

## The Insolvency Act 1986

**Notice of result of meeting of creditors**

Name of Company 354 Print Limited	Company number 06356457
In the High Court of Justice, Chancery Division Companies Court	Court case number 12072 of 2009

(a) Insert full name(s) and  
address(es) of administrators

We, Frederick Satow and Simon Thomas of RSM Bentley Jennison & Co LLP, 45  
Moorfields, London EC2Y 9AE

\* Delete as appropriate

Hereby report that a meeting of the creditors of the above company was held at

(b) Insert place of meeting

RSM Bentley Jennison & Co LLP, 45 Moorfields. London EC2Y 9AE

(c) Insert date of meeting

on 8 June 2009 at which:

\*Delete as applicable

\*1. Proposals/~~revised proposals~~ were approved.

~~\*2. Proposals/revised proposals were modified and approved.~~

~~The modifications made to the proposals are as follows:~~

(d) Give details of the  
modifications (if any)

~~\*3. The proposals were rejected.~~

(e) Insert time and date of  
adjourned meeting

~~\*4. The meeting was adjourned to (e)~~

(f) Details of other resolutions  
passed

~~\*5. Other resolutions: (f)~~

THURSDAY



A55

\*A9JLAM3\*

11/06/2009

201

COMPANIES HOUSE

\*delete as applicable

~~The revised date of automatic end to administration is~~

A creditors' committee ~~\*was/was not~~ formed

Signed

  
Frederick Satow  
Joint Administrator

Dated

9/6/05

\*Delete as applicable

A copy of the original proposals is attached for those who did not receive such documents prior to the meeting.

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### Contact Details:

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

RSM Bentley Jennison & Co LLP  
45 Moorfields  
London  
EC2Y 9AE

Tel: 020 7920 3200

When you have completed and signed this form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ

DX 33050 Cardiff

45 Moorfields  
London  
EC2Y 9AE

Telephone +44 (0)207 920 3200  
Facsimile +44 (0)207 920 3201  
[www.rsmbentleyjennisoncr.com](http://www.rsmbentleyjennisoncr.com)

Your Ref: fs.ak.ack.354p001

**TO ALL KNOWN MEMBERS & CREDITORS**

21 May 2009

Dear Sir / Madam

**354 PRINT LIMITED  
IN ADMINISTRATION ("THE COMPANY")**

I write further to the appointment of my partner, Simon Thomas and myself as Joint Administrators of the above company on 30 March 2009.

Enclosed is a copy of the Joint Administrators' Report and Statement of Proposals in accordance with paragraph 49 of schedule B1 to the Insolvency Act 1986.

A meeting of the company's creditors has been convened in accordance with paragraph 51 of schedule B1 to the Insolvency Act 1986, to be held on 8 June 2009 at 10.00am at the offices of RSM Bentley Jennison and Co LLP, 45 Moorfields, London, EC2Y 9AE. The purpose of this meeting is to consider the Joint Administrators' proposals and, if thought appropriate, to establish a committee of creditors.

A proof of debt and proxy is enclosed in the Appendix of the report, which should be sent to RSM Bentley Jennison & Co LLP by no later than 12 noon on the business day immediately before the meeting.

I trust this is in order, but should you have any queries, please contact Andrew Knott.

Yours faithfully  
For and on behalf of  
354 Print Limited



**F C Satow**  
Joint Administrator

DDI 020 7920 3200  
Fax 020 7920 3201  
Email [andrew.knott@rsmbentleyjennisoncr.com](mailto:andrew.knott@rsmbentleyjennisoncr.com)

**RSM Bentley Jennison and Co LLP**

RSM Bentley Jennison and Co LLP is an independent Limited Liability Partnership affiliated to RSM Bentley Jennison.

RSM Bentley Jennison and Co LLP is registered in England and Wales No OC334837. A list of members is available at the registered office, 109 Gloucester Place, London W1U 6JW.

Simon Thomas and Fred Satow are licensed as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. Partners acting as Administrators or Administrative Receivers contract as agents and without personal liability.

RSM Bentley Jennison is an independent member firm of RSM International, an affiliation of independent accounting and consulting firms.

**Joint Administrators' Report  
and Statement of Proposals**

**354 PRINT LIMITED  
IN ADMINISTRATION**

**22 May 2009**

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## **354 Print Limited – In Administration**

### **1. Introduction**

This report is prepared pursuant to Paragraph 49 of Schedule B1 of the Insolvency Act 1986, which requires the Joint Administrators to provide creditors with details of their proposals to achieve the purpose of the Administration.

To assist the creditors and enable them to decide on whether or not to vote for the adoption of the proposals, the following information is included in the report:

- Background of the Company;
- The circumstances giving rise to the appointment of joint administrators; and
- The manner in which the affairs of the Company have been managed and will continue to be managed if the proposals are approved

It is anticipated that there will be sufficient funds to enable a distribution to the non-preferential creditors.

## 354 Print Limited – In Administration

### 2. Statutory Information

- 2.1 354 Print Limited ("the Company") was incorporated on 30 August 2007 and its registered number is 06356457.
- 2.2 The Company changed its name from D.T. Print Limited on 4 October 2007.
- 2.3 The Company traded from leased premises located at Units 18-20 Heronsgate Trading Estate, Paycocke Road, Basildon, Essex SS14 3EU.
- 2.4 The registered office of the Company has been changed from 249 Cranbrook Road, Ilford, Essex IG1 4TG to c/o RSM Bentley Jennison & Co, 45 Moorfields, London, EC2Y 9AE.
- 2.5 Details of the Company's directors, company secretaries and its shareholders are as follows:

	Date Appointed	Date resigned	No. of GBP1 Shares Held
<b>Directors</b>			
Adam Lee Drew	30 August 2007		
Ian Robert Drew	30 August 2007		
Matthew Edward Drew	30 August 2007		
David Fillery	5 December 2007		
MCS Registrars Limited	30 August 2007	30 August 2007	
<b>Company Secretary</b>			
Matthew Edward Drew	30 August 2007		
MCS Formations Limited	30 August 2007	30 August 2007	
<b>Shareholders</b>			
Heronsgate Limited (In Administration)			100 £1 Ordinary shares
<b>Total Shares</b>			<b>100</b>

## **354 Print Limited – In Administration**

- 2.6 The following charges were registered at Companies House:

### **Charge 1**

Debenture in favour of Lloyds TSB Commercial Finance Limited: All monies due or to become due from the Company to the Chargee under the terms of the aforementioned instrument creating or evidencing the charge.

Created: 20/02/2008    Registered: 22/02/2008    Outstanding

- 2.7 As a result of Heronsgate Limited ("Heronsgate") who owned 100% of the Company entering Administration on 17 March 2009, notice of intention to appoint administrators over the Company was filed at the High Court on 17 March 2009 at 16.25pm.

## **3. Background to the Administration**

- 3.1 The Company was set up in August 2007 with Adam Drew, Ian Drew, Matthew Drew and David Fillery as directors of the Company.
- 3.2 The Company is a wholly owned subsidiary of Heronsgate, which entered into Administration on 17 March 2009 as mentioned earlier. Simon Thomas and myself were appointed joint administrators of Heronsgate.
- 3.3 The Company acted as a sales arm of Heronsgate, which supplied premises, staff and all print and production facilities.
- 3.4 Trading commenced in August 2007 following the insolvency of W L Litho Limited.
- 3.5 Sales were mainly targeted at advertising agencies and property work, as the staff were experienced in this field. Their production knowledge was utilised by Heronsgate and a finishing department was set up to improve the gross percentage earnings.
- 3.6 As a result of the deteriorating economic conditions of 2008 and Heronsgate entering into a Company Voluntary Arrangement ("CVA") on 18 September 2008, trading became very difficult for the Company.
- 3.7 Volumes reduced significantly, especially property work and following the failure of Heronsgate's CVA in February 2009, and its subsequent Administration, the directors of the Company were left with no other alternative but to approach RSM Bentley Jennison & Co LLP and ultimately placed the Company into Administration.



## 354 Print Limited – In Administration

### 3.8 Overview of Financial Information

Please see below the Company's unaudited Profit and Loss account, together with unaudited Balance Sheet, for the period ended 6 February 2009. Please note that since the date of the Company's incorporation, no accounts were filed at Companies House.

Unaudited Balance Sheet for the period ended 6 February 2009		2009 £K
Fixed assets		
Tangible assets		0
Current assets		
Debtors	445	
	<u>445</u>	
Creditors: amounts falling due within one year	<u>(507)</u>	
Net current liabilities		<u>(62)</u>
Total assets less current liabilities		(62)
Creditors: amounts falling due after more than One year		<u>(0)</u>
		<u>(62)</u>
Capital and reserves		
Reserves		(18)
Profit and loss account		<u>(47)</u>
Shareholders' funds		(65)

Unaudited Profit & Loss Account for the period ended 6 February 2009		2009 £K
Turnover		1,137
Administrative Expenses		(1,158)
Operating Profit/Loss		(21)
Interest payable and similar charges		(26)
Loss on ordinary activities before taxation		(47)
Tax on loss on ordinary activities		(1)
Loss for the year		(48)

## **354 Print Limited – In Administration**

Please note that this information has been provided by management alone and has not been checked or verified by the Administrators or RSM Bentley Jennison.

### **Appointment**

- 3.9 Simon Thomas and I, both licensed insolvency practitioners, were subsequently appointed Joint Administrators of the Company on 30 March 2009 at 16.16pm.
- 3.10 We are both licensed by the Institute of Chartered Accountants in England and Wales.
- 3.11 The Administration is registered in the High Court of Justice, Chancery Division, District Registry, under reference number 12072 of 2009.
- 3.12 The EC Regulations on Insolvency Proceedings 2000 apply to the Administration. The proceedings are main proceedings as defined by Article 3 of the Regulation. The Company is based in the United Kingdom.
- 3.13 The joint administrators act jointly and severally, so that all functions may be exercised by either Administrator.
- 3.14 The joint administrators must perform their functions with the purpose of achieving one of the following hierarchical objectives:
- Rescuing the Company as a going concern;
  - Achieving a better result for the Company's creditors as a whole that would be likely if the Company were wound up (without first being in Administration); or
  - Realising property in order to make a distribution to one or more secured or preferential creditors.
- 3.15 The Company has significant secured and unsecured creditor liabilities and therefore a restructuring of these creditors would have been required to meet the first objective. The Administrators concluded that this would not be possible and as such the first option was not possible to achieve.
- 3.16 Accordingly, the purpose of the Administration is to achieve a better result for creditors than would be obtained through an immediate liquidation of the Company. The purpose of the Administration has been achieved through a sale of the business and assets in various stages as discussed in Section 4 as follows.

## **4. Administration Strategy and Objective**

### **Sale of Business**

- 4.1 Prior to the appointment of Simon Thomas and myself as joint administrators, independent surveyors and valuers were instructed to market the business and its various assets. Potential buyers were also sought through RSM's Corporate Finance department.
- 4.2 An offer was received from Faircall Limited ("Faircall"), a company set up by Matthew Drew, Ian Drew and Adam Drew, former directors of the Company.

## **354 Print Limited – In Administration**

- 4.3 On the grounds that no other parties expressed an interest in acquiring the business and assets of the Company, our independent valuers, Edward Symmons, recommended that Faircall's offer be accepted.
- 4.4 The assets sold comprised the Company's intellectual property rights, customer listing, domain name, goodwill and small order book.
- 4.5 Assets excluded from the sale comprised of the book debts and books and records.
- 4.6 The sale completed on 30 March 2009. The purchase consideration amounted to £7,500 paid in advance.
- 4.7 Faircall agreed to collect largely free of costs, the outstanding book debts of the Company, which as at the date of appointment totalled £307,740.92. Faircall have collected the sum of £165,902.06 which has subsequently been paid to Lloyds TSB Commercial Finance ("LTSBCF") under the terms of their security.
- 4.8 LTSBCF are owed £136,900.84. As their secured debt has now been paid in full, the surplus funds held by LTSBCF totalling £29,001.22 should be received into the Administration account in due course.

### **5. Administrators' Receipts and Payments**

- 5.1 A summary of receipts and payments for the Administration period from the date of my appointment to 21 May 2009 is attached as Appendix A.

### **6. Financial Position**

- 6.1 A statement of the company's affairs has not yet been received from the directors of the Company. Upon receipt it will be filed with the Registrar of Companies.
- 6.2 In its absence, attached as Appendix B is a summary of the estimated financial position of the Company as at 21 May 2009 as far as we understand it.

### **7. Proposals**

It is proposed that:

- 7.1 The Joint Administrators continue to manage the affairs for the company in order to achieve the second objective of the administration, being a better result for the Company's creditors as a whole than would have been likely if the Company was wound up.
- 7.2 The Joint Administrators conclude their enquiries into the Company's affairs, taking account of correspondence received in particular from customer creditors where advance payments were made.
- 7.3 Should the Joint Administrators believe that a distribution will be available to the unsecured creditors under the prescribed part, they propose filing a notice with the Registrar of Companies at the appropriate time which will have the effect of bringing the appointment of the joint administrators to an end and will move the Company automatically into Creditors' Voluntary Liquidation ("CVL") in order that the distribution can be made. In these circumstances, it is proposed that the joint administrators will

become the joint liquidators of the CVL. See Section 8 below on Exit Routes for further information on this process.

- 7.4 If the Joint Administrators believe that the costs of making a distribution to unsecured creditors under the prescribed part would be disproportionate to the benefit, an application to Court for an Order to dispense this requirement will be made.
- 7.5 The Joint Administrators shall do all such other things and generally exercise all of their powers as contained in Schedule 1 of the Insolvency Act 1986, as they consider desirable or expedient to achieve the statutory purpose of the Administration.
- 7.6 Under rule 2.106 of the Insolvency (Amended) Rules 2003 and in the absence of a creditors committee, the remuneration of the Joint Administrators shall be fixed by reference to the time properly given by the Insolvency Act 1986, as they consider desirable or expedient to achieve the statutory purpose of the administration.
- 7.7 In accordance with the Statement of Insolvency Practice No 9 (SIP9), issued by the Association of Business Recovery Professionals, the joint administrators be authorised to draw remuneration as and when funds are available on account of their time costs. A creditors' guide to fees is attached at Appendix D.
- 7.8 In this particular case, it will fall upon the secured and preferential creditors (if applicable) to approve the Joint Administrators' remuneration. To facilitate this, forms will also be circulated to creditors in those categories as appropriate.
- 7.9 It is envisaged that all matters will have been concluded by the anniversary of the administration. However, in the event that further time is needed then it is proposed that the administration be extended by consent of the relevant creditors, or application to Court in accordance with paragraph 78 of schedule B1 of Insolvency Act 1986, whichever is appropriate.
- 7.10 The Joint Administrators' will be discharged from liability under Paragraph 98 of Schedule B1 to the Insolvency Act 1986 immediately upon their appointment as Joint Administrators ceasing to have effect.

## **8. Exit Routes**

### ***Dissolution of the Company***

- 8.1 If the Company does not have sufficient property to permit a distribution to its creditors, we will file a notice together with our final progress report at Court and with the Registrar of Companies for the dissolution of the Company. We shall send copies of these documents to the Company and its creditors. The appointment will end following the registration of the notice by the Registrar of Companies.

### ***Creditors Voluntary Liquidation***

- 8.2 Should the Joint Administrators believe a dividend will be paid to the unsecured creditors via the prescribed part, which is anticipated in this case, a notice will be filed with the Registrar of Companies in order that the administration will cease and the Company will move automatically into CVL. It is proposed that the Joint Administrators will also become the joint liquidators of the CVL.

## **354 Print Limited – In Administration**

- 8.3 Creditors have the right to nominate an alternative liquidator of their choice. To do this, creditors must make their nomination in writing to the Administrators prior to these proposals being approved. Where this occurs, the Administrators will advise creditors and provide the opportunity to vote. In the absence of a nomination, the Joint Administrators will automatically become the joint liquidators of the subsequent CVL.

### **9. Administrators' Remuneration**

- 9.1 The Joint Administrators' time costs at 15 May 2009 are £14,160.83. This represents 66.75 hours at an average rate of £212.15 per hour. A copy of "A Creditors' Guide to Administrators' fees" is enclosed as Appendix D. A pre-appointment fee of £2,500 plus VAT was agreed with the directors of the Company and paid.
- 9.2 We have also attached as Appendix C a Time Analysis which provides details of the activity costs incurred by staff grade to the above date. We propose drawing fees in accordance with the proposals outlined above.
- 9.3 Attached and included in Appendix D is additional information in relation to our policy on staffing, the use of sub-contractors, disbursements and details of our current charge-out rates by staff grade.
- 9.4 The time costs incurred to date have been incurred primarily as a consequence of identification and book debt collections together with liaising with interested parties regarding the sale of the business and assets. The principal activities undertaken by the Joint Administrators and their staff to date have comprised:
- 9.5 Administration and planning: Agreeing and implementing the strategy for the Administration. Review and monitoring the strategy to realise value from each of the sites.
- 9.6 Sale of business: Identifying and contacting potential interested parties as well as dealing with expressions of interest received and progression of the ultimate sale of assets achieved.
- 9.7 Liaising with creditors: Specific creditor/customer calls and correspondence, credit insurers and contract customers.

### **10. Estimated Outcome**

- 10.1 Based on present information, it is anticipated that non-preferential creditors will receive approximately 20p in the £. However, this quantum of dividend is subject to change dependent on the final book debt recoveries made by Faircall.

### **11. Notification to Creditors and Next Report**

- 11.1 Following our appointment, the Joint Administrators notified trade creditors, landlords and hire purchase/lease creditors of the appointment by circulating a letter of notification of the appointment.
- 11.2 The Joint Administrators are required to provide a progress report within one month of the end of the first six months of the administration.

## **354 Print Limited – In Administration**

### **12. Meeting of Creditors**

- 12.1 Enclosed with this report is Form 2.20B Notice of a meeting of creditors, which is the initial creditors' meeting under paragraph 51 of Schedule B1 to the Insolvency Act 1986. Creditors may attend this meeting if they wish to do so. Alternatively, please complete and return the enclosed proxy form to our offices by no later than 12 noon on the business day immediately before the meeting.

Should you have any further queries in relation to this report, please contact Andrew Knott.

Yours faithfully  
For and on behalf of  
354 Print Limited



**F C Satow**  
Joint Administrator  
DDI 020 7920 3200  
Fax 020 7920 3201  
Email [andrew.knott@rsmbentleyjennisoncr.com](mailto:andrew.knott@rsmbentleyjennisoncr.com)

**354 Print Limited – In Administration**

***Appendix A - Receipts and Payments Account for the Period from 30 March 2009 to 21 May 2009***

**354 PRINT LIMITED - IN ADMINISTRATION**

**Joint Administrators' Abstract Of Receipts And Payments  
For the period 30 March 2009 to 21 May 2009**

	<u>Amount (£)</u>
<b>Receipts</b>	
Goodwill & Order Book	7,000.00
Book Debts	165,902.06
Intellectual Property Rights	500.00
Gross Bank Interest	0.51
Bank Interest Net of Tax	<u>2.67</u>
<b>Total Receipts</b>	<b><u>173,405.24</u></b>
<b>Payments</b>	
DLA Legal Fees	2,020.00
Statutory Advertising	139.32
Secured Creditor	<u>136,900.84</u>
<b>Total Payments</b>	<b><u>139,060.16</u></b>
<b>Balance In Hand</b>	<b><u>34,345.08</u></b>
<b>Made up as follows</b>	
Administration Current Account	5,019.96
VAT Receivable	323.90
Funds held in Lloyds TSB Commercial Finance Account	<u>29,001.22</u>
	<b><u>34,345.08</u></b>



**354 Print Limited – In Administration**

***Appendix B - Summary of the Estimated Financial Position of the Company as at 21 May 2009***

# 354 PRINT LIMITED (IN ADMINISTRATION)

Estimated Outcome Statement  
As at 21 May 2009

ASSETS SUBJECT TO FIXED CHARGE	NOTES	£	Estimated to Realise £
Trade Debtors	1	204,593	
Due to Lloyds TSB CF		(136,901)	
			67,692
Surplus as regards fixed charge assets			<u>67,692</u>
Less: Estimated Costs of Fixed Charge Realisations			
Administrators Fees & Disbursements		(10,500)	
			<u>(10,500)</u>
			<u>57,192</u>
Uncharged Assets			
Intellectual Property Rights, Brand, Domain Name			7,500
			<u>7,500</u>
Less: Estimated Costs of Floating Charge Realisations			
Administrators Fees & Disbursements		(10,500)	
Lawyers Fees		(2,000)	
			<u>(12,500)</u>
Net Property			<u>52,192</u>
Unsecured creditors			
Heronsgate Limited (In Administration)		195,000	
Dbase Print Limited (In Liquidation)		66,000	
			<u>261,000</u>
Dividend			0.20

## NOTES

1. Total debtor collections are estimated at 70% of total gross debtor ledger.

**354 Print Limited – In Administration**

***Appendix C - Time Analysis for the Period from 30 March 2009 to 15 May 2009***

354 PRINT LIMITED  
IN ADMINISTRATION

TIME & CHARGEOUT SUMMARIES  
30 March 2009 to 15 May 2009

Classification of Work Function	Partner	Manager	Assistant Manager	Senior Administrator	Administrator	Cashier	Total Hours	Time Cost £	Average Hourly Rate £
Administration and planning	1.00	2.67	10.25	14.75	6.50	2.50	37.67	£7,766.25	£206.18
Realisation of Assets	0.25	2.75	5.00	12.25	0.00	0.00	20.25	£4,510.00	£222.72
Creditors	0.50	0.25	0.42	1.00	1.00	0.00	3.17	£744.58	£235.13
Investigations / Comms	0.25	0.00	0.00	0.00	0.00	0.00	0.25	£105.00	£0.00
Trading	0.25	0.00	0.00	5.17	0.00	0.00	5.42	£1,035.00	£191.08
Other	0.00	0.00	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00
<b>Total Hours</b>	<b>2.25</b>	<b>5.67</b>	<b>15.67</b>	<b>33.17</b>	<b>7.50</b>	<b>2.50</b>	<b>66.75</b>	<b>£14,160.83</b>	<b>£212.15</b>

## A CREDITORS' GUIDE TO ADMINISTRATORS' FEES ENGLAND AND WALES

### 1 Introduction

1.1 When a company goes into administration the costs of the proceedings are paid out of its assets. The creditors, who hope to recover some of their debts out of the assets, therefore have a direct interest in the level of costs, and in particular the remuneration of the insolvency practitioner appointed to act as administrator. The insolvency legislation recognises this interest by providing mechanisms for creditors to fix the basis of the administrator's fees. This guide is intended to help creditors be aware of their rights to approve and monitor fees and explains the basis on which fees are fixed.

### 2 The nature of administration

2.1 Administration is a procedure which places a company under the control of an insolvency practitioner and the protection of the court with the following objective:

- Rescuing the company as a going concern, or
- Achieving a better result for the creditors as a whole than would be likely if the company were wound up without first being in administration,

or, if the administrator thinks neither of these objectives is reasonably practicable

- Realising property in order to make a distribution to secured or preferential creditors.

### 3 The creditors' committee

3.1 The creditors have the right to appoint a committee with a minimum of 3 and a maximum of 5 members. One of the functions of the committee is to determine the basis of the administrator's remuneration. The committee is normally established at the meeting of creditors which the administrator is required to hold within a maximum of 10 weeks from the beginning of the administration order to consider his proposals. The administrator must call the first meeting of the committee within 6 months of its establishment, and subsequent meetings must be held either at specified dates agreed by the committee, or when a member of the committee asks for one, or when the administrator decides he needs to hold one. The committee has power to summon the administrator to attend before it and provide information about the exercise of his functions.

### 4 Fixing the administrator's fees

4.1 The basis for fixing the administrator's remuneration is set out in Rule 2.106 of the Insolvency Rules 1986, which states that it shall be fixed either:

- as a percentage of the value of the property which the Administrator has to deal with, or
- by reference to the time properly given by the Administrator and his staff in attending to matters arising in the administration.

It is for the creditors' committee (if there is one) to determine on which of these bases the remuneration is to be fixed and, if it is fixed as a percentage fix the percentage to be applied. Rule 2.106 says that in arriving at its decision the committee shall have regard to the following matters:

- the complexity (or otherwise) of the case;
- any responsibility of an exceptional kind or degree which falls on the Administrator;
- the effectiveness with which the Administrator appears to be carrying out, or to have carried out, his duties;
- the value and nature of the property which the Administrator has to deal with.

4.2 If there is no creditors' committee, or the committee does not make the requisite determination, the administrator's remuneration may be fixed by a resolution of a meeting of creditors having regard to

the same matters as the committee would. If the remuneration is not fixed in any of these ways, it will be fixed by the court on application by the administrator.

4.3 There are special rules about creditors' resolutions in cases where the administrator has stated in his proposals that the company has insufficient property to enable a distribution to be made to unsecured creditors except put of the reserved fund which may have to be set aside out of floating charge assets. In this case, if there is no creditors' committee, or the committee does not make the requisite determination, the remuneration may be fixed by the approval of –

- each secured creditor of the company; or
- if the administrator has made or intends to make a distribution to preferential creditors –
- each secured creditor of the company; and
- preferential creditors whose debts amount to more than 50% of the preferential debts of the company, disregarding debts of any creditor who does not respond to an invitation to give or withhold approval, having regard to the same matters as the committee would.

Note that there is no requirement to hold a creditors' meeting in such cases unless a meeting is requisitioned by creditors whose debts amount to at least 10 per cent of the total debts of the company.

4.4 A resolution of creditors may be obtained by correspondence.

### 5 What information should be provided by the administrator?

#### 5.1 When seeking fee approval

5.1.1 When seeking agreement to his fees the administrator should provide sufficient supporting information to enable the committee or the creditors to form a judgement as to whether the proposed fee is reasonable having regard to all the circumstances of the case. The nature and extent of the supporting information which should be provided will depend on:

- the nature of the approval being sought;
- the stage during the administration of the case at which it is being sought; and
- the size and complexity of the case.

5.1.2 Where, at any creditors' or committee meeting, the administrator seeks agreement to the terms on which he is to be remunerated, he should provide the meeting with details of the charge-out rates of all grades of staff, including principals, which are likely to be involved on the case.

5.1.3 Where the administrator seeks agreement to his fees during the course of the administration, he should always provide an up to date receipts and payments account. Where the proposed fee is based on time costs the administrator should disclose to the committee or the creditors the time spent and the charge-out value in the particular case, together with, where appropriate, such additional information as may reasonably be required having regard to the size and complexity of the case. The additional information should comprise a sufficient explanation of what the administrator has achieved and how it was achieved to enable the value of the exercise to be assessed (whilst recognising that the administrator must fulfil certain statutory obligations that might be seen to bring no added value for creditors) and to establish that the time has been properly spent on the case. That assessment will need to be made having regard to the time spent and the rates at which that time was charged, bearing in mind the factors set out in paragraph 4.1 above. To enable this assessment to be carried out it may be necessary for the administrator to provide an analysis of the time spent on the case by type of activity and grade of staff. The degree of detail will depend on the

circumstances of the case, but it will be helpful to be aware of the professional guidance which has been given to insolvency practitioners on this subject. The guidance suggests the following areas of activity as a basis for the analysis of time spent:

- Administration and planning
- Investigations
- Realisation of assets
- Trading
- Creditors
- Any other case-specific matters

The following categories are suggested as a basis for analysis by grade of staff:

- Partner
- Manager
- Other senior professionals
- Assistants and support staff

The explanation of what has been done can be expected to include an outline of the nature of the assignment and the administrator's own initial assessment, including the anticipated return to creditors. To the extent applicable it should also explain:

- Any significant aspects of the case, particularly those that affect the amount of time spent.
- The reasons for subsequent changes in strategy.
- Any comments on any figures in the summary of time spent accompanying the request the administrator wishes to make.
- The steps taken to establish the views of creditors, particularly in relation to agreeing the strategy for the assignment, budgeting, time recording, fee drawing or fee agreement.
- Any existing agreement about fees.
- Details of how other professionals, including subcontractors, were chosen, how they were contracted to be paid, and what steps have been taken to review their fees.

It should be borne in mind that the degree of analysis and form of presentation should be proportionate to the size and complexity of the case. In smaller cases not all categories of activity will always be relevant, whilst further analysis may be necessary in larger cases.

5.1.4 Where the fee is charged on a percentage basis the administrator should provide details of any work which has been or is intended to be sub-contracted out which would normally be undertaken directly by a administrator or his staff.

### 5.2 After fee approval

Where a resolution fixing the basis of fees is passed at any creditors' meeting held before he has substantially completed his functions, the administrator should notify the creditors of the details of the resolution in his next report or circular to them. When subsequently reporting to creditors on the progress of the administration, or submitting his final report, he should specify the amount of remuneration he has drawn in accordance with the resolution. Where the fee is based on time costs he should also provide details of the time spent and charge-out value to date and any material changes in the rates charged for the various grades since the resolution was first passed. He should also provide such additional information as may be required in accordance with the principles set out in paragraph 5.1.3. Where the fee is charged on a percentage basis the administrator should provide the details set out in paragraph 5.1.4 above regarding work which has been sub-contracted out.

### 5.3 Expenses and disbursements

There is no statutory requirement for the committee or the creditors to approve the drawing of expenses or disbursements. However, professional guidance issued to insolvency practitioners requires that, where the administrator proposes to recover costs which, whilst being in the nature of expenses or disbursements, may

include an element of shared or allocated costs (such as room hire, document storage or communication facilities provided by the administrator's own firm), they must be disclosed and be authorised by those responsible for approving his remuneration. Such expenses must be directly incurred on the case and subject to a reasonable method of calculation and allocation.

### 6 What if a creditor is dissatisfied?

6.1 If a creditor believes that the administrator's remuneration is too high he may, if at least 25 per cent in value of the creditors (including himself) agree, apply to the court for an order that it be reduced. If the court does not dismiss the application (which it may if it considers that insufficient cause is shown) the applicant must give the administrator a copy of the application and supporting evidence at least 14 days before the hearing. Unless the court orders otherwise, the costs must be paid by the applicant and not out of the assets of the insolvent company.

### 7 What if the administrator is dissatisfied?

If the administrator considers that the remuneration fixed by the committee is insufficient he may request that it be increased by resolution of the creditors. If he considers that the remuneration fixed by the committee or the creditors or in accordance with the official receiver's scale is insufficient, he may apply to the court for it to be increased. If he decides to apply to the court he must give at least 14 days' notice to the members of the committee and the committee may nominate one or more of its members to appear or be represented at the court hearing. If there is no committee, the administrator's notice of his application must be sent to such of the creditors as the court may direct, and they may nominate one or more of their number to appear or be represented. The court may order the costs to be paid out of the assets.

### 8 Other matters relating to fees

8.1 Where there are joint administrators it is for them to agree between themselves how the remuneration payable should be apportioned. Any dispute arising between them may be referred to the court, the creditors' committee or a meeting of creditors. If the administrator is a solicitor and employs his own firm to act on behalf of the company, profit costs may not be paid unless authorised by the creditors' committee, the creditors or the court.

8.2 If the administrator is a solicitor and employs his own firm to act on behalf of the company, profit costs may not be paid unless authorised by the creditors' committee, the creditors or the court.

### 9 Provision of information – additional Requirements

In any case where the administrator is appointed on or after 1 April 2005 he must provide certain information about time spent on a case, free of charge, upon request by any creditor, director or shareholder of the company.

The information which must be provided is –

- the total number of hours spent on the case by the administrator or staff assigned to the case;
- for each grade of staff, the average hourly rate at which they are charged out;
- the number of hours spent by each grade of staff in the relevant period.

The period for which the information must be provided is the period from appointment to the end of the most recent period of six months reckoned from the date of the administrator's appointment, or where he has vacated office, the date that he vacated office.

The information must be provided within 28 days of receipt of the request by the administrator, and requests must be made within two years from vacation of office.

## **RSM Bentley Jennison & Co. LLP Remuneration and Disbursements Policy**

In accordance with best practice I provide below details of policies of RSM Bentley Jennison & Co LLP, in respect of fees and disbursements for work in relation to the above insolvency.

The current charge out rates per hour of staff within the firm who may be involved in working on the insolvency follows: this in no way implies that staff at all such grades will work on the case.

### **GRADE**

	£
Partner	420
Manager	275-300
Assistant Manager	220
Senior Administrator	180
Administrator	125-165
Cashier	125

The rates charged by RSM Bentley Jennison & Co LLP, 45 Moorfields, London, EC2Y 9AE are reviewed periodically in January & July each year and are adjusted to take account of inflation and the firm's overheads.

Time spent on casework is recorded directly to the relevant case using a computerised time recording system and the nature of the work undertaken is recorded at that time. Units of time can be as small as 5 minutes.

Where an officeholder's remuneration is approved on a time cost basis the time invoiced to the case will be subject to VAT at the prevailing rate.

Where remuneration has been approved on a time cost basis the time invoiced will be provided to any committee appointed by the creditors or in the absence of a committee to the creditors. The report will provide a breakdown of the remuneration drawn and will enable the recipients to see the average rates of such costs.

### **OTHER COSTS**

Where expenses are incurred in respect of the insolvent estate they will be recharged. Such expenses can be divided into two categories.

#### **Category 1**

This heading covers expenses where RSM Bentley Jennison & Co LLP has met a specific cost in respect of the insolvent estate where payment has been made to a third party. Such expenses may include items such as advertising, travel (by public transport), couriers, searches at company house, land registry searches, fees in respect of swearing legal documents, external printing costs etc. In each case the recharge will be reimbursement of a specific expense incurred.

A further disbursement under this heading is the cost of travel where staff use their own vehicles or company cars in travelling connected with the insolvency. In these cases a charge of 40p per mile is raised which is in line with the Inland Revenue Approved Mileage Rates (median – less than 10,000 miles per annum) which is the amount the firm pays to staff.

Where applicable, disbursements will be subject to VAT at the prevailing rate.

## **Category 2**

### **Allocated disbursements**

It is proposed that the following allocated expenses of administering the case be charged:-

- Company searches. Searches are obtained by the firm's company secretarial department and are charged at the cost of the search plus an administration charge, which is currently 25% of cost, subject to a minimum administration charge of £5.00.
- Meeting room charge for statutory meetings, charged at £100 per meeting summoned.
- Document storage - £25.70 per box
- Mileage allowances are paid at Inland Revenue approved rates. For personnel using their own vehicles these are currently 40p per mile for the first 10,000 miles and 25p per mile thereafter.
- Stationery and postage charge for sending out circulars - £35.00 for the first 25 creditors and £20.00 for the next ten creditors or part thereof.

It should be noted that disbursement costs might increase from time to time, however, increases would only be in line with inflation or increases from our suppliers.

## Proxy [Administration]

## 354 PRINT LIMITED – IN ADMINISTRATION

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

Address \_\_\_\_\_  
\_\_\_\_\_

Name of Proxy Holder

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

1 \_\_\_\_\_

2 \_\_\_\_\_

3 \_\_\_\_\_

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

I appoint the above person to be my/the creditor's proxy holder at the meeting of creditors to be held on 8 June 2009 at 10.00am or at any adjournment of that meeting. The proxy holder is to propose or vote as instructed below [and in respect of any resolution for which no specific instruction is given, may vote or abstain at his/her discretion].

## VOTING INSTRUCTIONS FOR RESOLUTIONS

\*Please delete as appropriate

1. For the acceptance/rejection\* of the administrator's proposals/revised proposals\* as circulated

2. For the appointment of \_\_\_\_\_ of

\_\_\_\_\_

representing \_\_\_\_\_

as a member of the creditors' committee

This form must be signed

Signature \_\_\_\_\_

Date \_\_\_\_\_

Name in  
CAPITAL LETTERS \_\_\_\_\_

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

Position with creditor or relationship to creditor or other authority for signature

\_\_\_\_\_

\_\_\_\_\_

Remember: there may be resolutions on the other side of this form



**PROOF OF DEBT – GENERAL FORM**

<b>354 PRINT LIMITED IN ADMINISTRATION</b>	
<b>DATE OF APPOINTMENT : 30 MARCH 2009</b>	
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 uncapitalised 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 administrator may call for any document or evidence to substantiate the claim at his discretion as may the chairman or convenor of any meeting).
5.	If amount in 3 above includes outstanding uncapitalised interest please state amount. <span style="float: right;">£</span>
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)  _____
<b>FOR ADMINISTRATORS' USE ONLY</b>	
Admitted to vote for	Admitted for dividend for
£	£
Date	Date
Administrator	Administrator

## Rule 2.35

## Notice of a meeting of creditors

Name of Company 354 Print Limited – In Administration	Company number 06356457
In the High Court of Justice, Chancery Division, Companies Court	Court case number 12072 of 2009

(a) Insert full name(s)  
and address(es) of  
administrator(s)

Notice is hereby given by (a) Frederick Charles Satow and Simon Robert Thomas  
RSM Bentley Jennison & Co LLP of 45 Moorfields, London, EC2Y 9AE

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

That a meeting of creditors of (b) 354 Print Limited c/o RSM Bentley Jennison & Co  
LLP, 45 Moorfields, London, EC2Y 9AE

(c) Insert details of place  
of meeting

Is to be held at (c) RSM Bentley Jennison & Co LLP, 45 Moorfields, London, EC2Y  
9AE

(d) Insert date and time  
of meeting

on (d) 8 June 2009 at 10.00am

\*Delete as applicable

The meeting is:

\*(1) an initial creditors' meeting under paragraph 51 of Schedule B1 to the  
Insolvency Act 1986 ("the Schedule");

I invite you to attend the above meeting.

A proxy form is enclosed which should be completed and returned to me by the  
date of the meeting if you cannot attend and wish to be represented.

In order to be entitled to vote under Rule 2.38 at the meeting you must give to  
me, not later than 12.00pm on the business day before the day fixed for the  
meeting, details in writing of your claim.

Signed

  
F C Satow  
Joint Administrator

\*Delete as applicable

Dated

21/5/09

A copy of the proposals is attached.