In accordance with Rule 18.7 of the Insolvency (England & Wales) Rules 2016 and Sections 92A, 104A and 192 of the Insolvency Act 1986.

LIQ03 Notice of progress report in voluntary winding up



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

1	Company details	
Company number	1 2 3 9 3 3 3 7	→ Filling in this form Please complete in typescript or in
Company name in full	Upside Money Ltd	bold black capitals.
2	Liquidator's name	
Full forename(s)	Mark	
Surname	Supperstone	
3	Liquidator's address	
Building name/number	22 York Buildings	
Street		
Post town	London	
County/Region		
Postcode	WC2N6JU	
Country		
4	Liquidator's name •	
Full forename(s)	Ben	Other liquidator Use this section to tell us about
Surname	Woodthorpe	another liquidator.
5	Liquidator's address ❷	
Building name/number	22 York Buildings	Other liquidator
Street		Use this section to tell us about another liquidator.
Post town	London	
County/Region		
Postcode	WC2N6JU	
Country		

LIQ03 Notice of progress report in voluntary winding up

6	Period of progress report
From date	$\begin{vmatrix} 1 & 1 & 6 & 0 & 1 & 1 & 1 & 1 & 1 & 1 & 1 & 1 & 1$
To date	$\begin{bmatrix} d & & d & & \\ 1 & & & \\ 5 & & & \end{bmatrix} \begin{bmatrix} m & & \\ 1 & & \\ \end{bmatrix} \begin{bmatrix} y_2 & \\ y_0 & \\ \end{bmatrix} \begin{bmatrix} y_2 & \\ 4 & & \\ \end{bmatrix} \begin{bmatrix} y_4 & & \\ & & \\ \end{bmatrix}$
7	Progress report
	☐ The progress report is attached
8	Sign and date
Liquidator's signature	Signature
· -	× M.L.
Signature date	0 6 0 3 2 0 4 4 6 6 7 7 7 7 7 7 7 7

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	Jane Baker					
Company name	ReSolve Advisory Limited					
Address	22 York Buildings					
Post town	London					
County/Region						
Postcode	W C 2 N 6 J U					
Country						
DX						
Telephone	020 7702 9775					

1

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed the form.

Important information

All information on this form will appear on the public record.

■ Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ. DX 33050 Cardiff.

t Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

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

Upside Money Ltd

In Creditors' Voluntary Liquidation

Joint Liquidators' Annual Progress Report to Members and Creditors

For the period from 16 January 2023 to 15 January 2024

CONTENTS

- 1. Introduction
- 2. Liquidators' actions during the period
- 3. Receipts and payments account
- 4. Assets and future realisations
- 5. Outcome to creditors
- 6. Investigations
- 7. Remuneration
- 8. Joint Liquidators' expenses
- 9. Further information

APPENDICES

- I. Statutory information
- II. Receipts and payments account
- III. Remuneration and expense policies, charge out rates and narrative of time incurred
- IV. Joint Liquidators' time cost summary

1. INTRODUCTION

I refer to the appointment of Joint Liquidators of Upside Money Ltd (the Company) on 16 January 2023, following conversion from Adminstration, and write to members and creditors of the Company to provide my first progress report on the Liquidation of the Company.

This report covers the period from 16 January 2023 to 15 January 2024 (the Period) and should be read in conjunction with the Joint Administrators' final report dated 11 January 2023.

Statutory information relating to the Company is included at Appendix I.

2. LIQUIDATOR'S ACTIONS DURING THE PERIOD

A summary of the work carried out in the Reporting Period is as follows:

- Prepared the documentation and dealt with the formalities of appointment, including statutory advertising
- Liaised with the directors throughout the appointment process,
- Case planning and administration,
- Dealt with the day to day management of the internal cash book,
- Set up and maintained case bordereau,
- Completed the necessary VAT forms to HM Revenue & Customs (HMRC).
- Dealt with all routine correspondence,
- Set up and maintained electronic case details,
- Dealt with creditor correspondence, emails and telephone conversations,
- Maintained up to date creditor information on the case management system,
- Settled professional costs,
- Completed periodic case reviews,
- Issued a Notice of Intended Dividend to preferential creditors, and
- Addressed all other statutory duties associated with the Liquidation of the Company.

3. RECEIPTS AND PAYMENTS ACCOUNT

Attached at *Appendix II* is the receipts and payments account for the period 16 January 2023 to 15 January 2024 as well as a cumulative account for the entire period of the Liquidation.

Receipts

<u>Transfer from Administration</u>

The sum of £276,692.08 was transferred from the Administration.

Bank interest (gross)

The sum of £3,000.31 has been received in bank interest.

Payments

Professional Fees

The sum of £5,000 has been paid to Blick Rothenberg Limited in respect of accounting services.

Agents Fees

The sum of £1,440 has been paid to Evolve IS in respect of the work carried out relating to employee claims.

Office holder fees

Joint Liquidators' fees of £49,000 were paid in the Reporting Period. Further information regarding fees is detailed below in **Section Six**.

Statutory Adverting

The sum of £210.60 has been paid in respect of statutory advertising and relates to the Notices of Indented Dividend for the preferential and non-preferential dividends in this case.

4. ASSETS AND FUTURE REALISATIONS

The only asset in this case is the transfer of the closing balance from the Administration. This has been received. There are no further assets to realise.

5. OUTCOME TO CREDITORS

Secured creditors

There are no known secured creditors.

Preferential creditors

The Statement of Affairs anticipated £49,547 in preferential creditors comprising Employee arrears of wages totaling £20,150 and an HM Revenue & Customs ("HMRC") liability in the sum of £29,397. Details of the claims received from these parties are as follows:

Employees

As reported by the Joint Administrators, all 13 employees of the Company were made redundant prior to the Administration. The former employees of the Company were supported in making their claims to the Redundancy Payments Service ("RPS"), with total preferential claims of £20,321.13.

HMRC

As of 1 December 2020, HMRC also ranks as a secondary preferential creditor for unpaid VAT and PAYE/NI. HMRC's final claim was received in October 2023 and included a secondary preferential element of £21,012.66.

Notice of Declaration of Dividend

Outside this Reporting Period, on 24 January 2024 the Joint Administrators declared a dividend of 100p in \pounds to the ordinary and secondary preferential creditors. The total amount distributed was \pounds 41,334.

Unsecured creditors

The Statement of Affairs included 18 unsecured creditors with an estimated total liability of £318,276.

On 3 January 2024 the Joint Administrators issued a Notice of Intended Dividend to non-preferential unsecured creditors. To date claims totalling £166,301.14 have been received from 10 unsecured creditors and the employees. Please note that three of those creditors have not been listed in the Statement of Affairs. Claims have not been received from 10 creditors.

Outside of this Reporting Period, on or before 1 April 2024, a dividend will be declared to non-preferential unsecured creditors. Based on the claims received to date the estimated dividend payable of between 25 and 35p in the \pounds is likely to be achieved. Please note that this is an estimate only and subject to change, largely as a result of additional claims which may be received.

Prescribed Part

Where a floating charge is created after 15 September 2003, a Prescribed Part of the Company's net property (the amount available to the floating charge holder after costs of the Liquidation) shall be made available to unsecured creditors. The Prescribed Part is calculated at 50 per cent of net realisations up to £10,000 and 20 per cent of the net property that exceeds this amount up to a limit of £800,000.

The Company has not granted a qualifying floating charge and as such there will be no Prescribed Part in this Liquidation.

6. LIQUIDATORS' REMUNERATION

My remuneration was previously authorised creditors on 29 March 2022 to be drawn on a time cost basis capped at the fees estimate of £221,343. My time costs to 15 January 2024 amount to £173,194 representing 476 of hours work at an average charge out rate of £361 per hour, of which £51,033 was charged in the Reporting Period, representing 145 hours at an average charge out rate of £353 per hour.

I have drawn £166,945 to date of which £49,000 was drawn in the Reporting Period.

The Joint Liquidators detail below a comparison between the original fee estimate provided to creditors and the time incurred since appointment below:

Description	Fee Estimate Adminstration March 2022 time charged tir		•	Time Remaining / (Underestimated)	
	£		£	£	
Administration and Planning	41,437	20,789	20,320	328	
Investigations	19,848	4,403	788	14,658	
Realisations of Assets	79,658	59,471	-	20,187	
Creditors	40,329	8,293	27,520	4,516	
Statutory	40,073	29,206	2,405	8,462	
Total	221,343	122,161	51,033	48,150	

The administration of this case is progressing within the fee estimated.

A schedule of my charge out rates, expense policy and a narrative description of the work undertaken in the Liquidation to date, together with the time costs incurred to date is attached as *Appendices III and IV*.

Further information about creditors' rights can be obtained by visiting the website of the Association of Business Recovery Professionals (R3) at https://www.r3.org.uk/technical-library/england-wales/technical-guidance/creditor-guides/.

The relevant creditor's guide to Liquidators' Fees can be found under the heading Creditor Guides on my website at http://www.resolvegroupuk.com/resources/. Please note there are different versions of the guides, and in this case you should refer to the latest version. A hard copy can be obtained on request, free of charge, from this office.

7. JOINT LIQUIDATORS' EXPENSES

My expenses to 15 January 2024 amount to £477, all of which was incurred in the Reporting Period. Of the total, £59, was incurred in respect to category 2 expenses. I confirm the basis of charging category 2 expenses was approved by creditors on 29 March 2022.

The following expenses were actually incurred:

	·	Incurred in				Estimated
Post-appointment	Category 1	Category 2	Total	period	Paid to date	future
	£	£	£	£	£	£
Bonding (Insurance)	320	-	320	320	-	-
Postage	98	-	98	98	-	60
Printing	0	59	59	59	-	45
Total	418	59	477	477	-	105

Narrative of expenses:

- Bonding: Statutory insurance required in respect of the assets of the Company.
- Postage and printing: issuing the Notices of Intended Dividend.

The following professional advisors have been utilised in this matter:

Profession	onal Advisor	Nature of Work	Fee Arrangement	Fees incurred to date /£	Paid	Estimated future fees
Evolve		Employee claims support	Fixed	1,440	1,440	-
Blick Limited	Rothenberg	Accountants	Fixed	5,000	5,000	-
Total				6,440	6,440	-

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

Evolve

Evolve specialise in the management of employee claims.

Blick Rothenberg

Blick Rothenberg was engaged to provide tax advice regarding the proposed sale. Blick Rothenberg are likely to be retained to complete the necessary tax returns in the Administration.

8. FURTHER INFORMATION

An unsecured creditor may, with the permission of the court or with the concurrence of five per cent in value of the unsecured creditors (including the creditor in question) request further details of the Liquidators' remuneration and disbursements, within 21 days of receipt of this report. Any secured creditor may request the same details in the same time limit.

An unsecured creditor may, with the permission of the court or with the concurrence of ten per cent in value of the unsecured creditors (including the creditor in question), apply to court to challenge the amount and/or basis of the Liquidators' fees and the amount of any proposed expenses or expenses already incurred, within eight weeks of receipt of this report. Any secured creditor may make a similar application to court within the same time limit.

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. As such, should you have any comments or complaints regarding the administration of this case then in the first instance you should contact one of the Joint Liquidators at the address given in this letter.

If you consider that your comments or complaint have not been dealt with appropriately you should then put details of your concerns in writing to our complaints officer at 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. 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 or telephone: 0300 678 0015.

The Complaints Gateway will in turn determine if such complaint should be addressed by Mr Mark Supperstone and Mr Ben Woodthorpe's regulatory body.

Further details of the relevant policies applicable to you can be found here http://www.resolvegroupuk.com/policies2/.

9. NEXT STEPS

The Liquidation will remain open until the following outstanding matters have been completed:

- Adjudication of non-preferential unsecured creditor claims
- Calculation, declaration, and distribution of the dividend to non-preferential unsecured creditors
- Finalise post appointment tax matters with HMRC.
- Finalise the administration of the Liquidation, and
- Issue a final account.

I estimate this will take 12 months to conclude and once resolved the Liquidation will be brought to an end and the final receipts and payments account filed at Companies House.

Should you have any queries regarding the conduct of the Liquidation or any other queries, please do not hesitate to contact Jane Baker of this office.

Yours faithfully

Mark Supperstone Joint Liquidator

For enquiries regarding this correspondence please contact:

Contact name: Jane Baker Phone number: 020 7702 9775 Email: @resolvegroupuk.com

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 and act without personal liability at all times

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/.

APPENDIX I

STATUTORY INFORMATION

Company name: Upside Money Ltd

Registered number: 12393337

Date of incorporation: 9 January 2020

Trading address: 71 - 75 Shelton Street

Covent Garden

London WC2H 9JQ

Registered office: C/o ReSolve Advisory Limited

22 York Buildings John Adam Street

London WC2N 6JU

Date of Liquidators' appointment: 16 January 2023

Appointed by: Pursuant to Paragraph 83 of Schedule B1 of

the Insolvency Act 1986

Joint Liquidators: Mark Supperstone (Ip No. 9734)

Ben Woodthorpe (Ip No. 18370)

ReSolve Advisory Limited

22 York Buildings John Adam Street

London WC2N 6JU

APPENDIX II

RECEIPTS AND PAYMENTS ACCOUNT

Upside Money Ltd Trading As: Upside Saving/Upside (In Liquidation) Joint Liquidators' Summary of Receipts & Payments

From 16/01/2023 To 15/01/2024 £	From 16/01/2023 To 15/01/2024 £		Statement of Affairs £
		ASSET REALISATIONS	
3.000.31	3.000.31	Bank Interest Gross	
NIL	NIL	IT Equipment	Uncertain
NIL	NIL	Sale of Business	Uncertain
276,692,08	276,692.08	Transfer from Administration	276,692.08
279,692.39	279.692.39		2. 0,002.00
2,0,002.00	2,0,002.00	COST OF REALISATIONS	
1,440,00	1,440.00	Agents/Valuers Fees	
49,000.00	49.000.00	Office Holders Fees	
210.60	210.60	Statutory Advertising	
(50,650.60	(50,650,60)	Claidle y rid voltioning	
00.000,00)	(80,000.00)	PREFERENTIAL CREDITORS	
NIL	NIL	HM Revenue & Customs	(29,397.00)
NIL	NIL	RPS Arrears & Holiday Pay	(20,150.00)
NIL	NIL	Tit o Attoals a Hollady F dy	(20, 130.00)
1416	1112	UNSECURED CREDITORS	
NIL	NIL	Employees	(114,548.00)
NIL	NIL	Trade & Expense Creditors	(318,276.00)
NIL	ŇĽ	Trade & Expense Creditors	(310,270.00)
IAIC	IAIL	DISTRIBUTIONS	
NIL	NIL	Ordinary Shareholders	(1,945,466.00)
NIL	NIL	Ordinary Shareholders	(1,545,400.00)
INIL	INIL		
229,041.79	229,041.79		(2,151,144.92)
		REPRESENTED BY	,
189,930.87		Bank 1 Current	
39,088.76		Vat Control Account	
22.16		Vat Receivable	
229,041.79			

Mark Supperstone Joint Liquidator

APPENDIX III

LIQUIDATORS' REMUNERATION POLICY, EXPENSE POLICY, CHARGE OUT RATES AND NARRATIVE

Joint Liquidators' charge out rates

The Joint Liquidators are remunerated on a time cost 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:

Staff grade	Rate per hour from 20 November 2023 (£)	Rate per hour from 1 August 2022(£)
Partner	750 - 795	705-795
Director	665 - 695	615
Senior Manager	550	500
Manager	470	420
Assistant Manager	425	375
Senior Associate	350	300
Associate	245	245
Junior Associate	195	175

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 Administrator rate. The charge out rate for Mark Supperstone, the lead office holder in this case, is £795 per hour.

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)

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

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.

Narrative of work carried out in the Reporting Period:

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.
- 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 exemployees 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

- Corresponding with employees regarding their claims.
- Attended meetings with employees to assist with the process to make a claim to the RPS.
- Liaising with the RPS regarding employee claims.

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.

Internal correspondence and meetings regarding assets.

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 Liquidation.

- Preparation and delivery of all statutory documentation.
- Informing Companies House of the Liquidation.
- Dealing with statutory issues required under IA86, IR 2016 and the Statements of Insolvency Practice.

APPENDIX IV

JOINT LIQUIDATORS' TIME COSTS SUMMARY

Reporting Period

A total of 144.65 hours have been spent for the period 16 January 2023 to 15 January 2024 at an average charge out rate of £352.80 bringing the total cost since my previous report to £51,032.75.

A summary table is shown below:

CVI UPSIDE - Upside Money Ltd From 16/01/2023 To 15/01/2024 All Post Appointment Project Codes

Classification of Work Function	Partner/Director	Managers	Associates	Assistants & Support Staff	Total Hours	Time Cost ()	Average Hourty Rate ()
Administration & Planning	3.10	19 10	38 25	5 50	60 45	20 320 25	336 15
Admin & Planning	3.10	19.10	38.25	0.00	60.45	20.320.25	336.15
Creditors	0.83	38 10	33 60	0.00	72 50	27 520 00	379 59
Creditors	0.80	38.10	33.60	0.00	72.50	27,520.00	379.59
Investigations	0.00	G C-3	4 50	0.00	4 50	787 50	175 00
Investigations	0.00	0.00	4.50	0.00	4.50	787.50	175.00
Statutory	0.43	1 40	5 40	0.00	7 20	2 405 00	334 03
Statutory	0.40	1.40	5.40	0.00	7.20	2,405.00	334.03
Total Hours	4.30	58.60	81.75	0.00	144.65	51,032.75	352.80

The above costs exclude VAT.