

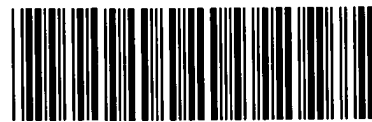
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Notice of administrator's proposals



Companies House

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10/06/2020

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COMPANIES HOUSE

1 Company details

Company number 1 0 2 7 3 1 3 5

Company name in full Blackmore Bond Plc

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

2 Administrator's name

Full forename(s) Geoffrey Wayne

Surname Bouchier

3 Administrator's address

Building name/number The Shard

Street 32 London Bridge Street

Post town London

County/Region

Postcode S E 1 9 S G

Country United Kingdom

4 Administrator's name ①

Full forename(s) Benjamin John

Surname Wiles

① Other administrator
Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number The Shard

Street 32 London Bridge Street

Post town London

County/Region

Postcode S E 1 9 S G

Country United Kingdom

② Other administrator
Use this section to tell us about
another administrator.

AM03

Notice of Administrator's Proposals

6

Statement of proposals



I attach a copy of the statement of proposals

7

Sign and date

Administrator's
Signature

Signature

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Signature date

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AM03

Notice of Administrator's Proposals

**Presenter information**

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

Contact name **Sophie Thomas**

Company name **Duff & Phelps Ltd.**

Address **The Shard**

32 London Bridge Street

Post town **London**

County/Region

Postcode **S E 1 9 S G**

Country **United Kingdom**

DX

Telephone **020 7089 4700**

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- ☐ You have attached the required documents.
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DX 33050 Cardiff.

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Statement of Proposals

9 June 2020

Blackmore Bond Plc

(In Administration)

Joint Administrators' Statement of Proposals for the period from 22 April
2020 to 9 June 2020

**Duff & Phelps Ltd.
The Shard
32 London Bridge Street
London
SE1 9SG**

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1. Introduction

The Joint Administrators were appointed on 22 April 2020 by the Trustee, who was the security trustee and the holder of a qualifying floating charge. The appointment was filed in the High Court of Justice, Business and Property Courts of England and Wales, Company & Insolvency List (ChD) and the Court reference number is 2254 of 2020.

This report is the Joint Administrators' statutory Statement of Proposals. It sets out the circumstances leading up to their appointment and their strategy for achieving the purpose of the Administration.

You will find other important information in this report including the proposed basis of the Joint Administrators' remuneration.

A glossary of the abbreviations and definitions used throughout this document is attached at Appendix 7.

Please also note that an important legal notice about this statement of Proposals is attached at Appendix 8.

This Statement of Proposals for the Company is deemed delivered to creditors when first made available on the Creditors' Portal, in accordance with the Rules.

2. Creditor Summary

Background

The Company was founded in 2016 and obtained working capital by issuing fixed term mini-bonds to retail investors with a minimum £5,000 investment. This was to be deployed in property development projects, which were either owned and managed by wholly owned SPVs or were projects in which wholly-owned SPVs had a substantial interest.

Each of the SPVs (or the entities which own the properties in which the SPVs have substantial interests) have granted security over their assets to third party lenders, full repayment to whom will be necessary before any proceeds of those assets become available for Creditors.

Events Leading up to Administration

The Company has issued six series of mini-bonds between October 2016 and November 2018 raising c.£46m.

In accordance with the Information Memoranda issued for each series of mini-bonds, the Company was obliged to pay quarterly coupon interest to Bondholders. However, the Company failed to pay the quarterly coupon payments due in October 2019. Despite assurances from the Directors since then and throughout early 2020 that the situation would be resolved, no further interest payments were made.

On 16 April 2020, a Bondholder issued a winding up petition against the Company. Having become aware of the winding up petition and with increasing concern about the activities of the Company affecting the interests of the Bondholders, the Trustee took steps to appoint the Joint Administrators.

Appointment

Geoffrey Bouchier and Benjamin Wiles were appointed Joint Administrators of the Company on 22 April 2020, by the Trustee being the holder of a qualifying floating charge over the Company's assets.

Asset Realisations

As at the Appointment Date, there were 11 ongoing property development projects and it is currently anticipated that the total expected to be available to Creditors from these property developments will not exceed £5m.

The Company had cash at bank of less than £1,000 at the Appointment Date.

The Trustee has made a demand on each of the Guarantors under the Capital Guarantee Scheme that the Company put in place in respect of the minibonds. There is provision in the documentation for payment within 90 days of such demand and that 90 day period has not yet expired.

Investigations

Detailed investigations into the Company's affairs are ongoing in order to assess whether there are causes of actions which could be taken by the Joint Administrators to generate potential recoveries for Creditors.

Remuneration and Expenses

The basis of the Joint Administrators' remuneration and approval of drawdown of remuneration and expenses will be subject to the approval by the Secured Creditors, Preferential Creditors and the duly appointed Creditors' Committee and do not form part of the Proposals.

Dividends

Secured Creditors

While there is anticipated to be a distribution to Bondholders from the proceeds of assets subject to the security held by the Trustee, it is expected that there will be a substantial shortfall. Bondholders will therefore be entitled to claim for the shortfall as an unsecured creditor in the Administration, and for voting purposes are entitled to value their security and vote for the (unsecured) balance of their claims.

According to the Registrar of Companies, the Company has outstanding charges in respect of security granted to Amicus Finance. However, the Joint Administrators presently understand that the amounts due to Amicus Finance have been satisfied.

Preferential Creditors

Based on the information currently available, it is anticipated that there may be sufficient asset realisations to enable a dividend to be paid to Preferential Creditors.

Non-Preferential Unsecured Creditors

Based on the information currently available, it is anticipated that there may be sufficient funds to enable distribution to the Non-Preferential Unsecured Creditors depending on the value of recoveries from the Joint Administrators' investigations.

Prescribed Part

It is possible that there may be returns to Non-Preferential Unsecured Creditors via the Prescribed Part.

Any distributions to any class of creditors is highly dependent on funds being realised in the SPVs from the properties in amounts greater than the amounts secured to third party lenders and the outcome of the Joint Administrators' investigations.

Anticipated Exit from Administration

The most likely exit route from the Administration is via CVL. However, the Company's exit route will be left open so that an alternative strategy can be adopted, should this prove more appropriate at the time.

Approval of Proposals

The Joint Administrators are seeking approval to these Proposals via a decision procedure by deemed consent.

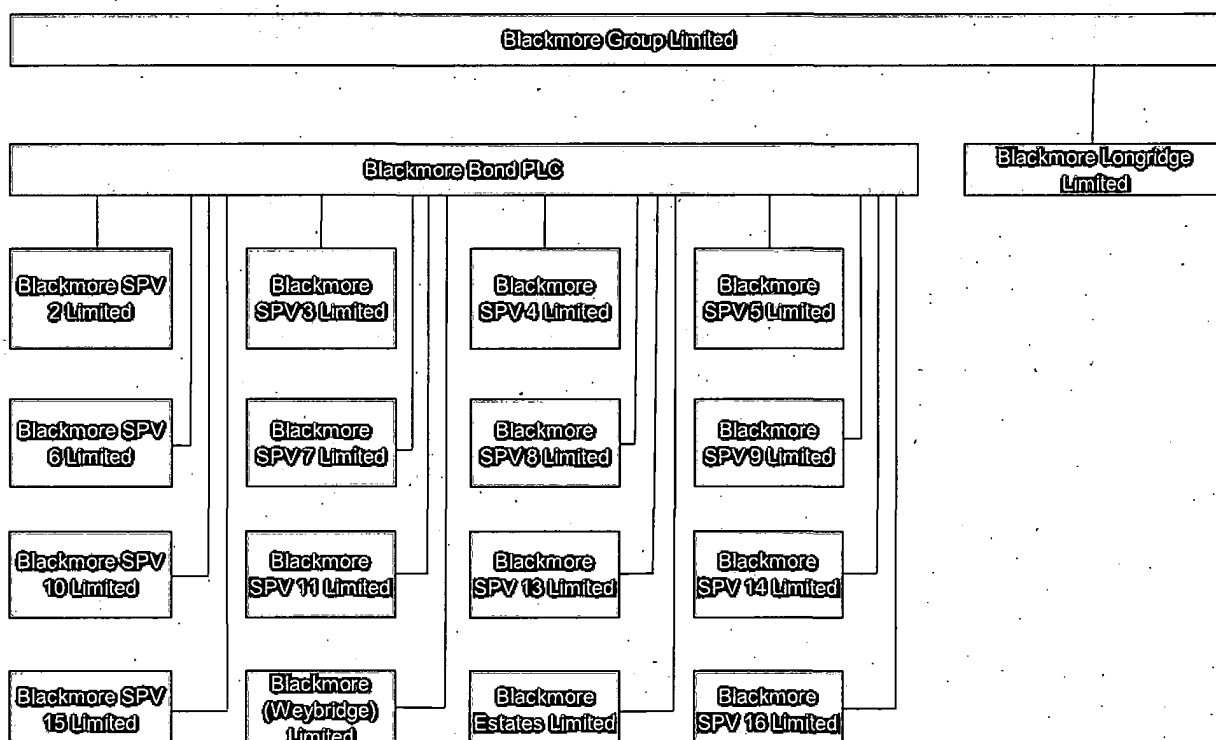
This document in its entirety is our Statement of Proposals. A summary list of the Proposals is included in Section 11, together with the relevant statutory information by way of appendices. Unless otherwise stated, all amounts in these Proposals are stated net of VAT.

3. Background

Statutory information on the Company is included at Appendix 1.

The Company was incorporated on 12 July 2016.

The Company is part of the Blackmore group, with the parent company being Blackmore Group Limited and the Company wholly owning 14 SPVs who directly invested in property development projects and two other wholly owned subsidiaries which indirectly invested in similar projects. An abbreviated group structure is shown below.



The Directors' Report included in the Company's December 2017 financial accounts (covering the period 12 July 2016 to 31 December 2017) included the following overview and comments:

- described that the group's business activity was that of identifying property development projects to source, acquire, develop and sell in order to generate a medium to long term profit.
- It was stated within those accounts that the Company, with its special purpose property subsidiaries (SPVs) continues to invest actively in quality development sites across the UK. Some of the projects are pure acquisition and development and some are investments in other development companies or profit sharing arrangements.
- The group has not rested since raising finance via its Series Bonds and is now seeking further fund raising via its own ISA.
- The Company fully intends to reach the £100m fund raising mark which will expand the group's activities into bigger and better projects.

Within those financial accounts, it was disclosed that the Company and its subsidiaries reported a consolidated loss of £7.6m in the approximate 18 month period.

Bond Issuances

The Company issued six series of mini-bonds between October 2016 and November 2018 raising over £46m.

The Company sought to raise up to £20m for each of Series 1,2,3 and 5 with a minimum investment of £5,000 per investor. Series 4 and Series 6 targeted raising £4-£5m each and were marketed as an alternative to an Innovative Finance ISA where interest paid to bondholders is tax free. These were managed by an ISA manager, with Series 4 being managed by Goji and Series 6 being managed by NPI.

The Information Memoranda for each series were approved as a Financial Promotion for UK publication under Section 21 of the Financial Services and Markets Act 2000 by NCM (Series 1-4) and NPI (Series 5 and 6).

The mini-bonds were non-transferable and redeemable no earlier than the fixed term specified in each of the series, ranging from 3 to 5 years with interest payments ranging from 6.5% to 9.9% depending on the duration of the fixed term selected.

The mini-bond issuances can be summarised as follows:

Series	Duration (Years)	Interest Paid % per annum	Information Memorandum Date	Number of Investments	Investment Raised £
1	4	8.90	3 October 2016	279	4,053,700
1	5	9.90	3 October 2016	844	14,656,199
2	4	7.50	July 2017	100	1,290,296
2	5	8.50	July 2017	578	9,946,961
3	3	6.50	28 September 2017	221	3,498,204
4	3	6.50	19 January 2018	45	658,589
4	5	8.50	19 January 2018	125	1,814,175
4	TBC	TBC	19 January 2018	37	376,824
5	3	7.90	27 September 2018	95	1,206,100
5	5	9.90	27 September 2018	142	2,179,700
6	3	7.90	22 November 2018	172	1,765,262
6	5	9.90	22 November 2018	230	2,819,313
Total				2,868	44,265,323

In addition, to the above, bond issuances, the Joint Administrators have recently been made aware that further mini-bonds totaling £2,331,340 were issued to overseas investors. A further £213,500 of bonds relating to Series 1 mini-bond issuances has also recently been brought to the Joint Administrators' attention. This brings the expected value of outstanding mini-bonds to £46,810,163.

Quarterly interest (net of basic rate tax) was payable on 31 January, 30 April, 31 July and 31 October. Each Bondholder received annual statements in April showing the interest paid and tax deducted.

Surge, an online marketing company was engaged by the Company to source new investor funds and facilitate front and back offices for investor relations including onboarding and managing ongoing investor enquiries. They also assisted the Company with its online marketing.

In consideration for the above services, it was agreed that Surge would be paid 20% of the gross investment, invoicing the Company directly once the Bondholder had advanced funds for the mini bonds.

4. Events Leading up to the Administration

4.1 Summary of Key Events and Actions prior to appointment

The Joint Administrators have set out below a list of matters which based on their enquires have had a role to play in the events leading up to the Administration:

Mini-Bond Issuer / Market

In January 2019, LCF, a company who issued mini-bonds went into administration owing bondholders c.£237m. Following the collapse of LCF, there was a significant volume of negative press surrounding the issue of mini-bonds to retail consumers, the regulation of this activity by the FCA and lack of financial protection for investors provided by the FSCS.

The Directors have stated that the failure of LCF made it increasingly difficult for the Company to attract new investment and resulted in the FCA making enquires directly of the Company in relation to its business operations.

In March 2019, NPI who acted as the Financial Promoters of the Company was contacted by the FCA about the Company's Section 21 Approval under the Financial Services and Markets Act 2000. Following these discussions, the Company's Section 21 Approval status was removed.

Financial Position and Liquidity

The Company failed to file its December 2018 accounts by the December 2019 statutory deadline.

The Joint Administrators are in possession of draft financial accounts for the Company for the year ended 31 December 2018 which detail the Company making a loss of c.£8m. It appears that those accounts were prepared during July 2019. This follows on from the loss of £7.6m reported for the Company and its subsidiaries for the 18 month period ended 31 December 2017...

The Joint Administrators understand that GT resigned from its position as auditors of the Company in February 2019.

Payment of interest to Bondholders and Communications

The Company failed to pay Bondholders the 31 October 2019 quarterly interest coupon and despite assurances from the Directors to make the payment no further interest payments were ever made.

Bondholders' frustration and concern increased and during January 2020, a Bondholder wrote to the Directors insisting that they be transparent with the Bondholders.

The Directors communicated with Bondholders on 29 January 2020 outlining that the Company "has taken the decision to engage a top tier independent accountancy practice to support management in its appraisal of the current position and with a view to making a proposal to the bond holders to move matters forward".

Time passed during which no notable progress was noticed by Bondholders. By the end of January 2020, the non-payment of interest resulted in the triggering of an event of default under the bond instruments, which enabled Bondholders to serve on the Company redemption and repayment notices. Many concerned Bondholders commenced submitting these notices to the Company from early February 2020.

The Directors communicated with Bondholders in early March 2020 indicating that further time was needed by the Company to produce a proposal for Bondholders which included obtaining up to date valuations for the properties. The Directors have advised that the Covid-19 lockdown delayed obtaining these valuations.

During March 2020, and in addition to the outstanding quarterly interest payments, capital sums had now fallen due pursuant to the redemption notices and consequently Bondholders were then in a position to present a petition to the court for a winding up order against Blackmore Bond Plc for the full value of their investments. Bondholders set about raising funds which then resulted in a Bondholder on 14 April 2020 filing with the Court a winding up petition against the Company.

On 16 April 2020, and further to its prior communications to Bondholders in early February and March, the Trustee wrote to Bondholders to provide an update on a number of matters and concerns that the Trustee had in relation to the manner in which the Directors were conducting the Company's affairs; these included:

- the lack of progress on providing a proposal to Bondholders;
- that the 'Big 4' Accountancy firm that had been engaged by the Company had ceased to act and that a replacement firm had been appointed;
- that one of the of the third party lenders had taken steps to enforce their security over certain properties; and
- that new security arrangements had been entered into by Blackmore entities in February and April 2020 that may impact on the security position of the Bondholders.

The Trustee's update also mentioned that the Directors had informed the Trustee that Charterhouse (Accountants) Limited had been appointed as replacement auditors in place of GT.

In that letter the Trustee also referenced the rights that each of the Bondholders had under the transaction documents, that had been set out in the Trustee's letter to Bondholders of 6 February 2020.

On the same day, the Trustee's advisors approached Duff & Phelps to discuss the Company's position and the options that the Trustee was considering taking in the interests of the Bondholders. Those discussions continued over the following days resulting in the Trustee seeking to appoint insolvency practitioners from Duff & Phelps as Administrators to the Company.

After discussing and considering the information available, Duff & Phelps agreed to take the role.

The Company was subsequently placed into Administration on 22 April 2020, with Geoffrey Bouchier and Benjamin Wiles of Duff & Phelps being appointed Joint Administrators.

4.2 Pre-Administration Work and Appointment of Joint Administrators

In early January 2020, Duff & Phelps were approached by certain Bondholders who had become concerned about the Company's ability to meet interest payments.

While no formal engagement was in place, Duff & Phelps together with input from Gunnercooke solicitors assisted certain of the Bondholders understanding their rights and continued to maintain ad-hoc dialogue with the Bondholders as their concerns increased over the following months:

Neither Duff & Phelps nor Gunnercooke formally or informally undertook any work in relation to the Company until the Trustee approached Duff & Phelps on 16 April 2020 as set out above.

Following the Trustee's approach on 16 April 2020, Duff & Phelps undertook a review of the Company's position and assisted the Trustee in devising a strategy to place the Company into Administration, take steps to safeguard the Company's assets and prepare communications for the Joint Administrators to send immediately upon their appointment.

The Joint Administrators considered their position prior to accepting the appointment and having regard to the Insolvency Practitioners Association's ethical guidelines, considered that there were no circumstances preventing them from accepting the appointment.

Accordingly, the Joint Administrators were appointed on the Appointment Date by the Trustee.

5. Strategy and Progress of the Administration to Date

5.1 Purpose of the Administration

The statutory purpose of an Administration is to achieve one of the following hierarchical objectives:

- rescuing the company as a going concern; or
- achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in Administration); or
- realising property in order to make a distribution to one or more secured or preferential creditors.

In accordance with paragraph 49(2) of Schedule B1 to the Act, the Joint Administrators note the following:

- The third objective is expected to be achieved as the proceeds from the sales of the property development projects in the SPVs are expected to enable a distribution to be made to the Secured and Preferential Creditors.
- However, the Joint Administrators are aware that certain third parties may seek to acquire all or part of the Company's business and/ or assets, which has the potential for the second objective to be achieved. It should however be noted that no firm offers for the business or certain assets have been received at this stage.

The Joint Administrators' Proposals for achieving the purpose of the Administration are set out in the remainder of this report.

5.2 Progress of the Administration

The manner in which the affairs and business of the Company have been managed since the appointment of Joint Administrators, and will continue to be managed and financed, are set out below.

5.3 Asset Realisations

Realisations following the Appointment Date are set out in the attached receipts and payments account at Appendix 2.

Summaries of the most prominent assets of the Company and recovery prospects are as set out below:

5.3.1 Cash at Bank

As at the Appointment Date, Monsas Limited had been retained to provide various financial services including operating a bank account on behalf of the Company.

As at the Appointment Date, the Company had a balance of only £906 in the bank account operated by Monsas Limited on behalf of the Company. These funds have now been transferred to the Administration bank account.

As part of their investigations, the Joint Administrators have ascertained that the Company had operated bank accounts with several other banks previously and have written to a number of banks for details.

5.3.2 Property Investments

The Company invested in a portfolio of property development projects via wholly owned SPVs and joint venture arrangements. It was intended that each SPV would guarantee to the Trustee the Company's obligations to Bondholders and grant security to the Trustee over their assets.

The Joint Administrators understand that the manner of operation was that the Company would raise capital from Bondholders, and it would then lend it to the respective SPV for the purpose of acquiring and / or development of the property.

The Company and the SPVs had discretion to raise additional funds by obtaining loans from third parties, and the Company had discretion to allow those third parties to have first ranking security over the assets of the SPVs in priority to security held for Bondholders.

The Company is understood to have an intercompany creditor balance for each of the SPVs where funding was advanced by the Company for the property development projects. The Joint Administrators are seeking to establish the exact amounts owed to the Company by each SPV as at the Appointment Date from the records of the Company.

In the absence of debts payable to the Company and of any other creditors, any assets realised in the SPVs of a value greater than secured debts would flow to the Company as returns of capital.

As at the Appointment Date, there were 11 properties that the Company had an interest in via the SPVs.

The Directors have prepared a SOA which outlines the book value of the Company's investment in each SPV. It also provides their estimate as to the realisable values of each SPV by considering the realisable value of the properties held by each SPV having deducted the amounts owed to third party lenders who have security registered over the respective property. In their SOA, the Directors have estimated that the Creditors will realise approximately £10m from the SPV property interests (excluding costs associated with the Administration). Below is a summary of the SOA:

SOA			
	Book Value (£)	Estimated to Realise (£)	
Blackmore SPV 2 Ltd			
St Andrew's Church	124,826	94,078	Receiver appointed
Church Farm Barns	755,000	427,900	Receiver appointed
Blackmore SPV 3 Ltd			
St Augustines	143,950	113,346	
Blackmore SPV 5 Ltd			
Little Hookhead Farm	412,266	358,110	
Blackmore SPV 6 Ltd			
Steps Cottage	238,573	112,516	
Blackmore SPV8 Ltd			Proposed Liquidation
Chapel Hill Farm	4,871,461	4,871,461	
Blackmore SPV 11 Ltd			Proposed Liquidation
Oakshade Road Properties	1,500,000	1,500,000	
Blackmore SPV 13 Ltd			
Maldon Lodge	675,000	565,500	Receiver appointed
Blackmore SPV 14 Ltd			Proposed Liquidation
76 Holloway Head	888,750	802,075	Receiver appointed
Blackstone SPV 16 Ltd			
Six Hills House	1,187,287	1,115,287	Mortgagee in Possession
	10,797,113	9,960,272	

The Joint Administrators' property team have undertaken a thorough review of each of the properties which has involved inspecting all properties and contacting third party lenders to determine their current outstanding balances and future intentions in relation to the completion of the development, or sale of the properties as applicable. Several third party lenders have already enforced their security or appointed Receivers over the properties. In such situations, the Joint Administrators' team have liaised with those Receivers and are assisting where possible to ensure that the realisations from the properties are maximised for the ultimate benefit of Creditors. The Joint Administrators' property team has also spent considerable time discussing the sites with the Directors.

It should be noted that given the nature of borrowing and funders (being short term and/ or bridging finance rather than mainstream development finance), the cost of borrowing from third party lenders was high.

At the time of writing this report, of the 11 properties, Receivers had been appointed to four properties, one property was subject to enforcement by Mortgagee in Possession and of the remainder, three properties were either under offer or sales had been agreed.

Based on their enquires to date, the Joint Administrators currently estimate that the total to be available to Creditors from the SPVs will be unlikely to exceed £5m (excluding costs associated with the Administration). Any amount which may become available to Creditors could be severely impacted by:

- Timing of property sales, with interest accrual being of significant relevance in diminishing the prospect of surplus proceeds;
- Enforcement action taken by the senior lenders, meaning strategic decision making is removed from the SPV;
- Third party professional fees in any such enforcement action;
- Cross guarantees which lenders hold over differing development projects, and;
- Where property developments are completed, the cost of completion works and risks associated to such works.

The Joint Administrators do not wish to discuss the individual properties in further detail here as they do not wish to prejudice the ongoing marketing / future sale of the properties. The Joint Administrators have prepared a detailed analysis of each of the properties which they will discuss in detail with the Creditors Committee once formed. The eventual outcome of each property will be detailed in subsequent reports to creditors.

During their enquiries, concerns were raised about three properties which required a more complex strategy to be taken to protect the interests of Creditors. Following consultation with the Directors and the Trustee, it has been agreed that steps be taken to place Blackmore SPV 8 Ltd, Blackmore SPV 11 Ltd and Blackmore SPV 14 Ltd into Liquidation. This will ensure that the Joint Administrators have direct oversight and involvement in the future property realisation process. Accordingly, on 3 June 2020 the directors of these companies (who are also the Directors) passed a resolution that these companies be wound up with a view to the shareholder of these companies (the Company) passing resolutions to appoint liquidators. At the same time, the decision procedure for creditors to confirm the appointment of a liquidator was agreed. The proposed liquidators of the companies are Geoffrey Bouchier and Benjamin Wiles, who are also the Joint Administrators. The Joint Administrators will discuss the proposed course of action in respect of these companies with the Creditors Committee.

In consultation with the third party lenders (where appropriate), the Joint Administrators are continuing to review the position in order to form a view on the best realisation strategy for each property, i.e. complete remaining works and sell the properties or sell the properties at their current stage. The Joint Administrators will also continue to assess whether any further Liquidation appointments or alternative courses of action are required to ensure the position of Creditors is protected.

The Company has a further seven wholly owned subsidiaries, being Blackmore SPV 4 Ltd, Blackmore SPV 7 Ltd, Blackmore SPV 9 Ltd, Blackmore SPV 10 Ltd, Blackmore SPV 15 Ltd, Blackmore (Weybridge) Ltd and Blackmore Estates Limited. There are no known ongoing property developments

within these entities. However, the Joint Administrators will be reviewing the asset position and history of these subsidiaries to determine whether there may be any amounts which can be recovered for the benefit of Creditors.

Time costs incurred to date in respect of review the property portfolio and establishing a realisation strategy totals £45,897.

5.3.3 Other Matters

Capital Guarantee Schemes

As detailed in the Information Memorandums, the Company put in place Capital Guarantee Schemes for each series of mini-bonds with the intention of providing protection to ensure that Bondholders are repaid any shortfall in the event of an insolvency of the Company.

In respect of Series 1, the policy provided for repayment of Bondholder losses up to a maximum of £75,000 of the capital amount per investor; and in the case of Series 2 to 6, the total value of losses on the capital invested is covered.

This policy was arranged by a broker and underwritten by a guarantor. Ion Insurance Group S.A. is the guarantor in respect of Series 1, and Northern Surety Company, SRL is the guarantor for all subsequent Series.

As previously advised, in its capacity as security trustee, the Trustee made a formal demand for payment under the Capital Guarantee Scheme to the Guarantors on 19 April 2020 and is continuing to seek a response from the Guarantors.

The process is led by the Trustee, however, the Joint Administrators are closely monitoring this. The quantum of any capital repayment is currently uncertain and an update will be provided in due course.

FSCS Protection

As set out in each Information Memorandum, the Company is not regulated by the FCA and is therefore not covered by the FSCS scheme in the event of failure. Further the mini-bonds are not protected from loss by the FSCS. It is therefore not expected that the FSCS will accept claims from any Bondholders.

The Joint Administrators understand that some Bondholders invested in the Company's Series 4 and Series 6 bond issues via ISA accounts. As set out in the Joint Administrators' update dated 14 May 2020, Bondholders who invested in the Company's mini-bonds through an ISA provider were advised to contact the ISA provider in the first instance to discuss any mechanism for recovery of anticipated losses.

The ISA Provider for Series 4 was Goji and the ISA Provider for Series 6 was NPI.

Other Potential Recoveries

As set out in section 7, the Joint Administrators are undertaking detailed investigations into the Company's affairs in order to assess whether there are potential causes of actions against third parties which could be taken by the Joint Administrators to generate potential recoveries for Creditors.

5.4 Cost of Realisations

Payments made from the Appointment Date are set out in the Receipts and Payments account provided at Appendix 2 which is self explanatory.

6. Statement of Affairs

In accordance with Paragraph 47 of Schedule B1 to the Act, the Joint Administrators have requested and received a SOA for the Company as at the Appointment Date. This was prepared by Patrick McCreesh on behalf of the Company and will be filed with the Registrar of Companies. A copy of the SOA dated 24 April 2020 but received by the Joint Administrators on 9 June 2020 is included at Appendix 3.

The information provided in the SOA and in the Statutory information in Appendix 1 has been extracted from the Company's books and records. The Joint Administrators have not carried out any audit or detailed verification work on the information provided and the figures do not include the costs of the Administration.

As set out in section 5.3.1, the Joint Administrators anticipate that the actual level of asset recoveries will be significantly less than the amounts set out in the SOA.

7. Investigations

The Joint Administrators have a statutory obligation to file a report with DBEIS regarding the conduct of any director that held office in the three years prior to the Administration (including any shadow directors). This report must be filed within three months from the Appointment Date and the content of this report is confidential.

The Joint Administrators also have a duty to investigate the Company's affairs in order to maximise the return to creditors.

The Joint Administrators also have a duty to investigate antecedent transactions which include (but not limited to):

- Transactions at an undervalue, under Section 238 of the Act;
- Preferences, under Section 239 of the Act; and
- Transactions to defraud creditors, under Section 423 of the Act.

During our preliminary investigations we have identified a significant number of matters relating to the Company and the wider group that require investigation (including entities not listed in the abbreviated group structure in section 1). Additional information is required to understand the nature of certain transactions and the investigation is likely to be detailed and time consuming as it requires a thorough review of the Company's financial and other information, information gathering from third parties and obtaining legal advice.

The Joint Administrators investigative actions to date include the following:

- secured the books and records of the Company, including back up of electronic records.
- sought information from the Company and the directors who held office in the three years prior to the Appointment Date as well as employees of Blackmore Group Limited.
- sought information from the Bank and former banks and professional advisors, including solicitors and accountants, who acted for the Company.
- consulted with and received information from the Trustee.
- analysis of statements from bank accounts the Company is known to have operated since it was incorporated.

The purpose of undertaking these detailed investigations into the Company's affairs is to assess whether there are potential causes of actions against third parties which could be taken by the Joint Administrators to generate potential recoveries for Creditors. As part of this, the Joint Administrators will engage specialist legal advisors to assist with the investigations and formulation of legal claims.

It should be noted that the Joint Administrators are unable to disclose any further information on their investigations at this stage in order not to prejudice any potential claims.

The Joint Administrators expect that a Creditors' Committee will be established to assist the Joint Administrators in the scope and nature of the investigations to be undertaken (including updates on findings to date).

If any creditor has any information concerning the Company's affairs that they would like to bring to the Joint Administrators' attention, please do so by writing to BlackmoreBond@duffandphelps.com or Duff & Phelps Ltd., The Shard, 32 London Bridge Street, London SE1 9SG. This information would be gratefully received.

8. Joint Administrators' Remuneration and Expenses and Pre-Administration costs

8.1 Estimated Remuneration and Expenses

8.1.1 Remuneration

The Joint Administrators will be seeking approval of their remuneration and fee estimate from the Secured Creditors, Preferential Creditors and the Creditors' Committee.

Total time costs incurred to 6 June 2020 at standard hourly rates are £534,540 representing 1,243 hours at an average hourly rate of £430 per hour. Time is charged in six-minute units.

A breakdown of the time costs and tasks undertaken since the Appointment Date can be found at Appendix 4.

The Joint Administrators will separately be providing a fee estimate to the above parties for their review and approval.

The outcome of this will be communicated to all creditors once agreed.

8.1.2 Expenses

The Joint Administrators' estimate the expenses of the Administration to total approximately £45,345 as detailed in the 'Expenses Estimate' at Appendix 5. This excludes the costs of legal and professionals whose services will be required in connection with the Joint Administrators' investigations. This illustrates the other estimated expenses for the whole of the Administration and is for information purposes only. No approval is required by creditors. This Estimate may change over the course of the Administration, but creditors will be informed of any variations with associated reasons in future progress reports.

8.1.3 Disbursements

The Joint Administrators have incurred disbursements of £719 during the Reporting Period as set out in Appendix 4. This has not yet been drawn.

8.2 Statement of pre-Administration costs

Pre-Administration costs are fees, charges and expenses incurred by the Joint Administrators or their firm, or another person qualified to act as an insolvency practitioner, before the Company entered Administration but with a view to it doing so.

The pre-Administration time costs incurred by Duff & Phelps for the period leading up to the Appointment Date total £27,195 representing 51 hours at an average charge out rate of £536 per hour. While Duff & Phelps provided guidance to certain Bondholders from early 2020, the costs which are recorded here relate only to the period from 19 April 2020 up to the time of the appointment on 22 April 2020.

The time costs incurred by Duff & Phelps for the period leading up to the Appointment Date relate to the following:

- Liaising with Gunnercooke and the Trustee as security trustee to plan for the Administration appointment and set-up the Administration strategy;
- Preparation of communications to Creditors to be circulated upon the Administration;
- Attending various SPV property development sites, liaising with the lenders and making an initial assessment on the potential property realisations within certain SPVs.

A detailed breakdown of the pre-Administration time costs incurred is detailed at Appendix 4.

The Joint Administrators have also incurred pre-Administration expenses totalling £7,590. This relates to the legal assistance provided by Gunnercooke in the lead up to the Administration, including establishing the Administration strategy, reviewing draft correspondence to creditors and dealing with the Joint Administrators' appointment.

Total pre-Administration costs incurred by Duff & Phelps total £34,785 as outlined below:

Pre-Administration costs	Paid (£)	Unpaid (£)	Total (£)
Duff & Phelps Ltd. time costs and disbursements	Nil	£27,195	£27,195
Solicitors fee and disbursements	Nil	£7,590	£7,590
Total	Nil	£34,785	£34,785

The Joint Administrators confirm that payment of the unpaid pre-Administration costs, as an expense of the Administration, is subject to approval under rule 3.52 of the Rules, and not part of the Proposals subject to approval under Paragraph 53 of Schedule B1 of the Act.

The Joint Administrators will seek approval of these fees to be drawn from the assets of the Company from the Non-Preferential Unsecured Creditors or the Creditors Committee (if established) in due course.

9. Dividends Prospects

9.1 Secured Creditor

The Trustee

The Trustee, as security trustee, holds fixed and floating charges over the Company's assets and those of the SPVs on behalf of the Bondholders. The charge over the Company was created on 26 September 2017 and registered at Companies House on 3 October 2017.

According to the SOA, the amount owed to Bondholders as at the Appointment Date was £46,805,633 (excluded accrued interest up to the Appointment Date). Bondholders will also be entitled to claim for accrued and unpaid interest up until the Appointment Date.

At this stage the Joint Administrators are currently of the view that the estimated recovery by Creditors from the properties where security interest are held, will not exceed £5m and therefore while there is anticipated to be a distribution, there will be a substantial shortfall to Bondholders from the secured assets. Bondholders are therefore entitled to value their security and vote for the shortfall as unsecured creditors in the Administration.

Amicus Finance

Companies House records also show two outstanding charges in favour of Amicus. The Joint Administrators understand that this related to funding provided in respect of the property located at Chapel Hill Farm, Chapel Hill, Longridge. The Directors have advised that the property was refinanced and that the sum as owing to Amicus in relation to the loan was repaid in full and therefore the records should be updated to show the charges satisfied.

9.2 Preferential Creditors

Preferential creditor claims consist of employee claims for arrears of wages (up to statutory limits) and accrued holiday, the majority of which are likely to be subrogated to the DBEIS following payment to the employees by the RPS.

The Company had two employees as at the Appointment Date, who were also the Directors. Immediately following the Appointment Date, the Directors were made redundant.

It is understood that the Directors were owed one month's salary and had accrued holiday pay. On that basis the Joint Administrators estimate that preferential creditor claims will be c£4,300. The RPS is yet to submit a claim in the Administration.

It is anticipated that there are likely to be sufficient funds available to enable a distribution to preferential creditors.

9.3 Non-Preferential Unsecured Creditors

As noted in section 9.1, Bondholders are expected to suffer a substantial shortfall in the value of their security. They are entitled to value their security and vote as unsecured creditors in the Administration. For the purposes of any distribution to Non-Preferential Unsecured Creditors, Bondholders will be entitled to claim by reducing the value of their claim by any distributions received under the security held by the Trustee.

In addition to the amount owed to Bondholders, according to the Company's records, other Non-Preferential Unsecured Creditors total £474,266 as at the Appointment Date which can be summarised as follows:

Creditor	£
HMRC	332,490
Trade and expense creditors	130,674
Employees (unsecured element)	11,102
Total	474,266

Based on the information currently available, it is anticipated that there may be sufficient funds to enable distribution to the Non-Preferential Unsecured creditors depending on the value of recoveries from the Joint Administrators' investigations.

9.4 Prescribed Part

The prescribed part is calculated as a percentage of net property, as follows:-

Net property less than £10,000:	50% unless the Joint Administrator considers that the costs of making a distribution to the Unsecured Creditors would be disproportionate to the benefits.
Net property greater than £10,000:	50% up to £10,000 plus 20% thereafter to a maximum of £600,000.

The Company granted a floating charge to the Trustee on behalf of the Bondholders on 26 September 2017 and the Prescribed Part provisions will apply. It is possible that floating charge recoveries may flow into the Company and consequently there may be returns to unsecured creditors via the Prescribed Part. However, at this stage, it is not possible to provide an estimate of the value of the Prescribed Part.

If not already done so, Creditors should ensure they have submitted details of their claim via the Creditors Portal which can be accessed at www.ips-docs.com.

An update on dividend prospects will be provided in the Joint Administrators' next progress report.

10. End of Administration

10.1 Exit from Administration

The options available to the Joint Administrators for the exit from the Administration are as follows:

- Compulsory Liquidation
- Creditors Voluntary Liquidation (CVL)
- Company Voluntary Arrangement
- Return of control to the Directors
- Dissolution of Company

You will note from the Proposals section 1.1 below that the Joint Administrators have left the choice of exit route from Administration open so that an alternative strategy can be adopted, should this prove more appropriate at the time.

However, at this stage the Joint Administrators anticipate that the most likely exit route will be CVL as this will enable the Joint Administrators to progress their investigations and realise value from longer term property development projects which may enable a distribution to be made to Non-Preferential Unsecured creditors of the Company.

The Joint Administrators will liaise with the Secured Creditors, Preferential Creditors and Creditors Committee about the proposed exit route nearer the time.

10.2 Discharge of liability

The Joint Administrators propose to seek approval from Secured Creditors, Preferential Creditors and the appointed Creditors' Committee that they will be discharged from liability in respect of any actions as Joint Administrators upon filing their final Receipts and Payments accounts with the Registrar of Companies or their appointment otherwise ceasing.

Discharge does not prevent the exercise of the Court's power in relation to any misfeasance action against the Joint Administrators.

11. Joint Administrators' Proposals

11.1 Approval of Proposals

The Joint Administrators are seeking approval of this Statement of Proposals by deemed consent. Notice of seeking a decision by deemed consent is enclosed at Appendix 10

11.2 Creditors' Committee

With reference to the Joint Administrators' Update to Creditors dated 27 May 2020, creditors were invited to nominate themselves (or their representatives) to become a member of the Creditors' Committee.

The Creditors' Committee represents the interest of the Creditors as a whole rather than the interests of individual creditors.

The main function of the Creditors' Committee is to assist the Joint Administrators in discharging their duties. This may include assisting the Joint Administrators in key decisions, representing the main body of unsecured creditors or providing information relating to the Company, its business and affairs. The Creditors' Committee will also be responsible for the approval of the following:

- The basis of remuneration;
- The drawing category 2 disbursements;
- The payment of unpaid pre-Administration costs; and
- The discharge from liability of any actions taken as Joint Administrators.

The minimum number of committee members is three and the maximum is five.

The Joint Administrators have received sufficient nominations for a Creditors' Committee, should Creditors resolve that a Creditors' Committee should be formally be established.

However, as the number of nominations received is greater than the maximum number of five who may be on the Creditors Committee, the Joint Administrators are required to seek a decision from Creditors as to its membership.

An update has been posted on the Creditors Portal dated 9 June 2020 which provides a list of those creditors (or where applicable their representatives) who have been nominated to become a member the Creditors Committee, together with a brief summary of why each nominee wishes to be a member of the Creditors' Committee and the reasons why Creditors might wish to vote for them.

Accordingly, at Appendix 10 is a Business by Correspondence form, where creditors are asked to consider the following resolutions:

- 1) That a Creditors' Committee be established; and
- 2) That Creditors vote for one of the nine candidates listed on the Creditors Portal in the separate Update to Creditors dated 9 June 2020:

Any creditor wishing to vote should return the completed voting form to the Joint Administrators at Blackmorebond@duffandphelps.com by no later than 23.59 on 25 June 2020 voting for one nominee only. Votes for the membership of the Creditors' Committee will be based on the value of claims in support of each nominee.

As it is expected that a Creditors' Committee will be established, the Joint Administrators are not seeking the approval of the Non-Preferential Unsecured creditors in respect of the resolutions detailed at paragraphs 11.4.4 and 11.4.5, at this time (which would be necessary if there were no Creditors' Committee).

Should creditors resolve that a Creditors' Committee be established, it will take effect from the date that the Registrar of Companies is notified.

11.3 Creditors' Rights

If Creditors whose debts amount to at least 10% of the total debts of the Company object to the deemed consent decisions and the relevant procedures are followed as set out in the notice of seeking a decision by deemed consent, the deemed consent procedure will terminate without any decisions being made.

Creditors who meet one of the thresholds set out in the Insolvency Act 1986 may, within five business days from the date of delivery of this notice, require a physical meeting to be held to consider the proposed decision(s). The statutory thresholds for requesting a meeting are 10% in value of creditors, 10% in number of creditors, or 10 creditors.

Further information on Creditors' rights to request a decision or physical meeting and the relevant procedures required is provided on Appendix 6, Statement of Creditors Rights.

In addition, the statement also sets out information on the remuneration and disbursements of the Joint Administrators.

11.4 Summary of Proposals

This document in its entirety constitutes the Joint Administrators' Proposals.

The Joint Administrators propose the following:

11.4.1 General

- To continue to deal with such outstanding matters in relation to the Company as the Joint Administrators consider necessary until such time as the Administration ceases to have effect;
- To do all such other things and generally exercise all of their powers contained in Schedule 1 of the Act, as they, in their sole and absolute discretion, consider desirable or expedient in order to achieve the purpose of the Administration;
- To investigate and, if appropriate, pursue any claims the Company may have for the benefit of the Creditors; and
- Seek an extension to the Administration period if considered necessary.

11.4.2 Distributions

- To make distributions to the Trustee on behalf of the Secured Creditors and to the Preferential Creditors where funds allow;
- To make distributions to the Non-Preferential Unsecured creditors from the Prescribed Part, where applicable.
- To make further distributions to the Non-Preferential Unsecured creditors over and above the Prescribed Part, if funds become available and apply to court for authority to do so, where applicable.

11.4.3 End of Administration

That the Joint Administrators might use any or a combination of the following exit route strategies in order to bring the Administration to an end:

- Apply to Court for the Administration order to cease to have effect from a specified time and for the return of control to the Directors;
- Place the Company into Creditors' Voluntary Liquidation if deemed appropriate. It is proposed that the Joint Administrators, currently Geoffrey Bouchier and Benjamin Wiles of Duff & Phelps would act as Joint Liquidators should the Company be placed into Creditors' Voluntary Liquidation. The Creditors may nominate a different person as the proposed Liquidator, provided the nomination is received at this office prior to the approval of these Proposals. Any action

required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them;

- Petition the Court for a winding-up order placing the Company into Compulsory Liquidation if deemed appropriate. It is proposed that the Joint Administrators, currently Geoffrey Bouchier and Benjamin Wiles of Duff & Phelps would act as Joint Liquidators should the Company be placed into Compulsory Liquidation without further recourse to Creditors. Any action required or authorised under any enactment to be done by the Joint Liquidators is to be done by all or any one or more of them;
- Take the necessary steps to give notice of move from Administration to dissolution with the Registrar of Companies if the Joint Administrators consider that Liquidation is not appropriate because (1) the Company has no remaining property which might permit a distribution to its creditors, and (2) all outstanding matters have been satisfactorily completed.

Alternatively, the Joint Administrators may allow the Administration to end automatically.

The Joint Administrators will be seeking specific agreement to the following resolutions that do not form part of the Proposals from the Secured Creditors, Preferential Creditors and Creditors Committee in due course.


11.4.4 Remuneration and pre-Administration costs

- That the Joint Administrators' remuneration be fixed by reference to the time properly given by them and their staff in attending to matters arising in the Administration.
- That the Joint Administrators' Fee Estimate be approved;
- That the Joint Administrators be authorised to draw their company's internal costs and expenses in dealing with the Administration ("Category 2 Disbursements"), which have been charged in accordance with Duff & Phelps policy, as set out in Appendix 4;
- That the unpaid pre-Administration costs totalling £34,785 as detailed in the Joint Administrators' statement of pre-Administration costs, is approved for payment as an expense of the Administration.
- Where a Creditors' Committee is formed, The Joint Administrator's will seek to obtain approval from the Creditors' Committee.

11.4.5 Discharge of liability

- That the Joint Administrators be discharged from all liability in respect of any actions as Joint Administrators upon filing their final Receipts and Payments account with the Registrar of Companies or their appointment otherwise ceasing.
- Where a Creditors' Committee is formed, The Joint Administrator's will seek to obtain approval from the Creditors' Committee.

If you require further information or assistance, please do not hesitate to contact Giulia Paini.



Geoffrey Bouchier
Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators, Geoffrey Bouchier and Benjamin Wiles, who act as agents for the Company and without personal liability. Both are licensed by the Insolvency Practitioners Association.

Appendix 1 – Statutory Information

COMPANY INFORMATION

Company and trading name	Blackmore Bond Plc
Date of incorporation	12 July 2016
Registered Number	10273135
Company Directors	Patrick McCreesh Philip Nunn
Company Secretary	Patrick McCreesh
Shareholder	Blackmore Group Ltd – 50,000
Trading address	53 King Street Manchester M2 4LQ
Registered office	Current: C/o Duff & Phelps Ltd. The Shard 32 London Bridge Street London SE1 9SG Former: 53 King Street Manchester M2 4LQ
Any Other trading names	

ADMINISTRATION INFORMATION

Administration Appointment	The Administration appointment filed at the High Court of Justice, Business and Property Courts of England and Wales, Company and Insolvency List (ChD), CR-002254 of 2020.
Appointor	Oak Fund Services (Guernsey) Limited
Appointment Date	22 April 2020
Joint Administrators	Geoffrey Wayne Bouchier and Benjamin John Wiles of Duff & Phelps
Original purpose	realising property in order to make a distribution to one or more secured or preferential creditors in accordance with paragraph 3(1)c.
Functions	The functions of the Joint Administrators are being exercised by them individually or together in accordance with Paragraph 100(2) of Schedule B1
Current Administration expiry date	21 April 2021
Prescribed Part	The Prescribed Part is applicable in this case. However, it is currently uncertain whether there will be sufficient asset realisations to enable a distribution under Prescribed Part.
Application of EC Regulations	EC Regulations apply and these proceedings will be the Main Proceedings as defined in Article 3 of the EC Regulations.

Financial Information

Balance Sheet

	Draft Accounts as at 31 December 2018		Filed Accounts as at 31 December 2017	
Fixed Assets				
Investments	£	1,500	£	1,400
	£	1,500	£	1,400
Current Assets				
Debtors	£	25,856,205	£	18,178,581
Cash at bank and in hand	£	845,387	£	802,590
	£	26,701,592	£	18,981,171
Current Liabilities				
Creditors - amount falling due within one year	£	(2,280,350)	£	(702,316)
Net Current Assets	£	24,421,242	£	18,278,855
Total Assets less Current Liabilities	£	24,422,742	£	18,280,255
Creditors - amount falling due after more than one year	£	(39,546,298)	£	(25,371,255)
Net Liabilities	£	(15,123,556)	£	(7,090,970)
Capital and Reserves				
Called up share capital	£	50,000	£	50,000
Profit and Loss Account	£	(15,173,556)	£	(7,140,970)
Total Equity	£	(15,123,556)	£	(7,090,970)

Financial Information

Profit and Loss

	Draft Accounts for year ended 31 December 2018		Filed Accounts for the 6 months to 31 December 2017	
Costs of Sales	£	(7,687)	£	-
Gross Loss	£	(7,687)	£	-
Administrative Expenses	£	(5,630,513)	£	(5,702,986)
Operating Loss	£	(5,638,200)	£	(5,702,986)
Interest Receivable	£	760	£	67,584
Interest Payable	£	(2,395,146)	£	(1,505,568)
Loss on Ordinary Activities Before Taxation	£	(8,032,586)	£	(7,140,970)
Tax on Loss on Ordinary Activities	£	-	£	-
Loss for the Financial Year	£	(8,032,586)	£	(7,140,970)
Other Comprehensive Income	£	-	£	-
Total Comprehensive Income for the Year	£	(8,032,586)	£	(7,140,970)

Appendix 2 – Receipts and Payments Account

Blackmore Bond Plc (In Administration)

Joint Administrators' Receipts and Payment Account

Statement of Affairs Estimated to Realise Values		For the Reporting Period from 22 April 2020 to 9 June 2020
(£)		(£)
	Fixed Charge Asset Realisations	
94,078	Blackmore SPV 2 Ltd	-
427,900	Blackmore SPV 2 Ltd	-
113,346	Blackmore SPV 3 Ltd	-
358,110	Blackmore SPV 5 Ltd	-
112,516	Blackmore SPV 6 Ltd	-
1,500,000	Blackmore SPV 11 Ltd	-
565,500	Blackmore SPV 13 Ltd	-
802,075	Blackmore SPV 14 Ltd	-
1,115,287	Blackmore SPV 16 Ltd	-
<u>5,088,811</u>		
	Floating Charge Asset Realisations	
4,871,461	Blackmore SPV 8 Ltd*	-
-	Cash at Bank	906.35
<u>9,960,272</u>		<u>906.35</u>
	Floating Charge Costs of Realisation	
	Re- Direction of Mail	(321.00)
	Statutory Advertising	(94.50)
		<u>(415.50)</u>
	Floating Charge Creditors	
(46,435,133)	Floating Charge Creditors	-
<u>(36,474,861)</u>		<u>-</u>
	Unsecured Creditors	
(130,674)	Trade and Expense Creditors	-
(332,490)	HMRC (PAYE, Corporation Tax etc.)	-
<u>(463,164)</u>		<u>-</u>
<u>(36,938,025)</u>	Total	<u>490.85</u>
	Represented By	
	Floating/Main Current Account	471.95
	VAT Recievable	18.90
	Total	<u>490.85</u>

Notes

* Interest in joint venture

Appendix 3 – Statement of Affairs

STATEMENT OF AFFAIRS

Statement as to affairs of

Blackmore Bond plc (In Administration) ("the Company")

Reg No.10273135

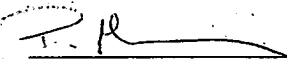
In the High Court of Justice no. 2254 of 2020

Statement as to the affairs of (a) Blackmore Bond plc (In Administration) of C/o Duff & Phelps., The Shard, 32 London Bridge Street, London, SE1 9SG on 22 April 2020, the date that the company entered administration.

Statement of Truth

I believe that the facts stated in this Statement of Affairs are full, true and complete statement of affairs of the above named company as at 22 April 2020, the date that the Company entered administration.

Full name Patrick McCreesh

Signed 

Dated 24/4/20

INSOLVENCY ACT 1986

DIRECTORS STATEMENT OF AFFAIRS

A - Summary of Assets

Assets	Notes	Book Value £	Estimated to realise £
Pledged Assets			
Blackmore SPV 2 Ltd	1	£124,826.08	£94,077.90
Blackmore SPV 2 Ltd		£755,000.00	£427,900.00
Blackmore SPV 3 Ltd	2	£143,950.00	£113,345.55
Blackmore SPV 5 Ltd	3	£412,266.00	£358,109.50
Blackmore SPV 6 Ltd	4	£238,573.00	£112,515.92
Blackmore SPV 11 Ltd	5	£1,500,000.00	£1,500,000.00
Blackmore SPV 13 Ltd	6	£675,000.00	£565,500.00
Blackmore SPV 14 Ltd	7	£888,750.00	£802,075.00
Blackmore SPV 16 Ltd	8	£1,187,287.00	£1,115,287.00
		5,925,652	5,088,811
Interest in Join Venture			
Blackmore SPV 8 Ltd	9	£4,871,461.00	£4,871,461.00
		4,871,461	4,871,461
Estimated total assets available for preferential creditors		10,797,113	9,960,272

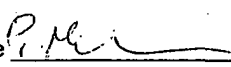
Notes (details of sites held within SPV)

Values of each site taken from most recent valuations at that date

1. St Andrews Church Hall, Colyton, Devon, EX24 6ND & Church Farm Barns, Culmhead, Taunton, TA3 7EE
2. St Augustine's Church, Tillard Avenue, Stockport, SK3 0UB
3. Little Hookstead Farm, High Halden, Kent, TN26 3NH
4. Steps Cottage, Lower Court Road, Newton Ferrers, PL8 1DG
5. Oakshade Road, Oxshott, Surrey, KT22 0LF
6. Maldon Lodge, Woolton Road, Childwall, Liverpool, L16 8NF
7. 76 Holloway Head, Birmingham, B1 1NG
8. Six Hills House, Stevenage, Hertfordshire, SG1 2TP
9. Chapel Hill, Longridge, Preston, PR3 2YB. Interest in joint venture with loan from SPV and profit share. Figure is loan due on completion of the project.

* Values using latest independent valuation of site less debt

Signature  Date 24/4/20


Signature  Date 24/4/20


INSOLVENCY ACT 1986

DIRECTORS STATEMENT OF AFFAIRS

A1 - Summary of liabilities

	Estimated to Realise £
Estimated total assets available for preferential creditors (carried from page A) including pledged assets and JV Interest due	9,960,272
Liabilities	
Preferential creditors	0
Estimated (deficiency)/surplus as regards preferential creditors:	9,960,272
Estimated prescribed part of net property where applicable (to carry forward)	0
	0
Estimated total assets available for floating charge holders	9,960,272
Debts secured by floating charges	(46,805,633)
Estimated (deficiency)/surplus of assets after floating charges	(36,845,361)
Estimated prescribed part of net property where applicable (b/down)	0
	0
Total assets available to unsecured creditors	0
Trade and expense creditors	(130,674)
Employee creditors	0
HMRC - (PAYE, Corporation Tax etc)	(332,490)
Inter-company creditors	0
Other unsecured creditors (Directors' loan accounts)	0
	(463,164)
Estimated (deficiency)/surplus as regards non-preferential creditors (excluding any shortfall to floating charge holders)	(463,164)
Shortfall to floating charge holders (brought down)	36,845,361
	(36,845,361)
Estimated (deficiency)/surplus as regards creditors	(37,308,525)
Issued and called up capital	0
Estimated total (deficiency)/surplus as regards members	(37,308,525)

Signature  Date 24/4/20

Signature  Date 24/4/20

COMPANY CREDITORS (excluding employees and consumers)

Note: You must 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 or claimant	Address (with postcode)						Amount of debt £	Is the creditor claiming retention of title?	Details of any security held by creditor	Date security given	Value of Security £
	(add 1)	(add 2)	(add 3)	(add 4)	(add 5)	(add 6) (Postcode)					
DS Emotions	1 add 1	1617110630	Parsonage Chambers, 3	M3 2HW			144.00	No	None	na	0
DS Emotions	1 add 1	1617110630	Parsonage Chambers, 3	M3 2HW			658.80	No	None	na	0
County Wide	1 add 1	1617110630	Countywide House, Lax	NG15 0DT			9,000.00	No	None	na	0
County Wide	1 add 1	1617110630	Countywide House, Lax	NG15 0DT			3,038.58	No	None	na	0
Squire Patton Boggs	1 add 1	1132647000	6 Wellington Place, Leed	L21 4AP			4,772.40	No	None	na	0
JLA	1 add 1	1132647000	JLA (UK) Limited	EN5 5BV			36,000.00	No	None	na	0
Squire Patton Boggs	1 add 1	1132647000	6 Wellington Place, Leed	L21 4AP			4,554.98	No	None	na	0
Squire Patton Boggs	1 add 1	1132647000	6 Wellington Place, Leed	L21 4AP			13,594.70	No	None	na	0
Squire Patton Boggs	1 add 1	1132647000	6 Wellington Place, Leed	L21 4AP			10,513.20	No	None	na	0
Oak Fund Services	1 add 1	1481723450	PO Box 282, Resency	GY1 3RH			2,500.00	No	None	na	0
Oak Fund Services	1 add 1	1481723450	PO Box 282, Resency	GY1 3RH			2,500.00	No	None	na	0
Oak Fund Services	1 add 1	1481723450	PO Box 282, Resency	GY1 3RH			225.00	No	None	na	0
Lobix Notts	1 add 1	1376444375	28330 Network Place				9,739.08	No	None	na	0
Silvernax	1 add 1	2072425905	Bridge Gate, 55-57 High	RH1 1RX			11,504.78	No	None	na	0
Memory Crystal	1 add 1	2072425905	165 Fleet Street, London	EC4A 2SY			1,677.84	No	None	na	0
Lobix Notts	1 add 1	1376444375	28330 Network Place				2,770.07	No	None	na	0
Total Gas and Power	1 add 1	3330037874					34.59	No	None	na	0
Memory Crystal	1 add 1	2072425905	165 Fleet Street, London	EC4A 2SY			15,202.70	No	None	na	0
Memory Crystal	1 add 1	2072425905	165 Fleet Street, London	EC4A 2SY			5,035.20	No	None	na	0
HMRC	1 add 1	2072425905					100.00	No	None	na	0
HMRC	1 add 1						153,188.63	No	None	na	0
HMRC	1 add 1						158,330.79	No	None	na	0
HMRC	1 add 1						6,048.00	No	None	na	0
HMRC	1 add 1						4,356.53	No	None	na	0
HMRC	1 add 1						10,455.68	No	None	na	0
Totals							463,164				

Signature T. M. W. Date 24/4/20

Signature P. M.

Date 24/4/20

Note: You must include all employees who have claims against the company (and indicate whether any un also creditors under him-purchase, chattel leasing or conditional sale agreements and any claiming retention of title over property in the company's possession).

Note: You must include all employees who have claims against the company (and indicate whether any un also creditors under him-purchase, chattel leasing or conditional sale agreements and any claiming retention of title over property in the company's possession).

Signature [Signature] Date 2/4/20

C

Signature [Signature] Date 24/1/20

Date 24/4/2020

Appendix 4 – Analysis of Time Charged and Expenses Incurred

Analysis of the Joint Administrators' Time Costs for Pre-Administration

Blackmore Bond Plc (In Administration)

Duff & Phelps' Time Costs for the Pre-Administration Period

	Managing Director	Hours Manager	Senior	Assistant	Total Hours	Time Costs £	Avg Hourly Rate £
Administration and Planning							
Dealings with Directors and Management	0.00	0.00	0.00	1.50	1.50	285.00	190.00
IPS Set Up and Maintenance	0.00	0.00	0.00	3.00	3.00	570.00	190.00
Statutory Planning and Control	9.30	0.00	4.00	9.00	22.30	10,815.00	484.98
Creditors							
Secured Creditors	5.90	0.00	0.00	0.00	5.90	4,425.00	750.00
Realisation of Assets							
Freehold and Leasehold Property	10.50	7.50	0.00	0.00	18.00	11,100.00	616.67
Total Hours:	25.70	7.50	4.00	13.50	50.70		536.39
Total Fees Claimed: £	19,275.00	3,225.00	1,320.00	3,375.00		27,195.00	

Analysis of the Joint Administrators' time costs to 6 June 2020

Blackmore Bond Plc (In Administration)

Analysis of the Joint Administrators' Time Costs for the Reporting Period

	Hours				Total	Time Costs	Avg
	Managing Director	Manager	Senior	Assistant	Hours	£	Hourly Rate £
Administration and Planning							
Case Review & Case Diary Management	0.00	0.20	12.60	8.10	20.90	6,078.00	290.81
Cashiering & Accounting	0.00	0.90	3.90	2.00	6.80	2,367.00	348.09
Dealings with Directors and Management	10.00	3.30	12.30	0.00	25.60	13,727.50	536.23
IPS Set Up & Maintenance	0.00	0.00	2.00	10.65	12.65	2,878.00	227.51
Insurance	0.00	0.00	2.80	0.00	2.80	1,064.00	380.00
Statement of Affairs	0.00	1.10	0.80	0.00	1.90	958.50	504.47
Statutory Matters (Meetings, Reports & Notices)	10.05	77.50	66.00	11.20	164.75	81,334.00	493.68
Strategy, Planning & Control	14.25	63.50	28.40	23.60	129.75	62,521.00	481.86
Tax Compliance / Planning	0.00	0.00	0.00	1.20	1.20	192.00	160.00
Creditors							
Communications with Creditors / Employees	7.90	10.80	38.80	138.95	196.45	52,461.00	267.05
Creditors Committee	0.00	4.90	2.30	12.90	20.10	6,017.50	299.38
Non-Preferential Creditors / Employee Claims Handling	0.00	0.00	1.20	1.60	2.80	776.00	277.14
Secured Creditors	11.60	0.00	0.00	0.00	11.60	8,700.00	750.00
Investigations							
ODDA, Reports & Communication	0.00	0.00	18.40	0.10	18.50	7,008.00	378.81
Financial Review and Investigations (S238/239 etc)	95.45	154.80	97.45	205.70	553.40	237,141.67	428.52
Realisation of Assets							
Freehold & Leasehold Property	63.50	2.70	1.60	5.10	72.90	51,103.50	701.01
Other Intangible Assets	0.00	0.00	0.40	0.00	0.40	152.00	380.00
Sale of Business	0.00	0.00	0.00	0.30	0.30	60.00	200.00
Total Hours:	212.75	319.70	288.95	421.40	1,242.80		430.11
Total Fees Claimed: (£)	159,462.50	190,660.75	107,830.42	76,586.00		534,539.67	

Narrative of work carried out for the period to 6 June 2020

The key areas of work have been:

SIP 9 narrative for the period 22 April 2020 to 6 June 2020

Administration and planning	<ul style="list-style-type: none"> Monitoring and reviewing the Administration strategy; Briefing staff on the Administration strategy and matters in relation to workstreams; Regular case management and reviewing of process including regular team update meetings and calls; Meeting with management to review and update strategy and monitor progress; Dealing with queries arising during the appointment; Reviewing matters affecting the outcome of the Administration; Liaising with legal advisors regarding various instructions; Allocating and managing staff/ case resourcing and budgeting exercises and reviews; and Complying with internal filing and information recording practices, including documenting strategy decisions.
Creditors	<ul style="list-style-type: none"> Undertaking a review of the list of Bondholders for each series and discussing this with the Directors; Updating the list of Creditors; Responding to over 1,000 email and telephone enquiries from Creditors regarding the Administration and submission of their claims; Reviewing completed forms submitted by Creditors and recording claim amounts and maintaining claim records; and Providing written and oral updates to the Trustee regarding the progress of the Administration and cases strategy.
Investigations	<ul style="list-style-type: none"> Securing the books and records of the Company, including obtaining a back up of electronic records; Seeking information from the Company and the directors who held office in the three years prior to the Appointment Date as well as employees of Blackmore Group Limited; Conducting interviews with the Directors; Seeking information from former banks and professional advisors, including solicitors and accountants, who acted for the Company. Consulting with and obtaining information from the Trustee Analysing statements from bank accounts the Company is known to have operated since it was incorporated. Managing and reviewing the Company's books and records; Investigating the affairs of the Company to identify any actions available to the Company against third parties in respect of antecedent transactions or other litigation; Reviewing pre-appointment transactions; and Documenting investigations.
Statutory and compliance	<ul style="list-style-type: none"> Ensuring compliance with all statutory obligations within the relevant timescales; Uploading information to the Creditors' Portal; Drafting and publishing regular updates;

	<ul style="list-style-type: none"> Seeking nominations from Creditors for the establishment of a Creditors Committee and initial discussions with each of the nominees; Reviewing time costs to date and producing analysis of time incurred which is compliant with SIP 9; and Preparing the Joint Administrators' Report and Statement of Proposals
Cashiering	<ul style="list-style-type: none"> Arranging bonding and complying with statutory requirements; and Setting up Administration bank accounts and making payments to third parties in respect of services provided during the Administration
Asset realisations	<ul style="list-style-type: none"> Collating information from the Company's records regarding assets; specifically compiling historical Company records on investments in properties; Undertaking an initial review of the financial position of each SPV and subsidiary; Reviewing each of the properties including physically inspecting all properties; Contacting third party lenders to determine their current outstanding balances and future intentions in relation to the completion of the development, or sale of the properties as applicable; Liaising with receivers and assisting where possible to ensure that the realisations from the properties are maximised for the ultimate benefit of Creditors; Discussing the sites with the Directors including their view as to current value, development plans and sales strategy; and Contacting banks to determine the level of funds held and arranging for these to be transferred to the Administration estate.

Joint Administrators' Disbursements to 9 June 2020

The Joint Administrators have incurred the following disbursements during the Reporting Period

SIP 9 - Disbursements		Category 1		Category 2		Totals (£)
Disbursements		Paid (£)	Unpaid (£)	Paid (£)	Unpaid (£)	
Bond			225			225
Courier and delivery costs						
Meals						
Postage						
Mileage					355	355
Accounting Subscription			12			12
Total			237		355	592

Please note, we have the authority to pay Category 1 disbursements without the need for any prior approval from the creditors of the Company.

Category 2 disbursements are to be approved in the same manner as the Joint Administrators' remuneration.

Appendix 5 – Expenses Estimate

Blackmore Bond Plc (In Administration)

Joint Administrators' Estimated Expenses for the Administration

Notes	Company	Type of Expense	Activity	Fee Basis	Amount Paid (£)	Amount Incurred (£)	Anticipated Total Cost (£)
1							
Professional Advisors							
2	Gunnercooke LLP	Legal Fees	Legal advice in relation to the Company and matters arising in the Administration	Time Costs	0.00	25,547.50	Uncertain
3	Kroll	Professional Costs	Cyber risk team instructed to set up and maintain the platform, Relativity, which is being used for investigation purposes	Fixed monthly fee	0.00	7,920.00	37,920.00
4	Spreckley	Press Management	PR agents instructed to assist the Joint Administrators in dealing with press coverage and queries	Time Costs	0.00	4,375.00	6,375.00
5	Tax Advisors / To Be Confirmed	Professional Costs	Completion of post appointment tax returns	Time Costs	0.00	0.00	TBC
Other Costs							
6	Accurate Mailing Services Ltd	Statutory Compliance	Stationary and Postage	As Incurred	0.00	335.27	635.27
7	Courts Advertising Ltd	Statutory Compliance	Statutory Advertising	Fixed Fee Per Unit	94.50	0.00	94.50
8	Royal Mail Group Ltd	Statutory Compliance	Mail redirection	Fixed Fee Per Unit	321.00	321.00	321.00
9	Total Data Management Limited	Statutory Compliance	Storage of books and records of the Company	Fixed Fee Per Unit	0.00	0.00	TBC
Total Expenses					415.50	38,498.77	45,345.77
Disbursements							
10	Category 1 Disbursements						
11	Bond Premium				0.00	225.00	225.00
12	Xero				0.00	11.62	139.44
Total					0.00	236.62	364.44
13	Category 2 Disbursements						
14	Travel				0.00	355.00	355.00
Total					415.50	39,090.39	46,065.21

Notes to Expenses Schedule

- 1 The Joint Administrators' choice of professional advisors is based on their perception of the experience and ability of the respective firms / individuals to perform their work, the complexity and nature of the assignment and the basis of their fee.
- 2 Legal costs and disbursements following the appointment relating to advice on the Company, its wider group, investigations and ad-hoc legal advice.
- 3 Kroll (a division of Duff & Phelps) have been instructed to set up and maintain the email searching platform, Relativity, to be used for investigations purposes.
- 4 A specialist press / PR agent used to liaise with press queries and manage coverage of the Administration due to the Company's high profile.
- 5 Tax agents may be instructed in the future to prepare and file the Company's post-appointment tax returns and general tax advice.
- 6 It is usually more cost effective to employ an external agent to print and mail circulars to creditors and members, as required by statute.
- 7 Statutory advertising of the Notice of Appointment in the London Gazette is required under insolvency legislation.
- 8 The mail redirection ensures that any post received by the Company is forwarded on to the Joint Administrators to ensure all matters are dealt with.
- 9 Books and records of the Company will be stored off site with an external provider for at least the duration of the Administration plus one year. In addition it is a statutory requirement that books and records of the Joint Administrators must be kept for six years after the conclusion of the Administration.
- 10 Category 1 Disbursements are payments to independent third parties where there is specific expenditure directly referable to the Administration.
- 11 It is a statutory requirement for insolvency practitioners to have a bond on each case to which they are appointed. The cost is based on the value of the assets.
- 12 Accounting subscription required to access the Company's accounting system.
- 13 Category 2 Disbursements are costs that are directly referable to the Administrators but not to a payment to an independent third party. There were no Category 2 Disbursements incurred.
- 14 Associated costs, including mileage and tolls, incurred by travelling to site.

The above costs exclude VAT.

Appendix 6 – Statement of Creditors' Rights

Rule numbers refer to Insolvency (England & Wales) Rules 2016 (as amended)

Section or paragraph numbers refer to Insolvency Act 1986

If you require a copy of any relevant rule or section, please contact BlackmoreBond@duffandphelps.com.

Information for creditors on remuneration and disbursements of Administrators

Information regarding the fees and disbursements of Administrators, including details of the Duff & Phelps' disbursements policy and hourly charge out rates for each grade of staff that may undertake work on this case, is in a document called "A Creditors' Guide to Administrators' Fees". This can be viewed and downloaded from the Joint Administrators' website at:

<https://www.duffandphelps.co.uk/-/media/assets/pdfs-international/uk/creditors-guide/administration-a-creditors-guide-to-insolvency-practitioner-fees-updated.ashx?la=en-gb&hash=007D99D0FCC2E1AAADA98AA36B09E2D94292DBA9>

Should you require a copy, please contact this office.

Creditors may requisition a physical meeting of creditors for approval of the Joint Administrators' Proposals under Rule 15.6 of the Insolvency (England and Wales) Rules 2016

The Joint Administrators shall summon a physical meeting (1) if asked to do so by (a) creditors whose debts amount to at least 10% of the total debts of the Company or (b) 10% in number of creditors, or (c) 10 creditors, and (2) if the following procedures are followed:

The request for a requisitioned physical meeting must be made within five business days of the date on which the Joint Administrators' report to creditors and statement of proposals were delivered and include either:

(a) a statement of the requesting creditor's claim together with:

- a list of the creditors or contributories concurring with the request and of the amounts of their respective claims or values, and
- confirmation of concurrence from each creditor; or

(b) a statement of the requesting creditor's debt and that that alone is sufficient without the concurrence of other creditors.

Creditor/s may be requested to meet the costs of a requisitioned decision and a deposit will be required for this purpose. These costs may be ordered to be paid as an expense of the Administration if the creditors so resolve.

If you wish to request a physical Creditors' meeting, please complete and return the physical meeting requisition form available on the Creditors' Portal.

Creditors may requisition a decision to be made by all of the creditors for approval of the Joint Administrator' Proposals under para 52(2) Schedule B1 Insolvency Act 1986

The Joint Administrators shall seek a decision from the Company's creditors as to whether they approve the Proposals if requested by creditors of the Company, whose debts amount to at least 10% of the total debts of the Company. Such a request must be received by the Joint Administrators within eight business days of the date on which the Joint Administrators' report to creditors and statement of proposals is delivered.

The request for a requisitioned decision must include a statement of the purpose of the proposed decision and either—

(a) a statement of the requesting creditor's claim together with—

- a list of the creditors or contributories concurring with the request and of the amounts of their respective claims or values, and
- confirmation of concurrence from each creditor; or

(b) a statement of the requesting creditor's debt and that that alone is sufficient without the concurrence of other creditors.

Creditor/s may be requested to meet the costs of a requisitioned decision and a deposit will be required for this purpose. These costs may be ordered to be paid as an expense of the Administration if the creditors so resolve.

A requisitioned decision must be made within 28 days of receiving the deposit or the expiry of 14 days without the Administrators informing the requesting creditor of the deposit sum.

Appendix 7 – Definitions

Word or Phrase	Definition
the Act	The Insolvency Act 1986 (as amended)
Amicus Finance	Amicus Finance Plc, the holder of fixed and floating charges over the Company's assets (ranking after the Trustee) and third party lender to Blackmore SPV 2 Limited
the Appointment Date	22 April 2020 being the date of appointment of the Joint Administrators
Assetz Capital	Assetz Capital, a third-party lender to Blackmore SPV 3 Ltd and Blackmore Longridge Ltd
Aura Finance	Aura Finance Limited (also known as West One), a third-party lender to Blackmore SPV 16 Ltd
Bondholders	The holders of mini-bonds issued by the Company, on whose behalf the Trustee holds fixed and floating charge security
Category 1 Disbursements	The Joint Administrators' external costs and expenses in dealing with the Administration
Category 2 Disbursements	The Joint Administrators' internal costs and expenses in dealing with the Administration
Close Brothers	Close Brothers Property Finance, a third-party lender to Lusso Residential Developments Ltd
the Company	Blackmore Bond Plc (In Administration) (Company Number: 10273135)
Creditors	All creditors of the Company including Secured Creditors, Preferential Creditors, Non-Preferential Unsecured Creditors
the Creditors' Portal	The Joint Administrators have chosen to deliver updates and the majority of documents distributable to Creditors by making them available for viewing and downloading at the website, www.ips-docs.com . Creditors can also submit their claims via the Creditors' Portal
DBEIS	Department for Business, Energy & Industrial Strategy
the Directors	Patrick McCreesh and Philip Nunn, the directors of the Company as at the Appointment Date
Duff & Phelps	Duff & Phelps Ltd., The Shard, 32 London Bridge Street, London SE1 9SG
EC Regulation	EC Regulation on Insolvency Proceedings 2000
FCA	Financial Conduct Authority
FSCS	Financial Services Compensation Scheme

Goji	Goji Financial Services Limited T/a Goji Investments, an ISA manager in respect of the Series 4 bond issue
GFS1	GFS1 Limited, a third-party lender to Lusso Oakshade LLP
GT	Grant Thornton UK LLP, former auditors of the Company
the Guarantors	Ion and Northernlight, together the guarantors of the issued mini-bonds
Gunnercooke	Gunnercooke LLP, the legal advisors to the Joint Administrators and to Duff & Phelps in the lead up to the Administration
HMRC	HM Revenue and Customs
Ion	Ion Insurance Group S.A. (incorporated in Costa Rica), one of the guarantors of the issued mini-bonds
the Joint Administrators	Geoffrey Wayne Bouchier and Benjamin John Wiles of Duff & Phelps
KSEYE Group	Together KSEYE Capital No.1 and KSEYE Capital Holdings
KSEYE Capital Holdings	KSEYE Capital Holdings Ltd, a third-party lender to Blackmore SPV 14 Ltd
KSEYE Capital No.1	KSEYE Capital No.1 Ltd, a third-party lender to Blackmore SPV 13 Ltd
LCF	London Capital & Finance Plc
NCM	NCM Fund Services Ltd
Nexitus Finance	Nexitus Finance VCIC AIFLNP Ltd, a third-party lender to Blackmore SPV 2 Ltd, Blackmore SPV 5 Ltd and Blackmore SPV 6 Ltd
Northernlight	Northernlight Surety Company S.R.L. (incorporated in Costa Rica), one of the guarantors of the issued mini-bonds
NPI	Northern Provident Investments Ltd, an ISA manager in respect of the Series 6 bond issue
the Prescribed Part	Pursuant to Section 176A of the Act where a floating charge is created after 15 September 2003 a designated amount of the Company's net property (floating charge assets less costs of realisation) to be made available to Non-Preferential Unsecured creditors
the Reporting Period	22 April 2020 to 9 June 2020
RPS	Redundancy Payments Service
the Rules	The Insolvency (England & Wales) Rules 2016 (as amended)
the Secured Creditors	Bondholders, The Trustee and Amicus Finance, the holders of fixed and floating charges over the Company's assets

SIP 9	Statement of Insolvency Practice 9 – Industry best practice for Insolvency Practitioners in relation to disclosure of remuneration and disbursements
SOA	Statement of Affairs, documentation supplied by the Director outlining the Company's financial position as at the Appointment Date
Spreckley	Spreckley Partners Limited, PR agents instructed to liaise with the media
SPV	Special Purpose Vehicles which are wholly owned subsidiaries of the Company through which the Company invested in property development projects
Surge	Surge Financial Limited, an online marketing company engaged by the Company
the Trustee	Oak Fund Services (Guernsey) Limited, the security trustee and holder of fixed and floating charges over the Company's assets

Appendix 8 – Notice about this Statement of Proposals

This Statement of Proposals has been prepared by Geoffrey Wayne Bouchier and Benjamin John Wiles, the Joint Administrators of the Company, solely to comply with their statutory duty under Paragraph 49, Schedule B1 of the Insolvency Act 1986 to lay before creditors a statement of their Proposals for achieving the purpose of the Administration, and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purposes, or in any other context.

These Proposals have not been prepared in contemplation of them being used, and are not suitable to be used, to inform any investment decision in relation to the debt of any financial interest in the Company or any other company in the same group.

Any estimated outcomes for creditors included in this report 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 report for any purpose or in any context other than under Paragraph 49, Schedule B1 of the Insolvency Act 1986 does so at their own risk. To the fullest extent permitted by law, the Joint administrators do not assume any responsibility and will not accept any liability in respect of this report.

Geoffrey Wayne Bouchier and Benjamin John Wiles are authorised to act as insolvency practitioners by the Insolvency Practitioners Association.

The Joint Administrators are bound by the Insolvency Code of Ethics.

The Joint Administrators act as agent for the Company and contract without personal liability. The appointments of the Joint Administrators are personal to them and, to the fullest extent permitted by law, Duff & Phelps Ltd. does not assume any responsibility and will not accept any liability to any person in respect of this report or the conduct of the Administration.

Appendix 9 – Notice of Decision Procedure

Section 246ZE
Rule 15.8

The Insolvency Act 1986

Notice of seeking a decision of Creditors by correspondence

Name of Company

Blackmore Bond Plc

Company Number

10273135

In the High Court of Justice

**Business and Property Courts of England
and Wales, Insolvency and Companies,
Chancery Division**

Court case number

002254 of 2020

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

We (a)

Geoffrey Bouchier, and

Benjamin Wiles

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

hereby give notice to the Creditors of (b) Blackmore Bond Plc,

The Shard, 32 London Bridge Street, London SE1 9SG

(c) insert number of
decisions enclosed

that, enclosed are (c) proposed decisions for your consideration. Please indicate below
whether you are in favour or against each proposed decision.

Repeat as
necessary for
the number of
decisions required

Proposed Decision 1

That a Creditors' committee be established

I am *in Favour/Against

*delete as
applicable

Proposed Decision 2

That _____ [Insert name of Creditor]
be appointed as a member of the creditors committee.

TO BE COMPLETED BY CREDITOR WHEN RETURNING FORM

Creditors voting against Proposed Decision 1 do not need to vote on Proposed Decision
2

Name of Creditor: _____

Signature: _____

Dated: _____

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

Name in CAPITAL LETTERS and position with Creditor or relationship to Creditor or
other authority for signature

Decision Date

(d) insert
closing/decision
date

The decision date is 25 June 2020 (d).

(e) insert address to
which form is to be
delivered

This form must be received at (e) BlackmoreBond@duffandphelps.com or Duff & Phelps Ltd., The Shard, 32 London Bridge Street, London SE1 9SG by 23:59 hours on 25 June 2020 in order to be counted.

Further Information and Guidance

Copies of the following documents are available on the portal:

- Proof of Debt form; and
- Physical Meeting Requisition form

Creditors can access the portal at www.ips-docs.com. You will need to input the following details to access the Portal:

Case code: Blackmore Bond Plc

Unique Password: previously provided

Alternatively, paper copies of these documents can be requested free of charge.

Requests can be made in writing to Geoff Bouchier at Duff & Phelps Ltd., The Shard, 32 London Bridge Street, London SE1 9SG or by email to BlackmoreBond@duffandphelps.com or on +44 (0) 20 7089 4700.

Voting

In order to be entitled to vote we must receive from you by 23:59 hours on the decision date, a proof in respect of your claim in accordance with the Insolvency (England and Wales) Rules 2016, failing which your vote will be disregarded. A proof of debt form is available on the portal or you may submit details of your claim using the Creditor's Portal.

Small debts

Any Creditor whose debt is treated as a small debt (i.e. £1,000 or less) must still deliver a proof of debt by 23:59 hours on the decision date if they wish to vote.

Opted out Creditors

Any Creditor who has opted out from receiving notices may still vote if they submit their vote and provide a proof of debt by 23:59 hours on the decision date.

Delivery of documents

Please allow sufficient time for documents to be delivered by the stated deadlines.

Unless there are exceptional circumstances, a Creditor will not be entitled to vote unless a proof of debt or a claim submitted by the Creditor's Portal which clearly sets out the name and address of the Creditor and the amount claimed, has been lodged and admitted for voting purposes.

Unless the contrary is shown, an email is treated as delivered by 9am on the next business day after it was sent.

Request for a Physical Meeting

Creditors who meet one of the thresholds set out in the Insolvency Act 1986 may, within five business days from the date of delivery of this notice, require a physical meeting to be held to consider the proposed decision(s).

In order to do so a Creditor must complete and return the physical meeting requisition form, available on portal. The statutory thresholds for requesting a meeting are 10% in value of Creditors, 10% in number of Creditors, or 10 Creditors.

Termination of Correspondence Procedure

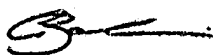
If sufficient Creditors request a physical meeting, the decision by correspondence procedure will be terminated without a decision being made. The Joint Administrators will then take the necessary steps to convene a physical meeting.

Appeals

A Creditor may appeal a decision in accordance with Rule 15.35 by applying to court not later than 21 days after the decision date.

If you require any further details or clarification prior to returning your votes, please contact my office at the details shown.

Authentication



Signed

Geoffrey Bouchier
Joint Administrator

Dated

9 June 2020

Address and
contact details for
correspondence

Administrators' postal address: Duff & Phelps Ltd., The Shard, 32 London Bridge Street, London SE1 9SG

Alternative contact details:
BlackmoreBond@duffandphelps.com
+44 (0) 20 7089 4700

References in this notice to rules and sections are, unless expressly provided otherwise, respectively references to rules of the Insolvency Rules (England and Wales) 2016 and to sections of the Insolvency Act 1986

Appendix 10 – Notice of Deemed Consent

Rule 15.7

The Insolvency Act 1986

Notice of seeking a decision of Creditors by deemed consent

Name of Company

Blackmore Bond Plc

Company Number

10273135

In the

**Business and Property Courts of England
and Wales, Insolvency and Companies,
Chancery Division**

Court case number

002254 of 2020

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

We (a)

Geoffrey Bouchier, and

Benjamin Wiles

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

hereby give notice to the Creditors of (b) Blackmore Bond Plc,

The Shard, 32 London Bridge Street, London SE1 9SG

(c) insert reasons
for using deemed
consent

That, pursuant to Rule 15.7 we are seeking a decision(s) using deemed consent. We consider that the deemed consent procedure is the most appropriate method for seeking a decision of Creditors in this instance for the following reasons:

- The decision(s) to be made is/are not contentious;
- It is the most cost effective and efficient way of obtaining a decision; and
- We believe it is in the best interests of Creditors to do so.

The decision(s) being sought using deemed consent are:

Repeat as
necessary for
the number of
decisions required

Proposed Decision 1

That the Joint Administrators' Statement of Proposals be approved

(d) decision date

The decision date will be 25 June 2020

If the decision date expires without 10% in value of Creditors objecting to deemed consent; or one of the thresholds for requisitioning a physical meeting being met, the Creditors will be treated as having made the proposed decision(s) at 23:59 hours on the decision date.

If you agree with the proposed decision(s), no further action is required.

Appeals A Creditor may appeal a decision in accordance with Rule 15.35 by applying to court not later than 21 days after the decision date.

Objections **What you need to do if you wish to object to the deemed consent decision(s)**

Creditors who wish to object to the proposed decision(s) must do so, in writing, by sending notice stating their objection together with a proof of debt form, not later than the decision date detailed above, failing which the objection will be disregarded.

Any Creditor whose debt is treated as a small debt (i.e. £1,000 or less) must still deliver a proof of that debt, not later than the decision date detailed above, if they wish to object to deemed consent, failing which the objection will be disregarded.

Any Creditors who has opted out from receiving notices may still object to deemed consent, provided they provide a proof of debt not later than the decision date, failing which the objection will be disregarded.

It is our responsibility to aggregate any objections to see if 10% or more in value of Creditors have objected to deemed consent.

If this threshold is met, the deemed consent procedure will terminate without a decision(s) being made. If a decision(s) is sought on the same matter(s), it/they will be sought by a decision procedure.

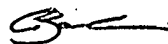
Physical meeting request **What you need to do if you wish to request a physical meeting to consider the proposed decision(s)**

Creditors who meet one of the thresholds set out in the Insolvency Act 1986 may, within five business days from the date of delivery of this notice, require a physical meeting to be held to consider the decision(s). In order to do so a Creditor must complete and return the physical meeting requisition form, available on the portal. The relevant thresholds are 10% in value of Creditors, 10% in number of Creditors, or 10 Creditors.

If one of these thresholds is not met, the deemed consent procedure will continue as outlined above.

If you require any further details, wish to lodge an objection or want to request a physical meeting, please contact my office at the details shown.

Signed



Geoffrey Bouchier - Joint Administrator

Dated

9 June 2020

Address and
contact details for
correspondence

Administrators' postal address: Duff & Phelps Ltd., The Shard, 32 London Bridge Street,
London SE1 9SG

Alternative contact details:
BlackmoreBond@duffandphelps.com
+44 (0) 20 7089 4700