

In accordance with paragraph 49 of Schedule B1 of the Insolvency Act 1986 and rule 3.35 of the Insolvency (England and Wales) Rules 2016

Dated 11 April 2019

Anticipated to be delivered on 13 April 2019

Dudson Limited
Dudson (Holdings) Limited
– Both in administration

High Court of Justice, Business and Property Courts in Birmingham, Insolvency & Companies List (ChD)

Case Numbers:
CR-2019-BHM-000281
CR-2019-BHM-000288

Joint administrators' proposals for achieving the purpose of administration

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Abbreviations and definitions

The following table shows the abbreviations and insolvency terms that may be used in this document:

Abbreviation or definition	Meaning
Administrators/we/us/our	Ross Connock and Matthew Hammond
the Bank / Shawbrook	Shawbrook Bank Limited, the secured creditor
BEIS	Department for Business, Energy & Industrial Strategy
Companies	Dudson Limited and Dudson (Holdings) Limited
DL	Dudson Limited
DHL	Dudson (Holdings) Limited
DFH	Dudson French Holdings S.A.S.
Group	Dudson Limited, Dudson (Holdings) Limited, plus overseas subsidiaries in the USA, Canada, France and Spain
HMRC	HM Revenue & Customs
IA86	Insolvency Act 1986
IR16	Insolvency (England and Wales) Rules 2016
preferential creditors	Primarily employee claims for unpaid wages earned in the four months before the insolvency up to £800, holiday pay and unpaid pension contributions in certain circumstances
prescribed part	The amount set aside for unsecured creditors from floating charge funds in accordance with section 176A IA86 and the Insolvency Act 1986 (Prescribed Part) Order 2003
Purchaser/Churchill China	Churchill China plc and Churchill China (UK) Limited
PwC/firm	PricewaterhouseCoopers LLP
RPS	Redundancy Payments Service, part of the Insolvency Service, which is an executive agency sponsored by BEIS, and which authorises and pays the statutory claims of employees of insolvent companies under the Employment Rights Act 1996
Sch B1 IA86	Schedule B1 to the Insolvency Act 1986
secured creditor	A creditor with security in respect of their debt, in accordance with section 248 IA86
SIP	Statement of Insolvency Practice. SIPs are issued to insolvency practitioners under procedures agreed between the insolvency regulatory authorities. SIPs set out principles and key compliance standards with which insolvency practitioners are required to comply.
SIP 9	Statement of Insolvency Practice 9: Payments to insolvency office holders and their associates
SIP 13	Statement of Insolvency Practice 13: Disposal of assets to connected parties in an insolvency process

SIP 16	Statement of Insolvency Practice 16: Pre-packaged sales in administrations
SPA	The agreement for the sale and purchase of the brand and certain assets of the Companies dated 4 April 2019 and made between the Companies, Churchill China plc and Churchill China (UK) Limited
unsecured creditors	Creditors who are neither secured nor preferential
HCR	Harrison Clark Rickerbys, the Joint Administrators' solicitors
PPF	Pension Protection Fund
NDA	Non-disclosure agreement

Why we've prepared this document

On 4 April 2019 the Companies went into administration and Matthew Hammond and I were appointed as joint administrators.

We tell you in this document why the Companies were put into administration. We give you a brief history and set out our proposals for achieving the purpose of administration. We include details of the Companies' assets and liabilities, and say how likely we are to be able to pay each class of creditor.

According to IA86, the purpose of an administration is to achieve one of these objectives:

- (a) rescuing the company as a going concern, or if that is not possible or if (b) would achieve a better result for the creditors than (a)
- (b) achieving a better result for the company's creditors as a whole than would be likely if the company were wound up (without first being in administration), or finally, if that is not possible
- (c) realising the company's assets to pay a dividend to secured or preferential creditors.

In this case, we're pursuing objective (b) for DL and (c) for DHL. It wasn't possible to rescue either of the Companies as a going concern.

Our job is to manage the Companies until creditors agree our proposals for achieving the purpose of administrations and we've implemented them so far as possible. After that the administrations will end.

The whole of this document and its appendices form our statement of proposals for achieving the purpose of administrations.

For both Companies, we are seeking creditors' decisions by deemed consent (see the decision notices attached to the proposals) on the following matters:

- the approval of our proposals for achieving the purpose of administration; and
- the formation of a creditors' committee.

If you've got any questions, please get in touch with my colleague, Bryony Ball, on 07841 560429.



Ross Connock
Joint Administrator of the Companies

Ross David Connock and David Matthew Hammond have been appointed as joint administrators of Dudson Limited and Dudson (Holdings) Limited to manage their affairs, business and property as its agents without personal liability. They are licensed in the United Kingdom to act as Insolvency Practitioners by the Institute of Chartered Accountants in England and Wales.

The joint administrators are bound by the Insolvency Code of Ethics which can be found at:

<https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>

The Joint Administrators may act as controllers of personal data as defined by UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the Joint Administrators. Personal data will be kept secure and processed only for matters relating to the Joint Administrators' appointment. Further details are available in the privacy statement on the PwC.co.uk website or by contacting the Joint Administrators.

At a glance

Pre-pack transaction of specific assets

Following our appointment as joint administrators of the Companies on 4 April 2019, we completed a sale of the brand and intellectual property (owned by DHL) and intellectual property and certain items of plant and machinery (owned by DL) to Churchill China for c.£2.1m. As detailed later in this document, the sale represented the best offer received and will help achieve the best outcome for creditors in the circumstances.

There are a number of material assets that were excluded from the sale that the administrators will look to realise including debtors, stock (located in the UK and Australia under the Australian trading branch), the main manufacturing freehold property, the remaining plant and machinery and the Companies' interest in group companies in overseas jurisdictions.

Estimated outcome for secured creditors

What secured creditors are owed:		
Shawbrook*		£4.7m
What we think secured creditors could recover:	% Recovery	Forecast timing
Dudson Limited	Uncertain	6 to 12 months
Dudson (Holdings) Limited	Uncertain	6 to 12 months

Estimated outcome for preferential and unsecured creditors

What we think preferential creditors could recover:	% Recovery	Forecast timing
Dudson Limited	Uncertain	12 months +
Dudson (Holdings) Limited	Uncertain	12 months +
What we think unsecured creditors could recover:	% Recovery	Forecast timing
Dudson Limited	Uncertain	12 months +
Dudson (Holdings) Limited	Uncertain	12 months +

**The full debt owed to Shawbrook by DL is cross guaranteed by DHL. We expect the Bank will recover the debt due to it from both Companies, however the expected recovery from each is currently unknown.*

Creditors should note that the outcome for all classes of creditor is materially dependent upon the level of realisations achieved from the assets excluded from the sale, i.e. the realisation of the debtors, stock, the freehold property, remaining plant and machinery and the Companies' interest in group companies in overseas jurisdictions. As such we are unable to give a reliable estimate of the funds available for distribution to any class of creditor at this time.

This is a brief summary of the possible outcome for creditors based on what we know so far. You shouldn't use it as the main basis of any bad debt provision or debt trading. Please read the rest of this document.

Brief history of the Companies and why they're in administration

We've enclosed at Appendix D the information necessary to be provided to you by SIP16. Some of that information is repeated below where beneficial or necessary to do so for the purpose of these proposals.

Background

DHL is the parent company of the Group, which also included a trading subsidiary in the USA and non-trading subsidiaries in Canada, France and Spain. DL, trading as Dudson, is the UK trading entity for the Group.

The Group began its operations in 1800 and over the years achieved a global reputation for providing the highest quality tableware to the hospitality industry (e.g. hotels, restaurants) with a distinctive design signature. It focused on the design, manufacture and sale of ceramic tableware products to distributors, suppliers and direct to the hospitality industry, supplemented by sourced glassware and cutlery. Annual revenues were c.£21m, and comprised 7% of the market share of ceramic suppliers to the UK hospitality industry, as well as supplies to Europe, North America and Australian markets.

At the date of appointment, it employed c.390 employees, predominantly in Stoke-on-Trent, with a small number working at a branch in Australia.

The circumstances leading to our appointment

Poor trading performance and cash difficulties

In the recent years leading up to our appointment, the business had gone through a period of restructuring, divesting its French operations, refocusing its UK manufacturing base to a single site and signing an agreement for the distribution of its products in the USA. This restructuring had been necessary due to contuing market uncertainty and cost pressures.

In the second half of 2018, the Group started experiencing significant cash flow pressures as a result of deterioration in sales, increased costs in relation to a sales-led turnaround plan and greater contributions to a long standing pension scheme deficit. A combination of these issues led to concerns being raised by the Board of Directors around the future funding and overall viability of the business.

Steps taken by the Companies

From October 2018, the board of directors of the Companies took steps to ease their cash difficulties, including negotiating agreements with key suppliers, realising liquid assets and investments (such as a sale of shares in Furlong Mills Limited and sale of land to the family pension scheme) and attempting to secure further support from investors.

On 31 December 2018 PwC was engaged for the purposes of assisting the Companies in light of their projected funding requirements, including to comment on the current and forecast financial position and to provide commercial advice on the options available to the Companies.

PwC's scope was extended on 12 February 2019 to provide a more detailed review of the FY20 financial forecasts, to advise on the contents of a financial due diligence pack, and to provide additional commercial advice on possible options for a refinance and/or sale of business process.

This phase included reaching out to possible investment parties (12 in total) to assess whether there was any appetite for the medium term cash requirement through FY20 to be funded. Potential investors were identified and the Companies' shareholders and the Bank were approached for additional funding. When it became clear

that additional funding would not be provided on acceptable terms, the directors commenced an accelerated sale process in March 2019 supported by PwC. During the sales process, the performance of the business worsened significantly more than forecast, resulting in additional cash pressures.

Sale process

PwC assisted the directors to prepare marketing materials, including a detailed information memorandum to enable interested parties to submit offers to acquire the business as a whole or in part.

From 5 March 2019 onwards, PwC began discussing the opportunity with 13 different parties (in addition to the 12 referred to above), identified by both the directors' knowledge of the industry and PwC expertise and issued 8 NDAs. This resulted in further information on the business being provided to these parties with a view to preparing an indicative offers.

Whilst the preferred outcome was to achieve a solvent sale of the business, the marketing period confirmed there were no interested parties willing to acquire the business as a going concern outside of an insolvency process.

A total of three offers were received for different elements of the business, all of which were ultimately on an insolvent basis. Of the three offers received, only one was deliverable following further diligence and commercial discussions within the short time frame available - driven by the critical cash position of the business.

Accordingly, it was concluded by the directors that a formal insolvency process could not be avoided and that there was no alternative but to appoint administrators to complete the sale of certain specific assets of the Companies immediately, and to manage the affairs, business and remaining property of the Companies thereafter.

Following deliberations, it was determined that the Purchaser's offer, combined with a realisation of the remaining assets by the administrators, would provide the best outcome for the Companies' creditors as a whole.

The statement required by SIP16 and enclosed at Appendix D provides further information in connection with the sale process.

Pre-administration costs

PwC's initial role was to assist management, undertake an independent business review and to advise on the options available in light of the short and medium term funding requirements. This subsequently became a role of preparing for and supporting an accelerated sale process, alongside monitoring the Companies' short-term cash position. However, when it became clear that insolvency of the Companies was inevitable, from 25 March 2019, PwC additionally worked with the Companies' directors and their legal advisors in preparing for the administration.

The pre-administration costs incurred to the time of appointment were £165,460.25, all of which remained unpaid at the time the Companies entered administration.

The Companies directly engaged solicitors HCR for legal services in connection with the sale process and effecting the appointment of administrators. At the date of appointment, £41,202.50 remained unpaid.

More details on pre-administration costs can be found at Appendix D.

In the circumstances of this case, we believe that our role in preparing and planning for the appointment was in the best interests of the creditors as a whole and will contribute to achieving the statutory purposes of both administrations. If this work had not been carried out prior to our appointment it is likely that it would have had a detrimental impact on the realisable value of the assets sold as these would have been sold at ex-situ values as opposed to the enhanced values achieved.

To the best of our knowledge and belief, no fees nor expenses were charged by any other insolvency practitioner. The payment of unpaid pre-administration costs as an expense of the administration is subject to approval under rule 3.52 IR16 and doesn't form part of our proposals, which are subject to approval under paragraph 53 Sch B1 IA86.

If there are no funds available to allow a distribution to unsecured creditors other than by way of the prescribed part, we will ask the secured and preferential creditors of the Companies to give this approval under rule 3.52 IR16.

If funds are available to allow a distribution to unsecured creditors, and a creditors' committee is in place, it will be up to the creditors' committee to give this approval. If there's no committee, we'll ask the general body of creditors to do so instead.

What we’ve done so far and what’s next if our proposals are approved

Management and financing of the Company’s affairs and business

Pre-packaged sale of brand and certain assets

A sale of the ‘Dudson’ brand and certain operating assets - relating to the ‘Evolution’, ‘Evo’ and ‘Harvest’ product lines – was made to the Purchaser on 4 April 2019, immediately following our appointment as joint administrators.

As required by SIP16 and SIP13, a detailed narrative explanation and justification of why a pre-packaged sale was undertaken and alternatives considered, is enclosed at Appendix D. In summary:

- Total consideration for the sale of the brand and certain operating assets was c£2.1m. This amount was paid on completion by the Purchaser.
- The sale to the Purchaser allows the statutory purposes of the administrations to be achieved. It represented the best offer received and so provided the best available outcome for creditors as a whole in all the circumstances.
- Additional realisations are expected from material assets excluded from the sale.

The following table summarises the sale proceeds:

	Dudson Limited (£)	Dudson (Holdings) Limited (£)
Sale to the Purchaser	600,000	1,499,997
Total*	£600,000	£1,499,997

*Funds currently held by our solicitors

In addition to the receipts referenced in the above table, £3 was paid by the Purchaser to other Group companies not in administration for intangible intellectual property and the Group’s website.

Assets excluded from the pre-packaged sale

A key focus over the next few months will be the sale of remaining assets not included in the sale to the Purchaser in order to realise further funds for creditors.

Upon appointment the manufacturing and production of the business were ceased due to the high running costs and existing high levels of stock, but we will seek to sell both the finished and unfinished stock owned by DL with a retained reduced workforce and seek to collect the debtor ledger. Accordingly, we will continue for a short period of time to take and fulfil new orders, where stock levels allow, until the existing stock is run down.

We will also be pursuing the sale of the plant and machinery excluded from the sale. If appropriate we will appoint agents to provide a valuation and assist with the sales strategy for these assets.

If you are interested in the purchase of any of the Companies’ remaining assets, please contact dudson.enquiries@uk.pwc.com.

Any supplier wishing to claim retention of title ownership to items in the Companies' possession at the time of our appointment should contact dudson.enquiries@uk.pwc.com.

The business also traded under the brand name 'Dudson International' in Australia, operating out of Sydney, Melbourne and Queensland and employing five staff in Australia. The staff were involved in stockholding and distribution of stock under the Dudson brands. The Australian branch operates out of a third party warehouse.

The staff in Australia were retained immediately following our appointment to support the administration in realising the value in the remaining stock and collecting the local Australian debtor ledger in line with the UK strategy for similar assets. We are working with PwC teams in Australia to support this process.

Property

The Companies operated predominantly out of a large freehold site in Stoke-on-Trent owned by DL. The sale of this property may realise significant value for creditors. Agents will be instructed in due course to assist with the sale of the property.

The Companies also occupied three leasehold properties: two in the United Kingdom and one in Australia. We will be liaising with the landlords of those properties in order to arrange surrender of the leases or continued occupation, where applicable.

Investments in subsidiaries

DFH, a property investment company, is a wholly owned subsidiary of DHL. The principal asset of DFH is a freehold property in France, which is currently tenanted. Realisations may potentially be received by DHL once this property is sold, by way of a dividend.

DHL also holds the equity in subsidiaries in the USA, Canada and Spain, though no significant realisations are expected from these sources at this time given the need for those companies to be wound down and realise remaining assets following the closure of the UK manufacturing business.

Book debts

At the time of our appointment, book debts owed to DL exceeded £2m, however the majority of these debts were subject to an asset based secured lending facility with Shawbrook. We will be monitoring / assisting as necessary with the recovery of the debts.

In addition, we will pursue the recovery of any residual debts not subject to the facility with Shawbrook to maximise overall debtor recoveries.

Employees

As no employees were transferred to the Purchaser as part of the sale, we were unfortunately required to make 318 people redundant immediately following our appointment. We have supported these employees where local employers were offering them new opportunities and will continue to provide assistance to those needing to make a claim to the RPS.

We have retained 72 employees to assist in the wind-down of the Companies' trading activities, although further redundancies are likely to occur in stages during the closure of the operation. Employees continue to be required to safely close down and decommission the plant and machinery to ensure the saleability of these assets and the freehold property.

Our future work is expected to be in providing ongoing claims assistance, responding to general enquiries and issuing any notices required to be sent to employees.

Pensions

The business operates a number of pension schemes:

- a defined benefit scheme which is closed to future accrual, and has entered an assessment period with the PPF as a result of the administration; and
- a number of defined contribution schemes. Contributions are still being made to some of these.

Our specialist pensions team will, with the assistance of the business' staff, ascertain the main issues requiring attention, which will include:

- issuing the necessary statutory notifications in accordance with pensions legislation;
- liaising with the PPF/trustees as necessary during the assessment period;
- ensuring the payment of post-appointment pension contributions for retained employees as they fall due;
- enabling unpaid pre-appointment contributions to be claimed from the RPS where possible; and
- ensuring the employee benefit schemes remain on risk for the remaining employees.

Statutory work we still need to do

In addition to the work set out above, other key areas of work will be as follows:

- We have a duty to investigate what other assets there may be and what recoveries can be made.
- During the course of the administrations, we will be winding down the Companies' affairs, including responsibility for VAT and tax matters.
- We must comply with all relevant insolvency legislation and regulations arising as a result of the insolvency of the Companies and our appointment as joint administrators. These typically include periodic reports to creditors, obtaining approval for our remuneration, and internal controls to ensure the administration strategy continues to be appropriate and outstanding matters are being progressed on a timely basis.

Managing the Companies' affairs and conducting the administrations (including our remuneration) will be financed by asset realisations.

Connected party transactions

In accordance with SIP13, we are required to disclose any known connected party transactions that occurred in the period following our appointment or any proposed connected party transactions. We confirm that no such transactions have occurred and none are expected. Should that position change in the future, we will notify creditors accordingly.

Directors' conduct and investigations

One of our duties is to look at the actions of anybody who has been a director of the Companies in the three years before our appointment. We have to submit our findings to BEIS within three months of our appointment.

We also have to decide whether any action should be taken against anyone to recover or contribute to the Companies' assets. If you think there is something we should know about and you haven't yet told us, please

complete the relevant section of the proof of debt form found on our website at www.pwc.co.uk/dudson. This is part of our normal work and doesn’t necessarily imply any criticism of the directors’ actions.

Objective of the administrations

For DL, we are pursuing objective (b) for the statutory purpose of the administration, which is to achieve a better result for DL’s creditors as a whole than would be likely if DL was wound up (without first being in administration), as it was not possible to rescue DL as a going concern.

For DHL, we are pursuing objective (c) for the statutory purpose of the administration, which is to realise the DHL’s assets to make a distribution to secured or preferential creditors as it is not possible to achieve objectives (a) or (b).

We believe that these objectives will be achieved as a result of the sale of certain assets to the Purchaser, combined with realisation of the remaining assets by the administrators.

We’ll continue to manage the Companies’ business, property and affairs from asset realisations. We may also investigate and, if appropriate, pursue any claims the Companies may have. We’ll also do anything else we think appropriate, to achieve the purpose of the administration or to protect and preserve the Companies’ assets or to maximise realisations or for any other purpose incidental to these proposals.

Estimated outcome for creditors

Secured creditors

Shawbrook’s lending to DL as at the date of administration was about £4.7m and is secured by fixed and floating charges over all of DL’s assets. We think Shawbrook may be paid in full; however, this is heavily dependent on the level of realisations from the sale of the freehold property and successful wind-down of operations.

The full debt owed to Shawbrook by DL is cross guaranteed by DHL. We expect the Bank will recover the debt due to it from both Companies, however the expected recovery from each is currently unknown.

Lloyds Bank plc also has fixed and floating charges against the Companies’ assets. However, we do not believe Lloyds Bank plc has any outstanding debt with the Companies.

Preferential creditors

Preferential claims typically arise in relation to arrears of wages (subject to statutory limits) and holiday pay.

We believe both Companies have preferential creditors. Subject to the realisations achieved, the preferential claims in both Companies may be paid in full.

Unsecured creditors

The prescribed part is a fund that has to be made available for unsecured creditors. It’s paid out of “net property”. Net property is floating charge realisations after costs, and after paying - or setting aside enough to pay - preferential creditors in full. But it only has to be made available where the floating charge was created on or after 15 September 2003.

The amount of the prescribed part is:

- 50% of net property up to £10,000
- 20% of net property above £10,000
- subject to a maximum of £600,000.

The prescribed part applies to the Companies as they both have floating charge created on or after 15 September 2003.

Although the Companies' net property is currently uncertain, we think there may be a prescribed part dividend for unsecured creditors, based on what we know currently. If we think the costs of agreeing claims and paying a prescribed part dividend will be disproportionate to the benefits, we can apply for a court order not to pay the prescribed part to unsecured creditors. At the moment we don't plan to make such an application. The level of net property available depends on future realisations, and administration costs. This guidance is only an indication. You shouldn't use it as the main basis for any bad debt provisions or debt trading.

In addition there may be a dividend payable to the unsecured creditors other than by way of the prescribed part, based on what we know currently, though the quantum of this is uncertain. The amount of the dividend will depend on the final level of admitted claims, future realisations and administration costs.

Creditors' committee

We're asking you to decide whether you wish to elect a creditors' committee to help us in discharging our duties. If the creditors do wish to do so, there will be a creditors' committee if enough creditors want to be on it. Please see the link below for a guide to creditors' committees:

<https://www.r3.org.uk/media/documents/publications/professional/R3%20Guide%20to%20Creditors%20Committees.pdf>

Our fees and disbursements

We propose that our fees are based on the time we and our staff spend on the case at our normal charge out rates for this type of work.

If there are no funds available to allow a distribution to unsecured creditors other than by way of the prescribed part, we will ask the secured and preferential creditors of the Companies to fix the basis of our fees and Category 2 disbursements.

If funds are available to allow a distribution to unsecured creditors, and a creditors' committee is in place, it will be up to the creditors' committee to fix the basis of our fees and Category 2 disbursements. If there's no committee, we'll ask the general body of creditors to do so instead.

If creditors or the committee do not fix the basis of our fees and Category 2 disbursements, we may apply to the court to fix them no later than 18 months after the date of our appointment. However, before the basis of our fees can be approved, we must provide the relevant approving class of creditors with the following:

- Details of the work we have done and propose to do (much of which has been included in this report);
- Details of the expenses we expect to incur; and
- If any element of our remuneration is to be paid on a time cost basis, an estimate of the hours likely to be incurred and the hourly rates for that work (a fees estimate).

We will circulate a further report containing this information in due course.

Ending the administration

Our exit route will depend on the outcome of the administrations. At the moment we think that the most likely exit route is as follows:

If we think there will be a dividend to unsecured creditors (other than from the prescribed part), once we've distributed the prescribed part and finished our other work, we'll put the one or both of the Companies into creditors' voluntary liquidation so that the liquidator can pay the dividend. If this happens, we propose that Ross Connock and Matthew Hammond are appointed as joint liquidators (or, if replacement administrator(s) are appointed, any person(s) appointed as administrator(s) at the time of the registration of notice of moving

from administration to creditors' voluntary liquidation per paragraph 83(4) Sch B1 IA86) and that any act required or authorised to be done by the joint liquidators can be done by either or both of them. Creditors may, before these proposals are approved, nominate a different person or persons as liquidator(s), in accordance with paragraph 83(7)(a) of Sch B1 IA86 and rule 3.60(6) IR16.

OR

If we think there will be a dividend to unsecured creditors (other than from the prescribed part), once we've distributed the prescribed part and finished our other work, we'll apply to the court for permission to pay any surplus funds to unsecured creditors. If this is granted, we'll end the administration by filing a notice with the Registrar of Companies and the Companies will be dissolved three months later. If we don't get permission we'll put the Company into creditors' voluntary liquidation, or comply with the terms of any court order if different. If the Companies go into creditors' voluntary liquidation, we propose that Ross Connock and Matthew Hammond are appointed as joint liquidators (or, if replacement administrator(s) are appointed, any person(s) appointed as administrator(s) at the time of the registration of notice of moving from administration to creditors' voluntary liquidation per paragraph 83(4) Sch B1 IA86) and that any act required or authorised to be done by the joint liquidators can be done by either or both of them. Creditors may, before these proposals are approved, nominate a different person or persons as liquidator(s), in accordance with paragraph 83(7)(a) of Sch B1 IA86 and rule 3.60(6) IR16.

OR

If it turns out that there won't be a dividend other than from the prescribed part for unsecured creditors, once we've distributed any prescribed part and finished our other work, we'll file a notice with the Registrar of Companies and the Companies will be dissolved three months later. But if we think that there are matters that should be conducted in a liquidation rather than in the administration, we may instead apply for a court order ending the administration and for the Companies to be wound up.

Statement of Affairs

We were given a statement of affairs of the Companies on 10 April 2019. It was signed by Graham Stott, the Financial Director of the Companies.

A copy of the statement of affairs and our comments on it are attached at Appendix E. As required by law, it includes details of the names, addresses and debts of creditors (including details of any security held), other than, if applicable, employees and former employees of the Companies and consumers claiming amounts paid in advance for the supply of goods and services.

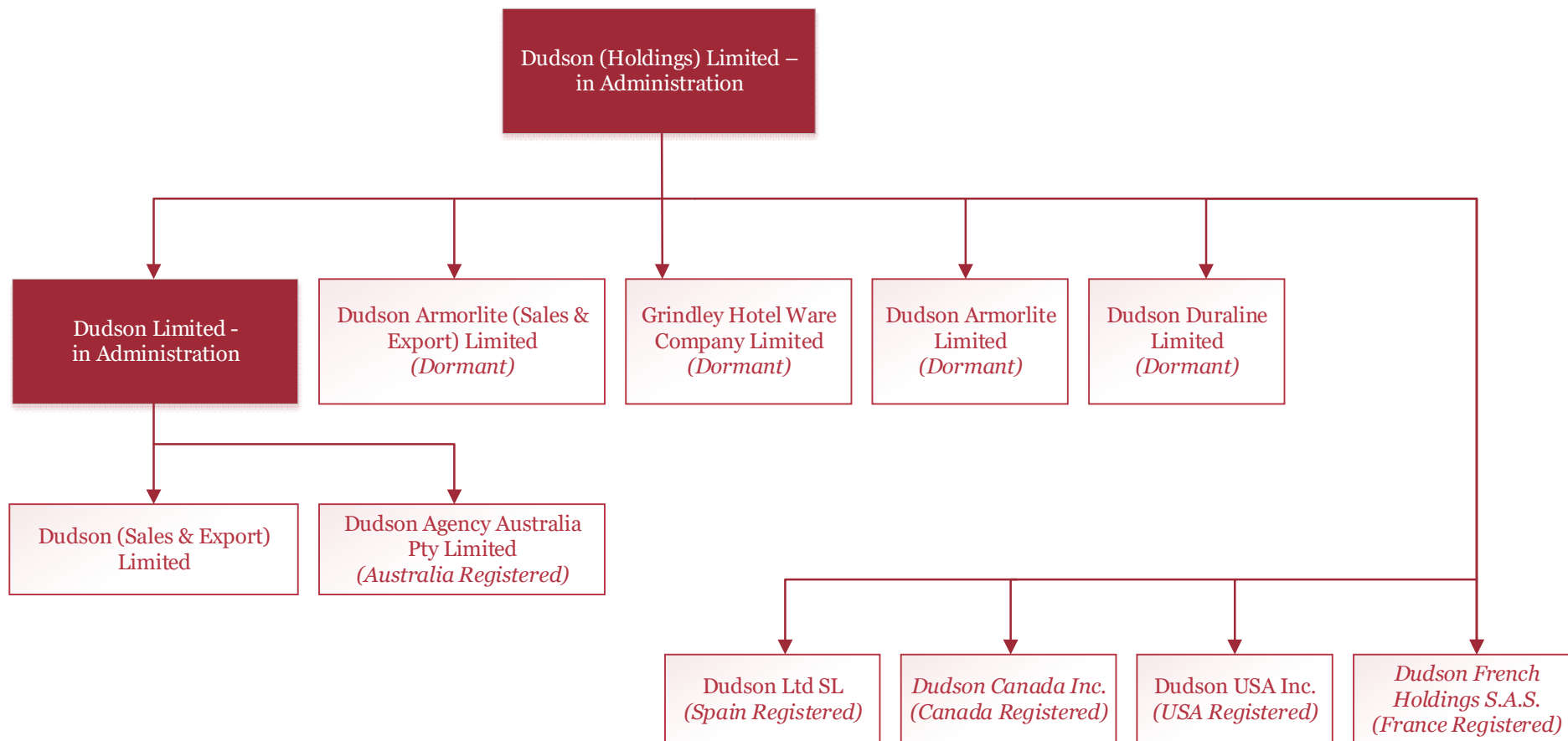
We make the following comments on the statement of affairs:

- As is normal in a statement of affairs, there is no provision for the costs of realising the Companies' assets or the costs of the administration;
- We haven't audited the information;
- To avoid disclosing commercially sensitive information, we make no comment on what the directors have put for the potential realisable values for the Companies' assets; and
- The outcome for all classes of classes of creditor is materially dependent upon the level of realisations achieved.

Statutory and other information

Court details for the administrations:	High Court of Justice, Business and Property Courts in Birmingham (ChD), Companies and Insolvency List. Court references below.	
Companies:	Dudson Limited Dudson (Holdings) Limited	CR-2019-BHM-000281 CR-2019-BHM-000288
Trading name:	Dudson	
Registered number:	00910754, 00150494	
Registered address:	200 Scotia Road, Tunstall, Stoke-on-Trent, Staffordshire, ST6 4JD	
Company directors:	Dudson Limited: Mr Derek Max Dudson Mr Simon Mark Dudson Mr Paul Stephen Farrell	Mr Graham Peter Stott Mr Martin McDonagh-Smith
	Dudson (Holdings) Limited: Mr Derek Max Dudson Mr Simon Mark Dudson Mr Paul Stephen Farrell Mr Martin McDonagh-Smith	Mr Graham Peter Stott Mr Martin McCourt Mr Aaron David Stephen Baker Blue Sky Turnaround Limited
Company secretary:	Dudson Limited: Mr Graham Peter Stott	Dudson (Holdings) Limited: Mr Paul Hamilton Dudson
Shareholdings held by the directors and secretary:	Dudson Limited: N/A	Dudson (Holdings) Limited Paul Hamilton Dudson – 2078 preference shares, 1187 ordinary shares Derek Max Dudson – 2077 preference shares, 1186 ordinary shares Simon Mark Dudson – 1170 ordinary shares
Date of the administration appointment:	4 April 2019	
Administrators' names and addresses:	Ross David Connock of PricewaterhouseCoopers LLP, 2 Glass Wharf, Bristol, BS2 0FR and David Matthew Hammond of PricewaterhouseCoopers LLP, 19 Cornwall Street, Birmingham, B3 2DT Email: dudson.enquiries@uk.pwc.com	
Appointer's/applicant's name and address:	The Directors of the Companies, 200 Scotia Road, Tunstall, Stoke-on-Trent, Staffordshire, ST6 4JD	
Objective being pursued by the Administrators:	Dudson Limited: To achieve a better result for the company's creditors as a whole than would be likely if the company was wound up (without first being in administration).	Dudson (Holdings) Limited: Realising the company's assets to make a distribution to secured or preferential creditors.
Division of the Administrators' responsibilities:	For the purposes of paragraph 100(2) of Schedule B1 the administrators may exercise any of the powers conferred on them by the IA86 jointly or individually.	
Regulation (EU) 2015/848 of the European Parliament and of the Council of 20 May 2015 on Insolvency Proceedings (recast) :	The Regulation applies to this administration and the proceedings are main proceedings.	

Appendix A: Group Structure



Appendix B: Pre-administration costs

The table below provides details of costs which were incurred before our appointment as administrators but with a view to the Company entering administration. Details of the work done and expenses incurred follow.

	Details of agreement including date and parties to it	Paid amount (£)	Payment made by	Unpaid amount (£)	Nature of the payment
Our fees as Administrators-in-waiting	N/A	Nil	N/A	£165,460.25	N/A
Expenses incurred by us as Administrators-in-waiting	N/A	Nil	N/A	£41,202.50	N/A
Total		Nil		£206,662.75	

Our fees as administrators-in-waiting

Our fees have been quantified on time cost basis, calculated using our usual charge out rates for work of this nature.

This was performed with a view to the Companies' entering administration, includes:

- Negotiating and substantially completing the sale of the brand and certain operating assets of the Companies, once the offers were received and insolvency became likely;
- Making contingency plans for delivering the administration under the different offer structures being discussed with potential interested parties, and assessing the potential outcomes available under different strategies within administration;
- Updating key stakeholders generally and on the progress of the sale process;
- Working with the Companies' directors and their legal advisors in preparing for the administration;
- Completing our internal procedures in preparation for accepting the appointment;
- Developing a day one strategy for the administrators' team, this included ensuring a PwC presence at the Companies' main offices immediately following the appointment;
- Reviewing the Companies' employee information and preparing communications to the employees;
- Developing strategy for the post appointment trading period and the realisation of the Companies' key assets;
- Identifying key areas of risk and how these could be mitigated, including seeking health and safety guidance from in-house specialists;
- Preparing statutory documentation and declarations required for effecting the administration appointment and liaising with our legal advisors in this regard;

- Contingency planning for the impending insolvency appointment; and
- Drafting the SIP 16 disclosure in preparation for the pre-packaged sale of assets.

Please note that the above is indicative of the key areas of work performed and is not an exhaustive list of work done.

Expenses incurred by us as administrators-in-waiting

Expenses relate to those incurred by our firm and our staff in performing the work, in accordance with our firm's expenses policy.

We did not directly engage with any third parties in this case. Solicitors Harrison Clark Rickerby's (HCR) were engaged by the Companies in relation to legal services provided during the sale process and in effecting the appointment of administrators.

A summary of the tasks carried out by HCR for in connection with the sale process and effecting the appointment of administrators included:

- Drafting, reviewing and filing the notice of intention to appoint administrators;
- Various communications with the Companies' board of directors and PwC in order to prepare for the appointment;
- Drafting and reviewing the appointment documentation and attending court to file these;
- Drafting and finalising the SPA and holding various discussions on this document with PwC; and
- Providing general advice as required in preparation for the administrators' appointment.

Please note that the above is indicative of the key areas of work performed and is not an exhaustive list of work done.

Approval of pre-administration costs

The payment of unpaid pre-administration costs as an expense of the administration is subject to approval under Rule 3.52 IR16 and doesn't form part of our proposals, which are subject to approval under Paragraph 53 Schedule B1 IA86.

We are not seeking approval for our pre-administration costs at this time. Approval of these costs will be sought in due course.

Appendix C: Copy of the statement of affairs

A copy of the directors' statement of affairs is provided below.

Statement of affairs

Name of company Dudson Limited Registered office address 200 Scotia Road Tunstall Stoke on Trent ST6 4JD	Company number 00910754
In the High Court of Justice, Business and Property Courts in Birmingham (ChD), Companies and Insolvency List	Court case number CR-2019-BHM-000281

The particulars and other information shown in this statement of affairs and any continuation sheets give a full and complete statement of the company's affairs as at

Insert date the company entered into administration

Date

Statement of truth

I believe that the facts in this statement of affairs are true.

Full name Graham Peter Stott

Signed 

Dated 10th April 2019

A – Summary of assets

	Book value £	Estimated realisable value £
Assets subject to fixed charge:		
Plant & IP	1,138,419	800,000
Free hold property	4,505,263	3,280,000
Books Debts	2,182,764	1,724,383
Shawbrook charge		(4,622,922)
Fixed charge surplus subtotal		1,181,461
Assets subject to floating charge:		
Stock	6,889,964	2,273,688
Group Debtors	3,739,746	0
Cash in Bank	217,821	217,821
Prepayments	328,368	0
Fixed charge surplus subtotal		1,181,461
Uncharged assets:		
Estimated total assets available for preferential creditors	11,175,899	3,672,970

Signature  Date 10th April 2019

B – Summary of liabilities

		Estimated realisable value £
Estimated total assets available for preferential creditors (carried from page A)		3,672,970
Preferential creditors:	Estimated to rank	
	£(354,506)	
Estimated deficiency / surplus as regards preferential creditors	£	3,318,464
Estimated prescribed part where applicable (to carry forward)	£0	
Estimated total assets available for floating charges	£	3,318,464
Debts secured by floating charges	£0	
Estimated deficiency / surplus after floating charges	£	3,318,464
Estimated prescribed part of net property where applicable (brought down)	£0	
Total assets available to unsecured creditors	£	3,318,464
Unsecured non preferential claims (excluding any shortfall to floating charge holders)	£(15,714,912)	
Estimated deficiency / surplus as regards non preferential creditors (excluding any shortfall to floating charge holders)	£	(12,396,448)
Shortfall to floating charge holders (brought down)	£0	
Estimated deficiency / surplus as regards creditors	£	(12,396,448)
Issued and called up share capital	£(94,000)	
Estimated total deficiency / surplus as regards members	£	(12,490,448)

Signature  Date 10th April 2019

B - Company creditors


Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services (“consumer deposit creditors”), and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* creditors claiming retention of title over property in the company’s possession.

Include in this schedule the number of employees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the total of the debts owed to them. Full details of their claims must be set out in separate schedules. The employee and consumer deposit creditor schedules are **NOT** delivered to the Registrar of Companies.

If more convenient, a list of the company’s creditors may be attached to this page as long as it contains all the same information as in this table.

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
Shawbrook Bank	9 th Floor, Edmund House, 12/22 Newhall St, Birmingham, B3 3EW	4,622,922	Composite guarantee & Debenture	2 May 2017	4,622,922
HMRC	DM PAYE, BX9 1EW	390,000			
Taxes Australia	TBC	17,205			
Trade Creditors	Per schedule	2,273,499			
HP leases	Per schedule	16,000			
Dudson Limited	200 Scotia Road, Stoke on Trent, ST6 4JD	325,797			
Dudson Duraline Limited	200 Scotia Road, Stoke on Trent, ST6 4JD	30,000			
Dudson USA Inc	c/o 200 Scotia Road, Stoke on Trent, ST6 4JD	244,311			
Dudson Armorlite Limited	200 Scotia Road, Stoke on Trent, ST6 4JD	2,000			
Dudson SL Limited	200 Scotia Road, Stoke on Trent, ST6 4JD	75,444			
Other provision and accrual	TBC	1,000,000			

Signature



Date 10th April 2019

B - Company creditors

Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services (“consumer deposit creditors”), and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* creditors claiming retention of title over property in the company’s possession.

Include in this schedule the number of employees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the total of the debts owed to them. Full details of their must be set out in separate schedules. The employee and consumer deposit creditor schedules are **NOT** delivered to the Registrar of Companies.

If more convenient, a list of the company’s creditors may be attached to this page as long as it contains all the same information as in this table.

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
Dudson Holdings Defined Benefit scheme	c/o 200 Scotia Road, Stoke on Trent, ST6 4JD	7,544,000	Uncertain as to quantum of claim on Dudson Limited		
Dudson Holdings SEDRB scheme	c/o 200 Scotia Road, Stoke on Trent, ST6 4JD	456,000	Uncertain as to quantum of claim on Dudson Limited		
Aegon GPP pension creditor	c/o 200 Scotia Road, Stoke on Trent, ST6 4JD	123,944			
	Total number of creditors (see separate schedules)	Total debt £			
Employees and former employees		3,492,926			
Consumer deposit creditors		78,292			

Signature 

Date 10th April 2019

Dudson Limited and Dudson (Holdings) Limited – both in administration
 Joint Administrators' proposals for achieving the purpose of administration

Dudson Limited: Extension to B - Company Creditors

A E Industrial Air Equip Ltd		191 Chatsworth Road	Chesterfield	Derbyshire		S40 2BD	£1,738.92
A Morgan							£217.60
A T C Colours Ltd	Vale Works	New Haden Road	Cheadle	Staffordshire		ST10 1UF	£574.20
ABC Coaches 2002 Ltd	Unit 1	Furlong Lane	Burslem, Stoke-on-Trent	Staffordshire		ST6 3LE	£921.60
Abc Digital Solutions Ltd	Technology House	1 John Bradshaw Court	Congleton Business Park	Congleton	Cheshire	CW12 1LB	£7,175.62
Acmos	Willow Bank House	Old Lane	Wirral			CH60 1XX	£115.20
Advanced Packaging	Unit 18 - 20	Parkhouse Industrial Estate West	Rosevale Road	Newcastle under Lyme	Staffordshire	ST5 7EF	£128,806.44
Alpha Pest Control Ltd	The White House	67 Heron Street	Heron Cross, Stoke-on-Trent	Staffordshire		ST4 3AR	£893.23
Amex	Dept 580		Brighton	Sussex		BN88 1AH	£2,322.04
Anderson Engineering Sol Ltd		Pitt Street East	Burslem	Stoke on Trent	Staffordshire	ST6 2AX	£5,696.04
Anti Copying in Design Ltd	PO Box 5078	Gloucester Central		Gloucester	Gloucestershire	GL19 3yb	£487.50
Arco		UNIT 10, FESTIVAL TRADE PARK	FORGE LANE, ETRURIA	ETRURIA, STOKE-ON-TRENT		ST1 5NP	£555.67
Arthur J. Gallagher	Temple Point,7th Floor	1 Temple Row		Birmingham	West Midlands	B2 5YB	£6,333.24
Artists Brushes 4 U	Brushman Workshop	Upper Hulome Mill	Upper Hulme	Nr Leek	Staffordshire	ST13 8TY	£473.64
Associated Calibration & Training Ltd	Unit 12	North Staffs Business Park	Stoke-on-Trent		Staffordshire	ST6 4BF	£430.80
Axum Bohemia s.r.o.		Havlickova 698/11	41501 Teplice		Czech Republic		£3,255.65
B Hygienic Ltd	Unit 3	Newstead Industrial Estate	Trentham, Stoke-on-Trent	Staffordshire		ST4 8HX	£4,087.27
B S Supplies SOT Ltd	Units 6&8	Britannia Park Ind Est.	North Road	Cobridge	Stoke on Trent	ST6 2PZ	£2,399.81
Barclaycard	PO Box 3000	Teesdale Business Park	Stockton-on-Tees	Co Durham		TS17 6YG	£17,749.47
BGF Investments LLP		45 Church Street			Birmingham	B3 2RT	£16,882.50
BK Industrial Supplies Ltd	Unit A5	Trentham Trade Park	Stanley Matthews Way	Stoke on Trent	Staffordshire	ST4 8GA	£2,565.52
Bluestone Leasing (CCTV)							
Bollore Logistics UK Ltd	Bollore Logistics	4th Floor no1 Tithebarn	Tithebarn Street	Liverpool		L2 2NZ	£7,306.28
Borchard Lines Ltd	1st Floor	Port of Liverpool Building	Pier Head		Liverpool	L3 1BY	£36.00
Bormioli Rocco S.p.A.		Viale Martiri della Liberta,1		43036 Fidenza	Italy		£27,692.88
Briggs Equipment UK Limited	Orbital 7	Oribital Way	Cannock	Staffordshire		WS11 8XW	£814.85
British Ceramic Confederation	Federation House	Station Road	Stoke-On-Trent	Staffordshire		ST4 2SA	£8,605.88

Dudson Limited and Dudson (Holdings) Limited – both in administration
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Brown Recycling Ltd	Vanguard House	Sneyd hill	Burslem	Stoke on Trent	Staffordshire	ST6 2DZ	£28,474.92
Caterlyst Ltd	Suite 14	5 Hercules Way	Leavesden Park		Watford	WD25 7GS	£10,829.95
CECUK Ltd		3 Rosemont Road		London		NW3 6NE	£341.47
Censol Ltd		Forbes Close	Long Eaton	Nottingham	Nottinghamshire	NG10 1PR	£1,008.78
Cesur Packaging (UK) Ltd	The Keele Centre	Three Mill Lane	Keele	Newcastle-u-Lyme	Staffordshire	ST5 5HH	£5,214.60
Charles Kendall Freight Ltd	Suite 10	Unit 3 Orwell House	Ferry Lane	Felixstowe	Suffolk	IP11 3QL	£14,137.94
Chemtech Waste Management Ltd	Alchemy House	Coppice Side Ind. Estate	Brownhills	Staffordshire		WS8 7EU	£246.00
Clear Edge Filtration	1st Floor Festival Way	Festival Park	Stoke-on-Trent	Staffordshire		ST1 5SQ	£422.19
Cobridge Car Testing Centre		Elder Road	Cobridge, Stoke-on-Trent	Staffordshire		ST6 2JG	£96.00
Colour Confidence		Spectrum Point	164 Clapgate Lane	Birmingham		B32 3DE	£2,592.00
Cornfield Engineering Solution	Unit 5 Brindley Court	Victoria Business Park	Brown Lees	Stoke on Trent	Staffordshire	ST8 7PP	£12,457.37
Credendo	FLOOR 28	30 ST. MARY AXE		LONDON		EC3A 8BF	£6,197.98
Damco	Suffolk Place	Parker Avenue	Felixstowe	Suffolk		IP11 4BB	£17,236.44
dDeaflinks Staffordshire	The Ellis Centre	Wellesley Street	Shelton	Stoke on Trent	Staffordshire	ST1 4NF	£93.00
De Lage Landen Leasing Limited	PO Box 430, Building 8	Croxley Green Business Park	Watford	Hertfordshire		WD18 8EZ	£2,006.74
Delavan Ltd		Gorsey Lane	Widnes	Cheshire		WA8 0RJ	£791.36
DGOS	D3 Broadoak Business Park	Ashburton Road West			Manchester	M17 1RW	£915.99
Direct Belting	The Old School	1A High Street	Newchapel		Staffordshire	ST7 4PU	£1,078.16
Dong Energy Sales (UK) Ltd	PO Box 219	11 Adam Street	London			WC2N 6QA	£206,915.09
Dudson Canada Inc		5604 Departure Drive	Raleigh	NC 27616	USA		£2,009.72
Dudson Family Pension Scheme							£144,062.50
Dudson International	3 Graphix Row	160 Bourke Road	Sydney Corporate Park	Alexandria		NSW 2015	£53,206.97
Dudson USA Myco Purchases	Dudson USA	5604 Departure Drive	Raleigh	North Carolina	U.S.A	27616	£44,663.03
Dudson USA Recharge Account	Recharges From	Dudson USA	Raleigh, North Carolina		USA	27616	£59,682.87
Dyno-Rod	Mark Everill Ltd	249 Dimsdale Parade West	Wolstanton	Newcastle-U-Lyme	Staffordshire	ST5 8ED	£6.00
E J Payne Ltd		1 Belgrave Road	Longton, Stoke-on-Trent	Staffordshire		ST3 4PR	£457.28
E.On Energy Solutions Ltd	Greenwood House	Westwood Way	Westwood Business Park	Coventry		CV4 8LG	£264.00
Edf Energy	Payment Processing Centre	PO Box 61	Plymouth	Devon		PL3 5YL	£65,546.56

Dudson Limited and Dudson (Holdings) Limited – both in administration
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Electra Cal	3 High Street	Rookery	Stoke-on-Trent	Staffordshire		ST7 4RW	£931.80
Elite Solutions Engineering Lt	Unit C7	Sneyd Hill Industrial Estate	Stoke-on-Trent	Staffordshire		ST6 2EB	£23,502.02
ENSE UK Ltd		P O box 753		Chesterfield	Derbyshire	S40 9NL	£39,875.95
Enterprise Rent a car UK Ltd	Unit 6 Taurus Park	Europa Boulevard		Warrington		WA5 7ZT	£4,657.65
Eriks Industrial Services Ltd	Eriks Industrial Services Ltd	Amber Way	Halesowen		West Midlands	B62 8WG	£464.26
EyeCandy Print Management	Unit 14 Cedars Business Centre	Avon Road	Cannock	Staffordshire		WS11 1QJ	£1,924.99
FABVENT Engineering	North Road	Cobridge		Stoke on-Trent	Staffordshire	ST6 2BZ	£624.00
Fedex Express UK Ltd		PO Box 119	Coventry	Warwickshire		CV1 4QD	£919.06
Fedex UK Ltd	Parkhouse East Ind. Estate		Newcastle		Staffordshire	ST5 7RB	£9,510.80
Ferro Great Britain Ltd		Nile Street	Burslem, Stoke-on-Trent	Staffordshire		ST6 2BQ	£125,863.03
FGH Instrument Services Ld	St. Thomas House	29/31 Old Mill Street		Stoke on Trent	Staffordshire	ST4 2RP	£991.82
Fine Ceramic Transfers Ltd	Unit 16 Fenpark Industrial Estate	Park Lane	Fenton, Stoke-on-Trent	Staffordshire		ST4 3JP	£7,592.54
Fine Cut Graphic Imaging Ltd	Marlborough Road	Lancing Business Park	Lancing	West Sussex		BN15 8UF	£288.00
Fletcher Moorland Ltd	Elenora Street			Stoke-on-Trent	Staffordshire	ST4 1QG	£2,922.00
Furlong Mills Limited		Furlong Lane	Burslem, Stoke-on-Trent	Staffordshire		ST6 3LE	£141,528.02
FWB Products Ltd		Whieldon Road	Stoke-On-Trent	Staffordshire		ST4 4JE	£697.70
G W H Engineering		70, Southborough Crescent	Bradeley	Stoke-on-Trent	Staffordshire	ST6 7LX	£435.00
Glenavon Communications Ltd	Flat 5	13 Redcliffe Square		London		SW10 9JX	£384.30
Global & G Consulting Ltd		GIANCARLO GALLO					£2,501.55
GLOBAL & G Consulting Ltd							£2,501.55
Grenfield Engineers	(John Rhodes and Sons)	PO Box 90	Tadcaster	West Yorkshire		LS24 0BF	£955.20
Hays Specialist Recruitment Ltd	Church House	Old Hall Street	Hanley, Stoke-on-Trent	Staffordshire		ST1 3AU	£5,397.38
Hepher Electrical Services Ltd		14 Brock Way	Silverdale	Newcastle-u-Lyme	Staffordshire	ST5 6A7	£8,711.93
HMM Mechanical Services	HMM Mechanical Services	Unit 3 Longbridge Hayes Ind. Est.	Chemical Lane	Tunstall	Stoke on Trent	ST6 4PB	£6,313.89
HMRC							
HRVS Group Ltd	Shelton New Road		Cliffe Vale	Stoke-on-Trent	Staffordshire	ST4 7DL	£409.19
Hygan Products Ltd	Kings Croft Works	Old Stoke Road	Hartshill, Stoke-on-Trent	Staffordshire		ST4 6ES.	£4,858.19

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Ian Smith Group Ltd	Unit 15	Loomer Road	Chesterton, Newcastle	Staffordshire		ST5 7QW	£1,137.98
Imerys Minerals Ltd.,	Par Moor Centre	Par Moor Road	Par	Cornwall		PL24 2SQ	£61,818.78
IMS Wright Refractories	Building 62, Third Avenue	Pensnett Trading Estate	Kingswinford		West Midlands	DY6 7XT	£1,844.64
Instantprint	UNIT A Brookfields Park,	Manvers Way, Manvers	Rotherham		South Yorkshire	S63 5DR	£2,000.00
Intec Services	Station Street		Leek		Staffordshire	ST13 8BP	£678.00
Intech Automated Sytems Ltd	4 Austwick Grove	Trent Vale		Stoke on Trent	Staffordshire	ST4 6NP	£614.40
Intertek International Ltd	PO Box 11167	Academy place	1-9 Brook Street	Brentwood	Essex	CM14 9LA	£242.51
IPS Ceramics Ltd	Unit 6	High Carr Business Park	Decade Close	Newcastle Under Lyme	Staffordshire	ST5 7UH	£23,157.06
ISA Business Development & Sup	PO Box 2807		Kidsgrove	Stoke on Trent	Staffordshire	ST7 9AY	£4,170.00
J LL Leach Ltd		Etruscan Street	Etruria, Stoke-on-Trent	Staffordshire		ST1 5SE	£4,599.60
James Dodd	Units 8 And 9 Churnet Court	Harrison Way	Cheddleton, Leek,	Staffordshire		ST13 7EF	£105.72
Jardine OH Consultancy Ltd	31 Wagg Street		Congleton		Cheshire	CW12 4BA	£2,500.00
Jays Refractory Spec Ltd		Callywhite Lane	Dronfield, Sheffield	West Yorkshire		S18 2XR	£15,993.60
JLC Recruitment & Care Ltd	JLC Recruitment	7A Tower Square	Tunstall	Stoke on Trent	Staffordshire	ST6 5AA	£121,726.31
Jofson Ltd	Unit 8,	Westgate Park Industrial Estate	Tintagel Way	Aldridge, Walsall	West Midlands	WS9 8ER	£2,437.68
John Roberts Holdings Ltd	Christies Mill	Settle			North Yorkshire	BD24 9LX	£3,189.82
JVA Oldenburg		Cloppenburger Strasse 400		26133 Oldenburg	Germany		£1,590.26
K 3 Business Technologies Ltd	Baltimore House	50 Kansas Avenue		Manchester		M50 2GL	£7,613.52
K 3 Syspro Ltd	Baltimore House	50 Kansas Avenue	Salford Quays		Manchester	M50 2GL	£633.60
Kawasaki Robotics Uk Ltd	Unit 4 Easter Court	Europa Boulevard	Westbrook, Warrington	Cheshire		WA5 7ZB	£11,515.96
KCOM Group PLC	Payments Centre	PO Box 195	Hull	East Yorkshire		HU1 3RN	£458.94
Keoghs Solicitors	Accounts Department	2 The Parklands	Bolton	Lancashire		BL6 4SE	£622.75
KLB Group Ltd		5 St John's Lane		London		EC1M 4BH	£9,075.45
Kml Cleaning Services Ltd	Lee House	North Street	Congleton	Cheshire		CW12 1HF	£10,499.61
Knight and Knight		11 Oaktree Road	Stoke on Trent		Staffordshire	ST4 8HF	£5,850.57
Knightstor	Oak Tree Barn	Knighton Farm	Knighton	Market Drayton	Shropshire	TF9 4HE	£118.80
Lloyds Tsb	PO Box 72	Bailey Drive	Gillingham	Kent		ME8 0LS	£226.08
Lucideon Ltd		Queens Road	Penkhull, Stoke-on-Trent	Staffordshire		ST4 7LQ	£3,268.00

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M P M Pumps Engineering Ltd	Hallfield Buildings	Festing Street	Hanley, Stoke-on-Trent	Staffordshire		ST1 2HY	£4,676.70
Main Man Supplies Ltd	Unit 2,3,8 Burslem Business Park	Reginald Street	Burslem, Stoke-on-Trent	Staffordshire		ST6 1DU	£3,860.41
Mantec Technical Ceramics Ltd		Normacot Road	Longton, Stoke-on-Trent	Staffordshire		ST3 1PA	£1,973.64
Maxpack	Advantage House	Longden Road	Shrewsbury		Shropshire	SY3 3PS	£4,304.51
Mettex Fasteners Ltd	Holditch Industrial Estate	Spencroft Road	Newcastle Under Lyme	Staffordshire		ST5 9JB	£368.05
Modus Royalties							
Moorland Environmental Services	Rosedale Croft	Cresswell Road	Hilderstone	Staffordshire		ST15 8SL	£3,096.00
Mr Print-It	14 Penk Road	Forsbrook	Stoke-on-Trent		Staffordshire		£28.48
Neatawash Ltd	Boothen Green		Stoke On Trent	Staffordshire		ST4 4BJ	£511.05
Network Defence							
NiBek Ltd	Unit 5	Whieldon Road Ind Estate	Whieldon Road	Stoke-onTrent		ST4 4JP	£31,611.64
North Staffs Fire Ltd	Flame House	Bagnall Road	Milton, Stoke-on-Trent	Staffordshire		ST2 7NE	£792.00
Novosco Ltd		6700 Daresbury Park		Warrington	Cheshire	WA4 4GE	£1,734.02
O2(uk) Ltd.,	P.O.Box 202	Houghton Regis	Luton	Bedfordshire		LU6 9AG	£1,000.05
P And R Pallets Cases Ltd	Unit 2 Bridge Industrial Estate	Hot Lane	Burslem, Stoke-on-Trent	Staffordshire		ST6 2DL	£12,626.40
P B H Engineering	Ware Dressing M C Specialists	97 Buxton Street	Sneyd Green, Stoke-on-Trent	Staffordshire		ST1 6BW	£1,296.00
Parkhouse Engineering Ltd	Newfield Works	High Street	Sandyford	Stoke on Trent	Staffordshire	ST6 5PQ	£21,126.00
PBR Abrasives Ltd		Wolverhampton Street	Willenhall		West Midlands	WV13 2NF	£984.96
Pitney Bowes Limited	Customer Payments	Building 5 Trident Place	Mosquito Way	Hatfield	Hertfordshire	AL10 9UJ	£217.32
Plantcare Ltd	Unit 4 Stone Enterprise Centre	Stone Business Park	Stone	Staffordshire		ST15 OSR	£75.06
Pollyanna Fine Bone China Ltd	The Angel Building	Westport Road	Burslem	Stoke on Trent	Staffordshire	ST6 4AW	£1,800.00
Premier Electrical Ltd		15 Mayer Street	Hanley, Stoke-on-Trent	Staffordshire		ST1 2JB	£2,681.95
Premier Fuels And Lubricants	Fenton Ind Estate	Unit 1 Little Row	Stoke-On-Trent	Staffordshire		ST4 2SQ	£325.20
Procyon Fire & Security Ltd		Electra House	Electra Way	Crewe	Cheshire	CW1 6GL	£509.40
Queensberry Hunt		19 Fermoy Road	London			W9 3NH	£2,353.33
R. Barkley and Sons Ltd		14 Landhead Road	Ballymoney		N. Ireland	BT53 7HD	£752.60
R.G.Bassett And Sons Ltd.	Transport House		Tittensor	Stoke on Trent	Staffordshire	ST12 9HD	£15,674.85

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Radwell International UK Ltd		Unit D. Dalewood Road	Newcastle	Staffordshire		ST5 9QZ	£79.56
Rebro Hydraulic Services Ltd	Unit 1-2	Tunstall Road Industrial Estate	Biddulph, Stoke-on-Trent	Staffordshire		ST8 7BD	£4,369.92
Regina Industries Ltd	Parkhouse West Industrial Estate		Newcastle under Lyme	Staffordshire		ST5 7RU	£303.24
Richard Baker Harrison Ltd	Marsh Trees House	Marsh Parade	Newcastle	Staffs		ST5 1BT	£2,944.44
Robinson Wire Cloth Ltd		1 Rebecca Street	Stoke-On-Trent	Staffordshire		ST4 1AG	£126.12
Roxspur Measurement and Control		2 Downgate Drive	Sheffield	West Yorkshire		S4 8BT	£322.13
Roy Kirkham And Co Ltd		Lascelles Street	Tunstall	Stoke on Trent	Staffordshire	ST6 5DB	£3,120.00
RS Components Limited		PO Box 99	Corby	Northamptonshire		NN17 9RS	£4,373.24
RSM Employer Services Ltd	Festival Way	Festival Park	Etruria	Stoke on Trent	Staffordshire	ST1 5BB	£3,544.51
Safety Kleen Uk Ltd	Profile West	950 Great West Road	Brentford	Middlesex		TW8 9EJ	£762.60
Saint Gobain Formula		Jericho Works	Newark,	Nottinghamshire		NG24 3BZ	£4,338.00
Saint-Gobain Industrial Ceramics	Mill Lane	Rainford	St. Helens	Merseyside	England	WA11 8LP	£7,838.14
Saint-Gobain Industrial Ceramics	EURO ACCOUNT						£7,838.14
Sama Maschinenbau Gmbh		Schillerstasse 21	95163 Weissenstadt		Germany		£12,986.08
Screen Supplies Ltd	12 Old Street	Barlaston	Stoke on Trent		Staffordshire	ST12 9EQ	£739.80
Security Services	Administration Security Centre	2 Berry Street	Stoke-On-Trent	Staffordshire		ST4 1AY	£1,484.40
SG Fleet Solutions UK Ltd	Minton Hollins Building	Shelton Old Road	Stoke on Trent		Staffordshire	ST4 7RY	£2,040.60
Sharmic Engineering Ltd		Baldwin Road	Stourport On Severn	Worcestershire		DY13 9AX	£930.00
Siak Transfers Ltd		Lascelles Street	Tunstall, Stoke-on-Trent	Staffordshire		ST6 5DB	£6,445.83
Simarco International Ltd	Unit 2	Chemical Lane	Longport	Stoke on Trent	Staffordshire	ST6 4PB	£12,105.34
Slater's Country Inn		Stone Road	Baldwins Gate	Newcastle-U-Lyme	Staffordshire	ST5 5ED	£3,892.75
Softcat Ltd	Fieldhouse Lane		Marlow		Buckinghamshire	SL7 1LW	£1,422.86
Sola Switzerland AG		Seetalstrasse	PO Boc CH-6032 Emmen		Switzerland		£250,641.99
Solenis UK Limited	Wimsey Way	Alfreton Trading Estate	Somercoates	Alfreton	Derbyshire	DE55 4LR	£6,055.10
Solid Solutions Management Ltd	Olympus House	Olympus Avenue	Leamington Spa	Warwickshire		CV34 6RJ	£3,092.76
South Staffordshire Paper Prod	5, Gerard	Lichfield Road Ind. Estate	Tamworth		Staffordshire	B79 7UW	£6,639.53
Spacelab Developments Ltd		18 Wenlock Road			London	N1 7TA	£30,382.30
Spectrum Alloys	Milton Road	Milton	Stoke on Trent		Staffordshire	ST1 6LE	£230.28

Dudson Limited and Dudson (Holdings) Limited – both in administration
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Staffordshire County Council	County Treasurer	Eastgate Street	Stafford	Staffordshire		ST16 2NF	£60.00
Starcom Technologies Ltd	Wigan Investment Centre	Waterside Drive		Wigan	Lancashire	WN3 5BA	£38,377.14
Sterling Press Ltd	Kettering Venture Park	Kettering			Northants	NN15 6XU	£10,413.00
Surcotech International Ltd	Hafner House	Newent Business Park	Gloucester Road	Newent	Glos	GL18 1DZ	£1,510.32
SWG Vibrodynamics Ltd		Gibson Street	Tunstall, Stoke-on-Trent	Staffordshire		ST6 6AQ	£1,059.27
Swindell and Pearson Ltd		48 Friar Gate	Derby	Derbyshire		DE1 1GY	£789.70
Swindell and Pearson Ltd		48 Friar Gate		Derby		DE1 1GY	£789.70
Systec Automation Ltd	Higher Brund Farm		Cheddleton	Leek	Staffordshire	ST13 7DG	£288.00
T A M Colours Ltd		1 Fernlea Crescent	Endon	Stoke on Trent	Staffordshire	ST9 9HZ	£2,032.50
Talke Chemical Company Ltd	Radnor Works	Back Lane	Congleton	Cheshire		CW12 4PP	£714.72
TGI Fridays							£6,230.69
The Fork Lift Company.com		4 Bank View	Froghall	Staffordshire		ST10 2HA	£432.00
The Packaging Company			P O Box 3690	Newcastle	Staffordshire	ST55 9HD	£496.18
The Procurement Co	Jubilee Farm		Jubilee Road	Axbridge	Somerset	BS26 2DA	£1,250.99
Therser UK Ltd	Walley Street Buildings	Walley Street	Burslem	Stoke-on-Trent	Staffordshire	ST6 2AH	£5,231.52
ThreeD Print Bureau Limited	Unit 3 & 4 North Staffs Business Park	Innovation Way	Stoke on Trent		Staffordshire	ST6 4BF	£1,624.80
Torreid UK	Units 1-2 Federation Road		Burslem	Stoke on Trent	Staffordshire	ST6 4HU	£9,633.00
Townley Network Solutions LLP		The Pavilions	Chester Business Park		Chester	CH4 9QH	£278.99
Toyota Financial Services (UK) Plc				EPSOM	SURREY	KT18 5UZ	£530.51
Trade UK	Selectapost 28				Sheffield	S97 3GE	£1,481.03
Tryner Transfer		2 Baptist Street	Burslem, Stoke-on-Trent	Staffordshire		ST6 3EU	£3,777.79
Turner Engine Powered Services	Unit 1 High Carr Point	High Carr Business Park	Millenium Way	Newcastle -U-Lyme	Staffordshire	ST5 7XE	£420.00
U P S Ltd	Bermuda Industrial Estate	AR Dept	St Davids Way Bermuda Park	Nuneaton	Warwickshire	CV10 7SD	£17,686.66
Universal Control Systems Ltd	Unit 2 Brookside Industrial Estate	Station Street	Longport, Stoke-on-Trent	Staffordshire		ST6 4ND	£858.91
V J Goodall Ltd		Barker Street	Longton, Stoke-on-Trent	Staffordshire		ST3 1PE	£4,143.60
Valiant Tool Hire Ltd		33 Moorland Road	Burslem, Stoke-on-Trent	Staffordshire		ST6 1EA	£1,053.60
Valpak Ltd	Stratford Business Park	Banbury Road	Stratford Upon Avon	Warwickshire		CV37 7GW	£1,471.50
Vast Services	The Dudson Centre	Hope Street	Hanley	Stoke on Trent		ST1 5DD	£2,094.26

Dudson Limited and Dudson (Holdings) Limited – both in administration
 Joint Administrators' proposals for achieving the purpose of administration

Vistage International (UK) Ltd	Vanbrugh House	Grange Drive	Hedge End	Hampshire		SO30 2AF	£3,193.20
Watco Uk Limited	Watco UK Ltd	Finance Dept	PO Box 260	Chester Le Street	County Durham	DH3 9EG	£1,355.88
Water Plus Ltd	Water Plus Payments	PO Box 12459		Harlow		CM20 9PJ	£88,778.73
Water Plus Ltd	Water Plus Payments	P.O. Box 12459		Harlow	Essex	CM20 9PH	£88,778.73
Wilson & Cooke Marketing Ltd	Unit C2	Waterfold Business Park		Bury		BL9 7BR	£13,626.00
Wood Mitchell Printer Ltd	Festival Park	Festival Way	Hanley, Stoke-on-Trent	Staffordshire		ST1 5TH	£1,368.00
World Transport Agency Ltd	Thameside House	Kingsway Business Park	Oldfield Road	Hampton	Middlesex	TW12 2HD	£31.50
Worldpay	3 Hardman Square	Spinningfields		Manchester		M3 3EB	£58.67
XDP Ltd	Fairview Industrial Estate	Kingsbury Road	Curdworth, Sutton Coldfield	Warwickshire		B76 9EE	£15,704.77
Ziegler UK Limited		46 Tilton Road	Bordsley Green		Birmingham	B9 4PP	£1,440.40

Statement of affairs

Name of company

Dudson (Holdings) Limited
Registered office address
200 Scotia Road
Tunstall
Stoke on Trent
ST6 4JD

Company number

00150494

In the

High Court of Justice, Business and Property
Courts in Birmingham (ChD), Companies
and Insolvency List

Court case number

CR-2019-BHM-000288

The particulars and other information shown in this statement of affairs
and any continuation sheets give a full and complete statement of the
company's affairs as at

Insert date the company
entered into administration

Date

4th April 2019

Statement of truth

I believe that the facts in this statement of affairs are true.

Full name Graham Peter Stott


Signed



Dated 10th April 2019

A – Summary of assets

	Book value £	Estimated realisable value £
Assets subject to fixed charge:		
Intellectual property	0	1,499,997
Shawbrook charge		(4,622,922)
Fixed charge deficit subtotal		(3,122,925)
Assets subject to floating charge:		
Investments in subsidiaries	279,716	500,003
Cash in bank	128	128
Intercompany debtors	509,502	0
Vat debtor	1,329	0
Prepayments	49,585	0
Uncharged assets:		
Estimated total assets available for preferential creditors	840,260	500,131

Signature  Date 10th April 2019

B – Summary of liabilities

		Estimated realisable value £
Estimated total assets available for preferential creditors (carried from page A)	Estimated to rank	500,131
Preferential creditors:	(12,351)	
Estimated deficiency / surplus as regards preferential creditors	£	487,780
Estimated prescribed part where applicable (to carry forward)	(100,556)	
Estimated total assets available for floating charges	£	387,224
Debts secured by floating charges	(3,122,925)	
Estimated deficiency / surplus after floating charges	£	(2,735,701)
Estimated prescribed part of net property where applicable (brought down)	100,556	
Total assets available to unsecured creditors	£	100,556
Unsecured non preferential claims (excluding any shortfall to floating charge holders)	(11,592,770)	
Estimated deficiency / surplus as regards non preferential creditors (excluding any shortfall to floating charge holders)	£	(11,492,214)
Shortfall to floating charge holders (brought down)	(2,735,701)	
Estimated deficiency / surplus as regards creditors	£	(14,227,915)
Issued and called up share capital	(11,440)	
Estimated total deficiency / surplus as regards members	£	(14,239,355)

Signature  Date 10th April 2019

B - Company creditors

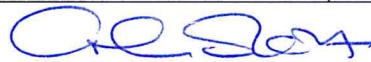
Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services (“consumer deposit creditors”), and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* creditors claiming retention of title over property in the company’s possession.

Include in this schedule the number of employees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the total of the debts owed to them. Full details of their claims must be set out in separate schedules. The employee and consumer deposit creditor schedules are **NOT** delivered to the Registrar of Companies.

If more convenient, a list of the company’s creditors may be attached to this page as long as it contains all the same information as in this table.

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
RSM UK Audit LLP	Festival Way, Festival Park, Stoke on Trent, ST1 5BB	2,400			
Royal London	Royal London House, Alderley Road, Wilmslow, SK9 1PF	5,576			
BGF	45 Church Street, Birmingham, B3 2RT	3,185,000			
Preference shares	Per shareholder register	31,100			
Dudson Sales & Export Limited	200 Scotia Road, Stoke on Trent, ST6 4JD	3,805			
Dudson Armorlite Sales & Export Ltd	200 Scotia Road, Stoke on Trent, ST6 4JD	2			
Shawbrook Bank	9 th Floor, Edmund House, 12/22 Newhall St, Birmingham, B3 3EW	4,622,922	Composite guarantee & Debenture	2 May 2017	4,622,922

Signature



Date 10th April 2019


B - Company creditors

Note: You must include all creditors, other than employees, former employees and consumer creditors claiming amounts paid in advance of the supply of goods or services ("consumer deposit creditors"), and identify all creditors under hire-purchase, chattel leasing or conditional sale agreements *and* creditors claiming retention of title over property in the company's possession.

Include in this schedule the number of employees and former employees and the total of the debts owed to them and the number of consumer deposit creditors and the total of the debts owed to them. Full details of their must be set out in separate schedules. The employee and consumer deposit creditor schedules are **NOT** delivered to the Registrar of Companies.

If more convenient, a list of the company's creditors may be attached to this page as long as it contains all the same information as in this table.

Name of creditor or claimant	Address (with postcode)	Amount of debt £	Details of any security held by creditor	Date security given	Value of security £
Dudson Holdings Defined Benefit scheme	c/o 200 Scotia Road, Stoke on Trent, ST6 4JD	7,544,000	Uncertain as to quantum of claim on Holdings		
Dudson Holdings SEDRB scheme	c/o 200 Scotia Road, Stoke on Trent, ST6 4JD	456,000	Uncertain as to quantum of claim on Holdings		
Aegon GPP pension creditor	c/o 200 Scotia Road, Stoke on Trent, ST6 4JD	10,000	Uncertain as to quantum of claim on Holdings		
	Total number of creditors (see separate schedules)	Total debt £			
Employees and former employees		367,238			
Consumer deposit creditors		0			

Signature  Date 10th April 2019

Dudson (Holdings) Limited – Extension to C – Company Shareholders

Shareholder	First Name	Pref Shares	% of Pref Shares	Ordinary Shares	% of Equity Share Capital	Address
DM Dudson	Max	2077	6.68%	1186	10.37%	Pinehill, Birchall Lane, Leek, Staffordshire, ST13 5RA
C Dudson	Carol			50	0.44%	Pinehill, Birchall Lane, Leek, Staffordshire, ST13 5RA
JA Dudson	James			37	0.32%	Pinehill, Birchall Lane, Leek, Staffordshire, ST13 5RA
IJ Dudson	Ian	2078	6.68%	1137	9.94%	The Old Vicarage, Malthouse Lane, Barlaston, Stoke-on-Trent, ST12 9AQ
PJ Dudson	Jane			50	0.44%	The Old Vicarage, Malthouse Lane, Barlaston, Stoke-on-Trent, ST12 9AQ
CM Evans	Christine			43	0.38%	Jura, 2 Bankcroft, Dingle Lane, Hilderstone, Stone, Staffordshire, ST15 8SG
KL Simpson	Katie			43	0.38%	Greenways, Barnes Cofit, Hilderstone, Staffordshire, ST15 8XU
PH Dudson	Paul	2078	6.68%	1187	10.38%	Chateau Haute Fontaine, Prat De Cest, 11100 Narbonne, France
Dr BD Dudson	Ben			29	0.25%	12, Eastward Avenue, York, YO10 4LZ
RA Pickering	Rosie			29	0.25%	Kimberley Lodge, Furnace Lane, Broad Oak, East Sussex, TN32 6ES
TA Dudson	Tom			29	0.25%	27 Kempe Road, Finchingfield, Essex, CM7 4LE
HC Dudson	Heather	4400	14.15%	1170	10.23%	Holly Bank Barn, Miles Green Road, Miles Green, Newcastle-U-Lyme, Staffordshire, ST7 8LQ
SM Dudson	Mark			1170	10.23%	Cobble Hill, Pinewood Road, Hookgate, Market Drayton, Shropshire, TF9 4QE
CB Dudson	Bruce			30	0.26%	Highfields, Heath Road, Whitmore, Newcastle-U- Lyme, Staffordshire, ST5 5HB
CM Dudson	Chris			30	0.26%	Highfields, Heath Road, Whitmore, Newcastle-U- Lyme, Staffordshire, ST5 5HB
AR Dudson	Alec			585	5.11%	Highfields, Heath Road, Whitmore, Newcastle-U- Lyme, Staffordshire, ST5 5HB
PJ Dudson	Philip			585	5.11%	Highfields, Heath Road, Whitmore, Newcastle-U- Lyme, Staffordshire, ST5 5HB
HS Cooper-Jeffery	Helen	8367	26.90%	310	2.71%	5 Broom Lea, Loggerheads, Market Drayton, Shropshire, TF9 4RE
CP Lynam	Peter	6300	20.26%	1000	8.74%	Widcombe, Paddocks Way, Ashted, Surrey, KT21 2QY
PL Lynam	Pauline			300	2.62%	Widcombe, Paddocks Way, Ashted, Surrey, KT21 2QY
EJ Hepsworth	Jane			297	2.60%	125 Howards Lane, Putney, London, SW15 9Q6

Dudson Limited and Dudson (Holdings) Limited – both in administration
 Joint Administrators' proposals for achieving the purpose of administration

SL Brune	Sarah			298	2.60%	462 Church Road, Comox, B.C. V9M 2E8, Canada
JL Ballantyne	Jill	5800	18.65%	1250	10.93%	59C Cinque Ports Street, Rye, East Sussex, TN31 7AN
JRL Ballantyne	James			298	2.60%	The Clockhouse, 56 Endlesham Road, London, SW12 8JL
REC Ballantyne	Ross			297	2.60%	9 Queens Crescent, Richmond, Surrey, TW10 6HG
TOTAL		31100		11440	100.00%	

Appendix D: Our report to creditors on the sale of assets

Information regarding the sale of specific assets of Dudson Limited and Dudson (Holdings) Limited (“the Companies”) on 4 April 2019 as required by Statement of Insolvency Practice No.16.

The purpose of Statements of Insolvency Practice (SIPs) is to promote and maintain high standards by setting out required practice and harmonising the approach of Insolvency Practitioners to particular aspects of insolvency work.

SIP 16 relates to situations where the sale of all or part of a company’s business or assets is negotiated with a purchaser prior to the appointment of an administrator and the administrator effects the sale immediately on, or shortly after, appointment. This is sometimes referred to as a “pre-packaged sale”.

A copy of SIP 16 can be found at the link below:

<https://www.icaew.com/-/media/corporate/files/technical/insolvency/regulations-and-standards/sips/england/sip-16-e-and-w-pre-packaged-sales-in-administrations-2015.ashx>

<p>Background</p>	<p>Dudson Limited (“DL”) trading as Dudson, is the UK trading entity for the Dudson group (“the Group”). Dudson (Holdings) Limited (“DHL”) is the parent company of the Group, which also includes a trading subsidiary in the USA and non-trading subsidiaries in Canada, France and Spain. The Group began its operations in 1800 and over the years achieved a global reputation for providing the highest quality tableware to the hospitality industry with a distinctive design signature.</p> <p>The Group operated a fully integrated manufacturing process and supplied products to Europe, North America and Australian markets. It employed c.390 employees in Stoke-on-Trent area, with a branch in Australia.</p> <p>In the second half of 2018, the Group started experiencing significant cash flow pressures as a result of a deterioration in sales, increased costs in relation to a sales turnaround plan and contributions to a long standing pension scheme deficit. A combination of these issues led to concerns being raised by the board of directors around the future funding and viability of the business.</p> <p>As such a decision was made to pursue an orderly but accelerated sale to a third party, to ensure the best outcome to the Companies’ creditors.</p> <p>An overview of the sale process undertaken and outcome of is summarised as follows:</p> <ul style="list-style-type: none">- The potential sale of the business was discussed with a total of 13 parties, eight of which signed a non-disclosure agreement to receive further information.- three parties ultimately made an offer for all or part of the business.<ul style="list-style-type: none">o one offer was initially for the shares of the business as a ‘going concern’, however, after further due diligence this offer was subsequently changed to an offer for specific intellectual property and plant and machinery only.
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	<ul style="list-style-type: none"> ○ two offers were on an insolvent basis, taking the business in the form of a pre-packaged sale. However, one was subsequently withdrawn, and the other wasn't considered to be deliverable due to the need to transact quickly. - None of the offers were for values that delivered a solvent outcome. As such neither of the Companies would be able to repay its creditors in full and therefore avoid entering an insolvency process. <p>Due to concerns about the need to transact quickly due to the critical cashflow position of the business, together with the deliverability and ability to proceed with two of the offers within the constraints on the business, it was determined that the only deliverable offer that would provide the best outcome for the Companies' creditors as a whole would be to progress with a sale of specific assets to Churchill China combined with a realisation of the remaining assets by the administrators.</p>
<p>The administrators' initial introduction</p>	<p>The Joint Administrators were originally introduced to the Group by Derek Max Dudson to review its historic and projected financial performance and to provide commercial advice about potential options available to the Group.</p>
<p>The extent of the administrators' involvement before the appointment</p>	<p>The work referenced in the administrators' initial introduction section commenced on 31 December 2018.</p> <p>Following this work in March 2019 a team from PwC was engaged by DHL to support the directors with an accelerated sale of the business process, which included the identification of (and approach to) potential investors and/or buyers for the business.</p> <p>The work undertaken by PwC included:</p> <p>Phase 1 (from 31 December 2018): Review of the current position of the business and analysis of its future options.</p> <p>Phase 2 (from 12 February 2019): Building on the knowledge gained from Phase 1 to explore the Group's options in more detail and provide assistance to the Group in relation to the options considered in Phase 1. Review of the FY20 cashflow forecast and guidance around the creation of a financial due diligence pack.</p> <p>Phase 3 (from 5 March 2019): Commencement of the accelerated sale of the business.</p> <p>Prior to the administrators' appointment, advice was provided to the Companies. Advice was not provided to the directors personally, nor to the eventual purchaser.</p> <p>After careful consideration, we concluded that the above work provided no threats to the fundamental principles set out in the ICAEW's Code of Ethics for Insolvency Practitioners and therefore we weren't precluded from acting as administrators of the Companies. In particular, none of our work related to the causes of the Companies' financial issues.</p> <p>As we confirm later, the party with the primary financial interest in the progress and outcome of both administrations is the secured creditor of the Companies, which consented to our appointment.</p>

<p>Alternative options considered by the directors before formal insolvency and by the administrators on their appointment and during the administration and the possible outcome(s) of the alternative options</p>	<p>The alternative options which were considered were:</p> <p>Solvent sale: Whilst this was our preferred option the sales process confirmed that there were no interested parties willing to consider acquiring the business as a going concern outside of an insolvent sales process.</p> <p>Sale of the business and assets as a whole: As noted in the background section above, whilst we initially received two offers for an insolvent pre-packaged sale of the business, one was subsequently withdrawn and the other wasn't deemed deliverable due to the need to transact quickly as a result of the critical cashflow position of the business.</p> <p>Trading administration: We considered whether trading the business in administration would generate a better result for creditors than the partial pre-packaged sale. The possible benefits of continuing to trade the business in administration would have been to realise potential value from trading out stock through current customers and/or to achieve a sale of the business and assets at a higher value than was otherwise being offered. This was not considered appropriate because of:</p> <ul style="list-style-type: none"> - significant uncertainty around the potential to realise additional value for the creditors, given that the market had already been tested - there was no evidence from the marketing activities, explained below, that an additional period of time for marketing would have identified a better offer, or improved the outcome for creditors over what has been achieved; - the forecast potential significant trading loss would have impacted the return to creditors; - the additional professional costs involved in a trading administration; - the material health and safety risks associated with trading a business of this nature, in particular under funding constraints; and - a limitation of customer orders to fulfil. <p>Immediate closure of the business: An immediate closure of the business was considered likely to produce the worst outcome for creditors as:</p> <ul style="list-style-type: none"> - all assets would have been sold at ex-situ values, as opposed to the enhanced value from the assets already sold; and - in particular, an immediate closure was expected to result in lower debtor and stock realisations, compared to what could be achieved in any kind of trading period. <p>All of these factors pointed to a sale of specific assets combined with a realisation of the remaining assets by the administrators would provide a more beneficial outcome to the Companies' creditors as a whole.</p>
<p>Why it was not appropriate to trade the business and offer it for sale as a going concern during the administration</p>	<p>The reasons why trading was not considered possible are noted in the section immediately above.</p>

<p>Whether efforts were made to consult major or representative creditors</p>	<p>We consulted with the secured creditors who consented to the appointment of the administrators and agreed to the sale of the assets.</p> <p>Due to the expected economic interest falling with one of the secured creditors and the sensitive nature of the sale discussions and short term cash flow pressures, we were unable to hold further discussions with other classes of creditors in advance of the appointment, in the interest of securing the best overall outcome.</p> <p>We also consulted with Business Growth Fund (“BGF”) representative who sits on the board of directors, and who was involved with the entire process. In addition we have also been in communication with the Pension Protection Fund to make them aware of the situation.</p>
<p>Requests made to potential funders to fund working capital requirements</p>	<p>Prior to the accelerated sales process we had detailed conversations with twelve investment parties (the majority within the private equity sector and also high net worth individuals) to seek additional funding for the business, however, they were unable to provide sufficient funding on agreeable terms to satisfy the Group’s requirements. Additionally, we approached shareholders for further funding, however, this was not a viable option.</p> <p>We have also been in continued dialogue with Shawbrook Bank over further funding of the business. However, they were unable to commit to additional funding given the position of the business.</p> <p>These conversations were held throughout February – March 2019.</p>
<p>Details of registered charges with dates of creation</p>	<p>Charge holder: Shawbrook Bank Limited</p> <p>Type of charge: A fixed charge over Group’s assets and a floating charge debenture.</p> <p>Assets charged: Any Group land, property, machinery, stock and debtors.</p> <p>Date of creation: 3 May 2018</p> <p>Charge holder: Lloyds Bank plc</p> <p>Type of charge: A fixed charge over Group’s assets and a floating charge debenture.</p> <p>Assets charged: Any Group land, property, machinery, stock and debtors.</p> <p>Date of creation: 22 June 2011</p>
<p>Whether or not the business or business assets have been acquired from an insolvency practitioner within the previous two years</p>	<p>No</p>

<p>Marketing activities conducted by the Company and / or administrators</p>	<p>Marketing activities undertaken</p> <p>The directors and PwC contacted 12 parties to explore a sale of the business. These parties were identified through:</p> <ul style="list-style-type: none"> - The directors’ knowledge of the industry; and - Internal PwC knowledge regarding potential buyers for the business. <p>The directors and PwC issued eight non-disclosure agreements (“NDAs”) to interested parties, enabling them to receive further information on the business and facilitate discussions around a potential transaction.</p> <p>The acquisition opportunity was not formally advertised because:</p> <ul style="list-style-type: none"> - a number of interested parties had been identified by other means; - the parties identified included those likely to have an interest in the Companies and able to transact quickly due to the critical cashflow position of the business; and - there was a risk that wider advertising would accelerate the erosion of value. <p>Outcome</p> <p>All eight NDAs were returned leading to the provision of further information to those parties. A total of three offers were received for different elements of the business.</p> <p>Whilst one offer was initially for the shares of the business as a ‘going concern,’ after further due diligence this offer was subsequently changed to an offer for specific intellectual property and plant and machinery only.</p> <p>The other two offers were on an insolvent basis, taking the business in the form of a pre-packaged sale.</p> <p>All three offers were compared to one another and ranked in accordance with the respective value propositions, a best case/worst case creditor outcome analysis and timing/transaction risks. However, only one offer from the three received was at an acceptable level and deliverable in the timeframe.</p>
<p>Valuer’s details</p>	<p>Plant and Machinery</p> <p>Company: SIA Group Date: March 2018</p>
<p>Valuations of the business or the underlying assets</p>	<p>Churchill China’s offer covers the brand and intellectual property (owned by DHL) and certain items of plant and machinery and intellectual property (owned by DL).</p> <p>The sales process has given us comfort that the offer provides the best price for the brand, which has not been subject to a valuation.</p> <p>DL had an existing valuation for plant and machinery, performed by SIA in March 2018. The assets were valued at £317,200 on an ex-situ basis, with assets sold as individual items within 120 days. The offer for the plant and machinery from Churchill China is at a premium comparing the offer to this valuation.</p> <p>Whilst the valuation was performed over a year ago, we made contact with SIA to confirm that there were no material changes to their valuation, which</p>

	<p>they confirmed. Accordingly, the valuation has been relied upon both due to SIA’s confirmation, and also the nature of the ageing machinery that was valued. Also, considering the timeframe available and the cost of re-engaging SIA/an alternative agent, it was deemed not appropriate.</p> <p>The Administrators will deal with the realisation of the Companies’ remaining plant and machinery, property and collection of its debtors excluded from the sale as part of the administration.</p>
The date of the transaction	4 April 2019
The identity of the purchaser(s)	Churchill China plc and Churchill China (UK) Limited
Any connection between the purchaser(s) and the directors, shareholders or secured creditors of the Company or their associates	The acquiring entities were not connected with any of the current directors and shareholders of the Companies or the secured creditors.
The names of any directors, or former directors (or their associates), of the company who are involved in the management, financing, or ownership of the purchasing entity, or of any other entity into which any of the assets are transferred	None
Whether the directors had given guarantees to a prior financier	No
Whether the transaction impacts on more than one related company	<p>Both DHL and DL hold assets that are subject to the transaction. The plant and machinery is owned by DL and the intellectual property is held by DHL and DL.</p> <p>The following Group companies not subject to an insolvency process were also included in the transaction:</p> <ul style="list-style-type: none"> • Dudson USA inc. : £1 for the ‘dudson.com’ website domain name • Dudson Armorlite Limited : £1 for intangible intellectual property • Dudson Duraline Limited : £1 for intangible intellectual property

<p>Details of the assets involved and the nature of the transaction</p>	<p>Assets included in the transaction:</p> <ul style="list-style-type: none"> - Specific plant and machinery (c. 30 items including a kiln and glazing/decorating modules) relating to the Evolution/Evo and Harvest Dudson product lines - Tangible IP relating to the above, including tooling models/cases/blocks/moulds used in the manufacturing process - All trademarks owned by DHL and DL which includes the Dudson brand - Trademarks owned by Dudson Duraline Limited and Dudson Armorlite Limited, which include Duraline, Armorlite and Ultraline, purchased from those entities that are not subject to an insolvency process at this time <p>All other assets are excluded.</p>
<p>The consideration for the transaction, terms of payment, and any condition of the contract that could materially affect the consideration</p>	<p>Amount of consideration</p> <p>The amount of consideration paid by Churchill China is £2.1m. Churchill China plc paid £1.5m to DHL for trademarks and intellectual property. Churchill China (UK) Limited paid £600k to DL for tangible and intangible intellectual property and plant and machinery aligned to the Harvest and Evolution product lines, as detailed above</p> <p>Date paid</p> <p>The consideration was paid into the client account of the administrators' solicitors, Harrison Clark Rickerbys, on 4 April 2019. Arrangements have been made to transfer these funds to the relevant Company's post administration bank account.</p>
<p>Any options, buy-back arrangements, deferred consideration or similar conditions attached to the transaction</p>	<p>None</p>
<p>If the sale is part of a wider transaction, a description of the other aspects of the transaction.</p>	<p>Not applicable</p>
<p>Connected party transactions</p>	<p>Not applicable</p>

<p>The sale and the purpose of administration</p>	<p>Following their appointment, administrators must perform their functions with the objective of achieving the statutory purpose of the administrations.</p> <p>The statutory purpose of administration is to achieve one of these objectives:</p> <ul style="list-style-type: none">(a) rescuing the Companies as a going concern, or if that is not possible or if (b) would achieve a better result for the creditors than (a)(b) achieving a better result for the Companies' creditors as a whole than would be likely if the Company were wound up (without first being in administration), or finally, if that is not possible(c) realising the Companies' assets to pay a dividend to secured or preferential creditors. <p>In general, administrators must perform their functions in the interests of the creditors of the company as a whole.</p> <p>In this case, the joint administrators are pursuing objective (c) in respect of DHL and objective (b) in respect of DL as it was not possible to rescue either of the Companies as a going concern.</p> <p>We confirm that the sale enables the statutory purpose for both Companies to be achieved, and that given the circumstances the outcome was the best available for creditors as a whole.</p>
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1) Decision notices

Notice seeking decisions by deemed consent

In accordance with section 246ZF and paragraph 98 of Schedule B1] of the Insolvency Act 1986 and rules 3.38 and] 15.7 of the Insolvency (England and Wales) Rules 2016 (IR16)

Name of Company Dudson Limited	Company Number 00910754
In the High Court of Justice, Business and Property Courts in Birmingham (ChD), Companies and Insolvency List (full name of court)	Court case number CR-2019-BHM-000281

We Ross David Connock and David Matthew Hammond joint administrators of the company give notice to creditors seeking decisions by deemed consent about the following matters:

- the approval of the administrators' proposals

and whether a creditors' committee should be established if sufficient creditors are willing to be members. Information on the formation, rights, duties and functions of a committee can be found in the attached guide for creditors.

We are also inviting creditors to make nominations for membership of the creditors' committee, if one is established

The proposed decisions are:

- (1) THAT the administrators' proposals dated 10 April 2019 be approved;
- (2) THAT a creditors' committee **SHOULD NOT** be established.

The decision date is (d) 29 April 2019

If you wish to object to the proposed decisions you must do so no later than 23.59 hrs on the decision date. Please refer to the information overleaf.

If less than 10% in value of relevant creditors* object to the proposed decisions in accordance with the procedure set out in this notice the creditors are to be treated as having made the proposed decisions.

If 10% or more in value of relevant creditors* object to the proposed decisions the creditors are to be treated as **NOT** having made the decisions. If a decision about the same matter is sought again it must be sought using a decision procedure (i.e. by correspondence, electronic voting, or a virtual or physical meeting).

* For the purposes of this notice "relevant creditors" means the creditors who, if the decision were to be made by a decision procedure, would be entitled to vote in the procedure.

Committee:

If you wish to nominate any creditor(s) to be members of a creditors' committee if creditors decide that a committee should be established, please deliver your nomination to us at the address below by 29 April 2019. A nomination can only be accepted if we are satisfied as to the creditor's eligibility under rule 17.4 of the Insolvency (England and Wales) Rules 2016 (IR16).

Objecting to the proposed decisions or requesting a physical meeting:

In order to object to the proposed decisions you must deliver to us at the postal address shown below a notice stating that you object to the proposed decisions, to be received by us **NO LATER THAN 23.59 hrs ON THE DECISION DATE**, together **WITH A PROOF** in respect of your claim, in accordance with IR16, failing which your objection will be disregarded. A form of notice of objection is set out at the end of this notice and a proof of debt form which you can use can be found on our website at www.pwc.co.uk/dudson.

If your debt is treated as a small debt in accordance with rule 14.31(1) IR16 (creditors with claims of £1,000 or less) you must still deliver a proof to us by 23.59 hrs on the decision date if you wish to object to the proposed decision.

If you have opted out from receiving notices you may nevertheless object to the proposed decision if you provide a proof as set out above.

It is our 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 this 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.

Creditors who meet one of the thresholds in section 246ZE of the Insolvency Act 1986 may, within five business days from the date of delivery of this notice, require a physical meeting to be held to consider the matters set out above. The relevant thresholds are 10% in value of creditors, 10% in number of creditors, or 10 creditors.

A creditor may appeal a decision in accordance with rule 15.35 IR16 by applying to court not later than 21 days after the decision date.

Signed _____
Joint administrator

Dated 11 April 2019

Administrators' postal address:

PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL

Administrators' contact telephone number: 020 7583 5000

Address for
correspondence

Creditor's notice of objection to decisions by deemed consent

In accordance with section 246ZF of the Insolvency Act 1986 and rule 15.7 of the Insolvency (England and Wales) Rules 2016

Name of Company Dudson Limited	Company Number 00910754
In the High Court of Justice, Business and Property Courts in Birmingham (ChD), Companies and Insolvency List	Court case number CR-2019-BHM-000281

To be completed and returned to the postal address above only if you wish to object to the proposed decisions

Insert creditor's name and address, and registered number if a

I/We

Company number (if creditor is a company) _____

of _____

object to the proposed decisions set out in the notice seeking decisions by deemed consent dated 29 April 2019.

I/we do*/do not* request that the decisions be considered at a physical meeting.

[* Delete as applicable]

NB: if creditors satisfying the relevant thresholds do not request a physical meeting and a decision about the same matters is sought again, it will be sought by correspondence, electronic voting or a virtual meeting.

I/we enclose my/our proof of debt (if not previously submitted).

Signature of creditor or person authorised to act on behalf of the creditor:

Name in block capitals:

Position with or relation to the creditor:
(e.g. director, company secretary,
solicitor): _____

Date: _____

Notice seeking decisions by deemed consent

In accordance with section 246ZF and paragraph 98 of Schedule B1] of the Insolvency Act 1986 and rules 3.38 and] 15.7 of the Insolvency (England and Wales) Rules 2016 (IR16)

Name of Company Dudson (Holdings) Limited	Company Number 00150494
In the High Court of Justice, Business and Property Courts in Birmingham (ChD), Companies and Insolvency List (full name of court)	Court case number CR-2019-BHM-000288

We Ross David Connock and David Matthew Hammond joint administrators of the company give notice to creditors seeking decisions by deemed consent about the following matters:

- the approval of the administrators' proposals

and whether a creditors' committee should be established if sufficient creditors are willing to be members. Information on the formation, rights, duties and functions of a committee can be found in the attached guide for creditors.

We are also inviting creditors to make nominations for membership of the creditors' committee, if one is established

The proposed decisions are:

- (2) THAT the administrators' proposals dated 10 April 2019 be approved;
- (2) THAT a creditors' committee **SHOULD NOT** be established.

The decision date is (d) 29 April 2019

If you wish to object to the proposed decisions you must do so no later than 23.59 hrs on the decision date. Please refer to the information overleaf.

If less than 10% in value of relevant creditors* object to the proposed decisions in accordance with the procedure set out in this notice the creditors are to be treated as having made the proposed decisions.

If 10% or more in value of relevant creditors* object to the proposed decisions the creditors are to be treated as **NOT** having made the decisions. If a decision about the same matter is sought again it must be sought using a decision procedure (i.e. by correspondence, electronic voting, or a virtual or physical meeting).

* For the purposes of this notice "relevant creditors" means the creditors who, if the decision were to be made by a decision procedure, would be entitled to vote in the procedure.

Committee:

If you wish to nominate any creditor(s) to be members of a creditors' committee if creditors decide that a committee should be established, please deliver your nomination to us at the address below by 29 April 2019. A nomination can only be accepted if we are satisfied as to the creditor's eligibility under rule 17.4 of the Insolvency (England and Wales) Rules 2016 (IR16).

Objecting to the proposed decisions or requesting a physical meeting:

In order to object to the proposed decisions you must deliver to us at the postal address shown below a notice stating that you object to the proposed decisions, to be received by us **NO LATER THAN 23.59 hrs ON THE DECISION DATE**, together **WITH A PROOF** in respect of your claim, in accordance with IR16, failing which your objection will be disregarded. A form of notice of objection is set out at the end of this notice and a proof of debt form which you can use can be found on our website at www.pwc.co.uk/dudson.

If your debt is treated as a small debt in accordance with rule 14.31(1) IR16 (creditors with claims of £1,000 or less) you must still deliver a proof to us by 23.59 hrs on the decision date if you wish to object to the proposed decision.

If you have opted out from receiving notices you may nevertheless object to the proposed decision if you provide a proof as set out above.

It is our 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 this 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.

Creditors who meet one of the thresholds in section 246ZE of the Insolvency Act 1986 may, within five business days from the date of delivery of this notice, require a physical meeting to be held to consider the matters set out above. The relevant thresholds are 10% in value of creditors, 10% in number of creditors, or 10 creditors.

A creditor may appeal a decision in accordance with rule 15.35 IR16 by applying to court not later than 21 days after the decision date.

Signed _____

Joint administrator

Dated 11 April 2019

Address for
correspondence

Administrators' postal address:

PricewaterhouseCoopers LLP, Central Square, 29 Wellington Street, Leeds, LS1 4DL

Administrators' contact telephone number: 020 7583 5000

Creditor's notice of objection to decisions by deemed consent

In accordance with section 246ZF of the Insolvency Act 1986 and rule 15.7 of the Insolvency (England and Wales) Rules 2016

Name of Company Dudson (Holdings) Limited	Company Number 00150494
In the High Court of Justice, Business and Property Courts in Birmingham (ChD), Companies and Insolvency List	Court case number CR-2019-BHM-000288

To be completed and returned to the postal address above only if you wish to object to the proposed decisions

Insert creditor's name and address, and registered number if a

I/We _____

Company number (if creditor is a company) _____

of _____

object to the proposed decisions set out in the notice seeking decisions by deemed consent dated 29 April 2019.

I/we do*/do not* request that the decisions be considered at a physical meeting.

[* Delete as applicable]

NB: if creditors satisfying the relevant thresholds do not request a physical meeting and a decision about the same matters is sought again, it will be sought by correspondence, electronic voting or a virtual meeting.

I/we enclose my/our proof of debt (if not previously submitted).

Signature of creditor or person authorised to act on behalf of the creditor:

Name in block capitals:

Position with or relation to the creditor:
(e.g. director, company secretary,
solicitor): _____

Date: _____

2) Common questions and answers about the decisions we are seeking, including the approval of the Administrators' proposals

We are seeking approval of the Administrators' proposals and other resolution(s) by way of a decision by deemed consent.

A copy of the notices requesting decisions by deemed consent is attached to the proposals and contain information relating to the decisions being sought and how creditors can object to the decision.

We have answered some of the common questions which arise in respect of decisions by deemed consent below.

What is deemed consent and how can I object to its use?

For a decision by deemed consent, relevant creditors are given notice of the Administrators' proposed decision on a matter. In this case we are seeking a decision that the Administrators' proposals be approved and whether a creditors' committee should be formed. ***If you are happy with the proposed decision[s] you don't need to take any further action unless you wish to nominate a member of the committee should one be formed.***

Creditors may object to the decisions being made by deemed consent:

- if less than 10% of relevant creditors object to the proposed decision, the creditors are treated as having made the decision; and
- if 10% or more of relevant creditors object to the proposed decisions then the decisions is are treated as NOT having been made, and a further decisions will be sought by an alternative decision method (which will only be a physical meeting if one of the relevant thresholds for requesting a physical meeting is met (see below)).

Details of what constitutes a relevant creditor and how a creditor may object to the proposed decisions are included in the decision notices attached to the proposals.

Creditors who meet one of the relevant thresholds can request a physical meeting as well as, or instead of, objecting to the proposed decisions (see below).

It is our responsibility (not the creditors') to aggregate any objections to deemed consent, and to aggregate any requests for a physical meeting, to see if one of the thresholds is met for the decisions by deemed consent not to have been made.

Who decides whether my claim ranks for the purposes of objecting to deemed consent?

The Administrators have the power to accept or reject the whole or any part of your claim for the purpose of objecting to deemed consent and/or requesting a physical meeting (rule 15.33(2) IR16).

What happens if I disagree with the Administrators' decision?

You're entitled to appeal to the court for an order reversing the Administrators' decision on your claim provided you do so within 21 days of the decision date (rule 15.35(4) IR16). If the court reverses or varies the Administrators' decision, this could change the decisions/resolutions that were made or passed and/or the court may order us to initiate a decision procedure or make such other order as it thinks just (rule 15.35(3) IR16).

You also have the right to appeal to the court if you believe that the Administrators are acting/have acted/propose to act in a way which unfairly harms your interests (paragraph 74(1) Sch B1 IA86).

We recommend that you seek legal advice about the merits of taking these steps in any particular circumstances.

How do I calculate my claim for the purposes of objecting to deemed consent?

Objections to deemed consent are calculated according to the amount of a creditor's claim as at the date on which the Company entered administration, less any payments that have been made to them after that date in respect of their claim and any adjustments by way of set-off in accordance with rule 14.24 IR16 or that would be made if that rule were applied on the date that the objections are counted (rule 15.31(1)(a)(ii) IR16).

What happens if I cannot yet quantify my claim with certainty?

If your debt is for an unliquidated amount or its value is not ascertained it can count towards the threshold for objecting to deemed consent if the Administrators agree to put on the debt an estimated minimum value for objection purposes and admit the claim for that purpose (rule 15.31(2) IR16).

What happens if my debt is wholly or partly secured?

If you're a secured creditor whose debt is wholly or partly secured, only the balance (if any) of your debt after deducting the value of your security as estimated by you will count towards the threshold for objections.

What happens if I am a creditor under a hire-purchase, conditional sale agreement or leasing agreement?

If you're an owner of goods under a hire-purchase or chattel leasing agreement, or a seller of goods under a conditional sale agreement, the amount of the debt due and payable to you by the Company on the date the Company entered administration will count towards the threshold for objections. In calculating the amount of any debt for this purpose, no account shall be taken of any amount attributable to the exercise of any right under the relevant agreement, so far as the right has become exercisable solely by virtue of:

- the making of an administration application
- a notice of intention to appoint an Administrator or any matter arising as a consequence, or
- of the Company entering administration (rule 15.32 IR16).

Am I bound by the Administrators' proposals if they are approved?

Our proposals, when approved by the creditors, will dictate how the Company's affairs will be conducted in future and how creditors' claims will be addressed.

For this reason, it is important that creditors consider them properly.