

AM03

Notice of administrator's proposals



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1 Company details

Company number 0 6 5 4 2 0 6 5

Company name in full T F S Loans Limited

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

2 Administrator's name

Full forename(s) Allister

Surname Manson

3 Administrator's address

Building name/number 4th Floor, Euston House

Street 24 Eversholt Street

Post town London

County/Region

Postcode N W 1 1 D B

Country

4 Administrator's name

Full forename(s) Trevor

Surname Binyon

• **Other administrator**
Use this section to tell us about
another administrator.

5 Administrator's address

Building name/number 4th Floor, Euston House

Street 24 Eversholt Street

Post town London

County/Region


Postcode N W 1 1 D B

Country

• **Other administrator**
Use this section to tell us about
another administrator.

AM03

Notice of Administrator’s Proposals

6	Statement of proposals		
	<div><input checked="" type="checkbox"/> I attach a copy of the statement of proposals</div>		
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Administrator’s Signature	<div><div>Signature</div><div><div>✕</div><div></div></div></div>	<div>✕</div>	
Signature date	<div><div><div><div>^d</div><div>0</div></div><div><div>^d</div><div>1</div></div></div><div><div>^m</div><div>0</div></div><div><div>^m</div><div>4</div></div></div> <div><div>^y</div><div>2</div></div> <div><div>^y</div><div>0</div></div> <div><div>^y</div><div>2</div></div> <div><div>^y</div><div>2</div></div>		

AM03

Notice of Administrator's Proposals



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Allister Manson

Opus Restructuring LLP

4th Floor, Euston House

24 Eversholt Street

London

Postcode

N

W

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1

D

B

DX

020 3326 6454



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- ☐ You have attached the required documents.
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Continuation page

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✓ **What this form is for**
Use this continuation page to tell us about another insolvency practitioner where more than 2 are already jointly appointed. Attach this to the relevant form. Use extra copies to tell us of additional insolvency practitioners.

✗ **What this form is NOT for**
You can't use this continuation page to tell us about an appointment, resignation, removal or vacation of office.

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1 Appointment type

Tick to show the nature of the appointment:

- ☐ Administrator
- ☐ Administrative receiver
- ☐ Receiver
- ☐ Manager
- ☐ Nominee
- ☐ Supervisor
- ☐ Liquidator
- ☐ Provisional liquidator

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- CVA1, CVA3, CVA4
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- REC1, REC2, REC3
- LIQ02, LIQ03, LIQ05, LIQ13, LIQ14,
- WU07, WU15
- COM1, COM2, COM3, COM4
- NDISC

2 Insolvency practitioner's name

Full forename(s)

Surname

3 Insolvency practitioner's address

Building name/number

Street

Post town

County/Region

Postcode

Country

**In the High Court of Justice, Business and Property Courts of England and
Wales In London, Insolvency and Companies List (Chd)
Reference No. 344 of 2022**

T F S Loans Limited (In Administration)

THE JOINT ADMINISTRATORS' STATEMENT OF PROPOSALS

**Allister Manson and Trevor John Binyon
Joint Administrators**

Opus Restructuring LLP

4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB

Disclaimer Notice

- This Statement of Proposals has been prepared by Allister Manson and Trevor John Binyon, the Joint Administrators of T F S Loans Limited, solely to comply with their statutory duty under Paragraph 49 of Schedule B1 of the Insolvency Act 1986 and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.
- Any estimated outcomes for creditors included in this Statement of Proposals are illustrative only and cannot be relied upon as guidance as to the actual outcomes for creditors.
- Any person that chooses to rely on this document for any purpose or in any context other than under Paragraph 49 of Schedule B1 of the Insolvency Act 1986 does so at their own risk. To the fullest extent permitted by law, the Joint Administrators do not assume any responsibility and will not accept any liability in respect of this Statement of Proposals.
- The Joint Administrators act as agents for T F S Loans Limited and contract without personal liability. The appointment of the Joint Administrators is personal to them and, to the fullest extent permitted by law, Opus Restructuring LLP does not assume any responsibility and will not accept any liability to any person in respect of this Statement of Proposals or the conduct of the Administration.

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1. Executive Summary

- 1.1** This Statement of Proposals is being delivered to creditors on 1 April 2022.
- 1.2** The principal activity of the Company was the provision of guarantor and single applicant homeowner loans to consumers and it had been regulated by the Financial Conduct Authority ("FCA") since 2016. The Company traded from Brook House, 26 Brook Rd, Rayleigh SS6 7XJ. On 8 February 2022, Allister Manson and Trevor John Binyon of Opus Restructuring LLP were appointed Joint Administrators of the Company (the "Joint Administrators") by its directors on 8 February 2022 (the "date of Administration").
- 1.3** The Joint Administrators are currently pursuing the second statutory objective of Administration, which is to achieve a better result for the Company's creditors as a whole than would be likely if the Company were wound up (without first having been in Administration).
- 1.4** A summary of the current and anticipated future positions are detailed below:

Assets

Asset	Realisations to date	Anticipated future realisations	Total anticipated realisations
Office & Furniture	NIL	3,990	3,990
Net loan book collections	TBC*	380,670	380,670
Rent Deposit	NIL	5,625	5,625
Cash at Bank	226,000	nil	226,000
Investment in PDCL (Grenada)	NIL	Uncertain	Uncertain

*subject to final reconciliation

Expenses

Expense	Expense Incurring to date	Anticipated further expense	Total anticipated expense
Joint Administrators' fees	160,245	162,563	322,808
Solicitors' fees	50,000	50,000	100,000
Agents' fees	7,500	-	7,500
OBAT fees and expenses	35,200	24,000	59,200
ERA Specialists	5,000	-	5,000
Accountancy fees	2,500	-	2,500
Grenada trip re PDCL	4,300	-	4,300
Other expenses	5,481	7,821	13,302

Dividend prospects

Creditor class	Distribution / dividend paid to date	Anticipated distribution / dividend
Preferential creditors	NIL	Payment in full
Secondary preferential creditors	NIL	Payment in full
Unsecured creditors	NIL	Uncertain

1.5 The main areas of work remaining to be done to conclude the Administration are the continued collection of the outstanding loan books, the sale of the Company's interest in the shares of Pearlmead Development Company Limited (registered in Grenada) and formulating and implementing a customer redress methodology. The Administration is expected to be concluded within 12 months by exiting via creditors' voluntary liquidation.

1.6 Definitions of the terms used in this Proposal are provided at Appendix I.

2. Background of the Company

2.1 The business was incorporated on 25 March 2008 and the principal activity of the Company was the provision of guarantor loans, up to a term of 84 months ranging from £2,000 to £25,000. At the end of 2020, the Company broadened its offering to include single applicant homeowner loan products offering loans of between £5,000 to £25,000 ranging from 2 to 5 years. These were offered during the period between November 2020 and February 2021. The Company traded from premises at Brook House, 26 Brook Road, Rayleigh SS6 7XJ since 2013.

2.2 The Company's operations up to 2014 were funded by debt investments received from various non-institutional, private funders. In October 2014, the Company pivoted to larger, institutional funders, with Fidor Bank providing capital to lend. Fidor Bank held charges over the Company's loan books which were satisfied in 2020. Further receivables sale agreements were entered into with funders SolarisBank ("Solaris") and Fasanara Capital ("Fasanara"), a proportion of whose loan books still remain outstanding at the date of appointment. The Solaris and Fasanara agreements are "true sale" agreements. This means that the loans covered by these agreements are not assets of the Company and are effectively owned by the two institutional funders.

2.3 Statutory information pertaining to the Company and extracts from the most recent accounts are provided at Appendix II. Please note that this information has not been verified by the Joint Administrators or by Opus Restructuring LLP. As discussed below, the Joint Administrators are familiar with the business, as a result of a consultancy engagement during the months leading up to Administration led by John Thompson, Head of Opus Business Advisory and Turnaround ("OBAT"), which is a member of the Opus Business Services Group, of which Opus Restructuring LLP is a part.

3. Events leading to the Administration

3.1 In March 2018, an agreement for funding was made with Solaris, with a further funding agreement made with Fasanara in April 2020. These entities funded new loans during that time under receivables purchase agreements ("RPAs"). Fasanara, as well as entering into a RPA, also entered into two option agreements with the Company initially to purchase 30% of the shares at a valuation of £4.0m, followed by a second option to increase this shareholding to 51% at a valuation of £10.0m, signalling their outlook on the business' prospects.

3.2 Despite the uncertain market conditions as a result of the onset of Covid-19 and the subsequent lockdowns, Fasanara wanted the Company to grow their loan book and it was assumed that the market environment would return back to normal in a short time.

- 3.3** The main driving factors behind the Company's difficulties and the failure of the business, as well as the Covid-19 pandemic are rooted in unaffordable lending, leading to customers making complaints to the Financial Ombudsman Service (FOS), resulting in redress payments being awarded. Due to deficiencies in its processes and complaint handling procedures, the Company had not been lending since February 2021.
- 3.4** The Covid-19 pandemic and the UK government's response saw the Company having to suspend court action and litigation until March 2021, limiting its ability to collect its loan books effectively, especially in instances of default. In addition, the FCA provided further guidance to firms in the market to offer payment deferrals, payment plans and forbearance for customers experiencing difficulties.
- 3.5** The FCA had also highlighted what it believed to be a number of short-comings in the Company's compliance with the FCA's regulations relating to credit worthiness of customers and the affordability and sustainability of the Company's loans.
- 3.6** In addition, the Company's directors believe that negative issues relating to a larger direct competitor in the market, Amigo Loans, led to a period of increased complaints being received from consumers, often via Claims Management Companies, who alleged that the Company had not performed sufficient checks to ascertain whether their loans were affordable and who sought financial redress.
- 3.7** As a result of increasing redress claims, the Company's finances became constrained and the Company applied to the FCA to suspend its underwriting activities from March 2020. At the end of 2020, the Company engaged the services of OBAT to carry out a review of the business. OBAT produced a report that was sent to all funders and shareholders at the start of 2021.
- 3.8** That report recommended the Company undertake a capital raise and a debt restructuring to strengthen its balance sheet, which had become insolvent, representing a breach of the FCA's threshold conditions. For a number of reasons, these recommendations were not fully implemented by the Company. In February 2021, the FCA stated that the Company was not able to re-commence lending due to its deteriorating capital structure and requested a new business plan and methodology for dealing with customer claims for redress.
- 3.9** Aquabridge Law were engaged to advise the Company regarding its debt restructuring of the business in Q2 of 2021 and circulated the details of a proposed debt restructuring to all relevant parties. Out of a total of 24 institutional and non-institutional funders, 21 agreed to the proposals, almost immediately, but there were significant delays in receiving agreement from the remaining three (non-institutional) funders. Their agreement was finally received on 15 December 2021.
- 3.10** As part of the restructuring, third party funders had committed new investment of £735k, on the basis that the Company was engaging with the FCA and the Directors' hope that the FCA would soon authorise the Company to resume lending.
- 3.11** The Company was required to respond to an information request from the FCA which had been outstanding since May 2021. The Company again engaged Opus, who wrote a report to the FCA dated 15 December 2021 to accompany and

substantiate the Company's revised business plan, on the basis that the debt restructuring would take place and additional capital of £735k was to be introduced by mid January 2022, as forecast by the Company. Opus was paid £5,000 plus VAT for producing this report.

3.12 However, in January 2022, it transpired that the Company's revised business plan and methodology for offering redress to customers were not deemed to be sufficiently detailed by the FCA, who sought further information from the Company before the FCA could start the process of allowing the Company to re-commence lending. Given the Company's inability to lend, its new funders were unable to commit funds to the Company.

3.13 In the absence of the new finance, the Company's cashflow was quickly depleting and, by late January 2022, the Directors determined that the Company had insufficient funding to last to the end of February 2022 if it continued to make redress payments to customers, in line with the timetable set out by the Financial Ombudsman. It was concluded by the directors that the Company should therefore be placed into Administration at the earliest opportunity and the Company entered Administration on 8 February 2022.

3.14 Attached at Appendix III is an account of the work undertaken prior to the Joint Administrators' appointment and the costs associated with that work.

3.15 These proceedings are COMI proceedings to which the EU Regulation as it has effect in the law of the United Kingdom does not apply.

Ethical Considerations

3.16 Prior to the Joint Administrators' appointment, the following threat to compliance with the Insolvency Code of Ethics was identified:

- Objectivity threats relating to the engagement by the Company of John Thompson of OBAT, who had carried out an advisory assignment for the Company and its stakeholders regarding a solvent restructuring.

3.17 OBAT was instructed by the Company's senior management and directors on 22 December 2020 to carry out a strategic review of the business. The Company continued to liaise with OBAT throughout 2021. No other prior professional relationship or personal relationship exists between Opus and the Company.

3.18 The advisory assignment was introduced to Allister Manson by Dimitri Roubtsov, a minority shareholder of the Company holding 2% of shares, at the end of 2020. The shareholder has no significant control. Following an initial review, it was hoped that the Company could avoid a formal insolvency process and Allister Manson introduced John Thompson of OBAT to undertake the advisory assignment referred to in paragraph 3.16 above.

3.19 These details could give rise to the perception of a potential breach of objectivity guidelines in respect of self-review and familiarity threats. It should be noted that most of the recommendations by OBAT were not adopted by the Company and, as such, it is considered that the risk of a self-review threat does not exist.

3.20 With regard to a familiarity threat, the Joint Administrators and team involved in the Administration had no involvement with the advisory assignment or directors, other than assisting with the report to the FCA of 15 December 2021 referred to in paragraph 3.11, which reduces any potential familiarity threat.

3.21 The Joint Administrators are satisfied that following safeguards will ensure that any of the perceived threats identified above are appropriately mitigated:

- The potential threats to objectivity have been disclosed to creditors;
- Ongoing review of potential threats throughout the Administration; and
- Notification to creditors should the status of potential threats change with proposals to reduce any threats to an acceptable level.

3.22 The above safeguards have been reviewed to ensure that any potential threats are effectively managed. No other threats to compliance with the Code of Ethics have arisen to date.

4. The Objective of the Administration

4.1 Administrators must perform their functions with the objective of:

- rescuing the company as a going concern;
- or, if that is not possible, then achieving a better result for the creditors as a whole than would be likely to be achieved if the company were wound up (without first being in Administration);
- or, if that is not possible, realising property in order to make a distribution to one or more secured or preferential creditors.

4.2 The Joint Administrators believe that the first objective, rescuing the Company as a going concern, was not possible to achieve in light of the deteriorating cash position of the Company, its inability to lend, or to pay redress payments. In combination, these meant that it would have been unlikely to have successfully implemented a solvent rescue or propose a Company Voluntary Arrangement.

4.3 Furthermore, the Company is regulated by the FCA and, as such, in order for the Company to continue as a going concern, it would be required to meet the Threshold Conditions as set out by the FCA in order to be authorised and regulated. Given the Company's financial position, the Company's directors concluded that it would not be able to meet the Threshold Conditions and as such, this limited the ability to rescue the Company as a going concern.

4.4 The second objective is that the Administration will achieve a better result for creditors as a whole than would be likely if the Company were wound up (without first being in Administration). The Joint Administrators consider that this objective can be achieved as the Administration enables realisations from the Company's loan book to be maximised and allows the implementation of an FCA-approved redress methodology scheme. This is achieved, as follows:

- The Administration enables the Company to retain key members of staff and key essential suppliers to allow the Company to continue loan book collections on a "business as usual" basis.

- The Company is protected by virtue of the statutory moratorium that applies from the date of Administration which prevents legal proceedings being brought or continued against the Company (without the consent of the Joint Administrators).
- The Company has a number of critical suppliers with long-term contractual commitments. Should the Company not have entered Administration and have ceased to trade, following the appointment of liquidators, many such suppliers would likely have ceased service with large contingent liability claims suffered following early termination of the contacts.
- The majority of these suppliers have been asked to continue to supply services to the Company (with undertakings being provided by the Joint Administrators), which has allowed for the collection of the Company's loan books to continue uninterrupted, with the aim of minimising disruption and maximising realisations. This is unlikely to have been achievable in a winding up.
- The Administration has also given the Joint Administrators the ability to liaise with the FCA in respect of the implementation of a redress scheme for customers that may have been mis-sold loans. This should benefit a material number of customers, which may not have been achievable in a winding-up.

4.5 A detailed account of how the Joint Administrators have sought to achieve the objective of the Administration is set out below.

5. Events since the Joint Administrators' Appointment

5.1 Immediately upon appointment, the Joint Administrators undertook a review of the Company's affairs with particular regard to its financial and resource requirements. This assessment was carried out with assistance from the management of the Company.

Company Employees

5.2 Immediately following the appointment of the Joint Administrators, members of the Joint Administrators' staff attended the Company's site to advise employees of the Joint Administrators' appointment and to understand and take control of key processes.

5.3 The Joint Administrators obtained details of the Company's workforce and established an appropriate consultation process. A meeting was called with all employees on 8 February 2022 to outline the Joint Administrators' initial strategy, and to consult with staff and receive their views and suggestions.

5.4 Given the expedited nature of the Joint Administrators' appointment, the Joint Administrators retained all employees bar one, in order to collect information and continue initial operations without disruption. The Joint Administrators believe that this enabled continued collection of the loan books, ongoing processing of customer complaints, financial reporting and general day-to-day operations of the

Company to continue without disruption and provided the Joint Administrators time to consider and implement their strategy with a reduced workforce.

- 5.5 The Joint Administrators terminated the contracts of employment of the two employed directors on 15 February 2022.
- 5.6 Following a consultation process with the Company directors and staff, further reductions of the workforce were made on 21 February 2022 with ten employees being made redundant. This left eight staff on the payroll who the Joint Administrators considered were able to effectively collect the loan book and continue operations. These eight members of staff remain employed by the Company.
- 5.7 Clumber Consultancy ("Clumber") were retained by the Joint Administrators throughout, in order to assist the Company's employees with questions and to submit claims to the Redundancy Payments Service ('RPS').
- 5.8 The Joint Administrators consider the effective management and retention of employees will be a crucial aspect in the future operation of the Administration. As a result, significant time has been spent, and will continue to be spent, in liaising with employees and providing the relevant oversight and technology to enable them to operate effectively. The Joint Administrators continue to liaise with the Company's retained employees, including agreeing a retention plan to incentivise employees to remain with the Company during the Administration.
- 5.9 The Joint Administrators have also benefitted from the continued input of the directors, Paul Auger and Ranjit Narwal, who have assisted in supporting the Company operationally despite their redundancy on 15 February 2022.

Company Premises

- 5.10 The Joint Administrators arranged for the Company to vacate its premises and have facilitated remote working for all remaining employees as of 17 March 2022, in order to reduce overheads. The Company had prepaid rent to 23 March 2022 and therefore no rental expense was incurred by the Joint Administrators during the period of occupation of the premises.
- 5.11 The Joint Administrators will continue to liaise with the landlord, to try to effect a surrender of the lease and to deal with any other matters arising. It is not known whether the landlord will submit a claim in the Administration, but any such claim will be subject to mitigation.

Critical Suppliers

- 5.12 Following their appointment and discussions with the Company's management team, the Joint Administrators identified suppliers that were deemed critical to the ongoing operation of the business. The Joint Administrators have made efforts to contact all these critical suppliers to make arrangements for the receipt of ongoing services.

- 5.13** In this way, Joint Administrators have been able to negotiate the continued supply of all critical IT, merchant services, software, telecoms and financial reporting services required for the Company to continue dealing with collections and customer complaints.

Discussions with the FCA

- 5.14** The Joint Administrators' appointment was consented to by the FCA. The FCA also provided the Company with continued authority to operate, including making collections and dealing with claims from customers and guarantors for potential redress.
- 5.15** The Joint Administrators have been liaising with the FCA to provide them with regular updates on operations and in order to agree a methodology sufficient to enable the Joint Administrators to identify customers and guarantors that should be entitled to redress. The Joint Administrators have also liaised with the FCA and sought its approval in respect of all external correspondence, including notices and FAQs on the Company's website and formal external communications.
- 5.16** The Joint Administrators currently attend weekly calls with the FCA to update them on matters relating to the Administration and their work in formulating a draft redress methodology. It is envisaged these meetings will continue throughout the Administration albeit on a less regular basis, as matters are progressed.
- 5.17** The enforcement division of the FCA have notified the Joint Administrators of a fine that they intend to levy against the Company due to alleged breaches of regulations. The Joint Administrators estimate the sanction to be in the region of £1m – for this reason, this sum has been included in the Estimated financial position shown at Appendix IV.

The Financial Ombudsman Service ('FOS') and complaint processing

- 5.18** At the outset of Administration, the Joint Administrators contacted FOS to inform FOS of their appointment. Since then, FOS have confirmed that, as a result of the Administration, any existing, unresolved complaints will no longer be progressed by FOS, nor will any future cases be considered. It will be for the Joint Administrators to adjudicate on customer claims for redress, on an ongoing basis.
- 5.19** The Joint Administrators and the Company's complaints management team continue to log complaints received by the Company. Any open and future complaints will be dealt with as part of the overall redress methodology, outlined further, below.

Trading

- 5.20** The Joint Administrators have continued to supervise the ongoing limited trading of the Company. This includes the following:

Collection of the Loan Books

- 5.21** As at the date of Administration, the total value of the Company's three loan books was £8,031,532. The three loan books are the Company's own loan book and the books owned by Solaris and Fasanara. Advice was sought from the Joint Administrators' legal advisers, BDB Pitmans, with regard to those debts that are subject to agreement with Solaris and Fasanara, and it was concluded that Solaris and Fasanara are the legal owners of those loan books. Therefore, these are not assets of the Company, although the Company continues to collect these loans and receives a collection fee for doing so.
- 5.22** As at date of Administration, the balances on the outstanding "live" loan books for Fasanara and Solaris amounted to £1,103,055 and £1,454,300 respectively. Of these balances, £840,733 and £1,003,675, respectively, were up to date (ie not in arrears).
- 5.23** The Joint Administrators have retained the services of Frank Waelde, who used to liaise with Fasanara and Solaris on behalf of the Company, and who provided advice each month to the Company on the correct allocation of loan collections between the Company, Solaris and Fasanara.
- 5.24** Mr Waelde has been retained on a 3 month rolling contract and will be paid the sum of £2,000 per month. Mr Waelde has deep knowledge of the agreements between the parties and the mechanics of the waterfall payment distributions from collections and will help to ensure that funds are allocated correctly.
- 5.25** Upon agreement of the monthly reconciliations by Solaris and Fasanara, the amounts owed to them, less commission due to the Company, would be transferred. This normally would take place on or around the 10th of each month.
- 5.26** The reconciliations for February and March 2022 are yet to be finalised. It should therefore be noted that a proportion of the funds collected in the Administration, are being held to the order of Fasanara and Solaris.
- 5.27** The Joint Administrators have continued the collection of the loan book with the help of the retained employees. Tasks associated with this work include:
- Monitoring of the daily cash positions
 - Pursuing arrears
 - Dealing with customer complaints and queries
 - Performing allocations and splits of the collections in line with the actual ownership of the loan books.

Steps taken as regards creditors

- 5.28** The Joint Administrators' staff have handled creditors' queries as they have arisen, which has included telephone calls and correspondence with suppliers, customers and guarantors.

Management of Employees

- 5.29** As noted above, the Joint Administrators retained eight members of staff to assist with the ongoing run-off of the loan book.

- 5.30** The Joint Administrators continue to liaise with the Company's retained staff on a daily basis and have continued to process the Company's payroll and associated tax and pension filings since appointment, with the assistance of the Company's previous payroll provider, Brooms Accountants.

Redress Methodology

- 5.31** The FCA has asked the Joint Administrators to formulate a redress methodology to identify customers who may potentially have been mis-sold loans due to the Company potentially having breached both affordability and sustainability criteria in the granting of loans to vulnerable consumers. Redress in relation to upheld affordability complaints would be limited to the amount of any interest paid by such customers on their loans. All customers are required to repay the capital amounts of their loans, in full, as normal.
- 5.32** The Joint Administrators and BDB Pitmans, assisted by John Thompson, have been liaising with the FCA and have drafted a methodology for the FCA's review. The drafting and implementation of the redress methodology that is effective and appropriate in addressing the FCA's concerns is a key task for the Joint Administrators as it will determine the number of customers who have been deemed to have been mis-sold loans and are therefore eligible for redress.
- 5.33** Once agreed upon, the redress methodology will be communicated to customers and guarantors in writing on the Company's website and the FAQs section will be updated.
- 5.34** As mentioned above, redress in relation to upheld affordability complaints would be limited to the amount of any interest paid by such customers on their loans. All customers are required to repay the capital amounts of their loans, in full, as normal. Redress will be calculated using the industry standard principle of a refund of all fees and charges, including interest paid. All payments made to date will first be credited to the customer's account as capital payments, before calculating the interest element.

Situation where loan repayments have been made since the date of Administration

- 5.35** Customers eligible for redress who have no capital left to pay, on or before the date of Administration, and who have made loan repayments since the date of Administration on 8 February 2022, will have those payments refunded to them and the Joint Administrators will assist them to make a claim in the Administration for any overpaid capital and all interest. The loan will be marked as satisfied and the guarantee released.
- 5.36** Those customers eligible for redress who have capital still to repay at the date of the Administration on 8 February 2022, will have all payments made since the date of Administration applied as capital repayments and any capital balance still due will be repayable by the customer over the balance of the term of the loan.

- 5.37 Where payments have been made by a guarantor entitled to redress in the period since the date of Administration on 8 February 2022, those payments will be refunded in full, and the guarantee will be released. The guarantor will be assisted in making an unsecured claim (plus interest) for any payments they made before the date of Administration.

Situation where no loan repayments have been made since the date of Administration

- 5.38 Customers with outstanding loans who have not made any loan repayments since the date of Administration on 8 February 2022 will be notified that they may be entitled to claim redress: such redress may reduce the balance of their loan or render it paid in full. The Administrators will identify those customers who may be eligible and notify them of the effect of redress on their loan. Those customers will be assisted to claim in the Administration as unsecured creditors for any overpayment of their loans, plus interest.

- 5.39 Guarantors of customers with outstanding loans but who have not made payments since the date of Administration on 8 February 2022 will be notified that they may be entitled to claim redress and that such redress may reduce the balance of their loan or render it paid in full.

- 5.40 The Administrators will identify those guarantors who may be eligible and notify them of the effect of redress on their loan. Those guarantors will be assisted to claim in the Administration as unsecured creditors for any overpayment of their loans, plus interest, and will receive notification of the discharge of the guarantee.

Situation for former customers of the Company who have paid their loans in full

- 5.41 Former customers who have repaid their loans in full prior to Administration will be notified that whilst they may be entitled to claim redress there will be no refunds available to meet these claims from the Administration. They will however be entitled to make an unsecured claim in the Administration for any redress due.

- 5.42 Guarantors of former customers who have repaid their loans in full prior to Administration will be notified that whilst they may be entitled to claim redress there will be no refunds available to meet these claims from the Administration and that their guarantees have been released. They will however be entitled to make an unsecured claim in the Administration for any redress due.

Sale of the Business and Assets

- 5.43 Upon their appointment, the Joint Administrators instructed John Pye & Sons Ltd ("John Pye"), who are professional independent agents with adequate professional indemnity insurance, to dispose of the Company's business and assets using the most advantageous method available. Purchasers were invited to contact John Pye directly to progress their interest.

- 5.44 Thirteen expressions of interest were received and nine non-disclosure agreements were sent to FCA qualifying parties. Six of these were returned and virtual meetings were held with those taking interest to the next stage. Unfortunately, the only offer received for the business and certain was a nominal amount which was not acceptable to the Joint Administrators and not recommended by John Pye.

5.45 The lack of offers is believed to stem from the fact that the Company only owns one of the three loan books it holds. In addition, this loan book has a poor profile displaying a high percentage of loans in arrears on the part of the clients, together with an inherent risk of redress being claimed by some customers/guarantors.

5.46 The Joint Administrators will continue to market the business but do not believe the prospects of a sale in this regard to be likely.

5.47 John Pye also continue to market the remaining chattel assets owned by the Company, currently held on site whilst the final premises matters are being dealt with the landlord.

Pearlmead Development Company Limited ("PDCL")

5.48 The Company holds an interest in 92% of the equity of PDCL, a Grenadian SPV that owns 9.25 acres of beach-front land in Grenada, in the Southern Caribbean.

5.49 One of the Joint Administrators, Allister Manson visited Grenada to inspect the land and have meetings with attorneys, surveyors, valuers and sales agents between 8-10 March 2022. The land is on the Atlantic-facing side of Grenada and is approximately 45 minutes from the main airport, by road. The land is undeveloped and access to the land is not fully paved.

5.50 The Joint Administrators have contacted the other shareholders of PDCL with regard to effecting the sale of the shares. The Joint Administrators believe that the other shareholders are amenable to a sale.

5.51 The Estimated financial position includes the book value of the shares in PDCL at £1.27m. However, there is considerable uncertainty as to the accuracy of this value and the prospect and timing of any future sale. For these reasons, the estimated realisable value of the investment in PDCL is stated as being "uncertain". The Joint Administrators will detail further progress on this matter in future reports.

Other assets

Cash at Bank

5.52 On appointment, the Company had funds in accounts held with Bank of Scotland totalling £310,381. Immediately, a sum of £226,000 was transferred to the Joint Administrators estate account, leaving balances across the Company's accounts totalling £84,381, as follows:

Account name	Purpose	8 February 2022 Balance £
Current account	Day to day trading expenditure	769
Savings account	For cheque deposits only	25
Fasanara account	Held to the order of Fasanara	33,780
Solaris account	Held to the order of Solaris	49,414
Collections account	Account to receive loans repayments	393
Total		84,381

5.53 The Joint Administrators made immediate contact with the Company's bank in relation to these accounts. All future payments were suspended but the accounts were left open to be able to receive funds, to enable the uninterrupted collection of the Company's loans.

5.54 Eazipay, the Company's direct debit service provider, agreed to direct all funds received to a dedicated account held by the Joint Administrators, as shown on the attached Administration Receipts and Payments account.

Receipts held by third party

5.55 As set out above, there are funds held by the Company's bank which are not reflected on the Administration Receipts and Payments account. The balances are, as follows (it should be noted that the Collections account balance changes, daily, as it is the main account that loan repayments are received into (other than Eazipay)):

Account name	Current Balance £
Current account	(335)
Savings account	16
Lending account	(40)
Fasanara account	33,730
Solaris account	49,321
Collections account	189,145
Total	271,837

5.56 The Joint Administrators are in discussions with BOS in relation to the best way to gain day-to-day control of these accounts. It should be noted that, as these funds are not under the direct control of the Joint Administrators, they are not reflected in the Receipts and Payments account at Appendix V.

Instruction of specialists

5.57 When instructing third parties to provide specialist advice and services, or having the specialist services provided by parties connected with Opus, the Joint Administrators are obliged to ensure that such advice or work is warranted and that the advice or work contracted reflects the best value and service for the work undertaken.

5.58 The firm reviews annually the specialists available to provide services within each specialist area and the cost of those services to ensure best value. The specialists chosen usually have knowledge specific to the insolvency industry and, where relevant, to matters specific to this insolvency appointment. Details of the specialists specifically chosen in this matter are detailed below.

5.59 To advise on appropriate legal matters and to prepare required legal documentation, the Joint Administrators instructed BDB, a firm of lawyers with the appropriate expertise and experience in dealing with these types of Administrations.

5.60 In addition, John Pye, a firm of chattel agents, was instructed by the Joint Administrators to undertake inventories and valuations of the Company's chattels and intangible assets where appropriate. The agents also advised on the best method of disposal of those assets and assisted with the sales process and marketing of the business.

5.61 John Thompson of OBAT was instructed by the Joint Administrators to provide advice on the Company's detailed operations and to leverage the knowledge gained through his advisory work with the Company, particularly in the area of customer redress.

5.62 Clumber Consultancy Limited, a specialist employee claims and pension specialist with appropriate PI cover, were instructed to assist the Joint Administrators in liaising and consultation with the employees. Clumber have further been instructed to deal with the Company's pension scheme and report on any outstanding pension contributions that are due.

5.63 The Company's former accountants and payroll provider, Brooms Accountants, have been instructed separately by the Joint Administrators to assist with continuing payroll services for retained employees. Brooms Accountants have provided PI confirmation and are paid on a per-payslip basis.

5.64 All professional fees are based upon the parties' recorded time costs incurred at their standard charge out rates and will be reviewed by the Joint Administrators' staff before being approved for payment. John Pye also charge a 15% commission on sales of chattel assets and intellectual property.

Investigation into the Company's affairs prior to the Administration

5.65 The Joint Administrators have commenced a review of the Company's trading activities in order to establish whether or not there are actions that may be taken for the benefit of the Administration and consequently to enable a report to be submitted to the Insolvency Service on the conduct of the Company's directors.

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

6. The Estimated financial position and the Outcomes for Creditors

6.1 An estimated statement of the Company's affairs has been submitted by Paul Auger, a director of the Company, a copy of which is attached at Appendix IV.

6.2 In accordance with the standard format of a Estimated financial position, no provision has been made in the Statement for the costs of the Administration, including the ongoing costs of trading, and professional fees and expenses.

Prospects for creditors

6.3 Attached at Appendix V is the Joint Administrators' receipts and payments account for the period from 8 February 2022 to 5 April 2022.

Preferential Creditors

- 6.4 Given that employees have outstanding salary owing for the first seven days of February and, given the employee redundancies made to date, the Joint Administrators expect a preferential claim to be received by the RPS in due course. Whilst a claim has yet to be provided by the RPS, it is expected that preferential creditors will be paid in full during the course of the Administration and subsequent liquidation.

Secondary Preferential Creditors

- 6.5 The Estimated financial position states there is an amount of £15,768 due in respect of PAYE and NI contributions due to HM Revenue and Customs. It is expected that this claim will be paid in full.

Prescribed Part

- 6.6 The Act requires Administrators to set aside a prescribed part of the Company's net property, which is the balance remaining after discharging the preferential and secondary preferential claims but before paying the floating charge-holder, available for the satisfaction of unsecured debts.
- 6.7 In this case, the prescribed part provision does not apply, as there is no debt due to any secured creditor and all previous charges have now been satisfied.

Unsecured Creditors

- 6.8 The Estimated financial position indicated total unsecured creditor claims will total £1.73m. Given the uncertainty regarding the total number of claims that may arise from the redress exercise, in addition to any potential fine from the FCA enforcement division, this number is only an estimate. Accordingly, at this time, the Joint Administrators are mindful that this figure may be subject to significant change during the course of the Administration.
- 6.9 Whilst it is hoped that sufficient assets will be realised to enable a dividend to be payable to unsecured creditors, the uncertainty of the total claims to be received and the timing of the loan book collections mean that the quantum and timing of any future dividend is uncertain at this time. Further updates in this regard will be provided to creditors in future reports.

7. The Joint Administrators' Fees

- 7.1 The Joint Administrators propose to fix their fees by reference to:
- the time properly given by the Joint Administrators and their staff in attending to matters arising in the Administration, as per the fee estimate, such time to be charged at the prevailing standard hourly charge out rates used by Opus Restructuring LLP at the time the work is performed; and
- 7.2 Attached at Appendix VI is the Joint Administrators' Fees Estimate. Attached at Appendix VII is a breakdown of the time costs incurred in the Administration to and the charge-out rates of the Joint Administrators and their staff are provided at Appendix VIII. Creditors will note from the information provided that the estimated

realisable value of all assets totals £613,119. As described elsewhere, necessary ongoing trading expenses, such as wages and salaries, will be payable to third parties, which will need to be paid in priority to the Joint Administrators' fees.

7.3 Creditors may access a Guide to Administrators' Fees at <http://thecompliancealliance.co.uk/cgfdm.pdf> or a hard copy will be provided on request.

8. The Joint Administrators' Expenses

8.1 Attached at Appendix IX are details of the expenses that the Joint Administrators expect to incur in the Administration.

8.2 Expenses fall into two categories: Category 1 and Category 2.

- Category 1 expenses are payments to persons providing the service to which the expense relates who are not associates of the Joint Administrators. Administrators may discharge Category 1 expenses from the funds held in the insolvent estate without further recourse to creditors.
- Category 2 expenses are payments to associates or which have an element of shared costs. Payments may only be made in relation to Category 2 expenses after the relevant creditors have approved the bases of their calculation.

8.3 Appendix IX provides details of the bases of Category 2 expenses that the Joint Administrators propose to recover from the insolvent estate.

9. The Joint Administrators' Discharge

9.1 The Act requires that the timing of the Joint Administrators' discharge from liability will be decided by the unsecured creditors. The Joint Administrators propose that this discharge will take effect when their appointment ceases to have effect and a decision will be sought in respect of this.

10. Approval Process

Approval of the Statement of Proposals

10.1 Attached at Appendix X is a summary of the Joint Administrators' Statement of Proposals. For further information on how the Company's affairs will continue to be managed, if these Proposals are approved, please refer to Appendix VI, which sets out in detail what further work the Joint Administrators propose to undertake.

10.2 The Joint Administrators are seeking creditors' approval of the Statement of Proposals by means of the process set out in Rule 15.11 of the Rules (Deemed Consent).

Other Decisions

10.3 The Joint Administrators are also inviting creditors to decide on the following matters:

- Whether to establish a creditors' committee
- The timing of the Joint Administrators' discharge from liability
- In the event that a creditors' committee is not established:
 - The basis on which the Joint Administrators' fees shall be fixed
 - The approval of the unpaid pre-Administration costs
 - The approval of the basis of Category 2 expenses

10.4 Attached at Appendix XI are the relevant notices and forms required to assist creditors in submitting a vote in these proceedings.

Should any creditor have any questions in relation to the above, please do not hesitate to contact either of the Joint Administrators, by email to tfsloans@opusllp.com.

Dated this 1st April 2022



Allister Manson
Joint Administrator

Allister Manson and Trevor John Binyon were appointed Joint Administrators of T F S Loans Limited on 8 February 2022. The affairs, business and property of the Company are managed by the Joint Administrators. The Joint Administrators act as agents of the Company and contract without personal liability.

Appendix I: Definitions

The Act	The Insolvency Act 1986
The Rules	The Insolvency (England & Wales) Rules 2016
The Statement of Proposals	The Statement of the Joint Administrators' Proposals prepared pursuant to Paragraph 49(1) of Schedule B1 of the Act
The Joint Administrators	Allister Manson and Trevor John Binyon
The Company	T F S Loans Limited (in Administration)
The Court	High Court of Justice, Business and Property Courts of England and Wales In London, Insolvency and Companies List (Chd)
Clumber	Clumber Consultancy Limited
FCA	Financial Conduct Authority
FOS	Financial Ombudsman Service
RPS	The Redundancy Payments Service
HMRC	HM Revenue & Customs
John Pye	John Pye & Sons Limited
ROT	Retention of Title
OBAT	Opus Business and Turnaround
PDCL	Pearlmead Development Company Limited
PP or Prescribed Part	The Prescribed Part of the Company's net property subject to Section 176A of the Act
QFCH	Qualifying Floating Charge Holder
SIP	Statement of Insolvency Practice (England & Wales)
TUPE	Transfer of Undertakings (Protection of Employment) Regulations

Appendix II: Statutory and Financial Information

Company name	T F S Loans Limited										
Previous name(s)	Blue Fish Loans Ltd Loantalk.co.uk Ltd										
Proceedings	In Administration										
Court	High Court of Justice, Business and Property Courts of England and Wales in London, Insolvency and Companies List (Chd)										
Court reference	344 of 2022										
Date of appointment	8 February 2022										
Appointed by	Directors of T F S Loans Limited, Broom House 39-43 London Road Hadleigh Benfleet Essex SS7 2QL										
Joint Administrators	Allister Manson and Trevor John Binyon Opus Restructuring LLP, 4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB										
Statement required by Paragraph 100(2) of Schedule B1 of the Act	The Joint Administrators are authorised to carry out all functions, duties and powers by either one or by both of them.										
Registered office	c/o Opus Restructuring LLP, 4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB										
Company number	06542065										
Incorporation date	25 March 2008										
Directors at date of appointment	Paul James Auger Martin Graham Ranjit Narwal Howard Snell										
Directors' shareholdings	<table><tr><th>Director</th><th>Shareholding</th></tr><tr><td>Paul James Auger</td><td>2.95%</td></tr><tr><td>Martin Graham</td><td>1.98%</td></tr><tr><td>Ranjit Narwal</td><td>0.37%</td></tr><tr><td>Howard Snell</td><td>1.66%</td></tr></table>	Director	Shareholding	Paul James Auger	2.95%	Martin Graham	1.98%	Ranjit Narwal	0.37%	Howard Snell	1.66%
Director	Shareholding										
Paul James Auger	2.95%										
Martin Graham	1.98%										
Ranjit Narwal	0.37%										
Howard Snell	1.66%										

Summary Profit and Loss Account

	Draft Management Accounts for Period to 31 January 2022 £	Audited Statutory Accounts for year to 31 December 2020 £	Audited Statutory Accounts for year to 31 December 2019 £
Turnover	52,654	2,557,759	4,663,052
Cost of Sales	(225,040)	(543,277)	(713,324)
Gross Profit	(172,386)	2,014,482	3,949,728
Gross Margin %	N/A	79%	85%
Other Expenses	N/A	(1,493,886)	(2,634,929)
(L)/EBIT	(172,386)	520,596	1,314,799

Summary Balance Sheet

	Draft Management Accounts for Period to 31 January 2022 £	Audited Statutory Accounts for year to 31 December 2020 £	Audited Statutory Accounts for year to 31 December 2019 £
Tangible assets	3,817	15,618	31,836
Intangible assets	-	-	-
Fixed assets	3,817	15,618	31,836
Debtors	7,045,750	10,195,397	14,198,060
Cash At Bank	347,410	404,908	630,079
Current Assets	7,393,160	10,600,305	14,739,139
Liabilities			
Other loans	(2,226,092)	(10,257,604)	(11,533,108)
Trade Creditors	(107,068)	(111,834)	(135,635)
Tax	(41,282)	(4,708)	-
Soc Sec & other tax	-	(47,395)	(49,185)
Other Creditors	(5190)	(7,161)	(6,992)
Accrued expenses	(69,559)	(66,287)	(128,218)
Long term creditors	NIL	-	(2,912,039)
Provision	NIL	-	(2,448)
Total Liabilities	(2,449,191)	(1,494,989)	(13,767,625)
Net Assets	4,947,786	120,934	3,350

Appendix III: Statement of Pre-Administration Costs

On 4 February 2022, the Board agreed with the proposed Joint Administrators that Opus Restructuring LLP be paid fees for work done prior to the Administration on the basis of time costs incurred by the insolvency practitioners and their staff at their standard charge-out rates plus VAT and related expenses for the following tasks and matters that were considered to be necessary to placing the Company into Administration:

- Liaising with Directors and associated parties to obtain information relating to the Company and its financial position.
- Liaising with agents regarding the Company's asset position to request updates regarding the valuations, reviewing details of the Company's assets and the valuations provided.
- Drafting Engagement Letter, letter of advice, letter regarding GDPR and providing the Directors with a questionnaire for them to complete, updating our internal system with the information provided.
- Discussions and meetings with the Board of Directors and agents to establish viability of business and potential trading in Administration.
- Liaising with agents regarding the marketing of business and the proposed strategy
- Conflict Review, Ethical Review and all pre-appointment checks, including pre-appointment internal checklists.
- Case set-up and administrative duties including, managing and updating our internal system with information as and when it was made available and keeping an up to date schedule of creditor and assets.
- Liaising with agents and solicitors in relation to the marketing process
- Discussions and meetings internally and with solicitors and agents regarding strategy and pre-appointment legal issues.
- Discussion with the Financial Conduct Authority as regards to the Company's financial position and the proposed insolvency strategy ahead of appointment.
- Liaising the solicitors in relation to filing of Administration appointment documentation.
- Internal strategy discussion as regards to staffing, appointment tasks and understanding processes to be undertaken by Opus staff.
- Liaising with the Company's employees as regards to Administration process.

Prior to Administration, the proposed Joint Administrators gathered information on the Company to ensure that they were in a position to consent to act as Joint Administrators and to formulate an initial strategy for pursuing achievement of an Administration objective.

Time was spent on ethical and pre-appointment checks including those relating to ethics, money laundering and bribery. Whilst many of these tasks do not have a direct benefit, they assist in the efficient and compliant progressing of the Administration, which ensures that my staff and I carried out our pre-appointment work to high professional standards.

In conducting the above work, the following costs were incurred, VAT exclusive:

	£
Opus Restructuring	27,457.50
Solicitors' costs	12,722.00
Opus Business Advisory and Turnaround ("OBAT")	3,187.80
Total	43,367.30

Some of the work detailed above has been carried out by a party connected to Opus namely OBAT. The Joint Administrators consider that the experience and deep understanding of the business provided by OBAT enabled the Joint Administrators to save considerable time in their information gathering and provided a net benefit to creditors.

A summary breakdown of pre-administration time costs incurred is presented below:

Work Function	Total Hours	Time Cost	Average Hourly Rate
Liaising with Directors and associated parties	1.50	375.00	250.00
Liaising with Employees	1.30	355.00	273.08
Dealing with assets	2.50	805.00	322.00
Liaising with Creditors	0.70	245.00	350.00
Drafting Engagement Letter and associated docs	1.00	250.00	250.00
Conflict Review, Ethical Review and all pre appointment checks	8.40	1,902.50	226.49
Case set up, filing and general administration	7.90	1,905.00	241.14
Pre-appointment Advisory Work	10.50	3,937.50	375.00
Administration appointment documentation	4.90	1,677.50	342.35
Discussions regarding Strategy	33.00	9,610.00	291.21
Prepare meeting documentation	7.00	2,625.00	375.00
Pre-Appointment Legal Issues	10.20	3,770.00	369.61
Total	88.90	27,457.50	308.86

Appendix IV: Estimated Financial Position

A – Summary of Assets

Assets	Book Value £	Estimated to Realise £
Uncharged assets:		
Office Furniture & Computer Equipment	3,817	3,990
 Gross loans owned by Solaris Bank	1,454,300	
Less: owed to Solaris	(1,073,729)	
Reserve held by Solaris	100,000	
	<u>480,571</u>	
 Gross loans owned by Fasanara	1,103,055	
Less: owed to Fasanara	(912,363)	
Reserve held by Fasanara	100,000	
	<u>290,692</u>	
 Gross loans owned by TFS	5,474,177	
Less: loans in arrears over 12 months old	(4,651,185)	
	<u>822,992</u>	
 Total loans available to TFS (net of direct costs of collection)	1,594,255	380,670
 Rent Deposit	11,250	5,625
 Current Account 02356158	25,231	25,231
Collections Account 10112469	46,734	46,734
Lending Account 10112362	150,000	150,000
Savings Account 02356166	869	869
 Investment in Pearlmead Limited (Grenada)	1,270,938	Unknown
 Estimated total assets available for preferential creditors		<u>613,119</u>

*Note: The Company holds two separate, designated bank accounts on trust for Fasanara and Solaris. These accounts have therefore been excluded from the Estimated financial position because the balances held are not Company assets.

The balances in these accounts at the date of Administration were:

Fasanara Trust Account - £63,561
Solaris Trust Account - £61,014

Summary of liabilities

	Estimated to Realise £	
Estimated total assets available for preferential creditors (carried from page A)	613,119	
Liabilities		
Preferential creditors:		
Employee Arrears	19,662	
Pension Arrears	501	
Total Preferential Claim		(20,163)
Estimated deficiency / surplus as regards preferential creditors:		592,956
Secondary Preferential Creditors:		
HMRC re PAYE/NI	15,768	(15,768)
Estimated total assets available for unsecured creditors		577,188
Purchase Ledger Creditors	109,866	
Redress to customers approved by the Financial Ombudsman	253,204	
Waltham Forest Friendly Society (Funder)	240,000	
HMRC accrued income tax	25,513	
Company Credit card	619	
Expenses Control	608	
Pension Fund Creditor	4,341	
Potential fine from FCA enforcement division	1,000,000	
Employees	212,680	
		(1,846,831)
Estimated surplus/deficiency as regards unsecured creditors		(1,269,643)
Issued and called up capital		
Ordinary shareholders	100,000	
Redeemable Preference Shares - redeemable from 31.12.25	3,890,181	(3,990,181)
Estimated total deficiency / surplus as regards members		(5,259,824)

COMPANY CREDITORS (excluding employees and consumers)

B -

Note: include all creditors (excluding employees and certain consumers (see relevant page for definition of a consumer)) and indicate any creditors under hire-purchase, chattel leasing or conditional sale agreements and any creditors claiming retention of title over property in the company's possession.

Name of creditor	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
AccountScore Ltd	2 Minton Place, Victoria Road, Bicester, Oxon, OX26 6QB	1,200.00			0.00
Acumen Part Time FD	4 Park Road, Redhill, Surrey, RH1 1BT	1,395.00			0.00
Aquaid	Unit 4 Christy Court, Christy Way, Southfields, Basildon, SS15 6TL	185.14			
Ashley Taylors Legal Ltd	11 Horsted Square, Bellbrook Business Park, Uckfield, East Sussex, TN22 1QG	168.00			
Brooms Professional Services Ltd	Broom House, 39 - 43 London Road, Benfleet, SS7 2QL	1.00			
Clarks Archive Storage Ltd	Stour Valley Business Centre, Brundon Lane, Sudbury, Suffolk, CO10 7GB	270.16			
CIFAS	6th Floor, Lynton House, 7 - 12 Tavistock Square, London, WC1H 9LT	8,100.00			
Clarks Advanced Shredding	Stour Valley Business Centre, Brundon Lane, Sudbury, Suffolk, CO10 7GB	58.22			

Dove & Silverburn Management Ltd	Suite 11 Chalkwell Lawns, 648 - 656 London Road, Westcliff on Sea, Essex, SS0 9HR	499.00			
Bidwells	Suite 1D Grovemere House, Lancaster Way, Ely, Cambridge, CB6 3NW	759.45			
Experian Ltd	Sir John Peace Building, Experian Way, Nottingham, NG80 1ZZ	3,500.00			
Financial Conduct Authority	12 Endeavour Square, London, E20 1JN	1.00			
Feefo Holdings Ltd	Feefo Barn, Heath Farm, Heath Road, East Peterfield, Hampshire, GU31 4HT	441.00			
Firstcom Europe CXP Ltd	Merlin House, Langstone Business Park, Newport, Gwent, NP18 2HJ	4,861.47			
FLG Business Techology Ltd	Ribble Court, 1 Mead Way, Padiham, BB12 7NG	2,983.61			
Financial Ombudsman Service	Exchange Tower, London, E14 9SR	64,000.00			
GB Group Plc	The Foundation, Herons Way, Chester Business Park, Chester, CH4 9GB	210.00			
Lexis Nexis	Global Reach, Dunleavy Drive, Cardiff, CF11 0SN	1,154.72			
Office Needs (Essex) Ltd	4 Olympic Business Centre, Paycocke Road, Basildon, Essex, SS14 3EX	848.05			
Oyster Bay Systems Ltd	Caernarvon House, Charter Court, Enterprise Park, Swansea, SA7 9FS	18,647.97			
Perfect Data Solutions Ltd	1650 Parkway, Whiteley, Fareham, Hampshire, PO15 7AH	2,594.95			

Recycle Print & Design Ltd	Swaines Industrial Estate, Ashingdon Road, Rochford, Essex, SS4 1RG	799.20			
Revive Digital Solutions Ltd	7th Floor, Maitland House, Warrior Square, Southend on Sea, SS1 2LY	1,254.00			
Rochford District Council	South Street, Rochford, Essex, SS4 1BW	6,555.24			
Royal Mail Group Ltd	Royal Mail House, Stone Hill Road, Farnworth, Bolton, BL4 9XX	9.62			
Wilson McKendrick Solicitors Ltd	Queen's House, 29 St Vincent Place, Glasgow, G1 2DT	879.42			
Xoori Gmbh	Eugen-Ruoff-Str.15, 71404 Korb, Germany	2,592.63			
Totals		109,866.02			0.00

COMPANY SHAREHOLDERS

E -

Name of shareholder	Address (with postcode)	No. of shares held	Nominal Value £	Details of shares held
Ashcoe Holdings	53/63 Redbridge Lane, East Ilford, Essex, IG4 5EY	1,050,000		
Tom & Isobel Auger	338 Eastwood Road, Rayleigh, Essex, SS6 7LW	22,000		
Ben Bullock	33 Gainsborough Road, Richmond, Surrey, TW9 2DZ	50,000		
Anthony Coe	Bishops Green, Great Dunmow, Essex, CM6 1NF	10,000		
Richard Collocot	37 Hume Road, Dunkeld, 2196 Gauteng, South Africa	100,000		
De'lisle Editorial Ltd	Walnut Tree Cottage, Skirmett, Henley on Thames, Oxon, RG9 6TD	285,000		
Ron Faux	Rettendon Hall, Main Road, Rettendon, Essex, CM3 8DW	1,100,000		
Martin Graham	76 Larkhill Rise, London, SW4 6LB	125,000		
Hilda Graham	76 Larkhill Rise, London, SW4 6LB	137,000		
Harry Graham	Flat 6, 32 St Mary's Road, London, SE15 2DW	100,000		
Jack Graham	Flat 42, Carlton Mansions, Maida Vale, London, W9 1NR	100,000		
David Harris	7 Stearn Way, Buntingford, Herts, SG9 9GH	60,000		
Paul Jesper	41 St Thomas Road, Rochford, Essex, SS4 3LZ	75,000		
Cecilia Jesper	41 St Thomas Road, Rochford, Essex, SS4 3LZ	75,000		

Paul JOS	12 Bramble Road, Leigh on Sea, Essex, SS9 5HB	187,134		
Isabelle Mathew	4 Whittaker Street, London, SW1W 8JQ	1,195,650		
Ranjit Narwal	10 Seymer Road, Romford, Essex, RM1 4LB	24,033		
Richard Ogdon	27 Sedley Taylor Road, Cambridge, Cambridgeshire, CB2 8PN	300,000		
Howard Snell	Greensleeves 57 High Road, Hockley, Essex, SS5 4SZ	105,150		
Marie Snell	Greensleeves 57 High Road, Hockley, Essex, SS5 4SZ	227,693.86		
Shelia Snell	Seekers Green, 17 Links Road, Flackwell Heath, Bucks, HP10 9LY	50,000		
Solibay Investments Ltd	P.C.6040, Larnaca, Cyprus	29,167		
John White	Heath Place, Hornsby Lane, Orsett, Essex, RM16 3AU	1,000,000		
Jannine Worthy-Lloyd	The Stables, Carpenters Farm, Harrow Road, North Benfleet, Essex, SS12 9JJ	26,668.00		

Signature_____Date_____

Appendix V: Receipts and Payments Account and Trading Account

T F S Loans Limited - In Administration Joint Administrators' Trading Account

From 8 February 2022 to 1 April 2022

	£
Trading Income*	
Loans repayments (via Eazipay)	208,939.29
	<u>208,939.29</u>
Trading Expenditure	
Wages & Salaries	(28,526.91)
Direct Expenses	(44.99)
Insurance	(579.85)
Bank Charges	(759.45)
Call Centre	(395.00)
Collections Customer Contact System	(1,671.48)
PAYE & NI	(2,492.66)
Shredding	(56.00)
IT Support Costs	(225.00)
IT and Telecoms Infrastructure	(8,207.43)
	<u>(42,958.77)</u>
Trading Profit/(Loss)	<u>165,980.52</u>

*The bank accounts detailed at section 5.55 currently remain under the control of the Bank of Scotland and are therefore not reflected in the R&P. These accounts total £271,837.

T F S Loans Limited - In Administration
Joint Administrators' Abstract of Receipts & Payments

From 08 February 2022 To 01 April 2022

S of A £		£	£
	ASSET REALISATIONS		
NIL	Cash at Bank	226,000.00	
NIL	Bank Interest Gross	11.70	
NIL			226,011.70
	COST OF REALISATIONS		
NIL	Storage Costs	(794.33)	
NIL	Statutory Advertising	(103.50)	
NIL	Vat Irrecoverable	(2,670.19)	
NIL	Professional Fees	(1,898.20)	
NIL	Licence Fees	(185.00)	
NIL	Payment Processor Bond	(2,500.00)	
NIL			(8,151.22)
	UNSECURED CREDITORS		
NIL	Trade Creditor	NIL	
NIL			NIL
	TRADING		
	Trading Profit/(Loss)		165,980.5
NIL			384,841.00

REPRESENTED BY

FLTC - A Manson & TJ Binyon Jnt Adms of T F S Loans Limited
FLTC2(Eazipay) - A J Manson & TJ Binyon Jnt Adms of T F S
Loans Limited

175,661.16
208,179.84

383,841.00



Allister Manson
Joint Administrator

Appendix VI: The Joint Administrators' Fees Estimate

Please note that this estimate reflects the work undertaken and time anticipated to be incurred for the full period of the Administration and thus it includes the time already incurred, details of which are provided at Appendix VIII.

The Fees Estimate has been compiled on the following assumptions:

- that the Joint Administrators' initial investigations will not identify any matters that require significant further investigations or legal pursuit.
- that no exceptional work will be required to realise the remaining assets and collect in the deferred consideration.
- that there will be no requirement to hold a physical creditors' meeting or additional decision procedure to consider the matters covered by the Joint Administrators' Proposals.

Based on these assumptions being correct, the Joint Administrators do not anticipate that it will be necessary to seek additional approval from the relevant creditors for fees in excess of the fee estimate. However, in the event that the Administration does not proceed as envisaged, the Joint Administrators will seek approval for any fees in addition to those estimated that they wish to draw from the insolvent estate.

General Description	Includes	Estimate of no. of hours	Estimated blended hourly rate (£)	Estimate of total (£)
Administration (including statutory reporting)		304.4	310.24	94,437.50
Statutory/advertising	Filing and advertising to meet statutory requirements	36.6	298.91	10,940.00
Document maintenance/file review/checklist	Filing of documents Periodic file reviews, including ethical, anti-money laundering and anti-bribery matters Maintenance of statutory and case progression task lists/diaries Updating checklists	19.2	234.77	4,507.50
Bank account administration	Preparing correspondence opening and closing accounts Requesting bank statements Bank account reconciliations Correspondence with bank regarding specific transfers Maintenance of the estate cash book Banking remittances and issuing cheques/BACS payments	54.5	277.52	15,125.00
Planning / review	Discussions regarding strategies to be pursued Meetings with team members and independent advisers to consider practical, technical and legal aspects of the case	139.0	340.29	47,300.00
Books and records / storage	Dealing with records in storage Sending case files to storage	12.4	287.50	3,565.00
Creditor reports	Preparing proposal, six monthly progress reports, conversion to CVL and final report Seeking extension via creditors (where appropriate) and/or court	38.0	304.61	11,575.00
Creditors' decisions	Preparation of decision notices, proxies/voting forms	4.7	303.19	1,425.00

General Description	Includes	Estimate of no. of hours	Estimated blended hourly rate (£)	Estimate of total (£)
	Collate and examine proofs and proxies/votes to establish decisions Consider objections received and requests for physical meeting or other decision procedure Preparation of meeting file, including agenda, certificate of postage, attendance register, list of creditors, advertisement of meeting and draft minutes of meeting Issuing notice of result of decision on Proposals			
Investigations		76.3	232.96	17,775
SIP 2 Review	Collection, and making an inventory, of company books and records Correspondence to request information on the company's dealings, making further enquiries of third parties Reviewing questionnaires submitted by creditors and directors Reconstruction of financial affairs of the company Reviewing company's books and records Review of specific transactions and liaising with directors regarding certain transactions	73.1	227.70	16,645.00
Statutory reporting on conduct of director(s)	Preparing statutory investigation reports Liaising with the Insolvency Service Submission of report to the Insolvency Service Preparation and submission of supplementary report (if required) Assisting the Insolvency Service with its investigations	3.2	353.13	1,130.00
Realisation of Assets		144.80	315.80	45,727.50
Sale of Business	Instructing and liaising with agents Preparing an information memorandum Liaising with potential purchasers Assessment and review of offers received Negotiating with intended purchaser(s)	17.9	338.13	6,052.50
Plant and machinery; office furniture and equipment	Liaising with valuers, auctioneers and interested parties re uplift and potential sale Reviewing asset listings Liaising with landlords	0.3	375.00	112.50
Dealing with interest in shares in PDCL (land in Grenada)	Liaising with valuers and agents on marketing strategy and offers received Preparation of property for marketing Dealing with legal matters associated with the property	94.2	301.35	28,387.50
Debt Collection	Review any trading debtor ledgers Correspondence with any trade debtors Collecting debts as part of the trading process	7.0	371.43	2,600.00
Leases	Reviewing lease documents Liaising with agents and owners/lessors Matters relating to leasehold	8.0	298.44	2,387.50
Corporation tax refunds, cash at bank	Examining company records to support tax refunds Liaising with banks to recover cash at bank	3.0	375.00	1,125.00
Insurance	Identification of potential issues requiring attention of insurance specialists Correspondence with insurer regarding initial and	14.4	351.56	5,062.50

General Description	Includes	Estimate of no. of hours	Estimated blended hourly rate (£)	Estimate of total (£)
	ongoing insurance requirements Reviewing insurance policies Correspondence with previous brokers			
Trading		421.60	314.66	132,662.50
Management of operations	Analysing loan book and collections Liaising with loan book owners with regard to collections Negotiating with ransom creditors Establishing new accounts with utility providers Ensuring security of premises, computer system, equipment and stock Liaising with customers to with regard to continued payment and queries Liaising with management and staff Site Supervision Authorising purchase orders Maintaining purchase order registry Preparing and authorising receipt vouchers Preparing and authorising payment vouchers Liaising with RPS regarding redundancies Arranging new PAYE scheme with HMRC and submitting online payroll returns Concluding payroll and issuing forms P45 when trading ceases Liaising with Pensions regulator regarding auto-enrolment Collecting loan book	309.00	315.74	97,562.50
Accounting for trading	Reviewing company's budgets and financial statements Preparing budgets Preparing financial reports Finalising trading profit or loss Trading strategy review Tax returns	52.60	323.91	17,037.50
Ongoing employee issues	Consultation with employees regarding redundancies and continued employment Review of staffing requirements for trading period Deciding on and making redundancies where necessary	60.00	301.04	18,062.50
Creditors (claims and distribution)		56.20	350.27	19,685.00
Creditor communication	Receive and follow up creditor enquiries via telephone Review and prepare correspondence to creditors and their representatives via email and post Assisting employees to pursue claims via the RPS Corresponding with the PPF and the Pensions Regulator	34.40	356.25	12,255.00
Dealing with proofs of debt ('POD')	Receipting and filing POD when not related to a dividend Corresponding with RPO regarding POD when not related to a dividend	1.8	350.00	630.0
Processing proofs of debt	Preparation of correspondence to potential creditors inviting submission of POD Receipt of POD Adjudicating POD Request further information from claimants regarding POD Preparation of correspondence to claimant	11.00	375.00	4,125.00

General Description	Includes	Estimate of no. of hours	Estimated blended hourly rate (£)	Estimate of total (£)
	advising outcome of adjudication			
Distribution procedures	Agreeing allocation of realisations and costs between fixed and floating charges Paying distribution to preferential/secondary preferential or unsecured creditors The process below will need to be applied for each class of creditor paid: Preparation of correspondence to creditors advising of intention to declare dividend Advertisement of notice of intended dividend Preparation of dividend calculation Preparation of correspondence to creditors announcing declaration of dividend Preparation of cheques/BACS to pay dividend Preparation of correspondence to creditors enclosing payment of distribution Seeking unique tax reference from HMRC, submitting information on PAYE/Ni deductions from employee distributions and paying over to HMRC Dealing with unclaimed dividends When paying the secondary preferential creditor the adjudication of HMRC's secondary preferential claim, may involve bringing the Company's preferential tax affairs up to date	9.0	297.22	2,675.00
Creditors' Committee	No estimate has been provided, as it has been assumed that no Committee will be established	-	-	-
Case Specific Matters		39.50	316.96	12,520.00
Meeting and correspondence with FCA		30.5	328.13	9,975.00
Dealing with Company pension scheme		6.2	285.48	1,770.00
Correspondence with Utility Companies		2.9	267.24	775.00
Total		1,042.80	309.56	322,807.50

Administration (including Statutory Reporting)

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

Investigations

At present, the Joint Administrators' investigations are ongoing and it is not yet clear whether any matters will be identified with the potential to generate additional recoveries for the insolvent estate. At this early stage, it is difficult to estimate the likely time costs and expenses that may be incurred in carrying out a detailed exploration and pursuit of any questionable matters. The Fees and Expenses Estimates reflect the anticipated work in carrying out basic investigations in order to identify any potential causes of action. If any are identified and the Joint Administrators consider that additional work is required in order to generate a net financial benefit for creditors, they may revert to the relevant creditors to seek approval for fees in excess of the estimate.

Realisation of assets through ongoing trading in "run-off"

The receipts and payments account at Appendix VI sets out the realisations achieved to date and estimated financial position at Appendix IV sets out the total anticipated realisations and the financial benefit that this work is expected to generate for creditors. In brief, the following main tasks are yet to be completed:

- Trading / collection of loan books: continuing to monitor and collect outstanding loans
- Liaising with Fasanara and Solaris regarding their share of the loan sums collected
- Re the shareholding in PDCL: progressing a sale of the land with the assistance of international and local property agents, local attorneys and surveyors
- Continued marketing and sale of business and assets
- Tax refunds: monitoring the availability of tax refunds
- Sale of chattel assets with the assistance of agents
- Cash at bank: continuing to pursue the Company's bank to release payment

The majority of all loan repayments collected are due to Fasanara and Solaris. Although these amounts have yet to be reconciled, the Joint Administrators believe that to date, the trading period has generated a small surplus. This is being used to meet ongoing redress liabilities, defray professional costs and assist with making other realisations, such as the shares in PDCL.

Creditors (claims and distributions)

The Joint Administrators believe that there will be sufficient funds to pay preferential creditors in full (i.e., certain liabilities owing to the Company's employees and HMRC). Irrespective of whether sufficient realisations are achieved to pay a dividend to preferential or secondary preferential or unsecured creditors, time will be spent in dealing with creditors' queries, assisting the employees in pursuing their claims via the RPS and corresponding with redress and ordinary creditors. In addition, as a dividend to preferential creditors is anticipated, time will be spent adjudicating on those creditors' claims to ensure that the funds are distributed in accordance with each creditor's statutory entitlement.

Appendix VII: Breakdown of the Joint Administrators' Time Costs

Classification of work function	Partner/ Director	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost	Average Hourly Rate
Administration & Planning							
Meeting, Travel & Waiting Time	2.00	0.00	0.00	0.00	2.00	750.00	375.00
Internal Documentation and IT	0.50	0.00	0.00	7.70	8.20	955.00	116.46
Case Planning	69.60	25.30	11.90	0.00	106.80	32,865.00	307.72
Case Reviews including MR1s/MR2s	1.00	0.00	0.00	0.00	1.00	350.00	350.00
Administrative Set Up	0.00	1.50	2.70	0.00	4.20	982.50	233.93
Appointment Notification	1.30	1.40	3.20	0.00	5.90	1,525.00	258.47
Maintenance of Records	0.50	0.60	0.60	0.00	1.70	460.00	270.59
Statutory Reporting and Compliance	4.50	2.30	14.90	0.00	21.70	5,577.50	257.03
Cashiering	1.90	0.50	6.10	7.40	15.90	3,182.50	200.16
Statutory forms	1.60	0.00	2.20	0.00	3.80	1,055.00	277.63
Post appointment Corporation tax	0.00	0.00	0.30	0.00	0.30	67.50	225.00
Post appointment VAT	0.00	0.00	0.60	0.00	0.60	135.00	225.00
Other post appointment tax matters	0.10	0.00	0.00	0.00	0.10	35.00	350.00
File Review	0.00	0.00	2.00	0.00	2.00	450.00	225.00
	83.00	31.60	44.50	15.10	174.20	48,390.00	277.78
Investigations							
Other Investigations	0.20	0.00	0.00	0.00	0.20	70.00	350.00
Analysis of financial records	0.00	0.00	0.30	30.30	30.60	3,097.50	101.23
Correspondence with director	0.10	0.00	0.70	0.00	0.80	192.50	240.63
	0.30	0.00	1.00	30.30	31.60	3,360.00	106.33
Realisation of Assets							
Sale of Assets	8.90	0.00	0.00	0.00	8.90	3,327.50	373.88
Debt Collection	6.00	1.00	0.00	0.00	7.00	2,500.00	357.14
Retention of Title	0.00	0.30	0.00	0.00	0.30	75.00	250.00
Correspondence with Agent	1.80	0.00	0.00	0.00	1.80	630.00	350.00
Legal Matters	1.50	0.00	0.00	0.00	1.50	562.50	375.00
Identifying, securing, insuring assets	9.50	0.00	0.00	0.00	9.50	3,562.50	375.00
Other assets	0.30	0.00	0.00	0.00	0.30	82.50	275.00
Property, business and asset sales - general	19.80	0.50	0.70	0.00	21.00	7,687.50	366.07
Cash at Bank	3.00	0.00	0.00	0.00	3.00	1,087.50	362.50
	50.80	1.80	0.70	0.00	53.30	19,515.00	366.14

Trading							
Initial Actions	7.50	0.00	0.50	0.00	8.00	2,925.00	365.63
Trading Accounts	31.20	0.50	6.90	0.00	38.60	12,597.50	326.36
Ongoing Trading Activities	38.30	13.80	32.40	0.00	84.50	24,222.50	286.66
Employee Matters	6.60	4.30	11.90	0.00	22.80	6,062.50	265.90
Management of operations	14.30	30.80	16.00	0.00	61.10	16,057.50	262.81
Legal Correspondence	0.50	0.00	4.80	0.00	5.30	1,255.00	236.79
	98.40	49.40	72.50	0.00	220.30	63,120.00	286.52

Creditors							
Employees	0.00	5.00	0.00	0.00	5.00	1,250.00	250.00
Employee Communications	0.00	4.30	0.80	0.00	5.10	1,255.00	246.08
Correspondence and telephone calls	0.00	0.00	0.90	0.00	0.90	202.50	225.00
Communication with creditors	19.50	0.00	5.40	0.00	24.90	8,465.00	339.96
Secured Creditors	11.50	0.00	0.00	0.00	11.50	4,312.50	375.00
Ordinary creditors	0.80	0.00	0.00	0.00	0.80	280.00	350.00
Employee claims	0.00	1.30	0.00	0.00	1.30	325.00	250.00
Adjudication on claims	11.00	0.00	0.00	0.00	11.00	4,125.00	375.00
Dealing with Trade & Expense Creditor Claims	0.00	0.50	0.00	0.00	0.50	125.00	250.00
	42.80	11.10	7.10	0.00	61.00	20,340.00	333.44

Case Specific Matters							
FCA listing	7.10	3.70	6.80	0.00	17.60	4,940.00	280.68
Pension Scheme	0.40	0.00	1.40	0.00	1.80	455.00	252.78
Utilities	0.00	0.50	0.00	0.00	0.50	125.00	250.00
	7.50	4.20	8.20	0.00	19.90	5,520.00	277.39

Pre Appointment							
	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Forensics							
	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Total hours	282.80	98.10	134.00	45.40	560.30		
Time costs	100,740.00	24,525.00	30,150.00	4,830.00	160,245.00		
Average hourly rate	356.22	250.00	225.00	106.39	286.00		

Appendix VIII: Charge-out Rates and Expenses Policy

Staff	Charge out rates £ per hour
Partner	250-425
Senior Manager/Director	275-350
Assistant Manager/ Manager	250-275
Junior Administrator/Administrator/Senior Administrator	100-225
Cashier	150
Support staff	100

Staff	Charge out rates £ per hour
Opus Business and Turnaround	330

Information relating to Opus Restructuring LLP's Fees and Expenses

Explanation of Opus Restructuring LLP's charging and expense recovery policies

Time recording

Work undertaken on cases is recorded in 6-minute units in an electronic time recording system. Time properly incurred on cases is charged at the hourly rate of the grade of staff undertaking the work that applies at the time the work is done. The current hourly charge-out rates are:

	Rates from 04.05.2020 £'s
Partner	250 – 425
Senior Manager / Director	275 – 350
Assistant Manager / Manager	250 – 275
Junior Administrator / Administrator / Senior Administrator	100 – 225
Cashier	150
Support Staff	100

Expense recovery

Expenses are categorised as either Category 1 or Category 2.

Category 1 expenses will generally comprise of external parties which will include the supplies of incidental services specifically identifiable to the case. Where these have initially been paid by Opus Restructuring LLP and then recharged to the case, approval from creditors is required and are identified as Category 2 expenses. The amount recharged is the exact amount incurred.

Examples of Category 1 expenses include but are not limited to case advertising, invoiced travel, agents' costs and expenses, solicitors' fees and expenses, external room hire, bank charges, Insolv case management charge and properly reimbursed expenses incurred by personnel in connection with the case (including business mileage up to the HMRC approved rate for cases commenced before 1 November 2011). Also included will be services specific to the case where these cannot practically be provided internally such as printing, room hire and document storage.

Category 2 expenses include elements of shared or allocated costs incurred by Opus and are recharged to the estate; they are not attributed to the estate by a third party invoice and they do not include a profit element. These disbursements are recoverable in full, subject to the basis of the disbursement charge being approved by creditors in advance. Examples of Category 2 expenses are photocopying, all business mileage (for cases commencing on or after 1 November 2011). Payment of Category 2 expenses require the approval of creditors.

Included in Category 2 expenses are costs incurred with associated parties. These include Forensic work undertaken by Opus Pear Tree Limited.

Examples of the current levels of Category 2 expenses recovered by Opus Restructuring LLP are as follows:

Postage	The current royal mail postage rates
Business mileage per mile	£0.45
Physical file set-up cost (per file) this is the actual cost of the stationery used for the setting up of the file*	£6.00

*The costs recharged are based upon the actual cost of the materials used or the costs which would have been incurred if that service had been sourced externally.

Appendix IX: The Joint Administrators' Expenses Estimate

Please note that this estimate reflects the expenses anticipated to be incurred for the full period of the Administration and thus it includes expenses already incurred, details of which are provided elsewhere in this document.

Category 1 Expenses	Basis	Estimate of total
Legal costs BDB Pitmans LLP: providing advice in respect of potential security held over the loan book, developing the Company's redress methodology,	Time-costs	£75,000
Agents and Valuers John Pye & Sons Ltd: providing a valuation and assisting with a sale of the company's business and assets	Time-costs/%	£7,500
ERA Specialists Clumber Consultancy Limited: assisting with employee matters generally and, where relevant, with agreeing the employee claims where a dividend is anticipated	Fixed fee	£5,000
Accounting fees to include corporation tax returns, dealing with any profit on sale of assets, providing advice and calculating any termination loss claim, any VAT advice required, submitting PAYE/NIC returns	Time-costs	£2,500
Advertising	Fixed	£350
Pension specialists: Clumber Consultancy Limited: dealing with pension companies and schemes.	Fixed	£900
Bank charges		£1,000
Bond premium		£475
Mail redirection		£350
Document storage		£3,000
Case management software and website document access		£185
HM Land Registry		£200
Insurance		£2,500
Printing and postage		£3,500
Travel		£250
Grenada trip re PDCL (including subsistence and accommodation)		£4,300
Total		£150,010

Category 2 Expenses	Basis	Estimate of total £
Opus Business and Turnaround		59,200
Mileage (own car usage)	45p per mile	750
Leaf Technology		1,000
Total		£60,950

Appendix X: Summary of the Joint Administrators' Proposals

In order to achieve the purpose of the Administration, the Joint Administrators formally propose to creditors that:

- The Joint Administrators continue to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration, in particular that:
 - (i) they 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 that supplies or has supplied goods or services to the Company; and
 - (ii) they do all such things and generally exercise all their powers as Joint Administrators as they consider desirable or expedient at their discretion in order to achieve the purpose of the Administration or protect and preserve the assets of the Company or maximise the realisations of those assets, or of any purpose incidental to these activities.
- The Joint Administrators make distributions to any secured or preferential creditors in accordance with Paragraph 65 of Schedule B1 of the Act. Further, they may make a distribution to unsecured creditors, having first sought the court's permission in accordance with Paragraph 65(3) of Schedule B1 of the Act where necessary.
- The Joint Administrators end the Administration in one of the following ways, appropriate to the circumstances of the case at the time:
 - (i) in the event that the Joint Administrators think that a distribution will be made to unsecured creditors (and they have not sought the court's permission, and are otherwise unable, to pay the distribution whilst the Company is in Administration), they shall send to the registrar of companies notice to move the Company from Administration to Creditors' Voluntary Liquidation. In such circumstances, Allister Manson and Trevor John Binyon will be appointed Joint Liquidators and will be authorised to act either jointly or separately in undertaking their duties as Liquidators. Creditors may nominate a different person or persons as the proposed liquidator or liquidators in accordance with Paragraph 83(7)(a) of Schedule B1 of the Act and Rule 3.60(6)(b) of the Rules, but they must make the nomination or nominations at any time after they receive the Statement of Proposals, but before it is approved. Information about the process of approval of the Statement of Proposals is set out at Section X; or
 - (ii) alternatively, and should there be no likely funds to distribute to unsecured creditors, the Joint Administrators may seek to place the Company into Compulsory Liquidation in order to bring proceedings that only a Liquidator may commence for the benefit of the estate. In such circumstances, Allister Manson and Trevor John Binyon may ask the court that they be appointed Joint Liquidators, to act either jointly or separately in undertaking their duties as Liquidator; or
 - (iii) in the unlikely event that there is no remaining property that might permit a distribution to the Company's creditors, they shall file a notice of dissolution of the Company pursuant to Paragraph 84 of Schedule B1 of the Act; or,
 - (iv) finally, in the event that the Joint Administrators think that the purpose of the Administration has been sufficiently achieved and that control of the Company

should be returned to the Company directors, they shall file the relevant form to bring the Administration to an end in accordance with Paragraph 80 of Schedule B1 of the Act.

Appendix XI: Decision Process Documents

- Notice Seeking Deemed Consent
- Notice of Objections
- Notice of Virtual Meeting
- Proxy Form
- Voting Form
- Proof Of Debt Form

NOTICE SEEKING DEEMED CONSENT

Company Name: T F S LOANS LIMITED (In Administration) ("the Company")

Company Number: 06542065

**In the High Court of Justice, Business and Property Courts of England and Wales in London,
Insolvency and Companies List (Chd) Reference No. 344 of 2022**

This Notice is given under Rules 3.39 and 15.7 of the Insolvency (England & Wales) Rules 2016 ("the Rules"). It is delivered by the Joint Administrators of the Company, Allister Manson and Trevor John Binyon, both of Opus Restructuring LLP, 4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB (telephone number 020 3326 6454), who were appointed by the directors of the Company.

The Joint Administrators propose that the following decisions be made:

1. That the Joint Administrators' Proposals be approved;
2. That a Creditors' Committee will not be established.

In respect of each of the decisions proposed above, if less than 10% in value of creditors (who would be entitled to vote if a vote were taken) ("the Threshold") object to it in accordance with the procedure set out below, the creditors are to be treated as having made the proposed decision. Otherwise, the creditors are to be treated as not having made such decision and if a decision about that matter is again sought from the creditors, it must be sought using a qualifying decision procedure as defined by the Insolvency Act 1986.

In order to object to one or more of the proposed decisions, you must deliver a notice stating that you so object (and specifying to which one or more of the proposed decisions your objection relates) to the Joint Administrator not later than the time set out below. In addition, you must have also delivered a proof of debt (unless one has already been submitted) by the time set out below, failing which your objection will be disregarded.

It is the Joint Administrators' responsibility to aggregate any objections to see if the Threshold is met for the decision to be taken as not having been made.

If the Threshold is met, the deemed consent procedure will terminate without a decision being made and if a decision is sought again on the same matter it will be sought by a decision procedure.

All objections and proofs of debt must be submitted in writing to the Joint Administrators by one of the methods set out below:

By post to: Opus Restructuring LLP, 4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB

By fax to: 020 3691 1570

By email to: tfsloans@opusllp.com

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

All objections and proofs of debt must be delivered by 23.59 on the Decision Date, 19 April 2022.

Any creditor whose debt is treated as a small debt in accordance with Rule 14.31(1) of the Rules must still deliver a proof if the creditor wishes to object. A creditor who has opted out from receiving notices may nevertheless object if the creditor also provides a proof by the time specified above.

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

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


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

Invitation to Form a Committee

Creditors are invited to nominate creditors (which may include themselves) by sending their nominations in writing to the Joint Administrator as set out above.

All nominations must be delivered by: 9:00am on 19 April 2022.

Nominations can only be accepted if the Joint Administrators are satisfied as to the nominated creditor's eligibility under Rule 17.4 of the Rules. For further information on the role of Creditors' Committees, go to: <http://thecompliancealliance.co.uk/cglc.pdf>

Signed: 
Allister Manson
Joint Administrator

Dated: 1st April 2022

NOTICE OF OBJECTIONS
T F S LOANS LIMITED (In Administration)

On behalf of (name of Creditor): _____ ,

at (address of Creditor): _____ ,

I object to the following proposed decision(s):

Proposed Decision	Objected to?
That the Joint Administrators' Proposals be approved	Yes / No
That a Creditors' Committee will <u>not</u> be established	Yes / No

Are you also asking the Joint Administrator to convene a physical meeting of creditors?¹

☐ Yes / ☐ No

Signed: _____

Dated: _____

Name in capitals: _____

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

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

☐ Yes / ☐ No

If you wish to lodge an objection, you must have delivered it, along with a completed proof of debt, by 23.59 on the Decision Date – 19 April 2021 – by one of the following methods:

Post: Opus Restructuring LLP, 4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB

Fax: 020 3691 1570

**Email: please scan in a signed copy of this form and attach it as a pdf to
tfsloans@opusllp.com**

NOTE: if you agree with the proposed decisions set out above, you do not need to do anything

¹ Requests for a meeting must be delivered within 5 business days of the date of delivery of the Notice Seeking Deemed Consent.

NOTICE OF DECISION PROCEDURE BY VIRTUAL MEETING

Company Name: T F S Loans Limited (In Administration) ("the Company")

Company Number: 06542065

In the High Court of Justice, Business and Property Courts of England and Wales In London, Insolvency and Companies List (Chd) Reference No. 344 of 2022

This Notice is given under Rules 3.39 and 15.8 of the Insolvency (England & Wales) Rules 2016 ("the Rules"). It is delivered by the Joint Administrators of the Company, Allister Manson and Trevor John Binyon, both of Opus Restructuring LLP, 4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB (telephone number 020 3326 6454), who were appointed by the Directors of the Company.

Creditors are invited to attend a virtual meeting for the purposes of considering the following (for the full wording of proposed decisions, see the proxy form):

1. The establishment of a Creditors' Committee, if sufficient nominations are received by 9:00am on 19 April 2022 and those nominated are willing to be members of a Committee
2. The basis of the Joint Administrators' fees
3. The approval of the Joint Administrators' Category 2 expenses
4. The approval of the pre-Administration costs
5. The timing of the Joint Administrators' discharge

The meeting will be held as follows:

Time: 11:00am

Date: 22 April 2022

Please contact the Joint Administrator (details below) to receive instructions on how to access the virtual meeting, which will be held via telephone conferencing platform.

This virtual meeting will be recorded video and/or audio in order to establish and maintain records of the existence of relevant facts or decisions that are taken at the meeting. By attending this meeting, you consent to being recorded including recordings of your facial image. Where any recording of the meeting also entails the processing of personal data, such personal data shall be treated in accordance with the Data Protection Act 2018.

The meeting may be suspended or adjourned by the chair of the meeting (and must be adjourned if it is so resolved at the meeting).

Also provided is a proxy form to enable creditors to appoint a proxy-holder to attend on their behalf (note: any creditor who is not an individual must appoint a proxy-holder, if they wish to attend or be represented at the meeting).

All proxy forms, together with a proof of debt if one has not already been submitted, must be completed and returned to the Joint Administrator by one of the methods set out below:

By post to: Opus Restructuring LLP, 4th Floor, Euston House, 24 Eversholt Street, London, NW1 1DB

By fax to: 020 3691 1570

By email to: tfsloans@opusllp.com

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

All proofs of debt must be delivered by: 4pm on 21 April 2022

All proxy forms must be delivered to the convener or chair before they may be used at the meeting fixed for 11:00am on 22 April 2022

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

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

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

Creditors who have taken all steps necessary to attend the virtual meeting under the arrangements made by the convener, but that do not enable them to attend the whole or part of the meeting, may complain under Rule 15.38 of the Rules. A complaint must be made as soon as reasonably practicable and in any event no later than 4pm on the business day following the day on which the person was, or appeared to be, excluded; or where an indication is sought under Rule 15.37, the day on which the complainant received the indication.

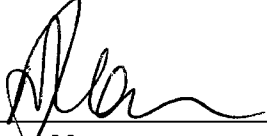
A creditor may appeal a decision by application to the court in accordance with Rule 15.35 of the Rules. Any such appeal must be made not later than 21 days after the Decision Date.

Invitation to form a Committee

Creditors are invited to nominate creditors (which may include themselves) by completing the relevant section on the proxy form and returning it to the Joint Administrator.

All nominations must be delivered by: 9am on 19 April 2022.

Nominations can only be accepted if the Joint Administrator is satisfied as to the nominated creditor's eligibility under Rule 17.4 of the Rules. For further information on the role of Creditors' Committees, go to: <http://thecompliancealliance.co.uk/cgic.pdf>

Signed: 
Allister Manson
Joint Administrator
Convener

Dated: 1st April 2022

The Insolvency Act 1986

Proxy (Administration)

In the matter of T F S Loans Limited

and

in the matter of the Insolvency Act 1986

Notes to help completion of the form

Please give full name and address for communication

Name of creditor _____

Address _____

Please insert name of person or "chair 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 names of the alternatives as well

Name of proxy-holder

1 _____

2 _____

3 _____

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

I appoint the above person to be the principal's proxy-holder at the meeting of creditors

or

[at all meetings in the above Insolvency proceeding relating to the above company]

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:

SEE ATTACHED SHEET

This form must be signed

Signature _____ Dated _____

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: _____

Are you the sole member/shareholder of the creditor?

Yes / No

This proxy may be completed with the name of the person or the chair of the meeting who is to be the proxy-holder.

Proxy (Administration) (continued)

T F S Loans Limited (In Administration)

Name of creditor _____

Voting instructions for resolutions:

1.	That a Creditors' Committee be established if sufficient nominations are received by 9:00AM on 19 April 2022 and those nominated are willing to be members of a Committee. I nominate the following creditor to be a member of a Creditors' Committee <u>and they have confirmed that they are willing to act:</u> _____	*For / Against
2.	That the Joint Administrators' fees be fixed by reference to the time given by them and their staff in attending to matters arising in the Administration as set out in the fee estimate, such time to be charged at the hourly charge out rate of the grade of staff undertaking the work at the time it was undertaken.	*For / Against
3.	That the Joint Administrators be authorised to discharge all Category 2 expenses, calculated on the bases detailed in Opus Restructuring LLP's summary.	*For / Against
4.	That the unpaid pre-Administration costs set out in the Joint Administrators' Proposal be approved.	*For / Against
5.	That the Joint Administrators be discharged from liability in respect of any action undertaken by them pursuant to Paragraph 98 of Schedule B1 of the Act, such discharge to take effect when the appointment of Joint Administrators ceases to have effect, as defined by the Act, unless the court specifies a time.	*For / Against

* Please delete as applicable to indicate your voting instructions

PROOF OF DEBT - GENERAL FORM**T F S Loans Limited (in Administration)****Date of Administration: 08 February 2022**

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

	which) of the categories of preferential debts under section 386 of, and schedule 6 to, the Insolvency Act 1986	Amount(s) claimed as preferential £
11.	If you wish any dividend payment that may be made to be paid in to your bank account please provide BACS details. Please be aware that if you change accounts it will be your responsibility to provide new information	Account No.: Account Name: Sort code:

AUTHENTICATION	
Signature of Creditor or person authorised to act on his behalf	
Name in BLOCK LETTERS	
Date	
If signed by someone other than the Creditor, state your postal address and authority for signing on behalf of the Creditor	
Are you the sole member of the Creditor?	YES / NO