



For further information, please
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www.gov.uk/companieshouse

1 Company details	
Company number	0 5 8 4 9 5 8 0
Company name in full	UTILITYWISE PLC
→ Filling in this form Please complete in typescript or in bold black capitals.	
2 Administrator's name	
Full forename(s)	Andrew
Surname	Johnson
3 Administrator's address	
Building name/number	FTI Consulting LLP, 200
Street	Aldersgate Street
Post town	London
County/Region	Greater London
Postcode	E C 1 A 4 H D
Country	United Kingdom
4 Administrator's name ①	
Full forename(s)	Simon
Surname	Kirkhope
① Other administrator Use this section to tell us about another administrator.	
5 Administrator's address ②	
Building name/number	FTI Consulting LLP, 200
Street	Aldersgate Street
Post town	London
County/Region	Greater London
Postcode	E C 1 A 4 H D
Country	United Kingdom
② Other administrator Use this section to tell us about another administrator.	

AM10

Notice of administrator's progress report

6 Period of progress report

From date	^d 1	^d 3	^m 0	^m 8	^y 2	^y 0	^y 2	^y 0
To date	^d 1	^d 2	^m 0	^m 2	^y 2	^y 0	^y 2	^y 1

7 Progress report

I attach a copy of the progress report

8 Sign and date

Administrator's
signature

Signature

X



X

Signature date

^d 0	^d 4	^m 0	^m 3	^y 2	^y 0	^y 2	^y 1
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AM10

Notice of administrator's progress report

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 Oliver Penton

Company name FTI Consulting LLP

Address 200 Aldersgate Street

Post town London

County/Region Greater London

Postcode

E	C	1	A	4	H	D
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Country United Kingdom

DX

Telephone 020 3727 1700

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- The company name and number match the information held on the public Register.
- You have attached the required documents.
- You have signed the form.

Important information

All information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

JOINT ADMINISTRATORS' REPORT FOR THE PERIOD 13 AUGUST 2020 TO 12 FEBRUARY 2021

UTILITYWISE PLC (IN ADMINISTRATION) (COMPANY NUMBER: 05849580) (“UTW”) (“THE COMPANY”)

Issued on 4 March 2021

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Glossary

The Act	Insolvency Act 1986 (as amended)	The Rules	Insolvency (England and Wales) Rules 2016
EIC	Beardsley Realisations 1 Limited (name changed from Energy Intelligence Centre Limited on 05 April 2019)	Secured Lender	National Westminster Bank Plc
Corporate / Corporate Business	Operating business unit of EIC and T-Mac	SIP2	Statement of Insolvency Practice 2
Enterprise / Enterprise Business	Operating business unit of the Company	SIP 7	Statement of Insolvency Practice 7
FTI	FTI Consulting LLP	SIP 9	Statement of Insolvency Practice 9
ICON	ICON Communication Centres s.r.o	the Group	Utilitywise Plc and subsidiaries
Joint Administrators / Administrators	Andrew Johnson and Simon Kirkhope	the Period	13 August 2020 to 12 February 2021
Old EIC	TMAC and EIC	T-Mac	Beardsley Realisations 2 Limited (name changed from T-Mac Technologies Limited on 05 April 2019)
RPS	Redundancy Payments Service		

1. Introduction

- 1.1 Andrew Johnson and Chad Griffin were appointed as Joint Administrators of the Company on 13 February 2019; Chad Griffin subsequently was released as a Joint Administrator on 29 May 2020 with Simon Kirkhope appointed as a replacement Joint Administrator on 8 June 2020. Full details of the statutory formalities relating to both the original appointment and the subsequent resignation and appointment are set out at Appendix A.
- 1.2 Pursuant to Rule 18.6 of the Rules we are required to send creditors a report setting out what has happened in the administration in the six months since our last report. This report covers the period 13 August 2020 to 12 February 2021 ("the Period").
- 1.3 This report, together with appendices, contains details of our actions during the Period and our time costs in accordance with SIP 9 (Appendices B and C).
- 1.4 A summary of receipts and payments in accordance with SIP 7 for the Company is included at Appendix E, which includes a trading statement, relating to costs incurred by the Administrators during the winding down of the Company's operations. Further information in relation to the wind-down and the background to our appointment, can be found in our proposals dated 5 April 2019 ("the Proposals") and our subsequent six-monthly reports dated 4 September 2019, 6 March 2020, and 4 September 2020, all of which are available here:

<https://www.fticonsulting-emea.com/cip/utilitywise-plc>
- 1.5 If you wish to receive a hard copy of this report, the reports above, or any other soft copies referenced throughout this report, please contact the administrators at UWadministrators@fticonsulting.com or on 020 3727 1700, or by writing to: The Joint Administrators, Utilitywise Plc (In Administration), c/o FTI Consulting LLP, 200 Aldersgate Street, London EC1A 4HD. Creditors can also use these contact details if they have any specific queries in relation to this report or the administration in general.
- 1.6 The estimated return to creditors is set out in Sections 2 and 4 of this report.

Administrators' remuneration

- 1.7 In our Proposals we proposed that our remuneration be fixed on the basis of time costs incurred by us and our staff properly spent in carrying out work required in the administration. This fee basis and estimate was agreed by preferential creditors and the Secured Lender on 23 April 2019 and 26 April 2019 respectively.
- 1.8 On 10 February 2020, the Joint Administrators sought approval to increase the fee estimate previously provided to creditors, approval to this fee increase was confirmed by both the secured creditors and preferential creditors through a decision by correspondence on 31 March 2020. During the period the Joint Administrators' current fee estimate has been exceeded, therefore the Joint Administrators are alongside this report seeking by way of a decision by correspondence agreement from the Company's preferential creditors to an increase to the Joint Administrators' current fee estimate.
- 1.9 Details of the rules in relation to Administrators' remuneration together with details of our time costs to date and our current and revised fee estimate are set out in Appendices B and C.
- 1.10 In accordance with Rules 18.34 of the Rules, any secured creditor or an unsecured creditor, with the support of at least 10% in value of the unsecured creditors or with leave of the Court, may apply to the Court for one or more orders challenging the amount or the basis of the remuneration which the Administrators are entitled to charge or otherwise challenging some or all of the expenses incurred. Such applications must be made within eight weeks of receipt by the applicant(s) of the report detailing the remuneration and / or expenses in question, in accordance with Rule 18.34(3) of the Rules.
- 1.11 Additional information in relation to our staffing policies can be found in Appendix D.

Further information

- 1.12 Any secured creditor, or unsecured creditor, with the support of at least 5% in value of the unsecured creditors or, with leave of the Court, may, in writing, request that the Administrators of the Company provide additional information regarding remuneration or expenses to that already supplied within this document. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9(2) of the Rules.
- 1.13 Further general information on insolvency processes including step-by-step guides can be found at the following website:

<http://www.creditorinsolvencyguide.co.uk/>

- 1.14 FTI Consulting LLP ("FTI") uses personal information in order to fulfil the legal obligations of our Insolvency Practitioners under the Insolvency Act and other relevant legislation, and also to fulfil the legitimate interests of keeping creditors and others informed about the insolvency proceedings. The privacy and security of personal information is very important to us. You can find more information on how FTI uses your personal information at:

https://www.fticonsulting-emea.com/~/_media/Files/emea--files/creditors-portal/cip-emea-forms-info/cip-data-privacy.pdf

2. Summary estimated creditor returns

- 2.1 Given that the total realisations from the Company's assets are uncertain and final preferential claims (notably the quantum of employment tribunal amounts) have not yet been fully received, it is not yet possible to determine the exact returns to any creditor type. However, our current estimate is set out below:

Estimated Return to Creditors			
Creditor Type	Estimated Claim (£m)¹	Estimated Net Distribution (£m)	Estimated Net Distribution (p/£)
Secured Lender ²	21.1	5.5	26
Preferential Creditors	1.1	1.1	100
Unsecured Creditors	76.1	0.3	0.4
Shareholders	17.8	0.0	NIL
Total	116.0	7.0	

[1] Based on estimates from Statement of Affairs, and may therefore be subject to change

[2] Net Distribution includes direct distributions following the sale of EIC

- 2.2 Further details are set out in section 4 of this report.

3. Progress of the Administration

Asset realisations

This section of the report should be read in conjunction with our previous reports.

Sale of the Corporate Division

- 3.1 Following the sale of the Company's business and assets, certain funds were paid into escrow and were due to Old EIC on the completion of certain contract novations of both customers and suppliers to the Purchaser. A commercial agreement totalling £144,708 was reached with the Purchaser. The escrow funds flowed to Old EIC and will not form part of the administration estate immediately.
- 3.2 Old EIC was placed into Members Voluntary Liquidation on 21 April 2020. Any remaining assets will be distributed to the Company (as shareholder); this will ultimately be for the benefit of the Secured Lender due to their fixed charge security against the shares in Old EIC.
- 3.3 Costs incurred in the completion of the above liquidation process will be met out of further fixed charge realisations arising from the liquidation of Old EIC in accordance with SIP 7. The current estimated amount to be realised with respect to the distribution from the liquidations of BR1 and BR2 is c£175k.

Book debts and accrued revenue

- 3.4 As set out in previous reports we have contacted all debtors and continue to receive amounts as they fall due in line with the Third-Party Introducers ("TPI") agreements.
- 3.5 Since the Joint Administrators appointment, total book debts collected relating to pre-administration invoices are £588,472 of which £925 has been received during the Period. Since appointment, invoices totalling £1,862,277 have been raised and paid of which £582,887 relates to the period (c£80k of invoices raised remain unpaid). This includes amounts for bulk settlement in advance of estimated future commissions. Our best estimate of future collections is c£32k.

- 3.6 Unfortunately, the overwhelming majority of TPI contracts are unable to be novated (meaning we cannot sell or otherwise assign the right to receive future commissions).
- 3.7 Furthermore, due to the non-linear nature of the commissions (which are dependent on end-user usage, early termination penalties and offsets, customer attrition or non-commencement and the level of prior invoicing by the Company against forecast revenue) it is not possible to determine with precision the likely levels of recoverable income.

Pre-administration VAT

As set out in our previous report a pre-administration VAT reclaim was submitted and VAT receivable of c£1.6m was recovered. The Administrators held the view that crown set off should have been applied and there was likely to be a requirement for the Company to return the receipt to HMRC. During the period HMRC have confirmed that the repayment was made in error and consequently the funds have been returned to HMRC.

Receipts and payments during the Period

- 3.8 A full receipts and payments account for the Administration during the period covered by this report is provided at Appendix E.
- 3.9 The following payments were made during the period:
- A £1,596,478 VAT repayment to HMRC (see above); and
 - A £750,000 distribution was made to the Floating Charge Holder.

Employees

- 3.10 A number of employees have made claims to employment tribunals. Since our last report, the majority of these claims have reached judgement with only a small number of decisions remaining. Given the small number of outstanding claims we anticipate all matters in relation to these will be resolved during the next six-month period.
- 3.11 Once the above tribunal claims have been finalised and the relevant amounts have been paid by the Redundancy Payments Service ("RPS") we anticipate receipt of a final proof of debt from the RPS.
- 3.12 Once this final claim is received, we will finalise our adjudication of preferential claims against the Company and pay a dividend to preferential creditors.
- 3.13 Based on realisations to date and the preferential calculations we have been provided with by ERA Solutions Ltd ("ERA"), our employee claims specialist, we currently anticipate paying a dividend of 100p / £ to preferential creditors, but this cannot be confirmed until the final proof of debt has been received from the RPS.
- 3.14 Once the dividend has been paid we will be in a position to progress payment of the anticipated dividend to the Company's unsecured creditors.

Taxation

- 3.15 During the period we have continued to make the appropriate filings to support the Company's corporation tax, employee taxes and VAT positions.
- 3.16 A pre-administration VAT return was submitted to HMRC and during the period it was confirmed that Crown set-off would be applied.

Shareholders / SAYE

- 3.17 Any former members of the Save As You Earn ("SAYE") scheme who consider they may have funds receivable, should contact Link Group directly to request such funds at sayeteam@linkgroup.co.uk (or by post at Link Asset Services, The Registry, 34 Beckenham Road, Beckenham, Kent, BR3 4TU) quoting the following information:
- Full name;
 - Full address;
 - The Company and Scheme;
 - A note to confirm the intention to close;

- Investor Code or National Insurance Number; and
- Signature.

3.18 Link Group also hold unclaimed shareholder funds in relation to ordinary dividends paid by the Company prior to administration, which can be claimed from them in writing using the contact details above, as long as shareholders provide their name, address, name of the Company and any amounts due to them.

Statutory investigations

3.19 We have undertaken investigation work in accordance with SIP 2 including a review of the Company's financial records in order to understand the realisable assets of the Company and comparing values to those set out in the directors' statement of affairs. We did not consider that further investigations were required nor that there are any further assets available to the Company other than those set out earlier in this report.

3.20 The data gathered from our initial investigations assisted with our statutory duties pursuant to the Company Directors Disqualification Act 1986 to review the conduct of all directors who served in respect of the Company in the three-year period prior to the date of the Administration. We have concluded our review and have submitted a final return to the Department for Business, Energy and Industrial Strategy. The content of our reports in relation to this are confidential. Should any creditors have any further relevant information in relation to directors' conduct, they should provide details in writing to the Administrators. This request forms part of our normal investigations into directors' conduct and does not imply any criticism of the directors in this particular case.

Remaining steps

3.21 The major steps remaining to be completed before the Administration is brought to a conclusion are set out below:

- Collection of commissions from energy suppliers – as set out earlier in the report these collections are expected to continue, potentially to 2023 (depending on the estimated level of economic benefit) as a consequence of the contractual terms. However, we continue to monitor collection rates and may take a decision to end collections if it becomes uneconomic to continue with the collection process (and/or if collections unnecessarily delay the return of funds to creditors);
- Distribution of proceeds of liquidation of subsidiaries to the Fixed Charge Lender;
- Engagement with Employee Tribunal Service;
- Continued compliance with tax legislation and seeking clearance from HMRC for closure;
- Adjudication of unsecured and preferential creditor claims;
- Payment of preferential and prescribed part dividends;
- Distribution of net realisations to secured creditors (where possible);
- Ongoing statutory duties; and
- Completing the necessary formalities to conclude the Administration.

4. Estimated outcomes

Secured creditors

4.1 At the date of appointment, the Secured Lender was owed approximately £21m by the Group. The Secured Lender holds fixed and floating charge security over the Company (including its shares in EIC, T-Mac and ICON) via two charges created on 12 June 2013 and 20 April 2015 with the security registered to NatWest and RBS respectively.

4.2 The final return to the Secured Lenders is currently uncertain and is dependent on the fixed charge proceeds arising from the liquidation of Old EIC, as well as floating charge proceeds arising from the other commission / debtor realisations set out above (to the extent that total net floating charge realisations exceed preferential claims, which is expected to be the case).

4.3 However, based on our current expectations of total realisations, the current estimate of returns to the Secured Lender is c£5.5m providing a distribution of c26p in the £ for amounts due to secured creditors.

Preferential creditors

- 4.4 Under the Act, the main classes of preferential creditor are employees in respect of certain claims in relation to arrears of wages, holiday pay and pensions contributions.
- 4.5 We paid retained staff their wages and accrued holiday to the date of their redundancy.
- 4.6 Current anticipated preferential claims total £1.1m. Based on current estimated floating charge realisations and costs of realisations, we anticipate a dividend of 100 p in the £ for amounts due to preferential creditors. As the administration commenced prior to 1 December 2020, HMRC will not rank as a preferential creditor in the administration.

Unsecured creditors

- 4.7 Unsecured creditors rank behind both secured and preferential creditors.
- 4.8 It is very unlikely that there will be sufficient funds to repay the Secured Lender in full, therefore a distribution to unsecured creditors would only arise by virtue of section 176A(2)(a) of the Act, a Prescribed Part dividend up to a maximum of £600k (less any costs incurred in making the distribution).
- 4.9 Under Section 176A of the Act where after 15 September 2003 a company has granted a creditor a floating charge, a proportion of the net property of a company achieved from floating charge asset realisations must be made available for the unsecured creditors ("the Prescribed Part").
- 4.10 The Prescribed Part applies where there are net floating charge realisations (i.e. after costs of realisation) and is calculated as follows:
- 50% of net property up to £10k.
 - Plus 20% of net property in excess of £10k.
 - Subject to a maximum of £600k.
- 4.11 We currently have insufficient information to calculate the exact size of the Prescribed Part and the return to unsecured creditors, given the calculation is subject to the total level of floating charge realisations, the costs of realisations and the cost of paying preferential creditors, all of which remain uncertain. However, based on the current information, we estimate a Prescribed Part dividend of c£300k being paid to the Company's unsecured creditors.
- 4.12 Creditors wishing to submit a claim should use the creditors' statement of claim form provided at Appendix F, with any claims made being supported by copies of invoices or other relevant documentation sufficient to allow your claim to be adjudicated.

Shareholders

- 4.13 As there is not expected to be sufficient assets to repay the Company's creditors in full there will not be any return or distribution to shareholders. All trading in shares has been suspended and the shares have been de-listed.
- 4.14 Shareholders wishing to transfer shares should contact UWadministrators@fticonsulting.com for further information.

Extension of the Administration

- 4.15 On 10 February 2021, following an application to court to extend the Administration for a period of 12 months to 12 February 2022 (and with an initial hearing for the application to extend the administration having been adjourned), the Court consented to the Joint Administrators' application and ordered the extension to 12 February 2022. An initial extension of the Administration to 12 February 2021 had taken place following the approval of the secured and preferential creditors.

Administrators' release

- 4.16 Pursuant to Paragraph 98 Sch B1, the Administrators' will be seeking the discharge of liability in respect of their actions as Joint Administrators of the Company by the secured and preferential creditors. This discharge will be sought under separate cover and in due course.

5. Next report and further questions

- 5.1 We are required to provide a further progress report to all creditors within one month of the end of the first six months from the end of the Period, or when the administration comes to an end, whichever is sooner.
- 5.2 Should you have any queries in the meantime, please do not hesitate to contact a member of the Administrators' team on 020 3727 1700 or by email at UWadministrators@fticonsulting.com

For and on behalf of the Company



Simon Kirkhope
Joint Administrator

The affairs, business and property of the Company are being managed by the Joint Administrators. The Joint Administrators act as agents of the Company and without personal liability.

Andrew Johnson and Simon Kirkhope are licensed in the United Kingdom to act as an insolvency practitioner by the Institute of Chartered Accountants in England and Wales, under Section 390A(2)(a) of the Insolvency Act 1986.

The Joint Administrators are bound by the Insolvency Code of Ethics which can be found at: <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>.

FTI Consulting LLP ("FTI") uses personal information in order to fulfil the legal obligations of our Insolvency Practitioners under the Insolvency Act and other relevant legislation, and also to fulfil the legitimate interests of keeping creditors and others informed about the insolvency proceedings. You can find more information on how FTI uses your personal information on our website at <https://www.fticonsulting-emea.com/~media/Files/emea--files/creditors-portal/cip-emea-forms-info/cip-data-privacy.pdf>.

Appendix A – Statutory information

Company and Appointment Information

Utilitywise PLC

Trading names	Utilitywise Plc
Registered number	05849580
Incorporation Date	19 June 2006
Nature of Business	35130 - Distribution of electricity, 70229 - Management consultancy activities other than financial management, 74901 - Environmental consulting activities
Registered office	C/O FTI Consulting LLP, 200 Aldersgate St, London, EC1A 4HD
Director(s)	Brendan Peter Flattery, Richard Stephen Laker, Richard Brinsley Sheridan and Simon Waugh
Company secretary	Natalie Gerrard
Directors' shareholdings	Brendan Flattery 60,000 £0.001 ordinary shares ¹
Court reference	CR-2019-001097
Court	High Court of Justice, Business and Property Courts of England and Wales Insolvency and Companies List (ChD)
Appointment date	13 February 2019
Appointer	Richard Laker (a director of the Company) pursuant to Paragraph 22 of Schedule B1 of the Act. Pursuant to Paragraph 29 of the Schedule B1 of the Act, notice of intention to appoint administrators was given to, and waived by the Secured Lenders.
Appointer's address	Utilitywise House, 3&4 Cobalt Park Way, Cobalt Business Park, North Tyneside, Tyne and Wear, NE28 9EJ

[1] Per 2017 audited accounts. It is uncertain from the Company's register who owns what shares due to nominee shareholdings.

Administrators' Information

	Administrator 1	Administrator 2
Name	Andrew Johnson	Simon Kirkhope
Address	200 Aldersgate Street, London EC1A 4HD	200 Aldersgate Street, London EC1A 4HD
Authorising body	ICAEW	ICAEW

The appointment of the Administrators was made by the directors of the Company pursuant to Paragraph 22 of Schedule B1 to the Act.

The security is in favour of National Westminster Bank Plc and was granted on 12 June 2013 and is a fixed and floating charge debenture. An additional debenture was granted in favour of Natwest Markets Plc (The Royal Bank of Scotland Plc acted as Security Agent) on 20 April 2015 as agent to National Westminster Bank Plc.

Pursuant to Paragraph 100 of Schedule B1 of the Act, any function of the Administrators may be exercised by any or all of the Administrators named above.

Pursuant to Paragraphs 76(2)(b) and 78(2) of Schedule B1 to the Act, the period of the administration was extended by one year to 12 February 2021, follow the consent of the Secured Lender and Preferential creditors on 12 November and 20 September 2019 respectively. The administration was extended by a further 12 months by order of the court dated 10 February 2021 to 12 February 2022.

Appendix B – Administrators' time costs and expenses

Pre-Administration fees

Information in relation to the Joint Administrators' involvement with the Company prior to the date of Administration is detailed below, pursuant to Rule 3.1, Rule 3.35(10)(a) and Rule 3.36.

FTI Consulting LLP ("FTI") provided advisory services pursuant to a letter of engagement dated 16 August 2018 ("LoE") with The Royal Bank of Scotland plc, in relation to their secured lending to the Company, and its subsidiaries. The Company was also party to this LoE and was responsible for making payments under this LoE as part of the terms of its funding from the Secured Lender.

FTI's initial engagement scope was to carry out a review of the options available to the Secured Lender and to consider the contingency plans / proposals provided by the Group to the Secured Lender.

FTI's work included preparation of a high-level estimated outcome statement and identifying key issues and risks in relation to contingency options and developing potential strategies for realising key assets of the Group. This work also included a review of the Group's short-term cash flow forecast.

On 24 September 2018, under an addendum to the LoE, FTI provided a high-level review of the Group's separation plan in relation to the Corporate Business.

On 2 January 2019, under a further addendum to the LoE FTI undertook detailed contingency planning work for a potential insolvency process. This work was undertaken alongside planning for a consensual re-financing of the Group, as well as consideration of an accelerated M&A process of the Group outside of the administration.

The Company's board considered it necessary to consider all available options in order to maximise the returns to the Company's creditors, in accordance with their fiduciary duties. Consequently, FTI's work during this period included both specific planning for the administration appointment, as well as other potential outcomes that did not involve an insolvency appointment. The latter aspects included meetings with the Secured Lender, management, M&A advisors, the Company's NOMAD, as well as diligence, outcome modelling, cashflow analysis and other ad-hoc advisory work, which did not directly relate to an insolvency appointment.

Insolvency workstreams included planning the appointment strategy, client take on including money laundering checks, ethics checks, GDPR checks, drafting of appointment documents, preparation for day 1, analysis of the Company's assets, drafting of correspondence, understanding the operational connections between the Enterprise and Corporate business, liaison with operational management, mapping of key operational suppliers, preparation of master control schedules, understanding of the Group's property position, understanding the Group's lease creditor position and understanding the Groups' management and structure. It was necessary to complete these workstreams ahead of the administration in order to have an implementable strategy at administration.

Prior to the appointment of the Administrators, £167,200 plus VAT of time costs and £5,824 plus VAT of out-of-pocket expenses were incurred and paid by the Company. Approval for payment of further pre-administration time costs of £28,451 plus VAT and out-of-pocket costs of £8,357 plus VAT was received on 26 April 2019 however payment of these costs has not been made to date, it is now not expected that these amounts will be drawn.

There are no other fees that have been charged by any other insolvency practitioner for preparation for an insolvency appointment.

Administrators' fee basis and fee approval

Pursuant to Rule 18.16 of the Rules the remuneration of the administrators can be fixed on the basis of one of the following

- as a percentage of the value of property with which he has to deal;
- by reference to time properly given by the Administrators and their staff in attending to matters arising in the Administration; or
- a set amount.

The basis of the Administrators' fees will be determined by a creditors committee (if one is established by the creditors of the Company) or by a meeting of creditors of the Company (if one is convened). If no committee is established and no meeting is convened, the remuneration of the Administrators will be fixed in accordance with option b above and that proposed fees will be approved in accordance with Rule 18.18 of the Rules. These rules are outlined below:

Where the Administrators have made a statement under Paragraph 52(1)(b) of Schedule B1 of the Act, the basis of the Administrators' remuneration may be fixed by approval of:

- Each secured creditor; or
- If the Administrators intend to make a distribution to preferential creditors, with the approval of each secured creditor and 50% of the preferential creditors who respond to an invitation to consider approval.

There is no requirement for unsecured creditors to pass a resolution in respect of Administrators' remuneration.

Pursuant to the rules set out above we sought approval from creditors as described below:

- **Preferential creditors:** a decision was sought to fix the basis of the Administrators fees at the same time as issuing the Proposals. Approval was provided by voting preferential creditors in advance of the decision date (23 April 2019), therefore the decision to fix our fees was approved by preferential creditors on this date. However, we have since identified some technical deficiencies in the proof of debt provided by the RPS when voting in relation to this matter. We have since received a revised proof of debt from the RPS, which acts to substantiate their claim, and ensures that fees drawn to date have been done so in accordance with the act and the rules.
- **Secured creditors:** a decision was sought to fix the basis of our fees at the same time as issuing the Proposals. Approval was provided by the Secured Lender on 26 April 2019. We have subsequently drawn fixed charged fees of £200k plus VAT.
- Further to the approvals from both preferential and secured creditors our fee basis has been fixed by reference to time properly given by the Administrator and their staff attending to matters arising in the Administration, in line with the fee estimate provided to creditors.
- Pursuant to rules 3.52, 15.3 and 18.18 of the Rules and with consideration given to the additional work required, the Joint Administrators sought approval via a decision by correspondence for a revised fee estimate of £970,049 from the Secured and Preferential Creditors on 10 February 2020. The revised fee estimate was approved by the Secured Lender on 28 February 2020 and by decision procedure of the preferential creditors on 31 March 2020. We have subsequently drawn floating charged fees of £650k plus VAT. We are alongside this report looking for an increase to the Joint Administrators current fee estimate and this is set out in more detail below.

A copy of the 'Creditors' Guide to Administrators' Fees' is available at:

<https://www.icaew.com/-/media/corporate/files/technical/insolvency/creditors-guides/2017/administration-creditor-fee-guide-6-april-2017.ashx?la=en>

Creditors can alternatively request a copy from us, and we will provide a paper copy by post.

Post-appointment time costs and expenses

An analysis of our time in accordance with the provisions of SIP 9, which provides details of the activity costs incurred by staff grade to the above date is enclosed overleaf.

The main areas of our work to date and expected future work streams have been set out in the body of the report but can be summarised as follows:

Category	Description (O – Ongoing, C – Completed, F – Future)	Rationale
Administration & Planning	<ul style="list-style-type: none"> • Cashiering and establishment and reconciliation of bank accounts - O • Complying with statutory formalities including relevant filings and statutory communications – O • Maintaining the Administration record – O • Requesting creditor consent to the extension of the Administration and complying with statutory formalities – C • Drafting the relevant documentation and filing an application to Court for a further extension of the Administration – C 	Statutory / compliance requirement; to ensure efficient project management

Investigations	<ul style="list-style-type: none"> • Review of relevant accounting and statutory records in accordance with SIP 2 – C • Gathering books and records of the business and ensuring appropriate storage facilities are in place – C • Completion and filing of the relevant forms to the Insolvency Service with regards Directors conduct – C 	Statutory requirement: to assess whether potential claims can be brought for the benefit of creditors
Realisation of Assets	<ul style="list-style-type: none"> • Performing background checks, collating information and reviewing legal documentation to facilitate the sale process – C • Oversight of due diligence for the sales processes – C • Liaising with advisers regarding the sale process – C • Meetings and discussions with potential purchasers – C • Understanding and oversight of IT environment and operational transition – C • Liaison with Corporate staff in relation to separation issues – C • Ongoing support and correspondence with the Corporate business to realise further conditional consideration – O • Sale of chattel assets – C • Continued correspondence and negotiations with suppliers regarding collection of book debts – O 	Identify, assess and seek to realise potential value for the potential financial benefit of the Company's creditors
Trading	<ul style="list-style-type: none"> • Collation of debtor information – C • Wind-down of operational site – C • Management and liaison with lease creditors – C • Discussions and correspondence with landlord – C • Managing insurance and health and safety processes of business – C • Finalisation of trading, including payment of final invoices – C 	Necessary to facilitate administrators' duties, e.g. collection of company data; maximisation of asset realisations through collation of information in relation to the Enterprise business, including book debts, separation of Corporate business, sale of data book and sale of subsidiaries.
Creditors & Shareholders	<ul style="list-style-type: none"> • Establishment of employee claims including any additional claims or offsets arising from flexi-time, holiday allowances, employee loans – O • Responding to employee queries and complaints – O • Responding to shareholder queries – O • Correspondence with Secured Lender – O • Dealing with unsecured creditor queries – O • Maintaining up to date creditor information on the case management system – O • Management of a potential unsecured or preferential dividend, including issuing a notice of intended dividend, reviewing proofs of debt, adjudicating claims, calculating and paying a dividend to creditors, and issuing the notice of declaration of dividend – F 	Statutory requirements; required for orderly case management

Tax	<ul style="list-style-type: none"> • Notifications to relevant tax authorities – C • Liaising with taxation team to ensure recovery of pre-and post-appointment tax recoverable – O • Completion of quarterly VAT returns – O • Preparing and filing Corporation Tax returns – O • Seeking closure clearance from HMRC – F • Paying tax deducted from any potential dividends paid to employees – F 	Statutory requirements; ensure tax attributes assessed and utilized; recovery of taxes for the benefit of creditors.
Reporting & other matters	<ul style="list-style-type: none"> • Preparing, reviewing and issuing Proposals to the creditors, members and Companies House – C • Reporting on the outcome of the approval of the Proposals to the creditors, Companies House and the Court – C • Preparing, reviewing and issuing 6-month progress reports to creditors, members and Companies House – O • Preparing, reviewing and issuing final reports to creditors and members and Companies House – F • Reporting to the Secured Lender – O • Miscellaneous and ad-hoc tasks not falling within the categories above – F 	Required by statute and to inform creditors; required in order to seek approval as required for administration strategy including disposal of assets subject to security

Further information in relation to our time costs can be found in the SIP 9 analysis in Appendix C.

A summary of time costs incurred and drawn during the Period is shown below:

Summary of Time and Expenses During Period (£)								
Company	Time Costs Incurred	Other Fee Adjustment	Billed in Period	Cat 1 Expenses	Billed in Period	Cat 2 Expenses	Billed in Period	Current Total
Utilitywise Plc	54,725	0	0	0	0	0	0	54,725
	54,725	0	0	0	0	0	0	54,725

Utilitywise Plc (13 Aug 20 to 12 Feb 21)						
	Senior Managing Director	Managing Director/ Director	Senior Consultant/ Consultant	Associate	Total Hours	Total Cost
Administration and Planning	0.0	4.3	15.5	41.9	61.7	16,788
Investigations	0.0	0.0	0.0	0.5	0.5	125
Realisation of assets	0.0	1.1	0.0	24.3	25.4	6,488
Trading	0.0	0.0	5.0	5.8	10.8	2,981
Creditors	0.0	1.2	0.0	23.0	24.2	6,200
Tax	2.9	20.3	2.5	4.8	30.5	10,256
Reporting	1.6	4.8	14.0	20.4	40.8	11,888
Other	0.0	0.0	0.0	0.0	0.0	0
Total	4.5	31.7	37.0	120.7	193.9	54,725
Total (inc VAT)						65,670

A summary of time costs incurred and drawn for the full Administration period is shown below:

Summary of Time and Expenses During the Full Administration Period (£)								
Company	Time Costs Incurred	Other Fee Adjustment	Billed in Period	Cat 1 Expenses	Billed in Period	Cat 2 Expenses	Billed in Period	Current Total
Utilitywise Plc	1,004,513	(32,322)	(828,085)	21,380	(21,380)	534	(534)	144,106
	1,004,513	(32,322)	(828,085)	21,380	(21,380)	534	(534)	144,106

Utilitywise Plc (13 Feb 19 to 12 Feb 21)						
	Senior Managing Director	Managing Director/ Director	Senior Consultant/ Consultant	Associate	Total Hours	Total Cost
Administration and Planning	93.0	138.5	145.9	451.4	828.8	245,119
Investigations	0.0	33.3	12.1	131.7	177.1	47,697
Realisation of assets	209.1	384.4	218.1	140.4	952.0	317,016
Trading	14.5	161.1	69.0	257.9	502.5	143,941
Creditors	0.5	111.8	34.9	266.8	414.0	115,709
Tax	7.8	47.6	35.8	21.6	112.8	35,297
Reporting	38.8	54.8	90.5	90.2	274.3	82,244
Other	10.8	13.0	17.5	12.0	53.3	17,491
Total	374.5	944.5	623.8	1,372.0	3,314.8	1,004,513
Adjustment	(0.2)	(71.1)	(10.5)	(19.0)	(100.8)	(32,322)
Adjusted Total	374.3	873.4	613.3	1,353.0	3,214.0	972,191
Adjusted Total (inc VAT)						1,166,629

£200k of the time costs billed to date relate solely to costs incurred in relation to fixed charge realisations, namely the sale of the subsidiaries. The invoices were paid out of the Administration estate however as the proceeds of the subsidiary sale did not flow through the estate, these costs were recharged to the subsidiaries. £200k of reimbursements (plus VAT) were received during the Period from funds which would otherwise have been repaid to the Secured Lender.

£650k of time costs billed to date relate to costs incurred in relation to floating charge realisations i.e. collection of commission from debtors. The invoices were paid out of the administration estate.

Category 1 expenses are not subject to creditor approval. Category 2 disbursements do require approval from creditors and relate to services provided to us by associated companies and costs which are apportioned overheads such as mileage and data storage. Further details in relation to this can be found at Appendix D (if applicable) together with additional information in relation to our policy on staffing, the use of subcontractors, and details of our applicable charge out rates by staff grade.

Administrators' fee estimate

A breakdown of the time costs incurred to date (and during the reporting period) together with the Administrators' revised fee estimate is provided below. The joint administrators time costs incurred to date exceeds their current fee estimate, as a consequence the Joint Administrators' are seeking a decision by correspondence of the Company's preferential creditors to an increase of their current fee estimate (details of the extent of this increase are set out in the table below):

The Administrators' fee estimate represents the likely time costs that will be incurred in undertaking their duties in respect of the Company during the Administration and, should the administrator become liquidator, their duties in the liquidation (however this is not envisaged in this instance). It is important to note that the amount of remuneration drawn will be limited by the realisations from the Company's assets and as such fees will only be drawn if there are funds in the Administration (in addition to agreed funding provided by the Secured Lender), or subsequent liquidation, to do so.

Fee estimate for Utilitywise Plc													
	Incurred to date		To be incurred		Existing Estimate		Total Revised Estimate			Rationale			
	Hr	£ /Hr	Hr	£ /Hr	Hr	£ /Hr	Hr	£ /Hr	£ /Hr				
Administration and Planning	829	245,119	296	21	9,881	466	720	217,023	301	850	255,000	300	Includes statutory requirements, cashiering, file maintenance etc
Investigations	177	47,697	269	-	-	-	164	44,497	271	177	47,697	269	Finalisation of D return and collation of books and records
Realisation of assets	952	317,016	333	18	12,984	721	940	319,376	340	970	330,000	340	Sale of EIC, ICON and Enterprise assets
Trading	503	143,941	286	-	-	-	480	138,391	288	503	143,941	286	Finalisation of administration trading
Creditors	414	115,709	279	63	17,712	281	477	135,214	283	477	133,421	280	Creditor correspondence including potential dividend payments
Tax	113	35,297	313	27	7,203	265	75	22,409	299	140	42,500	304	Finalisation of post-administration tax position
Reporting	274	82,244	300	26	7,756	302	250	75,664	303	300	90,000	300	Statutory and other stakeholder reporting
Other	53	17,491	328	-	-	-	50	17,474	349	53	17,491	328	Other administration matters
<i>Adjustment for daily fee cap *</i>		(32,322)											
Administrators' fee estimate	3,315	972,191	293	155	55,537	358	3,156	970,049	307	3,470	1,060,049	305	

* A cap is in place which limits the daily cost for each of the Administrators' staff. Where an individual has incurred costs greater than the cap, the additional cost has been deducted.

The revised fee estimate is a consequence of the extension of the Administration to February 2022. The additional workstreams that have been/ or anticipated will be undertaken includes the following:

- Continued correspondence with the RPO and ERA in relation to both employment tribunals and employee claims.
- The application to court for a second year extension to the Administration.
- Continued correspondence with debtors to collect outstanding amounts due.
- Preparation and submission of outstanding VAT and CT returns.
- Preparing, reviewing and issuing 6 monthly progress reports.
- Ad-hoc reports to the secured lenders as necessary.
- Realisation of assets from the Company's subsidiaries and subsequent distribution to the secured lenders.

Administrators' expenses estimate

Utilitywise Plc - Estimate of Costs (incl VAT)						
Payee	Type of Cost	Cost to date (£)		Estimated Future Costs (£)		Estimated Total Cost (£)
		Fixed	Floating	Fixed	Floating	
Pinsent Masons LLP	Legal fees	97,500	173,949	-	50,180	321,629
Addleshaw Goddard	Legal fees	3,600	-	-	-	3,600
Deloitte LLP	M&A Advisor	288,000	-	-	-	288,000
Herax Partners	M&A Advisor	165,000	-	-	-	165,000
Shareholder Corporate Finance	M&A Advisor	135,000	-	-	-	135,000
ERA Solutions	Employee Advisor	-	35,412	-	15,000	50,412
Sanderson Weatherall	PPE Sales Agent	10,693	-	-	-	10,693
Lovetts	Debt Collection Fees	-	732	-	50	782
Rent (inc Insurance and Service Charge) ¹	Trading Costs	4,572	-	-	-	4,572
Property Expenses	Trading Costs	-	13,156	-	2,000	15,156
Utilities and Rates	Trading Costs	-	15,051	-	-	15,051
Retained Staff	Trading Costs	54,042	81,042	-	-	135,084
Pension Contributions	Trading Costs	7,188	11,708	-	-	18,897
Payroll Expenses	Trading Costs	693	795	-	-	1,488
PAYE/NIC	Trading Costs	29,581	44,572	-	-	74,153
Staff Vehicles	Trading Costs	-	-	-	-	-
Data Protection Costs	Insolvency Costs	-	-	-	120	120
Contingency Costs	Insolvency Costs	-	-	-	10,000	10,000
Leased IT Assets / Software	Trading Costs	49,621	241	-	-	49,862
Administration Costs	Insolvency Costs	-	3,247	-	500	3,747
Total Cost Estimate ²		845,490	379,905	-	77,850	1,303,246

¹ Rent was due to paid by the Company however the cost was covered by the subsidiary due to their continued occupation of the premises. The £4.3k payment relates to insurance cover.

² Total costs have exceeded our previous estimate, primarily due to a variance in the cost of our M&A advisors. This is due to the sale processes taking longer than originally anticipated.

Administrators' Expenses			
Expense	Incurred	To be incurred	Total (£)
Travel	6,959	-	6,959
Accommodation	10,328	-	10,328
Subsistence	2,492	-	2,492
Miscellaneous	1,902	467	2,369
Category 2	534	466	1,000
Total (£)	22,215	933	23,148

*Miscellaneous includes office supplies and document couriers

Appendix C – Time cost analysis

Utilitywise Plc - Analysis of Time Costs In Accordance with SIP9 for the period 13 August 2020 to 12 February 2021

Task	Senior Managing Director	Managing Director / Director	Senior Consultant / Consultant	Associate	Total Time	Total Cost	Average Cost
Administration and Planning							
Appointment and related formalities	-	2.8	10.0	-	12.8	4,112.5	321.3
Receipts and payments accounts	-	-	4.5	5.9	10.4	2,853.1	274.3
Checklist and reviews	-	-	-	9.4	9.4	2,350.0	250.0
Cashiering and reconciliations	-	1.5	1.0	26.6	29.1	7,471.9	256.8
Subtotal	-	4.3	15.5	41.9	61.7	16,787.5	
Investigations							
Books and records	-	-	-	0.5	0.5	125.0	250.0
Subtotal	-	-	-	0.5	0.5	125.0	
Realisation of assets							
Book debts	-	1.1	-	24.3	25.4	6,487.5	255.4
Subtotal	-	1.1	-	24.3	25.4	6,487.5	
Trading							
Ongoing trading / monitoring	-	-	-	3.8	3.8	950.0	250.0
Employees - Payroll	-	-	5.0	2.0	7.0	2,031.3	290.2
Subtotal	-	-	5.0	5.8	10.8	2,981.3	
Creditors (correspondence and claims)							
Unsecured creditors	-	0.7	-	10.0	10.7	2,762.5	258.2
Secured creditors	-	-	-	6.5	6.5	1,625.0	250.0
Employees	-	0.5	-	6.0	6.5	1,687.5	259.6
Shareholders	-	-	-	0.5	0.5	125.0	250.0
Subtotal	-	1.2	-	23.0	24.2	6,200.0	
Tax							
Pre-appointment CT	0.5	-	-	-	0.5	218.8	437.5
Post appointment CT	2.4	17.8	-	3.5	23.7	8,056.3	339.9
Post appointment VAT	-	1.0	2.5	1.3	4.8	1,465.6	305.3
Other post appointment tax	-	1.5	-	-	1.5	515.6	343.8
Subtotal	2.9	20.3	2.5	4.8	30.5	10,256.3	
Reporting							
Other statutory reports/meetings	-	1.8	14.0	18.9	34.7	9,687.5	279.2
Secured creditor reports	1.6	3.0	-	1.5	6.1	2,200.0	360.7
Subtotal	1.6	4.8	14.0	20.4	40.8	11,887.5	
Total Time by Grade	4.5	31.7	37.0	120.7	193.9		
Total Cost by Grade	1,968.8	11,250.0	11,331.3	30,175.0	54,725.0		
Average by Grade	437.5	354.9	306.3	250.0	282.2		
	Time Costs	Category 1	Category 2	Total			
Total Costs to Date	54,725.0	-	-	54,725.0			
Amount Billed	-	-	-	-			
Total WIP	54,725.0	-	-	54,725.0			

Utilitywise Plc - Analysis of Time Costs In Accordance with SIP9 for the period 13 February 2019 to 12 February 2021

Task		Senior Managing Director	Managing Director / Director	Senior Consultant / Consultant	Associate	Total Time	Total Cost	Average Cost
Administration and Planning								
Strategy and planning	A1	82.0	55.8	62.0	-	199.8	75,087.5	375.8
Initial actions	A2	11.0	65.3	-	105.8	182.1	53,709.4	294.9
Appointment and related formalities	A3	-	4.0	15.8	16.3	36.1	10,050.0	278.4
Receipts and payments accounts	A4	-	-	4.5	38.8	43.3	11,078.1	255.8
Checklist and reviews	A5	-	3.3	32.7	79.2	115.2	30,843.8	267.7
Cashiering and reconciliations	A6	-	8.6	26.9	202.2	237.7	60,559.4	254.8
Bonding and IPS maintenance	A7	-	1.5	4.0	9.1	14.6	3,790.6	259.6
Subtotal		93.0	138.5	145.9	451.4	828.8	245,118.8	
Investigations								
Correspondence with directors	B1	-	7.0	-	-	7.0	2,406.3	343.8
Directors questionnaire/checklists	B2	-	0.4	-	4.1	4.5	1,175.0	261.1
Statement of affairs	B3	-	4.4	-	8.2	12.6	3,562.5	282.7
Reports of Directors' conduct	B4	-	1.0	6.0	-	7.0	1,875.0	267.9
Books and records	B5	-	7.0	2.3	97.3	106.6	27,468.8	257.7
Electronic records	B6	-	11.9	3.8	17.3	33.0	9,440.6	286.1
Other investigations	B7	-	1.6	-	4.8	6.4	1,768.8	276.4
Subtotal		-	33.3	12.1	131.7	177.1	47,696.9	
Realisation of assets								
Sale of business	C2	203.1	203.4	207.0	3.5	617.0	212,175.0	343.9
Post-completion obligations	C3	3.4	13.8	-	-	17.2	6,662.5	387.4
Book debts	C4	2.6	52.0	8.1	102.7	165.4	48,071.9	290.6
Property, plant and vehicles	C6	-	49.4	0.6	30.7	80.7	24,900.0	308.6
Other assets	C7	-	39.5	1.9	3.5	44.9	15,493.8	345.1
Health & Safety/Insurance	C8	-	4.0	-	-	4.0	1,409.4	352.3
Legal issues/litigation	C9	-	2.1	0.5	-	2.6	846.9	325.7
Fixed Charge Property	C10	-	20.2	-	-	20.2	7,456.3	369.1
Subtotal		209.1	384.4	218.1	140.4	952.0	317,015.6	
Trading								
Initial control of operations	D1	-	-	2.0	38.8	40.8	10,200.0	250.0
Ongoing trading / monitoring	D2	14.5	155.0	28.3	154.6	352.4	105,478.1	299.3
Closure of trading	D3	-	4.3	22.9	44.0	71.2	18,231.3	256.1
Employees - Payroll	D4	-	1.8	15.8	20.5	38.1	10,031.3	263.3
Subtotal		14.5	161.1	69.0	257.9	502.5	143,940.6	
Creditors (correspondence and claims)								
Unsecured creditors	E1	-	16.7	13.4	155.5	185.6	48,484.4	261.2
Secured creditors	E2	-	10.7	2.0	8.0	20.7	6,481.3	313.1
Pensions	E3	-	1.3	-	-	1.3	487.5	375.0
Employees	E4	0.5	74.3	19.5	97.5	191.8	55,740.6	290.6
ROT creditors	E5	-	3.0	-	-	3.0	1,031.3	343.8
Shareholders	E6	-	1.0	-	3.4	4.4	1,225.0	278.4
Lease creditors	E7	-	4.8	-	2.4	7.2	2,259.4	313.8
Subtotal		0.5	111.8	34.9	266.8	414.0	115,709.4	
Tax								
Initial reviews CT and VAT	F1	-	-	-	8.5	8.5	2,125.0	250.0
Pre-appointment CT	F2	1.5	8.1	0.3	5.0	14.9	4,765.6	319.8
Pre-appointment VAT	F3	0.7	-	10.0	-	10.7	3,340.6	312.2
Post appointment CT	F4	4.0	21.5	-	4.0	29.5	10,153.1	344.2
Post appointment VAT	F5	-	9.1	24.5	3.6	37.2	10,703.1	287.7
Tax advice on transactions	F6	-	2.4	1.0	0.5	3.9	1,275.0	326.9
Other post appointment tax	F7	1.6	6.5	-	-	8.1	2,934.4	362.3
Subtotal		7.8	47.6	35.8	21.6	112.8	35,296.9	
Reporting								
Proposals	G2	-	20.8	31.5	13.5	65.8	18,612.5	282.9
Other statutory reports/meetings	G3	5.7	2.5	46.0	54.4	108.6	29,318.8	270.0
Secured creditor reports	G4	33.1	31.5	13.0	22.3	99.9	34,312.5	343.5
Subtotal		38.8	54.8	90.5	90.2	274.3	82,243.8	
Other								
Other	H1	10.8	13.0	17.5	12.0	53.3	17,490.6	328.2
Subtotal		10.8	13.0	17.5	12.0	53.3	17,490.6	
Total Time by Grade								
		374.5	944.5	623.8	1,372.0	3,314.8		
Total Cost by Grade								
		163,843.8	332,606.3	165,062.5	343,000.0	1,004,512.5		
Adjustment								
		(87.5)	(24,859.4)	(2,625.0)	(4,750.0)	(32,321.9)		
Adjusted Cost								
		163,756.3	307,746.9	162,437.5	338,250.0	972,190.6		
Average by Grade								
		437.3	325.8	260.4	246.5	293.3		
Total Costs to Date								
		972,190.6	21,661.6	534.4	994,386.7			
Amount Billed								
		(827,804.0)	(21,661.6)	(534.4)	(850,000.0)			
Total WIP								
		144,386.7	-	-	144,386.7			

Appendix D – Additional information in relation to Administrators' fees pursuant to SIP 9

Detailed below is FTI's policy in relation to:

- staff allocation and the use of sub-contractors;
- professional advisors; and
- disbursements.

Staff allocation and the use of subcontractors

Our general approach to resourcing our assignments is to allocate staff with the skills and experience to meet the specific requirements of the case.

The constitution of the case team will usually consist of a Senior Managing Director, Managing Director, Director, Senior Consultant and Consultant. The exact constitution of the case team will depend on the anticipated size and complexity of the assignment and on larger, more complex cases, several Senior Consultants/Consultants may be allocated to meet the demands of the case.

With regard to support staff, we would advise that time spent by cashiers in relation to specific tasks on an assignment is charged. Only if there is a large block of time incurred by a member of the secretarial team, e.g. report compilation and distribution, do we seek to charge and recover our time in this regard.

Professional advisors

On this assignment we have used or intend to use the professional advisors listed below. We have also indicated alongside, the basis of our fee arrangement with them, which is subject to review on a regular basis.

Professional Advisor Fees			
Name of Professional Advisor	Service	Basis of Fee Arrangement	Fees to Date (incl. VAT)
Deloitte LLP	M&A Advisor	Weekly retainer fee (plus success fee)	£288,000.00
Pinsent Masons LLP	Legal Advice	Hourly rate and disbursements	£271,414.88
Herax Partners	M&A Advisor	Monthly retainer fee (plus success fee)	£165,000.00
Shareholder Corporate Finance Ltd	M&A Advisor	Monthly retainer fee (plus success fee)	£135,000.00
ERA Solutions	Employee Advisor	Hourly rate and disbursements	£35,412.00
Sanderson Weatherall	Auctioneer	Percentage of realisations	£10,693.15
Addleshaw Goddard	Legal Advice	Hourly rate and disbursements	£3,600.00
Lovetts	Debtor Realisations	Fixed cost per realisation	£582.00

Deloitte

We note that the total fees paid to Deloitte include amounts in relation to pre-appointment work undertaken that have been paid from the administration estate of the Company. During this period, Deloitte acted as the Company's pre-appointment M&A advisor. Following our appointment, Deloitte were retained to assist with the sale of the intellectual property and other assets, including data, of the Company. The choice to retain Deloitte was based on the Administrators' perception of their knowledge of both the Company and the type of work required.

Pinsent Masons

Pinsent Masons have provided both pre-appointment and post-appointment legal advice to the Company. The advice included, but was not limited to; drafting sale documentation, assisting with GDPR matters, and other employee queries. The service provided by Pinsent Masons is a specialist service which the Administrators' staff could not appropriately perform in house.

Further work is anticipated to be carried out by Pinsent Masons in respect of legal advice relating to the escrow funds and the collection of outstanding book debts.

Herax Partners and Shareholder Corporate Finance Ltd

Herax Partners were engaged to assist Deloitte in the sale of ICON. ICON was a standalone business operating in the Czech Republic, for which the Company was the sole shareholder. Herax Partners had previously acted as M&A advisors to the Company when a sales process for ICON was run in 2018. It was the Administrators' view that Herax Partners should be contacted in order to re-instigate interest from parties contacted in the previous sales process.

On request from Herax Partners the success fee payable to them was split between themselves and an associate Shareholder Corporate Finance Ltd.

ERA Solutions

ERA Solutions have been engaged by the Administrators to assist the Company's former employees in submitting their claims against the Company. They have commenced this work and continue to liaise directly with employees in respect of their claims against the Company.

Payments to date total £35,412 (VAT Inc). Accordingly, the Administrators' currently envisage ERA Solutions fees in the Administration will total £50,000 (VAT Inc.). However, this is subject to change depending on the number of claims lodged and whether the Administrators request ERA Solutions to provide additional services.

The choice of ERA Solutions was based on the Administrators' perception of their experience and ability to perform this type of work and the complexity and nature of the assignment. It was also considered that the basis on which they will charge their fees represented value for money and was more cost effective than if the work had been undertaken by the Administrators' staff.

Sanderson Weatherall

We engaged chattel agents, Sanderson Weatherall to assist with the sale of a large volume of chattel assets on site at the Company's offices in North Tyneside, primarily furniture and IT equipment. This sale was concluded in a short period of time, as the costs of continued occupation of the Company's leased property were considered to exceed the realisable value of the chattel assets. It was considered that the basis on which they charged their fees represented value for money.

Addleshaw Goddard

Addleshaw Goddard were the Company's pre-appointment legal advisors. The balance paid to Addleshaw Goddard relates to the pre-appointment costs incurred by the Company in connection with the appointment of the Administrators.

Lovetts

Lovetts were engaged to collect debts from former employees of the Company. Whilst this function could be carried out by the Administrators' staff, it is more cost effective and efficient for Lovetts to undertake these duties.

Other FTI Teams

We have utilised the services of other teams within FTI Consulting LLP to assist with the Administration process. The fees of our tax and strategic communications teams have been included in our SIP 9 analysis provided to creditors of the Company and allocated to the work streams and entities to which their work related, for approval by those parties approving our fees.

We consider that the rates chargeable for these services are in line with general market practice and that the service is comparable to similar firms of professional advisors. In addition, by working closely with our internal teams, we believe a more coordinated and cost-effective approach to the Administration workstreams has been possible.

Disbursements

Category 1 disbursements do not require approval by creditors. The type of disbursements that may be charged as a Category 1 disbursement to a case generally comprise of external supplies of incidental services specifically identifiable to the case, such as postage, case advertising, invoiced travel and external printing, room hire and document storage. Also chargeable will be any properly reimbursed expenses incurred by personnel in connection with the case.

Category 2 disbursements do require approval from creditors. These disbursements can include costs incurred which relate to payments due to associated Company for the provision of services to the office holder.

Charge-out rates

A schedule of FTI's charge-out rates (exclusive of VAT) for this assignment to date is below. All time incurred by the Administrators and their staff is recorded in six-minute increments.

Grade	£ (Per Hour)
Senior Managing Director	437.50
Managing Director	375.00
Senior Director	343.75
Director	343.75
Senior Consultant	306.25
Consultant	250.00
Analyst (experienced)	250.00
Analyst (junior)	250.00

Our fees are subject to an additional cap on this assignment whereby charges are restricted to 8 hours per day.

Appendix E – Receipts and payments

Administrators' Account of Receipts And Payments					
		Statement of Affairs			Total
		13 Feb 2019 - 12 Aug 2020	13 Aug 2020 - 12 Feb 2021		
		£	£	£	
Fixed Charge Receipts					
Sale of Subsidiary	1	4,000,000	1,408,103	-	1,408,103
Loan from Floating Charge Account			166	-	166
Recharge of Fixed Charge Costs			604,362	-	604,362
Fixed Charge VAT Payable			-	-	-
Subtotal		4,000,000	2,012,631	-	2,012,631
Fixed Charge Payments					
Fixed Charge Advisor Fees	2		(559,300)	-	(559,300)
Office Holder's Fees			(200,000)	-	(200,000)
Fixed Charge Legal Fees			(84,250)	-	(84,250)
Fixed Charge Insurance Costs			(30,728)	-	(30,728)
Fixed Charge Trading Deficit			(145,697)	-	(145,697)
Fixed Bank Charges			(100)	(1)	(101)
Fixed Charge VAT Receivable			10,000	-	10,000
Fixed Charge VAT Irrecoverable			(5,000)	-	(5,000)
Subtotal			(1,015,076)	(1)	(1,015,076)
Fixed Charge Surplus/Deficit			997,555	(1)	997,554
Floating Charge Receipts					
Sales			1,279,390	582,887	1,862,277
VAT Refund (Offset)	5		1,596,478	-	1,596,478
Property, Plant and Equipment		30,000	103,278	-	103,278
Intellectual Property			200,000	-	200,000
Book Debts		448,000	587,547	925	588,472
Legal Settlement			1,051,199	-	1,051,199
Refund of Rent Deposit			55,960	-	55,960
Other Debtors and Prepayments			36,892	-	36,892
Petty Cash	3	6,431	5,583	-	5,583
Misc Income			444	-	444
Floating Charge VAT Payable			-	42,201	42,201
Subtotal		484,431	4,916,771	626,012	5,542,784
Floating Charge Payments					
Floating Charge Advisor Fees	2		(56,288)	(110)	(56,398)
Office Holder's Fees			(650,000)	-	(650,000)
Floating Charge Legal Fees			(147,637)	-	(147,637)
Pre-Appointment Legal Fees			(3,851)	-	(3,851)
Printing, Stationery & Postage			(1,106)	-	(1,106)
Insolvency Expenses	4		(1,947)	-	(1,947)
Loan to Fixed Charge Account			(166)	-	(166)
Bank Charges			(591)	(147)	(737)
Floating Charge Trading Deficit			(173,047)	-	(173,047)
Floating Charge VAT Receivable			(131,023)	(22)	(131,045)
Repayment of VAT Refund	5		-	(1,596,478)	(1,596,478)
Subtotal			(1,165,656)	(1,596,757)	(2,762,413)
Floating Charge Surplus/(Deficit)			3,751,116	(970,745)	2,780,371
Net realisations			4,748,671	(970,745)	3,777,926
Distributions					
Fixed Charge Distribution			(981,853)	-	(981,853)
Floating Charge Distribution			-	(750,000)	(750,000)
Subtotal			(981,853)	(750,000)	(1,731,853)
Total Balance Held			3,766,817	(1,720,745)	2,046,072

1 See the Joint Administrators' Report and Statement of Proposals (April 19), section four for details of the business and assets sale.

2 Advisor fees includes the cost of agent/valuers used during both business and assets sales, bonus payments upon completion of

3 The petty cash collected was lower than the SoA amount due to outdated information used to prepare the SoA.

4 These include insolvency bonding, statutory advertising and re-direction of mail charges.

5 Confirmation has been received that the Pre-appointment VAT refund is subject to crown set-off. Payment was made to HMRC in the week commencing 14 December 2020.

While trading ceased immediately upon the appointment of Administrators the costs set out in the 'Trading R&P' below were incurred while the Enterprise business was wound down and the Corporate business was separated (including movement of IT equipment and transfer of employees).

Utilitywise Plc							
Administrators' Trading Receipts And Payments							
£		Total	13 Feb 19 - 12 Aug 20		13 Aug 20 - 12 Feb 21		Total
			Fixed	Floating	Fixed	Floating	
Trading Payments							
	Insurance Costs	(4,318)	(4,572)	-	-	-	(4,572)
	Property Expenses	1 (12,972)	-	(13,156)	-	-	(13,156)
	Utilities and Rates	(15,051)	-	(15,051)	-	-	(15,051)
	Retained Staff	(135,084)	(54,042)	(81,042)	-	-	(135,084)
	Pension Contributions	(18,897)	(7,188)	(11,708)	-	-	(18,897)
	Payroll Expenses	2 (1,488)	(693)	(795)	-	-	(1,488)
	PAYE/NIC	(74,153)	(29,581)	(44,572)	-	-	(74,153)
	Leased IT Assets / Software	(43,387)	(43,186)	(201)	-	-	(43,387)
	Ransom Payment	3 (701)	-	(701)	-	-	(701)
	VAT	(12,219)	(6,435)	(5,822)	-	-	(12,256)
	Total Payments	(318,270)	(145,697)	(173,047)	-	-	(318,745)
	Trading Surplus/(Deficit)	(318,270)	(145,697)	(173,047)	-	-	(318,745)

SIP7 disclosures

- As the Company is a service-based business there
- Unpaid trading costs incurred to date are likely to be minimal, and include vehicle and other property expenses billed in arrears. There are a limited number of suppliers who have yet to provide us with invoices for expenses incurred in February and March 2019.
- Administrators time costs in relation to trading to date are £140,959.
- £2.0m was held in the interest bearing Administration bank accounts as at 12 August 2019
- There have been no trading receipts to date
- Funding of the trading loss is discussed in the Initial Actions section of the report

Additional notes

¹ Includes waste disposal, on-site security and cleaning

² Employee expenses that were categorised as 'Misc expenses' in the Statement of Proposals have been included in Payroll Expenses. These include transport and subsistence for retained staff

³ Payment to lessor of printers which were required on-site for a limited period following appointment

Appendix F – Creditors' statement of claim form

Rule 14.4 The Insolvency (England and Wales) Rules 2016

Proof of Debt – General Form

IN THE	HIGH COURT OF JUSTICE BUSINESS AND PROPERTY COURTS OF ENGLAND AND WALES INSOLVENCY AND COMPANIES LIST
Number:	CR-2019-001097
Name of Company in Administration:	Utilitywise Plc
Company Registration Number:	05849580
Date of Administration:	13 February 2019
1 Name of creditor (If a company, please also provide the company registration number).	
2 Correspondence address of creditor (including any email address)	
3 Total amount of claim (£) (include any Value Added Tax)	
4 If amount in 3 above includes (£) outstanding uncapitalised interest, state amount.	
5 Details of how and when the debt was incurred. (If you need more space, attach a continuation sheet to this form)	
6 Details of any security held, the value of the security and the date it was given.	
7 Details of any reservation of title claimed in respect of goods supplied to which the debt relates.	
8 Details of any document by reference to which the	

debt can be substantiated

9 Signature of creditor
(or person authorised to act on the creditor's behalf)

10 Address of person signing if different from 2 above

11 Name in BLOCK LETTERS:

12 Position with, or relation to, creditor

13 Date of signature

Admitted to vote for

Amount (£)

Date

Admitted for dividend for

Amount (£)

Date

Andrew Johnson
JOINT ADMINISTRATOR

Andrew Johnson
JOINT ADMINISTRATOR

Notes:

1. This form can be authenticated for submission by email by entering your name in block capitals and sending the form as an attachment from an email address which clearly identifies you or has been previously notified to the office holder. If completing on behalf of a company, please state your relationship to the company.



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About FTI Consulting

FTI Consulting, LLP, is a global business advisory firm dedicated to helping organisations protect and enhance enterprise value in an increasingly complex legal, regulatory and economic environment. FTI Consulting professionals, who are located in all major business centres throughout the world, work closely with clients to anticipate, illuminate and overcome complex business challenges in areas such as investigations, litigation, mergers and acquisitions, regulatory issues, reputation management and restructuring.

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