

# AM03

## Notice of administrator's proposals



Companies House

SATURDAY



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21/04/2018

#72

COMPANIES HOUSE

### 1 Company details

Company number 09220425

Company name in full Vertu Capital Limited

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

### 2 Administrator's name

Full forename(s) Andrew

Surname Fender

### 3 Administrator's address

Building name/number Sanderling House, Springbrook Lane

Street Earlswood

Post town Solihull

County/Region

Postcode B945SG

Country

### 4 Administrator's name <sup>1</sup>

Full forename(s)

Surname

**<sup>1</sup> Other administrator**  
Use this section to tell us about  
another administrator.

### 5 Administrator's address <sup>2</sup>

Building name/number

Street

Post town

County/Region

Postcode

Country

**<sup>2</sup> Other administrator**  
Use this section to tell us about  
another administrator.

AM03

Notice of Administrator's Proposals

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Statement of proposals



I attach a copy of the statement of proposals

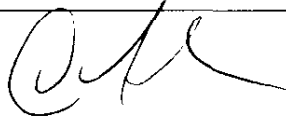
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Sign and date

Administrator's  
Signature

Signature

X



X

Signature date

18 04 2018

**Birmingham District Registry of the High Court**

**No. 8051 of 2018**

**Vertu Capital Limited - In Administration**

**THE ADMINISTRATOR'S PROPOSAL**

**Andrew Fender  
Administrator**

**Sanderlings Accountancy Services Limited  
Sanderling House  
Springbrook Lane  
Earlswood  
Solihull  
B94 5SG**

**01564 700 052**

**[info@sanderlings.co.uk](mailto:info@sanderlings.co.uk)**

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## 1. Executive Summary

- 1.1 This Proposal incorporates the Statement of the Administrator's Proposals prepared pursuant to Paragraph 49(1) of Schedule B1 of the Act attached at Appendix I.
- 1.2 The business was established in September 2014 and the principal activity of the Company was letting and operating of own or leased real estate. On 22 February 2018, Andrew Fender was appointed Administrator of the Company by the Directors.
- 1.3 As explained in more detail in the Statement of Proposals, the Administrator is currently pursuing the second and third statutory objectives of achieving a better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first being in Administration) and realising property in order to make a distribution to one or more secured or preferential creditors.
- 1.4 A summary of the current and anticipated future positions are detailed below.

### Assets

Asset	Realisations to date	Anticipated future realisations	Total anticipated realisations
Freehold Land & Property	Nil	1,095,000	1,095,000

### Expenses

Expense	Expense incurred to date	Anticipated further expense	Total anticipated expense
Administrator's fees	15,396	35,274	50,670
Solicitor's fees	10,000	Nil	10,000
Agent's fees	5,000	Nil	5,000
Other Category 1 disbursements	715	Nil	715
Category 2 disbursements	400	485	885

### Dividend prospects

Creditor class	Distribution / dividend paid to date	Anticipated distribution / dividend
Secured creditor (fixed charge)	Nil	943,227
Secured creditor (floating charge)	Nil	Nil
Preferential creditors	Nil	Nil
Unsecured creditors	Nil	151,773

- 1.5 The Statement of Proposals at Appendix I provides explanations of the events leading to the Administration and the progress of the Administration to date, as well as other statutory information.
- 1.6 This Proposal provides more detailed information on the work that the Administrator anticipates will be undertaken to complete the Administration together with the proposed basis of fees. To put this request into context, this Proposal provides further information on the Administrator's costs to date, including the costs incurred prior to Administration. It also explains other matters for creditors' consideration, such as the proposed timing of the Administrator's discharge on conclusion of the Administration.
- 1.7 Definitions of the terms used in this Proposal are provided in Appendix I together with all statutory information pertaining to the Company.

## **2. Statement of Pre-Administration Costs**

- 2.1 The Administrator is seeking agreement from creditors to be paid fees for work done prior to the Administration on the basis of time costs incurred by the insolvency practitioner and his staff at the standard charge-out rates plus VAT for the following tasks and matters that were considered to be necessary to placing the Company into Administration.
- 2.2 I was initially approached by the Director on 5 February 2018 and the following day I met the Directors and the Company's advisors to discuss the financial position of the Company and the steps that should be taken to manage its affairs.
- 2.3 In conducting the above work, the following costs were incurred:
- |                              |        |
|------------------------------|--------|
|                              | £      |
| Time costs (see Appendix II) | 840.00 |
- 2.4 Attached at Appendix II is a breakdown of the time costs of the Administrator and their staff incurred prior to Administration and included within Appendix III are Sanderlings Accountancy Services Limited's charge-out rates and bases of disbursements.
- 2.5 The above costs remain unpaid.
- 2.6 The payment of the unpaid pre-Administration costs as an expense of the Administration is subject to approval under Rule 3.52 of the Rules and is not part of the Statement of Proposals subject to approval under Paragraph 53 of Schedule B1 of the Act. Further explanation of the approval process is provided in Section 9.

## **3. The Administrator Fees**

- 3.1 The Administrator proposes to fix their fees on the following basis:
- (i) the time properly given by the Administrator and his staff in attending to matters arising in the Administration, such time to be charged at the prevailing standard hourly charge out rates used by Sanderlings Accountancy Services Limited at the time the work is performed;
- 3.2 Attached at Appendix III is a breakdown of the time costs incurred in the Administration to 13 April 2018. The Statement of Proposals provides an account of the work undertaken to date and Appendix IV provides a detailed list of work undertaken and proposed to be undertaken by the Administrator and their staff.
- 3.3 The charge-out rates of the Administrator and their staff are detailed in Appendix II. The appropriate staff have been assigned to work on each aspect of the case based upon their seniority and experience, having regard to the complexity of the relevant work, the financial value of the assets being realised and claims being agreed. The grades of staff instructed to assist in this matter and their key responsibilities include:
- Support Staff: maintenance of the creditors' contacts database, assisting with creditors' queries and routine correspondence
  - Administrators: assisting in the realisation of assets, employee matters, liaising with creditors and debtors, preparing reports to creditors and other statutory matters, and managing the cashiering function
  - Managers: on-site attendance, reviewing the Company's position and affairs, handling asset realisations, reviewing draft statutory reports to creditors and overseeing the tax and VAT aspects of the case

**3.4** Creditors may access a Guide to Administrators' Fees at <http://www.sanderlings.co.uk/creditors-guides/administration.pdf> or a hard copy will be provided on request.

**3.5** Further information is set out below and in the appendices to explain the future time costs that the Joint Administrators anticipate incurring in this Administration.

#### **4. The Administrator Expenses**

**4.1** The Administrator expenses may be divided into two categories:

- Category 1 expenses are costs that can be specifically identified as relating to the administration of the case. These are charged to the estate at cost with no uplift. These include, but are not limited to, such items as advertising, bonding and other insurance premiums and properly reimbursed expenses. Legislation provides that administrators may discharge Category 1 expenses from the funds held in the insolvent estate without further recourse to creditors.
- Category 2 expenses are costs that are also directly referable to the appointment in question but not to a payment to an independent third party. Payments may only be made in relation to Category 2 expenses after the relevant creditors have approved the bases of their calculation.

**4.2** Appendix IV provides details of the bases of Category 2 expenses that the Administrator proposes to recover from the insolvent estate.

#### **5. Proposed Work to be Undertaken**

**5.1** Set out in Appendix IV is a detailed list of tasks that the Administrator proposes he and his staff will undertake together with estimates of the time these tasks will take to carry out in total. The most material tasks are summarised below.

##### **Administration (including Statutory Reporting)**

**5.2** The Administrator is required to meet a considerable number of statutory and regulatory obligations. Whilst many of these tasks do not have a direct benefit in enhancing realisations for the insolvent estate, they assist in the efficient and compliant progressing of the administration, which ensures that the Administrator and his staff carry out their work to high professional standards.

**5.3** Primarily, these tasks include:

- Meeting all statutory reporting and filing requirements, including 6-monthly reports, seeking an extension where necessary, and issuing a final report and notices;
- Consulting with and instructing staff and independent advisers as regards practical, technical and legal aspects of the case to ensure efficient progress;
- Maintaining case files, which must include records to show and explain the administration and any decisions made by the Administrator that materially affect the administration;
- Conducting periodic case reviews to ensure that the administration is progressing efficiently, effectively and in line with the statutory requirements; and
- Maintaining and updating the estate cash book and bank accounts, including regular bank reconciliations and processing receipts and payments.

### **Investigations**

**5.4** The Administrator examines the conduct of the Company and its directors prior to the Administration with two main objectives:

- To identify what assets are available for realising for the benefit of creditors, including any potential actions against directors or other parties, such as challenging transactions at an undervalue or preferences; and
- To enable the Administrator to report to the Insolvency Service on the conduct of the directors so that the Insolvency Service may consider whether disqualification proceedings are appropriate ("CDDA" work).

**5.5** In the early stages of the Administration, this work involves examining the Company's books and records, considering information received from creditors and the Company's accountants and seeking information from the Company's directors and other senior staff by means of questionnaires and/or interviews.

**5.6** In the event that questionable transactions are identified, it may be necessary to conduct further investigations and instruct solicitors to assist in deciding the Administrator's next steps in pursuing a recovery. If a potential recovery action is identified, it may be necessary to instruct professional agents in gathering evidence and in exploring further the existence and value of assets to target. If the Administrator encounters resistance in making a recovery, formal legal action may be appropriate.

**5.7** In addition, if the Insolvency Service decides to proceed with a disqualification, the Administrator will be required to assist the Insolvency Service's investigators in their work, which may include providing the investigators with access to the Company's books and records and agreeing statements to be given in evidence of those proceedings.

**5.8** At this early stage, it is difficult to estimate the likely time costs and expenses that may be incurred in this work. The Fees and Expenses Estimates presented below reflect the anticipated work in identifying potential causes of action. If any are identified and the Administrator considers that additional work is required, they may revert to the relevant creditors to seek approval for fees in excess of the estimate.

### **Realisation of assets**

**5.9** The Statement of Proposals summarises the work carried out by the Administrator to date in realising the Company's assets. The principal matters that require further work are:

- Continued work to realise the Company's interest in the freehold properties including rental income where appropriate;
- Review and investigative work in respect of potential assets, claims or liabilities regarding debts, pre-appointment VAT/corporation tax, insurance;
- Establishing any sums due in respect of the directors' loans/inter-company balances and pursuing settlement of these; and
- Maintaining appropriate insurance cover on the Company's assets until they have been disposed of.

### **Creditors (claims and distributions)**

**5.10** As the Statement of Proposals explains, there a number of different classes of creditor involved in the Administration that require the Administrator attention. In particular, the Administrator anticipates conducting the following key tasks:



- Liaising with the secured creditors in relation to the sale of assets subject to their security;
- With the assistance of solicitors, examining the validity of the secured creditors' claims and, where relevant, paying distributions to the secured creditors;
- Reviewing claims submitted by the tax departments and, where it is appropriate, examining the Company's records to appeal assessments or *adjudicate on the Crown's claims*;
- Responding to creditors' queries and logging their claims and supporting information;
- Maintaining the database as regards creditors' contact details and claims;
- Dealing with a creditors' committee, if one is appointed;
- Agreeing employee claims, calculating and paying a distribution to preferential creditors, if applicable;
- If a prescribed part dividend is to be paid in the Administration, adjudicating on all unsecured creditors' claims, including seeking further information where necessary; and
- Where relevant, calculating and paying the prescribed part dividend and dealing with unclaimed dividends.

**Proposed work to be undertaken by the Liquidator.**

- 5.11** At present, it appears possible that there will be sufficient funds to pay a dividend to unsecured creditors (other than by way of the prescribed part). As this will be carried out once the Company has moved from Administration to CVL, separate Fees and Expenses Estimates for the Liquidation will be required to be approved by creditors when appropriate.
- 5.12** Creditors will appreciate that it is difficult to estimate the time and expenses likely to be incurred by the Liquidator at this time, not least because it is difficult to know when the Company will move from Administration to CVL and consequently what work will have been done by the Administrator by the time that the move takes place. Therefore, although much of the time estimated to be incurred in the activities listed above has been included in the Administrator's Fees Estimate, in the event that the Administration moves to CVL sooner than anticipated, the Liquidator is likely to incur a proportion of the time currently allocated to the Administrator.
- 5.13** In any event, the Liquidator will be required to carry out the following activities in addition to continuing to realise the Company's assets and conduct investigations, where these have not been completed in the Administration:
- Meeting statutory requirements including: issuing notices on appointment; issuing annual progress reports and a final account to creditors; and completing periodic tax returns;
  - Maintaining case files, which must include records to show and explain the administration of the Liquidation and any decisions made by the Liquidator that materially affect the administration;
  - Conducting periodic case reviews to ensure that the Liquidation is progressing efficiently, effectively and in line with the statutory requirements;
  - Maintaining and updating the estate cash book and bank accounts, including regular bank reconciliations and processing receipts and payments;
  - Adjudicating on all creditors' claims with the assistance of solicitors where necessary;
  - Giving notice of the intention to declare a dividend; and
  - Calculating, declaring and paying dividends to creditors and dealing with unclaimed dividends.

## **6. Other Information to Support the Proposed Fees**

- 6.1** Attached at Appendix IV is an estimate of the time that the Administrator envisages the above work will take to complete. Appendix IV also provides their estimate of the expenses that have been or are likely to be incurred.
- 6.2** Please note that the estimates have been provided on the assumptions given below. In the event that it proves necessary for the Administrator to incur additional expenses in performing their duties, they will provide further details in their progress reports, but there is no statutory obligation to ask creditors to approve any adjusted Expenses Estimate. In the event that the Administrator incur time costs in excess of the Fees Estimate, they will only revert to the relevant creditors for approval if they propose to draw any fees in addition to those estimated from the insolvent estate.
- 6.3** In summary, the Administrator proposes that their fees be fixed on the basis of time costs and they estimate that they and their staff will spend time totalling £50,670 in conducting the tasks described. This estimate includes the time spent to date as described in Appendix III.
- 6.4** The Fees and Expenses Estimates have been compiled on the assumptions set out below. Please note that these are assumptions only for the purposes of preparing the Estimates in accordance with the statutory provisions. It has been assumed that:
- investigations to the extent described in section 5 above will be carried out;
  - no exceptional work will need to be conducted in order to realise the remaining assets;
  - there will be no requirement to hold a physical creditors' meeting or additional decision procedure to consider the matters covered by this Proposal; and
  - there will be no need to extend the Administration.
- 6.5** On the basis of these assumptions, the Administrator does not anticipate that it will be necessary to seek additional approval from the relevant creditors for fees in excess of the Fees Estimate. However, in the event that the Administration does not proceed as envisaged, the Administrator will seek approval for any fees in addition to those estimated that they wish to draw from the insolvent estate.

## **7. The Administrator's Discharge**

- 7.1** The Act requires that the timing of the Administrator's discharge from liability will be decided by the unsecured creditors. The Administrator proposes that this discharge will take effect when their appointment ceases to have effect, unless the Court specifies a time.

## **8. Invitation to Form a Creditors' Committee**

- 8.1** Attached at Appendix VI is a Notice of Invitation to Form a Creditors' Committee. The purpose of the Committee is to assist the Administrator in discharging his functions. In particular, a Creditors' Committee takes on the responsibility for approving the basis of the Administrator fees and other costs described above.
- 8.2** In the absence of a Committee, this responsibility falls to the unsecured creditors. The Administrator does not see a need for a Committee to be formed in this case.
- 8.3** Notwithstanding this, creditors are entitled to seek the formation of a Committee, provided that there are sufficient nominations to form a Committee. At least three nominations would be required and the requisite majority of creditors would also need to object to the proposed decision not to form a Committee. Appendices V and VI provide further information on these steps.

## **9. Approval Process**

**9.1** The Administrator is seeking creditors' approval of the proposed decisions set out below by means of a vote by correspondence. Creditors are invited to vote on these proposed decisions by completing and returning the enclosed voting form together with a proof of debt form, if one has not already been submitted. These forms are attached at Appendix V together with a Notice of Decision Procedure setting out the following proposed decisions:

- That the Administrator's Proposals (i.e. the statutory Statement of Proposals at Appendix I), be approved;
- That a Creditors' Committee will not be established;
- That the Administrator's fees be fixed by reference to the time properly given by him and his staff in attending to matters arising in the Administration, such time to be charged at the prevailing standard hourly charge out rates used by Sanderlings Accountancy Services Limited at the time the work is performed;
- That the Administrator be authorised to recover all Category 2 disbursements, calculated on the bases detailed in Sanderlings Accountancy Services Limited's Summary;
- That the unpaid pre-Administration costs set out in the Administrator's Proposal be approved; and
- That the Administrator be discharged from liability in respect of any action undertaken by him pursuant to Paragraph 98 of Schedule B1 of the Act, such discharge to take effect when the appointment of Administrator ceases to have effect, as defined by the Act, unless the court specifies a time.

**9.2** The Administrator must receive completed forms by no later than midday on 3 May 2018 to enable your vote to be counted.

**9.3** Whilst a vote by correspondence is being sought, creditors who meet a statutory threshold as set out in the Notice attached at Appendix V can require that a physical meeting of creditors be convened. Such a request must be made to the Administrator within 5 business days of the date on which this Proposal was delivered. If you wish to request a physical meeting, please set out in writing which of the decision(s) above you wish the meeting to consider.

If any creditor has any queries in relation to the above, please do not hesitate to contact either of the Administrator or Edwin Lee, on 01564 700 052 or by email to [info@sanderlings.co.uk](mailto:info@sanderlings.co.uk).

**Dated: 18 April 2018**



**Andrew Fender**  
**Administrator**

Andrew Fender was appointed Administrator of Vertu Capital Limited on 22 February 2018. The affairs, business and property of the Company are managed by the Administrator. The Administrator act as agents of the Company and contract without personal liability.

**Vertu Capital Limited - In Administration**

**STATEMENT OF THE ADMINISTRATOR'S PROPOSALS  
PURSUANT TO SCHEDULE B1 OF THE INSOLVENCY ACT 1986**

**Appendix I  
to the Administrator's Proposal**

**Birmingham District Registry of the High Court**

**No. 8051 of 2018**

**Vertu Capital Limited - In Administration**

**STATEMENT OF THE ADMINISTRATOR'S PROPOSALS  
PURSUANT TO SCHEDULE B1 OF THE INSOLVENCY ACT 1986**

**Andrew Fender  
Administrator**

**Sanderlings Accountancy Services Limited  
Sanderling House  
Springbrook Lane  
Earlswood  
Solihull  
B94 5SG**

**01564 700 052**

**info@sanderlings.co.uk**

**Disclaimer Notice**

This Statement of Proposals has been prepared by Andrew Fender, the Administrator of Vertu Capital Limited solely to comply with the statutory duty under Paragraph 49, Schedule B1 of the Insolvency Act 1986 to lay before creditors a statement of proposals for achieving the purposes of the Administration and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.

Any person that chooses to rely on this document for any purpose or in any context other than under Paragraph 49, Schedule B1 of the Insolvency Act 1986 does so at their own risk. To the fullest extent permitted by law, the Administrator does not assume any responsibility and will not accept any liability in respect of this Statement of Proposals.

The Administrator acts as agent for Vertu Capital Limited and contracts without personal liability. The appointment of the Administrator is personal to them and, to the fullest extent permitted by law, Sanderlings Accountancy Services Limited does not assume any responsibility and will not accept any liability to any person in respect of this Statement of Proposals or the conduct of the Administration.

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8. Summary of the Administrator's Statement of Proposals

**Attachments**

- A Definitions
- B Statutory Information
- C Estimated Financial Statement as at 22 February 2018 and Creditors' Details
- D The Administrator's Receipts and Payments Account to 18 April 2018

## **1. Introduction**

This Statement of Proposals is prepared pursuant to Schedule B1 of the Act in relation to the Company, the purposes of which are to provide creditors with a full update as to the present position and to set out the Administrator's proposals for achieving an Administration objective.

The Statement of Proposals also includes information required to be provided to creditors pursuant to the Rules. Definitions of the terms used in the Statement of Proposals are provided in Attachment A and statutory information pertaining to the Company is set out in Attachment B.

This Statement of Proposals is being delivered to creditors on 18 April 2018. Creditors are invited to decide whether to approve the Administrator's proposals. Section 8 provides further details on this decision process.

## **2. Background to the Company and Events Leading to the Administration**

The Company was incorporated in September 2014 and the principal activity of the business was the letting of freehold properties.

The Company's difficulties originated when the Director became aware of a claim in the sum of £300,761 in respect of a prior loan that the Director thought had been previously been extinguished.

In addition, the principal Director is a property entrepreneur and three of the properties in the Company were financed using a short term bridging loan which was due to be repaid in September 2017. This was not achieved and the Company has been incurring substantial default interest charges since this date.

The loan in respect of the three properties was from Overture Capital and was in the sum of £565,000. In the period up to 5 March 2018 the default interest was £101,421.

The Company was unable to make payments against these loans and therefore on 22 February 2018, Andrew Fender was appointed Administrator by the Directors of the Company.

Further work was undertaken on behalf of Overture as detailed below and thereafter on 23 March 2018 they appointed Fixed Charge Receivers from Duff & Phelps to realise the properties on their behalf.

For creditors' general information, the EU Regulation on insolvency proceedings applies in this case, and these proceedings are the main proceedings.

## **Overview of Financial Information**

Extracts from the unaudited abbreviated accounts for the 12 months to September 2016 and September 2015 are shown below. Please note that this information has not been verified by the Administrator.

**Summary Balance Sheet**

	<b>Draft Management Accounts for year to 30.09.16 £</b>	<b>Audited Statutory Accounts for year to 30.09.15 £</b>
Tangible assets	492,358	492,358
Intangible assets	Nil	Nil
	<hr/>	<hr/>
Fixed assets	492,358	492,358
Current Assets		
Cash	15,098	22,337
Debtors	Nil	Nil
Other	Nil	Nil
	<hr/>	<hr/>
	15,098	22,337
Total Liabilities	(541,062)	(531,037)
	<hr/>	<hr/>
Net Assets	(33,606)	(16,342)
	<hr/>	<hr/>

*Source: Companies Housing filing*

### **3. The Purpose of the Administration**

The purpose of an Administration is set out in Schedule B1, Paragraph 3(1) of the Act. In short, this provides that an Administrator of a company must perform his functions with the objective of:

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

It is not possible to achieve the first objective as I did not consider it possible to restructure the existing business or propose a Company Voluntary Arrangement.

The second objective is normally achieved by means of a sale of the business and assets as a going concern (or a more orderly sales process than in liquidation). The Administrator would comment that the Administration has enabled the freehold properties to continue to be occupied by tenants and therefore generate income and maintain value for the benefit of the secured and unsecured creditors.

A detailed account of how the Administrator has sought to achieve the objective of the Administration is set out below.

### **4. Management of the Company's Affairs since the Administrator's Appointment**

Attached at Attachment D is the Administrator's receipts and payments account for the period to 18 April 2018.

Immediately upon appointment the Administrator undertook a review of the Company's affairs and met with the Director to assess the position with regard to assets and liabilities and what further steps were required.



The Company has an interest in four properties, three of which were financed through Overture Finance as highlighted above, and the other is secured with a loan from NatWest Bank. All properties are currently occupied by tenants.

Overture Finance Properties

838 Pershore Road, Selly Park, Birmingham, B29 7LS  
1114 Pershore Road, Stirchley, Birmingham, B30 2YG  
1116 Pershore Road, Stirchley, Birmingham, B30 2YG

I immediately instructed independent agents, Paarl Property Consultants ("Paarl"), to visit the properties, provide a valuation, and market them for sale in conjunction with the Director and previously instructed estate agents.

Valuations were obtained from my agent and an offer was received through the estate agent for one of the properties. I discussed the position with Overture Finance and communicated at length regarding the strategy going forward. Based on the valuations totalling £630,000 and the amount owed to Overture Capital being in excess of £666,421, they have appointed Fixed Charge Receivers to manage and realise the properties on their behalf.

At this stage I have had no further involvement with regard to these properties.

NatWest Bank Property

42 Oak Tree Lane, Selly Oak, Birmingham, B29 6HX

Paarl were also instructed to provide a valuation of the NatWest property and market it for sale. The valuation received was £465,000 and the amount owed to NatWest Bank is £313,227.

Following these instructions, and after visiting the property, it came to my attention that the property was being marketed through Purple Bricks with an asking price of £450,000. I discussed the matter further with the local agent involved and I understand a number of people were introduced via the company but viewings had not been organised.

I am continuing to market the property for sale so as to extinguish the amount owed to the Bank and realise further funds for the benefit of the Administration. At the date of this report we have received several offers at or around the £450,000 mark.

Properties Planning Consideration

Paarl initially inspected the properties and reviewed the local government register, and found that there was an HMO status pending in respect of 42 Oak Tree Lane, and that there was an HMO status pending in respect of one of the Overture Finance Properties being 838 Pershore Road. The other two properties did not require HMO status.

Agents then proceeded to investigate further the pending position for 42 Oak Tree Lane.

Shortly after my appointment, I was provided with a bundle of papers by the Director which concerned action being taken by Birmingham City Council ("BCC") in respect of various issues to do with 42 Oak Tree Lane and 838 Pershore Road. There was a Court hearing set for 13/14 April 2018, however while they are serious issues, they are not fundamental and they appear to be capable of being easily remedied, and indeed I understand that most of the issues have already been remedied.

I have discussed the matter with BCC and they have put a stop on proceedings while the Administration process continues and any remaining issues that require remedy are resolved.

An e-mail was received on 4 April 2018 from a planning enforcement officer at BCC alluding to the fact that the planning situation in respect of 42 Oak Tree Lane and 838 Pershore Road

was very deficient and this in effect calls into question the HMO status of the properties, particularly as regards the Selly Oak "Article 4 Directive" which serves to restrict the development or conversion of properties in the designated area and which came into force in November 2014.

Considerable correspondence has been inspected between the Company and a Principal Regeneration Officer at BCC that suggests the Company managed to get 42 Oak Tree Lane (and others) successfully registered as existing HMOs prior to the date that the Article 4 Directive came into effect. On that basis Paarl considered that the Administrator might have a challenge against BCC's intent to serve enforcement notices against the onward HMO use. Further documentary evidence is being sought both from the Director and BCC.

Obviously if the necessary orders and planning consents are not in place this could have a serious effect on the value of the properties in question. As of 11 April 2018, the council have given 28 days grace before they continue with their enforcement notice.

The legal position between the enforcement action and the Administrator will have to be established by the solicitor acting, but at present we are trying to affect an agreement with the council without the necessity of enforcement action.

No other assets have come to my attention during the course of my initial investigations, however I am continuing to review the history of the Company's property portfolio in the period prior to Administration.

#### **Post appointment strategy**

The Administrator's staff are in the process of collating creditors' claims and have handled creditors' queries as they have arisen which include telephone calls and correspondence.

The Administrator's legal advisors advised in respect of all legal issues arising from the appointment, the properties, and the charges registered against the properties and the Company.

To advise on appropriate legal matters and to prepare required legal documentation, the Administrator instructed Venture Consulting Limited and Pearl & Young Limited, firms of solicitor and advisors with appropriate expertise and experience in dealing with these types of Administrations.

All professional fees are based upon the parties' recorded time costs incurred at their standard charge out rates and will be reviewed by the Administrator's staff before being approved for payment.

#### **Investigation into the Company's Affairs Prior to the Administration**

The Administrator is undertaking a review of the Company's trading activities in order to establish whether or not there are actions that may be taken for the benefit of the Administration and consequently to enable a conduct report to be submitted in respect of Company directors in office at the commencement of the Administration and any who resigned in the three years prior to the Administration.

Should any creditor have any concerns about the way in which the Company's business has been conducted or information on any potential recoveries for the estate, they are invited to bring them to the attention of the Administrator as soon as they are able.

## **5. Estimated Financial Statement and the Outcome for Creditors**

The Directors have not, to date, submitted a signed Statement of Affairs, however the Estimated Financial Statement attached at Attachments C, including a list of creditors, has been prepared from information provided by the Directors and extracted from the Company's records and therefore no warranty can be given to the accuracy of the details given.

In accordance with the standard format of a Statement of Affairs, no provision has been made in the Statement for the costs of the Administration (including agents, legal and other professional fees), and the Administrator has not carried out any work of the nature of an audit on the information.

### **Secured creditors**

The Company has granted a fixed and floating charge, as well as a legal mortgage, to NatWest Bank Plc. As reflected in the Estimated Financial Statement, it is anticipated that the Bank will be repaid in full under their fixed charge.

The Company granted a legal mortgage to Overture Capital Limited in respect of the three financed properties. Based on the valuations received it is anticipated that there will be a shortfall to Overture that will constitute an unsecured claim in the Administration.

TN (UK) Consultancy Limited have a charge against 42 Oak Tree Lane but it is unregistered and I am taking advice in this regard. The Estimated Financial Statement is based on the charge having no standing.

### **Preferential claims**

The Administrator is not aware of any preferential claims against the Company.

### **Prescribed Part**

Section 176A of the Act requires Administrators to make a prescribed part of the company's net property, which is the balance remaining after discharging the preferential claims but before paying the floating charge-holder, available for the satisfaction of unsecured debts.

In this case, the prescribed part provision does not apply, as it is anticipated that the liability owed to floating charge holder will be discharged in full from realisations achieved under their fixed charge.

The Administrator does not propose to make an application to Court under Section 176A(5) of the Act to disapply the prescribed part provisions, because in any event it is anticipated that there will be no prescribed part.

### **Dividend prospects to unsecured creditors**

As demonstrated in the Estimated Financial Statement attached at Attachment C, on the basis of the costs incurred to date and the estimated further costs to be incurred in bringing the Administration to a conclusion, it is anticipated that there may be sufficient funds to pay a dividend to unsecured creditors. Due to the possible distribution to unsecured creditors, you are requested to submit claims to the address on the front of this report. A Proof of Debt form is provided in the document to which this forms an appendix.

## **6. The Administrator's Fees**

The Administrator proposes to be remunerated on the basis of the time properly given by the Administrator and his staff in attending to matters arising in the Administration, such time to

be charged at the prevailing standard hourly charge out rates used by Sanderlings Accountancy Services Limited at the time the work is performed (plus VAT).

The Administrator will seek approval for the basis of his fees from the secured and unsecured creditors, unless a Creditors' Committee is established.

Information to support the proposed basis of the Administrator's fees, together with the Statement of pre-Administration costs, is provided in the Administrator's Proposal, to which this Statement of Proposals forms an appendix.

## **7. Approval of the Statement of Proposals**

The Administrator is seeking creditors' approval of the Statement of Proposals, which are summarised in Section 9, by means of a vote by correspondence.

Attached to the Administrator's Proposal, to which this Statement of Proposals forms an appendix, is a Notice of Decision Procedure and a voting form, which describes how creditors may lodge a vote on the proposed decision to approve the Statement of Proposals and on the other proposed decisions.

Creditors who meet a statutory threshold as set out in the Notice can require that a physical meeting of creditors be convened. Such a request must be made to the Administrator within 5 business days of the date on which the Statement of Proposals was delivered.

## **8. Summary of the Administrator's Proposals**

The Statement of Proposals is summarised below. In order to achieve the purpose of the Administration, the Administrator formally proposes to creditors that:

- the Administrator continues to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration, in particular that:
  - (i) he sells the Company's assets at such time and on such terms as he considers appropriate;
  - (ii) he investigates and, if appropriate, pursues 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 that supplies or has supplied goods or services to the Company; and
  - (iii) he does all such things and generally exercises all powers as Administrator as he considers desirable or expedient at his 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 activities.
- the Administrator makes distributions to any secured creditors in accordance with Paragraph 65 of Schedule B1 of the Act.
- the Administrator ends the Administration in one of the following ways, appropriate to the circumstances of the case at the time:
  - (i) in the event that the Administrator thinks that a distribution will be made to unsecured creditors (and they have not sought the court's permission, and are otherwise unable, to pay the distribution whilst the Company is in Administration), he shall send to the Registrar of Companies notice to

move the Company from Administration to Creditors' Voluntary Liquidation. In such circumstances, Andrew Fender will be appointed Liquidator. Creditors may nominate a different person or persons as the proposed liquidator in accordance with Paragraph 83(7)(a) of Schedule B1 of the Act and Rule 3.60(6)(b) of the Rules, but they must make the nomination or nominations at any time after they receive the Statement of Proposals, but before it is approved. Information about the process of approval of the Statement of Proposals is set out at Section 7; or

- (ii) however, in the event that there is no remaining property that might permit a distribution to the Company's creditors, he shall file a notice of dissolution of the Company pursuant to Paragraph 84 of Schedule B1 of the Act; or
- (iii) alternatively, and should there be no likely funds to distribute to unsecured creditors, the Administrator may seek to place the Company into Compulsory Liquidation in order to bring proceedings that only a Liquidator may commence for the benefit of the estate. In such circumstances, Andrew Fender may ask the Court that he be appointed Liquidator.

**Dated: 18 April 2018**



**Andrew Fender**  
**Administrator**

Andrew Fender was appointed Administrator of Vertu Capital Limited on 22 February 2018. The affairs, business and property of the Company are managed by the Administrator. The Administrator's act as agent of the Company and contract without personal liability.

**DEFINITIONS**

The Act	The Insolvency Act 1986
The Rules	The Insolvency Rules 1986 or the Insolvency (England & Wales) Rules 2016 (whichever applied at the time of the event described)
The Statement of Proposals	The Statement of the Administrator's Proposals prepared pursuant to Paragraph 49(1) of Schedule B1 of the Act
The Administrator	Andrew Fender
The Company	Vertu Capital Limited - In Administration
The Court	Birmingham District Registry of the High Court
EBIT	Earnings before interest and tax
SPA	Sale & Purchase Agreement
RPO	The Redundancy Payments Office
HMRC	HM Revenue & Customs
ROT	Retention of Title
PP or Prescribed Part	The Prescribed Part of the Company's net property subject to Section 176A of the Insolvency Act 1986
QFCH	Qualifying Floating Charge Holder
SIP	Statement of Insolvency Practice (England & Wales)
TUPE	Transfer of Undertakings (Protection of Employment) Regulations

**Vertu Capital Limited - In Administration****STATUTORY INFORMATION**

Company Name	Vertu Capital Limited - In Administration
Proceedings	In Administration
Court	Birmingham District Registry of the High Court
Court Reference	8051 of 2018
Date of Appointment	22 February 2018
Administrator	Andrew Fender Sanderling House Springbrook Lane Earlswood Solihull B94 5SG
Registered office Address	Sanderling House Springbrook Lane Earlswood Solihull B94 5SG
Former Registered Office	Hagley House 95a Hagley Road Birmingham B16 8LA
Company Number	09220425
Incorporation Date	16 September 2014
Company Secretary	N/a
Appointment by	The Directors
Directors at date of Appointment	Leila Amjadi Basarat Aliaj
Directors' Shareholdings	Leila Amjadi – 50 Ordinary Shares Basarat Aliaj – 50 Ordinary Shares

**Vertu Capital Limited - In Administration**

**ESTIMATED FINANCIAL STATEMENT AS AT 22 FEBRUARY 2018 AND CREDITORS'  
DETAILS**



**Vertu Capital Limited**

**A – Summary of Assets**

Assets	Book Value £	Estimated to Realise £
<b>Assets subject to a fixed charge:</b>		
Freehold Land & Property	465,000	465,000
NatWest Bank Plc	(313,227)	(313,227)
Surplus c/f		151,773
<b>Assets subject to a floating charge:</b>		
Freehold Land & Property	630,000	630,000
Overture Capital Limited	(666,421)	(666,421)
Deficiency c/f		(36,421)
<b>Uncharged assets:</b>		
None		Nil
<b>Uncharged assets:</b>		
None		Nil
Surplus from assets subject to a fixed charge		151,773
<b>Estimated total assets available for preferential creditors</b>		151,773

Signature\_\_\_\_\_

Date\_\_\_\_\_

A1 – Summary of liabilities

	Estimated to Realise £	
Estimated total assets available for preferential creditors (carried from page A)		151,773
<b>Liabilities</b>		
Preferential creditors:		
None	Nil	
Total Preferential Claim		Nil
<b>Estimated deficiency / surplus as regards preferential creditors:</b>		<u>151,773</u>
<b>Estimated total assets available for floating charge holders</b>		151,773
Debts secured by floating charges		
None		Nil
<b>Estimated deficiency/surplus of assets after floating charges</b>		<u>151,773</u>
<b>Total assets available to unsecured creditors</b>		151,773
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)		
Personal Guarantee (1)	(967,183)	
Trade Creditors (5)	(327,168)	
Overture Capital Limited deficiency b/f (1)	<u>(36,421)</u>	
		<u>(1,330,772)</u>
<b>Estimated surplus / deficiency as regards non-preferential creditors</b>		(1,178,999)
Issued and called up capital		
Ordinary	(100)	
		<u>(100)</u>
<b>Estimated total deficiency / surplus as regards members</b>		<u>(1,179,099)</u>

Signature\_\_\_\_\_

Date\_\_\_\_\_

## B - COMPANY CREDITORS

Note: You must include all creditors and identify any creditors under hire-purchase, chattel leasing or conditional sale agreements and customers claiming amounts paid in advance of the supply of goods or services and creditors claiming retention of title over property in the company's possession.

Name of creditor or claimant	Address (with postcode)	Creditor Type	Amount of debt	Details of any security held by creditor	Date security given	Value of security
Birmingham City Council	Legal & Democratic Services, PO Box 15992, Birmingham, B2 2UQ	Trade Creditor	£1.00			£0.00
Glide Utilities Limited	Alpha Tower, Suffolk Street, Birmingham, B1 1TT	Trade Creditor	£1,505.07			£0.00
Leila Amjadi	Hagley House, 95a Hagley Road, Birmingham, B16 8LA	Personal Guarantee	£967,182.88			
NatWest Bank Plc	135 Bishopsgate, London, EC2M 3UR	Secured Creditor	£313,226.51	NatWest Fixed Charge	05/01/2016	£313,226.51
Overture Capital Limited	C/o Hugh Cartwright & Amin Solicitors, 12 John Street, London, WC1N 2EB	Secured Creditor	£666,421.32	Overture Capital Fixed Charge	03/03/2017	£630,000.00
Samuel Arshad-Roberts & 5 Others	C/o County Court Money Claims Centre, Royal Courts of Justice, Strand, London, WC2A 2LL	Trade Creditor	£12,596.62			£0.00
Selco	Boundary House, 2 Wythall Green Way, Wythall, Birmingham, B47 6LW	Trade Creditor	£12,305.00			£0.00
TN (UK) Consultancy Limited	902 Eastern Avenue, Newbury Park, Ilford, Essex, IG2 7HZ	Trade Creditor	£300,761.56			£0.00
<b>Totals</b>			<b>£2,273,999.80</b>			<b>£943,226.51</b>

\* Denotes a Creditor claiming Retention of Title

Signature \_\_\_\_\_ Date \_\_\_\_\_

C - COMPANY CREDITORS (EMPLOYEES FORMER EMPLOYEES & CONSUMER CLAIMING AMOUNTS PAID IN ADVANCE FOR THE SUPPLY OF GOODS OR SERVICES)

Note: You must include all creditors and identify any creditors under hire-purchase, chattel leasing or conditional sale agreements and customers claiming amounts paid in advance of the supply of goods or services and creditors claiming retention of title over property in the company's possession.

Name of creditor or claimant	Address (with postcode)	Creditor Type	Amount of debt	Details of any security held by creditor	Date security given	Value of security
None			Nil			£0.00
Totals			Nil			£0.00

\* Denotes a Creditor claiming Retention of Title

Signature\_\_\_\_\_

Date\_\_\_\_\_

**D - COMPANY MEMBERS**

Name of shareholder or member	Address (with postcode)	Type of share	Nominal value	No. of shares	Amount per share called up	Total amount called up
Basarat Aliaj	Hagley House, 95a Hagley Road, Birmingham, B16 8LA	Ordinary	£50.00	50	£1.00	£50.00
Leila Amjadi	Hagley House, 95a Hagley Road, Birmingham, B16 8LA	Ordinary	£50.00	50	£1.00	£50.00

Signature\_\_\_\_\_

Date\_\_\_\_\_

**Vertu Capital Limited - In Administration**

**THE ADMINISTRATOR'S RECEIPTS AND PAYMENTS ACCOUNT TO 18 APRIL 2018**

**Vertu Capital Ltd - Administration**  
**Receipts and Payments Account from 22 February 2018 to 18 April 2018**

<u>Receipts</u>	£
None	Nil
	<hr/>
	-
	<hr/>
 <u>Payments</u>	
None	Nil
	<hr/>
	-
	<hr/>
 <u>Closing Balance</u>	 <u>0.00</u>

Where funds are held, they are held in an Interest Bearing Account

**Vertu Capital Limited - In Administration**

**BREAKDOWN OF PRE-ADMINISTRATION TIME COSTS**



Sanderlings

TIME & CHARGEOUT SUMMARIES

Vertu Capital Ltd - Pre Admin

To 21/02/2018

HOURS							
Classification Of work Function	Partner	Manager	Other Senior Professional	Assistants & Support Staff	Total Hours	Time Cost £	Average Hourly Rate £
Administration & Planning	2.00	0.00	0.00	0.00	2.00	840.00	420.00
Investigations	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Realisation of Assets	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Fees Claimed £	840.00	0.00	0.00	0.00		840.00	
Total Hours	2.00	0.00	0.00	0.00	2.00		
Average Rate	420.00	0.00	0.00	0.00			

**Vertu Capital Limited - In Administration**

**CHARGE-OUT RATES AND BASES OF DISBURSEMENTS**

SANDERLINGS ACCOUNTANCY SERVICES LIMITED, SANDERLINGS LLP, SANDERLINGS BUSINESS SERVICES LIMITED, MAYFIELDS SANDERLINGS LLP - FEES, DISBURSEMENTS & INFORMATION

Fees

The fees of the Trustee/Liquidator/Supervisor/Administrator (appointed IP) are fixed by reference to time properly spent by the appointed IP and his staff in attending to all matters arising in the Bankruptcy/liquidation/Voluntary Arrangement/Administration (case) unless otherwise agreed with the creditors. The appointed IP and his staff charge time to all insolvency cases in units of 6 minutes. The Trustee/Liquidator/Supervisor/Administrator reserves the right to charge interest at a rate of 2% above bank base rate on unrecovered work in progress.

The charge-out rates for the various categories of staff are as follows:-

	Charge Out Rate per Hour £
Appointed Partner (Trustee, Supervisor, Liquidator, Administrator, Administrative Receiver)	420
Partner/Senior Manager	300
Manager	230
Case Administrator	150
Support staff (only to be chargeable for periods of 1 hour or more)	110
Junior	45

Standard Activity	Examples of Work
Statutory Compliance, administration & planning	Statutory reporting and compliance, compliance with other regulatory requirements case planning, administrative set up, appointment notification, maintenance of records, SIP 2 review, CDDA reports, Investigating antecedent transactions
Investigations	Identifying, securing, insuring assets, Retention of title, Debt collection
Realisation of assets	Property, business and asset sales
Trading	Management of operations, accounting for trading, on going employee issues
Creditors	Communication with creditors, Creditors' claims (including employees and other preferential creditors)

Disbursements - Category 2 Disbursements

In dealing with the case, the appointed IP will incur expenses and disbursements that are recoverable from the assets available in the case in accordance with Rules 6.224 and 4.218 respectively of the Insolvency Rules. In addition to out of pocket expenditure, the appointed IP will also recover shared or allocated costs. These may be referred to as category 2 disbursements. Where applicable, such category 2 type disbursements are calculated as follows: -

Expense Type	Basis of Charge
For all official stationery, printing postage and telephone charges, including notices to creditors and contributories in respect of the first meetings of creditors and contributories:	(i) for a number of creditors and Contributories not exceeding 25, £175 (ii) for every additional 10 creditors and contributories or part thereof, £40
Where any other meetings of creditors or contributories are held, for summoning and holding the meetings and for statutory circulars:	(iii) for a number of creditors and Contributories not exceeding 25, £155 (iv) for every additional 10 creditors and contributories or part thereof, £20

All other expenses and disbursements are recovered as follows:

Expense Type	Basis of Charge
Room Hire (for each statutory meeting of creditors)	£175.00 per meeting
Mileage	35-95p per mile
Company search costs	£45 per search
Storage of company books and records	£2.50 per box per quarter*

\* Where funds permit, a charge for storage of boxes for 12 months after closure of the case is made to cover storage costs until such time as destruction of the records is permitted. Minimum charge of £200 to cover administration.  
Should any creditor require further clarification in respect of fees or expenses, then please contact the appointed IP or case manager as identified in the correspondence concerning the case in question.

INFORMATION

Within 21 days of receipt of this progress report a creditor may request that I provide further information about the remuneration and expenses set out in the report. A request must be in writing, and may be made by a secured creditor, or an unsecured creditor with the concurrence of at least 5% in value of the creditors (including that creditor) or the permission of the court. You also have a right to challenge my remuneration and expenses.  
I am obligated to provide the requested information within 14 days, unless I consider that the time or cost involved in preparing the information would be excessive, or disclosure would be prejudicial to the conduct of the proceedings or might be expected to lead to violence against any person, or I am subject to an obligation of confidentiality in relation to the information requested, in which case I must give the reasons for not providing the information.  
Any creditor may apply to the court within 21 days of my refusal to provide the requested information, or the expiry of the 14 days time limit for the provision of the information. As an insolvency practitioner I am bound by the Insolvency Code of Ethics when carrying out all professional work relating to an insolvency appointment.

**Vertu Capital Limited - In Administration**

**BREAKDOWN OF THE ADMINISTRATOR'S TIME COSTS FROM 22 FEBRUARY 2018 TO  
13 APRIL 2018**

**Sanderlings****TIME & CHARGEOUT SUMMARIES**

Vertu Capital Ltd - Post Admin

To 13/04/2018

**HOURS**

Classification Of work Function	Partner	Manager	Other Senior Professional	Assistants & Support Staff	Total Hours	Time Cost £	Average Hourly Rate £
Administration & Planning	1.50	0.00	2.20	11.70	15.40	3,045.00	197.73
Realisation of Assets	19.80	0.00	0.60	5.80	26.20	9,366.00	357.48
Creditors	5.00	0.00	0.00	5.90	10.90	2,985.00	273.85
Investigations	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Fees Claimed £	11,046.00	0.00	840.00	3,510.00		15,396.00	
Total Hours	26.30	0.00	2.80	23.40	52.50		
Average Rate	420.00	0.00	300.00	150.00			

**Vertu Capital Limited - In Administration**

**INFORMATION TO SUPPORT THE ADMINISTRATOR'S FEE PROPOSAL**

Details of the work I propose to undertake:-	Time anticipated in hours (charged in 6 minute units)		Cost £
Compliance matters and cashiering, including but not limited to calculation and payment of the Bordereau liability and monitoring the Bordereau level, preparation and submission of statutory returns and statutory requirements for advertising, completion of post appointment formalities, periodic reviews and updating checklists, preparation and documentation for voting by correspondence, proposals report and 6 month reports and associated compliance requirements, final report and formalities at completion of the Administration	Administrator	22.0	9,240
	Other Senior Professional	3.0	900
	Case Administrator	35.0	5,250
Case planning and discussions regarding strategies to be pursued, meetings with staff, directors and advisors to consider the practical, technical and legal aspects of the case	Administrator	5.0	2,100
	Other Senior Professional	0.0	0
	Case Administrator	5.0	750
Realisation of assets, in particular the company's interest in freehold properties, to include liaising with the directors, agents, solicitors and tenants, investigating the history with regard to extensions, planning permission and HMO authorisation, reviewing the position in respect of rental income, communication with charge holders and appointed Fixed Charge Receivers, provision of information and assistance provided to realise their interest, discussion of marketing strategy and consideration of offers received, correspondence and communication regarding any Hire Purchase assets and Retention of Title claims if applicable, review of records in respect of any potential claims for intellectual property, VAT, corporation tax, insurance, director's loans and inter-company accounts	Administrator	35.0	14,700
	Other Senior Professional	1.0	300
	Case Administrator	52.0	7,800
Communication with creditors including dealing with all enquiries, review of secured creditors charges, documentation, liabilities and claims, review of correspondence with all creditors, receipt of Proofs of Debt, consideration of HMRC correspondence, tax liabilities and requirements as to compliance	Administrator	5.0	2,100
	Other Senior Professional	3.0	900
	Case Administrator	18.0	2,700
Completion of duties in respect of the Company Directors Disqualification legislation and investigation of company's affairs, including recovery of books and records, information from third sources such as bank statements, review and comparison of the last available set of accounts against the Statement of Affairs. Review of records and bank statements for at least the last 12 months, looking for any anomalous payments, analysing the position of creditors including hire purchase and Crown liabilities. Consideration as to whether any antecedent transactions have occurred, such as preference or transactions at undervalue, and reviewing questionnaires and information submitted by directors and creditors. Submission of findings to the Insolvency Service	Administrator	4.0	1,680
	Other Senior Professional	0.0	0
	Case Administrator	15.0	2,250
Estimate total maximum fees to be charged			50,670

## Expenses Estimate for Vertu Capital Limited in Administration

Below are the expenses estimates in respect of category 1 direct expenses and category 2 expenses which will have an element of shared or allocated costs.

My estimate for my category 1 expenses for the period of the case is £15,715.10.

My estimate for my category 2 expenses for the period of the case is £885.00 and I am seeking a resolution for approval of the basis of calculation of these expenses.

<b>Expenses Category 1</b>	<b>Basis</b>	<b>Estimate of total £</b>
<b>Legal costs</b> Venture Consulting Ltd were instructed by the Administrator to provide advice on the validity of appointment as well as generally on other issues from time to time including for example on issues around the company's property assets	Time costs	5,000.00
<b>Legal costs</b> Pearl & Young Ltd were instructed to provide advice with regard to the Administration, appointment and preparation of documents	Time costs	5,000.00
<b>Agent's costs</b> Paarl Property Consultants were instructed to provide formal valuations in respect of the company's property assets, to liaise with third parties in respect of the properties and to assist in realisations through marketing	Time costs	5,000.00
Advertising	Fixed	77.10
Bonding	Fixed	528.00
VisionBlue/INSOLV fee	Fixed	110.00
<b>Total</b>		<b>15,715.10</b>

<b>Expenses Category 2</b>	<b>Basis</b>	<b>Estimate of total £</b>
Stationery / printing / postage / telephone	Calculated per creditor	640.00
Company Search	Estimated cost	45.00
Storage	Estimated cost	200.00
<b>Total</b>		<b>885.00</b>



**Vertu Capital Limited - In Administration**

**NOTICE OF DECISION PROCEDURE / VOTING FORM / PROOF OF DEBT**

## NOTICE OF DECISION PROCEDURE

**Company Name:** Vertu Capital Limited - In Administration ("the Company")  
**Company Number:** 09220425

**In the Birmingham District Registry of the High Court no. 8051 of 2018**

This Notice is given under Rule 15.8 of the Insolvency (England & Wales) Rules 2016 ("the Rules"). It is delivered by the Administrator of the Company, of Sanderling House, Springbrook Lane, Earlswood, Solihull, B94 5SG, (telephone number 01564 700 052), who was Appointed by the Directors.

Creditors are invited to vote by correspondence on the following (for the full wording of proposed decisions, see overleaf):

1. The approval of the Administrator's Statement of Proposals
2. The establishing of a Creditors' Committee, if sufficient nominations are received by 2 May 2018 and those nominated are willing to be members of a Committee<sup>1</sup>
3. The basis of the Administrator's fees
4. The approval of the Administrator's Category 2 disbursements
5. The approval of the pre-Administration costs
6. The timing of the Administrator's discharge

Overleaf is a voting form on which creditors may signify their decisions on the above matters. All voting forms, together with a proof of debt if one has not already been submitted, must be completed and returned to the Administrator's by one of the methods set out below:

By post to: Sanderling House, Springbrook Lane, Earlswood, Solihull, B94 5SG  
By email to: [info@sanderlings.co.uk](mailto:info@sanderlings.co.uk)

Please note that, if you are sending votes by post, you must ensure that you have allowed sufficient time for the forms to be delivered to the address above by the Decision Date set out below. An email is treated as delivered at 9am on the next business day after it was sent.

**All voting forms and proofs of debt must be delivered by the Decision Date: midday on 3 May 2018.**

If the Administrator has not received a proof of debt by the time specified above (whether submitted previously or as a result of this Notice), that creditor's vote will be disregarded. Any creditor whose debt is treated as a small debt in accordance with Rule 14.31(1) of the Rules must still deliver a proof if the creditor wishes to vote. A creditor who has opted out from receiving notices may nevertheless vote if the creditor also provides a proof by the Decision Date.

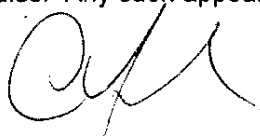
Creditors who meet one or more of the statutory thresholds listed below may, within 5 business days from the date of the delivery of this Notice, require a physical meeting to be held to consider the matter.

Statutory thresholds to request a meeting:	10% in value of the creditors
	10% in number of the creditors
	10 creditors

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<sup>1</sup> Please see the Notice Inviting Creditors to Form a Committee for further instructions.

A creditor may appeal a decision by application to the court in accordance with Rule 15.35 of the Rules. Any such appeal must be made not later than 21 days after the Decision Date.

A handwritten signature in black ink, appearing to be 'AF', is written over a horizontal line.

Andrew Fender  
Administrator

Dated: 18 April 2018

## VOTE BY CORRESPONDENCE

Company Name: Vertu Capital Limited - In Administration ("the Company")  
Company Number: 09220425

In the Birmingham District Registry of the High Court no. 8051 of 2018

Name of Creditor: \_\_\_\_\_

Address: \_\_\_\_\_

### Decisions:

1	That the Administrator's Statement of Proposals be approved.	*For / Against
2	That a Creditors' Committee be established if sufficient nominations are received by 2 May 2018 and those nominated are willing to be members of a Committee. <sup>2</sup>	*For / Against
3	That the Administrator's fees be fixed by reference to the time properly given by him and his staff in attending to matters arising in the Administration, such time to be charged at the prevailing standard hourly charge out rates used by Sanderlings Accountancy Services Limited at the time the work is performed.	*For / Against
4	That the Administrator be authorised to recover all Category 2 disbursements, calculated on the bases detailed in Sanderlings Accountancy Services Limited's summary.	*For / Against
5	That the unpaid pre-Administration costs set out in the Administrator's Proposal be approved	*For / Against
6	That the Administrator be discharged from liability in respect of any action undertaken by him pursuant to Paragraph 98 of Schedule B1 of the Act, such discharge to take effect when the appointment of Administrator ceases to have effect, as defined by the Act, unless the court specifies a time.	*For / Against

**\* Please delete as applicable to indicate your voting instructions**

Signed: \_\_\_\_\_ Dated: \_\_\_\_\_

Name in capitals: \_\_\_\_\_

Position with, or relationship to, creditor or other authority for signature: \_\_\_\_\_

Are you the sole member/shareholder of the creditor (where it is a company)? Yes / No

**Please complete this form and return it, along with a completed proof of debt if you have not submitted one previously, so that it is delivered by midday on 3 May 2018, by:**  
**Post: Sanderling House, Springbrook Lane, Earlswood, Solihull, B94 5SG**  
**Email: [info@sanderlings.co.uk](mailto:info@sanderlings.co.uk)**

<sup>2</sup> Please see the Notice Inviting Creditors to Form a Committee for further instructions. Please note that, in the event that a Creditors' Committee is formed, authority to approve decisions 3, 4, 5 and 6 proposed above may be exercised by the Committee.

## PROOF OF DEBT - GENERAL FORM

**Company Name: Vertu Capital Limited - In Administration**

Date of Administration: 22 February 2018

DETAILS OF CLAIM		
1.	Name of Creditor (if a company, its registered name)	
2.	Address of Creditor (i.e. principal place of business)	
3.	If the Creditor is a registered company: <ul style="list-style-type: none"> <li>For UK companies: its registered number</li> <li>For other companies: the country or territory in which it is incorporated and the number if any under which it is registered</li> <li>The number, if any, under which it is registered as an overseas company under Part 34 of the Companies Act</li> </ul>	
4.	Total amount of claim, including any Value Added Tax, as at the date of administration, less any payments made after this date in relation to the claim, any deduction under R14.20 of the Insolvency (England & Wales) Rules 2016 and any adjustment by way of set-off in accordance with R14.24 and R14.25	£
5.	If the total amount above includes outstanding uncapitalised interest, please state	YES (£                      ) / NO
6.	Particulars of how and when debt incurred	
7.	Particulars of any security held, the value of the security, and the date it was given	
8.	Details of any reservation of title in relation to goods to which the debt relates	
9.	Details of any document by reference to which the debt can be substantiated. [The administrator may call for any document or evidence to substantiate the claim at his discretion.]	
10.	Give details of whether the whole or any part of the debt falls within any (and if so which) of the categories of preferential debts under section 386 of, and schedule 6 to, the Insolvency Act 1986	Category  Amount(s) claimed as preferential £
AUTHENTICATION		
Signature of Creditor or person authorised to act on his behalf		
Name in BLOCK LETTERS		
Date		
If signed by someone other than the Creditor, state your postal address and authority for signing on behalf of the Creditor		
Are you the sole member of the Creditor?		YES / NO

**Vertu Capital Limited - In Administration**

**NOTICE OF INVITATION TO FORM A CREDITORS' COMMITTEE**

## NOTICE OF INVITATION TO FORM A CREDITORS' COMMITTEE

**Company Name:** Vertu Capital Limited - In Administration ("the Company")  
**Company Number:** 09220425

**In the Birmingham District Registry of the High Court no. 8051 of 2018**

This Notice is given under Rule 3.39 of the Insolvency (England & Wales) Rules 2016 ("the Rules"). It is delivered by the Administrator of the Company, of Sanderling House, Springbrook Lane, Earlswood, Solihull, B94 5SG, (telephone number 01564 700 052), who was Appointed by the Directors.

Creditors are invited to nominate creditors (which may include themselves) by completing the section below and returning this Notice to the Administrator by one of the following methods:

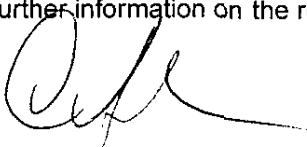
By post to: Sanderling House, Springbrook Lane, Earlswood, Solihull, B94 5SG  
By email to: [info@sanderlings.co.uk](mailto:info@sanderlings.co.uk)

Please note that, if you are sending nominations by post, you must ensure that you have allowed sufficient time for the Notice to be delivered to the address above by the date set out below. An email is treated as delivered at 9am on the next business day after it was sent.

**All nominations must be delivered by: 4pm on 2 May 2018**

Nominations can only be accepted if the Administrator is satisfied as to the nominated creditor's eligibility under Rule 17.4 of the Rules.

For further information on the role of Creditors' Committees, go to: <https://goo.gl/VRZ78f>



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Andrew Fender  
Administrator

Dated: 18 April 2018

## NOMINATIONS FOR MEMBERS OF A CREDITORS' COMMITTEE

**Company Name:** Vertu Capital Limited - In Administration ("the Company")

**Company Number:** 09220425

**In the Birmingham District Registry of the High Court no. 8051 of 2018**

On behalf of (name of Creditor): \_\_\_\_\_

at (address of Creditor): \_\_\_\_\_

I nominate the following creditor(s) to be member(s) of a Creditors' Committee (provide name(s) and address(es)):

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

Signed: \_\_\_\_\_

Dated: \_\_\_\_\_

Name in capitals: \_\_\_\_\_

Position with, or relationship to, Creditor or other authority for signature: \_\_\_\_\_

Are you the sole member/shareholder of the Creditor (where it is a company)?

Yes / No
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