

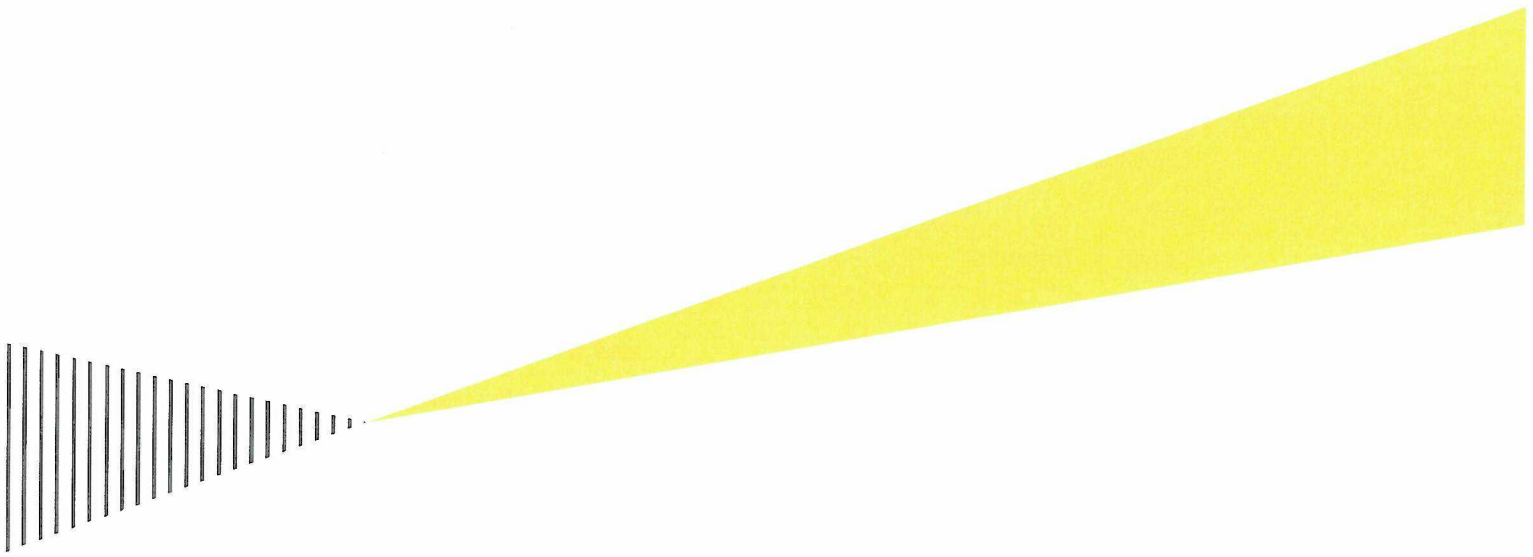
Plasrecycle Limited
In Administration (“the Company”)

Six Monthly Progress Report

In accordance with Rule 18.3 of The Insolvency Rules 2016

24 July 2019

Ernst & Young LLP



Abbreviations

The following abbreviations are used in this report:

Act	the Insolvency Act 1986
AGF / WRAP	Accelerating Growth Fund Limited, a subsidiary of Waste and Resources Action Programme (a registered charity)
CDDA	Company Directors Disqualification Act 1986
date of appointment	15 July 2016
Directors	The registered Directors of the Company at 15 July 2016
EY	Ernst & Young LLP
Foresight	Foresight Environmental Fund LP
FYXX	Financial year ending 31 December 20XX
Gerald Eve	Gerald Eve LLP
Hilco	Hilco Valuation Services Europe
HMRC	HM Revenue and Customs
Joint Administrators	R H Kelly and C G J King
LWARB	London Waste and Recycling Board
site	Nathan Way, London, SE28 0BQ
Progress Reports	Joint Administrators' Six Monthly Progress Reports, dated 2 February 2017, 28 July 2017, 13 February 2018, 8 August 2018 and 5 February 2019
the Proposals	Joint Administrators' Statement of Proposals, dated 2 September 2016
ROT	Retention of Title
Rules	the Insolvency Rules (England and Wales) 2016
the Company	Plasrecycle Limited - in Administration
Wet Line	Specific plant and machinery for washing plastic waste that is subject to first ranking security in favour of Foresight

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1. Introduction

I write, in accordance with Rule 18.3 of the Insolvency Rules 2016, to provide creditors with a report on the progress of the Administration. This report covers the period from 15 January 2019 to 14 July 2019 and should be read in conjunction with the Proposals dated 2 September 2016 and the previous Progress Reports dated 2 February 2017, 28 July 2017, 13 February 2018, 8 August 2018 and 5 February 2019.

Plasrecycle Limited entered Administration on 15 July 2016 and Charles Graham John King and Robert Hunter Kelly of Ernst & Young LLP, 1 Bridgewater Place, Water Lane, Leeds, LS11 5QR were appointed to act as Joint Administrators.

The appointment was made by the Company's Directors under the provisions of paragraph 22(2) of Schedule B1 to the Insolvency Act 1986. Under the terms of the appointment, any act required or authorised to be done by the Joint Administrators can be done by either of them.

1.1 Extensions to the Initial Period of Appointment

Pursuant to paragraph 78(1) of Schedule B1 to the Insolvency Act 1986, the Administration of the Company was previously extended to 14 July 2018, being a period not exceeding twelve months from 15 July 2017, by the consent of the secured and preferential creditors.

On 15 June 2018, pursuant to paragraph 76(2)(a) of Schedule B1 to the Insolvency Act 1986, the Court approved an extension of the Administration to 14 February 2019, being a period not exceeding nine months from 15 July 2018.

On 11 January 2019, pursuant to paragraph 76(2)(a) of Schedule B1 to the Insolvency Act 1986, the Court approved a further extension of the Administration to 14 August 2019, being a period not exceeding six months from 15 February 2019.

The purpose of the extension was to provide additional time for the Joint Administrators to:

- ▶ Finalise the deed of settlement with Tilfen Land Limited ('Tilfen'), the landlord, (more detail is provided at Section 2.1.1) in full and final settlement of the deed of surrender;
- ▶ Following completion of the deed of settlement, assign the electricity accounts to Tilfen;
- ▶ Make final distributions to the secured creditors of the Company;
- ▶ Make a first and final distribution to the unsecured, non-preferential creditors of the Company who have proved their debts, under the provisions of the Prescribed Part;
- ▶ Finalise the Company's corporation tax and VAT position for the period of the Administration and obtain required clearances from HM Revenue and Customs; and
- ▶ Finalise our costs in the Administration and settle all outstanding liabilities relating to the Administration.

2. Progress since the Progress Report dated 5 February 2019

2.1 Asset realisations

2.1.1 Leasehold property

In accordance with the surrender of the leasehold interest for £1.3m, a retention of £270k was withheld pending completion of the agreed schedule of repairs to the high voltage electric transformer which was damaged during the traveller occupation. This arrangement avoided further holding costs being incurred by the Company.

A partial release of the retention totalling £110k was received by the Joint Administrators in November 2017. The £160k balance of the retention was due once power was reconnected with a 3,000kVA electricity supply. Electrical supply was successfully restored during December 2017, however the kVA capacity to the site was not available as anticipated.

As reported previously, the Joint Administrators agreed a final settlement with Tilfen in January 2019 which discharged the Company from its liability to provide 3,000 kVA capacity to the site in accordance with the deed of surrender. In return, the Company agreed:

- ▶ To permit Tilfen to retain the residual retention (£160k including VAT); and
- ▶ To transfer to Tilfen the £27,787 (excluding VAT) refund received from UK Power Networks - this refund relates to the works to upgrade the site which the Company commissioned prior to our appointment but which never commenced.

Due to complications in reenergising the electricity meter, completion of the settlement was delayed. After 4 months of negotiating with Tilfen to achieve a resolution, the settlement agreement was completed on 29 May 2019.

The Joint Administrators believe this full and final settlement represents a fair resolution of the dispute as the Company is unable to restore the power capacity to the level required in the deed of surrender.

During the period covered by this report, the Joint Administrators have received a final realisation of £27,667 from the leasehold property being the VAT element of the residual retention.

The £27,787 refund monies were transferred to the Company's solicitors prior to the period covered by this report as set out in my progress report dated 5 February 2019.

The leases are subject to fixed charge security in favour of Foresight. The amount realised for the lease is less than Foresight's debt and therefore no realisations were available from this source for the general body of creditors.

2.1.2 Sundry income

Sundry income from the refund of an undertaking of £750 was received during the period covered this report.

3. Outcome for creditors

We provide below, for information, an indication of the current position with regard to creditors' claims.

3.1 Secured Creditors

As detailed in the Proposals, the Company's secured lenders are Foresight, LWARB and AGF/WRAP.

The security held by each secured creditor is as follows:

- ▶ Foresight - a first ranking fixed charge security over the leasehold property and first ranking floating charge security over the 'Wet Line'. Second ranking floating charge security over all other assets;
- ▶ LWARB - a second ranking fixed charge security over the leasehold property and first ranking floating charge security over all other assets, excluding the 'Wet Line'; and
- ▶ AGF/WRAP - third ranking floating charge security over all assets.

3.1.1 Foresight

Foresight had indebtedness at the date of appointment totalling £9,627,818.

An interim distribution of £500,000 was made to Foresight in June 2017 relating to the realisations from the leasehold property and Wet Line. A second interim distribution of £250,000 was made in December 2017.

A further interim distribution of £100,000 was made to Foresight on 29 May 2019.

Total distributions to Foresight to date aggregate £850,000. A final distribution will be made once the costs of realising the fixed charge assets have been finalised.

3.1.2 LWARB

LWARB had indebtedness at the date of appointment totalling £5,689,829.

An interim distribution of £600,000 was made to LWARB in June 2017 relating to the realisations from the floating charge assets.

A further distribution of £150,000 was made in June 2018.

A final distribution will be made once the costs of realising the floating charge assets have been finalised.

3.1.3 AGF/WRAP

AGF had indebtedness at the date of appointment totalling £1,364,880.

As both Foresight and LWARB will suffer a shortfall, no funds will be available to AGF/WRAP under the terms of their security. AGF/WRAP have therefore opted to release their security and instead submit a claim against the Company as an unsecured, non-preferential creditor. This will enable them to participate in the distribution of the Prescribed Part.

3.2 Preferential Creditors

Preferential creditor claims of £32,182 for employees' salaries and holiday were agreed and paid in full during the period covered by the previous six monthly progress report.

3.3 Non-preferential Creditors

The final date of proving non-preferential claims was set on 5 April 2019. Total claims admitted for dividend were £2,570,144.

A first and final dividend to non-preferential creditors of 7.1p in the £ was paid on 4 June 2019 from the Prescribed Part.

3.4 The Prescribed Part

Due to the shortfall to the secured creditors the only distribution that was available to non-preferential creditors was via 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 value of the net property in the Company resulted in the Prescribed Part being calculated at £213,000. The amount distributed to unsecured creditors, after allowing for the costs of agreeing and distributing the Prescribed Part to 104 creditors was £183,000.

The Joint Administrators did not make an application to the Court under section 176A(5) of the Insolvency Act 1986 for an order not to distribute the Prescribed Part.

4. Joint Administrators' receipts and payments

A summary of the Joint Administrators' receipts and payments for the period from 15 July 2016 to 14 July 2019 is attached at Appendix B.

5. Joint Administrator's remuneration and disbursements

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/-/media/corporate/files/technical/insolvency/creditors-guides/2017/administration-creditor-fee-guide-6-april-2017.ashx?la=en> or is available in hard copy upon written request to the Joint Administrators.

On 14 October 2016, the secured and preferential creditors of the Company approved, in accordance with Rule 2.106(5A) of the Rules, the Joint Administrators' basis of remuneration as outlined in Section 6 of the Proposals. Two amendments to the basis of remuneration were proposed by the Joint Administrators' and subsequently approved by the secured and preferential creditors on 12 December 2016. The agreed remuneration after amendments are detailed below.

The Joint Administrators' remuneration is fixed on a composite basis made up of a percentage of realisations and fixed fees for addressing statutory duties and dealing with the Prescribed Part, as follows:

- ▶ A fixed fee of £30,000 (net of VAT) for statutory duties, including matters relating to the appointment, reporting to creditors and investigations into the conduct of the Company's directors (increase of £10,000 from the basis outlined in the Proposals);
- ▶ 2% of net fixed charge realisations; being the realisation of the leasehold property after costs of realisation, which are typically agents fees, legal costs and holding costs (including security);
- ▶ 8% of net floating charge realisations; being the realisation of the plant and machinery, book debts, stock and other Company assets after costs of realisation (principally anticipated to be auction fees, employee costs and legal fees) but before any dividends to preferential creditors or deductions for the prescribed part (increase of 2% from the basis outlined in the Proposals); and
- ▶ A fixed fee of £30,000 (net of VAT) for agreeing creditors' claims and dealing with the distribution of the Prescribed Part.

5.1 Amendments to the basis of remuneration

The Joint Administrators will only draw remuneration in accordance with the above terms. If the Joint Administrators propose any amendments to the terms these will require the agreement of the approving body, in accordance with Rule 2.109AB of the Insolvency Rules 1986.

5.2 Disbursements

To date the Joint Administrators have incurred and been reimbursed for Category 1 and 2 disbursements totalling £8,289.12 plus VAT (where applicable), summarised as follows:

Type of expense	Incurred (£)	Paid (£)	Outstanding (£)
Statutory bonding	210.00	210.00	-
Travel	2,864.84	2,864.84	-
Accommodation	3,138.31	3,138.31	-
Subsistence	663.60	663.60	-
Category 2 disbursements	1,412.37	1,163.55	248.82
Total	8,289.12	8,040.30	248.82

In accordance with Rule 2.106(5A) of the Rules, the secured and preferential creditors have permitted the Joint Administrators to draw any Category 2 expenses.

There is an analysis of Category 2 disbursements (i.e. those disbursements payable to the Joint Administrators' firm) at Appendix C.

5.3 Payments to other professionals

5.3.1 Professionals instructed

The Joint Administrators have engaged the following other professionals to assist them. They were chosen on the basis of their experience in similar assignments.

Name of firm	Nature of service	How contracted to be paid
Gerald Eve LLP	Property valuation / marketing	Fixed fee
Hilco Valuation Services Europe	Asset advice, including valuation of plant and machinery	Percentage of realisation achieved / time costs basis
Gateley plc	Legal advice on ROT	Time cost basis
Squire Patton Boggs (UK) LLP	Legal advice on appointment, book debts and property matters	Time cost basis
RBT Solutions Ltd	Environmental advice	Time costs basis

Details of the fees paid to date are included in the receipts and payments account attached at Appendix B.

6. Other matters

6.1 Future conduct of the Administration

The Joint Administrators will continue to act in accordance with the Proposals. This work will include, inter alia:

- ▶ Make final distributions to the secured creditors of the Company;
- ▶ Finalise our costs in the Administration and settle all outstanding liabilities relating to the Administration;
- ▶ Prepare and submit the statutory documentation required to close the Administration.

6.2 Future reports

I will report to you again at the conclusion of the Administration or in six months' time, whichever is the sooner.

Should you wish to discuss any aspect of this report, please contact John Louden on 0113 298 2315.

Yours faithfully
for the Company



C G J King
Joint Administrator

Robert Hunter Kelly is licensed in the United Kingdom to act as an insolvency practitioner by The Institute of Chartered Accountants of Scotland and Charles Graham John King is licensed in the United Kingdom to act as an insolvency practitioner by The Institute of Chartered Accountants in England and Wales.

The affairs, business and property of the Company are being managed by the Joint Administrators, R H Kelly and C G J King, who act as agents of the Company only and without personal liability.

We may collect, use, transfer, store or otherwise process (collectively, "Process") information that can be linked to specific individuals ("Personal Data"). We may Process Personal Data in various jurisdictions in accordance with applicable law and professional regulations including (without limitation) the Data Protection Act 1998.

Appendix A Statutory information

Company Information

Company Name: Plasrecycle Limited - in Administration
Registered Office Address: c/o Ernst & Young LLP1 Bridgewater Place Water Lane Leeds LS11 5QR
Registered Number: 07456989
Trading name: Plasrecycle Limited
Trading Address: Nathan Way, London, SE28 0BQ

Details of the Administrators and of their appointment

Administrators: C G J King and R H Kelly
Office holder numbers 8985, 8582
Address 1 Bridgewater Place, Water Lane, Leeds, LS11 5QR
Details of any changes of administrator: None
Date of Appointment: 15 July 2016
By Whom Appointed: The appointment was made by the Company Directors
Court Reference: High Court of Justice, Chancery Division, Leeds District Registry 632 of 2016

Any of the functions to be performed or powers exercisable by the Administrators may be carried out/exercised by any one of them acting alone or by any or both of them acting jointly.

Appendix B Joint Administrators' receipts and payments account for the period from 15 July 2016 to 14 July 2019

Statement of Affairs		From 15/07/16 to 14/01/19	From 15/01/19 to 14/7/19	Total
£	RECEIPTS	£	£	£
1,300,000	Lease	1,140,000	26,667	1,166,667
1,510,000	Plant and machinery	1,176,957	-	1,176,957
148,683	Cash at date of appointment	148,683	-	148,683
117,141	Book debts	108,037	-	108,037
2,000	Office fixtures and fittings	1,170	-	1,170
-	Insurance claim	135,789	-	135,789
-	Rent deposit	77,161	-	77,161
-	Utility and works refund	58,521	-	58,521
-	Pre-appointment VAT refund	51,622	-	51,622
-	Rates refund	13,234	-	13,234
-	Stock	2,281	-	2,281
-	Bank interest	1,156	-	1,156
-	Sundry income	-	750	750
n/a	Balance on Administrators' trading account (see separate account for breakdown)	(4,825)	-	(4,825)
		2,863,654	27,417	2,937,204
	PAYMENTS			
	Traveller eviction and remediation costs	172,552	-	172,552
	Security	160,930	-	160,930
	Retention of title claims	118,009	-	118,009
	Administrators' fee	91,480	30,000	121,480
	Electricity and Gas	85,549	-	85,549
	Legal fees	44,372	13,060	57,432
	Rent	55,471	-	55,471
	Insurance	47,122	-	47,122
	Waste management	46,349	-	46,349
	Employee salaries	36,519	-	36,519
	Agents' fees	22,187	-	22,187
	Administrators' disbursements	8,040	-	8,040
	Other holding costs	6,009	-	6,009
	Permit surrender costs	5,080	-	5,080
	Rates	4,844	-	4,844
	Employer's NIC	4,213	-	4,213
	Storage charges	306	347	653
	Corporation Tax	13	198	211
	Public Notices	85	87	172
	Bank charges	125	14	138
	Secured creditor - Foresight	750,000	100,000	850,000
	Secured creditor - LWARB	750,000	-	750,000
	Preferential creditors	32,182	-	32,182
	Non-preferential creditors (7.1p / £)	-	183,000	183,000
		2,441,438	326,706	2,768,144
	Balances in hand	422,216	(299,289)	169,059

Notes

- Receipts and payments are stated net of VAT.
- The stock and work in progress that existed at the date of our appointment has been consumed in the process of trading or returned to suppliers under claims for retention of title.

Plasrecycle Limited - in Administration
 Summary of Joint Administrators' trading account from 15 July 2016 to 14 July 2019

	From 15/07/16 to 14/01/19	From 15/01/19 to 14/7/19	Total
	£	£	£
RECEIPTS			
Trading sales	71,890	-	71,890
	<u>71,890</u>	<u>-</u>	<u>71,890</u>
PAYMENTS			
Employee salaries	53,956	-	53,956
Electricity	10,512	-	10,512
Employer's NIC	5,970	-	5,970
Carriage	3,420	-	3,420
Employee expenses	1,318	-	1,318
Maintenance and repairs	945	-	945
Other trading costs	593	-	593
	<u>76,715</u>	<u>-</u>	<u>76,715</u>
Balance on Administrators' trading account	<u>(4,825)</u>	<u>-</u>	<u>(4,825)</u>

Notes

1. Trading ceased on 29 July 2016.
2. Approximately £30,000 of the employee salary payments are to be allocated to preferential claims as they relate to the period prior to administration.

Appendix C Statement of Administrators' charging policy for remuneration and disbursements pursuant to Statement of Insolvency Practice No.9

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.

A summary of the Joint Administrators' time costs from 15 July 2016 to 14 January 2019 has been provided below. We would comment that, as our remuneration is fixed on composite basis made up of a percentage of realisations and a fixed fee for addressing statutory duties and the Prescribed Part, this information has been provided for reference only.

The time spent by the Joint Administrators and their staff to date primarily relates to the following matters:

- ▶ Ongoing trading of the business to 29 July 2016;
- ▶ Marketing the business and assets for sale and liaising with interested parties;
- ▶ Property issues such as negotiating a sale of the leasehold property, managing the remediation works following the traveller break-in, and negotiating subsequent deeds of settlement and variation to finalise the surrender of the lease;
- ▶ Managing the insurance claim following the traveller break-in;
- ▶ Employee matters;
- ▶ Pursuing the outstanding debtors ledger;
- ▶ Realising the remaining assets;
- ▶ Carrying out investigative procedures, including investigating the conduct of the Directors leading up to the Joint Administrators' appointment in accordance with the requirements of the CDDA;
- ▶ Distributing realisations to the secured and preferential creditors of the Company;
- ▶ Agreeing unsecured creditor claims and distributing the Prescribed Part;
- ▶ Ensuring all statutory reporting and compliance obligations are met; and
- ▶ Finalising the Administration, including payment of all Administration liabilities.

Plasrecycle Limited - in Administration

Summary of Joint Administrators' time costs from 15 July 2016 to 14 July 2019

	Total Hours	Total Time Cost
Accounting and Administration	452.0	£130,615
Bank & Statutory Reporting	73.5	£29,375
Creditors	232.6	£75,816
Debtors	7.0	£2,840
Employee Matters	75.6	£23,841
Immediate Tasks	69.0	£20,625
Investigation/CDDA	10.5	£3,430
Job Acceptance & Strategy	4.0	£2,640
Legal Issues	5.0	£2,495
Other Assets	149.5	£61,025
Other Matters	25.0	£9,080
Property	138.0	£71,395
Retention of Title	12.0	£4,830
Statutory Duties	93.5	£22,808
Trading	107.5	£48,520
VAT & Taxation	102.0	£29,617
	<u>1,556.70</u>	<u>£538,951</u>

Average rate per hour rate

£346

Administrators' charging policy for disbursements

Statement of Insolvency Practice No. 9 ("SIP 9") published by R3 (The Association of Business Recovery Professionals) divides disbursements into two categories.

Category 1 disbursements comprise payments made by the office holders' firm, which comprise specific expenditure relating to the administration of the insolvent's affairs and referable to payment to an independent third party. These disbursements can be paid from the insolvent's assets without approval from the Committee. In line with SIP 9, it is our policy to disclose such disbursements drawn but not to seek approval for their payment.

Category 2 disbursements comprise payments made by the office holders' firm which include elements of shared or overhead costs. Such disbursements are subject to approval from the secured and preferential creditors as if they were remuneration. It is our policy, in line with SIP 9, to seek approval for this category of disbursement before they are drawn.

The following Category 2 disbursements have been incurred and reimbursed to date:

Type and purpose	Incurred (£)	Paid (£)	Outstanding (£)
Mileage	251.10	251.10	-
Post and printing	1,161.27	912.45	248.82
Total	1,412.37	1,163.55	248.82