

# AM03

## Notice of administrator's proposals



Companies House

For further information, please  
refer to our guidance at  
[www.gov.uk/companieshouse](http://www.gov.uk/companieshouse)

### 1 Company details

Company number 1 0 4 0 8 3 3 0

Company name in full Health Technologies Limited

#### → Filling in this form

Please complete in typescript or in  
bold black capitals.

### 2 Administrator's name

Full forename(s) Lee

Surname Manning

### 3 Administrator's address

Building name/number 22 York Buildings

Street John Adam Street

Post town London

County/Region

Postcode W C 2 N 6 J U

Country United Kingdom

### 4 Administrator's name ①

Full forename(s) Cameron

Surname Gunn

#### ① Other administrator

Use this section to tell us about  
another administrator.

### 5 Administrator's address ②

Building name/number 22 York Buildings

Street John Adam Street

Post town London

County/Region

Postcode W C 2 N 6 J U

Country United Kingdom

#### ② 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**7**

### Qualifying report and administrator's statement <sup>①</sup>

☒ I attach a copy of the qualifying report☐ I attach a statement of disposal

<sup>①</sup> 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

d

m

m

y

y

y

y

# 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 Fergus Gordon

Company name ReSolve Advisory Limited

Address 22 York Buildings

John Adam Street

Post town London

County/Region

Postcode W C 2 N 6 J U

Country United Kingdom

DX

Telephone 020 7702 9775



### 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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)



## Health Technologies Limited - in Administration (the Company)

High Court of Justice - Business and Property Courts in Leeds

Court Reference: CR-2023-LDS-001131

**Joint Administrators' proposals** for achieving the purpose of administration

Date: 8 February 2024

Deemed date of delivery to creditors: 8 February 2024

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# 1. Abbreviations and definitions

Abbreviations and terms that may be used in these proposals:

Abbreviation	Definition
Administrators/we/us/our	Lee Manning and Cameron Gunn
AMA	Accelerated Merger and Acquisition
APA	The Asset Purchase Agreement between Tribuco Limited (the Purchaser) and the Company.
BEIS	Department for Business, Energy and Industrial Strategy
Category 1 expenses	Please see Appendix II for a full explanation
Category 2 expenses	Please see Appendix II for a full explanation
HMRC	HM Revenue & Customs
IA86	The Insolvency Act 1986 (e.g. s248 IA86: section 248 Insolvency Act 1986)
ICAEW	Institute of Chartered Accountants in England & Wales, regulatory authority
IR16	The Insolvency (England and Wales) Rules 2016 (e.g. r3.30 IR16: rule 3.30 Insolvency (England and Wales) Rules 2016)
Preferential creditor(s)	Employee claims for unpaid wages earned in the 4 months preceding the administration, up to £800, holiday pay and in certain circumstances, unpaid pension contributions, and  HMRC claims for certain unpaid taxes such as VAT and PAYE, which rank behind the preferential claims of the employees
Prescribed part	The amount set aside for creditors from floating charge funds in accordance with s176A IA86 and the IA86 Prescribed Part Order 2003
Purchaser	Tribuco Limited
ReSolve / Firm	ReSolve Advisory Limited
RoT	Retention of title: Claims made by suppliers that title of goods supplied to the Company remains with them after delivery to the Company but before payment made
RPS	Redundancy Payments Service, part of the Insolvency Service, an executive agency of BEIS. Authorises and pays the statutory claims of employees of insolvent companies under the Employment Rights Act 1996
Sch B1 IA86	Schedule B1 to the Insolvency Act 1986
Secured creditor(s)	Creditors with security in respect of their debt, in accordance with s248 IA86
SIP	Statement of Insolvency Practice. Issued to insolvency practitioners by regulatory authorities. SIPs set out the principles and key compliance standards by which insolvency practitioners are required to operate
SIP 9	This SIP deals specifically with payments to insolvency office holders and their associates
SoA	Statement of Affairs
TUPE	Transfer of Undertakings (Protection of Employment)
Unsecured creditor(s)	Creditors that are neither secured nor preferential

## 2. The purpose of this document

We previously notified you that Lee Manning and Cameron Gunn were appointed as Joint Administrators of the Company on 20 December 2023.

In this document we provide:

- a brief history of the Company;
- reasons why we were appointed; and
- our proposals for achieving the purpose of administration.

We also provide details of the Company's assets and liabilities and the likely outcome for each class of creditor.

The IA86 states the purpose of an administration is to achieve one of these three hierarchical objectives:

- (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 the Company's assets to pay a dividend to secured or preferential creditors.

Objective (a) could not be achieved as no purchaser could be found for the shares of the Company and the nature of the Company's trading and its financial circumstances meant that a Company Voluntary Arrangement was not appropriate.

As a result, we are seeking to achieve objective (b) for the Company and have done this by effecting a sale of the business and assets of the Company, thereby preserving employee jobs and achieving a better price than would have been achievable in a winding-up and immediate close down of the business, thus maximising realisations available to the Company's creditors. Based on the financial position of the Company, we anticipate that we will be able to declare a distribution to the Company's unsecured creditors.


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 hold a decision procedure of creditors, in order to seek approval to extending the duration of the Administration.

We will manage the affairs of the Company until our proposals for achieving the objective of this administration have been implemented as far as possible, after which the Administration will end.

Because we are pursuing objective (b), we are seeking a decision from creditors to approve our proposals and separate decisions to approve our pre-appointment costs and remuneration. Each of these decisions will be finalised on 4 March 2024. Further details, including the decision forms to be returned to us are at Appendix IV. A Notice of Invitation NOT to form a Creditors' Committee is at Appendix V.

If you have any questions regarding the contents of this document, please contact Fergus Gordon on 020 7702 9775 or by email at [fergus.gordon@resolvegroupuk.com](mailto:fergus.gordon@resolvegroupuk.com).

For and on behalf of  
Health Technologies Limited



Lee Manning  
Joint Administrator

The affairs, business and property of the Company are being managed by the Administrators.  
Partners and staff acting as administrators, administrative receivers or supervisors act as agents of the company over which they are appointed at all times, and without personal liability  
Cameron Gunn, Mark Supperstone, Lee Manning, Chris Farrington, Ben Woodthorpe, Simon Jagger, and Russell Payne are licensed to act as Insolvency Practitioners in the United Kingdom by the Institute of Chartered Accountants in England and Wales  
Please refer to the firm's privacy notice setting out your rights and explaining how your data will be used. The notice can be found on our website here [www.resolvegroupuk.com/policies2/](http://www.resolvegroupuk.com/policies2/).

### 3. Summary of estimated recoveries for creditors

#### Estimated outcome for secured creditors

Companies House records confirm there are no secured creditors of the Company.

#### Estimated dividend prospects for other creditors

Creditors	Claims £	Recovery %	Forecast timing for repayment
Preferential - Employees	1,656	100	3-6 months
Preferential - HMRC	43,181	100	9-12 months*
Unsecured	601,452	Uncertain	9-12 months

\*this is dependent on HMRC submitting their formal proof of debt, which may cause delay.

#### Preferential – Employees

The outstanding preferential employee claims relate to employee pension contributions for December 2023.

The financial position of the Company indicates that there will be sufficient funds to enable the preferential employee claims to be repaid in full.

#### Preferential – HMRC

HMRC's preferential claim is second-ranking behind the ordinary preferential claims of the employees but is paid in priority to unsecured claims.

HMRC's preferential claim is anticipated to be in respect of outstanding PAYE and NIC and represents an estimate provided by the directors. We are currently awaiting confirmation from HMRC of its final claim.

The Company's financial position indicates that there will be sufficient funds available to enable HMRC as a secondary preferential creditor to be repaid in full.

#### Unsecured

Company records indicate that there are 20 unsecured creditors owed a total of £601,452.

Whilst we expect to be able to pay a distribution to the unsecured creditors, the forecast timing and quantum of this distribution is uncertain and will depend on the level of realisations achieved during the Administration.

The above summary of the estimated recoveries for creditors is based on information available as at the date of this report and may be subject to change.

## 4. Brief history of the Company and events leading to its administration

### Background

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 was incorporated on 3 October 2016 and began trading in July 2017 as a medical services firm, operating remotely. The Company initially traded as a 'doctor-on-demand' app, providing people with access to healthcare remotely before partnering with Aetna International in March 2019, allowing the Company to expand its services.

Operations were funded initially by a secured loan from Metro Bank plc delivered on 26 September 2017. This loan was eventually satisfied on 16 December 2020.

Following the outbreak of the COVID-19 pandemic in early 2020, the Company started delivering and administering COVID-19 tests to consumers and launched the first 'Fit to Fly' travel test along with video-supervised lateral flow tests. The Company operated highly successfully during this period but growth declined in line with falling COVID-19 infections and the re-opening of global travel.

Since the pandemic, the Company had attempted to diversify their product offering into preventative health check packages for employers. These health plans included at-home blood, cancer screening, fertility, and general health foundation tests, as well as employee wellbeing webinars and articles.

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

Balance Sheet	As at 30-Nov-23 Management £	As at 31-Oct-22 Statutory £	As at 31-Oct-21 Statutory £
Fixed Assets			
Property, plant and equipment	14,826	21,719	44,576
Current Assets			
Inventories	74,265	-	218,710
Debtors	60,040	565,087	753,638
Cash at Bank	515,381	6,778,802	8,441,148
	649,686	7,343,889	9,413,496
Creditors			
Amounts falling due within one year	(1,094,523)	(1,903,789)	(4,089,718)
Amounts falling due after more than one year	-	(1,499,444)	(1,109,808)
	(1,094,523)	(3,403,233)	(5,199,526)
Net Assets	(430,011)	3,962,375	4,258,546
Capital and Reserves			
Called up share capital	407	407	407
Share premium	3,483,781	3,483,697	3,565,999
Retained earnings	(3,914,199)	478,271	692,140
Shareholders' funds	(430,011)	3,962,375	4,258,546

Source: Company's statutory and management accounts

Profit and Loss	For the year ended 31-Oct-22 Statutory £	For the year ended 31-Oct-21 Statutory £
Turnover	14,752,658	24,919,998
Cost of sales	<u>(8,779,196)</u>	<u>(14,610,206)</u>
Gross Profit	5,973,462	10,309,792
Administrative expenses	<u>(6,591,959)</u>	<u>(4,855,960)</u>
	(618,497)	5,453,832
Other operating income	<u>432,425</u>	<u>(1,963)</u>
Operating (Loss)/Profit	(186,072)	5,451,869
Interest receivable and similar income	1,932	-
Interest payable and similar expenses	<u>(80,000)</u>	<u>(80,000)</u>
(Loss)/Profit before Taxation	(264,140)	5,371,869
Tax on (Loss)/Profit	<u>50,272</u>	<u>(161,206)</u>
(Loss)/Profit for the Financial Year	<u>(213,868)</u>	<u>5,210,663</u>
Source: Company's statutory and management accounts		

Please note that the directors did not provide a profit and loss account for the management accounts for the period ended 30 November 2023. Further, the accounts have not been verified for accuracy and therefore may not reflect the Company's true trading position.

On 17 June 2020, the Company entered into a convertible loan agreement with UK FF Nominees Limited ("the Future Fund") for an amount of £500,000 to fund the business' continued operations.

On 20 August 2020 a further secured loan was obtained from Silicon Valley Bank which was satisfied on 21 November 2023.

The Future Fund Loan Agreement was initially due to be repaid in June 2023. A repayment extension was granted to August 2023 however, negotiations to extend the maturity of the loan overall were rejected. The principal and interest on the loan was repaid in November 2023 and repayment of a redemption premium equal to the principal of the loan was extended until 22 June 2024.

Whilst the Future Fund loan was renegotiated in February 2023, the Company was incurring substantial losses which placed it at risk of not being able to settle liabilities. As can be seen from the Company's balance sheet as at November 2023, the Company's creditors greatly outweighed its assets. Accordingly, the directors took professional advice on the available options for the Company going forward. The Company first spoke with ReSolve Advisory Limited (ReSolve) on 24 November 2023 and subsequently, on 13 December 2023, engaged us to assist with an accelerated sale (AMA) process to either rescue the Company or else find a purchaser for the business and/or assets as well as assisting with placing the Company into Administration.

On 18 December 2023, prior to ReSolve's appointment, correspondence was sent to all shareholders to provide details of the impending administration and to give them an opportunity for potential investment.

Finally, the Company was placed into Administration on 20 December 2023 and Lee Manning and Cameron Gunn of ReSolve Advisory Limited were appointed as Joint Administrators.

### Prior professional relationships

Prior to our appointment as Administrators, ReSolve was introduced to the Company by Lexham Partners on 24 November 2023, with the first call with the directors taking place on that day. ReSolve was eventually engaged on 13 December 2023 and undertook the following work for the Company:

- Implemented an accelerated marketing process to seek investment or sale of the Company's business and assets;
- Assisted the Company in its deliberations over its options, thereby helping the Board to meet its statutory and fiduciary obligations to the Company's creditors;
- Provided restructuring, insolvency and commercial advice to the Company in connection with any relevant discussions and negotiations with its secured creditor, customers, landlord and other key financial stakeholders as required; and
- Assisted the Board to commence high-level contingency planning for placing the Company into Administration.

During the period of engagement, ReSolve advised the Board as a whole, acting on behalf of the Company, about the Company's financial difficulties and provided advice about the options available to the Company to help determine an appropriate course of action to take. 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, the office holders were still required to act in their dealings with the Company in accordance with the Insolvency Code of Ethics.

Prior to initial discussions, neither ReSolve, nor Cameron Gunn nor I, Lee Manning, had any other prior professional relationship with the Company.

As part of our routine pre-appointment procedures, we gave careful consideration as to whether this prior work would result in any ethical threats, including conflicts of interest, as set out in the ICAEW's Code of Ethics for Insolvency Practitioners. Our prior work has not been linked to any of the causes of the Company's failure, accordingly we are not precluded from acting as the Company's Administrators. Details of the Code and internal policies relevant to this appointment can be found here [www.resolvegroupuk.com/policies2/](http://www.resolvegroupuk.com/policies2/).

#### Pre-administration costs

These are costs incurred prior to the Company entering administration but with a view to it doing so. Our pre-administration costs were agreed at £20,000 plus VAT and were paid in full by the Company prior to the date of Administration. Full details of these costs are provided at Appendix I.

Accordingly, I am not seeking a decision from the general body of creditors to approve my remuneration for pre-administration costs as there are none outstanding.

## 5. Conduct of the administration to date and next steps if our proposals are approved

Our principal actions immediately following our appointment as Administrators included the following matters:

- Notified the Company and its shareholders of the Administrators' appointment;
- Assessed the viability of continuing to trade during the Administration;
- Liaised with the Purchaser regarding continuing business operations;
- Corresponded with third parties who had expressed an interest in purchasing the business and assets of the Company;
- Retained post-appointment legal counsel, MBM Commercial LLP (MBM), to assist in drafting, negotiating and executing the asset purchase agreement (APA) between the Administrators and the Purchaser (Tribuco Limited) for the sale of certain assets of the Company;
- Corresponded with external legal advisors and the Purchaser generally regarding post sale completion matters;
- Provided information to Compass Evaluator Reports Limited (Compass), to assist them with preparing a qualifying report in respect of the sale of the Company's business and assets;

- Notified the Company's creditors and professional advisors of the Administrators' appointment;
- Arranged the opening of an Administration bank account;
- Notified the Company's pre-appointment bankers, HSBC Bank, HSBC Innovation Banking, Transferwise, and Pleo of our appointment and requested the transfer of any credit balances held to be transferred to the Administration bank account;
- Wrote to the Directors of the Company, advising them of the Administration and setting out the Administration process, the Administrators' role and the impact on them as Directors;
- Conducted a rapid sale and marketing process in respect of the business and assets of the Company, including calls and written correspondence with interested parties, liaising with MBM, evaluating bids received, and agreeing final terms with the Purchaser;
- Liaised with the Directors and the Purchaser in respect of the handover of the Company's assets;
- Liaised with the Directors in relation to the submission of the Statement of Affairs and questionnaires;
- Liaised with management to obtain the Company's books and records;
- Wrote to the Company's employees informing them of their redundancy and subsequently, the sale of the Company's business and assets;
- Notified both the Company's employees and recently redundant employees of the Administration and set out the process with which to claim arrears of pay, accrued holiday pay, or pay in lieu of notice;
- Notified the pension authorities and the pension scheme provider of the Administrators' appointment;
- Notified the Company's pre-appointment insurers and accountants;
- Liaised with management and HMRC regarding the Company's outstanding R&D and Corporation Tax credits;
- Dealt with ongoing trading matters and payment to suppliers pursuant to the APA;
- Liaised with insurance brokers, AON, regarding appropriate cover to be put in place during the Administration;
- Liaised with creditors regarding claims, proofs of debt, and enquiries;
- Responded to shareholders regarding our pre-appointment correspondence;
- Liaised with the Directors regarding the collection of outstanding debtor balances;
- Drafted these Administrators' proposals;
- Drafted RP14 and RP14a forms for submission to the Redundancy Payments Service (RPS) to enable employee entitlements to be paid;
- Addressed statutory filings affiliated with the appointment of the Administrators to Companies House and other statutory duties associated with the Administration; and
- Undertook internal case planning.

## Sale of business and assets

ReSolve was instructed by the Board of the Company in December 2023 to place the Company into administration and conduct an AMA process to identify a potential investor to acquire the Company's business and/or assets as a going concern.

On 18 December 2023, prior to ReSolve's appointment, correspondence was sent to all shareholders providing details of the impending administration and giving them the opportunity for potential investment and/or acquisition.

Non-disclosure agreements (NDAs) were circulated to a number of specific parties that ReSolve considered would be interested in the opportunity, as well as all interested shareholders and other parties suggested by the directors. The directors had run a marketing process prior to ReSolve's appointment to various venture capital firms and so were able to produce a list of potential interested parties.

Initially, the deadline for best and final offers was set for 27 December 2023 (the Initial Deadline), with a view to selecting the preferred bidder on or before 29 December 2023. However, once the Initial Deadline was reached, we were still liaising with 5 interested parties and accordingly, the deadline was then extended for offers to be received by 29 December 2023 and a provisional target transaction date was set for 5 January 2024.

An offer from a third party was received on 29 December 2023 for £100,000 to purchase the business and assets of the Company as a going concern however, the prospective purchaser required c.10 days to obtain board and investor approval for the acquisition and had also requested an exclusivity period of 30 days to complete the transaction, but was unwilling to pay a non-refundable exclusivity fee.

Also on 29 December 2023, Tribuco Limited (the Purchaser), a company owned in majority by Alexander Templeton (a Director of the Company), submitted an initial offer of £80,000 for the purchase of the Company's business and assets. The offer also included retaining all employees via a TUPE arrangement, confirmation that they were committed to completing a transaction on or around 5 January 2024 as well as payment of a non-refundable exclusivity fee of £35,000. A revised offer was later submitted that same day of £90,000.

The offer received was for the business operations and assets as a whole, including but not limited to contracts and customer relationships, employees, brand, IP and goodwill. The Purchaser will retain all employees via a TUPE arrangement and will continue trade and operations as a going concern (subject to obtaining the required registrations), reducing employee claims in the administration by c.£350,000.

As the Purchaser was able to commit to much shorter timeframe to complete the transaction, thereby preserving the value of the Company's business and assets, and provided a £35,000 non-refundable exclusivity fee, their revised offer was determined to be best for creditors and was accepted.

As part of the APA, the Joint Administrators are required to continue to trade the business until such a point that the Purchaser acquires its Care Quality Commission (CQC) registration. It should be noted that although the Joint Administrators have agreed to trade the business until the CQC clearance is obtained by the Purchaser, any and all trading costs will be at the expense of the Purchaser. Whilst we have not been provided with a date at which the Purchaser expects to receive this registration, the Directors have informed us that this process should take less than 3 months from the date of sale to conclude.

The decision to conduct a streamlined marketing process was due to the fact that the Company was experiencing substantial losses, including the liabilities of the employees, and as such the process had to be accelerated in order to preserve the assets of the company and maximise the possibility of a successful sale. We believe the marketing campaign undertaken resulted in the best outcome to the creditors in the circumstances.

In light of the points above, we believed that an offer of £90,000 which included taking on all employee liabilities was sensible, particularly as much of the company's value is derived from continuation of the Company's services by individuals experienced in the business. Whilst this is a connected party transaction, it should be noted that this was the best offer available. The Purchaser obtained a qualifying opinion from an Evaluator on their offer and a copy of the Evaluator's report, including further information surrounding this transaction can be found at Appendix VIII.

On 12 January 2024, the Sale was completed to the Purchaser. A summary of the assets sold, and the consideration is detailed below:

Asset Category	Consideration (£)
Business Intellectual Property Rights and Goodwill	6,000
Plant and Machinery	12,000
Seller's Records	-
Stock	72,000
Business Contracts	-
Total	90,000

Please note that an independent valuation of the Company's assets was not conducted as the Purchaser would be paying c.99% of the stock book value.

The purchase consideration is £90,000. Of this amount:

- £35,000 was paid prior to completion of the sale as the agreed exclusivity fee,
- £25,000 was paid on the date of completion of the sale, and
- The remaining £30,000 is payable upon confirmation that the CQC registration has been obtained (please note that title ownership of the Company's assets stays with the Company until such time that the outstanding amount has been paid, estimated to be within three months of completion of the sale).

## Debtors

The records of the Company indicate that there were gross debtors of £5,280 as at the date of Administration.

As at the date of these proposals, £2,400 has been realised to the Administration estate, with the remainder expected to be realised in full.

## Business Intellectual Property Rights and Goodwill

The Company's IP was purchased as part of the sale consideration for £6,000.

The Company's IP assets primarily comprise the registered trademarks, brand, website content, database, software, and the registered domain.

## Stock

The records of the Company indicate that there was gross inventory of £72,950 as at the date of Administration.

Pursuant to the terms of the transaction, the Company's stock was sold for £72,000. As mentioned above, this price was c.99% of the inventory book value, so no independent valuation was obtained.

## Cash at Bank

Upon appointment, we wrote to the Company's pre-appointment bankers, HSBC Innovation Bank, HSBC Bank, Transferwise, and Pleo notifying them of our appointment.

Shortly after appointment, the full credit balance from HSBC Innovation Bank of £360,488 was transferred to the Administration account. We have not yet received a response from the Company's other pre-appointment bankers.

## Plant and Machinery

The records of the Company indicate that the book value of plant and machinery was £11,192 as at the date of Administration.

Pursuant to the terms of the transaction, the Company's plant and machinery was sold for £12,000. As the consideration paid exceeded its book value, no independent valuation was obtained.

## Corporation Tax Credits (including R&D)

Following correspondence to HMRC notifying them of our appointment, we received notification that the Company is owed a credit relating to Corporation Tax and R&D. Accordingly, we wrote to HMRC attempting to recover the credit amount, but as at the date of this report, have not received a response.

Further information surrounding this credit will be provided in our future progress reports.

## Employees

The Company employed 20 people, including the 3 directors.

As at the date of Administration, the preferential employee claims relate to arrears of pay and holiday pay in the amount of £33,935 and outstanding pension contributions for December 2023 in the amount of £1,656. However, the employees that were made redundant on 31 December 2023 were subsequently transferred to the Purchaser on 12 January 2024 pursuant to the APA. Accordingly, we understand that the only remaining preferential debt relates to unpaid pension contributions for December 2023.

Before our appointment, 3 employees were made redundant, with the remainder being made redundant on 31 December 2023. These employees only have payment in lieu of notice outstanding. Accordingly, their claims rank as unsecured within the Administration. They are also being supported in making their statutory claims to the RPS.

## Connected party transactions

As indicated above, the Purchaser of the assets of the Company is a connected party.

Full details of the sale and the connection between the Purchaser and the Company are provided in the Evaluator's Report at Appendix VIII.

## Directors' conduct and investigations

We have a duty to investigate the conduct of those who have been directors of the Company at any time in the three years before the Administration. We have to submit our findings to BEIS within three months of our appointment.

We will also investigate the affairs of the Company and decide whether any civil proceedings should be taken against anyone to recover or contribute to the Company's assets.

We should be pleased to receive from you any information you consider will assist us in these investigations. This is part of our normal work as Administrators and does not imply criticism of the directors' conduct.

## Objective of the Administration

We are pursuing objective 3(1)(b) of Schedule B1 IA86: 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).

## Outcome for creditors

### ▪ Secured creditors

Companies House records confirm that there are no secured creditors of the Company.

### ▪ Preferential creditors

In an administration, outstanding wages (subject to a cap of £800), all outstanding holiday pay and certain unpaid pension contributions rank as an ordinary preferential debt.

As mentioned previously, we understand that the only remaining preferential debt relates to unpaid pension contributions for December 2023.

HMRC are secondary preferential creditors under the reinstatement of Crown preference in respect of PAYE, NIC, VAT and Construction Scheme Industry deductions. We have been made aware that HMRC are owed monies resulting from unpaid PAYE and NIC totalling £43,181. This amount is subject to change once HMRC submit their final claim in the Administration, which may increase once we have brought the Company's pre appointment returns up to date.

We currently anticipate that the preferential creditors will be paid in full.

- Unsecured creditors

As at the date of appointment, the Company had 20 unsecured creditors totalling £601,452.

Where a company gave a floating charge over its assets to a lender on or after 15 September 2003, there are provisions in the insolvency legislation that require the Administrators to set aside a percentage of a Company's assets for the benefit of the unsecured creditors. This is known as the prescribed part of a company's net property.

As no floating charge has been granted, the Prescribed Part will not apply in this instance.

The Company's financial position means there are sufficient assets to enable me to pay a dividend to non-preferential unsecured creditors, though the timing and quantum of any such distribution is dependent on receipt of HMRC's final secondary preferential claim.

## Fees and expenses

According to insolvency legislation, our fees can be calculated in the following ways:

1. As a percentage of the value of the property that we deal with ("percentage basis"); or
2. By reference to the time properly given by us and our staff attending to matters arising ("time cost basis"); or
3. A set amount ("fixed fee").

In this case we are proposing our fees for the Administration be charged on the time cost basis.

Details of our time costs and expenses to date are provided at Appendix III. In dealing with this Administration and the matters described in this report in the period from our appointment as Administrators on 20 December 2023 to 26 January 2024 we have incurred costs of £75,303, relating to 173 hours of work at an average hourly rate of £436.

If a Creditors' Committee is appointed, it will be for the committee to approve the basis of our fees and category 2 expenses. The invitation to form a Creditors Committee is at Appendix V.

If a Creditors Committee is not appointed, we will require a decision from creditors to approve the basis our fees and category 2 expenses. This approval is being sought alongside the authorisation of our proposals.

If neither the creditors nor the committee fix the basis of our fees and category 2 expenses, we may apply to Court to fix them, no later than 18 months after the date of our appointment.

As a result, it will be for the preferential and unsecured creditors to approve our remuneration and Category 2 expenses. Accordingly, please refer Notice of the decisions required of creditors in respect of our proposals and remuneration is at Appendix IV.

When we seek time cost approval, we have to set out a fee estimate, which acts as a cap on time costs so we cannot draw fees of more than the estimate without further approval. The fee estimate can be found at Appendix III.

This shows the estimated time costs, hours charged and average hourly rates split into various categories and by grade of staff. We estimate the total time costs we will incur in undertaking these tasks in the Administration and any subsequent liquidation will be £170,075.

This estimate has been provided at an early stage in the Administration and before we have full knowledge of the case. Whilst all possible steps have been taken to make this estimate as accurate as possible, it is based on our current knowledge of the case and our knowledge and experience of acting as administrators in respect of cases of a similar size and apparent complexity. As a result, the estimate does not account for any currently unknown complexities or difficulties that may arise during the Administration of the case.

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

Further information regarding administrators' fees can be found here:

<http://www.resolvegroupuk.com/resources>

There are different versions of the guide so please ensure that you refer to the latest version. A hard copy can be obtained on request, free of charge, from this office.

## 6. Statement of affairs

We received the directors' SoA on 2 February 2024 and a copy is attached at Appendix VII.

As required by law, the names and addresses of employees have been omitted, along with the personal email addresses of the shareholders.

Please note that:

- The SoA does not make provisions for the costs of realising Company assets or the costs of the Administration.
- The information in the SoA has not been audited.
- The HMRC debt is an estimate as it is likely that the pre-appointment VAT and PAYE/NIC returns will need to be brought up to date before HMRC can confirm the true quantum
- The SoA is prepared by the directors and signed by one of them, Alexander Templeton.
- We make no comment on realisable values, to protect commercially sensitive information.

## 7. Receipts and payments account

SUMMARY OF ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT FOR THE PERIOD 20 DECEMBER 2023 TO 26 JANUARY 2024		
	Statement of Affairs as at 20 December 2024 £	For the period 20 December 2023 to 26 January 2024 £
RECEIPTS		
Trading Funds from Purchaser (APA)	-	5,524
IP & Goodwill	6,000	4,000
Plant & Machinery	12,000	8,000
Inventory	72,000	48,000
Cash at Bank	325,488	360,488
Total Receipts	<u>415,488</u>	<u>426,013</u>
PAYMENTS		
Trading Payments		5,071
Cash at Bank		35,000
Total Payments		<u>40,071</u>
TOTAL (receipts less payments)		<u>385,942</u>
REPRESENTED BY		
Administration Bank Account - Current Account (non-interest bearing)		386,033
VAT Receivable / (Payable)		(91)
TOTAL		<u>385,942</u>

## 8. Administrators' proposals

In order to achieve the objective set out at section 3 above, Cameron Gunn 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 Administration of the Company will 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: or,
- (c) in the event there are sufficient funds to enable a dividend to be paid to unsecured creditors, the Administration will end by placing the Company into Creditors' Voluntary Liquidation, and we propose that Lee Manning and Cameron Gunn are appointed Joint Liquidators of the Company and that we be authorised to act either jointly or separately in undertaking our duties as Liquidators. 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.
- (d) the Administration will end by the presentation of a winding up petition to the Court for the compulsory liquidation of the Company, and propose that Lee Manning and Cameron Gunn are appointed Joint Liquidators of the Company by the Court.
- (e) the Administration of the Company will end by making an application to Court for an order that the Administration ceases.
- (f) the Administration of the Company will end by giving notice to the Court, creditors and Registrar of Companies that the objective of the Administration has been achieved.

### Approval of proposals

I am seeking a decision by correspondence from the creditors. Please refer to Appendix IV for the relevant documents.

Please note that I must receive at least one vote by 4 March 2024, the Decision Date, or the decision will not be made. I would therefore urge you to respond promptly.

You are also invited to determine whether to form a creditors committee (the Committee) and a notice of invitation to form a Committee and further instructions are enclosed.

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

## Extending the Administration

We may seek the consent of the appropriate class(es) of creditors, or an order of the Court, to extend the period of the Administration beyond the statutory period of 12 months, if we believe it is required to achieve the objective of the Administration and to finish our work.

## Discharge from liability

We will be discharged from liability in respect of our actions as Administrators at a time set by the creditors or the Court.

## 9. Statutory and other information

Statutory and other information	
Court details:	High Court of Justice, Business and Property Courts of Leeds Insolvency and Companies List (ChD) Court Number: CR-2023-LDS-001131
Full name:	Health Technologies Limited
Trading name:	Qured
Registered number:	10408330
Registered office:	22 York Buildings, John Adam Street, London WC2N 6JU Formerly: 22-25 3 <sup>rd</sup> Floor West, Eastcastle Street, London, W1W 8DF
Appointors:	The Directors
Company directors:	Robert Evans Dr Timothy Ringrose Alexander Templeton Daniel Warne
Company secretary:	N/A
Shares held by directors:	Dr Timothy Ringrose – 96,250 Ordinary Shares (called up in full) Alexander Templeton – 8,850,000 Ordinary Shares (called up in full) Daniel Warne – 430,951 Ordinary Shares (called up in full)
Date of the <b>Administrators'</b> appointment	20 December 2023
Division of the <b>Administrators'</b> responsibilities:	For the purpose of paragraph 100(2) of Schedule B1, the administrators may exercise any of the powers conferred on them by IA86 jointly or individually
Objective being pursued by the Administrators:	Objective (b)
Regulation (EU) on Insolvency Proceedings:	Centre of Main Proceedings (COMI) proceedings, establishment proceedings or proceedings in which the EU Regulation has effect in the law of the United Kingdom does not apply

If you have any queries regarding the proposals or the conduct of the Administration in general, please contact Fergus Gordon on 020 7702 9775.

At ReSolve we always strive to provide a professional and efficient service. However, we recognise that it is in the nature of insolvency proceedings for disputes to arise from time to time. Should you have any comments or complaints regarding the Administration, please contact one of the Office holders in the first instance.

If you consider that your comments or complaint has not been dealt with appropriately, you should then put details of your concerns in writing to our complaints officer at [complaints@resolvegroupuk.com](mailto:complaints@resolvegroupuk.com) who will then formally invoke our complaints procedure and we will endeavour to deal with your complaint under the supervision of a partner unconnected with the appointment.

If you still feel that you have not received a satisfactory response, then you may be able to make a complaint to the Complaints Gateway operated by the Insolvency Service. Any such complaints should be completed online using the form here: [www.gov.uk/complain-about-insolvency-practitioner](http://www.gov.uk/complain-about-insolvency-practitioner). If you have difficulty accessing the online complaints form, you can also make your complaint through the Insolvency Service Enquiry Line at [insolvency.enquiryline@insolvency.gov.uk](mailto:insolvency.enquiryline@insolvency.gov.uk) or telephone: 0300 678 0015.

The Complaints Gateway will in turn determine if such complaint should be addressed by Mr Manning and Mr Gunn's regulatory body.

Details of this procedure and other regulatory policies can be found on ReSolve's website at [www.resolvegroupuk.com/policies2/](http://www.resolvegroupuk.com/policies2/).

## Pre-appointment costs and expenses

The Company instructed ReSolve to assist it in placing the Company into Administration, following the AMA process as previously explained. The Company agreed to pay a fee of £20,000 plus VAT to ReSolve to cover time costs incurred, with any residual costs in excess of this amount to be drawn from the Administration estate subject to approval from creditors. We provide below a detailed time cost table showing the pre-appointment time costs incurred by category and staff grade at my firm:

	PARTNER / DIRECTOR		MANAGER		OTHER SENIOR PROFESSIONAL		TOTAL		AVERAGE RATE
	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Cost (£)
Pre Appointment	10.50	8,347.50	4.70	2,585.00	19.30	7,023.50	34.50	17,956.00	520.46
	10.50	8,347.50	4.70	2,585.00	19.30	7,023.50	34.50	17,956.00	520.46

The following work was undertaken prior to our appointment as Administrators:

- Conducted an accelerated marketing campaign
  - Researched the marketplace (and liaised with the Board) for potential interested parties and agreed a shortlist of parties.
  - Managed further information (with the Board's assistance) and handled the distribution of information to interested parties.
  - Liaised with interested parties and arranged meetings / calls with management where appropriate.
  - Attended to ongoing correspondence with the Board in respect of the marketing campaign.
- Corresponded with the Company's directors regarding appointment documentation and informed them about the Administration appointment and process
- Attended to ongoing correspondence with the Board in respect of the marketing campaign
- Planned internally for the appointment, including drawing up plans for day one priority actions and areas of subsequent responsibility, and
- Liaised with solicitors to prepare Administration appointment documentation.

The following statement sets out the time costs and expenses that were incurred and paid prior to the Administration and those where approval may be sought to pay them from funds within the Administration estate.

Description	Amount £	Paid pre- appointment £	To be paid £
Pre-appointment time-costs	17,956	20,000	-
Pre-appointment expenses	-	-	-

ReSolve has been paid £20,000 plus VAT in respect of pre-appointment time costs. This was paid by the Board pursuant to the terms of the engagement.

## Approval of pre-appointment costs and expenses

We are not seeking approval of the outstanding pre-administration fees and expenses as these have been paid in full.

## Administrators' remuneration policy, charge out rates, and expense policy

### Time costs basis

Charge out rates used are appropriate to the skills and experience of a member of staff and the work that they perform. Time is recorded in six-minute units. Narrative is recorded to explain the work undertaken and the time spent is analysed into different categories of work. The hourly charge out rates to be used on this case are as follows:

Grade	Charge out rate per hour from 20 November 2023 (£)
Partner	750 – 795
Director	665 - 695
Senior Manager	550
Manager	470
Assistant Manager	425
Senior Associate	350
Associate	245
Junior Associate	195

Secretarial and support staff are not charged to the cases concerned, being accounted for as an overhead of ReSolve Advisory Limited. Our cashier is charged at the Senior Associate rate. The charge out rate for Lee Manning, the lead office holder in this case, is £795 per hour.

The charge out rates are reviewed periodically (no more than once a year) and are adjusted to take account of inflation and the firm's overheads.

When we seek time costs approval, we have to set out a fees' estimate. That estimate acts as a cap on our time costs so that we cannot draw fees of more than the estimated time costs without further approval from those who approved our fees. When seeking approval for our fees, we will disclose the work that we intend to undertake, the hourly rates we intend to charge for each part of the work, and the time that we think each part of the work will take. We will summarise that information in an average or "blended" rate for all of the work being carried out within the estimate, and by reference to each separate category of work. The blended rate is calculated as the prospective average cost per hour, based upon the estimated time to be expended by each grade of staff at their specific charge out rate. We will also say whether we anticipate needing to seek approval to exceed the estimate and, if so, the reasons that we think that may be necessary.

A report accompanying the request to fix the basis of remuneration will include the fees' estimate, as well as details of the expenses that will be, or are likely to be, incurred. Further information about expenses is given below.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

If we subsequently need to seek authority to draw fees in excess of the estimate, we will say why we have exceeded, or are likely to exceed the estimate; any additional work undertaken or proposed to be undertaken; the hourly rates proposed for each part of the work; and the time that the additional work is expected to take. As with the original estimate, we will summarise that information in a blended rate for all of the work being carried out within the estimate, and by reference to each separate category of work, and will also say whether we anticipate needing further approval and, if so, why we think it may be necessary to seek further approval.

### Expense policy

In accordance with Statement of Insolvency Practice 9, the basis of expense allocation must be fully disclosed to creditors. Expenses are categorised as either Category 1 or Category 2 expenses:

## Category 1

These are payments to persons providing the service to which the expense relates who are not an associate of the office holder. Category 1 expenses can be paid without creditor approval. Examples of Category 1 expenses are statutory advertising, external meeting room hire, external storage, specific bond insurance, external information hosting charges, and Company search fees.

## Category 2

These 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. Category 2 expenses require approval whether paid directly from the estate or as a disbursement. Category 2 expenses that are likely to be incurred, and require specific approval include:

Mileage	45 pence per mile paid to staff working on the insolvency appointment
Photocopying	20 pence per sheet of paper for reporting purposes (correspondence will be digital where at all possible to minimise this expense)

A schedule of Category 1 and 2 expenses incurred, amounts paid to date and the future expected amounts to be incurred is shown below:

Post-appointment	Category 1 (£)	Category 2 (£)	Total (£)	Paid to date (£)	Estimated future (£)
Postage	71	-	71	-	Uncertain
Printing and Stationery	-	10	10	-	Uncertain
Specific Penalty Bond	-	-	-	-	210
Statutory Advertising	-	-	-	-	180
Total	71	10	81	Nil	390

## Narrative of expenses

- Statutory Advertising – For placing adverts in the London Gazette, i.e. notice of the appointment of the Joint Administrators.
- Bonding – Statutory insurance required in respect of the assets of the Company.
- Printing and Stationery – For sending hard copy correspondence to Creditors and Members, as required in the Administration.
- Postage - For sending hard copy correspondence to Creditors and Members, as required in the Administration.

We estimate that the total Category 1 and Category 2 expenses incurred during the course of the Administration will be in the region of £471.

## Subcontractors

For efficiency and minimising associated time costs, we use Postworks, a third-party mail distribution company, when sending correspondence by post, for example, initial notification of an insolvency appointment, routine correspondence with HMRC to deal with a Company's tax affairs etc. The costs will vary from case to case and the full details of which, where applicable, will be specified in each of our reports issued in the Administration.

Category 1 and Category 2 expenses are subject to the rights of creditors to seek further information about them or challenge them.

In new appointments made after 1 October 2015, the office holder will provide details of expenses to be incurred, or likely to be incurred, when seeking fee approval. When reporting to the committee and creditors during the

course of the insolvency appointment the actual expenses incurred will be compared with the original estimate provided.

#### Professional costs

Professional advisors may be instructed to assist the office holder on the case where they consider that such assistance is necessary to enable them to appropriately administer the case. The fees charged by any professional advisors used will be recharged at cost to the case. Where the professional advisor is not an associate of the office holder it will be for the office holder to agree the basis of their fees. Where the professional advisor is an associate of the office holder it will be for those responsible for fixing the basis of the office holder's remuneration to approve payments to them. The fees of any professional advisors are subject to the rights of creditors to seek further information about them or challenge them. Professional advisors that may be instructed on a case include:

- Solicitors/Legal Advisors,
- Auctioneers/Valuers,
- Accountants,
- Quantity Surveyors,
- Estate Agents,
- Pension specialists,
- Employment Claims specialists, and
- GDPR/Cyber Security specialists.

The following professionals have been utilised in this matter and the costs of these also comprise Administration expenses:

Professional Advisor	Nature of Work	Fee Arrangement	Fees incurred to date /£	Paid	Estimated future fees
PCA	Rates Review	Percentage of recoveries – 20%	-	-	TBC
MBM	Legal Services	Time Costs	21,872	Nil	3,000

We estimate that the total costs for services rendered during the course of the Administration will be in the region of £25,000.

The choice of professionals was based on our perception of their experience and ability to perform the type of work assigned to them, the complexity and nature of the assignment and the basis of my fee arrangement with them. The fees charged have been reviewed and we are satisfied they are reasonable in the circumstances of this case.

#### Narrative for each of the above

PCA have been engaged to conduct a review of potential rates refunds due back to the Company.

MBM have been engaged to provide us with legal advice and draft legal documentation relating to the APA.

## Appendix III

### Schedule of post appointment time costs for the period from 20 December 2023 to 26 January 2024

	PARTNER / DIRECTOR		MANAGER		OTHER SENIOR PROFESSIONAL		TOTAL		AVERAGE RATE
	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	Hours	Cost (£)	
Administration & Planning									
Case planning / monitoring	-	-	0.80	440.00	8.70	3,279.00	9.50	3,719.00	391.47
Cashiering	0.60	450.00	-	-	8.20	2,792.00	8.80	3,242.00	368.41
General administration	-	-	0.80	400.00	7.40	2,537.50	8.20	2,937.50	358.23
	0.60	450.00	1.60	840.00	24.30	8,608.50	26.50	9,898.50	373.53
Creditors									
Secured	-	-	0.10	55.00	-	-	0.10	55.00	550.00
Preferential	-	-	0.10	55.00	-	-	0.10	55.00	550.00
Unsecured	-	-	0.90	435.00	4.50	1,549.50	5.40	1,984.50	367.50
Employees	0.20	159.00	2.50	1,335.00	10.00	3,815.00	12.70	5,309.00	418.03
	0.20	159.00	3.60	1,880.00	14.50	5,364.50	18.30	7,403.50	404.56
Investigations									
General investigation	-	-	0.20	70.00	-	-	0.20	70.00	350.00
Other investigation	0.40	318.00	-	-	-	-	0.40	318.00	795.00
	0.40	318.00	0.20	70.00	-	-	0.60	388.00	646.67
Realisation of Assets									
Book debts	-	-	0.10	55.00	0.40	170.00	0.50	225.00	450.00
Sale of business / assets	1.10	874.50	-	-	30.30	11,808.00	31.40	12,682.50	403.90
Property - freehold and leasehold	18.50	14,707.50	22.40	12,220.00	5.90	2,033.50	46.80	28,961.00	618.82
Other assets	-	-	2.10	1,035.00	3.80	1,330.00	5.90	2,365.00	400.85
	19.60	15,582.00	24.60	13,310.00	40.40	15,341.50	84.60	44,233.50	522.85
Statutory									
Statutory paperwork / form completion	-	-	1.70	895.00	30.80	8,257.00	32.50	9,152.00	281.60
Filing documents with CH / Court	-	-	-	-	0.20	70.00	0.20	70.00	350.00
Reporting to creditors	0.10	79.50	0.80	380.00	1.60	560.00	2.50	1,019.50	407.80
	0.10	79.50	2.50	1,275.00	32.60	8,887.00	35.20	10,241.50	290.95
Trading									
Ongoing trading administration	-	-	1.80	630.00	5.90	2,507.50	7.70	3,137.50	407.47
	-	-	1.80	630.00	5.90	2,507.50	7.70	3,137.50	407.47
Total hours and cost	20.90	16,588.50	34.30	18,005.00	117.70	40,709.00	172.90	75,302.50	435.53

#### Narrative of work carried out:

##### Administration and Planning

This represents the routine administrative work that is required of the office holders and their staff, together with the control and supervision of the work done on the case by the office holders and their staff. It does not give direct financial benefit to the creditors, but has to be undertaken by the office holders to meet their requirements under the insolvency legislation and the SIP, which set out required practices that office holders must follow:

##### Case planning

- Preparing the documentation and dealing with the formalities of appointment.
- Review and storage of Company records.
- Liaising with the directors throughout the appointment process.
- Assisting the directors with the formalities required to place the Company into administration.
- Considering the employee position of the Company.
- Case planning and administration.

##### Cashiering

- Dealing with the day to day management of the internal cash book.
- Making payments and dealing with receipts.
- Reconciling the Company's bank account.

##### General administration

- Statutory notifications and advertising.
- Case bordereau.
- Preparing the documentation required.

- Dealing with all routine correspondence.
- Liaising with insurers regarding initial cover.
- Updating the Insurers with respect to the disposal of assets.
- Maintaining physical case files and electronic case details.
- Liaising with the Company's directors regarding provision of information.

## Creditors

Work involved in dealing with all classes of creditors.

The office holder needs to deal with the ex-employees in order to ensure that their claims are processed appropriately by the RPS. That work will include dealing with queries received from both the ex-employees and the RPS to facilitate the processing of the claims. The office holders are required to undertake this work as part of his statutory functions.

The office holders need 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 holders will also have to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. The office holders are required to undertake this work as part of their statutory obligations.

## Unsecured

- Dealing with creditor correspondence, emails and telephone conversations.
- Maintaining up to date creditor information on the case management system.

## Employees

- Liaising with employees with respect to their redundancy.
- Obtaining information from the case records about employee claims.
- Completing documentation for submission to the RPS.
- Corresponding with employees regarding their claims.
- Liaising with the RPS regarding employee claims.

## Preferential

- Dealing with the secondary preferential claim from HMRC in relation to outstanding PAYE and NIC liabilities.
- Declaring and paying a distribution to the secondary preferential creditor.

## Investigations

Insolvency legislation gives the office holders 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. The office holders are required by the SIP to undertake an initial investigation to determine whether there are potential recovery actions for the benefit of creditors and any time costs recorded represent the costs of undertaking such an initial investigation. If potential recoveries or matters for further investigation are identified then the office holders will need to incur additional time costs to investigate them in detail and to bring recovery actions where necessary, and further information will be provided to creditors. Any approval for an increase in fees will be sought as necessary. Such recovery actions will be for the benefit of the creditors and the office holders will provide an estimate of that benefit if an increase in fees is necessary.

The office holders are also required by legislation to report to the BEIS on the conduct of the directors and the work to enable them to comply with this statutory obligation is of no direct benefit to the creditors, although it may identify potential recovery actions.

- General investigation into the Company's affairs.
- Statutory investigation into the directors' conduct, including preparation and submission of required reports.

## Realisation of Assets

This is the work that needs to be undertaken to protect and then realise the known assets, which should directly benefit creditors.

### Sale of business / assets

- Correspondence with MBM regarding recommendations of acceptance on the offers received for the Company's assets.
- Providing information to the interested parties; and
- Internal correspondence and meetings regarding assets.

### Book debts

- Liaising with the directors in relation to the Company's book debts.
- Emails and correspondence with HSBC Innovation Bank, HSBC, Transferwise, and Pleo.

### Other assets

- Liaising with the Directors and HMRC regarding receipt of pre-appointment R&D and Corporation Tax credits.

## Statutory

These activities involve complying with legislation including but not limited to; The IA86, The IR16, The Companies Act 2006, The Bribery Act 2010, the Money Laundering Regulations 2017, SIPs and Pension Regulations. These activities do not add any direct benefit to creditors and they form part of the statutory obligations of the Administration.

- Preparation and delivery of all statutory documentation.
- Informing Companies House of the Administration.
- Liaising with solicitors regarding appointment documentation.
- Internal discussions in relation to the timings of the appointment and preparing for the appointment.
- Dealing with statutory issues required under IA86, IR 2016 and the Statements of Insolvency Practice.

## Trading

- Assessment of trading position and viability of continuing operations.
- Notify and liaise with the Company's suppliers to ensure continued services.
- Discussions with Directors and key management personnel regarding ongoing trading requirements.
- Reviewing and processing trading payments.
- Regular review of the Company's expenses.
- Meetings to discuss trading position.
- Agreeing trading strategy.
- Reviewing and issuing payroll for continuing employees.

## Administrators' fee estimate

CASE NAME - HEALTH TECHNOLOGIES LIMITED

### FEES ESTIMATE

	Estimated time to be taken to undertake the work	Estimated value of the time costs to undertake the work (£)	Average charge out rate (£)
ADMINISTRATION AND PLANNING (Note 2)			
Description of the tasks to be undertaken in this category of work			
Case planning and monitoring			
Case planning - devising an appropriate strategy for dealing with the case and giving instructions to the staff to undertake the work on the case.	7.00	2,837.50	
Setting up physical/electronic case files (as applicable).	5.00	1,740.00	
Setting up the case on the practice's electronic case management system and entering data.	1.00	245.00	
Undertaking periodic reviews of the progress of the case.	4.00	2,320.00	
Overseeing and controlling the work done on the case by case administrators.	3.50	1,922.50	
Compliance matters			
Obtaining a specific penalty bond.	3.50	1,542.50	
Reviewing the adequacy of the specific penalty bond on a quarterly basis.	4.50	1,967.50	
Cashiering			
Opening, maintaining and managing the office holder's estate bank account (delete if not applicable).	5.50	2,317.50	
Creating, maintaining and managing the office holder's cashbook.	5.50	2,317.50	
Undertaking regular bank reconciliations of the bank account containing estate funds.	5.50	2,317.50	
General administration			
Arranging suitable insurance over assets.	2.50	960.00	
Regularly monitoring the suitability and appropriateness of the insurance cover in place.	2.50	1,372.50	
Preparing and filing VAT returns (delete if not applicable).	4.50	1,892.50	
Preparing and filing Corporation Tax returns (delete if not applicable).	4.00	1,755.00	
Seeking closure clearance from HMRC and other relevant parties.	5.50	2,317.50	
Total	64.00	27,825.00	434.77
INVESTIGATIONS (Note 3)			
Description of the tasks to be undertaken in this category of work			
D return preparation			
Preparing a report or return on the conduct of the directors as required by the Company Directors Disqualification Act (delete if not applicable).	10.00	4,000.00	
General investigation			
Recovering the books and records for the case.	7.00	2,590.00	
Listing the books and records recovered.	3.00	945.00	
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, etc.	2.00	2,392.50	
Other investigation			
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	7.50	2,912.50	
Total	29.50	12,840.00	435.25
REALISATION OF ASSETS (Note 4)			
Description of the tasks to be undertaken in this category of work			
Book debt recoveries			
Corresponding with debtors and attempting to collect outstanding book debts.	5.00	1,920.00	
Liaising with the bank regarding the closure of the account.	2.00	795.00	
Sale of business / assets			
Liaising with agents to realise assets.	14.00	7,705.00	
Liaising with interested parties to realise assets.	53.00	27,635.00	
Dealing with post-sale matters required by the sale agreement	14.00	7,140.00	
Instructing solicitors to assist in the realisation of assets.	8.00	3,995.00	
Total	96.00	49,190.00	512.40

# TRADING (note 5)

Description of the tasks to be undertaken in this category of work

Ongoing trading administration			
Monitoring and controlling the day to day trading of the business	15.00	6,955.00	
Dealing with trading receipts and payments	18.50	7,747.50	
Liaising with management and the Care Quality Commission (CQC) in respect of NewCo's trading license	17.00	7,550.00	
Total	50.50	22,252.50	

# CREDITORS (note 5)

Description of the tasks to be undertaken in this category of work

Employees			
Obtaining information from the case records about employee claims.	7.00	2,590.00	
Completing documentation for submission to the Redundancy Payments Office.	7.50	2,987.50	
Corresponding with employees regarding their claims.	6.00	2,165.00	
Liaising with the Redundancy Payments Office regarding employee claims.	7.00	2,440.00	
	-	-	
Unsecured creditors	-	-	
Dealing with creditor correspondence, emails and telephone conversations regarding their claims.	6.00	2,270.00	
Maintaining up to date creditor information on the case management system.	5.00	1,720.00	
Claim agreement and distributions			
Issuing a notice of intended dividend and placing an appropriate gazette notice.	10.00	3,355.00	
Reviewing proofs of debt received from creditors, adjudicating on them and formally admitting them for the payment of a dividend.	8.00	2,760.00	
Requesting additional information from creditors in support of their proofs of debt in order to adjudicate on their claims.	5.00	1,720.00	
Calculating and paying a dividend to creditors, and issuing the notice of declaration of dividend.	6.00	2,165.00	
Paying tax deducted from the dividends paid to employees.	8.00	2,760.00	
Total	75.50	26,932.50	356.72

# STATUTORY (Note 6)

Description of the tasks to be undertaken in this category of work

Reporting to creditors			
Preparation of SIP16 (delete if not applicable)	-	-	
Issuing the statutory notifications to creditors and other required on appointment as office holder, including gazetting the office holder's appointment (as applicable).	11.00	3,905.00	
Preparation of proposals	21.00	6,790.00	
Convening and holding general meetings of creditors and members (as applicable).	6.00	2,165.00	
Preparing, reviewing and issuing annual progress reports to creditors and members (as applicable).	15.00	5,750.00	
Preparing, reviewing and issuing final reports to creditors and members (as applicable).	15.00	5,750.00	
Filing documents with Companies House / Court			
Filing returns at Companies House and/or Court (as applicable).	8.50	3,337.50	
Filing final returns at Companies House and/or Court (as applicable).	8.50	3,337.50	
Total	85.00	31,035.00	£365.12
Total time costs and hours	400.50	170,075.00	£424.66

## **Notes to the Administrators' fee estimate**

### **Note 1 – Administration and planning**

This represents the work that is involved in the routine administrative functions of the case by the Administrators and their staff.

### **Note 2 – Investigations**

The insolvency legislation gives us 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. An initial investigation determines whether there are potential recovery actions for the benefit of creditors and the time costs recorded represent the costs of undertaking such an initial investigation.

If potential recoveries or matters for further investigation are identified then we will incur additional time costs to investigate them in detail and to bring recovery actions where necessary. We are unable to quantify the benefit to creditors of these investigations at present but will include such information in our statutory report to creditors once the position is clear. We are also required by legislation to report to BEIS on the conduct of the directors and the work to enable us to comply with these statutory obligations is of no direct benefit to the creditors, although it may identify potential recovery actions.

### **Note 3 – Realisation of assets**

This is the work that needs to be undertaken to realise the known assets in the case.

### **Note 4 – Creditors**

Employees: We need to deal with the ex-employees in order to ensure that their claims are processed appropriately by the RPS. That work will include dealing with queries received from both the ex-employees and the RPS to facilitate the processing of the claims. We are required to undertake this work as part of their statutory functions.

Creditors: We need to maintain records of the names and addresses of creditors, together with the amounts of their claims to ensure notices and reports can be issued to the creditors. We will also have to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. We are required to undertake this work as part of their statutory functions.

Dividends: We have to undertake certain statutory formalities in order to enable us to pay a dividend to creditors. This include 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.

### **Note 5 – Statutory**

Statutory - preparation of reports and compliance with statutory matters pertaining to the IA86, IR16, together with compliance with SIPs.

### **Note 6 – Trading**

This is work associated with the ongoing trading of the business and work out of the debtor ledger.

Form to be completed and returned by creditors

Notice of decision procedure by correspondence

Health Technologies Limited – in administration  
Company Number 10408330

NOTICE IS GIVEN by Lee Manning and Cameron Gunn to the creditors of Health Technologies Limited that set out below are decisions for your consideration under paragraph 51 of Schedule B1 of the Insolvency Act 1986. Please complete the voting section below indicating whether you are in favour or against the following decisions:

1. That the Administrators' proposals dated 8 February 2024 be approved.
2. That the Administrators' pre-appointment time costs, details of which are set out in the Administrators' proposals and issued with the notice of the decision procedure, be approved.
3. That the post-appointment 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 for 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 decision procedure
4. That the Administrators be authorised to recover Category 2 expenses as set out in the practice fee recovery policy.

The final date for votes is 4 March 2024, the decision date.

5. In order for their votes to be counted creditors must submit to us their completed voting form so that it is received at ReSolve Advisory Limited, 22 York Buildings, London, WC2N 6JU by no later than 23.59 hours on 4 March 2024. It must be accompanied by proof of their debt, (if not already lodged). Failure to do so will lead to their vote(s) being disregarded.
6. Creditors must lodge proof of their debt (if not already lodged) at the offices of ReSolve Advisory Limited, 22 York Buildings, London, WC2N 6JU by no later than 23.59 on 4 March 2024, without which their vote will be invalid.
7. Creditors with claims of £1,000 or less must have lodged proof of their debt for their vote to be valid.
8. Any creditors who have previously opted out from receiving documents in respect of the insolvency proceedings are entitled to vote on the decisions provided they have lodged proof of their debt.
9. Creditors may, within five business days of delivery of this notice to them, request a physical meeting of creditors be held to determine the outcome of the decisions above. 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 per cent in value or 10 per cent in number of creditors or simply 10 creditors, where "creditors" means "all creditors."
10. Creditors have the right to appeal a decision of the convener 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 4 March 2024, the Decision Date.

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

Creditors requiring further information regarding the above, should either contact me at ReSolve Advisory Limited, 22 York Buildings, London, WC2N 6JU or contact Fergus Gordon by telephone on 020 7702 9775, or by email at [fergus.gordon@resolvegroupuk.com](mailto:fergus.gordon@resolvegroupuk.com).

DATED THIS 8<sup>th</sup> DAY OF FEBRUARY 2024

A handwritten signature in black ink, appearing to be 'Lee Manning', with a long horizontal stroke extending to the right.

Lee Manning  
Joint Administrator

Health Technologies Limited – in Administration  
Company Number 10408330

VOTING ON DECISIONS

Please complete the voting section below indicating whether you are in favour or against the following decisions:

1. That the Administrators' proposals dated 8 February 2024 be approved.

FOR / AGAINST

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

FOR / AGAINST

3. That the post-appointment 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 for 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 decision procedure

FOR / AGAINST

4. That the Administrators be authorised to recover Category 2 expenses as set out in the practice fee recovery policy.

FOR / AGAINST

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 \_\_\_\_\_

This form must be delivered to Lee Manning and Cameron Gunn either by posting it to ReSolve Advisory Limited of 22 York Buildings, London, WC2N 6JU, or by emailing it to [fergus.gordon@resolvegroupuk.com](mailto:fergus.gordon@resolvegroupuk.com) by 23.59 hours on 4 March 2024, the Decision Date, in order to be counted. It must be accompanied by proof of the debt, unless one has already been submitted. Failure to do so will lead to this form being invalid.

**Form only to be completed and returned if creditors object**

**Notice of invitation NOT to form a creditors' committee**

Health Technologies Limited – in Administration  
Company Number 10408330

NOTICE IS GIVEN by Lee Manning and Cameron Gunn to the creditors of Health Technologies Limited of an invitation NOT to form 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, whether a Creditors' Committee should be established. The deemed consent procedure is being used and the decision being sought is that a Creditors' Committee is NOT established.

Please note that unless 10% of the creditors who would be entitled to vote at a qualifying decision procedure object to this decision, then it will be automatically approved on 4 March 2024, the Decision Date, in other words a Creditors Committee will NOT be established unless creditors object.

1. A Committee may be formed if a minimum of three and a maximum of five creditors are willing to become members.
2. 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.
3. The specified date for receipts of nominations for creditors to act as a member of the Committee under rule 6.19 of The Insolvency (England and Wales) Rules 2016 is 4 March 2024, the Decision Date.
4. If you object to the decision being sought, i.e. if you want a Creditors' Committee to be established, please complete the form sent with this notice. The completed document should be returned to ReSolve Advisory Limited, 22 York Buildings, London, WC2N 6JU so that it is received by no later than 23.59 hours on 4 March 2024, the Decision Date.

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 <https://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 Fergus Gordon of this office by email at [fergus.gordon@resolvegroupuk.com](mailto:fergus.gordon@resolvegroupuk.com), or by phone on 020 7702 9775.

The final date for votes to establish a committee is 4 March 2024, the Decision Date.

1. To object to this decision, creditors must deliver to us at our offices at ReSolve Advisory Limited, 22 York Buildings, London, WC2N 6JU a duly completed notice of objection by no later than 23.59 hours on 4 March 2024, the Decision Date, together with proof of their debt, (if not already lodged) without which objections will be invalid.
2. Creditors must lodge proof of their debt (if not already lodged), by no later than 23.59 hours on 4 March 2024, without which, objections will be invalid.
3. Creditors should note that it is our responsibility to determine whether any objections received are sufficient for this Deemed Consent Procedure to end without a decision being made. If sufficient objections are received, then we will write to creditors to seek approval for this decision using a qualifying decision process.

4. 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.
5. 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.
6. Creditors may, within five business days of delivery of this notice to them, request a physical meeting of creditors be held to determine the outcome of the decision above. 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."
7. Creditors have the right to appeal a decision of the convener 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 4 March 2024, the Decision Date.

Creditors requiring further information regarding the above, should either contact me at ReSolve Advisory Limited, 22 York Buildings, London, WC2N 6JU or contact Fergus Gordon by telephone on 020 7702 9775, or by email at [fergus.gordon@resolvegroupuk.com](mailto:fergus.gordon@resolvegroupuk.com).

DATED THIS 8<sup>th</sup> DAY OF FEBRUARY 2024



Lee Manning  
Joint Administrator

Health Technologies Limited – in Administration  
Company Number 10408330

NOTICE OF OBJECTION TO DEEMED CONSENT

If you agree with the proposed decisions, then you do not need to do anything, and can disregard this form.

Please note that if you object to the decision then you are saying that you want to establish a Committee. That will incur additional costs, so please only object if you are prepared to act as a Committee member or can nominate another creditor who is willing to act.

Please note that if creditors vote to establish a Committee, then unless 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.

The following decision is sought from the creditors of the Company by way of a Deemed Consent Procedure;

1. That a Creditors' Committee should NOT be established.

TO BE COMPLETED BY CREDITOR WHEN RETURNING FORM:

THIS DECISION IS OBJECTED TO BY

Name of creditor: \_\_\_\_\_

Signature of creditor: \_\_\_\_\_

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

Capacity in which  
signing document: \_\_\_\_\_

Date: \_\_\_\_\_

Note: The completed form should be delivered to Lee Manning and Cameron Gunn, either by posting it to ReSolve Advisory Limited, 22 York Buildings, London, WC2N 6JU, or by emailing it to [fergus.gordon@resolvegroupuk.com](mailto:fergus.gordon@resolvegroupuk.com), so that it is delivered by 23.59 hours on 4 March 2024 in order to be counted as an objection. It must be accompanied by proof of the debt, unless one has already been submitted. Failure to do so will lead to this objection being invalid.

Please note that unless 10% of the creditors who would be entitled to vote at a qualifying decision procedure object to this decision, then it will be automatically approved on 4 March 2024, the Decision Date.

## Proof of debt

HEALTH TECHNOLOGIES LIMITED - IN ADMINISTRATION	
Date of administration: 20 December 2023	
1.	Name of creditor (If a company please also give company registration number).
2.	Address of creditor for correspondence.
3.	Total amount of claim, including any Value Added Tax and outstanding un-capitalised interest as at the date the company went into administration.
4.	Details of any documents by reference to which the debt can be substantiated. (Note: There is no need to attach them now but the administrators may call for any document or evidence to substantiate the claim at his discretion as may the chairman or convenor of any meeting or decision procedure).
5.	If amount in 3 above includes outstanding un-capitalised interest please state amount. £
6.	Particulars of how and when debt incurred (If you need more space append a continuation sheet to this form).
7.	Particulars of any security held, the value of the security, and the date it was given.
8.	Particulars of any reservation of title claimed in respect of goods supplied to which the claim relates.
9.	Signature of creditor or person authorised to act on his behalf
	Name in BLOCK LETTERS
	Position with or in relation to creditor  Address of person signing (if different from 2 above)
For Administrators' Use only	
Admitted to vote for	Admitted for dividend for
£	£
Date	Date
Joint Administrator	Joint Administrator

Statement of Affairs

Rule 3.30 Insolvency (England and Wales) Rules 2016

Statement of affairs

Name of Company: Health Technologies Limited	Company number 10408330
In the High Court of Justice, Business and Property Courts in Leeds Insolvency and Companies List (ChD)	Court case number CR-2023-LDS- 001131


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

statement as to the affairs of (a) Health Technologies Limited, trading as Qured ("the Company")  
on the (b) 20 December 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) 20 December 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	Alexander James Templeton
Signed	
Date	2nd February 2024

### Assets subject to fixed charge

Cash at bank  
Accounts Receivable  
Fixed Assets  
Inventory  
Prepayments  
Corporation Tax Credits  
R&D Tax credit refunds

Book Value £	Estimated to Realise £
334,710	334,710
5,280	5,280
14,229	14,229
72,951	18,238
16,944	NIL
27,504	27,504
398,207	249,950
	649,911

Signature  Date 2nd February 2024

## A1 – Summary of Liabilities

	Estimated to realise £
<b>Estimated total assets available for preferential creditors (carried from page A)</b>	<b>649,911</b>
<b>Liabilities</b>	
Ordinary Preferential Creditors -	
Employees (No. =20)	(33,935)
Employee Pension Contributions	(1,656)
<b>Estimated deficiency/surplus as regards ordinary preferential creditors</b>	<b>614,320</b>
Secondary Preferential creditors -	
HMRC - PAYE	(43,181)
<b>Estimated deficiency/surplus as regards secondary preferential creditors</b>	<b>571,139</b>
Estimated prescribed part of net property where applicable (to carry forward)	n/a
<b>Estimated total assets available for floating charge holders</b>	<b>571,139</b>
Debts secured by floating charges	Nil
<b>Estimated deficiency/surplus of assets after floating charges</b>	<b>571,139</b>
Estimated prescribed part of net property where applicable (brought down)	n/a
<b>Total assets available to unsecured creditors</b>	<b>571,139</b>
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)	
Trade & Expense Creditors	(598,412)
Employees (No. =20)	(257,778)
Pension Contributions	(3,040)
Shortfall to floating charge holders (brought down)	n/a
<b>Estimated deficiency/surplus as regards creditors</b>	<b>(288,091)</b>
Issued and called up capital	(407)
<b>Estimated total deficiency/surplus as regards members</b>	<b>(288,498)</b>

Signature 

Date 2nd February 2024

## B Company Creditors

**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 Security	Date Security given	Value of security
Acculabs Diagnostics UK Ltd	Unit 12, Wynyard Park Business Village, Wynyard Park, Teeside TS22 5TB	439 00	None	N/A	N/A
Alderley Lighthouse Labs	Block 1, F15, Alderley Park, Congleton Rd, Macclesfield, Cheshire SK10 4TG	131 64	None	N/A	N/A
Ametros Group	Thorn Business Park, Lakeside Offices, Hereford HR2 8JT	412 80	None	N/A	N/A
British Business Bank	Steel City House, West Street, Sheffield S1 2GQ	500000 00	None	N/A	N/A
Cooper Parry Advisory Ltd	Sky View, Argosy Road, East Midlands Airport, Castle Donington, Derby DE74 2SA	5378 40	None	N/A	N/A
Crest Comms Ltd	Fox Court, 14 Grays Inn Rd, London WC1X 8HN	8925 00	None	N/A	N/A
		416 00	None	N/A	N/A
Gophr Ltd	1st Floor Spitalfields House Stirling Way Borehamwood WD6 2FX	0 45	None	N/A	N/A
Henfield Storage (Southwark) Ltd	237 Record Street, Southwark SE15 1TL	265 83	None	N/A	N/A
Investec	Reading International Business Park, Reading RG2 6AA	30424 08	None	N/A	N/A
Mitchell Charlesworth	3rd Floor, 44 Peter Street, Manchester M2 5GP	4800 00	None	N/A	N/A
MSC R&D Tax Services Limited	Advanced Manufacturing Park Technology Centre, Brunel Way, Rotherham, South Yorkshire S60 5WG	18000 00	None	N/A	N/A
Shred & Limited	177 Cross Street Ground Floor, Corner House MANCHESTER M33 7JQ	763 19	None	N/A	N/A
YourBio Health Inc.	200 Boston Ave, Suite 3700 MEDFORD, MA 02155 US	1713 00	None	N/A	N/A
Zebra Content & Design	5f63a Great Russell Street London, WC1b 3BJ	350 00	None	N/A	N/A
Wolf & Tiptle	12-14 Mitre Street, London EC3A 5BU	3632 00	None	N/A	N/A
Doron Hallis	49 Fordham Road, Barnet, EN4 9AH	20000 00	None	N/A	N/A
Leaseplan	165 Bath Road, Slough, Berkshire, SL14AA	1895 00	None	N/A	N/A
		865 23	None	N/A	N/A

Signature  Date 2nd February 2024

U

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

[illegible]

Attestation

## D Employee Creditors

**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	Address	Amount of debt (£)	Details of any security held by creditor	Date security given	Value of security (£)
		77,305.20	None		
		8,974.77	None		
		58,624.77	None		
		9,410.68	None		
		18,750.00	None		
		18,750.00	None		
		18,750.00	None		
		4,142.52	None		
		3,549.02	None		
		10,441.54	None		
		5,256.83	None		
		14,293.75	None		
		2,906.10	None		
		6,899.74	None		
		19,295.29	None		



## 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 £	Number of shares held	Amount per share called up £/p	Total amount called up
[REDACTED]	[REDACTED]	Ordinary	0.00001	11,771,315	0.00001	117.71
[REDACTED]	[REDACTED]	Ordinary	0.00001	8,850,000	0.00001	88.50
[REDACTED]	[REDACTED]	Ordinary	0.00001	3,817,252	0.00001	38.17
[REDACTED]	[REDACTED]	Ordinary	0.00001	2,176,134	0.00001	21.76
[REDACTED]	[REDACTED]	Ordinary	0.00001	1,435,880	0.00001	14.36
[REDACTED]	[REDACTED]	Ordinary	0.00001	1,192,237	0.00001	11.92
[REDACTED]	[REDACTED]	Ordinary	0.00001	1,176,249	0.00001	11.76
[REDACTED]	[REDACTED]	Ordinary	0.00001	972,457	0.00001	9.72
[REDACTED]	[REDACTED]	Ordinary	0.00001	700,000	0.00001	7.00
[REDACTED]	[REDACTED]	Ordinary	0.00001	580,909	0.00001	5.81
[REDACTED]	[REDACTED]	Ordinary	0.00001	503,393	0.00001	5.03
[REDACTED]	[REDACTED]	Ordinary	0.00001	430,951	0.00001	4.31
[REDACTED]	[REDACTED]	Ordinary	0.00001	420,990	0.00001	4.21
[REDACTED]	[REDACTED]	Ordinary	0.00001	420,990	0.00001	4.21

	Ordinary	0 00001	420,990	0 00001	4 21
	Ordinary	0 00001	409,521	0 00001	4 10
	Ordinary	0 00001	375,000	0 00001	3 75
	Ordinary	0 00001	372,559	0 00001	3 73
	Ordinary	0 00001	274,143	0 00001	2 74
	Ordinary	0 00001	258,750	0 00001	2 59
	Ordinary	0 00001	252,096	0 00001	2 52
	Ordinary	0 00001	250,000	0 00001	2 50
	Ordinary	0 00001	213,089	0 00001	2 13
	Ordinary	0 00001	204,761	0 00001	2 05
	Ordinary	0 00001	163,809	0 00001	1 64
	Ordinary	0 00001	162,286	0 00001	1 62
	Ordinary	0 00001	150,000	0 00001	1 50
	Ordinary	0 00001	144,891	0 00001	1 45
	Ordinary	0 00001	144,890	0 00001	1 45
	Ordinary	0 00001	140,953	0 00001	1 41
	Ordinary	0 00001	139,743	0 00001	1 40
	Ordinary	0 00001	128,750	0 00001	1 29
	Ordinary	0 00001	125,000	0 00001	1 25
	Ordinary	0 00001	106,143	0 00001	1 06

		Ordinary	0 00001	104,808	0 00001	1 05
		Ordinary	0 00001	100,000	0 00001	1 00
		Ordinary	0 00001	100,000	0 00001	1 00
		Ordinary	0 00001	100,000	0 00001	1 00
		Ordinary	0 00001	100,000	0 00001	1 00
		Ordinary	0 00001	100,000	0 00001	1 00
		Ordinary	0 00001	96,250	0 00001	0 96
		Ordinary	0 00001	87,081	0 00001	0 87
		Ordinary	0 00001	84,215	0 00001	0 84
		Ordinary	0 00001	83,928	0 00001	0 84
		Ordinary	0 00001	81,905	0 00001	0 82
		Ordinary	0 00001	69,043	0 00001	0 69
		Ordinary	0 00001	67,128	0 00001	0 67
		Ordinary	0 00001	61,429	0 00001	0 61
		Ordinary	0 00001	61,429	0 00001	0 61
		Ordinary	0 00001	61,429	0 00001	0 61
		Ordinary	0 00001	56,143	0 00001	0 56
		Ordinary	0 00001	55,939	0 00001	0 56
		Ordinary	0 00001	50,000	0 00001	0 50
		Ordinary	0 00001	50,000	0 00001	0 50
		Ordinary	0 00001	50,000	0 00001	0 50

			Ordinary	0 00001	50 000	0 00001	0 50
			Ordinary	0 00001	50 000	0 00001	0 50
			Ordinary	0 00001	41 362	0 00001	0 41
			Ordinary	0 00001	40 953	0 00001	0 41
			Ordinary	0 00001	40 953	0 00001	0 41
			Ordinary	0 00001	40 953	0 00001	0 41
			Ordinary	0 00001	25 000	0 00001	0 25
			Ordinary	0 00001	20 000	0 00001	0 20
			Ordinary	0 00001	14 448	0 00001	0 14
			Ordinary	0 00001	5 415	0 00001	0 05

Signature *Apurva Patel* Date 2nd February 2024

Evaluator's Report

# COMPASS

## EVALUATOR'S REPORT

Pursuant to The Administration (Restrictions on Disposal etc. to  
Connected Persons) Regulations 2021

**Health Technologies Limited**

Date of Report: 04 January 2024

Prepared by:  
Compass Evaluator Reports Limited  
James House, Yew Tree Way  
Golborne, Warrington  
WA3 3JD

Company Number 13288603

Kevin Murphy  
[kevin@compassevaluatorreports.co.uk](mailto:kevin@compassevaluatorreports.co.uk)



## Contents & Abbreviations

### Contents

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2.	Executive Summary
3.	The Requirements for Acting as Evaluator
4.	The Connected Person(s)
5.	The Relevant Property
6.	The Evaluator's Decision
7.	Information Relied Upon
8.	Previous Evaluator Reports

### Appendices

Appendix I	Evaluator Bio
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The following abbreviations or references are used in this report:

The Act:	The Insolvency Act 1985 (as amended)
The Regulations:	The Administration (Restrictions on Disposal etc. to Connected Persons) Regulations 2021. Unless otherwise stated, any reference to 'Regulation' within this document is a reference to this legislation.
The Company:	Health Technologies Limited.
Substantial disposal:	This has the meaning given to it in Regulation 3, i.e., a disposal, hiring out or sale to one or more connected persons during the period of 6 weeks beginning with the day on which the company enters administration of what is, in the administrator's opinion, all or a substantial part of the company's business or assets and includes a disposal which is effected by a series of transactions.
Relevant property:	This means the property being disposed of, hired out or sold as part of the substantial disposal as defined in Regulation (See Section 3.)
Connected Person(s):	As defined in paragraph 50A (3) of Schedule B1 of the Act. (See Section 4.)
Appointed Administrators:	Lee Antony Manning and Cameron Fraser Gunn from ReSolve Capital Partners who are licensed Insolvency Practitioners, authorised and regulated by the ICAEW.
Purchaser:	Tribuco Ltd.
TUPE:	Transfer of Undertaking (Protection of Employment) Regulations 2006.

## 1. INTRODUCTION AND BACKGROUND

- 1.1. I, Kevin Murphy, Managing Director of Compass Evaluator Reports Limited, confirm that I meet the requirements for acting as an Evaluator specified in Part 3 of the Regulations.
- 1.2. This report has been requested by the Purchaser (via Alexander James Templeton as director). The Purchaser is considered a connected person in relation to the substantial disposal of the Company.
- 1.3. I am required to determine whether I am satisfied that the consideration to be provided for the relevant property and the grounds for the substantial disposal are reasonable in the circumstances.
- 1.4. The Company was incorporated in 2016 and has operated a medical service provider and has assisted with the production of COVID-19 testing kits during the pandemic. The Company was in the process of pivoting to a new business model after the Covid testing service but this required significant additional investment and the Company had a substantial cash burn month on month throughout 2023.
- 1.5. The Company had obtained a loan from the Future Fund in June 2020 to assist in funding the Company's continued operations. The loan was initially repayable in June 2023. An extension was granted to August 2023, and the Company negotiated to extend the maturity of the loan overall which was ultimately rejected. The principle and interest on the loan was repaid in November 2023, and an extension of the remaining repayment of a redemption premium equal to the principle of the loan was granted until June 2024.
- 1.6. The Company was incurring substantial losses which placed it at risk of not being able to settle liabilities and the directors have taken professional advice on the available options.
- 1.7. The Company was unable to pay its debts as and when they fall due, and the directors of the Company concluded that the Company was no longer able to continue trading as a going concern. The Administrators were appointed on 20 December 2023.
- 1.8. The Administrators have been seeking to maximise realisations from the assets of the Company and maximise the funds available to creditors of the Company. Whilst the opportunity to acquire the business and assets has been subject to a targeted marketing exercise, one offer – from a Connected Person – has been received and is considered best capable of delivery with the most certainty in the circumstances and in the interests of creditors.

## 2. EXECUTIVE SUMMARY

- 2.1. I have formed the following opinion in this case:

### CASE MADE

I AM SATISFIED that the consideration to be provided for the relevant property and the grounds for the substantial disposal are reasonable in the circumstances.

- 2.2. The factors considered in forming this opinion are detailed in full within my report at section 6.

### 3. THE REQUIREMENTS FOR ACTING AS EVALUATOR

- 3.1. I confirm that I meet the requirements for acting as an Evaluator set out in Part 3 of the Regulations.
- 3.2. I am satisfied that I have the relevant knowledge and experience required to act as Evaluator and I include a summary of my qualifications and experience at Appendix 1.
- 3.3. The Administrators have not raised any objections to my suitability as an Evaluator.
- 3.4. I confirm that I meet the requirements of independence within Regulation 12, as follows:
- I am not connected with the Company.
  - I am not an associate of the connected person or connected with the connected person.
  - I do not know of or have reason to believe that I have a conflict of interest with respect to the substantial disposal.
  - I have not, at any time during the period of 12 months ending with the date on which this report is made provided advice to, and in respect of, the Company or a connected person in relation to the Company –
    - In connection with, or in anticipation of, the commencement of an insolvency procedure under Parts A1 to 5 of the Act, or
    - In relation to corporate rescue or restructuring.
- 3.5. I am not excluded from acting as an Evaluator for any of the reasons outlined in Regulation 13.
- 3.6. I confirm that I meet the requirements as to insurance specified in Regulation 11.
- 3.7. Details of the professional indemnity insurance for Compass Evaluator Reports Limited are as follows:
- Axa Insurance Plc.
  - Policy number AC SPI 4331301.
  - Expiry date 22 August 2024.
  - Professional indemnity cover limit of £1,000,000 for any one claim.
  - Risks covered: Misc Professional Indemnity breach of professional duty.
  - Exclusions from cover: Misc to include Directors' and Officers' liabilities, deliberate acts and omissions, virus exclusion, dishonesty, and fraud. (Full details available on request.)

### 4. THE CONNECTED PERSON(S)

- 4.1. Connected persons include the following:

Name of connected person	Nature of the connection
Tribuco Ltd	Purchaser.
Alexander James Templeton	Director and shareholder of both the Purchaser and the Company.
Elizabeth Stephanie Swanton	COO of the Company (non-statutory) and director and shareholder of the Purchaser

## 5. THE RELEVANT PROPERTY

- 5.1. The assets being sold are considered to constitute a substantial disposal.
- 5.2. The Purchaser is acquiring whatever right, title and interest the Company has in the following assets:
- Stock (subject to retention of title claims)
  - Goodwill (including IPR, Business name, brands, and website)
  - Fixed assets
  - Contracts
  - Software licences
  - All internally developed software
  - Other types of intellectual property
- 5.3. Total consideration is stated to be £90,000, with £60,000 payable upon exchange of contracts and the remaining £30,000 to be paid within 3 months at which time completion will take place. The Purchaser has already paid a £35,000 deposit to gain exclusivity to give an opportunity to exchange contracts with the Administrators, which shall be deducted from the £60,000 consideration payable on exchange, so a further £25,000 is payable on exchange.
- 5.4. Title will remain with the Company until completion when the £30,000 final payment will be made. Any failure to make the final payment will give the Company the right to terminate the contract and forfeit the monies paid to date.
- 5.5. The offer excludes cash at Bank, book debts and any other assets not specified above which are available to the Administrators.

## 6. THE EVALUATOR'S DECISION

- 6.1 In accordance with Regulation 7, I am satisfied that the consideration to be provided for the relevant property and the grounds for the substantial disposal are reasonable in the circumstances.
- 6.2 My principal reasons for this opinion are as follows:
- 6.2.1 The Administrators have been seeking to maximise realisations from the Company assets. The Administrators have carried out a targeted marketing exercise in relation to the business and assets in accordance with the guidance issued in SIP 16. In the timescale available to the Administrators, necessitated by the Company financial position and the need to provide certainty to all stakeholders, an offer has been received - from a connected party - which is considered the best achievable and deliverable in the circumstances by the Administrators.
- 6.2.2 The consideration offered for all the assets is in excess of what would be achieved on an ex-situ / cessation of trading basis, but prior to any costs of sale. The Purchaser is paying c90% of the book value of the tangible assets. In the event of a piecemeal disposal of all assets, the realisations from all categories of assets would be reduced. The proposed connected party sale therefore provides for better realisations than would be the case on a break-up. Based on a review of the Proposed Administrators Estimated Outcome Statement, the connected party deal provides a better outcome for the preferential and unsecured creditors, as well as the employees.
- 6.2.3 The employees associated with the business being acquired will transfer under TUPE to the Purchaser, avoiding a significant claim (est £270K) against the National Insurance Fund.

- 6.2.4 The alternative to the current sale is for the assets to be sold to another interested party, or sold piecemeal at auction and the Company placed into Liquidation. That will however result in a period of delay and additional uncertainty with regard to another bidder, or a significant reduction in value for the business and assets of the Company with a piecemeal disposal, given the nature of the Company activities, and will also lead to increased holding and disposal costs, and increased claims against the Company.
- 6.2.5 The offer excludes cash at bank and book debts which are additional assets of the Company. The debtor's ledger will be collected with assistance (if necessary) being provided by the Purchaser. Continuity of trading will best maximize the realisations from the Company debtor book.
- 6.2.6 As the consideration is not all payable until completion, I have been provided with projections for the Purchaser which indicates that with the necessary funding the Purchaser should be viable and able to make the final completion payment. Title will remain with the Company until full payment has been received. Any failure to make the payment for the final completion consideration within 7 days of its due date will give the Company the right to terminate the arrangement.
- 6.2.7 The Purchaser has indicated that it has been able to secure new institutional backing which will provide the necessary funding to support the operations going forward. The Purchaser has also indicated that it will be refocusing on its go-to-market strategy on the market segment which they believe has the greatest need, the underserved part of the working population working in highly critical roles (energy, infrastructure, transport) which receives neither occupational health services nor private medical insurance. Further, the Purchaser has indicated that it will benefit from a lower cost base to give a more sustainable platform for growth through to breakeven and profitability. Pre-seed (£750K) and seed fund raise (£2.5m) together will fund the business plan through 2025 and to break even and profitability.
- 6.2.8 I offer no opinion on the viability of the Purchaser.

## 7. INFORMATION RELIED UPON

- 7.1. In forming my opinion, I have relied on my discussions with, and information provided by, the connected persons, and the Administrators. This includes the following:
- Compass Evaluator Reports application/information request form
  - Offer
  - Company financial information
  - Financial information for the Purchaser
  - Correspondence with the Administrators
  - Estimated Outcome Statement and Internal strategy note.
  - The Company's Website
- 7.2. I have also relied on information freely available in the public domain.
- 7.3. I have relied upon the accuracy of the information as provided to me in forming my opinion. I have not carried out an audit or other verification of the information received. The Administrators are licenced Insolvency Practitioners with legal duties and obligations to creditors and their regulatory body, as such the decision whether to enter into the sale is for them to determine. As such, I offer no opinion on the decision to enter into the sale.

*HEALTH TECHNOLOGIES LIMITED – Evaluator Report*

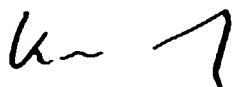
7.4. In addition to the sale of the business and assets, the Administrators have investigative powers available to them post appointment that may further enhance asset realisations.

7.5. The extent of my work is limited to providing the opinion specified in the Executive Summary.

**8. PREVIOUS EVALUATOR REPORTS**

8.1 Regulation 8 does not apply, as I am advised that no previous report exists in relation to this substantial disposal, and I have no reason to believe that this statement is incorrect.

For and on behalf of  
Compass Evaluator Reports Limited

A handwritten signature in black ink, appearing to read 'Kevin Murphy', with a stylized flourish at the end.

**Kevin Murphy**  
**Evaluator**

Date: 04 January 2024

## APPENDIX I

### EVALUATOR BIO: KEVIN MURPHY

Before entering the insolvency profession, Kevin trained as a lawyer, undertaking a law degree (achieving a 2:1 classification) and successfully completing the Law Society's Final Exam. Kevin is a licensed Insolvency Practitioner (currently non-appointment-taking), with over 25 years of experience of dealing with a wide range of insolvency matters, including extensive experience of turnaround work, focusing on Company Voluntary Arrangements and Administration.

He has spent much of his career with a national firm of insolvency specialists, where he progressed to Director of Insolvency, heading up the firm's Administration Team in the Manchester Office. Responsible for many complex and challenging matters, Kevin developed practical skills in dealing with cases in an efficient, commercial, and pragmatic manner alongside the technical demands of compliance with regulation and legislation, to achieve the best outcome for stakeholders.

In more recent times, Kevin has utilised the extensive skill set developed because of his experience of turnaround and insolvency work in dealing with solvent acquisitions. Since 2017, Kevin has been an advisor to a buy and build acquisitions group.

Kevin is a member of the Turnaround and Management Association and R3, the Association of Business Recovery Professionals.

For more information, please visit <https://compass-evaluatorreports.co.uk/>