

TO ALL KNOWN CREDITORS

9 August 2024

Ref: JR/DH/KH/RF/SH
Email: pbvadministration@uk.ey.com

Dear Sir/Madam

Power by Britishvolt Limited (in Administration) (“the Company”)

High Court of Justice, Business and Property Courts of England and Wales, Insolvency & Company Lists, Number CR2023000236

I refer to the appointment of Daniel Christopher Hurd, Joanne Honor Robinson and Alan Michael Hudson as Joint Administrators of the Company on 17 January 2023. The Joint Administrators act as agents of the Company only and without personal liability. Under the terms of the appointment, any act required or authorised to be done by the Joint Administrators can be done by any of them.

I write, in accordance with Rule 18.3 of the Insolvency (England and Wales) Rules 2016 (“the Rules”), to provide creditors with a report on the progress of the Administration. This report covers the period from 17 January 2024 to 16 July 2024 (“the Period”) and should be read in conjunction with:

- the Joint Administrators’ Statement of Proposals (“the Proposals”) dated 13 March 2023;
- the first progress report dated 3 August 2023, for the period 17 January 2023 to 16 July 2023 (“the First Progress Report”), including the definitions contained therein; and
- the second progress report dated 15 February 2024, for the period 17 July 2023 to 16 January 2024 (“the Second Progress Report”), including the definitions contained therein.

Statutory information about the Company, the Administration and the office holders is provided at *Appendix 1*. A copy of the Proposals, the First Progress Report and the Second Progress Report can be obtained at www.ey.com/en_uk/pbvadministration

1. Summary of progress since last report

1.1 Sale of business / assets

Please refer to the Proposals, the First Progress Report and the Second Progress Report for detailed information on the sale of Company’s business and the majority of its assets to Recharge Production UK Limited (“the Buyer” or “Recharge”).

The Buyer continues to remain in default of the Business Sale Agreement (“BSA”), however the Joint Administrators have not terminated the BSA.

A former employee of the Buyer petitioned the Court to wind up Recharge in respect of unpaid wages and other employment related entitlements. This petition was heard on 1 May 2024 and they were successful in winding up the Buyer.

The Official Receiver has been appointed as liquidator and we have lodged a claim in the liquidation for the value of the deferred consideration owed to the Company, contractually allowed interest and costs associated with pursuing payment of the deferred consideration, with a view to participating in any dividend distribution. It is currently unknown as to whether there will be any return to creditors of the Buyer.

In addition to lodging a claim with the liquidators, we have also sent formal demands to the two parties who provided limited guarantees in respect of the amounts still due under the terms of the BSA. It is uncertain if either of these parties have the financial resources to satisfy the demand. We have commenced negotiations with the guarantors to seek payment of the amounts due. A further update in respect of this matter will be provided in future reports to creditors.

Whilst the recovery of any further sums relating to the £2.176m outstanding deferred consideration element of the original sale to the Buyer are uncertain, the Joint Administrators have taken steps to separately realise the interest the Company retained in Power by Britishvolt Properties Limited (“PropCo”) which has successfully been achieved via a sale of the Company’s intercompany loan balance due from PropCo, as discussed below.

1.2 Sale of the intercompany loan

The Company was the main source of funding for PropCo and, at the date of the Joint Administrators' appointment, PropCo owed the Company £46m.

As the Buyer defaulted on its obligations under the BSA, there was no longer a contractual obligation to sell the shares of PropCo to the Buyer and so discussions were held with a number of parties who had expressed an interest in acquiring (i) the land for the planned Gigafactory site, which was owned by PropCo; and/or (ii) the shares the Company owned in PropCo. As we have previously reported, Katch Fund Solutions (“Katch”) held security over the land owned by PropCo and had appointed an LPA receiver (the “LPA Receiver”) over this land. In addition, Katch held security over the shares the Company held in PropCo as well as having rights of subrogation over the intercompany loan, meaning that it could not be repaid, in whole or in part, if any amounts were due to Katch.

The parties interested in only acquiring the land for the planned Gigafactory site were referred to the LPA Receiver. Potential recoveries in respect of the planned Gigafactory site were limited by a buyback clause in favour of Northumberland County Council (“NCC”), which effectively capped the value that could be obtained for the site. Following a protracted marketing process due to the limitations imposed by the buyback clause, the LPA Receiver concluded a sale of the planned Gigafactory site to Renaissance Land Limited (“RLL”) on 30 April 2024. We understand that the sale to RLL resulted in the following outcome:

- Katch being paid a sum which was equivalent to the value of its debt (including accrued interest and costs associated with realising its security); and
- Based on various media articles, RLL paying £110m to NCC to create a “growth and investment endowment fund” in return for the removal of the buyback clause.

The above transactions would not have been possible without NCC's agreement to remove the buyback clause, as NCC could have enacted the clause to purchase the planned Gigafactory site back for significantly less than the Katch debt, once the buyback clause became "active".

Whilst the marketing process was being undertaken and the LPA Receiver was in a period of exclusivity with RLL, we contacted RLL to enquire if it was interested in purchasing the Company's shareholding in PropCo. Following detailed discussions between the Joint Administrators and RLL, RLL agreed to buy the PropCo intercompany loan. As a result, the Company, acting by the Joint Administrators, assigned its beneficial right, title and interest in the intercompany loan to RLL for £2.6m, a transaction that concluded on 30 April 2024.

This transaction realised an amount for the creditors of the Company that was significantly in excess of the amount that would have been recovered from any liquidation of PropCo, once the LPA Receiver had disposed of the land for the planned Gigafactory site, which was the main asset owned by PropCo. The only remaining assets in PropCo of any value were Portacabins, which were valued at less than £1m, on an ex-situ basis. Whilst RLL had acquired the land for the planned Gigafactory site, it had no interest in acquiring the Portacabins as its strategy for the site was predicated on an alternative use for the land.

We are pleased to report that the realisations from the sale of the intercompany loan are in excess of the deferred consideration owed by Recharge to the Company.

2. Receipts and payments account

A summary of the Joint Administrators' receipts and payments for the period from 17 January 2023 to 16 July 2024 is attached at *Appendix 2*. It does not reflect estimated future realisations or costs.

3. Distributions to creditors

3.1 Secured creditors

As a result of the transaction discussed above, Katch's loan to PropCo has now been repaid in full and its security over the land owned by PropCo and the shares held by the Company in PropCo has been extinguished.

There are no other fixed or floating charges registered against the Company's assets, with the Company having no direct secured lending.

3.2 Preferential creditors

3.2.1 Employees

Employee preferential claims totalled £236k for holiday pay and arrears of wages after deducting certain amounts due for the collection / purchase of assets by employees. The Joint Administrators paid a dividend distribution of 100p in the £ in respect of employee preferential creditors on 31 May 2024.

3.2.2 HMRC

HMRC has submitted a secondary preferential creditor claim in the Administration for £3.03m in respect of outstanding PAYE and NIC after setting off a VAT refund due to the Company. The Joint Administrators are currently in the process of reconciling this claim. Ultimately it is anticipated that a dividend of 100p in the £ will be able to be paid to HMRC in respect of its secondary preferential claim (either by the Joint Administrators or by the subsequently appointed liquidators).

3.3 Unsecured creditors

As noted in the First Progress Report and Second Progress Report, unsecured creditor claims continue to be submitted in the Administration and it is estimated that claims may be in the region of £130m to £160m. However, the final figure for total claims will not be known until all claims have been received and adjudicated and, therefore, it is possible that the final unsecured claims' amount admitted for dividend may be materially higher or lower than this range.

After the successful sale of the intercompany loan to RLL, the Joint Administrators expect there to be sufficient funds available to pay a dividend to unsecured creditors. As a result, the Company will shortly move into creditors' voluntary liquidation, with the liquidators being Diana Frangou and Christopher John Lewis of RSM UK Restructuring Advisory LLP, as outlined in the Proposals. The liquidators will then seek to agree creditor claims and make a distribution.

If there are creditors who wish to submit a claim form but have yet to do so, please return a proof of debt form, enclosed at *Appendix 6*, together with all relevant documentation in support of your claim.

4. Joint administrators' remuneration

The statutory provisions relating to remuneration are set out in Part 18 of the Insolvency (England and Wales) Rules 2016. Further information is given in the Association of Business Recovery Professionals' publication 'A Creditors' Guide to Administrators' Fees', a copy of which may be accessed from the web site of the Institute of Chartered Accountants in England and Wales at <https://www.icaew.com/en/technical/insolvency/creditors-guides> or is available in hard copy upon written request to the Joint Administrators.

In certain circumstances, creditors are entitled to request further information about the Joint Administrators' remuneration or expenses, or to apply to court if they consider the costs to be excessive (Rules 18.9 and 18.34 of the Insolvency (England and Wales) Rules 2016). Further information is provided in "A Creditors' Guide to Administrators' Fees" referred to above.

The Creditors' Committee passed a resolution on 25 April 2023, to fix the Joint Administrators' remuneration on a time cost basis and authorised the Joint Administrators to draw 80% of their fees as incurred and that approval from the Creditors' Committee would be required to invoice the remaining 20% of their fees and all of their Category 2 disbursements, up to the limits provided in their fee estimate tabled at the first meeting of the Creditors' Committee on 25 April 2023. The Creditors' Committee have agreed the Joint Administrators' proposed hourly rate card for all personnel across Ernst & Young LLP working on the Administration of the Company.

In addition to the above, at a meeting of the Creditors' Committee on 24 May 2024, the Joint Administrators advised they would be conducting a decision procedure via correspondence to approve an amended fee estimate which would authorise them to draw fees in an amount capped at £3.8m excluding VAT for the entire period of the Administration. This resolution was approved by the Creditors' Committee.

During the Period, the Joint Administrators have incurred time costs of £402,143, which brings the total time costs incurred during the Administration to 16 July 2024 to £4,862,125. An analysis of the time spent during the Period and summary narrative is included at *Appendix 3*.

As previously reported, the initial fee estimate dated 13 March 2023 was prepared on the basis that the Administration would be concluded within a period of six months. Due to the Buyer's default of its obligations under the BSA and delays associated with the processing of claims by the RPS, this has resulted in the Joint Administrators needing to extend the Administration for up to another 12 months. This has led to the Joint Administrators incurring additional time costs, as they have had to continue to fulfil their statutory obligations during this extended period as well as pursue the Buyer and seek alternative routes to dispose of the Company's interest in PropCo.

For the period from 17 January 2023 to 16 July 2024, the Joint Administrators' time costs have exceeded this original estimate by £1,417,272 and the amended fee estimate approved by the Creditors' Committee by £1,062,125. Below is a table summarising the key areas of work and our actual time costs incurred since the commencement of the Administration in comparison with our fee estimate dated 13 March 2023:

	Per Fee Estimate			Actuals since commencement of Administration			Variance - actuals vs estimate	
	Total hours	Total costs (£)	Average hourly rate (£)	Total hours	Total costs (£)	Average hourly rate (£)	Total hours	Time cost (£)
Administration & Planning	406.0	227,760	561	1,243.0	663,815	534	(837.0)	(436,055)
Creditors	591.0	304,420	515	1,078.6	610,970	566	(487.6)	(306,550)
Employees	463.0	313,938	678	801.4	523,975	654	(338.4)	(210,037)
Other Assets	191.0	127,195	666	385.6	241,005	625	(194.6)	(113,810)
Sale of business	1,948.0	1,330,480	683	2,354.5	1,641,268	697	(406.5)	(310,788)
Other	1,682.0	1,141,060	678	1,786.8	1,181,093	661	(104.8)	(40,033)
Total	5,281.0	3,444,853	652	7,649.9	4,862,125	636	(2,368.9)	(1,417,272)

Detailed below are the specific reasons why the Joint Administrators' fees have exceeded the fee estimate for the categories listed in the above table:

- *Administration & planning (variance of £436k) and Creditors (variance of £307k)*

As reported above the Administration has had to be extended beyond the period originally expected and, as a result, this has increased the amount of time the Joint Administrators have incurred managing and monitoring the progress of the Administration.

The extension has resulted in increased reporting to the Creditors' Committee and has also increased the number of statutory reports required to be drafted and sent to creditors. To date, we have prepared three progress reports.

In addition, dealing with enquiries from creditors, which has increased as the Administration has progressed, has required more resources than originally anticipated in the Joint Administrators' fee estimate.

- *Employees (variance of £210k)*

Communicating with and dealing with claims from the Company's former employees has continued to result in a higher than forecast amount of work to be undertaken by the Joint Administrators. Our time spent on this area has also increased as a result of the employees submitting Protective Award claims accompanied by an Employment Tribunal process.

Further time has also been incurred as a result of the slow processing of claims via the Redundancy Payment Service ("RPS"), which was ultimately due to employees taking longer than anticipated to lodge their claims for payment with the RPS.

As reported above, the preferential dividend has now been paid in respect of former employees' claims and more time than was originally anticipated has been incurred as claims have needed to be amended and agreed with employees as a result of the sale of certain IT assets to employees.

- *Other assets (variance of £114k)*

The variance in other assets can be attributed to the following actions which have resulted in additional recoveries in the Administration:

- **IT assets:** More time has been incurred to recover the Company's IT assets (phones, monitors and laptops) due to the workforce working remotely. Former employees had the option to either return the IT assets in their possession or they could agree to reduce the value of their preferential claim (as the preferential dividend is expected to be 100p in the £) and retain the IT equipment instead.

As a result of the Joint Administrators' additional work, the amount realised in respect of the Company's IT assets is £278k higher than the amount expected to be realised as per the directors' statement of affairs. This is disclosed in the Joint Administrators' summary of receipts and payment listed in Appendix 3.

- **National Grid Electricity Systems Operator Limited ("NGESO"):** The Joint Administrators have also spent time in dealing with the successful recovery of the security deposit of £163k from NGESO.
 - **Sale of the Ashington Property and recovery of associated intercompany loan:** The Joint Administrators have also spent time in dealing with the sale of the Ashington Property and subsequent repayment of the intercompany loan, between the Company and BV Properties Midlands Limited where the Ashington Property was held. This resulted in realisations of £230k.
 - **Shareholding in Britishvolt Limited (UAE) ("BV UAE"):** The Joint Administrators have spent time in pursuing the Company's former CEO for amounts due from the sale of shares in BV UAE. As a result of this work, the Joint Administrators successfully recovered £45k.
- *Sale of business (variance of £310k)*

As a result of the Buyer's default under the BSA, the Joint Administrators have undertaken extra work to secure the remaining consideration due under the BSA, whilst also continuing to explore alternative options to ensure the return to the Company's creditors was maximised.

These alternative options eventually led to the transaction that was completed with RLL as reported above, which has resulted in the estimated return to unsecured creditors being maintained despite the default of the Buyer.

As a result of the above actions, the Joint Administrators have spent a greater amount of time than anticipated in taking steps to preserve value and recover additional amounts for the creditors.

An analysis of the time spent since the commencement of the Administration and a comparison with the original fee estimate dated 13 March 2023, is attached at *Appendix 4* to this report.

As noted earlier in this report, the Joint Administrators' remuneration has exceeded the fee estimate dated 13 March 2023 for the reasons outlined above and as outlined in the First Progress Report and the Second Progress Report. As a result, the Joint Administrators have obtained the requisite approval from the Creditors' Committee to increase the total amount drawn from £3,444,853 plus VAT to £3,800,000 plus VAT. The Joint Administrators' remuneration will not exceed this increased total.

5. Joint Administrators' statement of expenses incurred

During the Period, the Joint Administrators have incurred expenses totalling £117,675 (net of VAT and excluding the Joint Administrators' fees and disbursements). A breakdown of expenses incurred in the Period and during the Administration period overall is provided at *Appendix 5* of this report.

At the date of this report, the Joint Administrators have not exceeded the total estimate for expenses provided in their fee estimate and details of expenses document dated 13 March 2023, which was £1,312,624. However, the forecast for some individual types of expenses has been exceeded for the following reasons:

- The Joint Administrators have exceeded the estimate for legal fees as a result of:
 - The Buyer's default of its obligations under the BSA and the steps taken to recover the amount owing, whilst also engaging with other potential interested parties to maximise the return to creditors of the Company; and
 - The sale of the intercompany loan to RLL.
- The Joint Administrators have incurred certain minor professional expenses which were not anticipated at the date the Proposals were prepared; and
- Further expenses were incurred in the recovery of assets from employees.

6. Future conduct of the Administration

The Joint Administrators are close to completing the Administration and will continue to deal with the Administration in line with the stated objective, which is to achieve a better result for the Company's creditors as a whole than would be likely if the Company was wound up.

Future tasks will include, but are not limited to, the following:

- Dealing with creditor and shareholder queries;
- Preparation and lodgement of the Company's VAT returns with HMRC and other tax returns that may be required and obtaining repayment from HMRC of overdue input VAT;
- Finalising the Administration including the final report to creditors, paying any remaining Administration liabilities, handing over the books and records of the Company to the incoming liquidators and providing the incoming liquidators with a detailed status report; and
- Undertaking any other actions required to fulfil the purpose of the Administration.

7. End of the Administration

The Administration will be concluded via a "creditors' voluntary liquidation" and this is expected to occur in August 2024.

The Company will then be placed into a creditors' voluntary liquidation with Diana Frangou and Christopher John Lewis of RSM Birmingham being appointed joint liquidators.

The Joint Administrators will supply the liquidators with the details of the Company's creditors, transfer to them the balance of cash held and provide information on the potential remaining assets to assist in the orderly winding up of the Company.

A key role of the joint liquidators will be to adjudicate on HMRC's secondary preferential claim and claims received from non-preferential, unsecured creditors and pay a distribution to those with agreed claims.

8. Other matters

The Joint Administrators will report to you again at the conclusion of the Administration.

Yours faithfully
For and on behalf of the Company



Jo Robinson
Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators, Daniel Christopher Hurd, Joanne Honor Robinson and Alan Michael Hudson, who act as agents of the Company only and without personal liability. As licensed insolvency practitioners, Daniel Christopher Hurd, Joanne Honor Robinson and Alan Michael Hudson are bound by the Insolvency Code of Ethics when carrying out all professional work relating to the Administration.

Daniel Christopher Hurd is licensed in the United Kingdom to act as an insolvency practitioner by The Institute of Chartered Accountants in England and Wales. Joanne Honor Robinson and Alan Michael Hudson are licensed in the United Kingdom to act as insolvency practitioners by The Insolvency Practitioners Association.

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 18.3(1) of the Insolvency (England and Wales) Rules 2016

Name of court:	The High Court of Justice, Business and Property Courts of England and Wales, Insolvency & Companies List (ChD)	
Court reference:	CR-2023-000236	
Registered name of the company:	Power by Britishvolt Limited (in Administration)	
Registered office address of the company:	1 More London Place London SE1 2AF	
Registered number:	12381543	
Date of appointment of the joint administrators:	17 January 2023	
Details of any changes of administrator:	None	
Full names of the administrators:	Daniel Christopher Hurd Joanne Honor Robinson Alan Michael Hudson	
Office holder numbers:	20030, 19890 and 9200	
Administrators' addresses:	Ernst & Young LLP 1 Colmore Square Birmingham B4 6HQ	Ernst & Young LLP 1 More London Place London SE1 2AF
Telephone number:	020 7197 5124	
Name of alternative person to contact with enquiries about the case:	Ryan Finlay	

Appendix 2

Power by Britishvolt Limited (in Administration)

Joint Administrators' summary of receipts and payments (net of VAT) from 17 January 2023 to 16 July 2024:

Estimated to realise as per directors' statement of affairs	from 17 January 2023 to 16 January 2024	from 17 January 2024 to 16 July 2024	Cumulative to 16 July 2024	Notes
£	£ (exc VAT)	£ (exc VAT)	£ (exc VAT)	
RECEIPTS				
1,847,000	1,916,860	-	1,916,860	1
uncertain	-	-	-	
338,268	-	-	-	
69,597	77,000	-	77,000	
410,402	696,579	59	696,638	2
5,750	-	-	-	
uncertain	-	-	-	
29,015	19,115	-	19,115	
409,856	162,958	-	162,958	
511,969	604,222	-	604,222	2
uncertain	2,597,947	-	2,597,947	2
uncertain	2,600,233	-	2,600,233	2
	304,549	-	304,549	
	101,453	89,243	190,696	3
	18,000	-	18,000	4
	50,804	-	50,804	5
	45,000	-	45,000	
	230,868	-	230,868	
	-	2,600,000	2,600,000	6
Total receipts	9,425,588	2,689,302	12,114,890	
PAYMENTS				
	2,100,000	1,050,000	3,150,000	
	93,818	-	93,818	
	45,863	-	45,863	
	590,818	114,826	705,644	
	40,435	-	40,435	
	21,898	-	21,898	
	479,976	-	479,976	
	26,617	-	26,617	
	21,530	-	21,530	
	98,801	-	98,801	
	28,678	-	28,678	
	-	236,205	236,205	
	29,803	2,849	32,652	
Total payments	3,578,237	1,403,880	4,982,117	
Net receipts/(payments)	5,847,351	1,285,422	7,132,773	
Represented by:				
	5,254,328	1,052,469	6,306,797	
	593,023	232,953	825,976	
	5,847,351	1,285,422	7,132,773	

Notes

1. Reflects cash received from the Company's pre-appointment bank accounts.
2. Represents the funds received from the sale of the Company's business and substantially all of its assets to Recharge.
3. Of this amount, £184,159 is in respect of bank interest received on funds held.
4. The Joint Administrators have assisted the Buyer in dealing with matters that were not for the benefit of creditors and hence the Buyer has funded the Joint Administrators' time costs connected to this work. These time costs were not included in the fee estimate dated 13 March 2023.
5. Reflects funds held in the Company's solicitor's trust account from prior to the Joint Administrators' appointment.
6. Represents the funds received from the sale of the PropCo intercompany loan.

Power by Britishvolt Limited (in Administration)

Summary of Joint Administrators' time costs incurred for the period from 17 January 2024 to 16 July 2024

	Staff Grade						Total Hours	Total Cost £	Average Rate £
	Partner	Director	Assistant Director	Manager	Executive	Analyst			
Administration & Planning	13.9	22.8	2.6	32.8	129.4	2.2	203.7	114,035.0	560
Creditors	2.8	17.5	-	52.6	3.6	-	76.5	52,030.0	680
Data Preservation	-	-	0.3	8.9	6.0	-	15.2	8,487.5	558
Employees	0.5	9.5	-	70.8	13.4	5.0	99.2	60,580.0	611
Job Acceptance & Strategy	1.0	1.0	-	28.0	-	-	30.0	19,300.0	643
Other Assets	-	-	-	2.0	4.5	-	6.5	3,275.0	504
Public Relations Issues	0.9	3.0	-	-	-	-	3.9	3,405.0	873
Reporting	1.0	-	-	27.5	0.3	-	28.8	18,272.5	634
Sale of business	9.7	45.0	-	62.0	-	-	116.7	86,215.0	739
Statutory Duties	1.0	2.5	-	-	2.9	1.5	7.9	4,905.0	621
VAT & Taxation	0.5	0.8	6.9	27.3	8.6	12.5	56.6	31,637.5	559
Total Hours	31.3	102.1	9.8	311.9	168.7	21.2	645.0		
Time Costs (£)	29,735	86,785	7,350	194,938	75,915	7,420		402,143	
Average Hourly Rate (£)	950	850	750	625	450	350		623	

Note: The above costs exclude VAT, and the figures are rounded to the nearest whole number.

Power by Britishvolt Limited (in Administration)

**Summary narrative of Joint Administrators' time costs incurred for the period from
17 January 2024 to 16 July 2024**

The Joint Administrators' time costs incurred during the Period were £402,143. Set out below is a summary narrative of the significant areas of work in relation to which costs were incurred in the Period.

Category of work	Description of work completed during the Period
Administration & planning	<p>Tasks providing a direct and indirect benefit to creditors:-</p> <ul style="list-style-type: none"> • Overall management of the case, treasury and accounting functions, statutory compliance diaries and time cost monitoring and reporting • Monitoring internal systems and records in line with statutory requirements • Treasury tasks such as preparing monthly bank reconciliations, preparing entries in the Administration's accounting system for the receipt and payment of funds • Regular team calls to ensure tasks relating to the Administration are progressing in an efficient manner
Creditors	<p>Tasks providing a direct benefit to creditors and as required by statute:-</p> <ul style="list-style-type: none"> • Receipt and recording of preferential and unsecured creditor claims • Correspondence with preferential and unsecured creditors • Adjudicating on claims from preferential creditors and processing distributions • Preparing updates to the Creditors' Committee • Calling and holding meetings of the Creditors' Committee. This includes preparing a written summary update and minutes of the meetings for circulation to the Creditors' Committee
Data preservation	<p>Tasks providing a direct and indirect benefit to creditors:-</p> <ul style="list-style-type: none"> • Reviewing and indexing records held in preparation for handover to liquidators
Employees	<p>Tasks providing a benefit to employees:-</p> <ul style="list-style-type: none"> • Dealing with employees, including receipt and recording of employee claims • Corresponding with the Employment Tribunals and lawyers in relation to Employment Tribunal claims received for a Protective Award for lack of redundancy consultation • Dealing with ad hoc employee enquiries • Adjudicating employee preferential claims – letters sent to employees with claim amounts/options regarding equipment held • Corresponding with the RPS in relation to claims paid in order to understand if the Joint Administrators are in a position to issue a Notice of Intended Dividend • Payment of preferential dividend to employees
Job acceptance and strategy	<p>Tasks providing an indirect benefit to creditors:-</p> <ul style="list-style-type: none"> • Calls and correspondence with Dentons relating to foreign subsidiaries of the Company • Calls and correspondence with directors regarding subsidiaries and referring them to potential parties to assist • Calls and correspondence with RSM regarding the liquidation of the Company and planning for documents and records to provide on handover

Category of work	Description of work completed during the Period
Other assets	<p>Tasks providing a direct benefit to creditors via asset realisations and preservation of assets:-</p> <ul style="list-style-type: none"> • Liaising with former employees with a view to realising IT assets
Public relations issues	<p>Tasks providing an indirect benefit to creditors:-</p> <ul style="list-style-type: none"> • Agreeing and issuing statements to the press, as required and dealing with enquiries from the media
Reporting	<p>Tasks providing a direct benefit to creditors and as required by statute:-</p> <ul style="list-style-type: none"> • Preparing six monthly progress reports
Sale of business	<p>Tasks providing a direct benefit to creditors via asset realisations and preservation of critical assets:-</p> <ul style="list-style-type: none"> • Taking steps to protect and secure payment of the final consideration due under the BSA, including numerous meetings and correspondence with our solicitors and the Buyer to ensure all available options are pursued in recovering the final consideration • Conducting searches on various parties to ensure they pass anti-money laundering and other financial crime tests as required by legislation • Calls and correspondence with a number of other interested parties who may be willing to purchase remaining assets • Progressing discussions with other interested parties to ensure the Joint Administrators have an alternative option if the Buyer did not complete the BSA • All steps taken in relation to completing the sale of an intercompany loan to a party other than the Buyer to realise value for this remaining asset
Statutory duties	<p>Tasks required by statute:-</p> <ul style="list-style-type: none"> • Completion of statutory requirements of the Administration, including filing progress reports at Companies House • Reviewing statutory requirements for placing the Company into liquidation with alternative insolvency practitioners
VAT and taxation	<p>Tasks required by statute and providing a direct and indirect benefit to creditors:-</p> <ul style="list-style-type: none"> • Preparing post-appointment VAT returns, with input from EY VAT specialists • Calls and correspondence with EY tax specialists regarding the Joint Administrators' obligations in respect of post appointment corporation tax returns • Assessment of the VAT and tax treatment of other transactions and agreements entered into during the Administration • Calls and correspondence with HMRC regarding overdue VAT refunds payable to the Company and seeking the change of VAT return reporting periods to quarterly

Power by Britishvolt Limited (in Administration)

Joint Administrators' original fee estimate and actual Joint Administrators' time costs incurred to 16 July 2024

	Per Fee Estimate			Actuals since commencement of Administration			Variance - actuals vs estimate	
	Total hours	Total costs (£)	Average hourly rate (£)	Total hours	Total costs (£)	Average hourly rate (£)	Total hours	Time cost (£)
Administration & Planning	406.0	227,760	561	1,243.0	663,815	534	(837.0)	(436,055)
Creditors	591.0	304,420	515	1,078.6	610,970	566	(487.6)	(306,550)
Data Preservation	195.0	124,775	640	188.9	117,208	620	6.1	7,568
Employees	463.0	313,938	678	801.4	523,975	654	(338.4)	(210,037)
Immediate Tasks	62.0	44,313	715	62.2	44,500	715	(0.2)	(187)
Investigation & CDDA	158.0	105,913	670	276.2	168,978	612	(118.2)	(63,065)
Job Acceptance & Strategy	111.0	80,025	721	113.4	82,913	731	(2.4)	(2,888)
Legal Issues	139.0	98,775	711	11.0	9,163	833	128.0	89,613
Other Assets	191.0	127,195	666	385.6	241,005	625	(194.6)	(113,810)
Property	36.0	27,710	770	43.4	30,560	704	(7.4)	(2,850)
Public Relations Issues	42.0	35,450	844	26.4	23,965	908	15.6	11,485
Reporting	325.0	197,045	606	387.6	247,585	639	(62.6)	(50,540)
Sale of business	1,948.0	1,330,480	683	2,354.5	1,641,268	697	(406.5)	(310,788)
Statutory Duties	236.0	156,813	664	148.4	95,285	642	87.6	61,528
Trading	138.0	94,073	682	93.1	59,350	637	44.9	34,723
VAT & Taxation	240.0	176,168	734	436.2	301,588	691	(196.2)	(125,420)
Total	5,281.0	3,444,853	652	7,649.9	4,862,125	636	(2,368.9)	(1,417,272)

Note: The above costs exclude VAT, and the figures are rounded to the nearest whole number.

Power by Britishvolt Limited (in Administration)
Summary of Joint Administrators' expenses incurred

Type of Expense	Per Fee Estimate dated 13/03/2023 (£)	Incurred from 17 January 2023 to 16 January 2024 (£)	Incurred from 17 January 2024 to 16 July 2024 (£)	Estimate to complete (£)	Deductions for apportionments (£)	Revised fee estimate (incurred + estimate to complete - deductions) (£)	Variance - Fee estimate vs revised fee estimate (£)
Payments made from the estate which are not disbursements – all Category 1							
(Please refer to notes 1, 2 and 3 at the end of this table for definitions)							
Legal fees	590,000	587,701	114,826	10,000	-	712,526	(122,526)
Employee costs	498,431	479,976	-	-	(277,405)	202,571	295,860
Security expenses	60,858	98,801	-	-	(22,878)	75,923	(15,065)
Agent fees	31,100	19,283	-	-	-	19,283	11,817
IT systems	23,667	26,617	-	-	-	26,617	(2,950)
Payments to subsidiary entities	21,530	21,530	-	-	-	21,530	(0)
Transportation costs	16,633	28,678	-	-	-	28,678	(12,045)
Insurance	18,773	9,172	2,773	3,000	-	14,944	3,829
Research and development expenses	4,307	4,306	-	-	-	4,306	1
Sundry expenses	1,000	1,180	-	1,000	-	2,180	(1,180)
Bank charges	642	188	77	200	-	465	177
Professional fees	-	10,526	-	-	-	10,526	(10,526)
Sub-total	1,266,941	1,287,958	117,675	14,200	(300,283)	1,119,550	147,391
Category 1 disbursements (notes 2 and 3)							
Accommodation costs	3,105	2,290	-	815	-	3,105	-
Public notices	300	94	-	206	-	300	-
Specific penalty bond	1,280	1,280	-	-	-	1,280	-
Subsistence	1,141	738	-	403	-	1,141	-
Travel costs	1,057	684	-	373	-	1,057	-
Category 2 disbursements (notes 2 and 3)							
Bookkeeping services	37,800	38,800	-	-	-	38,800	(1,000)
Internal bulk copying, printing and postage	1,000	659	-	341	-	1,000	-
EY Sweden – People Advisory Services	-	1,318	-	-	-	1,318	(1,318)
Sub-total - Disbursements	45,683	45,863	-	2,138	-	48,001	(2,318)
Total expenses (including disbursements)	1,312,624	1,333,821	117,675	16,338	(300,283)	1,167,551	145,073

Note: The above amounts exclude VAT, and the figures are rounded to the nearest whole number.

Notes

- 1 Statement of Insolvency Practice No.9 defines expenses as any payments from the insolvency estate which are neither an office holder's remuneration or a distribution to a creditor or member.
- 2 Expenses are divided into those that do not need approval before they are charged to the estate (Category 1) and those that do require prior approval (Category 2):
 - Category 1 expenses are payments to persons providing the service to which the expense relates who are not an associate of the office holder
 - Category 2 expenses are payments to associates or which have an element of shared costs.
- 3 Expenses also include disbursements. Disbursements are payments which are first met by the office holder and then reimbursed to the office holder from the estate. Disbursements fall into either Category 1 or Category 2

Administration Proof of Debt
Rule 14.4, Insolvency (England and Wales) Rules 2016

Power by Britishvolt Limited (in Administration) (“the Company”)

Date of Administration: 17 January 2023

Please refer to the notes at the end of this form.

Name of Creditor

Address

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Total amount of claim, including VAT, as at 17 January 2023
Less: any payments made to you after 17 January 2023 in respect of the claim

Less: any trade or other discounts (except early payment discounts) under Rule 14.20

Less: any adjustments for set off in accordance with Rule 14.24

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Net claim after deductions

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Amount of any outstanding uncapitalised interest included in claim

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Amount of any VAT included in claim

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Is the whole or any part of your claim preferential, within the meaning of section 386, schedule 6, of the Insolvency Act 1986? If so, into which category of debt does it fall?

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Continued on next page

Notes to Administration Proof of Debt Form:

1. Please attach a detailed statement of your account as at the date on which the company entered Administration.
2. VAT bad debt relief may usually be claimed six months after the date of supply.
3. The Administrator may call for any document or other evidence to be produced if it is considered necessary for the purpose of substantiating the whole or any part of the claim made.
4. The Joint Administrators may act as data controllers of personal data as defined by the General Data Protection Regulation 2016/679, 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 Administrator's appointment. The Office Holder Data Privacy Notice can be found at www.ey.com/uk/officeholderprivacy.