

TO ALL KNOWN CREDITORS

6 January 2022

Ref: TRS/FLT/SEC/LJ/D16.1

Email:
landengineeringcreditors@uk.ey.com

Dear Sirs

Land Engineering (Scotland) Limited (In Administration) ('the Company')

Court of Session

I write, in accordance with Rule 3.93 of the Insolvency (Scotland) (Company Voluntary Arrangements and Administration) Rules 2018, to provide creditors with a report on the progress of the Administration. This report covers the period from 30 May 2021 to 29 November 2021 and should be read in conjunction with the Joint Administrators' statement of proposals ('the proposals') dated 5 June 2017 and subsequent reports dated 13 December 2017, 19 June 2018, 9 January 2019, 25 June 2019, 8 January 2020, 8 July 2020, 5 January 2021 and 6 July 2021. Statutory information about the Company, the Administration and the office holders is given at Appendix 1.

Summary of progress

Overview

As set out in detail within the proposals, a sale of part of the Company's business and assets to idverde Limited ('idv') was completed on 30 May 2017 and the Company's remaining business ceased to trade on this date.

Progress with realising the Company's assets is discussed in further detail below. We are, however, pleased to report that gross asset realisations now exceed £5m which compares favourably with the £4.22m included in the Statement of Affairs submitted by the Company's Directors.

Debtors and Retentions

As previously advised, the sale to idv did not include the book debts and retention sums owing to the Company in relation to the business transferred at the date of appointment and idv were initially appointed to act as our agents to collect these amounts on our behalf. With the assistance subsequently of our agents, G A Johnston Associates ('GAJ'), total realisations of £2.021m have been achieved to date, an increase of £8k since our last report. Whilst we continue to pursue recovery of the remaining outstanding balances of c£34k, any significant realisations are considered unlikely.

In relation to the debtors and retention balances due for the remainder of the Company's business not sold to idv, a further £4k has been collected by GAJ since our last report, resulting in total realisations to date of £618k. We expect a final retention sum of c£10k to be released shortly thereby concluding matters.

Land and Buildings Transaction Tax

Following vacation of the Company's leasehold property in Glasgow, a final LBTT return was submitted to Revenue Scotland and a refund of c£2k was received during the period.

Sale of business to idv

A final reconciliation of the costs incurred at the Fenwick property, under the licence to occupy granted to idv as part of the sale of the business, was carried out during the period and c£12k of funds were successfully recovered. In addition, idv made a payment of £5k in respect of the acquisition of certain fixtures & fittings not included in the sale.

Extension of Administration

As previously advised, the Court of Session granted an extension to the Administration by 12 months to 29 May 2022. We do not anticipate that any further extensions will be required and intend to close the Administration prior to 29 May 2022.

In the unlikely event that this is not possible, we would require to make an application to Court to extend the Administration by a further 12 months. Should any creditors have an objection to such an application, they should provide details in writing of their objection to the Administrators by no later than 31 January 2022.

Receipts and payments account

A summary of our receipts and payments for the period from 30 May 2021 to 29 November 2021 is attached at Appendix 2. It does not reflect estimated future realisations or costs.

Joint Administrators' remuneration

The statutory provisions relating to remuneration are set out in Rules 3.95 to 3.101 of the Insolvency (Scotland) (Company Voluntary Arrangements and Administration) Rules 2018 ('the 2018 Rules').

In certain circumstances, creditors are entitled to request further information about our remuneration or outlays, or to apply to court if they consider the costs to be excessive (Rule 3.100, the 2018 Rules). Further information is given in 'A Creditors' Guide to Administrators' Fees', a copy of which may be accessed from the web site of the Institute of Chartered Accountants of Scotland at <https://www.icas.com/technical-resources/creditor-guides-to-office-holder-remuneration> or is available in hard copy upon written request to the Joint Administrators.

In accordance with the proposals deemed approved by the creditors on 16 June 2017, the Administrators' remuneration was fixed on a time-cost basis by resolutions of the secured and preferential creditors.

With asset realisations exceeding the original estimates and both the secured and preferential creditors' debts having been paid in full, the Administrators subsequently sought to have the original proposals amended to provide for the Administrators' remuneration with effect from 28 September 2019 to be fixed on a time-cost basis by the unsecured creditors (or a creditors' committee, if one was established).

The revision to our proposals was subsequently approved by the unsecured creditors by way of a decision procedure on 11 February 2020, and the Court confirmed that there was no requirement to also have the secured and preferential creditors approve the Administrators' remuneration.

During the period covered by this report, the Administrators have incurred time costs of £190,763, of which £60,127 relates to work associated with the forthcoming dividend distribution. A detailed analysis and narrative explanation of the time incurred and work completed is attached at Appendix 3 to this report together with a statement of the Administrators' policy in relation to charging time.

Together with the time incurred previously of £1,804,871 this results in total time incurred to 29 November 2021 of £1,995,634, of which £1,662,943 has been approved and drawn.

As creditors will recall, at the time of our previous progress report, the Administrators did not seek approval of the time costs of £141,927 incurred in the period to 29 May 2021 and instead proposed to revisit the overall fee position once the asset realisations were finalised and we had a clearer picture of the likely dividend available to unsecured creditors.

The asset realisation exercise is almost complete with additional floating charge asset realisations of £117,676 achieved in the 12 months to 29 November 2021. We anticipate paying an increased first and final dividend of c7p in the £ to the non-preferential creditors and finalising the Administration in the second quarter of 2022. Therefore, it is an appropriate time to seek the creditors' approval to draw final restricted fees of £91,538, by way of a decision procedure, as set out below.

Fees incurred in the 6 months to 29 May 2021

We propose a restricted fee of 20% of the fees incurred of £141,927 (£28,385 plus VAT) with the balance of £113,542 being written off.

Fees incurred in the 6 months to 29 November 2021

In order to protect the proposed dividend, we propose a restricted fee of 20% of the fees incurred of £190,763 (£38,153 plus VAT) with the balance of £152,610 being written off.

Estimated fees to the close of the case

We propose a restricted fee of £25,000 plus VAT to cover all costs associated with finalising the remaining asset realisations, adjudicating on and paying a first and final dividend to unsecured creditors, settling the remaining costs of the Administration, preparing a final report to creditors, arranging for the records to be archived and concluding all remaining statutory matters.

The proposed fee restriction assumes that all matters are concluded prior to 29 May 2022 and that the Administration does not require to be extended. We would require to revisit the fees if this is not the case.

Formal notice of the decision procedure and voting form will be sent to you under separate cover.

Joint Administrators' outlays

During the period covered by this report, Category 2 expenses of £103 have been incurred. Together with the expenses incurred in the previous period to 29 May 2021 of £493, we are now seeking, by way of a decision procedure, the creditors' approval to draw Category 2 expenses totalling £596 together with estimated Category 2 expenses to the close of the Administration up to a maximum of £5,500.

The estimate of £5,500 includes, inter alia, the printing and postage costs associated with the recent circular to all known creditors inviting the submission of claims together with a further three circulars required to issue the aforementioned decision procedure documentation, set a formal date for submission of claims and declare the dividend distribution.

An analysis of both Category 1 and Category 2 expenses paid to date is attached at Appendix 4 together with a statement of the Administrators' policy in relation to charging expenses.

Creditors' committee

As part of the last decision procedure issued to creditors to approve our fees and Category 2 expenses up to 29 November 2020, creditors were invited to establish a creditors' committee. No creditors expressed a willingness to do so. A further invitation to establish a creditors' committee will be included as part of the aforementioned decision procedure to be issued to creditors.

Distributions to creditors

Secured creditors

As previously advised, as a result of the realisations achieved and the release of the outstanding performance bonds, Bank of Scotland plc, the Company's secured lender, was repaid in full on 27 September 2019.

Preferential creditors

A distribution of 100p in the £ was paid to the preferential creditors in June 2018 in respect of employees' salaries, holiday pay and pension contributions.

Non-preferential creditors

As previously reported, there will be sufficient funds available to enable a distribution to be made to the non-preferential unsecured creditors.

Following our recent correspondence of 30 November 2021, inviting creditors to submit claims and provide updated bank/contact details, we are pleased to advise that, based on claims received and asset realisations achieved to date, the dividend is now likely to be approximately 7p in the £ (including the Prescribed Part discussed below), compared to the estimate of 5p in the £ noted in our previous progress reports.

Further correspondence advising creditors of the final date to submit claims in order to participate in the distribution will be issued by the end of February 2022 and, following adjudication of any additional claims, a first and final dividend payment is anticipated to be made by the end of April 2022.

The Prescribed Part

The Prescribed Part is a proportion of floating charge assets set aside for unsecured creditors pursuant to Section 176A of the Insolvency Act 1986. The Prescribed Part applies to floating charges created on or after 15 September 2003. The Company's floating charge was created on 24 June 2011 and accordingly the Prescribed Part will apply.

The value of the Prescribed Part is currently estimated at £359k. The cost of the Joint Administrators' fees associated with dealing with the Prescribed Part do however need to be deducted from this amount and these are included in the estimated fees to close of the case, discussed above.

As noted above, and previously advised, there will however be sufficient funds available in excess of the aforementioned sum to enable a distribution to the unsecured creditors other than by virtue of the Prescribed Part. As a result, creditors will receive one dividend payment in respect of both the Prescribed Part and the excess sums realised.

Administrators' Discharge from Liability

As we anticipate being in a position to close the Administration within the next 6 months, it is now appropriate for us to seek a decision from creditors on our discharge from liability as Joint Administrators, in accordance with the provisions of paragraph 98 of Schedule B1 to the Insolvency Act 1986. The formal notice in respect of our discharge will shortly be sent to all known creditors under separate cover. Discharge will take effect only after the Administration has ended.

Remaining work

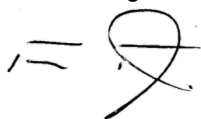
We will continue to deal with the Administration in line with the stated objectives outlined in the proposals. Future tasks will include, but may not be limited to, the following:

- seeking to realise value from all remaining assets including collecting outstanding book debts and retentions;
- dealing with unsecured creditor enquiries;
- adjudicating on non-preferential claims and paying a dividend to non-preferential creditors;
- finalising the Administration including the payment of all Administration period liabilities;
- preparing and filing post appointment corporation tax and VAT returns;
- completion of statutory and reporting requirements of the Administration;
- any such actions the Joint Administrators consider, in their reasonable opinion, are necessary and/or expedient to fulfil the purpose of the Administration; and
- bringing the Administration to a conclusion.

Next report

We will report to you again at the conclusion of the Administration which we currently anticipate being before 29 May 2022. In the meantime, if you have any queries regarding the content of this report, please send an email to landengineeringcreditors@uk.ey.com.

Yours faithfully
for Land Engineering (Scotland) Limited (In Administration)



F L Taylor
Joint Administrator

F L Taylor is licensed in the United Kingdom to act as an Insolvency Practitioner by The Institute of Chartered Accountants in England and Wales and C P Dempster is licensed in the United Kingdom to act as an Insolvency Practitioner by The Institute of Chartered Accountants of Scotland.

The affairs, business and property of the Company are being managed by the Joint Administrators, F L Taylor and C P Dempster, who act as agents of the Company only and without personal liability.

The Joint Administrators may act as data controllers of personal data as defined by the UK General Data Protection Regulation (as incorporated in the Data Protection Act 2018), depending upon the specific processing activities undertaken. Ernst & Young LLP and/or the Company may act as a data processor on the instructions of the Joint Administrators. Personal data will be kept secure and processed only for matters relating to the Joint Administrators' appointment. The Office Holder Data Privacy Notice can be found at www.ey.com/uk/officeholderprivacy

Appendix 1

Information about the proceedings, the Company and the office holders, as required by Rule 3.94 of the Insolvency (Scotland) (Company Voluntary Arrangements and Administration) Rules 2018

Name of court:	Court of Session
Registered name of the Company:	Land Engineering (Scotland) Limited (In Administration)
Registered office address of the Company:	c/o Ernst & Young LLP, Atria One, 144 Morrison Street, Edinburgh, EH3 8EX
Registered number:	SC070682
Country of incorporation (for a company incorporated outside the United Kingdom):	N/A
Date of appointment of the Joint Administrators:	30 May 2017
Details of any changes of Administrator:	Andrew James Davison replaced as office holder by Fiona Livingstone Taylor on 14 December 2017
Full names of the Administrators:	Colin Peter Dempster and Fiona Livingstone Taylor
Office holder numbers:	8908 and 8787
Administrators' addresses:	Ernst & Young LLP Atria One, 144 Morrison Street, Edinburgh, EH3 8EX
Telephone number:	0141 226 9332
Name of alternative person to contact with enquiries about the case:	Laura Jones

Land Engineering (Scotland) Limited (In Administration)

Joint Administrators' Summary of Receipts and Payments
from 30 May 2021 to 29 November 2021

Estimated to Realise per Directors' Statement of Affairs	Receipts	Cumulative to 29 May 2021 (£)	Transactions since 30 May 2021 (£)	Cumulative to 29 November 2021 (£)
800,000	Property	1,020,020	0	1,020,020
1,500,000)	IDV - Pre Appointment Debtor Receipts	1,933,710	2,231	1,935,941
)	IDV - Retentions	79,114	6,290	85,404
)	Pre Appointment Debtor Receipts	614,067	3,863	617,931
640,000	IDV - Work in Progress	348,583	0	348,583
640,000)	IDV - Plant & Equipment	565,796	600	566,396
)	Plant & Equipment/Motor Vehicles/Fixtures	223,398	4,400	227,798
	Rental Income - Fenwick	67,291	0	67,291
25,000	IDV - Stock	25,000	0	25,000
	LBTT Refund	0	1,956	1,956
	Prepayments	21,752	0	21,752
	Bank Interest	22,260	88	22,348
615,500	Loans and Advances	107,038	0	107,038
	Petty Cash/Sundry Income	333	11	345
4,220,500		5,028,362	19,440	5,047,802
	Payments			
	Distribution to Floating Charge Holder	1,514,304	0	1,514,304
	Wage Arrears	36,625	2,213	38,838
	Gross Wages	55,085	0	55,085
	Rates & Utilities - Skypark	28,314	0	28,314
	Insurance	14,876	0	14,876
	Costs to be recharged - Fenwick	27,572	(11,998)	15,574
	Property Agents' Fees	28,650	0	28,650
	Legal Fees & Disbursements	107,701	583	108,284
	Agents' Fees - Debt Collection	39,632	3,531	43,162
	Agents' Disbursements	1,350	0	1,350
	Administrators' Fees	1,662,943	0	1,662,943
	Administrators' Expenses	12,111	0	12,111
	IDV - Debt Collection Commission	85,300	112	85,412
	Auctioneers' Commission & Other Costs	36,779	0	36,779
	Other Professional Fees	3,444	0	3,444
	Bank Charges & Interest	632	5	636
	Public Notices	694	0	694
	Corporation Tax	835	3,440	4,275
	IT Support	72	0	72
	Motor Expenses	382	0	382
	Postage	928	0	928
	Storage Charges	2,812	259	3,070
	Retention of Title Payments	1,775	0	1,775
	Distribution to Secured Creditor	640,000	0	640,000
	Distribution to Preferential Creditors	101,433	0	101,433
	Specific Bond	968	0	968
		4,405,217	(1,856)	4,403,361
				644,441
	Represented by:			
	BOS Current Account			454
	BOS Fixed Term Deposit Account			417,782
	RBS Current Account			170,488
	Trade Creditors			(1,014)
	Construction Industry Scheme			26,752
	VAT			29,979
				644,441
	Notes			
	1. Receipts and payments are stated net of VAT.			
	2. Trade creditors represent payments to suppliers which had not cleared the Current Accounts as at 29 November 2021.			

Land Engineering (Scotland) Limited (In Administration)

Joint Administrators' time costs incurred from 30 May 2021 to 29 November 2021

(a) Time charging policy

The Administrators have engaged managers and other staff to work on the Administration. The work required is delegated to the most appropriate level of staff taking account of the nature of the work and the individual's experience. Additional assistance is provided by accounting and treasury executives dealing with the Company's bank accounts and statutory compliance diaries. Work carried out by all staff is subject to the overall supervision of the Administrators.

All time spent by staff working directly on case-related matters is charged to a time code established for the case. Time is recorded in units of six minutes. Each member of staff has a specific hourly rate, which is subject to change over time. The average hourly rate for each category of staff over the period is shown below, as are the current hourly rates used.

(b) Analysis of time costs

30 May 2021 to 29 November 2021

Classification of work function	Hours					Total Time Cost £	Average Hourly Rate £
	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours		
Accounting & Administration	1.0	27.2	6.8	48.8	83.8	33,743	411
Creditors	0.0	60.0	24.8	23.8	108.6	51,503	476
Debtors	0.0	27.4	6.1	22.3	55.8	26,318	472
Employees	0.0	15.4	0.1	1.1	16.6	8,624	519
Legal Issues	0.0	3.1	0.0	0.1	3.2	2,240	700
Other Assets	0.0	4.1	1.5	0.1	5.7	3,337	585
Other Matters	0.0	0.6	1.1	0.0	1.7	690	406
Property	0.0	2.5	2.5	0.0	5.0	2,431	486
Statutory Duties	1.0	41.7	9.1	19.3	71.1	37,387	524
VAT & Taxation	0.0	25.1	2.1	26.5	53.7	24,491	455
Total hours	2.0	207.1	54.1	142.0	405.2	190,763	
Total time costs (£)	2,010	135,317	18,673	34,764		190,763	
Average hourly rate (£)	1,005	653	345	245			

Current charge out rates		1 July 2020 to	1 July 2021 to
		30 June 2021	30 June 2022
		£	£
Partner	Partner	1010	1060
	Associate Partner	905	950
	Director	780	820
Manager	Assistant Director	680	715
	Senior Executive	520	545
Other Senior Professionals	Executive	385	405
	Assistant Executive	315	330
Assistants & Support Staff	Analyst	222-315	235-330
	Accounting and Treasury Executive	248-345	255-355

Category 1 Expenses

No category 1 expenses have been incurred in the period

Category 2 Expenses

	£
Printing & postage	103.33
Total	103.33

Total expenses 103.33

(c) Narrative explanation of time incurred

Category of work	Description of work completed
Accounting & Administration	<ul style="list-style-type: none"> ▶ Overall management of the case, treasury and accounting functions, statutory compliance diaries and time cost reporting. ▶ Filing of correspondence in working and formal papers.
Bank & Statutory Reporting	<ul style="list-style-type: none"> ▶ Preparing and issuing six monthly progress reports to all known creditors and regular reporting to the secured creditor.
Creditors	<ul style="list-style-type: none"> ▶ Receipt and recording of creditor claims. ▶ Correspondence with creditors. ▶ Statutory advertising for claims. ▶ Issuing notifications to creditors requiring submission of claims to rank for distribution. ▶ Processing distributions to creditors (as applicable).
Debtors	<ul style="list-style-type: none"> ▶ Working with idv and GAJ to realise value from book debts/WIP and retentions. ▶ Correspondence with debtors regarding outstanding debts. ▶ Discussions with customers regarding timing for the release of outstanding performance bonds.
Employee Matters	<ul style="list-style-type: none"> ▶ Writing to employees regarding TUPE related matters. ▶ Dealing with employee enquiries. ▶ Issuing notifications to employees requiring submission of claims to rank for distribution.
Legal Issues	<ul style="list-style-type: none"> ▶ Dealing with ad hoc legal issues. ▶ Liaising with HSE and legal advisors with regard to the fatal accident enquiry. ▶ Application to Court for directions on the Joint Administrators' remuneration. ▶ Liaising with solicitors regarding process for discharge of the Administrators.
Other Assets	<ul style="list-style-type: none"> ▶ Realising value from the Company's residual assets including third party and intercompany loans. ▶ Liaising with the Liquidator of GES regarding the prospects of recovering the loan monies via the sale of the bio-gas plant.
Other Matters	<ul style="list-style-type: none"> ▶ Assessing the status of the Company's physical books and records and electronic records. ▶ Arranging the destruction of records in accordance with statutory requirements.
Property	<ul style="list-style-type: none"> ▶ Liaising with idv regarding issues arising from the short-term licence granted to occupy the property at Fenwick. ▶ Dealing with issues relating to the settlement of liabilities for the Administration period. ▶ Responding to ad hoc issues arising in relation to the Company's freehold property at Fenwick and leasehold property at Skypark.
Retention of Title	<ul style="list-style-type: none"> ▶ Assessment and settlement of claims for retention of title from the Company's suppliers.
Statutory Duties	<ul style="list-style-type: none"> ▶ Completion of statutory requirements of the Administration, including notifications to creditors, the Court and the Registrar of Companies regarding progress reports issued. ▶ Seeking approval of remuneration and outlays from the secured creditor, the preferential creditors and non-preferential unsecured creditors, as appropriate. ▶ Seeking extensions of the Administration from the Court. ▶ Seeking permission from the Court to pay non-preferential unsecured creditors. ▶ Seeking nominations from creditors to form a Creditors' Committee.
VAT & Taxation	<ul style="list-style-type: none"> ▶ Preparing annual corporation tax and quarterly VAT returns, with input from EY VAT and tax specialists. ▶ Issuing supporting documentation for a VAT inspection by HMRC. ▶ Assessment of the VAT and tax treatment of transactions and agreements entered into during the Administration. ▶ Liaising with HMRC regarding recovery of CIS monies remitted by customers. ▶ Submitting LBTT return and liaising with Revenue Scotland regarding overpayment due to early termination of Skypark lease. ▶ Assessing quantum of VAT bad debt relief on potentially irrecoverable debtor balances and submitting return to HMRC.

(d) Payments to other professionals

The Administrators engaged the following professionals during the current period to provide assistance. They were chosen on the basis of their experience in similar assignments.

Name of firm	Nature of services	How contracted to be paid	Paid during the period excl VAT (£)
Brodies LLP	Legal advisors	Time costs basis	583
G.A. Johnston Associates	Debt collection	Time costs basis	3,531
Total			4,114

Land Engineering (Scotland) Limited (In Administration)

Summary of Joint Administrators' outlays incurred from 30 May 2021 to 29 November 2021

Type of Outlay	Paid as at 29 May 2021	Paid in period to 29 November 2021	Outstanding	Total
	£	£	£	£
Category 1 expenses (see Note 1)				
Specific penalty bond	967.50	-	-	967.50
Ground transportation	1,556.30	-	-	1,556.30
Meals & subsistence	49.77	-	-	49.77
IT & office supplies	8.72	-	-	8.72
Category 2 expenses (see Note 1)				
Mileage	53.65	-	-	53.65
Internal bulk copying, printing and postage	10,582.04	-	579.46	11,161.50
IT Costs	-	-	16.50	16.50
Meals & subsistence	103.50	-	-	103.50
Totals	13,321.48	-	595.96	13,917.44

Note 1

Statement of Insolvency Practice 9 (Scotland) ('SIP 9') defines expenses as a type of expense which is met by, and reimbursed to, an office holder in connection with an insolvency appointment. Expenses fall into two categories: Category 1 and Category 2.

- Category 1 expenses are payments to independent third parties where there is specific expenditure directly referable to the appointment.
- Category 2 expenses are expenses which are directly referable to the appointment but are not payments to independent third parties. They may include shared and allocated costs.

It is our policy, in accordance with SIP 9, to disclose Category 1 and Category 2 expenses but only to seek approval for Category 2 expenses before they are drawn.