

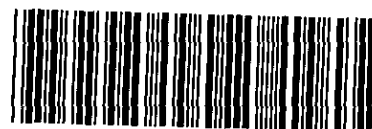
# AM03

## Notice of administrator's proposals



Companies House

TUESDAY



A11 \*A83YV3JK\*  
23/04/2019 #263  
COMPANIES HOUSE

### 1 Company details

Company number 0 9 7 0 4 8 4 4

Company name in full SETL Development Limited

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

### 2 Administrator's name

Full forename(s) Andrew

Surname Andronikou

### 3 Administrator's address

Building name/number High Holborn House

Street 52-54 High Holborn

Post town London

County/Region

Postcode W C 1 V 6 R L

Country

### 4 Administrator's name ①

Full forename(s) Michael

Surname Kiely

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

### 5 Administrator's address ②

Building name/number High Holborn House

Street 52-54 High Holborn

Post town London

County/Region

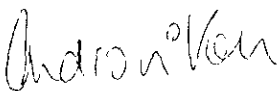
Postcode W C 1 V 6 R L

Country

② Other administrator  
Use this section to tell us about  
another administrator.

AM03

## Notice of Administrator's Proposals

6	<b>Statement of proposals</b>	
	<input checked="" type="checkbox"/> I attach a copy of the statement of proposals	
7	<b>Sign and date</b>	
Administrator's Signature	<div>Signature</div> <div>✕  ✕</div>	
Signature date	<div><div><sup>d</sup>1</div><div><sup>d</sup>8</div><div><sup>m</sup>0</div><div><sup>m</sup>4</div><div><sup>y</sup>2</div><div><sup>y</sup>0</div><div><sup>y</sup>1</div><div><sup>y</sup>9</div></div>	

## AM03 Notice of Administrator's Proposals



### 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	Tom Maker
Company name	Quantuma LLP
Address	High Holborn House 52-54 High Holborn
Post town	London
County/Region	
Postcode	W C 1 V 6 R L
Country	
DX	
Telephone	020 3856 6720



### 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 and dated 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](http://www.gov.uk/companieshouse) or email [enquiries@companieshouse.gov.uk](mailto: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](http://www.gov.uk/companieshouse)**

## Continuation page

Name and address of insolvency practitioner

✓ **What this form is for**  
Use this continuation page to tell us about another insolvency practitioner where more than 2 are already jointly appointed. Attach this to the relevant form. <sup>①</sup>  
Use extra copies to tell us of additional insolvency practitioners.

✗ **What this form is NOT for**  
You can't use this continuation page to tell us about an appointment, resignation, removal or vacation of office.

→ **Filling in this form**  
Please complete in typescript or in bold black capitals.  
All fields are mandatory unless specified or indicated by \*

1

### Appointment type

Tick to show the nature of the appointment:

- ☒ Administrator
- ☐ Administrative receiver
- ☐ Receiver
- ☐ Manager
- ☐ Nominee
- ☐ Supervisor
- ☐ Liquidator
- ☐ Provisional liquidator

① You can use this continuation page with the following forms:

- VAM1, VAM2, VAM3, VAM4, VAM6, VAM7
- CVA1, CVA3, CVA4
- AM02, AM03, AM04, AM05, AM06, AM07, AM08, AM09, AM10, AM12, AM13, AM14, AM19, AM20, AM21, AM22, AM23, AM24, AM25
- REC1, REC2, REC3
- LIQ2, LIQ3, LIQ05, LIQ13, LIQ14,
- WU07, WU15
- COM1, COM2, COM3, COM4
- NDISC

2

### Insolvency practitioner's name

Full forename(s)	Simon James	
Surname	Bonney	

3

### Insolvency practitioner's address

Building name/number	High Holborn House	
Street	52-54 High Holborn	
Post town	London	
County/Region		
Postcode	W C 1 V 6 R L	
Country		

**High Court of Justice**

**Number 1543 of 2019**

**SETL Development Limited  
In Administration**

**THE JOINT ADMINISTRATORS' PROPOSAL**

**Andrew Andronikou, Michael Kiely and Simon Bonney  
Joint Administrators**

**Quantuma LLP**

**High Holborn House, 52-54 High Holborn, London, WC1V 6RL**

**020 3856 6720**

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## 1. Executive Summary

- 1.1** This Proposal incorporates the Statement of the Joint Administrators' Proposals prepared pursuant to Paragraph 49(1) of Schedule B1 of the Act attached at Appendix I.
- 1.2** The business was established in 2015 and the principal activity of the Company was the building of blockchain platforms including software development, project management and building and promoting joint ventures. The Company traded from leasehold premises at 1 Love Lane, London, EC2V 7JN and 159 Princes Street, Ipswich, IP1 1QJ.
- 1.3** On 1 March 2019, Andrew Andronikou, Michael Kiely and Simon Bonney of Quantuma LLP were appointed Joint Administrators of the Company by the Directors of the Company.
- 1.4** As explained in more detail in the Statement of Proposals, the Joint Administrators are currently pursuing the first statutory objective of rescuing the Company as a going concern.
- 1.5** A summary of the current and anticipated future positions are detailed below.

### Assets

<b>Asset</b>	<b>Realisations to date</b>	<b>Anticipated future realisations</b>	<b>Total anticipated realisations</b>
Computer Equipment	0.00	Uncertain	Uncertain
Office Furniture	0.00	Uncertain	Uncertain
Debtors	0.00	20,000.00	20,000.00
Prepayments	0.00	Uncertain	Uncertain
VAT Refund	0.00	Uncertain	Uncertain
Cash at Bank	1,168,508.64	5,000.00	1,173,508.64
Funds Held by Solicitor	14,376.04	0.00	14,376.04
Bank Interest Gross	47.89	Uncertain	Uncertain
Deposit for Exclusivity Period	150,000.00	0.00	150,000.00
Loan to SETL France	0.00	Uncertain	Uncertain

### Expenses

<b>Expense</b>	<b>Expense incurred to date</b>	<b>Anticipated further expense</b>	<b>Total anticipated expense</b>
Deficiency from Trading Period	(445,491.83)	Uncertain	Uncertain
Joint Administrators' Pre Appt Fee	0.00	(35,075.50)	(35,075.50)
Joint Administrators' Pre Appt Disbursements	0.00	(80.40)	(80.40)
Joint Administrators' Post Appt Fee	0.00	(498,490.82)	(498,490.82)
Joint Administrators' Post Appt Disbursements & Expenses	(1,681.16)	(5,553.84)	(7,235.00)
CVA Proposal Fee	0.00	(25,000.00)	(25,000.00)
Legal Costs	0.00	(325,000.00)	(200,000.00)
Agents Costs	0.00	(10,000.00)	(10,000.00)

**Dividend prospects**

<b>Creditor class</b>	<b>Distribution / dividend paid to date</b>	<b>Anticipated distribution / dividend</b>
Secured creditor (fixed charge)	N/A	N/A
Secured creditor (floating charge)	N/A	N/A
Preferential creditors	N/A	N/A
Unsecured creditors	Nil	Uncertain

- 1.6** The Statement of Proposals at Appendix I provides explanations of the events leading to the Administration and the progress of the Administration to date, as well as other statutory information.
- 1.7** This Proposal provides more detailed information on the work that the Joint Administrators anticipate they will undertake to complete the Administration together with their proposed basis of fees. To put this request into context, this Proposal provides further information on the Joint Administrators' costs to date, including the costs incurred prior to Administration. It also explains other matters for creditors' consideration, such as the proposed timing of the Joint Administrators' discharge on conclusion of the Administration.
- 1.8** Definitions of the terms used in this Proposal are provided in Appendix I together with all statutory information pertaining to the Company.

**2. Statement of Pre-Administration Costs**

- 2.1** Pre-administration costs are defined in the Insolvency Rules as fees charged and expenses incurred by the Administrators or their firm, or another person qualified to act as an insolvency practitioner, before the company entered Administration but with a view to its doing so.

This statement outlines those fees and expenses that were paid prior to the Administration and those where approval is being sought to pay them from Administration funds.

- 2.2** On 16 February 2019, the Company agreed with the proposed Joint Administrators that Quantuma LLP be paid fees for work done prior to the Administration on the basis of time costs incurred by the insolvency practitioners and their staff at their standard charge-out rates plus VAT and related expenses for the following tasks and matters that were considered to be necessary to placing SETL Development Limited into Administration.

Prior to Administration, the proposed Joint Administrators gathered information on the Company to ensure that they were in a position to consent to act as Joint Administrators and to formulate an initial strategy for pursuing achievement of an Administration objective.

This work was carried out prior to Administration so that there would be no delay in the Joint Administrators implementing the strategy immediately on appointment. In this way, the business could be maintained as a trading entity on Administration, which improved the likelihood that significantly enhanced realisations could be achieved for the business and assets, thus furthering the second objective of achieving a better result for creditors as a whole than would be likely if the Company were wound up.



This work was expected to have a financial benefit for creditors, as the strategy of pursuing the second Administration objective would improve the prospects of recovery and allow the value of the Company's assets to be preserved. It was also anticipated that this would allow some creditors' claims to be mitigated, e.g. those of the employees.

- 2.3** The pre appointment costs of the Joint Administrators in the sum of £60,075.50 were incurred in relation to activities outlined above. In addition, costs of £48,573.25 were incurred in relation to advisory work provide to the Company.

Attached at Appendix II is a breakdown of the time costs of the Joint Administrators and their staff incurred prior to Administration and included within Appendix III are Quantuma LLP's charge-out rates and bases of disbursements.

- 2.4** The pre appointment disbursements of the Joint Administrators are outlined below:

	£
Category 1	
Train Fares	80.40
<b>Total</b>	<b>£80.40</b>
Category 2	
None	-
<b>Total</b>	<b>£0.00</b>

- 2.5** Ashurst LLP were instructed by the Company prior to the appointment of the Joint Administrators to provide legal advice to the Company. It was agreed that their services would be provided on a time costs basis and consequently costs of £25,623.96 including VAT and disbursements were incurred in the pre administration period in connection with advising the Company on its position and the proposed Administration. These costs were discharged prior to the Administration using funds held in Ashurst LLP's client account.

- 2.6** We are unaware of any additional costs incurred by any other professionals qualified to act as an insolvency practitioner in respect of the Company. Should any claims subsequently come to light, they will be dealt with in the manner provided for by the Insolvency Rules.

- 2.7** A summary of the total costs incurred together with details of those which were paid pre-Administration and the amounts remaining outstanding, follows below:

	Total cost incurred	Amount already Paid	Identity of party who made payment	Amount Outstanding
	£	£		£
Administrators' pre-administration Remuneration	60,075.50	25,000.00	Company	35,075.50
Quantuma LLP Advisory Fees	48,573.25	40,000.00	Company	8,573.25
Administrators' pre-administration Expenses:				
Legal costs	25,623.96	25,623.96	Company	0.00

Valuation Agent's costs	-	-	-	-
Marketing	-	-	-	-
Administrators' Pre-administration Disbursements				
Category 1	80.40	-	-	80.40
Category 2	-	-	-	-
Other Insolvency Practitioners' Remuneration	-	-	-	-
Other Insolvency Practitioners' Expenses	-	-	-	-
<b>Total Amount Outstanding</b>	<b>134,353.11</b>	<b>90,623.96</b>		<b>£43,729.15</b>

2.8 Consequently the unpaid pre-Administration costs are as follows:

	<b>£</b>
Quantuma LLP's time costs (see Appendix II)	£35,075.50
Quantuma LLP's Advisory Fees	8,573.25
Quantuma LLP's disbursements	£80.40
<b>Total</b>	<b>£43,729.15</b>

2.9 I am seeking to recover all the unpaid pre-Administration costs and expenses scheduled in paragraph 2.8 above as an expense of the Administration with the exception of Quantuma LLP's Advisory Fees in the sum of £8,573.25.

2.11 The payment of the unpaid pre-Administration costs as an expense of the Administration is subject to approval under Rule 3.52 of the Rules and is not part of the Statement of Proposals subject to approval under Paragraph 53 of Schedule B1 of the Act. Further explanation of the approval process is provided in Section 9.

### 3. The Joint Administrators' Fees

3.1 The Joint Administrators propose to fix their fees on the following basis:

- (i) the time properly given by the Joint Administrators, their staff and the Corporate Finance team at Quantuma LLP in attending to matters arising in the Administration, such time to be charged at the prevailing standard hourly charge out rates used by Quantuma LLP at the time the work is performed (plus VAT). These costs are estimated in the sum of £498,490.82.
- (ii) In the event that the Company exits Administration via a Company Voluntary Arrangement ("CVA"), the Joint Administrators will be entitled to a fixed fee of £25,000 in respect of the drafting and issuing of the CVA Proposal.

3.2 Attached at Appendix IV is a breakdown of the time costs incurred in the Administration to 17 April 2019. The Statement of Proposals provides an account of the work undertaken to date and Appendix V provides a detailed list of work undertaken and proposed to be undertaken by the Joint Administrators and their staff.

3.3 The Joint Administrators have engaged their internal Corporate Finance team at to assist with the sale of the Company's business and assets. The rationale for this engagement is that the Corporate Finance team have a greater depth of experience and expertise in dealing with the sale of businesses of this nature. Therefore, it is anticipated that this engagement will result in a better result for creditors, as time costs incurred will be lower than if the Joint Administrators and their staff undertook this work.

- 3.4** As stated in Appendix IV, the Joint Administrators current time costs for this matter total £232,823.50, based on total hours of 613.20 at an average hourly rate of £379.69. Of this total, the Corporate Finance team have incurred costs of £35,825.00, based on 80 hours, at an average hourly rate of £447.81. It is noted that, although the average charge out rate is higher, the charge out rates in Corporate Finance team are comparable with the Joint Administrators and their staff.
- 3.5** The charge-out rates of the Joint Administrators and their staff are detailed in Appendix III. The appropriate staff have been assigned to work on each aspect of the case based upon their seniority and experience, having regard to the complexity of the relevant work, the financial value of the assets being realised and claims being agreed. The grades of staff instructed to assist in this matter and their key responsibilities include:
- Administrators: maintenance of the creditors' contacts database, assisting with creditors' queries and routine correspondence, assisting in the realisation of assets, employee matters, liaising with creditors and debtors, preparing reports to creditors and other statutory matters, and managing the cashing function.
  - Managers: on-site attendance, reviewing the Company's position and affairs, handling asset realisations, reviewing draft statutory reports to creditors and overseeing the tax and VAT aspects of the case.
  - Partners: Agreeing case strategy and commercial terms, liaising with key stakeholders including directors, the secured and major unsecured creditor and professional advisor. Overall responsibility for the Administration.
- 3.6** Creditors may access a Guide to Administrators' Fees effective from 6 April 2017 at <http://www.quantuma.com/guide/creditors-guide-fees/> or a hard copy will be provided on request free of charge.
- 3.7** Further information is set out below and in the appendices to explain the future time costs that the Joint Administrators anticipate incurring in this Administration.

#### **4. The Joint Administrators' Expenses**

- 4.1** Expenses are amounts properly payable by the office holder from the estate which are not otherwise categorised as the office holder's remuneration or as a distribution to a creditor or creditors. These may include, but are not limited to, legal and agents' fees, trading expenses and tax liabilities.

Disbursements are expenses initially met by, and later reimbursed to, an office holder in connection with an insolvency appointment and will fall into two categories: Category 1 and Category 2.

- Category 1 disbursements are payments to independent third parties where there is specific expenditure directly referable to the appointment in question. These are charged to the estate at cost with no uplift. These include, but are not limited to, such items as advertising, bonding and other insurance premiums. Legislation provides that administrators may discharge Category 1 disbursements from the funds held in the insolvent estate without further recourse to creditors.
- Category 2 disbursements are also directly referable to the appointment in question but not to a payment to an independent third party. Payments may

only be made in relation to Category 2 disbursements after the relevant creditors have approved the bases of their calculation.

- 4.2** Appendix III provides details of the bases of Category 2 disbursements that the Joint Administrators propose to recover from the insolvent estate and also provides details of the Category 1 and 2 disbursements as well as the other expenses that the Joint Administrators expect to incur in the Administration.

## **5. Proposed Work to be Undertaken**

- 5.1** Set out in Appendix V is a detailed list of tasks that the Joint Administrators propose that they and their staff will undertake together with their estimates of the time these tasks will take to carry out in total. The most material tasks are summarised below. The Estimated Outcome Statement attached to the Statement of Proposals provides an overview of the financial benefit that this work is expected to bring to creditors.

### **Administration (including Statutory Reporting)**

- 5.2** The Joint Administrators are required to meet a considerable number of statutory and regulatory obligations. Whilst many of these tasks do not have a direct benefit in enhancing realisations for the insolvent estate, they assist in the efficient and compliant progressing of the administration, which ensures that the Joint Administrators and their staff carry out their work to high professional standards.

- 5.3** Primarily, these tasks include:

- Meeting all statutory reporting and filing requirements, including 6-monthly reports, seeking an extension where necessary, and issuing a final report and notices;
- Consulting with and instructing staff and independent advisers as regards practical, technical and legal aspects of the case to ensure efficient progress;
- Maintaining case files, which must include records to show and explain the administration and any decisions made by the Joint Administrators that materially affect the administration;
- Conducting periodic case reviews to ensure that the administration is progressing efficiently, effectively and in line with the statutory requirements; and
- Maintaining and updating the estate cash book and bank accounts, including regular bank reconciliations and processing receipts and payments.

### **Investigations**

- 5.4** The Joint Administrators examine the conduct of the Company and its directors prior to the Administration with two main objectives:

- To identify what assets are available for realising for the benefit of creditors, including any potential actions against directors or other parties, such as challenging transactions at an undervalue or preferences; and
- To enable the Joint Administrators to report to the Insolvency Service on the conduct of the directors so that the Insolvency Service may consider whether disqualification proceedings are appropriate ("CDDA" work).

- 5.5** In the early stages of the Administration, this work involves examining the Company's books and records, considering information received from creditors and the

Company's accountants and seeking information from the Company's directors and other senior staff by means of questionnaires and/or interviews.

- 5.6** In the event that questionable transactions are identified, it may be necessary to conduct further investigations and instruct solicitors to assist in deciding the Joint Administrators' next steps in pursuing a recovery. If a potential recovery action is identified, it may be necessary to instruct professional agents in gathering evidence and in exploring further the existence and value of assets to target. If the Joint Administrators encounter resistance in making a recovery, formal legal action may be appropriate.
- 5.7** In addition, if the Insolvency Service decides to proceed with a disqualification, the Joint Administrators will be required to assist the Insolvency Service's investigators in their work, which may include providing the investigators with access to the Company's books and records and agreeing statements to be given in evidence of those proceedings.
- 5.8** At this early stage, it is difficult to estimate the likely time costs and expenses that may be incurred in this work. The Fees and Expenses Estimates presented below reflect the anticipated work in identifying potential causes of action. If any are identified and the Joint Administrators consider that additional work is required, they may revert to the relevant creditors to seek approval for fees in excess of the estimate.

#### **Realisation of assets**

- 5.9** The Statement of Proposals summarises the work carried out by the Joint Administrators to date in realising the Company's assets. The principal matters that require further work are:
- Progressing a sale of the Company's business and assets;
  - Progressing a sale of the Company's interest in its joint ventures and subsidiaries;
  - Continuing to pursue the pre-appointment VAT refund;
  - Continuing to pursue the Company's debtors
  - Collecting in the Company's remaining cash at bank; and
  - Maintaining appropriate insurance cover on the Company's assets until they have been disposed of.

#### **Trading**

- 5.10** The Company is continuing to trade in Administration to facilitate a sale of the Company's business and assets, and the realisation of the Company's interest in its joint ventures and subsidiaries. As such, the Joint Administrators are required to undertake the following tasks:
- Ongoing management of the Company's operations;
  - Maintaining trading cashflows and forecasts;
  - Undertaking all banking/cashiering tasks associated with ongoing trading;
  - Dealing with employee related issues and running payroll as required;
  - Negotiating with the Company's suppliers; and
  - Submitting post appointment tax returns.

**Creditors (claims and distributions)**

**5.11** As the Statement of Proposals explains, there a number of different classes of creditor involved in the Administration that require the Joint Administrators' attention. In particular, the Joint Administrators anticipate conducting the following key:

- Assisting the employees with general queries;
- Reviewing claims submitted by the tax departments and, where it is appropriate, examining the Company's records to appeal assessments or adjudicate on the Crown's claims;
- Responding to creditors' queries and logging their claims and supporting information;
- Maintaining the database as regards creditors' contact details and claims; and
- Dealing with a creditors' committee, if one is appointed.

**6. Other Information to Support the Proposed Fees**

**6.1** Attached at Appendix V is an estimate of the time that the Joint Administrators envisage the above work will take to complete. Appendix V also provides their estimate of the expenses that have been or are likely to be incurred.

**6.2** Please note that the estimates have been provided on the assumptions given below. In the event that it proves necessary for the Joint Administrators to incur additional expenses in performing their duties, they will provide further details in their progress reports, but there is no statutory obligation to ask creditors to approve any adjusted Expenses Estimate. In the event that the Joint Administrators incur time costs in excess of the Fees Estimate, they will only revert to the relevant creditors for approval if they propose to draw any fees in addition to those estimated from the insolvent estate.

**6.3** In summary, the Joint Administrators propose that their fees be fixed on the basis of time costs and they estimate that they and their staff will spend time totalling £498,490.82 in conducting the tasks described. This estimate includes the time spent to date of £232,823.50, as described in Appendix IV.

**6.4** The Fees and Expenses Estimates have been compiled on the assumptions set out below. Please note that these are assumptions only for the purposes of preparing the Estimates in accordance with the statutory provisions. It has been assumed that:

- investigations to the extent described in section 5 above will be carried out;
- no exceptional work will need to be conducted in order to realise the remaining assets;
- there will be no requirement to hold a physical creditors' meeting or additional decision procedure to consider the matters covered by this Proposal; and
- there will be no need to extend the Administration for more than one year, approval for which will be sought from the relevant creditors at an appropriate time.

**6.5** On the basis of these assumptions, the Joint Administrators do not anticipate that it will be necessary to seek additional approval from the relevant creditors for fees in excess of the Fees Estimate. However, in the event that the Administration does not proceed as envisaged, the Joint Administrators will seek approval for any fees in addition to those estimated that they wish to draw from the insolvent estate.

## **7. The Joint Administrators' Discharge**

- 7.1** The Act requires that in the absence of a Committee the timing of the Joint Administrators' discharge from liability will be decided by the unsecured creditors. The Joint Administrators propose that this discharge will take effect when their appointment ceases to have effect, unless the court specifies a time.

## **8. Invitation to Form a Creditors' Committee**

- 8.1** Attached at Appendix VIII is a Notice of Invitation to Form a Creditors' Committee. The purpose of the Committee is to assist the Joint Administrators in discharging their functions. In particular, a Creditors' Committee takes on the responsibility for approving the basis of the Joint Administrators' fees and other costs described above.
- 8.2** In the absence of a Committee, this responsibility falls to the unsecured creditors. The Joint Administrators do not see a need for a Committee to be formed in this case.
- 8.3** Notwithstanding this, creditors are entitled to seek the formation of Committee, provided that there are sufficient nominations to form a Committee. At least three nominations would be required and the requisite majority of creditors would also need to object to the proposed decision not to form a Committee. Appendices VII and VIII provide further information on these steps.

## **9. Approval Process**

- 9.1** The Joint Administrators are proposing the decisions set out below by means of the process set out in Rule 15.7 (Deemed Consent) of the Rules. Creditors are not required to vote on these proposed decisions, but they may object to their approval. Please see the Notice Seeking Deemed Consent attached at Appendix VII for further information.

- That the Joint Administrators' Proposals (i.e. the statutory Statement of Proposals at Appendix I), be approved;
- That a Creditors' Committee will not be established; and
- That the Joint Administrators be discharged from liability in respect of any action undertaken by them pursuant to Paragraph 98 of Schedule B1 of the Act, such discharge to take effect when the appointment of Joint Administrators ceases to have effect, as defined by the Act, unless the court specifies a time.

- 9.2** In addition, the Joint Administrators are seeking creditors' approval of the proposed decisions set out below by means of a vote by correspondence. Creditors are invited to vote on these proposed decisions by completing and returning the enclosed voting form together with a proof of debt form, if one has not already been submitted. These forms are attached at Appendix VI together with a Notice of Decision Procedure setting out the following proposed decisions:

- That the Joint Administrators' fees be fixed by reference to the time given by them and their staff in attending to matters arising in the Administration, such time to be charged at the hourly charge out rate of the grade of staff undertaking the work at the time it was undertaken. These costs are estimated in the sum of £498,490.82;
- In the event that the Company exits Administration via a Company Voluntary Arrangement ("CVA"), the Joint Administrators will be entitled to a fixed fee of £25,000 in respect of the drafting and issuing of the CVA Proposal;

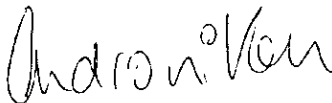
- That the Joint Administrators be authorised to recover all Category 2 disbursements, calculated on the bases detailed in Quantuma LLP's Summary; and
- That the unpaid pre-Administration costs set out in the Joint Administrators' Proposal be approved.

**9.3** The Joint Administrators must receive completed forms by no later than 23.59 on 3 May 2019 to enable your vote to be counted.

**9.4** Whilst a vote by correspondence is being sought, creditors who meet a statutory threshold as set out in the Notice attached at Appendix VI can require that a physical meeting of creditors be convened. Such a request must be made to the Joint Administrators within 5 business days of the date on which this Proposal was delivered. If you wish to request a physical meeting, please set out in writing which of the decision(s) above you wish the meeting to consider.

Should you have any queries in regard to any of the above please do not hesitate to contact Tom Maker on 020 3856 6720 or by e-mail at [tom.maker@quantuma.com](mailto:tom.maker@quantuma.com).

**Dated this 18 April 2019**



**Andrew Andronikou**  
**Joint Administrator**

*Licensed in the United Kingdom to act as an insolvency practitioner by the Insolvency Practitioners Association*

*The affairs, business and property of SETL Development Limited (in Administration) are managed by the Joint Administrators, who act as agents of the Company and contract without personal liability.*



**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**STATEMENT OF THE JOINT ADMINISTRATORS' PROPOSALS  
PURSUANT TO SCHEDULE B1 OF THE INSOLVENCY ACT 1986**

**High Court of Justice Court**

**Number 1543 of 2019**

**SETL Development Limited  
In Administration**

**STATEMENT OF THE JOINT ADMINISTRATORS' PROPOSALS  
PURSUANT TO SCHEDULE B1 OF THE INSOLVENCY ACT 1986**

**Andrew Andronikou, Michael Kiely and Simon Bonney  
Joint Administrators**

**Quantuma LLP**

**High Holborn House, 52-54 High Holborn, London, WC1V 6RL**

**020 3856 6720**

**Disclaimer Notice**

- This Statement of Proposals has been prepared by Andrew Andronikou, Michael Kiely and Simon Bonney, the Joint Administrators of SETL Development Limited, solely to comply with their statutory duty under Paragraph 49, Schedule B1 of the Insolvency Act 1986 to lay before creditors a statement of their proposals for achieving the purposes of the Administration and for no other purpose. It is not suitable to be relied upon by any other person, or for any other purpose, or in any other context.
- Any estimated outcomes for creditors included in this Statement of Proposals are illustrative only and cannot be relied upon as guidance as to the actual outcomes for creditors.
- Any person that chooses to rely on this document for any purpose or in any context other than under Paragraph 49, Schedule B1 of the Insolvency Act 1986 does so at their own risk. To the fullest extent permitted by law, the Joint Administrators do not assume any responsibility and will not accept any liability in respect of this Statement of Proposals.
- The Joint Administrators act as agent for SETL Development Limited and contract without personal liability. The appointment of the Joint Administrators is personal to them and, to the fullest extent permitted by law, Quantuma LLP does not assume any responsibility and will not accept any liability to any person in respect of this Statement of Proposals or the conduct of the Administration.
- All Insolvency Practitioners of Quantuma LLP are licensed in the UK to act as Insolvency Practitioners.

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## **1. Introduction**

- 1.1** This Statement of Proposals is prepared pursuant to Schedule B1 of the Act in relation to the Company, the purposes of which are to provide creditors with a full update as to the present position and to set out the Joint Administrators' proposals for achieving an Administration objective.
- 1.2** The Statement of Proposals also includes information required to be provided to creditors pursuant to the Rules. Definitions of the terms used in the Statement of Proposals are provided in Attachment A and statutory information pertaining to the Company is set out in Attachment B.
- 1.3** This Statement of Proposals is being delivered to creditors on 18 April 2019.

Creditors are invited to decide whether to approve the Joint Administrators' proposals. Section 8 provides further details on this decision process.

## **2. Background to the Company**

- 2.1** The business was established in 2015 and the principal activity of the Company was the building of blockchain platforms including software development, project management and building and promoting joint ventures. The Company traded from leasehold premises at 1 Love Lane, London, EC2V 7JN and 159 Princes Street, Ipswich, IP1 1QJ.

The Company was set up by Anthony Culligan, Nicholas Pennington and Francois Barthelemy. Anthony Culligan has 35 years' experience working in finance and technology, Nicolas Pennington has 30 years' experience in technology development and implementation for the financial services sector, and Francois Barthelemy had previously worked in business development roles in both banking and asset management. Shortly before incorporation, Peter Randall also joined the business.

The Company was initially funded by investment from three key shareholders, Computershare, S2IEM and Deloitte. Further investment was received in November 2017 from Computershare and in January 2018, two further parties invested, CACIB and Citibank.

In addition to the directors mentioned above, Sir David Walker was appointed as chairman and director in July 2016. Shortly afterwards, three further non-executive directors were appointed, Rachel Lomax, Edward Richards and Martin Clements. Stuart Irving joined the Board in January 2018. In June 2018, Francois Barthelemy resigned from the Board, and was replaced by Philippe Morel in October 2018.

The Company traded from premises in Ipswich and London for the duration of its existence. In addition, a subsidiary company, SETL France SAS, operated from premises in Paris. The Company also had a small number of contractors operating in Tokyo, and previously rented a small office there.

Throughout its existence, the Company made net losses before tax, despite revenues increasing year on year.

In December 2016, the Company employed 19 staff members. By December 2018, the Company employed 90 staff, which was cut in January 2019. As at the date of Administration the Company employed 54 staff.

The Company's initial strategy was to build, operate and partly own regulated financial market infrastructure. However, the ownership of this infrastructure exposed the Company to significant regulatory capital requirements which it was not sufficiently funded to provide.

The directors have stated that they believe the Company became insolvent due to the pursuit of two projects. It was proposed that a portion of the development costs would be swapped into an equity stake in the projects, which meant the Company would be acting as a market infrastructure provider which in turn brought with it additional responsibilities and costs.

Attempts were made to raise capital through a substantive capital raise effort and discussion were held with approximately 50 prospective investors. However, investment was not forthcoming. It is thought this is due to changes in the investment climate.

As such, the Company sought to divest its ownership of the two projects, namely IZNES and ID2S. However, it became apparent a purchaser could not be found quickly enough. As such, the Company sought the advice of Quantuma LLP and ultimately entered into Administration on 1 March 2019.

#### Overview of Financial Information

- 2.2 Extracts from the audited accounts for the 12 months to 31 December 2017 and 12 months to 31 December 2016 are shown below.
- 2.3 Please note that this information has not been verified by the Joint Administrators or by Quantuma LLP.

#### Summary Profit and Loss Account

	Audited Statutory Accounts for year to 31 December 2017	Audited Statutory Accounts for year to 31 December 2016
	£'000	£'000
Turnover	471	58
Gross Profit	471	58
Administrative Expenses	(6,380)	(1,894)
Loss from operations	(5,909)	(1,836)
Finance Income	6	-
Loss before tax	(5,903)	(1,836)
Tax Credit	184	86
Comprehensive Loss	(5,719)	(1,750)

Source: Audited Accounts

SETL Development Limited (In Administration)

Statement of Joint Administrators' Proposals

Pursuant to Schedule B1 of the Insolvency Act 1986

**Summary Balance Sheet**

	<b>Audited Statutory Accounts for year to 31 December 2017 £'000</b>	<b>Audited Statutory Accounts for year to 31 December 2016 £'000</b>
<b>Current Assets</b>		
Cash and cash equivalents	5,390	3,098
Short term investments	1,000	1,000
Trade & other receivables	1,388	335
	<u>7,778</u>	<u>4,433</u>
<b>Non-current assets</b>		
Investments in subsidiaries	10	1
Property & Equipment	285	76
	<u>295</u>	<u>77</u>
<b>Total Assets</b>	<u>8,073</u>	<u>4,510</u>
<b>Liabilities</b>		
Tax Liabilities	-	-
Trade & other payables	239	261
<b>Total Liabilities</b>	<u>239</u>	<u>261</u>
<b>Net Assets</b>	<u>7,834</u>	<u>4,249</u>

Source: Audited Accounts

**Management and Employees**

**2.4** As at 1 March 2019, the Company employed approximately 54 staff, as follows:

Management	5
Business Development	1
Finance	2
HR	1
Legal	1
Sales	1
IT/Technical	<u>43</u>
	<u>54</u>

**2.5** Statutory information on the Company, including details of the Directors, Company Secretary, and Shareholders is provided at Attachment B.

**3. Events leading to the Administration**

**3.1** On 1 March 2019, Andrew Andronikou, Michael Kiely and Simon Bonney of Quantuma LLP were appointed Joint Administrators of the Company following the filing of a Notice of Appointment of Administrators by the Directors of the Company.

- 3.2 The reasons for the Company entering in to Administration are described in the background section above.
- 3.3 The Joint Administrators confirm that they are authorised to carry out all functions, duties and powers by either one or both of them.
- 3.4 For creditors' general information, the EC Regulation on insolvency proceedings applies in this case, and these proceedings are the main proceedings.
- 3.5 In compliance with the General Data Protection Regulation, creditors, employees, shareholders, directors and any other stakeholder who is an individual (i.e. not a corporate entity) in these insolvency proceedings is referred to the Privacy Notice in respect of Insolvency Appointments, which can be found at this link [www.quantuma.com/legal-notices/](http://www.quantuma.com/legal-notices/).

#### **4. The Purpose of the Administration**

- 4.1 The purpose of an Administration is set out in Schedule B1, Paragraph 3(1) of the Act. In short, this provides that an Administrator of a company must perform his functions with the objective of:
- rescuing the company as a going concern, or
  - achieving a better result for the creditors as a whole than would be likely to be achieved if the company were wound up (without first being in Administration), or
  - realising property in order to make a distribution to one or more secured or preferential creditors.
- 4.2 These objectives form a hierarchy. The rescue of a company is the priority. If this is not possible, the Administrator seeks to achieve a better result for the creditors as a whole. In the event that this cannot be achieved, then the Administrator is permitted to realise assets for the benefit of the preferential or secured creditors.
- 4.3 The Joint Administrators would comment that objective 1 is achievable through the proposal of a Company Voluntary Arrangement ("CVA"). As such, the Joint Administrators' proposed to exit the Administration via a CVA following the sale of the Company's business and assets.
- 4.4 A detailed account of how the Joint Administrators have sought to achieve the objective of the Administration is set out below.

#### **5. Management of the Company's Affairs since the Joint Administrators' Appointment**

- 5.1 Immediately upon appointment the Joint Administrators undertook a review of the Company's affairs with particular regard to its financial and resource requirements. This assessment was carried out in liaison with the management of the Company.

##### **The proposed sale of the Company's business and assets**

- 5.2 As stated previously, the Company is continuing to trade in Administration under to the supervision of the Joint Administrators in order to facilitate a sale of the Company's

business and assets. As part of this process, the Joint Administrators have marketed the business and assets and have corresponded with a number of interested parties.

- 5.3** The Joint Administrators have considered the offers received and have entered into an exclusivity period with one of the interested parties. It is believed that this offer represents the best outcome for the Company and its creditors. As part of this agreement, the proposed purchaser has paid a deposit of £150,000 to the Administration estate. In addition, the sum of £600,000 has been received from the proposed purchaser in order to fund a portion of the Company's trading costs during the exclusivity period. This £600,000 is currently held separately to the assets of the Administration estate as it may be required to be refunded at a later date.
- 5.4** In addition to the above, the Joint Administrators are seeking to undertake a sale of the Company's interest in two joint ventures located in France. Shares in these joint ventures are held with the Company's subsidiary, SETL France SAS. Once the shares in the joint ventures are realised, the funds will be paid to the Company by SETL France SAS in respect of a repayment of a significant loan made by the former to the latter. During the trading period, the Company has been required to fund some of SETL France SAS's costs in order to preserve the value of the joint ventures.
- 5.5** In order to assist with the above, the Joint Administrators have engaged their internal Corporate Finance team to assist with the sale of the business and assets of the Company. Additionally, the corporate finance team have been engaged by SETL France SAS to arrange the sale of the shares in the joint ventures. The Corporate Finance teams' costs for the sale of the business and assets of the Company are included in the Joint Administrators' time costs, whereas the corporate finance teams' costs for dealing with the joint ventures are being met by SETL France SAS.
- 5.6** It should be noted that, due to the ongoing negotiations, the Joint Administrators are unable to provide further information regarding the above sales as any further disclosure may prejudice the outcome of those negotiations. Realisations in respect of the above are therefore currently uncertain.

#### **Other asset realisations**

- 5.7** Since the commencement of the Administration, the Joint Administrators have realised cash at bank in the sum of £1,168,508.64 which was held in the Company's various bank accounts. In addition, the sum of £14,376.04 was received in respect of funds held in the Company's former solicitors' client account, and the sum of £47.89 has been received in respect of bank interest.

#### **Sales to connected parties**

- 5.8** There have been no sales of any of the Company's assets to connected parties since the Joint Administrators' appointment. However, it should be noted that the interest party which has entered into the exclusivity period detailed above is connected to the Company.

#### **Assets remaining to be realised**

- 5.9** As stated above, the proposed sale of the Company's business and assets and the realisation of the Company's interest in its joint ventures are currently ongoing and realisations in respect of these assets is currently uncertain.



- 5.10** As at the date of Administration, the Company was owed £20,000 by a singular debtor. It is anticipated that this sum will be received in full shortly.
- 5.11** It is anticipated that the further sum of £5,000 will be received in respect of cash held in one of the Company's bank accounts.
- 5.12** As at the date of Administration, the Company was owed £69,694.09 in respect of a VAT refund from HMRC. Following the Joint Administrators appointment, this VAT return was submitted to HMRC. However, it is uncertain whether the estate will receive this remittance as HMRC are owed funds in respect of PAYE and crown set-off may be applicable.

**Post appointment strategy**

- 5.13** Immediately following the appointment of the Joint Administrators on 1 March 2019, members of the Joint Administrators' staff attended each of the Company's sites in London and Ipswich to advise employees of the Joint Administrators' appointment. Staff were briefed with regards to the Administration and informed that the Company would keep trading in Administration in the short term whilst a purchaser for the Company and/or its business and assets could be found.
- 5.14** The Joint Administrators' staff are in the process of collating creditors' claims and have handled creditors' queries as they have arisen which include telephone calls and correspondence.
- 5.15** The Joint Administrators' legal advisors advised in respect of all legal issues arising on the sale of business and assets and have been assisting the Joint Administrators with post appointment matters.
- 5.16** To advise on appropriate legal matters and to prepare required legal documentation, the Joint Administrators have instructed Hogan Lovells International LLP, a firm of lawyers with the appropriate expertise and experience in dealing with these types of Administrations.
- 5.17** In addition, SIA Group, a firm of chattel agents, was instructed by the Joint Administrators to undertake inventories and valuations of stock, plant and equipment, fixtures and fittings and other chattel assets where appropriate.
- 5.18** As stated above, the Joint Administrators have engaged their internal Corporate Finance team to assist with the sale of the Company's business and assets. In addition, SETL France SAS have engaged the corporate finance team to assist with the sale of shares in the joint ventures.
- 5.19** All professional fees are based upon the parties' recorded time costs incurred at their standard charge out rates and will be reviewed by the Joint Administrators' staff before being approved for payment.

**Investigation into the Company's Affairs Prior to the Administration**

- 5.20** The Joint Administrators are undertaking a review of the Company's trading activities in order to establish whether or not there are actions that may be taken for the benefit of the Administration and consequently to enable a conduct report to be submitted in

respect of Company directors in office at the commencement of the Administration and any who resigned in the three years prior to the Administration.

- 5.21 Should any creditor have any concerns about the way in which the Company's business has been conducted or information on any potential recoveries for the estate, they are invited to bring them to the attention of the Joint Administrators as soon as they are able.

## **6. The Statement of Affairs and the Outcome for Creditors**

- 6.1 A Statement of Affairs as at 1 March 2019 has been submitted by the Directors of the Company, a copy of which is attached at Attachment C.
- 6.2 In accordance with the standard format of a Statement of Affairs, no provision has been made in the Statement for the costs of the Administration (including agents, legal and other professional fees).
- 6.3 As creditors will note, significant assets have been written down in the Directors' Statement of Affairs. The Computer Equipment and Office Furniture has been written down as valuations have been undertaken of these assets and they are anticipated to command a lower sale value than the estimates in the Company's previous accounts.
- 6.4 The directors have undertaken a review of the Company's remaining assets and it is anticipated that the Investment in SETL France is not realisable as it is not anticipated that the loan from SETL France will be able to be repaid in full. Additionally, it is anticipated that only £241,700.76 of the Company's prepayments will be recoverable.
- 6.5 As stated above, it currently uncertain what value will be realisable in respect of the Company's Loan to SETL France. This is contingent upon what value is realised in respect of the joint ventures held with SETL France.
- 6.6 The Joint Administrators have not carried out any work of the nature of an audit on the information.

### **Secured creditors**

- 6.7 The Company has no secured creditors.

### **Preferential claims**

- 6.8 Due to the anticipated sale of the Company's business and assets, which is anticipated to include the transfer of all employees via the TUPE regulations, it is not anticipated that there will be any preferential claims in this matter.

### **Prescribed Part**

- 6.9 Section 176A of the Act requires Administrators to make a prescribed part of the company's net property, which is the balance remaining after discharging the preferential claims but before paying the floating charge-holder, available for the satisfaction of unsecured debts.
- 6.10 In this case, the prescribed part provision does not apply, as there is no debt due to any secured creditor.

- 6.11** The Joint Administrators do not propose to make an application to court under Section 176A(5) of the Act to disapply the prescribed part provisions, because in any event it is anticipated that there will be no prescribed part.

#### **Unsecured Creditors**

- 6.12** As demonstrated in the Estimated Outcome Statement attached at Attachment D, on the basis of the costs incurred to date and the estimated further costs to be incurred in bringing the Administration to a conclusion, it is anticipated that there will be sufficient funds to pay a dividend to unsecured creditors. Due to the possible distribution to unsecured creditors, you are requested to submit claims to the address on the front of this report. A Proof of Debt form is provided in the document to which this forms an appendix.
- 6.13** Attached at Attachment E is the Joint Administrators' receipts and payments account for the period from 1 March 2019 to 17 April 2019. Also attached is a receipts and payments account for the period of trading after appointment.

### **7. The Joint Administrators' Fees**

- 7.1** The Joint Administrators propose to be remunerated on the basis of the time properly given by the Joint Administrators and their staff in attending to matters arising in the Administration, such time to be charged at the prevailing standard hourly charge out rates used by Quantuma LLP at the time the work is performed (plus VAT). These costs are estimated in the sum of £498,490.82.
- 7.2** In addition to the above, in the event that the Company exits Administration via a Company Voluntary Arrangement ("CVA"), the Joint Administrators will be entitled to a fixed fee of £25,000 in respect of the drafting and issuing of the CVA Proposal.
- 7.3** The Joint Administrators will seek approval for the basis of their fees from the unsecured creditors, unless a Creditors' Committee is established.
- 7.4** Information to support the proposed basis of the Joint Administrators' fees, together with the Statement of pre-Administration costs, is provided in the Joint Administrators' Proposal, to which this Statement of Proposals forms an appendix.

### **8. Approval of the Statement of Proposals**

- 8.1** The Joint Administrators are seeking creditors' approval of the Statement of Proposals, which are summarised in Section 9, by means of the process set out in Rule 15.7 (Deemed Consent) of the Rules.
- 8.2** Attached to the Joint Administrators' Proposal, to which this Statement of Proposals forms an appendix, is a Notice Seeking Deemed Consent, which describes how creditors may object to the acceptance of the Statement of Proposals or to the other proposed decisions.
- 8.3** Creditors who meet a statutory threshold as set out in the Notice can require that a physical meeting of creditors be convened. Such a request must be made to the Joint Administrators within 5 business days of the date on which the Statement of Proposals was delivered.
- 8.4** Unless the Joint Administrators receive the requisite number of objections to the proposed decision to approve the Statement of Proposals or of requests to convene

a physical meeting as set out in the Notice, creditors will have deemed to have consented to approve the Statement of Proposals.

## **9. Summary of the Joint Administrators' Proposals**

**9.1** The Statement of Proposals which creditors are invited to consider, is summarised below.

**9.2** In order to achieve the purpose of the Administration, the Joint Administrators formally propose to creditors that:

- the Joint Administrators continue to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration, in particular that:
  - (i) they continue to explore the possibility of proposing a Company Voluntary Arrangement and, in the event that a CVA is a viable option, convene meetings of the Company and its creditors to consider the Joint Administrators' proposals; failing this,
  - (ii) they sell the Company's assets at such time(s) and on such terms as they consider appropriate;
  - (iii) they investigate and, if appropriate, pursue any claims that the Company may have against any person, firm or company, whether in contract or otherwise, including any officer or former officer of the Company or any person, firm or company that supplies or has supplied goods or services to the Company; and
  - (iv) they do all such things and generally exercise all their powers as Joint Administrators as they consider desirable or expedient at their discretion in order to achieve the purpose of the Administration or protect and preserve the assets of the Company or maximise the realisations of those assets, or of any purpose incidental to these activities.
- the Joint Administrators make distributions to any secured or preferential creditors in accordance with Paragraph 65 of Schedule B1 of the Act. Further, they may make a distribution to unsecured creditors, having first sought the court's permission in accordance with Paragraph 65(3) of Schedule B1 of the Act where necessary.
- the Joint Administrators end the Administration in one of the following ways, appropriate to the circumstances of the case at the time:
  - (i) in the event that a CVA is considered a viable option, the Joint Administrators shall issue a CVA proposal to be considered by the Company's creditors. If this CVA proposal is approved, the Joint Administrators will send to the registrar of companies notice of the end of the Administration and the Administration shall be concluded; or
  - (ii) in the event that the Joint Administrators think that a distribution will be made to unsecured creditors (and they have not sought the court's permission, and are otherwise unable, to pay the distribution whilst the Company is in Administration), they shall send to the registrar of companies notice to move

**SETL Development Limited (In Administration)**

**Statement of Joint Administrators' Proposals**

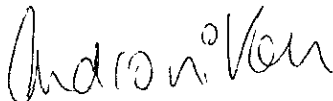
**Pursuant to Schedule B1 of the Insolvency Act 1986**

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the Company from Administration to Creditors' Voluntary Liquidation. In such circumstances, Andrew Andronikou, Michael Kiely and Simon Bonney will be appointed Joint Liquidators and will be authorised to act either jointly or separately in undertaking their duties as Liquidator. Creditors may nominate a different person or persons as the proposed liquidator or liquidators in accordance with Paragraph 83(7)(a) of Schedule B1 of the Act and Rule 3.60(6)(b) of the Rules, but they must make the nomination or nominations at any time after they receive the Statement of Proposals, but before it is approved. Information about the process of approval of the Statement of Proposals is set out at Section 8; or

- (iii) however, in the unlikely event that there is no remaining property that might permit a distribution to the Company's creditors, they shall file a notice of dissolution of the Company pursuant to Paragraph 84 of Schedule B1 of the Act; or
- (iv) alternatively, and should there be no likely funds to distribute to unsecured creditors, the Joint Administrators may seek to place the Company into Compulsory Liquidation in order to bring proceedings that only a Liquidator may commence for the benefit of the estate. In such circumstances, Andrew Andronikou, Michael Kiely and Simon Bonney may ask the court that they be appointed Joint Liquidators, to act either jointly or separately in undertaking their duties as Liquidator.

**Dated this 18 April 2019**



**Andrew Andronikou**  
**Joint Administrator**

*Licensed in the United Kingdom to act as an insolvency practitioner by the Insolvency Practitioners Association*

*The affairs, business and property of SETL Development Limited (in Administration) are managed by the Joint Administrators, who act as agents of the Company and contract without personal liability.*

**DEFINITIONS**

The Act	The Insolvency Act 1986
The Rules	The Insolvency Rules 1986 or the Insolvency (England & Wales) Rules 2016 (whichever applied at the time of the event described)
The Statement of Proposals	The Statement of the Joint Administrators' Proposals prepared pursuant to Paragraph 49(1) of Schedule B1 of the Act
The Joint Administrators	Andrew Andronikou, Michael Kiely and Simon Bonney
The Company	SETL Development Limited (In Administration)
The Court	High Court of Justice
EBIT	Earnings before interest and tax
SPA	Sale & Purchase Agreement
RPO	The Redundancy Payments Office
HMRC	HM Revenue & Customs
ROT	Retention of Title
EOS	Estimated Outcome Statement
PP or Prescribed Part	The Prescribed Part of the Company's net property subject to Section 176A of the Insolvency Act 1986
QFCH	Qualifying Floating Charge Holder
SIP	Statement of Insolvency Practice (England & Wales)
TUPE	Transfer of Undertakings (Protection of Employment) Regulations

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**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)****STATUTORY INFORMATION**

Company Name	SETL Development Limited	
Previous Name(s)	None	
Trading Name(s)	SETL Development Limited	
Proceedings	In Administration	
Court	High Court of Justice	
Court Reference	1543 of 2019	
Date of Appointment	1 March 2019	
Joint Administrators	Andrew Andronikou, Michael Kiely and Simon Bonney Quantuma LLP High Holborn House, 52-54 High Holborn, London, WC1V 6RL	
Registered office Address	c/o Quantuma LLP , High Holborn House, 52-54 High Holborn, London, WC1V 6RL	
Company Number	09704844	
Incorporation Date	27 July 2015	
Company Secretary	Katherine Kennedy	
Appointment by	The Directors of the Company	
Directors at date of Appointment	Martin Clements Anthony Culligan Stuart Irving Rachel Lomax Philippe Morel Christian Noyer Nicholas Pennington Peter Randall Edward Richards Nazir Sarkar David Walker	
Director Shareholdings	Anthony Culligan	40,000,000 ordinary £0.00001p shares
	David Walker	1,500,000 ordinary £0.00001p shares
	Edward Richards	500,000 ordinary £0.00001p shares
	Martin Clements	500,000 ordinary £0.00001p shares
	Nicolas Pennington	20,000,000 ordinary £0.00001p shares
	Rachel Lomax	500,000 ordinary £0.00001p shares

**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**DIRECTORS' STATEMENT OF AFFAIRS AS AT 1 MARCH 2019 AND CREDITORS'  
DETAILS**



## STATEMENT OF AFFAIRS

Company Name: SETL Development Limited (In Administration) ("the Company")

Company Number: 09704844

In the High Court of Justice, Number 1543 of 2019

Statement as to the affairs of (a) SETL Development Limited of 1 Love Lane, London, EC2V 7JN

on 1 March 2019, the date that the Company entered Administration

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### Statement of Truth

I believe that the facts stated in this Statement of Affairs are a full, true and complete statement of the affairs of the above named Company as at 1 March 2019, the date that the Company entered Administration.

Full name ANTHONY DAVID COLLIGAN

Signed 

Dated 2/4/2019

**Insolvency Act 1986**

**SETL Development Limited (In Administration)**

**Estimated Statement Of Affairs as at 1 March 2019**

	<b>Book Value</b>	<b>Estimated to Realise</b>
	<b>£</b>	<b>£</b>
<b>ASSETS</b>		
Computer Equipment	124,016.70	83,040.00
Office Furniture	335,120.61	12,850.00
Debtors	20,000.00	20,000.00
Investment in SETL France	8,909.59	NIL
Prepayments	334,371.95	241,700.76
VAT Refund	69,694.09	69,694.09
Cash at Bank	1,211,595.02	1,211,595.02
Loan to SETL France	8,300,983.72	Uncertain
		<u>1,638,879.87</u>
<b>LIABILITIES</b>		
PREFERENTIAL CREDITORS:-		
		<u>NIL</u>
		NIL
DEBTS SECURED BY FLOATING CHARGES PRE 15 SEPTEMBER 2003		
OTHER PRE 15 SEPTEMBER 2003 FLOATING CHARGE CREDITORS		
None		<u>NIL</u>
		NIL
Estimated prescribed part of net property where applicable (to carry forward)		<u>NIL</u>
		NIL
DEBTS SECURED BY FLOATING CHARGES POST 14 SEPTEMBER 2003		
None		<u>NIL</u>
		NIL
Estimated prescribed part of net property where applicable (brought down)		<u>NIL</u>
		NIL
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)		
Trade & Expense Creditors	(175,941.88)	
Directors	(55,000.01)	
Banks/Institutions	(3,000,000.00)	
H M Revenue & Customs	<u>(141,652.64)</u>	
		<u>(3,372,594.53)</u>
Estimated deficiency/surplus as regards non-preferential creditors		
(excluding any shortfall in respect of F C's post 14 September 2003)		<u>(1,733,714.66)</u>
		<u>(1,733,714.66)</u>
Issued and called up capital		
Ordinary Shareholders	(1,260.72)	
		<u>(1,260.72)</u>
<b>TOTAL SURPLUS/(DEFICIENCY)</b>		<u><u>(1,734,975.38)</u></u>

**SETL Development Limited**  
**B - Company Creditors**

Key	Name	Address	£
CP00	Amanda Porter	3413 Sean Way, Lawrenceville, Ga 30044, USA	906.14
CC01	Anthony Culligan	16 Eton Road, London, NW3 4SS	10,000.00
CZ00	Aston Lark	Ibex House, 42-47 Minorities, London, EC3N 1DY	3,600.00
CQ00	Atora Consulting	38 rue des Apennins, 75017, Paris	12,859.53
CB00	Baker McKenzie	Ark Hills Sengokuyama Mori Tower 28th Floor, 1-9-10 Roppongi, Minato-ku, Tokyo, 106-0032 Japan	4,751.20
CA00	BDO	55 Baker Street, London, W1U 7EU	14,400.00
CB05	Bristow Holland	Accounts Team, 18 Brightwell Barns, Waldringfield Road, Ipswich, IP10 0BJ	5,415.00
CA01	Charles Russell Speechlys	5 Fleet Place, London, EC4M 7RD	6,235.70
CN01	Christian Noyer		6,666.67
CC00	Citigroup Financial Products Inc	Citigroup Centre, 388 Greenwich Street, New York, NY 10013, USA	3,000,000.00
CA02	CRS Paris	41 Avenue de Friedland, 75008, Paris, France	462.94
CA03	Datadog	620 8th AVE FL 45, NEW YORK NY 10018, United States	559.25
CW00	David Walker		8,333.33
CR00	Edward Richards		6,666.67
CA04	Epic Property Asset Management	3 Burlington Gardens, London, W1S 3EP	2,141.36
CB04	Francois Barthelemy	6 rue de Valmartin, 78810 Feucherolles, France	10,000.00
CA05	Greenace	Portman Suite, R/O 33 Fore Street Ipswich, Suffolk, IP4 1JL	766.08
CA06	HMRC		141,652.64
CA07	Hobbs Read Limited	Earls Colne Business Park, Colchester, Essex, CO1 1TG	8,348.38
CA08	Illume	Kemp House, 152-160 City Road, London, EC1V 2NX	396.00
CA09	Kodiac consulting	71 boulevard de Reully, 75012 PARIS	3,429.21
CA0A	Lucknam Park	Colerne, Chippenham, Wiltshire, SR14 8AZ	1,675.00
CC02	Martin Clements		6,666.67
CA0B	Merrill Corporation		5,039.50
CA0C	Natwest One Card	15 Bonhill Street, London, EC2A 4DN	26,194.02
		COMMERCIAL CARDS DIVISION, Cards Customer Services, PO BOX 5747, SOUTHERND-ON-SEA SS1 9AJ	
CA0D	Noble & Co	53 Park Town, Oxford, OX2 6SL	500.00
CA0E	Office Water Supplies	Unit 6A Snetterton Business Park, Hatling Road, Snetterton, Norfolk, NR16 2JU	179.40
CA0F	Orotan Legal	10th Floor Chancery Place, 50 Brown Street, Manchester, M2 2JG	168.00
CA0G	PA Consulting	Melbourn, Hertfordshire, SG8 6DP	12,000.00
CA0H	Property Support Services (UK) Ltd	3 Banson's Yard High Street, Ongar, Essex, CM5 9AA	74.10

**SETL Development Limited**  
**B - Company Creditors**

Key	Name	Address	£
CQ01	Quantitative Software Consulting Ltd		
CL00	Rachel Lomax	Oakley House, Roman Road, London, W4 1NA	32,000.00
CA01	Royal London	Royal London House, Alderley Road, Wilmslow, Cheshire, SK9 1PF	6,666.67
CA0J	Scrutton Bland	Fitzroy House, Crown Street, Ipswich, Suffolk, IP1 3LG	10,133.64
CA0K	Seasons Catering	Unit 20, Brookhouse Business Park, Brunel Road, Ipswich, IP2 0EF	234.00
CA0L	Soficat	Thames Industrial Estate, Marlow, Buckinghamshire, SL7 1LW	72.00
CS00	Stewarts Law LLP	5 New Street Square, London, EC4A 3BF	9,117.64
CA0M	Syigma Security Systems	Unit K, Blois Meadow Business Centre, Steeple Bumpstead, Suffolk, CB9 7BN	660.00
CB01	The London Plant Company	Unit 5 Tower Workshops, Riley Road, London, SE1 3DG	456.00
CB02	Thomson Reuters	FiveCanadaSquare, Canary Wharf, London, E14 5AQ	1,638.28
CB03	Victoria Guzo	46 Rue Des Gravilliers, 75003 Paris, France	154.80
CV00	Vodafone	The Connection, Newbury, Berkshire, RG14 2FN	11,252.09
			122.62
<b>42 Entries Totalling</b>			<b>3,372,594.53</b>

SETL Development Limited  
B1 - Company Creditors - Employees & Directors

Key	Name	Address	Pref £	Unsec £	Total £
0 Entries Totalling			0.00	0.00	0.00

**SETL Development Limited**  
**B2 - Company Creditors - Consumer Creditors**

Key	Name	Address	£
0 Entries Totalling			0.00

**SETL Development Limited**  
**C - Shareholders**

Key	Name	Address	Type	Nominal Value	No. Of Shares	Called Up per share	Total Amt. Called Up
HC00							
HA00	Atalis Consulting LLP	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	30,000,000	0.00	0.00
HC02	Computershare Limited	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	13,585,000	0.00	0.00
HC03	Credit Agricole Corporate and Inves	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	3,702,000	0.00	0.00
HD00	Debitif LLP	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	1,428,000	0.00	0.00
HP00	Lucinda Pennington	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	10,000,000	0.00	0.00
HC04	Mr Anthony David Culligan	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	40,000,000	0.00	0.00
HW00	Mr David Alan Walker	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	1,500,000	0.00	0.00
HP01	Mr Edward Richards	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	500,000	0.00	0.00
HC01	Mr Martin Hugh Clements	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	500,000	0.00	0.00
HP02	Mr Nicholas Patrick Pennington	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	20,000,000	0.00	0.00
HL00	Mrs Janis Rachel Lomax	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	500,000	0.00	0.00
HS00	S2iEM Societe D Investissement E	1 Love Lane, London, EC2V 7JN	Ordinary	0.00001	4,357,000	0.00	0.00
<b>12 Ordinary Entries Totalling</b>					<b>126,072,000</b>		

**SETL Development Limited**

**Schedule of Secured Creditors**

**Secured Creditors**

<b>Secured creditor's name and address</b>	<b>Amount of claim (estimated)</b>	<b>Details of security</b>	<b>Date security was given</b>	<b>Value of security (per Statement of Affairs)</b>
None	-	-	-	-



Insolvency Act 1986 and Insolvency Rules (England and Wales) 2016

SETL Development Limited - In Administration

Joint Administrators' Estimated Outcome Statement as at 18 April 2019

	Current Realisations £	Estimated Future Realisations £	Total £
<b>ASSETS</b>			
<b>UNCHARGED ASSETS</b>			
Computer Equipment	0 00	Uncertain	Uncertain
Office Furniture	0 00	Uncertain	Uncertain
Debtors	0 00	20,000.00	20,000.00
Prepayments	0 00	Uncertain	Uncertain
VAT Refund	0 00	Uncertain	Uncertain
Cash at Bank	1,168,508.64	5,000.00	1,173,508.64
Funds Held by Solicitor	14,376.04	0.00	14,376.04
Bank Interest Gross	47.89	Uncertain	47.89
Deposit for Exclusivity Period	150,000.00	0.00	150,000.00
Loan to SETL France	0.00	Uncertain	Uncertain
	<u>1,332,932.57</u>	<u>25,000.00</u>	<u>1,357,932.57</u>
<b>COSTS</b>			
Deficiency from Trading Period	(574,332.67)	Uncertain	Uncertain
Joint Administrators' Pre Appt Fee	0.00	(35,075.50)	(35,075.50)
Joint Administrators' Pre Appt Disbursements	0.00	(80.40)	(80.40)
Joint Administrators' Post Appt Fee	0.00	(498,490.82)	(498,490.82)
Joint Administrators' Post Appt Disbursements & Expenses	(1,731.16)	(5,503.84)	(7,235.00)
CVA Proposal Fee (if required)	0.00	(25,000.00)	(25,000.00)
Legal Costs	0.00	(325,000.00)	(325,000.00)
Agents Costs	0.00	(10,000.00)	(10,000.00)
	<u>(576,063.83)</u>	<u>(899,150.56)</u>	<u>(900,881.72)</u>
<b>LIABILITIES</b>			
<b>PREFERENTIAL CREDITORS: None</b>			0.00
			<u>0.00</u>
<b>NET PROPERTY</b>			Uncertain
Estimated prescribed part of net property where applicable (to carry forward) - N/A			0.00
<b>AVAILABLE TO FLOATING CHARGE-HOLDER</b>			<u>Uncertain</u>
<b>DEBTS SECURED BY FLOATING CHARGES POST 15 SEPTEMBER 2003</b>			0.00
Less: Floating Charge Creditor - None			<u>0.00</u>
Surplus/(Deficiency) to QFC			Uncertain
Estimated prescribed part of net property where applicable (brought down)			0.00
Available to Ordinary Unsecured Creditors			<u>Uncertain</u>
Unsecured non-preferential claims (excluding any shortfall to floating charge holders)			
Trade & Expense Creditors			(175,941.88)
Directors			(55,000.01)
Banks/Institutions			(3,000,000.00)
HM Revenue & Customs			(141,652.64)
			<u>(3,372,594.53)</u>
Estimated deficiency/surplus as regards non-preferential creditors (excluding any shortfall in respect of F.C.'s post 14 September 2003)			<u>Uncertain</u>
Shortfall to Floating Charge Holder			0.00
Estimated deficiency to creditors			<u>Uncertain</u>
Issued and called up capital			
Ordinary Shareholders			(1,260.72)
<b>TOTAL SURPLUS/(DEFICIENCY)</b>			<u>Uncertain</u>
<b>SUMMARY OF ESTIMATED RETURN TO CREDITORS</b>			
Estimated Dividend to Secured Creditors	N/A	p in the £	
Estimated Dividend to Preferential Creditors	N/A	p in the £	
Estimated Dividend to Unsecured Creditors	Uncertain	p in the £	

**Notes**

It should be noted that, due to the uncertain outcome from the sale of the Company's business and assets, which currently being negotiated, the Joint Administrators are unable to provide any further clarity on the estimated outcome of the Administration at this time

**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**THE JOINT ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT AND TRADING  
ACCOUNT TO 18 APRIL 2019**

**SETL Development Limited  
(In Administration)**

**Joint Administrators' Summary of Receipts and Payments  
To 18 April 2019**

	Statement of Affairs (£)	Total (£)
<b>RECEIPTS</b>		
Computer Equipment	83,040.00	0.00
Office Furniture	12,850.00	0.00
Debtors	20,000.00	0.00
Prepayments	241,700.76	0.00
VAT Refund	69,694.09	0.00
Cash at Bank	1,211,595.02	1,168,508.64
Funds Held by Solicitor		14,376.04
Bank Interest Gross		47.89
Deposit for Exclusivity Period		150,000.00
		<hr/> 1,332,932.57
<b>PAYMENTS</b>		
Deficiency from Trading Period		574,332.67
Data Room Costs		1,181.50
Pension Agents Fees		300.00
Statutory Advertising		84.50
Bank Charges		165.16
		<hr/> 576,063.83
<b>Net Receipts/(Payments)</b>		<hr/> <b>756,868.74</b> <hr/>
<b>MADE UP AS FOLLOWS</b>		
Bank 1 GBP Account		163,628.82
Bank 2 EURO Account		432,734.26
Bank 3 USD Account		839.25
ESCROW GBP Account		150,000.00
VAT Receivable / (Payable)		9,666.41
		<hr/> <b>756,868.74</b> <hr/>

**Notes**

- 1 The balance of funds in hand is held in interest bearing accounts at Metro Bank.
- 2 Amounts in the above statement are shown exclusive of VAT unless specifically stated.
- 3 The above statement should be read in conjunction with the Joint Administrators' Proposals dated 18 April 2019 and the Joint Administrators' Trading Account dated 18 April 2019.
- 4 The above figures under the Statement of Affairs column are taken from the directors' Statement of Affairs as at 1 March 2019, dated 2 April 2019. The Joint Administrators have not independently verified the contents of this document.

**Andrew Andronikou, Michael Kiely and Simon Bonney**  
**Joint Administrators**  
**18 April 2019**

**SETL Development Limited  
(In Administration)**

**Joint Administrators' Trading Account  
To 18 April 2019**

	Statement of Affairs (£)	Total (£)
<b>RECEIPTS</b>		
None		0.00
		<hr/> 0.00
<b>PAYMENTS</b>		
Sub Contractors		83,374.28
Direct Labour		192,608.84
Pension Contributions		12,148.02
PAYE/NIC		127,433.42
Telephone		1,542.08
Repairs & Maintenance		107.91
Costs for President of French Subsidiary		5,000.00
Employee Expenses		8,062.91
IT Costs		12,944.83
Accounting Package Costs		390.00
Water Costs		169.00
Payroll Costs		246.00
Cleaning Costs		1,035.78
Shredding Costs		90.00
SETL France Costs		129,179.60
		<hr/> 574,332.67
<b>Net Receipts/(Payments)</b>		<hr/> <b>(574,332.67)</b> <hr/>

**Notes**

- 1 Amounts in the above statement are shown exclusive of VAT unless specifically stated.
- 2 The above statement should be read in conjunction with the Joint Administrators' Proposals dated 18 April 2019 and the Joint Administrators' Receipts and Payments Account dated 18 April 2019.

**Andrew Andronikou, Michael Kiely and Simon Bonney**  
**Joint Administrators**  
**18 April 2019**

**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**BREAKDOWN OF PRE-ADMINISTRATION TIME COSTS FOR QUANTUMA LLP**

# Time Entry - SIP9 Time & Cost Summary

6004166 - SETL Development Limited  
To: 28/02/2019

Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Admin & Planning	105.60	14.70	1.90	0.60	122.80	52,825.50	430.18
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cashiering	0.00	0.00	0.00	0.20	0.20	25.00	125.00
Closing Procedures	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Investigations	4.00	0.00	0.00	0.00	4.00	1,600.00	400.00
Pre Appointment	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Realisation of Assets	0.00	0.00	12.50	0.00	12.50	5,625.00	450.00
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total Hours</b>	<b>109.60</b>	<b>14.70</b>	<b>14.40</b>	<b>0.80</b>	<b>139.50</b>	<b>60,075.50</b>	<b>430.65</b>
<b>Total Fees Claimed</b>							<b>25,000.00</b>
<b>Total Disbursements Claimed</b>							<b>0.00</b>

Time Entry - SIP9 Time & Cost Summary

6003961 - SETL Development Limited (CF)  
To: 28/02/2019

Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Admin & Planning	0.00	59.50	15.00	0.20	74.70	14,544.00	194.70
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cashiering	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Closing Procedures	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Investigations	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Pre Appointment	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Realisation of Assets	9.50	0.00	13.00	0.00	22.50	10,600.00	471.11
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Total Hours	9.50	59.50	28.00	0.20	97.20	25,144.00	258.68
Total Fees Claimed						25,000.00	
Total Disbursements Claimed						0.00	

# Time Entry - SIP9 Time & Cost Summary

6003870 - SETL Development Limited

To: 28/02/2019

Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Admin & Planning	15.35	6.20	0.20	0.10	21.85	9,394.75	429.97
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cashiering	0.00	0.50	0.00	0.20	0.70	165.00	235.71
Closing Procedures	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Investigations	23.50	0.00	0.00	0.00	23.50	9,400.00	400.00
Pre Appointment	0.00	0.00	0.00	1.10	1.10	104.50	95.00
Realisation of Assets	0.00	0.00	9.70	0.00	9.70	4,365.00	450.00
Trading	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total Hours</b>	<b>38.85</b>	<b>6.70</b>	<b>9.90</b>	<b>1.40</b>	<b>56.85</b>	<b>23,429.25</b>	<b>412.12</b>
<b>Total Fees Claimed</b>							<b>15,000.00</b>
<b>Total Disbursements Claimed</b>							<b>0.00</b>



**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**CHARGE-OUT RATES AND BASES OF DISBURSEMENTS ("QUANTUMA LLP'S  
SUMMARY")**



## Schedule of Current Charge Out Rates and Chargeable Disbursements

### Staff Allocation & Support Staff

An objective and practical approach is taken to each case which includes active Partner involvement from the outset. Other members of staff will be assigned on the basis of experience and specific skills to match the needs of the case. In accordance with the provisions of Statement of Insolvency Practice 9 (SIP 9), set out below are the current charge out rates per hour for the grades of staff employed within Quantuma LLP, exclusive of VAT.

Grade of Staff	Rate from 1 April 2018
<b>Corporate Finance Partner</b>	£500.00
<b>Partner</b>	£295.00 - £495.00
<b>Director</b>	£250.00 - £450.00
<b>Senior Manager</b>	£225.00 - £375.00
<b>Manager</b>	£200.00 - £280.00
<b>Assistant Manager</b>	£185.00 - £265.00
<b>Senior Administrator</b>	£175.00 - £255.00
<b>Administrator</b>	£150.00 - £175.00
<b>Assistant Administrator</b>	£100.00
<b>Case Accountant</b>	£125.00
<b>Junior Administrator</b>	£75.00 - £100.00
<b>Support Staff/Executive Assistant</b>	£95.00 - £125.00

Work undertaken is recorded in 6 minute units in an electronic time recording system. Time properly incurred on cases is charged at the hourly rate of the grade of staff undertaking the work that applies at the time the work is done. There has been no allocation of any general or overhead costs.

Time spent on casework is recording directly to the relevant case and the nature of the work undertaken is recorded at that time. The work is recorded under the following categories:

- Administration & Planning
- Creditors
- Investigations
- Realisation of Assets
- Trading
- Cashiering
- Closing Procedures

On occasion it may be necessary to change the rates applicable to the work undertaken and if this occurs during the period of the assignment any material changes will be notified to creditors as part of the normal fee reporting procedures. Rates are likely to be subject to periodic increase.

The time of support staff and executive assistants is not charged to a case except when the initial set up is being performed or when a sizeable administrative task or appropriate ad hoc duty is being undertaken.

Details of historic charge out rates are provided at the end of this guide. Should any creditor wish to receive details of the charge out rates in force prior to those shown, these can be provided upon request.

### Subcontractors

Details and the cost of any work which has been or is intended to be sub-contracted out that could otherwise be carried out by the office holder or his staff will be provided in any report which incorporates a request for approval of the basis upon which remuneration may be charged.



#### Direct Expenses (Category 1 Disbursements)

Category 1 disbursements, as defined by SIP 9, are expenses which are directly referable both to the appointment in question and a payment to an independent third party at cost and without uplift.

These expenses, which do not require the prior approval of creditors, include but are not limited to the following examples:

Category 1 Disbursement	Basis of Charge
Indemnity Bond	At cost of mandatory cover required in accordance with the Insolvency Act 1986 for each appointment
Insurance of assets	At cost in relation to asset coverage requirements
Travel	All forms other than mileage at actual cost
Room Hire	All external venues at actual cost
Record Listing, Storage & Retrieval	At cost incurred
Postage	At cost incurred
Virtual Meeting Platform (from 6/4/17)	At cost incurred

#### Indirect Expenses (Category 2 Disbursements)

These are expenses that are directly referable to the appointment in question but which are not to an independent third party and may include shared or allocated costs that can be apportioned to the appointment on a proper and reasonable basis.

They may also include payment to an individual with whom a practice or individual within a practice has a business or personal relationship. Included within the list below is the cost per hour of Mr Mick Brunning, who is the husband of an individual within the practice. It is considered that the services of Mr Brunning represent best value.

Other payments made to individuals of businesses with whom the practice or individual within the practice has a business or personal relationship will be disclosed to creditors and an appropriate resolution for approval will be proposed.

Specific approval for Category 2 Disbursements is required from creditors before they can be paid.

The following indirect disbursements (Category 2 Disbursements, as defined by SIP 9) are charged to cases where appropriate on the following basis:

Category 2 Disbursement	Cost £
Photocopying, scanning and faxes (per side)	0.10
Company Search	10.00
Stationery (per Report/Letter per member/creditor)	0.50
Mileage incurred as a result of necessary travel as per HMRC's approved rate (per mile)	0.45
Internal Meeting Room Hire (outside London)	65.00



Category 2 Disbursement	Cost £
Internal Meeting Room Hire (in London)	95.00
Mick Brunning – collection and listing of books and records (per hour)	10.00
Electronic Anti-Money Laundering Identification Search (per search) (from 01/01/2018)	3.00

Category 2 disbursements may be subject to periodic increase and this schedule will be updated accordingly. The schedule is available for creditors to review at <http://www.quantuma.com/guide/creditors-guide-fees/>. Details of historic disbursement charges can be found at the end of this schedule.

#### Professional Advisors

Details of any professional advisor(s) used will be given in reports to creditors. The fee arrangement for each will be disclosed in reports to creditors and these will be reviewed on a regular basis, together with the recovery or relevant disbursements. The choice of professional advisors is based around a number of factors including, but not restricted to, their expertise in a particular field, the complexity or otherwise of the assignment and their geographic location.

#### VAT

With the exception of Individual Voluntary Arrangements and Company Voluntary Arrangements which are VAT exempt, the office holders' remuneration and disbursements invoiced to the insolvency estate will be subject to VAT at the prevailing rate.

#### Creditors' Rights

Information about Creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type and challenged are available in a series of guides issued with SIP 9 and can be accessed at <https://www.quantuma.com/guide/creditors-guide-fees/>. Alternatively hard copies of these documents may be requested free of charge from Quantuma LLP's registered office.



### Historic Charge Out Rates

	Rates from 1 April 2016	Rates from 15 July 2015	Rates from 1 April 2015
<b>Partner</b>	£295.00 - £475.00	£295.00 - £475.00	£295.00 - £475.00
<b>Director</b>	£250.00 - £325.00	£250.00 - £325.00	£250.00 - £325.00
<b>Senior Manager</b>	£225.00 - £350.00	£225.00 - £350.00	£225.00 - £275.00
<b>Manager</b>	£200.00 - £250.00	£200.00 - £250.00	£200.00 - £250.00
<b>Assistant Manager</b>	£185.00 - £265.00	£185.00	£185.00
<b>Senior Administrator</b>	£175.00 - £215.00	£175.00 - £215.00	£175.00 - £215.00
<b>Administrator</b>	£150.00 - £175.00	£150.00 - £175.00	£150.00 - £175.00
<b>Assistant Administrator</b>	£100.00	£100.00	£100.00
<b>Case Accountant</b>	£125.00	£125.00	£125.00
<b>Junior Administrator</b>	£75.00 - £100.00	£75.00 - £100.00	£75.00 - £100.00
<b>Support Staff/Executive Assistant</b>	£95.00 - £100.00	£95.00 - £100.00	£95.00 - £100.00

	Rates from 1 February 2015	Rates from 5 January 2015	Rates from 1 November 2014
<b>Partner</b>	£295.00 - £445.00	£295.00 - £425.00	£295.00 - £425.00
<b>Director</b>	£250.00 - £325.00	£250.00 - £325.00	£250.00 - £325.00
<b>Senior Manager</b>	£225.00 - £275.00	£225.00 - £275.00	£225.00 - £275.00
<b>Manager</b>	£200.00 - £250.00	£200.00 - £250.00	£200.00
<b>Assistant Manager</b>	£185.00	£185.00	£185.00
<b>Senior Administrator</b>	£175.00	£175.00	£175.00
<b>Administrator</b>	£150.00 - £175.00	£150.00 - £175.00	£150.00 - £175.00
<b>Assistant Administrator</b>	£100.00	£100.00	£100.00
<b>Case Accountant</b>	£125.00	£125.00	£125.00
<b>Junior Administrator</b>	£75.00 - £100.00	£75.00 - £100.00	£75.00 - £100.00
<b>Support Staff/Executive Assistant</b>	£95.00 - £100.00	£95.00 - £100.00	£95.00 - £100.00



### Historic Disbursement Charging Rates

With effect from 6 April 2017, the following charges will no longer be applied to existing or new cases.

Category 1 Disbursement	Basis of Charge
Stationery	At cost incurred
Postage	At cost incurred (other than for reports to creditors scheduled below *)

Category 2 Disbursement	Cost £
File Set Up (per file)	7.00
Postage per Report to Creditors and Members (per report)	0.50
Reports to Members and Creditors (published on line – per report per member/creditor)	0.25

\*to ensure consistent charging of postage across our cases, all postage will be charged at the cost incurred and therefore reports will not be subject to the Category 2 charge shown above.

With effect from 1 January 2018, the following charges will no longer be applied to existing or new cases.

Category 2 Disbursement	Cost £
Box Storage (per box for life of case)	50.00
Electronic Anti-Money Laundering Identification Search (per case) (from 1/9/16)	12.00



**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**BREAKDOWN OF THE JOINT ADMINISTRATORS' TIME COSTS FROM 1 MARCH 2019 TO  
18 APRIL 2019**

# Time Entry - SIP9 Time & Cost Summary

6004166 - SETL Development Limited  
From: 01/03/2019 To: 18/04/2019

Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate (£)
Admin & Planning	91.45	23.40	28.70	5.60	149.15	53,165.25	356.45
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cashiering	0.15	0.00	1.30	10.80	12.25	1,725.75	140.88
Closing Procedures	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Creditors	4.60	4.40	28.50	0.00	37.50	10,776.50	287.37
Investigations	2.90	0.00	0.90	0.00	3.80	1,665.00	438.16
Pre Appointment	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Realisation of Assets	246.80	10.20	42.80	0.00	299.80	131,738.50	439.42
Trading	29.10	38.50	43.10	0.00	110.70	33,752.50	304.90
<b>Total Hours</b>	<b>375.00</b>	<b>76.50</b>	<b>145.30</b>	<b>16.40</b>	<b>613.20</b>	<b>232,823.50</b>	<b>379.69</b>
<b>Total Fees Claimed</b>						<b>0.00</b>	
<b>Total Disbursements Claimed</b>						<b>0.00</b>	



**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**INFORMATION TO SUPPORT THE JOINT ADMINISTRATORS' FEE PROPOSAL**

**a) The Joint Administrators' Fees Estimate**

Please note that this estimate reflects the work undertaken and time anticipated to be incurred for the full period of the Administration and thus it includes the time already incurred, details of which are provided in Appendix IV.

**b) The Joint Administrators' Expenses Estimate**

Below is the expenses estimate in respect of category 1 direct expenses and category 2 expenses, which will have an element of shared or allocated costs.

Please note that this estimate reflects the expenses anticipated to be incurred for the full period of the Administration and thus it includes expenses already incurred, details of which are provided elsewhere in this document.

Please note that this estimate has been provided on the assumptions given in Section 6. In the event that it proves necessary for the Joint Administrators to incur additional expenses in performing their duties, they will provide further details in their progress reports, but there is no statutory obligation to ask creditors to approve any adjusted estimate.

**Estimate of Fees and Expenses for  
SETL Development Limited (In Administration)  
To 29/02/2020 or for the life of the case.**

	<b>Total Hours</b>	<b>Avg Hourly Rate £</b>	<b>Time Cost £</b>	<b>Disbursements £</b>	<b>Expenses £</b>
<b>Classification of Work Function</b>					
Admin & Planning	286.00	384.83	110,061.66		
Cashiering	86.00	238.01	20,469.17		
Closing Procedures	23.00	331.20	7,617.50		
Creditors	194.00	341.64	66,278.33		
Investigations	43.00	361.92	15,562.50		
Realisation of Assets	456.00	394.61	179,943.33		
Trading	277.00	355.81	98,558.33		
	<u>1,365.00</u>	<u>365.19</u>	<u>498,490.82</u>		
<b>Disbursements</b>					
Category 1 Disbursements				336,773.00	
Category 2 Disbursements				<u>2,212.00</u>	
				<u>338,985.00</u>	
<b>Expenses (*)</b>					
Expenses					1,000.00
Motor Expenses					200.00
Pension Advice					2,000.00
Subsistence					<u>50.00</u>
					<u>3,250.00</u>
<b>Totals</b>	<u>1,365.00</u>	<u>365.19</u>	<u>498,490.82</u>	<u>338,985.00</u>	<u>3,250.00</u>

(\*) Details of the expenses the IP considers will be, or are likely to be, incurred during the period of this estimate.

**Details of estimated disbursements that will be paid during the period of this estimate.**

**Category 1 Disbursements**

Agents fees	10,000.00
Insurance of Assets	500.00
Legal costs	325,000.00
Postage	100.00
Specific Bond	135.00
Statutory Advertising	338.00
Storage Costs	200.00
Taxi Fares	100.00
Train Fares	<u>400.00</u>
	<u>336,773.00</u>

**Category 2 Disbursements**

AML Electronic Identification Search	12.00
Photocopying	100.00
Stationery	100.00
Website Charge	<u>2,000.00</u>
	<u>2,212.00</u>

**Notes:**

1. Category 1 Disbursements are payable without prior approval as they are payments to independent third parties

## **Estimate of Fees and Expenses for SETL Development Limited (In Administration)**

e.g. advertising, room hire, storage, travel expenses

2. Category 2 Disbursements are costs directly referable to the appointment e.g. Postage, Printing & Stationery, Mileage but as they are not to an independent third party they require approval in the same manner as the fee

3. The figures provided for Expenses are as accurate as possible based on the information available at this time.

No prior approval is required for the payments of the expenses as they are regarded as a cost of the administration of the estate

4. Further approval will be sought from the creditors' committee or creditors if the circumstances of the case indicate that the above fee estimate is likely to be exceeded

5. The above estimates are all exclusive of VAT

## **Estimate of Fees and Expenses for SETL Development Limited (In Administration)**

### **Explanatory Note:**

#### **FEE ESTIMATE**

The office holders are seeking to be remunerated on a time cost basis. We use charge out rates appropriate to the skills and experience of a member of staff and the work that they perform, recording time spent in 6 minute units. Narrative is recorded to explain the work undertaken and the time spent is analysed into different categories of work. In this document the estimated time that will be spent undertaking the work in each category of work has been multiplied by the applicable charge out rate for each member of staff that it is anticipated will undertake work in that category to arrive at the estimated total time costs attributable to that category of work on the case. We have then divided that estimated total by the estimated number of hours to arrive at a blended hourly charge out rate for that category of work.

This estimate has been provided to creditors at an early stage in the case. Whilst all possible steps have been taken to make this estimate as accurate as possible, it is based on the office holders' current knowledge of the case and their knowledge and experience of acting as office holders in similar cases. As a result, the estimate does not take into account any currently unknown complexities or difficulties that may arise during the administration of the case.

This fee estimate covers the life of the case and it is currently not anticipated that the total fees during the life of the case will exceed the estimate. However since the office holders cannot draw remuneration in excess of this estimate without first obtaining approval to do so, should the fee estimate be exceeded and where the office holders consider it appropriate in the context of the case, they will seek a resolution to increase the fee. A full outline and explanation of the fees incurred against the fees that have been estimated below will be provided to creditors with this request.

The hourly charge out rates that it is anticipated will be used on the case are as follows:

	£
Corporate Finance Partner	500.00
Partner	495.00
Corporate Finance Director	450.00
Director	400.00
Senior Manager	375.00
Manager	280.00
Assistant Manager	265.00
Senior Administrator	255.00
Administrator	175.00
Assistant Administrator	100.00
Case Accountant	125.00
Support Staff/Executive Assistant	125.00

Please note that the rates quoted above will be used for each category of work outlined in the estimate and will be subject to periodic increase.

Explanations are given below in relation to each category of work outlined in the estimate. A list of the activities under those categories that it is anticipated will be carried out is also provided.

#### **Administration and planning**

## **Estimate of Fees and Expenses for SETL Development Limited (In Administration)**

This represents the work that is involved in the routine administrative functions of the case by the office holders and their staff, together with the control and supervision of the work done on the case by the office holders and their managers. It does not give direct financial benefit to the creditors, but ensures that the case is managed in a professional and methodical manner and has to be undertaken by the office holders to meet their requirements under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that office holders must follow.

- Initial Statutory and General Notifications & Filing e.g. Advertising the appointment, undertaking statutory notifications to Companies House, HMRC, the Pension Protection Fund, preparing the documentation and dealing with other notification of appointment
- Obtaining a specific penalty bond
- Recovering & Scheduling the company's books and records
- Setting up electronic case files and electronic case details on IPS
- General Administration - Dealing with all routine correspondence and emails relating to the case
- Case strategy & completing file reviews at 1 month, 2 months, 6 months and 6 months thereafter
- VAT & Corporation Tax matters and returns

### **Creditors**

Employees - The office holder needs to deal with general employee queries and the potential transfer of employment under TUPE.

Claims of creditors - the office holder needs maintain up to date records of the names and addresses of creditors, together with the amounts of their claims as part of the management of the case, and to ensure that notices and reports can be issued to the creditors. The office holder will also have to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. The office holder is required to undertake this work as part of his statutory functions.

Dividends - the office holder has to undertake certain statutory formalities in order to enable him to pay a dividend to creditors. This includes writing to all creditors who have not lodged proofs of debt and reviewing the claims and supporting documentation lodged by creditors in order to formally agree their claims, which may involve requesting additional information and documentation from the creditors.

- Employees - dealing with employee correspondence/calls and dealing with the potential transfer of employment under TUPE
- Preparing the documentation and dealing with initial appointment notification to creditors
- Dealing with creditor correspondence, emails and telephone conversations
- Dealing with Pension Schemes
- Payment of Dividends - calculating, paying a dividend to creditors & issuing the declaration notice
- Notice of Intended Dividend - issuing a notice of intended dividend to creditors and advertising where appropriate
- Reviewing and adjudicating creditors' claims - adjudicating claims & requesting additional information in support of claims
- Dealing with HMRC/RPO claims
- Annual/Progress Reports
- Initial Appointment Notification to Creditors - Preparing the documentation & sending out initial appointment notification to creditors
- Interim Fee Report to Creditors
- Para 49 Administrators' Proposals
- Para 53 Report of Initial Meeting/Deemed Approval Documentation

### **Investigations**

The insolvency legislation gives the office holders powers to take recovery action in respect of what are known as antecedent transactions eg where assets have been disposed of prior to the commencement of the insolvency procedure (and also in respect of matters such as misfeasance and wrongful trading). The office holders are required by the Statements of Insolvency Practice to undertake an initial investigation in all cases to determine whether there are potential recovery actions for the benefit of creditors and the time costs recorded represent the costs of undertaking such an initial investigation. If potential recoveries or matters for further investigation are identified then the office holders will need to incur additional time costs to investigate them in detail and to bring recovery actions

## **Estimate of Fees and Expenses for SETL Development Limited (In Administration)**

where necessary, and further information will be provided to creditors and approval for an increase in fees will be made as necessary. Such recovery actions will be for the benefit of the creditors and the office holders will provide an estimate of that benefit if an increase in fees is necessary.

The office holders are also required by legislation to report to the Department for Business, Energy & Industrial Strategy on the conduct of the directors. The work to enable them to comply with these statutory obligations may also identify potential recovery actions.

-SIP 2 Review- Conducting an initial investigation with a view to identifying potential asset recoveries by seeking and obtaining information from relevant third parties, such as the bank, accountants, solicitors, etc.

-CDDA Reports - Preparing a report or return on the conduct of the directors as required by the Company Directors Disqualification Act.

-Investigating & Pursuing Antecedent Transactions

### **Realisation of Assets**

This is the work that needs to be undertaken to realise the known assets in the case. If this work is undertaken, the office holder anticipates that the assets will realise the estimated to realise amounts provided to creditors.

-Freehold/Leasehold Property - Dealing with the Company's leases and liaising with landlords

-Debtors - Seeking repayment of debtor funds

-Sale of Business - Undertaking a review of the Company's business and assets, and liaising/negotiating with interested parties to agree a sale

-Goodwill

-Intellectual Property

-Sale of Shares - Reviewing position regarding shares held in joint ventures and subsidiaries. Liaising with key parties and negotiating sale terms

-Investments

-Cash at Bank - Retrieving cash held in the Company's bank account

-Arranging & Monitoring Insurance

It should be noted that the Joint Administrators have engaged the Corporate Finance team at Quantuma LLP to assist with the sale of the business and assets of the Company. The time costs of the Corporate Finance are incorporated within the time costs of the Joint Administrators.

### **Note 5 - Trading**

The office holders have decided to trade the business of the company in order to achieve a better realisation which it is anticipated will be for a greater amount than a disposal of assets on a break up basis in order to maximise the recoveries on behalf of creditors. The particular tasks scheduled in this category of work are required to be undertaken in order to enable the office holder to monitor and control the trading of the business, and include statutory functions that are required to be undertaken when running any business.

-Managements of Operations - Dealing with correspondence from various stakeholders and ensuring that trade is continue in a cost effective manner

-Forecasting/Cashflow/Banking

-Employee issues/payroll

-Negotiating with customers

-Negotiating with suppliers

-TAX/VAT

### **Cashiering**

The office holders must ensure that estate bank accounts are opened and maintained in accordance with legislation and SIPs. Bank reconciliations are performed on all bank accounts and statutory receipts and payments accounts are filed at Companies House & Court.

## **Estimate of Fees and Expenses for SETL Development Limited (In Administration)**

- Opening, maintaining and managing the Office Holders' cashbook and bank account.
- Dealing with cheque requisitions
- Dealing with deposit forms
- Bank Reconciliations
- Preparing & Filing statutory Receipts & Payments accounts

### **Closing Procedures**

The office holders are required by statute to effect an orderly end to the case and although this has no direct financial benefit to the creditors it is necessary so that where applicable final meetings are advertised and held and final reports are filed at Companies House and Court.

- Preparing Final Account
- Filing final statutory returns at Companies House/Court

### **EXPENSE ESTIMATE**

Full details of Quantuma LLP's charging policy in relation to disbursements can be found at <http://www.quantuma.com/guide/creditors-guide-fees/> or alternatively a hard copy can be requested free of charge from the Quantuma LLP office dealing with this case.

**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**NOTICE OF DECISION PROCEDURE / VOTING FORM / PROOF OF DEBT**



## NOTICE OF DECISION PROCEDURE

**Company Name:** SETL Development Limited (In Administration) ("the Company")

**Company Number:** 09704844

**In the High Court of Justice, Number 1543 of 2019**

This Notice is given under Rule 15.8 of the Insolvency (England & Wales) Rules 2016 ("the Rules"). It is delivered by the Joint Administrators of the Company, Andrew Andronikou, Michael Kiely and Simon Bonney, of High Holborn House, 52-54 High Holborn, London, WC1V 6RL, who were appointed by the directors of the Company.

Creditors are invited to vote by correspondence on the following (for the full wording of proposed decisions, see overleaf):

1. The basis of the Joint Administrators' fees
2. The approval of the Joint Administrators' Category 2 disbursements
3. The approval of the pre-Administration costs

Overleaf is a voting form on which creditors may signify their decisions on the above matters. All voting forms, together with a proof of debt if one has not already been submitted, must be completed and returned to the Joint Administrator by one of the methods set out below:

**By post to:** Quantuma LLP, High Holborn House, 52-54 High Holborn, London, WC1V 6RL

**By email to:** [tom.maker@quantuma.com](mailto:tom.maker@quantuma.com)

Please note that, if you are sending votes by post, you must ensure that you have allowed sufficient time for the forms to be delivered to the address above by the time set out below. Unless the contrary is shown, an email is treated as delivered at 9am on the next business day after it was sent.

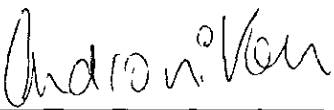
**All voting forms and proofs of debt must be delivered by 23.59 on the Decision Date, 3 May 2019.**

If the Joint Administrator has not received a proof of debt by the time specified above (whether submitted previously or as a result of this Notice), that creditor's vote will be disregarded. Any creditor whose debt is treated as a small debt in accordance with Rule 14.31(1) of the Rules must still deliver a proof if the creditor wishes to vote. A creditor who has opted out from receiving notices may nevertheless vote if the creditor also provides a proof by the time specified above.

Creditors who meet one or more of the statutory thresholds listed below may, within 5 business days from the date of the delivery of this Notice, require a physical meeting to be held to consider the matter.

Statutory thresholds to request a meeting:	10% in value of the creditors
	10% in number of the creditors
	10 creditors

A creditor may appeal a decision by application to the Court in accordance with Rule 15.35 of the Rules. Any such appeal must be made not later than 21 days after the Decision Date.

Signed: 

**Andrew Andronikou**  
Joint Administrator

Dated: 18 April 2019

## VOTE BY CORRESPONDENCE

### SETL Development Limited (In Administration)

Name of Creditor: \_\_\_\_\_

Address: \_\_\_\_\_

#### Decisions:

1	That the Joint Administrators' fees be fixed by reference to the time given by them, their staff and the Corporate Finance team at Quantuma LLP in attending to matters arising in the Administration, such time to be charged at the hourly charge out rate of the grade of staff undertaking the work at the time it was undertaken. These costs are estimated in the sum of £498,490.82.	*For / Against
2	In the event that the Company exits Administration via a Company Voluntary Arrangement ("CVA"), the Joint Administrators will be entitled to a fixed fee of £25,000 in respect of the drafting and issuing of the CVA Proposal.	*For / Against
2	That the Joint Administrators be authorised to recover all Category 2 disbursements, calculated on the bases detailed in Quantuma LLP's summary.	*For / Against
3	That the unpaid pre-Administration costs set out in the Joint Administrators' Proposal be approved. These costs total £35,155.90.	*For / Against

**\* Please delete as applicable to indicate your voting instructions**

Signed: \_\_\_\_\_ Dated: \_\_\_\_\_

Name in capitals: \_\_\_\_\_

Position with, or relationship to, creditor or other authority for signature: \_\_\_\_\_

Are you the sole member/shareholder of the creditor (where it is a company)? Yes / No

**NOTE: Once a vote has been cast, it cannot be changed.**

**Please complete this form and return it, along with a completed proof of debt if you have not submitted one previously, so that it is delivered by 23.59 on 3 May 2019, by:**

**Post: Quantuma LLP, High Holborn House, 52-54 High Holborn, London, WC1V 6RL**

**Email: please scan in a signed copy of this form and attach it as a pdf to tom.maker@quantuma.com**

**PROOF OF DEBT - GENERAL FORM**

**SETL Development Limited (In Administration)**

Date of Administration: 1 March 2019

<b>DETAILS OF CLAIM</b>		
1.	Name of Creditor (if a company, its registered name)	
2.	Address of Creditor (i.e. principal place of business)	
3.	If the Creditor is a registered company: <ul style="list-style-type: none"> <li>For UK companies: its registered number</li> <li>For other companies: the country or territory in which it is incorporated and the number if any under which it is registered</li> <li>The number, if any, under which it is registered as an overseas company under Part 34 of the Companies Act</li> </ul>	
4.	Total amount of claim, including any Value Added Tax, as at the date of administration, less any payments made after this date in relation to the claim, any deduction under R14.20 of the Insolvency (England & Wales) Rules 2016 and any adjustment by way of set-off in accordance with R14.24 and R14.25	£
5.	If the total amount above includes outstanding uncapitalised interest, please state	YES (£ ) / NO
6.	Particulars of how and when debt incurred	
7.	Particulars of any security held, the value of the security, and the date it was given	
8.	Details of any reservation of title in relation to goods to which the debt relates	
9.	Details of any document by reference to which the debt can be substantiated. [The administrator may call for any document or evidence to substantiate the claim at his discretion.]	
10.	Give details of whether the whole or any part of the debt falls within any (and if so which) of the categories of preferential debts under section 386 of, and schedule 6 to, the Insolvency Act 1986	Category  Amount(s) claimed as preferential £
11.	If you wish any dividend payment that may be made to be paid in to your bank account please provide BACS details. Please be aware that if you change accounts it will be your responsibility to provide new information	Account No.:  Account Name:  Sort code:
<b>AUTHENTICATION</b>		
Signature of Creditor or person authorised to act on his behalf		
Name in BLOCK LETTERS		
Date		
If signed by someone other than the Creditor, state your postal address and authority for signing on behalf of the Creditor		
Are you the sole member of the Creditor?		YES / NO

## NOTICE SEEKING DEEMED CONSENT

**Company Name:** SETL Development Limited (In Administration) ("the Company")

**Company Number:** 09704844

**In the High Court of Justice, Number 1543 of 2019**

This Notice is given under Rule 15.7 of the Insolvency (England & Wales) Rules 2016 ("the Rules"). It is delivered by the Joint Administrators of the Company, Andrew Andronikou, Michael Kiely and Simon Bonney, of Quantuma LLP, High Holborn House, 52-54 High Holborn, London, WC1V 6RL, who were appointed by the directors of the Company.

The Joint Administrator proposes that the following decisions be made:

1. That the Joint Administrators' Proposals be approved
2. That a Creditors' Committee will not be established<sup>1</sup>
3. That the Joint Administrators be discharged from liability in respect of any action undertaken by them pursuant to Paragraph 98 of Schedule B1 of the Act, such discharge to take effect when the appointment of Joint Administrators ceases to have effect, as defined by the Act, unless the court specifies a time

In respect of each of the decisions proposed above, if less than 10% in value of creditors (who would be entitled to vote if a vote were taken) ("the Threshold") object to it in accordance with the procedure set out below, the creditors are to be treated as having made the proposed decision. Otherwise, the creditors are to be treated as not having made such decision and if a decision about that matter is again sought from the creditors, it must be sought using a qualifying decision procedure as defined by the Insolvency Act 1986.

In order to object to one or more of the proposed decisions, you must deliver a notice stating that you so object (and specifying to which one or more of the proposed decisions your objection relates) to the Joint Administrator not later than the time set out below. In addition, you must have also delivered a proof of debt (unless one has already been submitted) by the time set out below, failing which your objection will be disregarded.

It is the Joint Administrator's responsibility to aggregate any objections to see if the Threshold is met for the decision to be taken as not having been made.

If the Threshold is met, the deemed consent procedure will terminate without a decision being made and if a decision is sought again on the same matter it will be sought by a decision procedure.

All objections and proofs of debt must be submitted in writing to the Joint Administrator by one of the methods set out below:

By post to: Quantuma LLP, High Holborn House, 52-54 High Holborn, London, WC1V 6RL

By email to: [tom.maker@quantuma.com](mailto:tom.maker@quantuma.com)

Please note that, if you are sending documents by post, you must ensure that you have allowed sufficient time for them to be delivered to the address above by the time set out below. Unless the contrary is shown, an email is treated as delivered at 9am on the next business day after it was sent.

**All objections and proofs of debt must be delivered by 23.59 on the Decision Date, 3 May 2019.**

Any creditor whose debt is treated as a small debt in accordance with Rule 14.31(1) of the Rules must still deliver a proof if the creditor wishes to object. A creditor who has opted out from receiving notices may nevertheless object if the creditor also provides a proof by the time specified above.

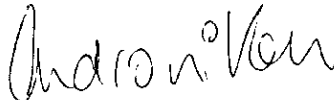
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<sup>1</sup> Please see the Notice Inviting Creditors to Form a Committee for further instructions.

In addition, creditors who meet one or more of the statutory thresholds listed below may, within 5 business days from the date of the delivery of this Notice, require a physical meeting to be held to consider any matter.

Statutory thresholds to request a meeting:      10% in value of the creditors  
   10% in number of the creditors  
   10 creditors

A creditor may appeal a decision by application to the court in accordance with Rule 15.35 of the Rules. Any such appeal must be made not later than 21 days after the Decision Date.

Signed:   
\_\_\_\_\_  
**Andrew Andronikou**  
**Joint Administrator**

Dated:      18 April 2019

**NOTICE OF OBJECTIONS**  
**SETL Development Limited (In Administration)**

On behalf of (name of Creditor): \_\_\_\_\_

at (address of Creditor): \_\_\_\_\_

I object to the following proposed decision(s):

<b>Proposed Decision</b>	<b>Objected to?</b>
That the Joint Administrators' Proposals be approved	Yes / No
That a Creditors' Committee will <u>not</u> be established	Yes / No
That the Joint Administrators be discharged from liability in respect of any action undertaken by them pursuant to Paragraph 98 of Schedule B1 of the Act, such discharge to take effect when the appointment of Joint Administrators ceases to have effect, as defined by the Act, unless the court specifies a time	Yes / No

Are you also asking the Joint Administrator to convene a physical meeting of creditors?<sup>2</sup> Yes / No

Signed: \_\_\_\_\_

Dated: \_\_\_\_\_

Name in capitals: \_\_\_\_\_

Position with, or relationship to, Creditor or other authority for signature: \_\_\_\_\_

Are you the sole member/shareholder of the Creditor (where it is a company)? Yes / No

**If you wish to lodge an objection, you must have delivered it, along with a completed proof of debt, by 23.59 on the Decision Date – 3 May 2019 – by one of the following methods:**

**Post: Quantuma LLP, High Holborn House, 52-54 High Holborn, London, WC1V 6RL**

**Email: please scan in a signed copy of this form and attach it as a pdf to [tom.maker@quantuma.com](mailto:tom.maker@quantuma.com)**

**NOTE: if you agree with the proposed decisions set out above, you do not need to do anything**

\_\_\_\_\_  
<sup>2</sup> Requests for a meeting must be delivered within 5 business days of the date of delivery of the Notice Seeking Deemed Consent.

**SETL DEVELOPMENT LIMITED (IN ADMINISTRATION)**

**NOTICE OF INVITATION TO FORM A CREDITORS' COMMITTEE**

## NOTICE OF INVITATION TO FORM A CREDITORS' COMMITTEE

**Company Name:** SETL Development Limited (In Administration) ("the Company")

**Company Number:** 09704844

**In the High Court of Justice, Number 1543 of 2019**

This Notice is given under Rule 3.39 of the Insolvency Rules (England & Wales) 2016 ("the Rules"). It is delivered by the Joint Administrators of the Company, Andrew Andronikou, Michael Kiely and Simon Bonney, of Quantuma LLP, High Holborn House, 52-54 High Holborn, London, WC1V 6RL, who were appointed by the directors of the Company.

Creditors are invited to nominate creditors (which may include themselves) by completing the section below and returning this Notice to the Joint Administrator by one of the following methods:

By post to: Quantuma LLP, High Holborn House, 52-54 High Holborn, London, WC1V 6RL

By email to: [tom.maker@quantuma.com](mailto:tom.maker@quantuma.com)

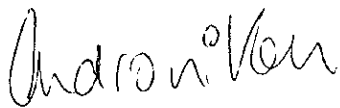
Please note that, if you are sending nominations by post, you must ensure that you have allowed sufficient time for the Notice to be delivered to the address above by the time set out below. Unless the contrary is shown, an email is treated as delivered at 9am on the next business day after it was sent.

**All nominations must be delivered by: 23:59 on 3 May 2019**

Nominations can only be accepted if the Joint Administrator is satisfied as to the nominated creditor's eligibility under Rule 17.4 of the Rules.

For further information on the role of Creditors' Committees, go to:  
<http://www.quantuma.com/guide/guide-creditors-committee/>

Signed:



Dated:

18 April 2019

**Andrew Andronikou**  
**Joint Administrator**

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**NOMINATIONS FOR MEMBERS OF A CREDITORS' COMMITTEE**

**SETL Development Limited (In Administration)**

On behalf of (name of Creditor): \_\_\_\_\_

at (address of Creditor): \_\_\_\_\_

I nominate the following creditor(s) to be member(s) of a Creditors' Committee (provide name(s) and address(es)):

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

Signed: \_\_\_\_\_

Dated: \_\_\_\_\_

Name in capitals: \_\_\_\_\_

Position with, or relationship to, Creditor or other authority for signature: \_\_\_\_\_

Are you the sole member/shareholder of the Creditor (where it is a company)?

Yes / No