

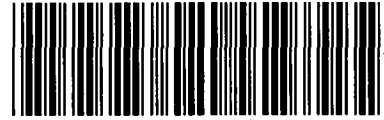
AM10

Notice of administrator's progress report



Companies House

WEDNESDAY



AAC4WLMX

A06

01/09/2021

#58

COMPANIES HOUSE

1 Company details

Company number 0 8 1 8 6 6 6 4

Company name in full Iresa Limited

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

2 Administrator's name

Full forename(s) Matthew James

Surname Cowlshaw

3 Administrator's address

Building name/number 156 Great Charles Street

Street Queensway

Post town Birmingham

County/Region

Postcode B 3 3 H N

Country

4 Administrator's name ①

Full forename(s) Daniel James Mark

Surname Smith

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

5 Administrator's address ②

Building name/number Peter House

Street Oxford Street

Post town Manchester

County/Region

Postcode M 1 5 A N

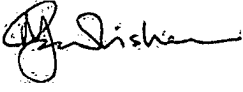
Country

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 0	^d 1	^m 0	^m 2	^y 2	^y 0	^y 2	^y 1
To date	^d 3	^d 1	^m 0	^m 7	^y 2	^y 0	^y 2	^y 1

7	Progress report							
<input checked="" type="checkbox"/> I attach a copy of the progress report								

8	Sign and date							
Administrator's signature	Signature  X							
Signature date	^d 3	^d 1	^m 0	^m 8	^y 2	^y 0	^y 2	^y 1

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 **Vinay Mistry**

Company name **Teneo Restructuring Ltd**

Address **156 Great Charles Street
Queensway**

Post town **Birmingham**

County/Region

Postcode

	B	3		3	H	N		
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Country

DX

Telephone **+44 121 619 0120**



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



The Global CEO Advisory Firm

Court Case No. 6400 of 2018
High Court of Justice, Business and Property Courts of
England and Wales
Company Number: 08186664

Registered Office: c/o Teneo Restructuring Limited,
156 Great Charles Street
Queensway
Birmingham
B3 3HN

Iresa Limited (in administration) **(“the Company” / “Iresa”)**






Progress report to creditors for the period 1 February 2021 to 31 July 2021 pursuant to rules 18.2 to 18.6
inclusive of the Insolvency (England & Wales) Rules 2016 (“the Rules”)

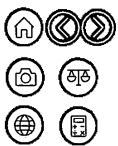
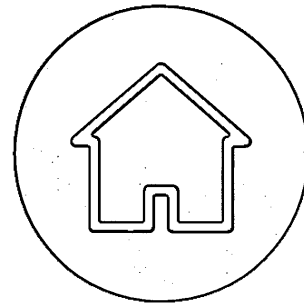
31 August 2021

Matthew James Cowlishaw and Daniel James Mark Smith (“the Joint Administrators”) were appointed Joint Administrators of Iresa Limited on 1 August 2018 by the Director of the Company, Mr Adeniyi Oluwaseun Oladeji. The affairs, business and property of the Company are managed by the Joint Administrators. The Joint Administrators act as agents of the Company and contract without personal liability. All licensed Insolvency Practitioners of Teneo Restructuring Limited (“Teneo”) are licensed in the UK to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

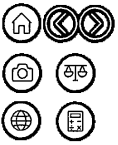
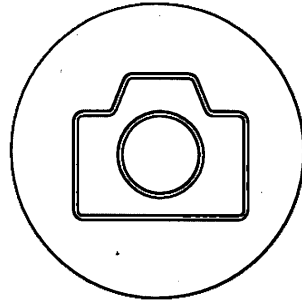
For the purposes of paragraph 100(2) of Schedule B1 of the Insolvency Act 1986 (as amended), (“the Act”), the Joint Administrators confirm that they are authorised to carry out all functions, duties and powers by either of them jointly and severally. As stated in the administration appointment documents, these are COMI proceedings (i.e. the centre of main interests is in the UK).

Council Regulation (EU) No 2015/848 applies and these are the main proceedings as defined in Article 3(1) of that regulation.

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 **Key messages**



Key messages

Joint Administrators of the Company

Matthew James Cowlishaw

Daniel James Mark Smith

Teneo Restructuring

156 Great Charles Street

Queensway

Birmingham

B3 3HN

Contact details

Email:

Wendy.Packwood@teneo.com

www.ips-docs.com

Tel: 0121 619 0150



Commentary	
Purpose of administration	<ul style="list-style-type: none">The purpose of the administration is to achieve a better result for the Company's creditors as a whole than a liquidation.
Important Notice re Administrators' Contact Details	<ul style="list-style-type: none">On 29 May 2021 the UK Restructuring Practice of Deloitte LLP was sold to Teneo Restructuring Limited (the "Transaction"). The majority of live insolvency appointments, including this administration appointment, were transferred to Teneo Restructuring Limited ("Teneo") with their respective officeholders and case teams, as part of the Transaction. Please also note that our Teneo contact details are provided on the left hand column of this page.
Progress of administration	<ul style="list-style-type: none">As previously reported, shortly before our appointment the Company ceased to trade and all active customers were transferred to Octopus Energy Ltd ("Octopus") under a regulatory process run by the regulator Ofgem, the Supplier of Last Resort ("SOLR") process.The Joint Administrators continued to work with Octopus to monitor the level of active customer arrear recoveries. A final reconciliation of customer arrear recoveries and costs incurred has now been undertaken by Octopus.Corporate Debt Solutions – Global Limited ("CDS") have continued to collect inactive accounts with £6 having been collected during the period.During a previous report period the Joint Administrators were made aware of matters which could impact the validity of certain creditor claims. In this regard a court date is being awaited and legal advice sought to seek guidance on finalising these claims. Please see page 6 for further details.
Costs	<ul style="list-style-type: none">Our fees have been fixed as a set amount of £595k. Please see page 11 for further details.We have not incurred any disbursements in the report period. Please see page 12 for further details.Third party costs and expenses of £14.8k and £7.7k respectively have been incurred in the report period. Please see page 6 for further details.
Outstanding matters	<ul style="list-style-type: none">Consider legal advice obtained in relation to certain creditor claims and seek guidance from the court to finalise these claims. We hope to obtain a court hearing within the next 2 months.Complete final tax and VAT returns, obtain tax clearance.Payment of dividend to unsecured creditors.Statutory closing procedures.
Dividend prospects	<ul style="list-style-type: none">Secured creditor – The secured creditor has been paid in full.Preferential creditors – There are no preferential creditors in the administration as all employees were paid during the administration shut down period.Unsecured creditors – There will be a distribution for unsecured creditors, however the quantum of the dividend is dependent on the outcome of the legal advice referred to above.

**Key messages
(continued)**

Commentary	
Extension to administration period	<ul style="list-style-type: none">• As previously reported the administration had been extended to 31 July 2020 and subsequently to 31 January 2021.• In order to allow time to resolve the legal matter referred to above and thereafter to make a distribution to unsecured creditors, a further extension was sought from the Court on 28 January 2021 extending the period to 31 January 2022.• It is unlikely that any further extension will be required. Please see page 9 for further details.





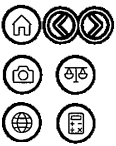
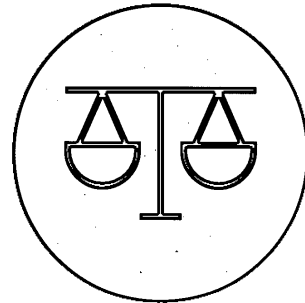
Progress of the administration

Summary

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Receipts and payments

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Progress of the administration Summary

Background

Customer accounts in Debit

As at the date of our appointment the Company had a number of pre-appointment customer accounts in debit. Company employees were retained for a period of time following our appointment in order to reconcile customer accounts.

As outlined in the Proposals, these book debts were classified into two categories.

1. Active customer arrears – amounts owed by customers who were transferred to Octopus under the SOLR process (i.e. customers of the Company at 1 August 2018); and
2. Inactive customer arrears – amounts owed by former customers who had left the Company prior to 1 August 2018.

Work done during the report period

Inactive customer arrears

As previously reported, CDS, an agency with energy sector collections experience, were appointed on 2 January 2019 to assist in collecting balances due from inactive customers. During the period funds of £6 have been received, Total realisations are c.£42k.

Minimal balances continue to be received while we await resolution in respect of the creditor claims.

Creditors

During the reporting period 1 February 2020 to 31 July 2020 an application to Court was made, and an order granted, to enable payment of an unsecured dividend from the administration.

During the above reporting period the Joint Administrators became aware of matters that could impact the validity of certain large creditor claims. The Joint Administrators therefore postponed the dividend process during the current period we have liaised with our legal agents on the adjudication of the relevant creditor claims for dividend purposes. A court date is being awaited to seek guidance on finalising these claims and we hope to obtain a court hearing within the next 2 months.

Once this matter has been resolved the Joint Administrators will proceed with the statutory dividend process. At this stage the timing of the unsecured distribution is uncertain, but is expected to be within the current administration extension period which ends on 31 January 2022, however this depends on the timing and date of the court hearing.

Statutory tasks

During the period we have carried out the following tasks which primarily relate to fulfilment of statutory and compliance obligations and other tasks of an administrative nature:

- Case management actions, including updating the creditor portal for the case, filing and regular diary reviews to ensure compliance matters are dealt with accordingly;
- Statutory reporting, including the preparation of the previous progress report;
- Responding to creditor correspondence;
- Cashiering functions, including the preparation of monthly bank account reconciliations and various payments and receipts; and
- Interaction with HM Revenue & Customs in respect of VAT and Corporation Tax matters.

These tasks are a necessary part of the engagement but do not generate any direct financial benefit for creditors.

Third party costs incurred during the report period

The only third party expenses incurred during the report period relate to legal costs. We have instructed Shakespeare Martineau LLP to provide advice in relation to certain creditor claims, as explained opposite.

Shakespeare Martineau LLP fees of £14.8k plus VAT have been incurred in the period, together with expenses of £7.7k plus VAT in relation to Counsel's fees.

During the period fees of £10.3k and expenses of £1.3k both plus VAT have been paid, the remaining costs will be paid in the next period.

All professional costs were reviewed and analysed in detail before payment was approved.



Progress of the administration

Receipts and payments

Joint Administrators' receipts and payments account				
01 February 2021 to 31 July 2021				
£	SoA values	Notes	Period	To date
Receipts				
Sale of Technology	-	-	-	10,000
Contribution to Legal Fees	-	-	-	3,600
Furniture & Equipment	-	-	-	3,193
Book Debts	3,500,000	A	-	1,389,025
Cash at Bank	3,245,665	-	-	3,282,260
Third Party Cash Receipts	-	-	-	31,129
Inactive Book Debts	-	-	6	41,727
Bank Interest Gross	-	C	-	23,980
Credit Cover Receipt	-	-	-	45,374
Other Receipts	-	-	-	3,258
Bluesnap Inactive Debtors	-	-	-	14,416
Cost Sharing Agreement	-	-	-	106,579
Total receipts	6,745,665		6	4,954,541
Payments				
Rent	-	-	-	28,995
Payment of Funds Received in Error	-	-	-	31,129
Pre Appointment Legal Fees	-	-	-	9,733
CDS Payments	-	-	-	7,453
Pre-appointment Administrators' Expenses	-	-	-	128
Pre Appointment Legal Expenses	-	-	-	197
Pre-appointment Administrators' Fees	-	-	-	58,639
Administrators' Fees	-	-	-	595,000
Administrators' Expenses	-	-	-	3,159
Agents' /Valuers' Fees	-	-	-	3,830
Legal Fees	-	10,289	-	68,605
Legal Expenses	-	1,295	-	14,203
Irrecoverable VAT	-	-	-	65
Other Professional Costs	-	-	-	1,295
Telephone Telex & Fax	-	-	-	7,938
Ransom Payments	-	-	-	1,081
Storage Costs	-	-	-	798
Postage & Redirection	-	-	-	616
Statutory Advertising	-	95	-	179
Bluesnap Commission	-	-	-	813
Other Property Expenses	-	-	-	1,000
Wages & Salaries	-	-	-	197,215
Employer's Nat. Ins.	-	-	-	35,331
Bank Charges	-	14	-	233
IT Server Costs	-	B	7,511	150,271
Other Payroll Costs	-	-	-	2,734
Secured Creditor Distribution	-	-	-	48,845
Total payments			19,204	1,269,492
Balance				3,685,049
Made up of:				
VAT Receivable	-	D	-	8,023
NIB Bank Account	-	C	-	3,677,027
Balance In hand				3,685,049

A receipts and payments account is provided opposite, detailing the transactions during the report period and also cumulatively for the entire period of our appointment from 1 August 2018 to 31 July 2021.

Notes to receipts and payments account

A - Book debts include the consideration paid by Octopus in relation to a minimum guaranteed payment and a subsequent share in any amounts collected over and above an agreed threshold. See previous reports for further details.

B - IT Server Costs in the period relates to IT costs and telephone costs in respect of occupation during the final accounting period.

C - All funds were held in a Non interest bearing account. The associated corporation tax on interest received has been accounted for to HM Revenue & Customs.

D - All sums shown opposite are shown net of VAT, which is recoverable and has been accounted for to HM Revenue & Customs.

Rounding note

In preparing this report, figures have been rounded (for presentational purposes only). There may therefore appear to be rounding errors.

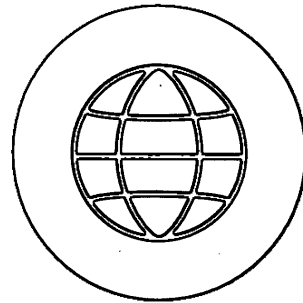




Information for creditors

Outcome

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Information for creditors Outcome

Outcome for creditors

Secured creditors

As previously reported, the Company's secured creditor, Contract Natural Gas Limited ("CNG"), has been repaid in full. A first and final distribution was paid to CNG on 23 November 2018.

Preferential creditors

Preferential creditors consist of amounts owed to the Company's employees for arrears of wages/salaries, holiday pay and pension contributions.

There are no preferential claims in the administration as all employees were paid during the administration shut down period.

Prescribed Part

As CNG, in their capacity as secured creditor, has been paid in full the Prescribed Part will not apply as there will be no remaining creditors secured by way of floating charges.

Unsecured creditors

As detailed on page 6, a dividend will be paid to unsecured creditors. The timing of payment is uncertain but is expected to be within the current administration extension period which ends on 31 January 2022.

Claims process

Creditors with debts of £1,000 or less

You do not need to prove your debt for dividend purposes if the amount you are owed, according to the Company's statement of affairs, is £1,000 or less. Instead, we will notify you if funds become available for dividend purposes and provide you with details of the amount at which your claim has been admitted. If you disagree with that amount, you will be provided with an opportunity to notify us of the correct amount.

Please note that should you wish to vote in a decision procedure, you will then need to submit a proof of claim to us.

Creditors with debts of more than £1,000

Unsecured creditors with claims of more than £1,000 are invited to submit their claims to us either directly via the case website at www.ips-docs.com or by downloading and completing a proof of debt form from the case website and which should be sent to the address on the cover page. Alternatively, a hard copy proof of debt form will be provided free of charge on request.

Extensions to the administration

The administration was extended by the creditors on 17 July 2019 for a period of 12 months to 31 July 2020. A further extension was granted by the Court on 16 June 2020 for the period to 31 January 2021.

To allow time for the Joint Administrators to obtain the legal advice required as detailed on page 6, and to thereafter make a distribution to unsecured creditors, a further extension was sought from the Court on 28 January 2021 extending the period of the administration to 31 January 2022. We do not anticipate that it will be necessary to further extend the period of the administration.

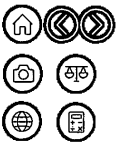
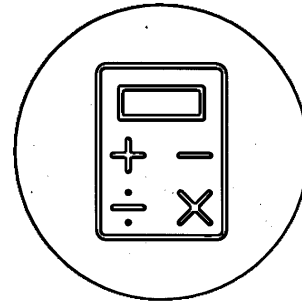




Remuneration and expenses

Joint Administrators' remuneration

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Remuneration and expenses

Joint Administrators' remuneration

Joint Administrators' remuneration

"A Creditors' Guide to Remuneration" is available for download at www.ips-docs.com.

Should you require a paper copy, please send your request in writing to us at the address on the cover page and this will be provided to you at no cost.

Basis of remuneration

The basis of our remuneration was fixed on 9 October 2018 by the unsecured creditors as a set fee of £445k, plus VAT thereon.

As previously reported, in accordance with rule 18.29, the Joint Administrators sought to change the basis of our remuneration as there had been a substantial change in the circumstances, that were not taken into account when originally fixing it.

Accordingly, we held a decision procedure to fix the basis of our remuneration as a set fee of £595k which was conducted by correspondence and approved on 14 May 2020. Please refer to the creditor portal to view our previous report for further details in relation to the substantial change in circumstances.

Fees drawn to date

We have drawn fees of £595k in full as shown in the receipts and payments account on page 7.



Remuneration and expenses

Detailed information

Category 1 Disbursements

These are payments made by us direct to third parties and for which no approval is required.

Category 2 Disbursements

These are costs and expenses initially paid by us and which are not generally made to a third party, for example, reimbursement to staff engaged on the case for their mileage costs. These may also include shared or allocated costs.

Joint Administrators' Disbursements

Details of all disbursements are given below and from which it can be seen that we have not recovered our disbursements in full.

Category 2 Disbursements

Specific approval is required before these costs and expenses can be drawn from the administration estate and was given by the unsecured creditors on 9 October 2018.

Mileage is calculated at the prevailing standard mileage rate of up to 45p at the time when the mileage is incurred. Forensic charges relate to data deletion from Company servers upon office site exit.

Prior to the sale of the UK Restructuring practice of Deloitte LLP to Teneo Restructuring Limited ("Teneo") the Company's website was hosted on a Deloitte LLP platform for which a fixed cost of £500, to cover the costs of setting up and maintaining the website, along with the uploading of statutory notifications, reports and other documents to the website for the duration of the appointment, was made.

Category 1 disbursements

£ (net)	Estimated per Proposals	Incurred in report period	Total incurred	Paid	Unpaid
Travel	444	-	294	294	-
Subsistence	-	-	31	23	8
Professional Fees	-	-	57	57	-
Postage	-	-	185	136	49
Statutory Advertising	85	-	-	-	-
Specific Penalty Bond	230	-	230	230	-
Total disbursements	759	-	796	740	57

Category 2 disbursements

£ (net)	Estimated per Proposals	Incurred in report period	Total incurred	Paid	Unpaid
Mileage	2,991	-	2,731	2,572	159
Website setup	500	-	-	-	-
Forensic Recharge	-	-	200	-	200
Total disbursements	3,491	-	2,931	2,572	359

Creditors' right to request information

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 us to provide additional information regarding remuneration or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report, in accordance with Rule 18.9 of the Rules.

Creditors' right to challenge remuneration and/or expenses

Any secured creditor or 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 (in accordance with Rule 18.34 of the Rules), reducing the amount or the basis of remuneration which we 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 progress report detailing the remuneration and/or expenses being complained of, in accordance with Rule 18.34(3) of the Rules.

Please note that such challenges may not disturb remuneration or expenses approved or deemed to be approved under prior progress reports.





This document is confidential and prepared solely for your information. Therefore you should not, without our prior written consent, refer to or use our name or this document for any other purpose, disclose them or refer to them in any prospectus or other document, or make them available or communicate them to any other party. No other party is entitled to rely on our document for any purpose whatsoever and thus we accept no liability to any other party who is shown or gains access to this document.

Teneo Restructuring Limited is registered in England & Wales with registered number 13192958 and its registered office at 5th Floor, 6 More London Place London, SE1 2DA, United Kingdom