creditors: amounts falling due within one year			
Trade creditors	(243,422)	(95,233)	(88,250)
Bank loans and overdrafts	(70,978)	(12,559)	(5,938)
Other taxes and social security	(5,162)	(16,211)	(13,791)
Other creditors	(8,438)	(196,270)	(162,673)
Accruals and deferred income	(55,846)	(38,584)	(10,921)
	<u>(383,846)</u>	<u>(358,857)</u>	<u>(281,573)</u>
Net Current Liabilities	<u>178,271</u>	<u>116,119</u>	<u>31,457</u>
Total Assets Less Current Liabilities	<u>189,186</u>	<u>130,744</u>	<u>32,511</u>
Creditors: amounts falling due after more than one year			
Bank loans	(34,167)	(43,788)	-
Other creditors	(1,185,392)	(492,887)	-
Net Assets/(Liabilities)	<u>(1,030,373)</u>	<u>(405,931)</u>	<u>32,511</u>
Capital and Reserves			
Called Up Share Capital	874	874	874
Share Premium Account	499,193	499,193	499,193
Profit and Loss Account	(1,530,440)	(905,998)	(467,556)
Shareholders' Funds	<u>(1,030,373)</u>	<u>(405,931)</u>	<u>32,511</u>

It should be noted that the management accounts have not been verified for accuracy and therefore may not reflect the Company's true trading position.

Neither the business nor the assets of the business have been acquired from an insolvency practitioner within the previous 24 months.

At the start of December 2022, myself and Michael Colin John Sanders were approached by Soda Folk Ltd to review and comment upon the financial position of the company. We subsequently advised on the options that might have been appropriate for the Company under UK insolvency legislation, including Administration. My colleagues in the MHA Corporate Finance team were instructed by the Company in October 2022 to conduct a Business Overview and they approached a number of parties that might have been interested in acquiring the business. None of the parties approached were interested in acquiring the company and as such the assignment ended. Prior to that, neither I nor my proposed joint administrator had a prior professional relationship with the Company.

Based on the information available to MHA at the time, it was considered that the best course of action for the Company was to cease trading and preserve the brand and intellectual property of the Company to then find a potential buyer who would be interested in taking on the business and assets.

Axia Valuation Services Limited ("Axia"), specialist and confirmed independent asset valuers, was engaged to provide a market valuation of the Company and of its business and other assets including the goodwill, intellectual property and brand. Axia was instructed after considering the nature and complexity of the Company's affairs and the expertise in the area.

MHA explored with the Company whether a Creditors Voluntary Liquidation ("CVL") would be possible. This would not be possible and it was concluded that an Administration would be the most appropriate option as the financial information indicated Administration would provide for a better return to creditors.

The Notice of Intention to Appoint an Administrator ("NOI") was filed, by the Directors, on 20 December 2022 and, subsequently, the Directors' swore a Notice of Appointment to appoint myself and Michael Colin John Sanders of MHA MacIntyre Hudson as Joint Administrators on 5 January 2023. This was filed in Court on the same day via what is known as the "out of court" filing procedure. The Court acknowledged the filing and the appointment was made at 11:26am on 5 January 2023, per the date stamp on the document, which is the time and date of the appointment of the Joint Administrators.

Prior to the commencement of the Administration Macintyre Hudson LLP acted as advisors to the Board as a whole acting on behalf of the Company. No advice was given to the individual directors regarding the impact of the insolvency of the company on their personal financial affairs. Whilst not formally in office at that time, Macintyre Hudson LLP was still required to act in its dealings with the Company in accordance with the Insolvency Code of Ethics.

As required by the Insolvency Code of Ethics, Michael Colin John Sanders and I considered the various threats to our objectivity arising from this prior involvement. We concluded that those threats were at an acceptable level such that we could still act objectively and hence could be appointed Administrators of the Company.

On 5 January, 2023, Michael Colin John Sanders and I were appointed by the Board, as Joint Administrators of the Company and took over from the Board responsibility for the management of the affairs, business and property of the Company. The appointment permitted the Joint Administrators to take any actions required either jointly or alone, and I have been the Administrator primarily involved in dealing with the Company's affairs.

3. OBJECTIVES OF THE ADMINISTRATION AND THE ADMINISTRATORS' STRATEGY FOR ACHIEVING THEM

As Administrators of the Company, Michael Colin John Sanders and I are officers of the Court, and must perform our duties in the interests of the creditors as a whole in order to achieve the purpose of the Administration, which is to achieve one of the three objectives set out in the insolvency legislation, namely to:

- (a) rescue the Company as a going concern; or
- (b) achieve 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
- (c) realise property in order to make a distribution to one or more secured or preferential creditors.

Further, an administrator must attempt to achieve the objectives of the above objectives in the above order, i.e., you must try and achieve a), and if you cannot then you must try to achieve b), and if not, you must try and achieve c).

A purpose a) administration being the rescue of the Company as a going concern was considered. However, therefore were several factors which meant that this was not likely to be achieved and accordingly purpose a) was not set as the objective of the Administration. One of the key problems was that the Company incumbent Directors/shareholders were not able to obtain the additional working capital required for ongoing trading, (loans made by the Directors/shareholders to the Company to date totalled c £1.8m) even if historic debt could have been compromised/deferred for a period of time and none of the third parties approached were interested in acquiring the Company. It also was considered that it was not possible to trade out of the significant balance sheet deficit to restore the Company to solvency. The Directors made clear that due to the heavy losses to date, they did not wish to either make a bid to acquire the business or enter into a Company Voluntary Arrangement ("CVA"). Taking all these factors into account, it was not possible to achieve purpose (a).

As a result, purpose (b) was considered and it was concluded that purpose (b) is reasonably likely to be achieved and formed to the purpose of the administration. It is anticipated that purpose (b) will be achieved by facilitating a sale of the business and assets which has included a payment for goodwill and the settlement agreement entered into with Boughey and HCC, ROT and fulfilment creditor which has assisted mitigating some of the unsecured claims. It is also expected there will be an enhanced level of realisations subject to the book debts as there will be continuation of service.

For completeness, notwithstanding the objective of the administration is objective (b), it is clear that in the alternate purpose (c) would have been achieved via distributions to both the preferential and secured creditors had this been the purpose of the administration.

The insolvency legislation has set a 12 month maximum duration for Administrations, unless the duration is extended by the Court or the creditors. If we are unable to complete the Administration of the Company within 12 months then we will either apply to the Court or seek a decision from the creditors to extend the duration of the Administration.

In order to help me achieve the objective I have a wide range of powers, as set out in the insolvency legislation, and I must perform my functions as quickly and efficiently as is reasonably practicable. I must also act in the interests of the creditors of the Company as a whole other than where objective c) is being pursued I need only ensure that I do not unnecessarily harm the interests of the creditors of the Company as a whole.

4. ACTIONS OF THE ADMINISTRATORS FOLLOWING APPOINTMENT

Since I was appointed Joint Administrator, I have carried out the following tasks:

- Liaised with solicitors to confirm our appointment as Joint Administrator and ensued that notice of my appointment was served on the Company and the Charge holder.
- Issued my initial notices to all known creditors and members to advise of the Company's Administration, my appointment as Joint Administrator and to request their claims.
- Liaised with the Company's Directors and former employees in respect of obtaining financial and asset information.
- Liaised with Axia with respect to valuing and assisting with a potential sale of the Company's assets.
- Submitting the relevant forms to the Redundancy Payments Service ("RPS") and pension providers in respect of outstanding employee entitlements.
- Written to all known employees to advise them of their redundancy and to provide them with information with respect to filing a claim with the RPS.
- Corresponded with the RPS regarding the employees' redundancy claims.
- Corresponded with creditors with actual or potential retention of title ("ROT") claims.
- Written to the Directors to request a Statement of Affairs.
- Facilitating a sale of the business and assets
- Prepared these Proposals.
- Written and liaised with HSBC Bank UK plc to freeze all outward payments and to allow the continued receipt of monies from debtors.

The Joint Administrators have also undertaken the following routine statutory and compliance work:

- Created electronic files and updated our case management systems.
- Opened an Administration estate bank account.
- Filed the necessary notices with Companies House.
- Advertised the appointment of the Joint Administrators in the London Gazette.
- Written to the Company's bankers requesting the cash at bank and copies of bank statements for the period prior to the Administration.
- Written to the Company's solicitors and accountants.
- Written to HMRC regarding the appointment of the Administrators.
- Issued letters to and liaised with the Company's creditors.
- Issued a letter to the Company Directors requiring them to deliver up the Company's books and records and complete a director's questionnaire.
- Conducted relevant pension searches.

I had to undertake this work either as part of my routine administrative functions, or in order to protect and realise the assets of the Company.

I reviewed the possibility of trading in administration and given where the Company was in terms of the committed orders, form the opinion that ongoing trading in administration would not be advantageous and accordingly there was a temporary cessation of trade whilst the business and assets were marketed as a matter of urgency. The employees of the Company were retained to try and facilitate a sale of the business as a going concern; however, this did not materialise. Therefore, the employees were dismissed on 19 January 2023.

Valuation of the business and assets

Axia Valuation Services Limited ("Axia") are specialist and confirmed independent asset valuers, was engaged to provide a valuation on the market value of the Company and of its business and assets. Axia was instructed after considering the nature and complexity of the Company's affairs. Axia has continued to assist with valuing, realising and advising in respect of the Company's assets. The valuation was conducted by Axia on 31 December 2022.

Asset category	Valuation basis & amount (£)		Sale Consideration (exclusive of VAT) (£)
	(e.g. Market value in-situ)	(e.g. Market value ex-situ or Orderly Liquidation Value etc)	
<u>Charged assets</u>			
IT Equipment	400	200	100
Fixtures and Fittings	300	100	-
Vehicle	9,000	7,500	10,253
Stock*	60,000	Nil	90,000
Digital Assets	10,000	Nil	10,000
Goodwill/Brand/IP	75,000	Nil	90,000
Total	154,700	7,800	200,353
	Plus VAT where applicable	Plus VAT where applicable	Plus VAT where applicable
*Stock – note. The valuation was stated gross of any retention of title claim which was likely to extinguish any net realisable value based upon the level of retention of title claim received.			

The market value of the business and certain assets were valued on an in-situ versus ex-situ basis:

Market Value In-Situ is defined by the RICS Appraisal & Valuation Manual as being:-

The estimated amount for which the equipment and business assets should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. On the assumption:- that, prior to the date of valuation, there had been a reasonable period (having regard to the nature of the equipment and business assets and the state of the market) for the proper marketing

of the interest and for the sale to be concluded; that no account is taken of any additional bid by a prospective purchaser with a special interest; and, a sale as a whole for use in its working place.

Market Value Ex-Situ is defined by the RICS Appraisal & Valuation Manual as being:-

The estimated amount for which the machinery and business assets should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. On the assumption:- that, prior to the date of valuation, there had been a reasonable period (having regard to the nature of the equipment and business assets and the state of the market) for the proper marketing of the interest and for the sale to be concluded; that no account is taken of any additional bid by a prospective purchaser with a special interest; and, a sale either;

- as a whole for removal from the premises at the expense of the purchaser; or
- as individual items for removal from the premises at the expense of the purchaser.

Market valuations are not adjusted in respect of selling costs which may be incurred. They assume that completion of a sale of the interest in the machinery and business assets takes place on the valuation date. For the purpose of assessing the Market Value we have assumed that a period of 30 days would have been available for marketing.

The valuation, except where indicated, assumes that the assets are unencumbered and not subject to any form of lease, hire purchase, rental, or finance agreement.

In arriving at the views expressed in this valuation, Axia have assumed that the instructing clients, and directors/personnel of the company have made full disclosure of all matters that could affect the appraisal.

We confirm that Axia carries adequate professional indemnity insurance for the valuation performed. This report has been prepared by Graham Thomas, who is a fully subscribed member of The National Association of Valuers and Auctioneers (membership no. M0199896).

We confirm that neither Axia nor any of its employees have previously advised or acted for the subject company. The valuation has been prepared by Axia as an independent and external appraisal company.

Marketing of the business and assets

The Company was experiencing cashflow issues due to the aftermath of the Coronavirus Pandemic and the significant arrears of rent and debts which amounted in the Coronavirus Pandemic period. Due to these issues, Axia was instructed to market the Company's business and assets for sale to any interested parties, with a view to procuring a sale of all or part of the Company's business and assets.

A period of marketing took place with Axia advertising the sale online (on Deal Opportunities platforms since 23 December 2022 as well as targeting potential purchasers within the industry and broadcasting the sale directly to Axia trade contracts. There was a deadline set of 10 January 2023 for any offers for the business and assets. Following the deadline of 10 January 2023, there were no going concern offers received and accordingly Axia were instructed to seek offers for the assets of the business on a break up basis.

Details of the transaction

The sale of the majority of the Company's assets was concluded on 19 January 2023. The sale was made to unconnected parties being Windfall Logistics Limited ("Windfall") and AP Drinks Limited ("AP") together ("the Purchasers"). Windfall Logistics purchased the Company's stock assets and AP purchased the Company's goodwill, brand and intellectual property which included all social media accounts/presence and website domains.

The Company stock was sold for £90,000 plus VAT and the Company's Goodwill, brand and intellectual property was sold for £100,000 plus VAT. It was also agreed that a payment of £36,000 (£30,000 plus VAT) was made to Boughey Distribution Limited ("Boughey") in relation to part payment of debts owed by the Company and a payment of £72,000 (£60,000 plus VAT) was made by the Company to Hereford Contract Canning Limited ("HCC") for the materials held by HCC and had a valid Retention of Title claim ("ROT"). Please note that both these payments were necessary to secure the asset sales and without

the payments, it would not have been possible to realise any value for either the stock or potentially the goodwill given the likelihood of a significant downtime in the ability to recommence supply.

Further, as at the point of sale there remained a considerable uncertainty as to the exact quantity of stock that physically existed and also to the length of time available for it to be sold within the stock's expiry date. The agents, Axia, had been unable to physically verify the stock held at a third party fulfilment company and as such a mechanism was agreed whereby stock subsequently not found to be present would be rebated to the purchaser at a proportionate amount of the consideration payable for the stock based on the quantity, either missing or unsaleable. It is expected that a rebate of circa £24,000 will be paid following a detailed physical verification and reconciliation exercise. The Joint Administrators remain satisfied that the overall level of consideration received after the settlement and stock rebate is significantly in excess of what might have been secured in the alternate.

Blake Turner received the proceeds of sale and initially settled the debt of £60,000 plus VAT to HCC in respect of all ROT stock held at the Company's storage locations. A further payment was made to Boughy Distribution Limited of £30,000 plus VAT. The remaining funds were transferred to the Joint Administrators. These amounts have been reflected in the Receipts and Payments account via journal entries.

There were no guarantees provided by the Directors or the Purchasers.

The assets which were excluded from the sale were the Company's records, the book debts which were still recoverable and the equipment.

The net consideration received was considered to be the maximum achievable in the circumstances by both the Joint Administrators and Axia.

Other asset realisations

HSBC Bank UK plc ("HSBC") have informed us that there is a credit balance left in the Company's bank account totalling £67,179, this amount is expected to be realised into the administration bank account imminently.

Ecapital have a current credit balance of £98,256 regarding the debtor ledger. There are still debtors of £26,651 remaining to be collected of which they believe £16,210 will be collectable. Ecapital will continue to collect the book debts in until realised in full. Ecapital are expected to have a final collection fee in the region of £30,000.

Axia have secured a vehicle that the Company held. The vehicle is a 1957 Chevrolet pick-up truck with an in-situ market value of £9,000 and an ex-situ value of £7,500. The vehicle has been placed in an auction and a sale has concluded realising £10,253.60 for the vehicle. Axia have also managed to complete on a sale of one of the operational laptops the Company held and realised £100 plus VAT.

5. FINANCIAL POSITION OF THE COMPANY

A summary of the Company's estimated financial position as at 5 January, 2023, which is known as a Statement of Affairs, is attached at Appendix 7.

Joint Administrators' comments on the Directors' Statement of Affairs.

5.1. Book Debts

There is a current credit balance of £98,256. There are still debtors of £26,651 remaining to be collected and Ecapital will continue to collect the book debts in until realised in full.

5.2. Fixtures and Fittings

The Company's fixtures and fittings were valued by Axia on an in-situ and ex-situ basis. The value attributed on an in-situ basis was £300 and on an ex-situ basis was £100. The estimated to realise value has been set as £100 as the assets will be sold as a forced sale scenario.

5.3. IT Equipment

The Company's IT equipment was valued by Axia on an in-situ and ex-situ basis. The Company held three Apple MacBook's, with one being defunct and out of use, one being older and one in reasonable condition. There is currently an in-situ value of £400 and an ex-situ value of £200. The ex-situ value of £200 has been used for the purposes of the asset realisations. Axia have been in contact with the former employees to complete on a deal for one of the laptops for £100 plus VAT.

5.4. Stock

Based on current information, the current stock had a cost value of £332,148 and the value realised on a in-situ sale of the stock as per the SPA was £90,000 plus VAT. This sum received was subject to a payment which was due to be made to HCC under the terms of the SPA agreement. This meant that £60,000 plus VAT was paid by Blake-Turner LLP on behalf of the Joint Administrators from the funds held from the completion of the SPA. There was a further payment of £30,000 plus VAT paid to Boughey.

5.5. Vehicle

The Company held a vintage 1957 Chevrolet 3200 pick-up. The vehicle was placed in auction and realised a value of £10,253 and is not subject to any VAT.

5.6. Cash at Bank

The last set of accounts of the Company showed that there was £94,881 held in the Company's bank account with HSBC Bank UK plc ("HSBC"). Since the Joint Administrators appointment, contact has been made with the Company's bankers and the current balance held in the account is £67,179.21. This money is in the process of being transferred to the Administrations estate account, however, we are awaiting clearance from HSBC's internal procedures.

5.7. Secured Creditors

Ecapital Commercial Finance (North) Limited held a charge over the book debts of the Company. As detailed above Ecapital hold a first ranking fixed and floating charge over the book debts of the Company. The charge was created on 16 October 2020 and was registered on 20 October 2020. The current credit balance held is £98,257. Ecapital are continuing to collect the outstanding book debts and have recovered the sums due to them except for a final collection charge.

5.8. Preferential creditors

The only known ordinary preferential creditors are former employees of the Company for unpaid wages and holiday pay and the Redundancy Payments Service who will be paying the redundancy claims. Their claims are subject to a maximum limit set by the insolvency legislation. The current estimated

Employees

Claims from employees totalling £1,295 are anticipated in respect of the preferential elements owed to employees.

Redundancy Payments Service ("RPS")

The RPS are anticipated to have a claim of £165 in respect of the preferential element from the monies paid to the redundant employees. This figure is just an estimate and is subject to the final adjudication and payment from RPS' office.

Please note the above estimates have not been included within the Directors Statement of Affairs and will be brought to their attention.

HM Revenue and Customs

HMRC are secondary preferential creditors for certain specified debts, such as VAT, PAYE, employee National Insurance Contributions, student loan deductions and Construction Industry Scheme deductions. Secondary preferential debts are payable after all ordinary preferential debts have been paid in full, and before non-preferential unsecured debts. The only secondary preferential debt currently known is for unpaid PAYE and employee national insurance contributions. The current estimated

amount owed is £6,585.17. Please note that the Directors Statement of Affairs includes the full amount owing to HMRC of £9,101 as preferential, however employer's National Insurance should correctly be shown as a unsecured rather than preferential claim which explains the difference.

5.9. Prescribed part

There are provisions of the insolvency legislation that require an Administrator to set aside a percentage of a Company's assets for the benefit of the unsecured creditors in cases where the Company gave a "floating charge" over its assets to a lender on or after 15 September 2003. This is known as the "prescribed part of the net property." A Company's net property is that left after paying the preferential creditors, but before paying the lender who holds a floating charge. An Administrator has to set aside:

- 50% of the first £10,000 of the net property; and
- 20% of the remaining net property;

up to a maximum of £800,000

The Company gave a fixed and floating charge to Ecapital. The money due to Ecapital will be fully repaid from the assigned debts they hold over book debts. As a result, I will not have to pay them any money under their floating charge, and the prescribed part provisions will not apply.

5.10. Unsecured creditors

Trade and Expense Creditors

Claims totalling £100,213 are anticipated from 31 creditors. I have received claims from 6 creditors totalling £18,759. I anticipate that further claims will be received in due course.

Employees

Claims from employees totalling £4,328 are anticipated in respect of the unsecured elements owed to employees.

Redundancy Payments Service ("RPS")

The RPS are anticipated to have a claim of £7,197 from the monies paid to the redundant employees. This figure is just an estimate and is subject to the final adjudication and payment from RPS' office.

Director Loans

Monies are owed to two of the Company's directors in respect of loans made to the Company throughout the trading period. At present, Mr Hawkins is owed £986,474 and Mr O'Donohoe is owed £907,193 which amounts to a total of £1,893,667.18. These loans will be subject to review for reconciliation in due course. Please note that on the Director's Statement of Affairs at Appendix 9 include the Directors' loans in section A1, which forms the body of the Statement of Affairs, but have not particularised the details in section B in accordance with the rules, this will be brought to the Directors attention and it is expected a revised copy will be filed.

HM Revenue and Customs – Employer's National Insurance Contributions

There is a claim of £2,534.38 for unpaid employer's national insurance contributions due to HM Revenue and Customs. To date, no claim has been received from HMRC, however, it is anticipated that HM Revenue and Customs will submit a claim in due course.

Coronavirus Bounce Back Loan Scheme ("BBLS")

The Company obtained a BBLS of £50,000 from HSBC Bank UK plc. There have been various payments made against the loan and the current outstanding amount owed is £34,099. This balance should have been but is not included in the Statement of Affairs.

HSBC Bank UK plc - Credit Card

There has also been information provided by HSBC Bank UK plc regarding a credit card debt owed. The current outstanding amount is £5,386, however no formal proof of debt has been lodged at this moment in time.

6. ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT

I attach at Appendix 8 a receipts and payments account covering the period since the date the Company entered into Administration, which I have reconciled to the financial records that I am required to maintain. All amounts are shown net of VAT. The receipts represent the assets realised to date, as detailed above. In respect of the payments then I would comment as follows:

- There has been a payment to AFP Services Limited for the amount of £7,000 plus VAT for the assistance they have provided in the preparation of the Statement of Affairs and for the financial information provided to the Joint Administrators.
- Payment of £60,000 plus VAT to HCC who held a ROT claim over the stock of the Company.
- Payment of £30,000 plus VAT to Boughey Distribution Limited who held the stock for distribution.

7. PROPOSED FUTURE ACTIONS OF THE ADMINISTRATORS TO ACHIEVE THE OBJECTIVE OF THE ADMINISTRATION

In order to achieve the objective of the Administration of the Company I propose to:

1. Realise the Company's remaining physical assets with the assistance of Axia;
2. Liaise with HSBC to obtain the remaining credit balance and the post appointment credits received into the Company's bank account;
3. Monitor the book debts being collected by Ecapital and collecting the surplus balance;
4. Liaise with the RPS to finalise the payment to the employees;
5. Conduct a review of the Company and examine the banking information to establish if further investigations are required and establish whether there are any potential antecedent transactions or other potential avenues that may lead to realisations;
6. Examine and consider the conduct of the management of the Company; and
7. Continue to deal with the Administrators' statutory duties.

Based on current information I believe that a dividend will be paid to unsecured creditors

8. ADMINISTRATORS' REMUNERATION AND EXPENSES

I attach a copy of my practice fee recovery policy at Appendix 3. In this case I am seeking to fix the basis of my remuneration on a time cost basis as detailed below:

Time costs:

Some work cannot be identified with enough certainty for me to seek remuneration on a fixed or percentage basis. For these tasks, I propose to seek approval on a time cost basis. i.e. by reference to time properly spent by me and members of staff of the practice at our standard charge out rates. When I seek approval for my fees on a time cost basis I have to provide a fees estimate. That estimate acts as a cap on my time costs so that I cannot draw fees of more than the total estimated time costs without further approval from those who approved the fees. I attach at Appendix 6 a "Fees estimate summary" that sets out the work that I intend to undertake, the hourly rates I intend to charge for each part of the work, and the time that I think each part of the work will take. It includes a summary of that information in an average or "blended" rate for all of the work being carried out within the estimate. In summary, I am seeking to be remunerated on a time cost in respect of the work my staff and I undertake in respect of the following categories of work.

Administration: This represents the work that my staff and I have to undertake in respect of the routine administrative functions of the case, including preparing, reviewing and issuing statutory reports. It also includes my control and supervision of the work done by my staff on the case (together with the supervisory functions of my managers). Such work does not give direct financial benefit to the creditors, but I have to undertake it in order to meet my obligations under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that I must follow.

Realisation of assets: This represents the work I will undertake to protect and then realise the Company's assets. (It also includes work in connection with supervising the professional advisors that I intend to instruct to assist me in realising the Company's assets. More details about those professional advisors is set out below.) If the Company's assets are recovered, I will first use the proceeds to meet

the costs and expenses of the case and then distribute any balance to the creditors in the statutory order of priority.

Creditors:

Employees - I need to deal with the ex-employees of the Company in order to ensure that their claims are processed appropriately by the Redundancy Payments Service (RPS). That work will include dealing with queries received from both the ex-employees and the RPS to facilitate the processing of the claims. I am required to undertake this work as part of my statutory functions.)

Claims of creditors – I need to maintain up to date records of the names and addresses of creditors, together with the amounts of their claims as part of my management of the case, and to ensure that I have accurate information about who to send notices and reports to. I will also have to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. I am required to undertake this work as part of my statutory functions.

Dividends – I have to undertake certain statutory formalities in order that I can pay a dividend to creditors. This includes writing to all creditors who have not lodged proofs of debt and reviewing the claims and supporting documentation lodged by creditors in order to formally agree their claims, which may involve requesting additional information and documentation from the creditors.)

Investigations: The insolvency legislation gives me powers to take recovery action in respect of what are known as antecedent transactions, where assets have been disposed of prior to the commencement of the insolvency procedure and also in respect of matters such as misfeasance and wrongful trading. I am required by the Statements of Insolvency Practice to undertake an initial investigation in all cases to determine whether there are potential recovery actions for the benefit of creditors.

If I identify potential recoveries, or matters for further investigation, then I will need to undertake additional work to investigate them in detail and attempt recovery where necessary. I cannot fix the basis of my remuneration for dealing with such unknown or uncertain assets at present, and if such assets are identified I will seek approval for an appropriate fee basis.

I am also required by legislation to report to the Secretary of State on the conduct of the directors. I have to undertake this work to enable me to comply with this statutory obligation, which is of no direct benefit to the creditors, although it may identify potential recovery actions.

More details of the tasks included in these categories are included in the fees estimate. I estimate that the total time costs that I will incur in undertaking these tasks in this case will be £79,479 at a “blended” rate of £353.87 per hour.

To date a total of 122.87 hours have been spent undertaking tasks in respect of these categories of work, and total time costs to date are £44,141.50 charged at an average charge out rate of £359.25. Details of the time units used and current charge-out rates are provided in our practice fee recovery sheet, a copy of which is enclosed. I also attach at Appendix 5 an analysis of time costs incurred to date by reference to grade of staff and tasks undertaken by reference to the different categories of work.

This fees estimate has been provided to creditors at an early stage in my administration of the case and before I have full knowledge of the case. While all possible steps have been taken to make this estimate as accurate as possible, it is based on my current knowledge of the case and my knowledge and experience of acting as office holder in respect of cases of a similar size and apparent complexity. As a result, the fees estimate does not take into account any currently unknown complexities or difficulties that may arise during my administration of the case.)

If my time costs incurred on the case exceed the estimate, or are likely to exceed the estimate, I will provide an explanation as to why that is the case in the next progress report I send to creditors. Since I cannot draw remuneration in excess of my fees estimate without first obtaining approval to do so, then where I consider it appropriate in the context of the case, I will seek a resolution to increase the fee estimate so that I will then be able to draw additional remuneration over and above this fees estimate.

I only anticipate needing to seek approval to draw fees in excess of the estimate if any currently unknown complexities or difficulties arise during my administration of the case; or if my initial investigations identify further areas of investigation, potential further asset recoveries and any associated recovery actions; or if the realisation of assets gives rise to the need to participate in arbitration or legal proceedings.

Based on the value of the known assets of the Company I anticipate being able to draw my fees estimate in full.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type are available in a series of Guidance Notes issued with Statement of Insolvency Practice 9, and they can be accessed at <http://www.insolvency-practitioners.org.uk/regulation-and-guidance/guides-to-fees>. There are different versions of these Guidance Notes, and in this case please refer to the current version. Please note that we have also provided further details in the practice fee recovery sheet.

The following sub-contractors have undertaken work on this case to date:

Sub-contractor	Nature of Work	Fee Arrangement
AFP Services Limited	Provision of financial information and preparation of the Statement of Affairs	Fixed fee - £7,000 plus VAT

AFP Services Limited have been instructed to prepare the Statement of Affairs for the Directors and to collate and provide all relevant financial and statutory information to the Administrators. On the basis of the amount of information needed and the fact that the majority of the accounting records were held by AFP Services Limited, it was decided that the Administrators would instruct AFP Services Limited. A fixed fee was agreed to enable AFP Services Limited to provide this information in a timely manner.

The choice of sub-contractors was based on my perception of their experience and ability to perform this type of work and the complexity and nature of the assignment. I also confirmed that they hold appropriate regulatory authorisations. I consider that the basis on which they will charge their fees represents value for money.

As indicated in the receipts and payments account attached, to date I have paid £7,000 plus VAT to AFP Services Limited for work done. I have reviewed the charges they have made and am satisfied that they are reasonable in the circumstances of this case.

Expenses are any payments from the estate which are neither an office holder's remuneration nor a distribution to a creditor or a member. Expenses also includes disbursements. Disbursements are payments which are first met by the office holder and then reimbursed to the office holder from the estate. Expenses are split into:

- category 1 expenses, which are payments to persons providing the service to which the expense relates who are not an associate of the office holder; and
- category 2 expenses, which are payments to associates or which have an element of shared costs. Before being paid category 2 expenses require approval in the same manner as an office holder's remuneration.

The following professional advisors have undertaken work on this case to date:

Professional Advisor	Nature of Work	Fee Arrangement
Axia Valuation Services Limited	Valuing and realising assets	Time cost
Blake Turner LLP	Legal advice	Time cost
AFP Services Limited	Assisting in preparing and supplying financial information	Fixed cost

Axia Valuation Services Limited ("Axia")

Axia have undertaken the relevant valuations of all the Company's assets and have conducted a marketing process to find a suitable buyer for the assets. They have facilitated the sale of the assets and business.

Blake-Turner LLP

Blake-Turner was instructed to advise on the sale of the Company's assets and business. They drafted the necessary documents for the Joint Administrators to conduct the relevant SPA.

AFP Services Limited ("AFP")

AFP were instructed to provide the relevant Company financial information and to assist in preparing financial documents for the Administration.

These professional advisors will continue to be instructed on this matter to deal with the legals and the asset sale as well as the ongoing tasks needed in the Administration.

My choice of professional advisors was based on my perception of their experience and ability to perform this type of work and the complexity and nature of the assignment. I also confirmed that they hold appropriate regulatory authorisations. I consider that the basis on which they will charge their fees represents value for money.

My category 1 expenses incurred to date amount to £34,133.93 in total, and are made up as follows:

Nature of category 1 expense	Amount incurred/ accrued to date £	Amount paid to date £	Amount still to be paid £
Axia Valuation Services Limited	18,829	-	18,829
Blake Turner LLP	7,640	-	7,640
AFP Services Limited	7,000	7,000	-
Insolvency Bonding	200	-	200.00
Statutory Advertising	239.52	-	239.52
Insurance	225.41	-	225.41
Total	34,133.93	7,000	27,133.93

I have paid category 1 expenses of £7,000 plus VAT to date, as indicated in the receipts and payments account attached.

I anticipate that category 1 expenses totalling £40,098 will arise in this case, together with any subsequent Liquidation, as detailed in Appendix 2. I am able to pay expenses without needing to obtain approval, but when I issue statutory reports in the Administration or any subsequent Liquidation, I will compare the actual expenses incurred with the original estimate provided and will explain any material differences.

I am required to seek approval before I can pay any expenses to associates or pay expenses where there is an element of shared costs, which are known as category 2 expenses. No category 2 expenses have been incurred to date and I do not anticipate that any will be incurred or recovered in this case.

I have already commented in this report about the likelihood of a return being made to each class of creditor of the Company, but also attach at Appendix 7 an estimated outcome statement. This sets out in numerical form the anticipated realisations that will be made, based on the estimated value of the Company's assets as detailed earlier in my report, together with the estimated payments to be made, based on my proposed remuneration and estimated expenses as detailed above. While every effort has been taken to make this as accurate as possible, creditors will appreciate that it will be affected by any differences between the amounts actually realised compared with the estimated value of assets, and by any differences between actual expenses incurred and those included in my estimate.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type are available in a series of Guidance Notes issued with Statement of Insolvency Practice 9, and they can be accessed at <https://www.macintyreHUDSON.co.uk/?/guides-to-fees>. There are different versions of these Guidance Notes, and in this case please refer to the most recent version. Please note that we have also provided further information about an office holder's remuneration and expenses in our practice fee recovery sheet, which is enclosed at Appendix 3.

9. PRE-ADMINISTRATION COSTS

A. Where approval for any of the pre-administration costs is being sought:

The Board of Directors instructed me to assist them in placing the Company in Administration on 16 December 2022. They agreed that I should be paid my pre-administration costs on a time cost basis estimated at £15,000 plus VAT and expenses. I attach at Appendix 4 a detailed time cost table showing the pre-appointment time costs incurred by category and staff grade at my firm.

In addition to my own time costs, the following expenses were incurred pre appointment:

Axia Valuation Services Limited ("Axia")

Axia have undertaken the relevant valuations of all the Company's assets and have conducted a marketing process to find a suitable buyer for the assets. They have facilitated the sale of the assets and business. The costs incurred prior to the Joint Administrators appointment total £9,823 plus VAT plus disbursements of £105.

Blake-Turner LLP

Blake-Turner was instructed to advise on the sale of the Company's assets and business, undertook the necessary legal formalities to put the Company in Administration and drafted the necessary documents for the Joint Administrators to complete the SPA. Their costs for providing that work were £2,993.50 plus VAT plus disbursements of £50. This amount will be paid as an expense of the Administration without needing to obtain the approval of creditors.

I also assisted the Board take the appropriate steps to place the Company into Administration. This task, together with some of the other tasks mentioned above are required by statute or regulatory guidance, and whilst they do not produce any direct benefit for creditors, they still have to be carried out.

The following statement sets out my pre-administration costs incurred. The statement also shows those fees and expenses that were paid prior to the Administration and those where approval is being sought to pay them from Administration funds.

Description	Incurred pre-appointment £	Paid pre-appointment £	To be paid £
Joint Administrators' pre-appointment remuneration	20,522	Nil	20,522
Blake-Turner LLP	2,994	Nil	2,994
Axia - Valuation agents	9,823	Nil	9,823
TOTAL	33,339	Nil	33,339

No party has been paid for any services provided prior to the Joint Administrators appointment.

If a Creditors' Committee is appointed, it will be for the Committee to approve payment of the pre-administration costs that have not yet been paid. If a Committee is not appointed, then since the pre-administration costs that have not yet been paid cannot be approved as part of these proposals, I will be seeking a separate decision from the creditors in accordance with rule 3.52 at the same time I seek a decision from them on whether or not to approve these proposals.

10. ADMINISTRATORS' INVESTIGATIONS

I have a duty to consider the conduct of those who have been directors of the Company at any time in the three years preceding the Administration. I am also required to investigate the affairs of the Company in general in order to consider whether any civil proceedings should be taken on its behalf. I should be pleased to receive from you any information you have that you consider will assist me in this duty. I would stress that this request for information forms part of my normal investigation procedure.

11. EU REGULATION ON INSOLVENCY PROCEEDINGS

I consider that these are “COMI proceedings” since the Company’s registered office is in the United Kingdom, such that its centre of main interest is in the United Kingdom.

12. ADMINISTRATORS’ PROPOSALS

In order to achieve the objective set out at section 3 above, Michael Colin John Sanders and I formally propose to creditors that:

- (a) We continue to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration. In particular that we:
 - (i) sell the Company’s assets at such time(s) on such terms as we consider appropriate;
 - (ii) investigate and, if appropriate, pursue any claims that the Company may have against any person, firm or Company whether in contract or otherwise, including any officer or former officer of the Company or any person, firm or Company which supplies or has supplied goods or services to the Company; and
 - (iii) do all such things and generally exercise all their powers as Administrators as we consider desirable or expedient at our discretion in order to achieve the purpose of the Administration or protect and preserve the assets of the Company or maximise the realisations of those assets, or of any purpose incidental to these proposals.
- (b) the most likely exit route of the Administration will be by placing the Company into Creditors’ Voluntary Liquidation, and propose that I, James Alexander Snowdon and Michael Colin John Sanders are appointed Joint Liquidators of the Company and that we be authorised to act either jointly or separately in undertaking our duties as Liquidators. This is the most likely exit route as this will allow for a distribution to the unsecured creditors as there is a small distribution anticipated. Creditors may nominate a different person(s) as the proposed liquidator(s), but they must make the nomination(s) at any time after these proposals are delivered to them, but before they are approved. Information about the approval of the proposals is set out at section 13.
- (c) the Administration of the Company may also end by filing notice of dissolution with the Registrar of companies. The Company will then automatically be dissolved by the registrar of companies three months after the notice is registered. This may be the case if there appear to be insufficient funds to facilitate a distribution to the unsecured creditors.

13. APPROVAL OF PROPOSALS

I am seeking resolutions at a virtual meeting from the creditors to approve my proposals, approve my pre-administration costs and to fix the basis of my remuneration. If a creditor wishes to vote on the resolutions, they must access the virtual meeting through Microsoft Teams: <https://www.microsoft.com/en-gb/microsoft-teams/join-a-meeting?rtc=1> using the following meeting ID, 345 243 109 361 and passcode, 6AdHDJ on 15 March 2023, the decision date, at 11am.

If a creditor has not already submitted proof of their debt, they should complete the enclosed form and return it to me, together with the relevant supporting documentation. A vote on the resolutions by a creditor will not count unless they have lodged proof of their debt by no later than 4 p.m. the day before 15 March 2023.

If a creditor does not wish to attend the virtual meeting in person and wishes to nominate a person as their proxy holder, or alternatively request the Chair of the meeting to act as their proxy holder, they should complete and return the enclosed proxy form. Proxy forms must be lodged before the meeting.

Creditors are also invited to determine whether to form a Creditors’ Committee, and a notice of invitation to form a Creditors’ Committee and further instructions are enclosed. To enable the creditors to make an

informed decision as to whether they wish to either seek to form a Committee, or to nominate themselves to serve on a Committee, further information about the role of the Committee and what might be expected from its members has been prepared by R3 and can be found is available at the link www.r3.org.uk/media/documents/publications/professional/R3-Guide-to-Creditors-Committees.pdf.

Please note that I must receive at least one vote by the decision date or the decisions will not be made. I would therefore urge creditors to respond promptly.

Should any creditor or group of creditors wish to request a physical meeting of creditors, they must do so within 5 business days of the delivery of the notice that accompanies this letter. Such requests must be supported by proof of their debt, if not already lodged. I will convene a meeting if creditors requesting a meeting represent a minimum of 10% in value or 10% in number of creditors or simply 10 creditors, where "creditors" means "all creditors."

14. FURTHER INFORMATION

To comply with the Provision of Services Regulations, some general information about Macintyre Hudson LLP, including about our complaints policy and Professional Indemnity Insurance, can be found at <https://www.macintyreHUDSON.co.uk/legal-disclaimer>.

If creditors have any queries regarding these proposals or the conduct of the Administration in general, or if they want hard copies of any of the documents made available on-line, they should contact Alexander Timotheou on the above telephone number, or by email at Alexander.Timotheou@mhllp.co.uk or by post at MHA MacIntyre Hudson, 6th Floor, 2 London Wall Place, London, EC2Y 5AU.



James Alexander Snowdon
JOINT ADMINISTRATOR
AUTHORISED TO ACT IN THE UK BY
THE INSTITUTE OF CHARTERED ACCOUNTANTS IN ENGLAND AND WALES

The Joint Administrators are agents of the Company and act without personal liability.

APPENDIX 1 - ROUTINE STATUTORY AND COMPLIANCE WORK UNDERTAKEN IN THE ADMINISTRATION TO DATE

Work for which the Administrator is seeking to be remunerated on a time basis:

Administration:

This represents the work involved in the routine administrative functions of the case by the office holder and their staff, together with the control and supervision of the work done on the case by the office holder (and their managers). It does not give direct financial benefit to the creditors but has to be undertaken by the office holder to meet their requirements under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow.

Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.

Setting up electronic case files

Setting up the case on the practice's electronic case management system and entering data.

Issuing the statutory notifications to creditors and other required on appointment as office holder, including gazetting the office holder's appointment.

Obtaining a specific penalty bond.

Convening and holding a meeting of creditors to obtain the approval of the Administrators' proposals.

Supervising the work of advisors instructed on the case to assist in dealing with pension schemes; obtaining reports and updates from them on the work done; and checking the adequacy of the work done.

Dealing with all routine correspondence and emails relating to the case.

Opening, maintaining and managing the office holder's estate bank account.

Creating, maintaining and managing the office holder's cashbook.

Undertaking regular bank reconciliations of the bank account containing estate funds.

Reviewing the adequacy of the specific penalty bond on a quarterly basis.

Undertaking periodic reviews of the progress of the case.

Overseeing and controlling the work done on the case by case administrators.

Preparing, reviewing and issuing 6 monthly progress reports to creditors and members.

Filing returns at Companies House.

Preparing and filing VAT returns.

Preparing and filing Corporation Tax returns.

Realisation of assets:

Arranging suitable insurance over assets.

Regularly monitoring the suitability and appropriateness of the insurance cover in place.

Corresponding with debtors and attempting to collect outstanding book debts.

Liaising with the bank regarding the closure of the account.

Instructing agents to value known assets.

Liaising with agents to realise known assets.

Instructing solicitors to assist in the realisation of assets.

Creditors:

Obtaining information from the case records about employee claims.

Completing documentation for submission to the Redundancy Payments Office.

Corresponding with employees regarding their claims.

Supervising the work of advisors instructed on the case to assist in dealing with employee claims; obtaining reports and updates from them on the work done; and checking the adequacy of the work done.

Liaising with the Redundancy Payments Office regarding employee claims.

Dealing with creditor correspondence, emails and telephone conversations regarding their claims.

Maintaining up to date creditor information on the case management system.

Issuing a notice of intended dividend and placing an appropriate gazette notice.

Reviewing proofs of debt received from creditors, adjudicating on them and formally admitting them for the payment of a dividend.

Employees - The office holder needs to deal with the ex-employees in order to ensure that their claims are processed appropriately by the Redundancy Payments Office (RPO). The office holder is required to undertake this work as part of their statutory functions.)

Claims of creditors - the office holder needs to maintain up to date records of the names and addresses of creditors, together with the amounts of their claims as part of the management of the case, and to ensure that notices and reports can be issued to the creditors. The office holder also needs to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. The office holder is required to undertake this work as part of his statutory functions.

Investigations:

Recovering the books and records for the case.

Listing the books and records recovered.

Submitting an online return on the conduct of the directors as required by the Company Directors Disqualification Act.

Conducting an initial investigation with a view to identifying potential asset recoveries by seeking and obtaining information from relevant third parties, such as the bank, accountants, solicitors, etc.

Reviewing books and records to identify any transactions or actions the office holder may take against a third party in order to recover funds for the benefit of creditors.

APPENDIX 2 – ESTIMATE OF EXPENSES TO BE INCURRED IN THE ADMINISTRATION AND
SUBSEQUENT LIQUIDATION

Type of category 1 expense	Estimated Amount £
Bonding - this is insurance required by statute that every officeholder has to obtain for the protection of each estate, with the premium being based on the value of the company's assets.	500
Gazetting – various notices relating to the company have to be placed in the London Gazette.	300
Storage of accounting records – the company's accounting records have to be stored by the officeholder until 12 months after the dissolution of the company.	600
Insurance of assets	225
Accountant fees – AFP Services Limited	7,000
Legal Fees - Blake-Turner LLP	12,644
Agent and Valuers Fees – Axia Valuation Services Limited	18,829
Total estimated category 1 expenses	40,098

APPENDIX 3 – PRACTICE FEE RECOVERY SHEET

AUDIT • TAX • ADVISORY

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The below information is to assist creditors in making an informed decision on any resolution seeking approval of the office holder's remuneration.

MHA MacIntyre Hudson's Restructuring and Recovery charge out rates (exclusive of VAT).

Our current charge-out rates which may be amended from time to time are as follows:

Position	Rates from 1 April 2021 – 31 March 2022	1 April 2022 – 31 March 2023
Partner	565	565
Director	475-565	475 - 565
Manager	350-450	350 - 450
Administrators		
Senior Administrator	235 - 330	235 - 330
Administrator	250 - 310	250 - 310
Assistant	190 - 195	190 - 195
Cashier	205	205

It is the firm's policy to recharge all disbursements properly incurred to the relevant insolvency case where there is identifiable specific expenditure. Any costs which may involve an element of shared or allocated costs or are for services provided by the firm, are detailed in the firm's receipts and payments accounts as 'Category 2 Disbursements'.

MHA MacIntyre Hudson's Restructuring and Recovery disbursements charges (exclusive of VAT).

Our current disbursement charges which may be amended from time to time are as follows:

Disbursement	Charge £
Photocopying	15p per copy
Postage	per current postal charges
Travel	As per cost
Car Mileage	48p per mile
Document storage (internal)	70p per box per month
Storage	£5 per box per month
Room Suite 1 & 2 half day/evening hire	£150
Room Suite 1 & 2 full day	£300
Room Suite 1, 2 & 3 half day/evening	£200
Room Suite 1, 2 & 3 full day	£400

Please note that no charge is made relating to the recovery of the firm's overhead costs.

Contact

Should you require clarification on any of the above, do not hesitate to contact us on **+44(0)20 7429 4100** or email: MHARestructuringRecovery@mhllp.co.uk

macintyreHUDSON.co.uk

MHA MacIntyre Hudson trading as MacIntyre Hudson LLP is a member of MHAI, an independent member of BakerTilly International LLP, the members of which are regulated and independent legal entities.

 **mha**
MACINTYRE HUDSON

 An independent member of
bakertilly
INTERNATIONAL

Soda Folk Ltd
(In Administration)

Analysis of time costs for the period 16/12/2022 - 05/01/2023

Classification of Work	Partner		Director		Manager		Administrator		Assistant		Cashier		Total Hours	Time Cost	Average Hourly Rate
	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	(£)
Administration and Planning	0.00	0.00	0.00	0.00	0.00	0.00	9.60	3,280.00	0.00	0.00	0.00	0.00	9.60	3,280.00	341.67
Meetings	0.00	0.00	0.00	0.00	0.00	0.00	0.80	240.00	0.00	0.00	0.00	0.00	0.80	240.00	300.00
Pre Appointment	5.55	3,135.75	0.00	0.00	30.50	13,725.00	0.00	0.00	0.00	0.00	0.00	0.00	36.05	16,860.75	467.70
Strategy Case Planning	0.25	141.25	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.25	141.25	565.00
Total (£)	5.80	3,277.00	0.00	0.00	30.50	13,725.00	10.40	3,520.00	0.00	0.00	0.00	0.00	46.70	20,522.00	439.44
Average Hourly Rate (£)		565.00		0.00		450.00		338.46		0.00		0.00			

APPENDIX 4 – DETAILED ANALYSIS OF TIME COSTS INCURRED DURING THE PRE-APPOINTMENT PERIOD OF 16 DECEMBER 2022 TO 5 JANUARY 2023

Soda Folk Ltd
(In Administration)

Analysis of time costs for the period 05/01/2023 - 28/02/2023

Classification of Work	Partner		Director		Manager		Administrator		Assistant		Cashier		Total Hours	Time Cost	Average Hourly Rate
	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	(£)
Administration and Planning	3.30	1,864.50	0.00	0.00	4.50	2,017.00	30.60	9,140.00	0.70	133.00	0.00	0.00	39.10	13,154.50	336.43
Case Review and Case Diary Management	0.00	0.00	0.00	0.00	2.10	945.00	0.00	0.00	0.00	0.00	0.00	0.00	2.10	945.00	450.00
Cashiering	0.00	0.00	0.00	0.00	0.00	0.00	1.40	390.00	0.70	133.00	1.15	258.75	3.25	781.75	240.54
Communicating with Creditors	0.10	56.50	0.00	0.00	0.20	90.00	3.10	930.00	0.00	0.00	0.00	0.00	3.40	1,076.50	316.62
Corresponding with Employees	0.30	169.50	0.00	0.00	0.00	0.00	0.40	120.00	0.00	0.00	0.00	0.00	0.70	289.50	413.57
Employees	0.00	0.00	0.00	0.00	0.00	0.00	4.90	1,470.00	0.00	0.00	0.00	0.00	4.90	1,470.00	300.00
Floating Charge Realisations	7.20	4,068.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	7.20	4,068.00	565.00
Identifying, Securing and Insuring Assets	0.00	0.00	0.00	0.00	0.00	0.00	1.70	510.00	0.00	0.00	0.00	0.00	1.70	510.00	300.00
Management of Operations	0.00	0.00	0.00	0.00	0.00	0.00	5.30	1,590.00	0.00	0.00	0.00	0.00	5.30	1,590.00	300.00
Meetings	0.00	0.00	0.00	0.00	0.00	0.00	3.50	1,050.00	0.00	0.00	0.00	0.00	3.50	1,050.00	300.00
Realisation of Assets	0.10	56.50	0.00	0.00	9.10	4,095.00	0.90	270.00	0.00	0.00	0.00	0.00	10.10	4,421.50	437.77
Retention of Title	1.30	734.50	0.00	0.00	0.60	270.00	0.00	0.00	0.00	0.00	0.00	0.00	1.90	1,004.50	528.68
Secured Creditors	0.00	0.00	0.00	0.00	1.10	495.00	0.00	0.00	0.00	0.00	0.00	0.00	1.10	495.00	450.00
Statutory Reporting Matters	0.00	0.00	0.00	0.00	2.10	945.00	27.90	8,370.00	0.00	0.00	0.00	0.00	30.00	9,315.00	310.50
Strategy Case Planning	1.05	593.25	0.00	0.00	7.57	3,377.00	0.00	0.00	0.00	0.00	0.00	0.00	8.62	3,970.25	460.59
Total (£)	13.35	7,542.75	0.00	0.00	27.27	12,234.00	79.70	23,840.00	1.40	266.00	1.15	258.75	122.87	44,141.50	359.25
Average Hourly Rate (£)		565.00		0.00		448.62		299.12		190.00		225.00			

APPENDIX 6: FEES ESTIMATE SUMMARY

Case name - Soda Folk Ltd - In Administration

The office holder is seeking to be remunerated on a time cost basis. We use charge out rates appropriate to the skills and experience of a member of staff and the work that they perform, recording time spent in 6 minute units. Narrative is recorded to explain the work undertaken and the time spent is analysed into different categories of work. This document provides an estimate as to how much time the office holder and his staff will spend undertaking specific tasks within broad categories of work, and the time costs of undertaking such work, which will depend upon the grade, or grades, of staff undertaking the work and the number of hours spent undertaking the work by each grade of staff. The estimated time that will be spent undertaking the work in each category of work has been multiplied by the applicable charge out rate for each member of staff that it is anticipated will undertake work in that category to arrive at the estimated total time costs attributable to that category of work on the case. We have then divided that estimated total by the estimated number of hours to arrive at what is known as a blended hourly charge out rate for that category of work. The sum of all the estimates for the different categories of work is the total estimated time costs to undertake all the necessary work on the case. Again, we have then divided that estimated total by the estimated number of hours to arrive at a blended hourly charge out rate for the case as a whole.

The hourly charge out rates that will be used on this case are:

£

Partner – appointment taker

565.00

Senior Manager

450.00

Senior Case Administrator

300.00

Cashier

225.00

ADMINISTRATION

Description of the tasks to be undertaken in this category of work	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work £	Blended charge out rate to undertake the work £
Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.	5.10	2,337.00	
Setting up physical/electronic case files (as applicable).	2.40	780.00	
Setting up the case on the practice's electronic case management system and entering data.	1.00	300.00	
Issuing the statutory notifications to creditors and other required on appointment as office holder, including gazetting the office holder's appointment (as applicable).	6.70	2,322.50	
Obtaining a specific penalty bond.	1.00	307.50	
Seeking decisions from creditors and members (as applicable).	2.50	889.50	
Dealing with all routine correspondence and emails relating to the case.	17.00	6,380.00	
Opening, maintaining and managing the office holder's estate bank account (delete if not applicable).	7.00	1,823.00	
Creating, maintaining and managing the office holder's cashbook.	2.00	450.00	
Undertaking regular bank reconciliations of the bank account containing estate funds.	3.00	675.00	
Reviewing the adequacy of the specific penalty bond on a quarterly basis.	2.10	686.50	
Undertaking periodic reviews of the progress of the case.	6.10	2,202.50	
Overseeing and controlling the work done on the case by case administrators.	4.50	2,197.50	
Preparing, reviewing and issuing annual progress reports to creditors and members (as applicable).	6.40	2,251.00	
Filing returns at Companies House and/or Court (as applicable).	4.10	1,418.00	
Preparing and filing VAT returns (delete if not applicable).	2.10	743.00	
Seeking closure clearance from HMRC and other relevant parties.	0.90	341.50	

Preparing, reviewing and issuing final reports to creditors and members (as applicable).	7.80	2,852.00	
Filing final returns at Companies House and/or Court (as applicable).	0.10	30.00	
Total:	81.80	£28,986.50	£354.36
INVESTIGATIONS			
Description of the tasks to be undertaken in this category of work	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work £	Blended charge out rate to undertake the work £
Recovering the books and records for the case.	4.00	1,350.00	
Preparing a report or return on the conduct of the directors as required by the Company Directors Disqualification Act	8.20	2,882.00	
Conducting an initial investigation with a view to identifying potential asset recoveries by seeking and obtaining information from relevant third parties, such as the bank, accountants, solicitors and holding interviews with Director	12.80	4,502.00	
Reviewing books and records to identify any transactions or actions the office holder may take against a third party in order to recover funds for the benefit of creditors	10.20	3,620.50	
Total:	35.20	£12,354.50	£350.98
REALISATION OF ASSETS			
Description of the tasks to be undertaken in this category of work	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work £	Blended charge out rate to undertake the work £
Correspondence with the bank to obtain the credit balance from the Company's account.	4.60	1,511.50	
Liaising with the agents instructed to value and market the business and assets.	14.00	5,330.00	
Liaising with solicitors for the sale of the business and assets and realising the funds into the administration.	6.50	2,477.50	
Total:	25.10	£9,319.00	£371.27
CREDITORS			
Description of the tasks to be undertaken in this category of work	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work £	Blended charge out rate to undertake the work £
Dealing with creditor correspondence, emails and telephone conversations regarding their claims.	13.50	4,632.50	
Facilitating and managing a dividend to creditors (if applicable)	6.50	2,382.50	
Maintaining up to date creditor information on the case management system.	6.00	1,800.00	
Total:	26.00	£8,815.00	£339.04
EMPLOYEES			
Description of the tasks to be undertaken in this category of work	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work £	Blended charge out rate to undertake the work £
Issuing statutory notification to the employees of the administration.	10.20	3,655.00	

Preparing, collating and uploading the relevant redundancy information to the Redundancy Payments Service ("RPS") and answering any queries.	13.70	4,987.50	
Liaising with employees and the RPS and answering ongoing questions regarding the administration and their redundancy.	22.00	7,730.00	
Sending statutory notification to the pension scheme provider and reviewing documentation received. Submitting the relevant forms to meet any unpaid contributions and statutory pension requirements.	10.60	3,631.50	
Total:	56.50	£20,004.00	£354.05
GRAND TOTAL FOR ALL CATEGORIES OF WORK	224.60	79,479.00	£353.87

APPENDIX 7 – RECEIPTS AND PAYMENTS ACCOUNT SINCE THE DATE OF
APPOINTMENT

Soda Folk Ltd
(In Administration)
Joint Administrators' Summary of Receipts & Payments

Statement of Affairs £	From 05/01/2023 To 28/02/2023 £	From 05/01/2023 To 28/02/2023 £
	SECURED ASSETS	
	Goodwill/IP/Brand	
	90,000.00	90,000.00
	90,000.00	90,000.00
	ASSET REALISATIONS	
67,179.21	Cash at Bank	NIL
	Digital Assets	10,000.00
	Stock	90,000.00
	100,000.00	100,000.00
	COST OF REALISATIONS	
	Accountant Fees	7,000.00
	ROT Payment	60,000.00
	Stock Payment to Supplier	30,000.00
	(97,000.00)	(97,000.00)
67,179.21	93,000.00	93,000.00
	REPRESENTED BY	
	Bank 2 Current - IB	111,600.00
	Vat Payable	(38,000.00)
	Vat Receivable	19,400.00
		93,000.00

Appendix 8 - Proof of Debt – General Form

IN THE HIGH COURT OF JUSTICE

Number: 004855 of 2022

Name of Company in Administration: Soda Folk Ltd

Company Registration Number: 08605076

Date of Administration: 5 January, 2023

1 Name of creditor
(If a company, please also provide the company registration number).

2 Correspondence address of creditor (including any email address)

3 Total amount of claim (£)
(include any Value Added Tax)

4 If amount in 3 above includes (£)
outstanding uncapitalised interest, state amount.

5 Details of how and when the debt was incurred.
(If you need more space, attach a continuation sheet to this form)

6 Details of any security held, the value of the security and the date it was given.

7 Details of any reservation of title claimed in respect of goods supplied to which the debt relates.

8 Details of any document by reference to which the debt can be substantiated

9 Signature of creditor
(or person authorised to act on the creditor's
behalf)

10 Address of person signing if different from 2
above

11 Name in BLOCK LETTERS:

12 Position with, or relation to, creditor

13 Date of signature

Admitted to vote for

Amount (£)

Date

Admitted for dividend for

Amount (£)

Date

James Alexander Snowdon
JOINT ADMINISTRATOR

James Alexander Snowdon
JOINT ADMINISTRATOR

Notes:

1. There is no need to attach them now but the office holder may ask you to produce any document or other evidence which is considered necessary to substantiate the whole or any part of the claim, as may the chairman or convenor of any qualifying decision procedure.

2. This form can be authenticated for submission by email by entering your name in block capitals and sending the form as an attachment from an email address which clearly identifies you or has been previously notified to the office holder. If completing on behalf of a company, please state your relationship to the company.

APPENDIX 9 – STATEMENT OF AFFAIRS

Statement of affairs

Name of Company Soda Folk Ltd	Company number 08605076
In the High Court of Justice, Business and Property Courts of England and Wales, Company and Insolvency List	Court case number 004855 of 2022

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

(b) Insert date

Statement as to the affairs of (a) Soda Folk Ltd MHA MacIntyre Hudson, 6th Floor, 2 London Wall Place, London, EC2Y 5AU ("the company")

on the (b) 5 January, 2023, 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) 5 January, 2023 the date that the company entered administration. I understand that proceedings for contempt of court may be brought against anyone who makes, or causes to be made, a false statement in a document verified by a statement of truth without an honest belief in its truth.

Full name

Simon John Waterfall

Signed



Date

05/01/2023

A – Summary of Assets

Assets

Assets subject to fixed charge:

Assets subject to floating charge:

Trade Debtors (Advantage hold a charge)

Estimated collections of 60%

Uncharged assets:

Fixed Assets

Bank Accounts

Stock

Prepayments, Proformas deposits

VAT rebate (realisable value £0 due to unpaid creditors)

Estimated total assets available for preferential creditors

Book Value £	Estimated to Realise £
125,013	75,007
5,596	4,500
94,881	94,881
290,921	116,368
32,200	0
49,340	0
597,951	290,756



Signature

Date 05/01/2023

A1 – Summary of Liabilities

		Estimated to realise £
Estimated total assets available for preferential creditors (carried from page A)	£	290,756
Liabilities		
Ordinary Preferential creditors:-		
Employees (2)		
Estimated deficiency/surplus as regards ordinary preferential creditors	£	
	£9,101	
Secondary Preferential creditors:-		
HMRC		
Estimated deficiency/surplus as regards secondary preferential creditors	£ 281,655	
Estimated prescribed part of net property where applicable (to carry forward)	£	
Estimated total assets available for floating charge holders	£281,655	
Debts secured by floating charges	£	
Estimated deficiency/surplus of assets after floating charges	£281,655	
Estimated prescribed part of net property where applicable (brought down)	£	
Total assets available to unsecured creditors	£281,655	
Unsecured non-preferential claims (excluding any shortfall to floating charge holders) (Trade Creditors and shareholder loans)	£420,528	
Consumer creditors for pre-paid goods or services (no.)	£1,963,965	
Employees (no.)	0	
Shortfall to floating charge holders (brought down)	0	
Estimated deficiency/surplus as regards creditors	£(2,102,838)	
Issued and called up capital	£(873)	
Estimated total deficiency/surplus as regards members	£(2,103,711)	



Signature

Date 05/01/2023

B
Company Creditors – Please see attached sheet

Note You must include all creditors and identify creditors under hire-purchase, chattel leasing or conditional sale agreements and creditors claiming retention of title over property in the company's possession.

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £



Signature

Date 05/01/2023

Address		
	Total	
A.C & H.P Grffiths	177.58	ColdstoreKnightwick RoadSuckley Worcester WR65DF
Aceville Publications Ltd	780.00	Unit 21-23 Phoenix Court Hawkins RoadColchester Essex CO2 8JY
AFP Services	6,924.67	Timsons business CentreBath RoadKettering Northants NN168NQ
Alpha Global Logistics Ltd	(449.34)	135b Edinburgh AvenueSLOUGH Berkshire SL1 4SSGBR
Amazon Advertising (Contra)	349.73	
Amazon services Europe S.a r.l.,	481.40	Worship StreetLondon EC212FAGBR
ArrowEye Communications/Generativ Ltd	1,982.00	53A Beaumont Avenue St. Albans Hertfordshire AL1 4TT
Boughey Distribution Ltd	39,317.98	Boughey Distribution LtdWardle Cheshire CW56RS
BP - Supplier	20,080.35	Witan Gate House, 500-600 Witan Gate Milton Keynes MK9 1ES
Brand ID	9,144.00	15 Manor HillMiskin CF728JP
Cambridge Juice Company Ltd	81.00	21 Fowlmere RoadRoyston SG8 6QP
CLA - Czech Logistic Alliance (CZ)	238.00	16 Praha 6
Creed Foodservices Ltd	2,574.00	Staverton Technology ParkStaverton Cheltenham GL51 6TQ
D/D - Higos Insurance Services Ltd	488.37	London EC3M 3JY
Diverse Fine Food Ltd	540.00	Bridgwater SO TA6 4TB
Erudus Ltd	480.00	
Exberry - Growing Colours	1,500.30	
Expert Export	1,320.00	89 Iona Way,KirkintillochGlasgow G66 3PU
First Creative FCI PROFORMA	2,461.61	
Gerald McDonald & Company Limited PROFORMA	0.00	Cranes Farm RoadBasildon Essex SS14 3GTUnited Kingdom
HCC	276,152.50	1 Staniers WayRoman RoadHereford HR11JT
HJC Warhurst	324.00	
Hops & Barley (Supplier)	480.00	Castor StreetLiverpool L6 5AT
Immediate Media Company London Ltd	420.00	Vineyard House44 Brook GreenLondon W6 7BT
Inn Express Ltd (Supplier)	198.60	
International Taste Solutions ITS	3,647.25	Innovation House Abex Road Newbury RG14 5EY United Kingdom
Kilo Ltd PROFORMA	2,587.50	
Labelling and Packaging Services	2,258.98	Brue Avenue
NUS Services	0.92	Snape Road, Macclesfield Cheshire, SK10 2NZ
Ocado (CONTRA)	2,658.60	
PureCircle	2,911.32	Ingredion House Manchester Green 339 Styal Road Manchester M22 5LW
PureMalt Products Ltd	80.00	Victoria BridgeHaddington East Lothian EH41 4BDUnited Kingdom
RedWigWam	(102.00)	Studio F
RMI Services Ltd	233.43	Brambleside Bellbrook Business Park Uckfield East Sussex TN22 1PN
Rowse Honey Limited	200.16	
Sainsbury's Supermarkets CONTRA	4,286.26	33 HolbornLONDON London EC1N 2HTGBR
Sensient Flavors Ltd	13,343.04	Bilton Road, Bletchley, UKMilton Keynes MK1 1HPUnited Kingdom
Simon Waterfall (simon@sodafolk.com)	(282.21)	
Tastepoint/Frutarom	2,602.80	Flavours DivisionTurnells mill laneWellingborough Northants NN8 2RNUnited Kingdom
Univar	6,053.28	Schouwburgplein 3-32
Windfall Brands	14,400.00	1st Floor47a Commercial Rd.Ashley CrossPoole
Young Foodies Limited GOCARDLESS	(90.00)	
TOTAL	£ 420,836.08	
S Waterfall - 05/01/2023		

C
Consumer Creditors see attached sheet

Note You must include all creditors who are consumers claiming amounts paid in advance of the supply of goods or services

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
NONE					



Signature

Date 05/01/2023

D
Employee Creditors -see attached sheet

Note You must include all employees who owed monies by the company in respect of unpaid wages, holiday pay, pay in lieu of notice etc

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
None					



Signature

Date 05/01/2023

E
Shareholders

Note You must include all shareholders of the company

Name of shareholder	Address (with postcode)	Type of share held	Nominal value of share £/p	Number of shares held	Amount per share called up £/p	Total amount called up £
Kenneth Graham	12 Inkerman Road, St Albans, Herts, AL1 3BA	Ordinary	10p	900	10p	90
David Charles HAWKINS	1 Moorhaven, Back Road, High Birstwith, Harrogate, HG3 2JH	Ordinary	10p	2,612	10p	261.20
David JOSEPH	1A Swanhill, Wansford, Peterborough, PE8 6LG	Ordinary	10p	2,612	10p	261.20
Richard O'DONOHUE	74 Avonmore Road, London, W14 8RS	Ordinary	10p	2,612	10p	261.20



Signature

Date 05/01/2023

Notice of Virtual Meeting

Soda Folk Ltd – In Administration
In the High Court of Justice Number 004855 of 2022

(Company Number 08605076)

NOTICE IS GIVEN by James Alexander Snowdon and Michael Colin John Sanders to the creditors of Soda Folk Ltd that a virtual meeting of creditors has been summoned under paragraph 51 of Schedule B1 of the Insolvency Act 1986 for the purpose of seeking resolutions on the following:

- i). That the Administrators' proposals be approved.
- ii). That the Administrators' pre-Administration costs, the details of which are set out in the Administrators' proposals and issued with the notice of the meeting, be approved.
- iii). That the Administrators' fees will be charged by reference to the time properly spent by them and their staff in dealing with the matters relating to the Administration, such time to be charged at the hourly charge out rate of the grade of staff undertaking the work at the time the work is undertaken and subject to the fees estimate set out in the Administrators' proposals and issued with the notice of the meeting.

The meeting will be held as follows:

Date: 15 March 2023, the Decision Date

Time: 11am

1. Access to the virtual meeting can be gained using the following details:

The meeting can be accessed at:

Website: <https://www.microsoft.com/en-gb/microsoft-teams/join-a-meeting?rtc=1>

Meeting ID: 345 243 109 361

Passcode: 6AdHDJ

2. Creditors entitled to attend and vote at the virtual meeting may do so personally or by proxy. A creditor can attend the virtual meeting and vote and are entitled to vote if they have submitted proof of their debt by no later than 4 p.m. on the business day before the meeting. Failure to do so will lead to their vote(s) being disregarded.
3. Any creditor unable to attend in person but wishing to vote at the meeting can either nominate a person to attend on their behalf or nominate the chair of the meeting to vote on their behalf. Creditors must lodge their proxy in advance of the meeting.
4. All proofs of debt and proxies must be lodged with Macintyre Hudson LLP, 6th Floor, 2 London Wall Place, London, EC2Y 5AU.
5. Creditors with claims of £1,000 or less must have lodged proof of their debt for their vote to be valid.
6. Any creditors who have previously opted out from receiving documents in respect of the insolvency proceedings are entitled to vote on the resolution provided they have lodged proof of their debt.

7. Creditors may, within 5 business days of delivery of this notice to them, request a physical meeting of creditors be held to determine the outcome of the resolution(s) below. Any request for a physical meeting must be accompanied by valid proof of their debt (if not already lodged). A meeting will be convened if creditors requesting a meeting represent a minimum of 10% in value or 10% in number of creditors or simply 10 creditors, where "creditors" means "all creditors."
8. Creditors have the right to appeal a decision of the convener or chair made under Chapter 8 of Part 15 of The Insolvency (England and Wales) Rules 2016 about Creditors' Voting Rights and Majorities, by applying to Court under Rule 15.35 of The Insolvency (England and Wales) Rules 2016 within 21 days of the Decision Date.
9. The chair of the meeting may adjourn or suspend the meeting if necessary, and must do so if so resolved by creditors.
10. Any creditors excluded from the meeting, may complain to the chair during the meeting, or the convener of the meeting by no later than 4 p.m. the business day following the exclusion, in accordance with rule 15.38. (An excluded creditor is a person who has taken all necessary steps to attend a virtual meeting or, has been permitted by the convener to attend a physical meeting remotely, under arrangements which have been put in place by the convener but do not enable that person to attend the whole or part of the meeting.)
11. Please note that the meeting may be recorded for training and monitoring purposes.

Creditors requiring further information regarding the above, should either contact me at 6th Floor, 2 London Wall Place, London, EC2Y 5AU, or contact Alex Timotheou by telephone on 0207 429 4100, or by email at Alexander.Timotheou@mhllp.co.uk.

DATED THIS 28TH DAY OF FEBRUARY 2023



James Alexander Snowdon
JOINT ADMINISTRATOR
AUTHORISED TO ACT IN THE UK BY
THE INSTITUTE OF CHARTERED ACCOUNTANTS IN ENGLAND AND WALES

Rule 16.3

Insolvency Act 1986

Proxy

Notes to help
completion of the
form

Re: Soda Folk Ltd- In Administration

Please give full name of
person (who must be
18 or over) or the
"Chair". If
you wish to provide
for alternative proxy-
holders in the
circumstances that
your first choice is
unable to attend
please state the
name(s) of the
alternatives as well.

Name of creditor _____

Address _____

Name of proxy-holder _____

1. _____

2. _____

3. _____

Please delete words in
brackets if the proxy-holder
is only to vote as directed
i.e. he has no discretion

I appoint the above person to be my/the creditor's proxy-holder at the meeting of creditors to be held on 15 March 2023 or at any adjournment of that meeting. The proxy-holder is to propose or vote as instructed below (and in respect of any resolution for which no specific instruction is given, may vote or abstain at his/her discretion).

Any other resolutions
which the proxy-

Voting instructions for resolutions

1. That the Administrators' proposals be approved

With the following modifications: (insert details of modifications)

For / Against

2.. That the Administrators' pre-Administration costs, the details of which are set out in the Administrators' proposals and issued with the notice of the meeting, be approved.

For / Against

3. That the Administrators' fees will be charged by reference to the time properly spent by them and their staff in dealing with the matters relating to the Administration, such time to be charged at the hourly charge out rate of the grade of staff undertaking the work at the time the work is undertaken and subject to the fees estimate set out in the Administrators' proposals and issued with the notice of the meeting.

For / Against

This form must be
signed

Signature _____ Date _____

Name in CAPITAL LETTERS _____

Only to be completed
if the creditor
has not
signed in person

Position with creditor or relationship or other authority for signature

Proof of Debt – General Form

IN THE

HIGH COURT OF JUSTICE

Number:

004855 of 2022

Name of Company in Administration:

Soda Folk Ltd

Company Registration Number:

08605076

Date of Administration:

5 January, 2023

1 Name of creditor

(If a company, please also provide the company registration number).

2 Correspondence address of creditor (including any email address)

3 Total amount of claim (£)
(include any Value Added Tax)

4 If amount in 3 above includes (£)
outstanding uncapitalised interest, state amount.

5 Details of how and when the debt was incurred.
(If you need more space, attach a continuation sheet to this form)

6 Details of any security held, the value of the security and the date it was given.

7 Details of any reservation of title claimed in respect of goods supplied to which the debt relates.

8 Details of any document by reference to which the debt can be substantiated

9 Signature of creditor
(or person authorised to act on the creditor's
behalf)

10 Address of person signing if different from 2
above

11 Name in BLOCK LETTERS:

12 Position with, or relation to, creditor

13 Date of signature

Admitted to vote for

Amount (£)

Date

Admitted for dividend for

Amount (£)

Date

James Alexander Snowdon
JOINT ADMINISTRATOR

James Alexander Snowdon
JOINT ADMINISTRATOR

Notes:

1. There is no need to attach them now but the office holder may ask you to produce any document or other evidence which is considered necessary to substantiate the whole or any part of the claim, as may the chairman or convenor of any qualifying decision procedure.

2. This form can be authenticated for submission by email by entering your name in block capitals and sending the form as an attachment from an email address which clearly identifies you or has been previously notified to the office holder. If completing on behalf of a company, please state your relationship to the company.

Notice of invitation to form a **Creditors' Committee**

Soda Folk Ltd – In Administration
In the High Court of Justice Number 004855 of 2022

(Company Number 08605076)

NOTICE IS GIVEN by James Alexander Snowdon and Michael Colin John Sanders to the creditors of Soda Folk Ltd of an invitation to establish a Creditors' Committee under rule 3.39 of The Insolvency (England and Wales) Rules 2016.

1. In addition to seeking a decision on the matters set out in the accompanying notice, creditors are also invited to determine at the same time at the virtual meeting whether a Creditors' Committee should be established.
2. A Committee may be formed if a minimum of 3 and a maximum of 5 creditors are willing to become members.
3. Nominations can only be accepted for a creditor to become a member of the Committee if they are an unsecured creditor and have lodged a proof of their debt that has not been disallowed for voting or dividend purposes.
4. The specified date for receipt of nominations for creditors to act as a member of the Committee under rule 3.39 of The Insolvency (England and Wales) Rules 2016 is 15 March 2023, the Decision Date.
5. Please complete the form sent with this notice with the name and address of any person you wish to nominate to act as a member of the Committee, and return the completed form to Macintyre Hudson LLP of 6th Floor, 2 London Wall Place, London, EC2Y 5AU. Ideally it should be received by Macintyre Hudson LLP before the start of the meeting due to be held at on , the decision date, at which the decision to appoint a Committee will be considered. If you are not attending the meeting in person you must also complete and return the proxy form sent with the accompanying notice indicating your voting intentions.

Note: Further information on the rights, duties and the functions of a Committee is available in a booklet published by the Association of Business Recovery Professionals (R3). This booklet can be accessed at www.r3.org.uk/media/documents/publications/professional/R3-Guide-to-Creditors-Committees.pdf. If you require a hard copy of the booklet please contact Alex Timotheou of Macintyre Hudson LLP by email at Alexander.Timotheou@mhllp.co.uk, or by phone on 0207 429 4100.

1. The meeting will be held as follows;

Date:	15 March 2023, the Decision Date
Time:	11am

Access to the virtual meeting can be gained using the following details:

Website:	https://www.microsoft.com/en-gb/microsoft-teams/join-a-meeting?rtc=1
Meeting ID:	345 243 109 361
Passcode:	6AdHDJ

2. Creditors entitled to attend and vote at the virtual meeting may do so personally or by proxy. A creditor can attend the meeting and vote, and is entitled to vote if they have submitted proof of their debt by no later than 4 p.m. on the business day before the meeting. Failure to do so will lead to their vote(s) being disregarded.

3. Any creditor unable to attend in person, but wishing to vote at the meeting, can either nominate a person to attend on their behalf, or nominate the chair of the meeting to vote on their behalf. Creditors must lodge their proxy in advance of the meeting.
4. All proofs of debt and proxies must be delivered to Macintyre Hudson LLP, 6th Floor, 2 London Wall Place, London, EC2Y 5AU.
5. Creditors with small debts, that is claims of £1,000 or less must have lodged proof of their debt for their vote to be valid.
6. Any creditors who have previously opted out from receiving documents in respect of the insolvency proceedings are entitled to vote on the decision provided they have lodged proof of their debt.
7. Creditors may, within 5 business days of delivery of this notice to them, request a physical meeting of creditors be held to determine the outcome of the decision(s) below. Any request for a physical meeting must be accompanied by valid proof of their debt (if not already lodged). A meeting will be convened if creditors requesting a meeting represent a minimum of 10% in value or 10% in number of creditors or simply 10 creditors, where "creditors" means "all creditors."
8. Creditors have the right to appeal a decision of the convener or chair made under Chapter 8 of Part 15 of The Insolvency (England and Wales) Rules 2016 about Creditors' Voting Rights and Majorities, by applying to Court under Rule 15.35 of The Insolvency (England and Wales) Rules 2016 within 21 days of the Decision Date.
9. The chair of the meeting may adjourn or suspend the meeting if necessary, and must do so if so resolved by creditors.
10. Any creditors excluded from the meeting, may complain to the chair during the meeting, or the convener of the meeting by no later than 4 p.m. the business day following the exclusion, in accordance with rule 15.38. (An excluded creditor is a person who has taken all necessary steps to attend a virtual meeting or, has been permitted by the convener to attend a physical meeting remotely, under arrangements which have been put in place by the convener but do not enable that person to attend the whole or part of the meeting.)
11. Please note that the meeting may be recorded for training and monitoring purposes.

Creditors requiring further information regarding the above, should either contact me at 6th Floor, 2 London Wall Place, London, EC2Y 5AU, or contact Alex Timotheou by telephone on 0207 429 4100, or by email at Alexander.Timotheou@mhllp.co.uk.

DATED THIS 28TH DAY OF FEBRUARY 2023



James Alexander Snowdon
JOINT ADMINISTRATOR
AUTHORISED TO ACT IN THE UK BY
THE INSTITUTE OF CHARTERED ACCOUNTANTS IN ENGLAND AND WALES

SODA FOLK LTD - In Administration
In the High Court of Justice Number 004855 of 2022

(Company Number 08605076)

Please note that if creditors vote to establish a Committee, then unless at least 3 nominations for creditors to act as Committee members are received at the same time, it will be necessary to convene a further decision procedure to decide which creditors are to act as Committee members. That will involve incurring additional costs, so if you intend to vote to establish a Committee, please also nominate either yourself or another creditor to act as a Committee member.

I wish to nominate the following creditor to act as a member of the Committee:

Name of nominated creditor _____

TO BE COMPLETED BY CREDITOR WHEN RETURNING FORM:

Name of creditor: _____

Signature of creditor: _____

(Complete the following if signing on behalf of creditor, e.g. director/solicitor)

Capacity in which signing document: _____

Dated: _____

Note: The completed form should be delivered to James Alexander Snowdon and Michael Colin John Sanders either by posting it to Macintyre Hudson LLP of 6th Floor, 2 London Wall Place, London, EC2Y 5AU, or by emailing it to Alexander.Timotheou@mhllp.co.uk, so that it is received by no later than , and ideally before the start of the meeting due to be held at on that date.