



**Euromix Concrete Limited – in Administration
 (“the Company”)**

**High Court of Justice, Chancery Division,
 Companies Court**

Case No. 9086 of 2013

**The Joint Administrators’ first progress report for
 the period from 20 December 2013 to 19 June 2014**

15 July 2014

www.pwc.co.uk/euromix

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Form 2.24B	Notice of Administrators' progress report	

The following abbreviations are used in this report:

"the Company"	Euromix Concrete Limited – in Administration
"the Administrators" or "we"	David Baxendale and Zelf Hussain
"Natwest" or "the Bank"	National Westminster Bank Plc
"RBSIF"	Royal Bank of Scotland Invoice Finance Limited
"IR86"	The Insolvency Rules 1986
"Sch B1 IA86"	Schedule B1 to the Insolvency Act 1986

1 The Joint Administrators' first progress report

Introduction

In accordance with Rule 2.47 IR86, we write to provide creditors with details of the progress of the Administration of Euromix Concrete Limited in the six months since our appointment on 20 December 2013.

We are required to provide certain statutory information pursuant to Rule 2.47(1)(a) to (d) IR86, which is included in Section 2.

We can confirm that there will be a dividend to unsecured creditors as there are sufficient asset realisations to allow for this.

Details of the steps taken during the Administration, assets still to be realised and the outcome of the Administration are set out below.

Steps taken during the Administration

Immediately after our appointment, we started a process aiming to sell the business and assets of the Company as a going concern. Alongside this sales process, we continued a limited amount of trading to ensure that the value in the business was preserved and all 75 employees were retained.

Funding for the trading period was provided by a bank overdraft and the sale of four cement lorries, for £100,000, that were not required by the business.

We contacted over 30 interested parties and received offers for the entire business and assets of the Company from six of these. We also had numerous offers for the individual assets of the Company.

We progressed a sale of the business and assets with one interested party, Lafarge Tarmac ("Lafarge") which concluded on 24 January 2014. The sale secured the continued employment of the Company's employees who have transferred to Lafarge as part of the sale under the Transfer of Undertakings (Protection of Employment) Regulations.

The amount received in relation to the sale was split between an immediate payment of £3 million and a deferred element of £1.4million.

The deferred element is subject to successful novation of various leases and hire purchase agreements. The majority of these novations are now complete and £1.1million will be released into the Administration in October 2014.

The remaining £300k is in relation to a lease at the Silvertown site where there is a licence to occupy which was granted by the Administrators. Lafarge and the landlord of the site are in the process of assigning the lease which is expected to be finalised in the next 3-4 weeks. Once this has been finalised these remaining funds are also expected to be released in October 2014.

Book debts

At the date of appointment, the Company had a book debt ledger in the region of £7.2 million. The book debts were subject to an invoice finance agreement with RBSIF (under which the Company's book debts were assigned to RBSIF in return for advancing the Company a percentage of the money due for those debts).

RBSIF was owed £4.047 million at the date of Administration. To date, funds of £6.107 million have been collected and RBSIF have now been paid in full including all charges. The surplus is available to the Company and now forms part of the insolvent estate.

Further realisations are expected from this source and creditors will be updated in the next report.

1 The Joint Administrators' first progress report

Trading Sales

During the short trading period, we made sales totalling £234,000, of which £171,187 has been collected to date. Whilst we continue to collect the remaining debts and settle trading costs, we currently expect a net trading loss.

We were only able to continue limited trading from 2 sites but incurred the costs of all the sites, vehicles and employees to preserve the whole business for a sale, which was achieved.

This trading loss is outweighed by the increase in overall realisations achieved (for the benefit of creditors) from continuing to trade in conjunction with an orderly sales process.

In addition, Lafarge agreed to discharge trading costs incurred on its behalf after the sale. A reconciliation is currently being completed, and it is anticipated that the trading loss will reduce.

Approval of the Administrators' proposals

On 3 February 2014, we circulated to creditors our proposals for achieving the purpose of administration.

The proposals were approved by creditors (with modification) at a meeting held on 20 February 2014.

The modification requires us to put the Company into creditors' voluntary liquidation once the Administration is concluded, with David Baxendale and Zelf Hussain of PricewaterhouseCoopers LLP and Tim Bramston of Griffins Insolvency Practitioners LLP appointed as joint liquidators. This is subject to meeting the requisite criteria of Paragraph 83 Sch B1 IA86 for companies to be placed into creditors' voluntary liquidation. The modification also confirmed that any act required or authorised to be done by the Joint Liquidators can be done by any or all of them.

Creditors' committee

At the creditors' meeting on 20 February 2014, a creditors' committee was formed consisting of the following members:

1. H M Revenue and Customs
2. Hanson Aggregates UK
3. HCC International Insurance Company Plc
4. Euler Hermes
5. Southern Cement

We are liaising with the creditors' committee to discuss issues and outline key decisions and progress. We last met with the committee on 29 May 2014.

Objective of the Administration

It was not reasonably practical to rescue the Company as a going concern. We are therefore pursuing objective (b), which is to achieve 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).

This will be achieved as a result of the sale of the business and assets of the Company as a going concern, which has resulted in higher realisations than would have been possible in a break up and asset sale scenario that would have occurred if the Company had been placed directly in to liquidation. Potential claims have also been reduced by the transfer of employees.

1 The Joint Administrators' first progress report

Estimated dividend prospects

Secured creditors

National Westminster Bank Plc ("the Bank") and RBSIF have been repaid in full. The Bank's lending to the Company as at the date of Administration of £1,203,183 and £4,047,322 advanced by RBSIF were secured by debentures. This security gave the Bank fixed and floating charges over all the Company's assets.

Following the sale, the Bank's lending was repaid in full from the sale proceeds. RBSIF has also recovered its lending in full, including all charges in relation to the invoice finance facility that they provided to the Company.

Preferential creditors (mainly employees)

All employees have transferred to the purchaser therefore avoiding the creation of preferential claims.

Unsecured creditors

The Prescribed Part is a fund that has to be made available for unsecured creditors. It is paid out of "net property". Net property is floating charge realisations after costs, and after paying - or setting aside enough to pay - any preferential creditors in full. It only has to be made available where the floating charge was created on or after 15 September 2003. The Prescribed Part applies to the Company due to the date of the Bank's security.

However, because the secured creditors have been repaid in full it is not necessary to ring-fence a Prescribed Part fund as all surplus realisations will be available for unsecured creditors.

We think a dividend of about 30 - 40% may be available to the unsecured creditors based on what we currently know.

We have calculated this using the estimate of unsecured creditor claims included in the directors' statement of affairs. The amount of the dividend will depend on the final level of submitted claims, future realisations and Administration costs.

In order to avoid any unnecessary delays in distributing funds to creditors, we have applied to court, pursuant to Paragraph 65 of Schedule B1 of the Insolvency Act 1986, for permission to distribute to unsecured creditors in the Administration. The hearing is scheduled at the end of August 2014. In the meantime, we have been adjudicating received creditor claims, pending the courts approval for us to formally deal with them.

Once permission has been obtained, we intend to pay an interim distribution to the unsecured creditors. This is expected to be in the region of 10p in the £ and it is anticipated that the distribution will be made in October 2014, once statutory notice periods have elapsed.

We invite creditors to lodge their claim with us as soon as possible in order to avoid any unnecessary delays in the agreement of claims in due course. A statement of claim form is enclosed.

Receipts and payments account

An account of the receipts and payments in the Administration for the period from 20 December 2013 to 19 June 2014 is set out in Section 3.

Expenses statement

A statement of the expenses incurred in the period 20 December 2013 to 19 June 2014 is included at Section 4. This includes expenses incurred which have not yet been paid.

The statement excludes any potential tax liabilities that may be payable as an expense of the Administration in due course because amounts due will depend on the position at the end of the tax accounting period.

1 The Joint Administrators' first progress report

Administrators' remuneration

Our remuneration has been approved on a time costs basis by the creditors' committee. To 19 June 2014, we have drawn remuneration of £368,928 in accordance with the resolutions passed at the first creditors' committee meeting.

The time cost charges incurred in the period covered by this report (20 December 2013 to 19 June 2014) are £761,946.45. This amount does not necessarily reflect the amount that will be drawn as remuneration in due course.

In accordance with the requirements of Statement of Insolvency Practice 9, a full analysis of our time costs and Category 2 disbursements for the period 20 December 2013 to 19 June 2014 is provided in Section 5.

Pre-Administration costs

We incurred costs of £40,840 prior to our appointment but with a view to the Company entering Administration. The creditors' committee approved 75% of these costs which totalled £30,630. This has been drawn in full.

Creditors' rights

An explanatory note giving creditors a statement of their rights in relation to administrators' remuneration and expenses, and their rights to request further information, can be found online at:

<http://www.icaew.com/~media/Files/Technical/Insolvency/creditors-guides/creditors-guide-administrators-fees-final.pdf>

A copy may also be obtained free of charge by telephoning Clare Davison on 0113 289 4062.

Summary of legal and other professional firms

We have instructed the following professionals / subcontractors: -

Service provided	Name of firm / organisation	Reason selected	Basis of fees	Fees paid in the period £
Legal advice	Addleshaw Goddard	Expertise	Time cost	92,861.33
Chattel agents and valuers	Hilco Global	Expertise	Time cost	26,082.36
Utility	GMS	Expertise	Fixed fee	2,880.00
Security	GMS	Expertise	Fixed fee	968.50
Debt collection	J P Associates	Expertise	% basis	103,114.11
Business Rates	Capa	Expertise	% basis	1,626.18

All third party professionals are required to submit time costs analyses and/or narrative in support of invoices rendered, in order for us to consider whether they are reasonable in the circumstances of the case.

Investigations into the conduct of directors

We have a duty to review the conduct of everyone who has acted as a director of the Company in the three years prior to the Administration and report to the Insolvency Service on our findings. We can confirm that this report has been completed and submitted. For confidentiality reasons, we are unable to give any further information.

1 The Joint Administrators' first progress report

Ending the administration

Again, subject to meeting the relevant criteria, it is our current expectation that the Administration will move into creditors' voluntary liquidation.

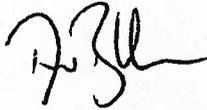
We expect that this will happen once the objective of the Administration has been achieved; including the receipt of the deferred consideration and the book debts collection process is substantially complete, such that moving to liquidation does not prejudice the recovery of any remaining debts.

The requirement on liquidators to investigate the affairs of a company (and the conduct of its directors), are the same as those for administrators. Accordingly, we do not foresee a need for the liquidation to commence any sooner than is practical for maximising book debts collections.

If a move into liquidation is not possible, the Administration is likely to end in moving the Company to dissolution.

Next report

We anticipate that we will circulate our next report to creditors at the earlier of the conclusion of the Administration or in approximately six months.



David Baxendale

Joint Administrator of Euromix Concrete Limited – in Administration

David Robert Baxendale and Zelf Hussain have been appointed as joint administrators of the Company to manage its affairs, business and property as its agents without personal liability. Both are licensed to act in the United Kingdom as insolvency practitioners by the Institute of Chartered Accountants in England and Wales.

The joint administrators are Data Controllers of personal data as defined by the Data Protection Act 1998. PricewaterhouseCoopers LLP will act as Data Processor on their instructions. Personal data will be kept secure and processed only for matters relating to the administration.

2 Statutory information

Court details for the Administration:	High Court of Justice, Chancery Division, Companies Court
Full name:	Case: 9086 of 2013
Trading name:	Euromix Concrete Limited
Registered number:	Euromix Concrete Limited
Registered address:	01720534 Unit 1 Boreham Industrial Estate Waltham Road Boreham Essex CM3 3AW
Company directors:	Stephen Nicklen
Company secretary:	Stephen Nicklen
Shareholdings held by the directors and secretary:	Stephen Nicklen, 100% shareholding
Date of the Administration appointment:	20 December 2013
Administrators' names and addresses:	David Robert Baxendale and Zelf Hussain of PricewaterhouseCoopers LLP, 7 More London, Riverside, London, SE1 2RT
Appointor's / applicant's name and address:	Directors of the Company
Objective being pursued by the administrators:	Objective (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).
Division of the administrators' responsibilities:	In relation to paragraph 100(2) Sch.B1 IA86, during the period for which the Administration is in force, all powers of the joint administrators maybe exercised jointly or severally. Any act required or authorised under any enactment or otherwise to be done by the joint administrators of the Company may be validly done by any one or more of them.
The European Regulation on Insolvency Proceedings (Council Regulation (EC) No. 1346/2000 of 29 May 2000):	The European Regulation on Insolvency Proceedings applies to this Administration and the proceedings are main proceedings.
Proposed end of the Administration:	Creditors Voluntary Liquidation (subject to meeting relevant criteria)
Estimated dividend for unsecured creditors	30 - 40 p in the £

3 Administrators' receipts and payments accounts

	Total from 20 December 2013 to 19 June 2014
FIXED CHARGE REALISATIONS	
Book debts subject to RBSIF	6,107,268.47
Freehold property	1,924,998.00
Goodwill	1.00
Intellectual property	1.00
Interest received	55.43
Leasehold property	1.00
Licence to occupy fee	41,919.67
Third party funds	133,730.74
	8,207,975.31
COSTS OF REALISATIONS / PAYMENTS	
Bank charges in relation to RBSIF	(44,094.24)
Book debt collection costs incurred by RBSIF	(50,757.75)
Book debts subject to RBSIF	(4,047,322.80)
Book debt collection costs	(103,114.11)
Legal fees and expenses	(45,934.25)
Office holders fees	(200,000.00)
Rental payments	(41,968.75)
	(4,533,191.90)
DISTRIBUTIONS TO FIXED CHARGE CREDITORS	
Distribution to Natwest	(1,203,183.13)
BALANCE OF FIXED CHARGE FUNDS	2,471,600.28
FLOATING CHARGE REALISATIONS	
Buisness name	1.00
Buisness rights	1.00
Customer contracts	1.00
Fixtures	2.00
Interest	52.96
Motor Vehicles	136,343.72
Plant and machinery	2,440,294.40
Rates refunds	28,535.73
Stock	50,000.00
Trading account - see next page	(225,871.86)
Transferred records	1.00
	2,429,360.95
COST OF REALISATION / PAYMENTS	
Agent's fees	(30,588.54)
Deferred element of sale held on escrow	(1,400,000.00)
Legal fees	(34,166.67)
Office holder's expenses	(9,110.81)
Office holder's fees	(168,928.05)
Pre appointment fees	(30,630.00)
Statutory advertising	(75.82)
	(1,673,499.89)
DISTRIBUTIONS TO PREFERENTIAL CREDITORS	
Distribution to preferential creditors	-
DISTRIBUTIONS TO FLOATING CHARGE CREDITORS	
Distribution to secured creditors	-
BALANCE OF FLOATING CHARGE FUNDS	755,861.06
UNSECURED CREDITORS	
Trade creditors	-
VAT Account	(100,424.48)
Balance held on high interest account	3,127,036.86

3 Administrators' receipts and payments accounts

**Euromix Concrete Limited
(in Administration)
Trading account**

	£
TRADING REALISATIONS	
Post appointment trading sales	171,187.65
	<u>171,187.65</u>
COST OF REALISATION / PAYMENTS	
Bank charges	(3,591.33)
Consultancy fees	(36,675.31)
Duress payments	(27,245.00)
Employee related costs	(2,784.42)
Gross wages	(92,758.68)
IT costs	(2,984.54)
Lease/hire charges	(3,031.53)
Legal fees	(12,760.41)
Motor & travel expenses	(8,513.73)
Office costs	(413.64)
PAYE & NIC	(95,559.41)
Insurance	(12,720.00)
Postage, stationary & printing	(510.00)
Purchases	(53,379.70)
Rates	(1,772.70)
Rent	(13,000.00)
Repairs and maintenance	(911.81)
Retention of title payments	(14,352.00)
Security	(968.50)
Subcontractors	(1,361.01)
Transport and carriage	(425.00)
Utilities	(11,340.79)
	<u>(397,059.51)</u>
BALANCE OF TRADING FUNDS	<u><u>(225,871.86)</u></u>

4 Expenses incurred in the period

	Incurring in this period	Expenses paid in this period	Unpaid expenses at 19 June 2014
	£	£	£
Legal fees and expenses	93,167.62	80,100.92	13,066.70
Rental payments	41,968.75	41,968.75	-
Agent's fees	30,588.54	30,588.54	-
Office holder's fees	761,946.45	368,928.05	393,018.40
Office holder's expenses	27,937.39	9,110.81	18,826.58
Pre appointment fees*	30,630.00	30,630.00	-
Statutory advertising	75.82	75.82	-
Trading account	401,959.51	397,059.51	4,900.00
	1,388,274.08	958,462.40	429,811.68

* The balance of the pre appointment fees has been written off

5 Our time costs for the period 20 December 2013 to 19 June 2014

Analysis of time costs for the period 20 December 2013 to 19 June 2014

Aspect of assignment	Partner	Director	Senior Manager		Manager	Senior Associate		Secretarial	Total hours	Time cost £	Average hourly rate £
			1.40	8.00		4.10	41.50				
1 Strategy & Planning	-	-	1.40	8.00	14.60	4.10	24.05	17.50	61.65	11,164.20	181.09
2 Secured creditors	-	2.75	-	-	-	-	-	-	10.75	5,110.00	475.35
3 Trading	-	14.00	24.61	138.52	41.50	36.85	102.05	357.53	88,480.40	247.48	
4 Assets	9.00	181.45	53.50	409.15	35.20	1.10	19.00	708.40	263,856.05	372.47	
5 Investigations	1.00	58.85	156.50	20.60	188.05	198.05	23.00	646.05	177,015.50	274.00	
6 Creditors	1.00	-	-	3.55	47.30	32.75	1.75	86.35	16,143.35	186.95	
7 Accounting and treasury	-	-	10.44	0.60	21.20	26.55	0.20	58.99	12,707.40	215.42	
8 Statutory and compliance	14.00	23.25	31.50	80.90	112.60	9.45	84.80	356.50	101,848.10	285.69	
9 Tax & VAT	-	4.70	6.65	11.60	29.70	42.10	-	94.75	34,496.75	364.08	
10 Employees & pensions	-	2.00	26.50	33.80	97.20	1.60	-	161.10	51,124.70	317.35	
11 Pre-appointment work	-	-	-	-	-	-	-	-	-	-	-
12 Closure procedures	-	-	-	-	-	-	-	-	-	-	-
Total	25.00	287.00	319.10	713.32	576.85	372.50	248.30	2,542.07	761,946.45	299.73	

Explanation of work undertaken

The key elements of our work are explained further below.

Area of work	Work undertaken in the period includes:
Strategy & Planning	<ul style="list-style-type: none"> • Initial job acceptance and appointment compliance • Liaising with professional advisors
Secured Creditors	<ul style="list-style-type: none"> • Estimated outcome statement preparation • Discussions with secured creditors
Trading	<ul style="list-style-type: none"> • Managing the day to day business of the Company • Liaising with suppliers to ensure continuation of services • Corresponding with customers • Processing trading payments and receipts • Issuing instructions to (and overseeing) the Company's employees
Assets	<ul style="list-style-type: none"> • Arranging insurance cover for the Company's assets, including a site visit with our insurance brokers • Collection of book debts • Negotiations with interested parties regarding the sale of the Company's business and assets • Drafting and finalising sale agreement • Discussions with our solicitors • Overseeing completion of the sale • Receipt of sale proceeds • Collecting the deferred consideration and liaising with the purchaser
Investigations	<ul style="list-style-type: none"> • Completing CDDA report • Forensic investigations work (as discussed with and approved by the creditors committee)
Creditor enquires	<ul style="list-style-type: none"> • Creditor correspondence • Collating and initial review of received statement of claim forms
Accounting and treasury	<ul style="list-style-type: none"> • Opening a bank account • Bank reconciliations • Account postings for receipts and payments
Statutory and compliance	<ul style="list-style-type: none"> • Initial letters and notifications following the appointment of administrators • Arranging the preparation of the statement of affairs • Filing statutory documents with the Registrar of Companies • Preparation and circulation of our Proposals • Convening and holding the initial meeting of creditors • Creditor committee meetings and correspondence
Tax/VAT/Pensions/Employees	<ul style="list-style-type: none"> • Initial notifications • Initial meetings with employees • Organising payroll • Collating employee, tax and VAT information • Discussions with interested parties regarding the transfer of employees • Preparing initial VAT return

Hourly charge-out rates

The charge-out rates applicable to this case during the period are set out below.

Grade	Administrators' staff		Specialist departments £/hour
	To 30 June 2014 £/hour	From 1 July 2014 £/hour	
Partner	555-775	575-795	1075
Director	465-680	480-695	1085
Senior Manager	405-525	415-540	915
Manager	320-444	330-460	600
Senior Associate - qualified	240-370	250-380	410
Senior Associate – unqualified	177-275	180-285	-
Associate	152-230	160-240	210
Support staff	82-115	85-120	120

It has been our policy to delegate the routine administration of the Administration to junior staff in order to maximise the cost effectiveness of the work performed. These staff have been supervised by senior staff and the Administrators. Any matter of particular complexity or significance that has required responsibility of an exceptional kind has also been dealt with by senior staff and the Administrators.

Specialist departments within our firm (such as Tax, VAT, Property and Pensions) may charge a small number of hours if and when we require their expert advice. Such specialists' rates do vary but the figures above provide an indication of the maximum rate per hour.

All staff who work on this assignment (including cashiers, support and secretarial staff) charge time directly to the assignment and are included within any analysis of time charged. Each grade of staff is allocated an hourly charge out rate which is reviewed from time to time. Work undertaken by cashiers, support and secretarial staff is charged for separately and is not included in the hourly rates charged by partners or other members of staff. Time is charged in units of not greater than six minutes. Time is charged by reference to actual work carried out on the assignment in six minute units. The minimum time chargeable is three minutes (i.e. 0.05 units)

In common with all professional firms, scale rates increase from time to time over the period of the administration of each insolvency case. PricewaterhouseCoopers LLP, or any successor firm, reserves the right to change the rates and grade structure.

Disbursements

The table below shows the approved policy for charging the different categories of expenses, together with the costs incurred in the period.

Category	Policy	£
1	All disbursements not falling under Category 2 are recharged at cost	21,633.76
2	Photocopying - At 5 pence per sheet copied, only charged for circulars to creditors and other bulk copying.	567.48
2	Mileage - At a maximum of 71 pence per mile (up to 2,000cc) or 93 pence per mile (over 2,000cc).	5,736.15
	Total (to 19 June 2014)	<u>27,937.39</u>

Administrator's progress report

2.24B

Name of Company Euromix Concrete Limited	Company Number 01720534
In the High Court of Justice Chancery Division Companies Court (full name of court)	Court case number 9086 of 2013

(a) Insert full name(s) and address(es)

We (a) David Robert Baxendale and Zelf Hussain of PricewaterhouseCoopers LLP, 7 More London, Riverside, London, SE1 2RT

administrators of the above company attach a progress report for the period

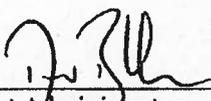
from

to

(b) 20 December 2013

(b) 19 June 2014

(b) Insert date

Signed 
Joint Administrator

Dated 15 July 2014

Euromix Concrete Limited - in Administration – Statement of Claim

Creditor's name and address.	
Registered number (if creditor is a company)	
<p>Claim amount</p> <ul style="list-style-type: none"> • Total amount of your claim (including VAT) at the date the administration commenced*<i>[or, if the company was in liquidation when it entered administration, at the date the prior liquidation commence]</i>. • Any payment received by the creditor in relation to the claim after the appointment of the administrators <i>[or, if applicable, prior liquidators]</i> • Total value (including VAT) of any monies owed by the creditor to the company. • Total value (including VAT) of any retention of title in respect of any goods to which the debt relates 	<p>£</p> <p>£</p> <p>£</p> <p>£</p>
Please provide details of any documents that substantiate your claim including where applicable, details of any reservation of title. If available, please attach a statement of account.	
What goods or services did you provide?	
<p>If you have security for your debt, please provide details of the type and value of the security, the date it was given, and provide details of how you have valued your security.</p> <p>If no security held, leave this section blank.</p>	
<p>We have a duty as administrators to consider the conduct of the directors prior to our appointment. Are there any particular matters relating to the purchase of goods and services from yourselves, or any other matters that you feel should be reviewed?</p> <p>If so, please provide brief details on this form, or on a separate sheet if there is insufficient room.</p>	
Signature of creditor or person authorised to act on behalf of the creditor.	Date
Name in block capitals.	
Position with or relation to the creditor (e.g. director, company secretary, solicitor).	

/D355Ev2

* You must deduct any trade or other discounts which would have been available to the company but for its administration, except any discount for immediate, early or cash settlement.