

**ADMINISTRATOR'S PROPOSALS
FOR BYKARE SOLUTIONS LTD ("THE COMPANY")**

**ISSUED ON 23 SEPTEMBER 2025
DELIVERED TO CREDITORS ON 25 SEPTEMBER 2025**

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EXECUTIVE SUMMARY

On 12 September 2025, I, Molly Monks (IP No. 19830), was appointed as the Administrator of the Company by the directors.

An Administrator acts as an agent of the Company and without personal liability. The affairs, business and property of the Company are being managed by the Administrator.

I was appointed by the High Court of Justice Business and Property Courts in Manchester Insolvency & Companies (Ch D) CR-2025-MAN-001255. As Administrator, I have been appointed as an Officer of the Court to take control of the management of the business, affairs and property of the Company.

An Administration is a corporate insolvency process in the United Kingdom undertaken by Licensed Insolvency Practitioners appointed as Administrator in this matter. The Administrator has obligations to realise the Company’s assets for the benefit of the body of creditors as a whole. The Administrator is not engaged by one sole creditor but is required to act in the best interest of all of the creditors.

The EU regulation on Insolvency Proceedings 2000 applies to the Administration. The proceedings are COMI proceedings because the Company’s centre of main interests is in the United Kingdom.

I, Molly Monks (IP No. 19830) of Parker Walsh Corporate Recovery Limited (“Parker Walsh”), Suite C, Victoria House, Bramhall, Cheshire, SK7 2BE, am the Administrator of the Company, and these are my statutory proposals relating to the Company to creditors pursuant to paragraph 49 of Schedule B1 of the Insolvency Act 1986.

STATUTORY INFORMATION

The Company was incorporated on 23 June 2017 in the name Bykare Solutions Ltd, and the Company Registration No. is 10834607.

The Company did not utilise a trading name.

The Company’s business was that of a recruitment agency specialising in healthcare.

The Company’s registered office address has been as follows:

From	To	Registered Office Address
21 August 2017	Present	Royal Middlehaven House, 21 Gosford Street, Middlesbrough, Cleveland, TS2 1BB
Incorporation	21 August 2017	International House, 142 Cromwell Road, London, SW7 4EF

The Company traded from 21 Gosford Street, Boho Zero, Middlesbrough, TS2 1BB; Bykare Solutions, Unit 1 Ground Floor, Wenta Business Centre, London, EN37XU; and Bykare Solutions, Business Hive, 13 Dudley Street, Grimsby, DN31 2AW.

The authorised share capital is 2 ordinary shares of £1 each, which have been issued and fully paid as follows:

Name of Member	Ordinary	Percentage
Pheneas Ishemunyoro	1	50%
Nokhutula Ishemunyoro	1	50%

The officers of the Company have been as follows:

Name	Position	Appointed	Resigned
Pheneas Ishemunyoro	Director	Incorporation	Active
Nokhutula Ishemunyoro	Director	Incorporation	Active

OTHER INFORMATION

Bankers: Virgin Money Limited (“Virgin”), Jubilee House, Gosforth, Newcastle Upon Tyne, NE3 4PL

Tide Platform Ltd (“Tide”), 4th Floor The Featherstone Building, 66 City Road, London, EC1Y 2AL

Barclays Bank Plc (“Barclays”), 1 Churchill Place, London, E14 5HP

Security held: The Company granted a fixed and floating charge to Ultimate Finance Ltd (“Ultimate”) on 29 March 2018 which was registered on 5 April 2018. This has since been satisfied on 23 August 2025.

The Company granted a fixed and floating charge to Bibby Financial Services Ltd (“Bibby”) on 31 August 2017 which was registered on 20 September 2017. This has since been satisfied on 12 April 2018.

The Company granted a fixed and floating charge over all property and undertaking of the Company to Ecapital Commercial Finance (North) Limited (“Ecapital”) on 15 August 2025 which was registered on 18 August 2025. This charge remains outstanding.

Accountants: Total Tax Solutions, 2 Peel Court, 24 St Cuthberts Way, Darlington, DL1 1GB

Associated live companies by way of common directors: Company Name: Bykare Services Ltd
Company Number: 12520165
Status: Active

Company Name: Bykare Solutions (Healthcare) Ltd

Associated live companies by way of common director, being Pheneas Ishemunyoro: Company Number: 16590106
Status: Active

Registration: The Company is no longer registered with the Information Commissioner Office and is not authorised by the Financial Conduct Authority.

Pension: Nest Pension, Nene Hall, Lynch Wood Business Park, Peterborough, PE2 6FY

Other documents filed at Companies House: The last accounts were made up to 30 June 2024.
The last confirmation statement was made on 22 June 2025.

Administrator's name: Molly Monks (IP no. 19830)

Administrator's address: Suite C, Victoria House, Bramhall, Cheshire, SK7 2BE

Administrator's contact details: info@parkerwalsh.co.uk
0161 546 8143

Date of appointment: 12 September 2025

Actions of Administrator: Any act required or authorised under any enactment to be done by a Administrator may be done by Molly Monks.

Court name and reference: In the High Court of Justice Business and Property Courts in Manchester Insolvency & Companies (Ch D), reference CR-2025-MAN-001255.

Name of person, body or court appointing the Administrator: Pheneas Ishemunyoro and Nokhutula Ishemunyoro ("the Directors")

COMPANY'S BACKGROUND AND HISTORY

The Company was incorporated on 23 June 2017 by Pheneas Ishemunyoro and Nokhutula Ishemunyoro, both of whom had extensive professional backgrounds in healthcare. Pheneas Ishemunyoro, a qualified nurse since 2004, had built his career in senior management roles within private hospitals, culminating in a position as hospital director where he oversaw care provision, staffing, and financial management. Nokhutula Ishemunyoro, who qualified as a nurse in 2008 and later as a community nurse specialist in 2012, held senior roles in public health as a health visitor. Together, they combined their clinical and management expertise to establish the Company as a specialist recruitment agency focused on the healthcare sector. Pheneas Ishemunyoro assumed the role of managing director, overseeing strategy, finance, contracts, and client relationships, while Nokhutula Ishemunyoro operated as operations director, managing compliance and day-to-day

business activities.

The Company was initially financed through the Directors' personal savings and first traded from premises in Middlesbrough. As the Company grew, it introduced additional sites, trading from Grimsby and a shared office space in London to support its operations. At its peak, the Company employed seven office staff, including an office manager, and maintained a wider team of five employed staff, supporting recruitment activity across the UK.

In 2018, the Company utilised invoice financing through a Qualifying Floating Charge Holder, Ultimate Finance Ltd, drawing down up to 90% of invoice values to fund wages, marketing, staff training, insurance, and other operational costs. This financing arrangement enabled the Company to sustain operations while scaling its service delivery. In 2020, the Company obtained a Bounce Back Loan ("BBL") of £50,000 which was utilised as cashflow. Between 2022 and 2023, the business experienced significant growth, averaging 7,000 hours of staff placements per week and enjoying a period of strong trade.

However, conditions in the healthcare recruitment market shifted considerably from late 2023 onwards. Hospitals, which had previously relied on the Company's services, increasingly filled staffing gaps by recruiting directly from abroad. As a result, the Company lost key contracts and saw its weekly placement hours fall sharply from 7,000 to 2,300. The decline in demand for its services created acute financial pressures.

To meet its obligations, the Company sought external funding, and, in August 2024, Pheneas Ishemunyoro personally secured a loan of £50,000 from Fleximise Ltd, which was injected into the Company used to pay liabilities, specifically HM Revenue & Customs ("HMRC") arrears. More recently, in April 2025, the Company entered into a Time to Pay arrangement with HMRC; however, the agreement was cancelled just two months later in June 2025 after the Company was unable to maintain payments. Around the same period, HMRC escalated matters by issuing statutory demands.

Furthermore, just prior to the satisfaction of the charge granted to Ultimate Finance Ltd on 23 August 2025, the Company granted a fixed and floating charge over all of its assets and undertakings to Ecapital in connection with invoice financing.

Despite the Directors' efforts to sustain the business, including foregoing financial stability personally to support ongoing commitments, the combined impact of declining revenues, creditor pressure, and the withdrawal of HMRC's repayment arrangement left the Company unable to meet its obligations. With no viable route to secure further investment or restore trade to sustainable levels, the Directors concluded that the business was no longer viable and on 1 September 2025, the Company ceased to trade.

Annual accounts were prepared, with the last micro accounts filed at Companies House for the year ended 30 June 2024, showing capital and reserves of £7,949, whilst the micro accounts for the year ended 30 June 2023 show capital and reserves of £189,713. Full trading results are detailed below.

EXTRACTS FROM FINANCIAL STATEMENTS

A summary of the Company's recent trading performance is shown below:-

ABBREVIATED BALANCE SHEET	Y/E 30 June 2024 (£)	Y/E 30 June 2023 (£)	Y/E 30 June 2022 (£)
Assets			
Fixed assets	25,105	29,591	2,647
Current assets	791,327	1,009,438	1,167,673
Capital, Reserves and Liabilities			
Capital and reserves	7,949	189,726	224,568
Provisions for liabilities	13,857	20,210	33,645
Creditors amounts falling due within one year	(774,475)	(797,879)	(868,673)
Creditors amounts falling due after one year	(20,151)	(31,214)	(43,434)

It should be noted that no management accounts have been delivered to the Administrator to date, and the micro account shown above have not been verified for accuracy and therefore may not reflect the Company's true trading position.

CIRCUMSTANCES LEADING TO THE APPOINTMENT OF THE ADMINISTRATOR

It became apparent that there was no prospect of the Company being in a position to settle the outstanding debts, and the Directors decided to seek advice from a licensed Insolvency Practitioner. Parker Walsh was first contacted by Pheneas Ishemunyoro on 23 July 2025 to discuss the financial situation of the Company and the options available. Parker Walsh was instructed by Pheneas Ishemunyoro on 7 August 2025 to assist with placing the Company into Administration.

Following my formal engagement by Pheneas Ishemunyoro on 7 August 2025, I have:

- advised on the financial control and supervision of the business between the date of our engagement and date of the appointment of the Administrator;
- liaised with the Company's secured creditor with regards to the recommendation to place the Company into Administration with a view to undertaking a "pre-pack" transaction and to seek their support in this respect;
- liaised with agents to procure independent professional valuations of the Company's assets and assist with a strategy on how best to realise those assets;
- advised on the marketing of the Company's business interests for sale as a going concern;
- liaised with solicitors instructed to assist with the formalities of a sale of the business, goodwill and assets of the Company and the appointment of the Administrator;

Prior to the commencement of the Administration, Parker Walsh acted as advisors to the Company as a whole acting on behalf of the Company. No advice was given to the individuals regarding the impact of the insolvency of the Company on their personal financial affairs. While not formally in office at that time, I was still required to act in its dealings with the Company in accordance with the Insolvency Code of Ethics.

As an Insolvency Practitioner, when carrying out all professional work relating to an insolvency appointment, I am bound by the Insolvency Code of Ethics, as well as by the regulations of my professional body. I confirm that I have not identified any threats to the ethical fundamental principles in respect of this case.

On 12 September 2025, I was appointed by the Directors as Administrator of the Company and took over from the Directors' responsibility for the management of the affairs, business and property of the Company.

OBJECTIVES OF THE ADMINISTRATION AND THE ADMINISTRATOR'S STRATEGY FOR ACHIEVING THEM

As Administrator, I am an officer of the Court, and must perform my duties in the interests of the creditors as a whole in order to achieve the purpose of the Administration, which is to achieve one of the three objectives set out in the insolvency legislation, namely to:

- (a) rescue the Company as a going concern; or
- (b) 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); or
- (c) realise property in order to make a distribution to one or more secured or preferential creditors.

Objective (a) could not be achieved as no purchaser could be found for the shares of the Company and the nature of the Company's trading and its financial circumstances meant that a Voluntary Arrangement was not appropriate.

Objective (b) may not be achieved as the estimated outcome regarding Administration and Liquidation is marginally similar and therefore it is not certain if an Administration would lead to a better outcome. It is unlikely that a dividend would be declared to the unsecured creditors.

Objective (c) will therefore be sought. The Administrator aims to realise the sale considerations with respect to the Sale Purchase Agreement ("SPA") and surplus encumbered book debts to facilitate a distribution to the preferential creditor, namely the pension scheme (if any arrears are established) and HMRC in their capacity as secondary preferential creditors. The process focuses on maximising the value of these assets, with the potential completion of ongoing contracts offering an opportunity for a more favourable outcome for stakeholders. Further details are provided in the proposals below.

In order to help me achieve the objective I have a wide range of powers, as set out in the insolvency legislation, and I must perform my functions as quickly and efficiently as is reasonably practicable. I must also act in the interests of the creditors of the Company as a whole other than where objective (c) is being pursued I need only ensure that I do not unnecessarily harm the interests of the creditors of the Company as a whole.

The insolvency legislation has set a 12 month maximum duration for Administrations, unless the duration is extended by the Court or the creditors. If I am unable to complete the Administration of the Company within 12 months, then I will either apply to the Court or seek a decision from the creditors to extend the duration of the Administration.

ACTIONS OF THE ADMINISTRATOR FOLLOWING APPOINTMENT

Since my appointment as Administrator, I have carried out the certain tasks and there will be further work that I intend to carry out and I have provided a brief synopsis about the work below:

A copy of our SIP 16 statement is attached at Appendix G.

Where a sale of the company's assets involves a substantial disposal to a connected party within the eight week period after the appointment of an Administrator, the purchaser must obtain a qualifying report from an Evaluator.

This report was provided to me on 29 July 2025. The Evaluator was Jonathan Seifert, of JS Business Solutions Limited ("JS") who is qualified as a Chartered Accountant and as an Insolvency Practitioner. As Administrator, I can confirm I am satisfied that the Evaluator had sufficient relevant knowledge and experience to make the report, and that the content of the report complies with Administration (Restrictions on Disposal etc to Connected Persons) Regulations 2021.

A copy of the Evaluators report is attached at Appendix I. The report confirms the Evaluator was satisfied that the consideration being provided by the purchaser, and the grounds for the substantial disposition, are reasonable in the circumstances.

The work I have to undertake as Administrator can be divided into different categories of work. Information is set out below about the type of work that falls within each category of work and why I need to undertake it.

Administration:

This represents the work that the Administrator's staff and the Administrator have to undertake in respect of the routine administrative functions of the case, including preparing, reviewing and issuing statutory reports. It also includes my control and supervision of the work done by the staff on the case.

I will also need to ensure that I take appropriate action as regards the Company's pension scheme in accordance with the Pensions Act and associated legislation. It also includes work in connection with supervising the professional advisors that I intend to instruct to assist in dealing with the Company's pension scheme. More details about those professional advisors are set out below in the expenses section of this report.

Such work does not give direct financial benefit to the creditors, but the Administrator has to undertake it in order to meet obligations under the insolvency legislation and the Statements of Insolvency Practice, which set out required practice that the Administrator must follow.

Realisation of assets:

This represents the work I will undertake to protect and then realise the Company's assets. It also includes work in connection with supervising the professional advisors that I intend to instruct to assist in realising the Company's assets. More details about those professional advisors are set out below in the expenses section of this report. If the Company's assets are recovered, the Administrator will first use the proceeds to meet the costs and expenses of the case and then distribute any balance to the creditors in the statutory order of priority.

I have provided information in the assets section above about my strategy for realising the Company's assets and about the work that I have already undertaken and will undertake, as Administrator in connection with that strategy.

Creditors:

As Administrator, I need to maintain up to date records of the names and addresses of creditors, together with the amounts of their claims as part of my management of the case, and also to ensure that I have accurate information about who to send notices and reports to. I will also have to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. As Administrator, I am required to undertake this work as part of my statutory functions.

Dividends – I have to undertake certain statutory formalities in order that I can pay a dividend to creditors. This includes writing to all creditors who have not lodged proofs of debt and reviewing the claims and supporting documentation lodged by creditors in order to formally agree their claims, which may involve requesting additional information and documentation from the creditors. I am required to undertake this work as part of my statutory functions, but it is also of direct benefit to the creditors as it will enable me to make a distribution to creditors. Based on the information known about the Company's financial position, a dividend will be declared to the preferential creditors, should the pension provider be owed monies, and the secondary preferential creditors but not the unsecured creditors.

Investigations:

As Administrator, I am required to undertake work to comply with the Company Directors' Disqualification Act 1986. This may not necessarily bring any financial benefit to creditors. I can confirm that a report will be submitted to the Department of Business, Energy and Industrial Strategy. As this report is strictly confidential, it will not be possible to disclose its contents.

I am also required by legislation to report to the Secretary of State on the conduct of the Directors. I have to undertake this work to comply with this statutory obligation, which is of no direct benefit to the creditors, although it may identify potential recovery actions.

Initial investigations have commenced in accordance with Statement of Insolvency Practice 2 ("SIP 2"), which has to date included the following:

- a) Issuing a questionnaire to the Director of the Company who acted in the three years prior to the commencement of the Administration;
- b) Reviewing the Company's available financial information (including bank statements and management account);
- c) Reviewing information provided by creditors to date.

I will also be conducting a full investigation into the transactions entered into by the Company prior to my appointment in order to ascertain whether claims should be brought against any connected or unconnected parties that may give rise to additional recoveries for the estate. These may include, but not limited to, claims in respect of challengeable antecedent transactions or any other misconduct.

The insolvency legislation gives the Administrator powers to take recovery action in respect of what are known as antecedent transactions, where assets have been disposed of prior to the commencement of the insolvency procedure, and also in respect of matters such as misfeasance

and wrongful trading. I am required by the Statements of Insolvency Practice to undertake an initial investigation in all cases to determine whether there are any potential recovery actions for the benefit of creditors.

If I identify potential recoveries, or matters for further investigation, I will then need to undertake additional work to investigate them in detail and attempt recovery where necessary for the benefit of creditors. As Administrator, I cannot fix the basis of my remuneration for dealing with such unknown or uncertain assets at present, and if such assets are identified, I will seek approval for an appropriate fee basis.

More information about the work that I have already undertaken is included at Appendix A, while information about the work I will be undertaking as Administrator in respect of this category of work is set out at Appendix B.

FINANCIAL POSITION OF THE COMPANY

I have requested that the Director prepares a summary of the Company's financial position as at the date of the Administration, being 12 September 2025, which is known as a Statement of Affairs. In the absence of a Statement of Affairs, I have prepared a Statement of Affairs and an estimated outcome statement of the Company as at 12 September 2025 from the records of the Company. I attach a copy of the estimated outcome and statement of affairs at Appendix E, detailing a list of names and addresses of all known creditors and the amounts of their debts.

COMMENTS ON THE ESTIMATED OUTCOME STATEMENT

Book Debts

The Company utilised a factoring facility, secured by way of fixed and floating charge, with respect to its debtor ledger. It is understood that Ecapital are owed a sum of £380,102 and are collecting in the ledger worth approximately £422,070. Ecapital have advised the Administrator that they believe all debts will be collected in full and have ensured that the credit balance, less their costs, will be remitted to the Administration estate.

Sale Purchase Agreement

As previously reported, on 16 September 2025, a connected party, Bykare Solutions (Healthcare) Limited ("BSH"), acquired both the tangible and intangible assets of the Company pursuant to the SPA. The agreed consideration of £16,000 for the transaction was structured on deferred payment terms, comprising an initial payment of £2,500 made upon execution of the SPA, followed by six equal consecutive monthly instalments of £2,250 each.

The solicitors instructed by the Directors to execute the SPA, prior to my appointment, have confirmed that they are in receipt of the initial payment of £2,500. I have requested that the funds be remitted to the Administration estate.

To safeguard the deferred element of the consideration, security has been taken by way of a debenture (charge code: 1659 0106 0001) registered against the business and assets of BSH on 15 September 2025. In addition, the payment obligations have been further underpinned by a personal guarantee provided by Mr. Pheneas Ishemunyoro.

The Administrator will continue to closely monitor compliance with the payment schedule and will take appropriate action, if required, to ensure that all sums due are received in accordance with the terms of the SPA.

The SIP16 report, attached at Appendix H, details the above transaction in more detail.

Cash at Bank

It is understood that the Company has £38 in its current account. Efforts are ongoing to remit the funds to the estate.

Secured Creditors and Prescribed Part

There are provisions of the insolvency legislation that require an Administrator to set aside a percentage of a company's assets for the benefit of the unsecured Creditors in cases where the company gave a "qualifying floating charge" over its assets to a lender on or after 15 September 2003. This is known as the "prescribed part of the net property."

A company's net property is that left after paying the preferential Creditors, but before paying the lender who holds a floating charge. An Administrator has to set aside: 50% of the first £10,000 of the net property; and 20% of the remaining net property, up to a maximum of £600,000 (£800,000 for floating charges created on or after 6 April 2020).

An examination of the Company's mortgage register held by the Registrar of Companies, showed that the Company granted a fixed and floating charges Ultimate on 29 March 2018 and Bibby on 31 August 2017, which have both since been satisfied. More recently, on 15 August 2025, the Company granted a fixed and floating charge to Ecapital over all the property or undertakings of the Company. It is understood that £380,102 remains outstanding, however, Ecapital are collecting in the Company's book debts and so are likely to be paid in full out of monies they realise.

The net property of the Company has been estimated to be nil, as there are to be no funds available after a distribution has been made to the preferential creditors. As such, the prescribed part will not apply.

Preferential Creditors

The Company's employees were transferred under Transfer of Undertakings (Protection of Employment) Regulations ("TUPE") to the connected company, BSH, as part of the SPA. Therefore, no monies are owed to the employees for wage arrears or holiday pay.

It is understood that the Company operated a pension scheme with Nest Pensions. It is uncertain whether any monies are owed to the pension provider, and so agents IPERA Services Limited ("IPERA") have been instructed by the Administrator to ensure that any potential outstanding contributions are paid and to bring the scheme to a close. For the purpose of the Statement of Affairs, a nominal sum of £1 has been used.

HMRC are secondary preferential creditors for certain specified debts, such as VAT, PAYE, employee National Insurance Contributions, student loan deductions and Construction Industry Scheme deductions. Secondary preferential debts are payable after all ordinary preferential debts have been paid in full, and before non-preferential unsecured debts.

It is understood that £397,000 is owed to HMRC with respect to secondary preferential debts, specifically PAYE.

It is likely that a dividend will be declared to the preferential creditor, namely the pension scheme provider (if any arrears are established), and HMRC in their capacity as secondary preferential creditors.

Non-preferential Unsecured Creditors

Trade and Expense Creditors – The Company has one trade and expense creditor owed £27,000.

HMRC – It is understood that are owed £37,000 with respect to Corporation Tax liabilities.

The Bank – Barclays are owed £9,000 with respect to a BBL.

To date, no claims have been received. Based on estimated outcome statement, it is unlikely that a dividend will be declared to the non-preferential unsecured creditors. However, creditors are still encouraged to lodge a proof of debt form, with evidence in support of their claim. A proof of debt is enclosed at Appendix G.

ADMINISTRATOR'S RECEIPTS AND PAYMENTS ACCOUNT

Attached at Appendix C, a receipts and payments account covering the period since the date the Company entered into Administration, which I have reconciled to the financial records that I am required to maintain.

The solicitors have confirmed that they are in receipt of £2,500, being the initial consideration payment with respect to the SPA. I have requested that the funds be remitted to the Administration estate.

The Company was registered for VAT purposes and therefore VAT will be reclaimed and paid where relevant.

PROPOSED FUTURE ACTIONS OF THE ADMINISTRATOR TO ACHIEVE THE OBJECTIVE OF THE ADMINISTRATION

In order to achieve the objective of the Administration of the Company, as specified in paragraph 3 of Schedule B1 to the Act, as detailed above, I will realise the anticipated surplus funds generated from the collection of the Company's book debts by the factoring facility will be used to fully settle the Administrator's remuneration and category 1 expenses, with any remaining balance allocated to pay a dividend to the preferential creditor, if applicable, and the secondary preferential creditors.

In addition, I will realise the total amount of £16,000 with respect to the SPA that was executed on 16 September 2025. The sale consideration had been made on deferred terms, with £2,500 paid on 16 September 2025 followed by six equal consecutive monthly payments of £2,250 commencing one month post completion. The final payment will be made on 12 March 2026.

Attempts are ongoing to remit the credit balance within the Company's bank account to the Administration estate.

Based on current known information about the Company's financial position, and after taking into account the anticipated Administrator's fees and expenses, the Administrator thinks that a small dividend will be paid to the potential preferential creditor (the pension scheme provider) and secondary preferential creditors, as shown by the enclosed estimated outcome statement at Appendix E.

It is unlikely that any dividend will be paid to unsecured creditors, as shown by the enclosed estimated outcome statement at Appendix E.

ADMINISTRATOR'S REMUNERATION

A copy of the Practice Fee Recovery Policy is attached at Appendix F. In this case, I am seeking to fix the basis of my remuneration on a fixed fee basis as detailed below:

Fixed fee basis:

As Administrator, I am seeking to be remunerated on a fixed fee basis in respect of the work undertaken by the myself and my staff in respect of the following categories of work, namely: Administration; Realisation of Assets; Creditors; Investigations; and Case Specific Matters.

The Administrator is seeking a fixed fee of £35,000 plus VAT in respect of this work.

This is a complex case as highlighted by the information provided above. I considered that after taking into account the nature and value of the assets involved, this demonstrates why the fixed fee is expected to produce a fair and reasonable reflection of the work that I anticipate will be necessarily and properly undertaken.

Based on the value of the known assets of the Company, I anticipate being able to draw this fixed fee in full.

ADMINISTRATOR'S EXPENSES

Expenses are any payments from the estate which are neither the Administrator's remuneration nor a distribution to a creditor or a member. Expenses also include disbursements. Disbursements are payments which are first met by the office holder and then reimbursed to the Administrator from the estate. Expenses are split into:

- category 1 expenses, which are payments to persons providing the service to which the expense relates who are not an associate of the Administrator; and
- category 2 expenses, which are payments to associates or which have an element of shared costs. Before being paid category 2 expenses require approval in the same manner as an Administrator's remuneration.

Category 1 Expenses Incurred to Date:

The category 1 expenses incurred to date amount to £6,175 in total, and are made up as follows:

Nature of category 1 expense	Amount incurred to date £	Amount still to be paid £
Bonding	140	140
Statutory advertisement	133	133
Bexley Beaumont Limited ("BB")	5,902	5,902
Total	6,175	6,175

I have not paid any category 1 expenses to date but will do shortly.

Category 1 Expected to be Incurred:

The category 1 expenses expected to be incurred amount to £350 in total, and are made up as follows:

Professional Advisor	Nature of category 1 expense	Amount expected to be incurred £	Amount still to be paid £
IPERA	Employee specialists	350	350
Total		350	350

Professional Advisors:

The Administrator has used the following professional advisors to undertake work on this case to date:

Professional Advisor	Nature of Work	Fee Arrangement
IPERA	Employee specialists	Fixed fee
BB	Legal advice	Time Cost basis

IPERA have been instructed to establish whether there are any pension contributions outstanding and to ultimately close the scheme.

BB undertook the necessary legal formalities to place the Company into Administration prior to the Administration, along with producing and executing the SPA and supporting Debenture.

My decision to use the above professional advisors was based on my perception of their experience and ability to perform this type of work and the complexity and nature of the assignment. I have also confirmed that IPERA and BB hold appropriate regulatory authorisations. I have reviewed the fees they have charged and am satisfied that they are reasonable in the circumstances of this case and represents value for money.

As Administrator, I am able to pay expenses without needing to obtain approval, but when I issue statutory reports, I will compare the actual expenses incurred with the original estimate provided and will explain any material differences.

Category 2 expenses:

I will not pay any expenses to associates or pay expenses where there is an element of shared costs, which are known as category 2 expenses and therefore I have not sought a decision from Creditors to enable myself to pay such expenses. I can confirm that the aforementioned professional advisors are not associates of Parker Walsh, nor its directors or employees.

I have already commented in this report about the likelihood of a return being made to each class of creditor of the Company, but I also attach at Appendix E an estimated outcome statement. This sets out in numerical form the anticipated realisations that will be made, based on the estimated value of the Company's assets as detailed earlier in my report, together with the estimated payments to be made, based on my proposed remuneration and estimated expenses as detailed above. While every effort has been taken to make this as accurate as possible, creditors will appreciate that it will be affected by any differences between the amounts actually realised compared with the estimated value of assets, and by any differences between actual expenses incurred and those included in my estimate.

Further information about creditors' rights can be obtained by visiting the website of the Association of Business Recovery Professionals (R3) at <https://www.r3.org.uk/technical-library/england-wales/technical-guidance/creditor-guides/>. A copy of 'A Creditors Guide to Administrator's Fees' published by the R3, together with an explanatory note which shows Parker Walsh's fee policy are available at the link <https://www.parkerwalsh.co.uk/resources/practice-fee-recovery-policy>. Please note that there are different versions of the Guidance Notes, and in this case, you should refer to the most recent version. Please note that I have also provided further information about an office holder's remuneration and expenses in Parker Walsh's Practice Fee Recovery Sheet, which is enclosed at Appendix F.

PRE-ADMINISTRATION COSTS

The Directors instructed Molly Monks of Parker Walsh to assist them in placing the Company into Administration on 7 August 2025. They agreed that I, as the Administrator, should be paid remuneration in respect of my pre-administration work as a fixed fee of £10,000 plus VAT. The fee was paid prior to the Administration by the Company.

Molly Monks also assisted the Directors of the Company in taking the necessary steps to place the Company into Administration, as instructed. This task, along with several others mentioned above, is mandated by statute or regulatory requirements. While these actions do not directly benefit creditors, they are still essential and must be carried out.

ADMINISTRATOR'S INVESTIGATION

The Administrator has a duty to consider the conduct of those who have been directors of the Company at any time in the three years preceding the Administration. I am also required to investigate the affairs of the Company in general in order to consider whether any civil proceedings should be taken on its behalf. The Administrator should be pleased to receive from you any information you have that you consider will assist me in this duty. I would stress that this request for information forms part of my normal investigation procedure.

EU REGULATION ON INSOLVENCY PROCEEDINGS

I consider that these are 'COMI proceedings' since the Company's registered office and its trading address are in the United Kingdom, such that its centre of main interest is in the United Kingdom.

ADMINISTRATOR PROPOSALS

In order to achieve the objective of the Administration set out above, I formally propose to creditors that:

- (a) As Administrator, I continue to manage the business, affairs and property of the Company in order to achieve the purpose of the Administration. In particular that I:
 - i) realise the Company's assets at such times on such terms as I consider appropriate;
 - ii) investigate and, if appropriate, pursue any claims that the Company may have against any person, firm or Company whether in contract or otherwise, including any officer or former officer of the Company or any person, firm, LLP or Company which supplies or has supplied goods or services to the Company; and
 - iii) do all such things and generally exercise all my powers as Administrator as I consider desirable or expedient at my discretion in order to achieve the purpose of the Administration or protect and preserve the assets of the Company or maximise the realisations of those assets, or of any purpose incidental to these proposals.

PROPOSED EXIT ROUTES OF THE ADMINISTRATION

The Administration of the Company will end by filing notice of dissolution with the Registrar of Companies. The Company will then automatically be dissolved by the Registrar of Companies three months after the notice is registered. Alternatively, the Administration of the Company will end by giving notice to the Court, creditors and Registrar of Companies that the objective of the Administration has been achieved.

APPROVAL OF PROPOSALS

A decision procedure or deemed consent procedure is not required to approve the Company's proposals, such that the proposals will be deemed approved, if I think that the Company has sufficient assets to pay all creditors in full; or a distribution will not be made to unsecured creditors other than by way of the prescribed part; or objective (c) is being pursued. In this scenario, objective (c) is being pursued with the view to make a return to the Company's preferential and secondary preferential creditors.

However, a creditor, or creditors, whose debts amount to at least 10% of the total debts of the Company can require me to hold a decision procedure to enable creditors to consider whether or not to approve these proposals and/or to consider such other decision as they see fit. Such a request must be received by me within 8 business days from the date these proposals are delivered to the creditors. If creditors do not require me hold a decision procedure within that time period, then these proposals will be deemed to have been approved.

Creditors should note that I need not initiate the decision procedure to approve the proposals unless the creditor, or creditors, requisitioning the decision procedure provides me with such amount that I request from them to meet the expenses of the requisitioned decision procedure.

As Administrator, I am seeking creditor approval, by correspondence, for my remuneration on a fixed fee basis of £35,000 plus VAT for work carried out following the commencement of the Administration.

You are also invited to determine whether to form a creditor's Committee ("the Committee") and a notice of invitation to form a Committee and further instructions are enclosed. Please note that if a Committee is appointed it will still fall to the creditors to approve or reject my request for a fee increase.

To enable you to make an informed decision as to whether you wish to either seek to form a Committee, or to nominate yourself to serve on a Committee, further information about of the role of the Committee and what might be expected from its members has been prepared by R3 and can be found at the link:

<https://www.icaew.com/-/media/corporate/files/regulations/insolvency/creditors-guides/2021/administration-creditor-fee-guide-1-april-2021.ashx>.

Please note that I must receive at least one vote by the decision date, or the decision will not be made. I would therefore urge you to respond promptly.

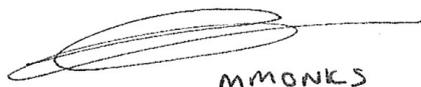
Should any creditor or group of creditors wish to request a physical meeting of creditors, they must do so within 5 business days of the delivery of the notice that accompanies this letter. Such requests must be supported by proof of their debt, if not already lodged. I will convene a meeting if creditors requesting a meeting represent a minimum of 10% in value or 10% in number of creditors or simply 10 creditors, where "creditors" means "all creditors."

Further information about creditors' rights can be obtained by visiting the website of the Association of Business Recovery Professionals (R3) at <https://www.r3.org.uk/technical-library/england-wales/technical-guidance/creditor-guides/>. A copy of 'A Creditors Guide to Administrator's Fees' published by the R3 are available at <https://www.icaew.com/-/media/corporate/files/regulations/insolvency/creditors-guides/2021/administration-creditor-fee-guide-1-april-2021.ashx>, together with an explanatory note which shows Parker Walsh's fee policy, available at <https://www.parkerwalsh.co.uk/resources/practice-fee-recovery-policy>. Please note that I have also provided further information about an office holder's remuneration and expenses in Parker Walsh's Practice Fee Recovery Sheet, which is enclosed at Appendix F.

FURTHER INFORMATION

Finally, please note that the affairs, business and property of the Company are being managed by the me in my capacity as Administrator. I act as an agent of the Company and contract without personal liability

If creditors have any queries regarding these proposals or the conduct of the Administration in general, or if they want hard copies of any of the documents made available on-line, they should contact me on 0161 546 8143, or by email at info@parkerwalsh.co.uk.

A handwritten signature in black ink, consisting of a stylized, elongated oval shape with a horizontal line through it, followed by a short horizontal line extending to the right.

M MONKS

Molly Monks
Administrator

APPENDIX A

DETAILS OF WORK UNDERTAKEN TO DATE

Administration

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

- Case planning - devising an appropriate strategy for dealing with the case and giving instructions to staff to undertake the work on the case.
- Setting up an electronic case file.
- Setting up the case on the practice's electronic case management system and entering data.
- Issuing the statutory notifications to creditors and others required on appointment as Administrator, including gazetting the Administrator's appointment.
- Obtaining a specific penalty bond (this is insurance required by statute that every insolvency Administrator must obtain for each insolvency appointment).
- Convening a decision procedure to seek a decision from creditors to approve the basis of remuneration.
- Supervising the work of advisors instructed on the case to assist in dealing with pension schemes; obtaining reports and updates from them on the work done; and checking the adequacy of the work done.
- Dealing with all routine correspondence and emails relating to the case.
- Opening, maintaining and managing the estate bank account.
- Overseeing and controlling the work done on the case by case administrators.

Realisation of assets:

This represents the work involved in the protection and realisation of assets, which is undertaken directly for the benefit of creditors.

- Liaising with solicitors instructed to assist with execution of the SPA.
- Liaising with the bank regarding remittance of funds and the closure of the account.
- Liaising with the factoring facility regarding the management of the debtor ledger they are collecting.

Creditors

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

Dividends – the office holder has to undertake certain statutory formalities in order to enable them to pay a dividend to creditors. This includes writing to all creditors who have not lodged proofs of debt and reviewing the claims and supporting documentation lodged by creditors in order to formally agree their claims, which may involve requesting additional information and documentation from the creditors. This work is primarily undertaken for the benefit of creditors, but it also includes work that the office holder is required to undertake as part of their statutory functions.

- Dealing with creditor correspondence, emails and telephone conversations regarding their claims.
- Maintaining up to date creditor information on the case management system.
- Reviewing proofs of debt received from creditors.

Investigations:

The insolvency legislation gives the office holder powers to take recovery action in respect of what are known as antecedent transactions, where assets have been disposed of prior to the commencement of the insolvency procedure, and also in respect of matters such as misfeasance and wrongful trading. The office holder is required by the Statements of Insolvency Practice to undertake an initial investigation in all cases to determine whether there are potential recovery actions for the benefit of creditors.

- Requesting the submission of books and records for the case.

APPENDIX B

DETAILS OF FUTURE WORK TO BE UNDERTAKEN IN THE ADMINISTRATION

Administration:

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

- Maintaining up an electronic case file.
- Maintaining up the case on the practice's electronic case management system and entering data.
- Supervising the work of advisors instructed on the case to assist in dealing with pension schemes; obtaining reports and updates from them on the work done; and checking the adequacy of the work done.
- Dealing with all routine correspondence and emails relating to the case.
- Maintaining and managing the estate bank account.
- Undertaking regular bank reconciliations of the estate bank account.
- Reviewing the adequacy of the specific penalty bond on a quarterly basis.
- Undertaking periodic reviews of the progress of the case.
- Overseeing and controlling the work done on the case by case administrators.
- Preparing, reviewing and issuing 6 monthly progress reports to creditors and members.
- Filing returns at Companies House.
- Preparing and filing VAT returns.
- Preparing and filing Corporation Tax returns.
- Preparing, reviewing and issuing a final account of the Administration to creditors and members.
- Filing a final return at Companies House.

Realisation of assets:

This represents the work involved in the protection and realisation of assets by the office holder and their staff, which is undertaken directly for the benefit of creditors.

- Liaising with BSH with respect to the deferred terms of the SPA.
- Liaising with the bank regarding the remittance of funds closure of the account.
- Liaising with the factoring facility regarding the management of the debtor ledger they are collecting, and ensuring the timely remittance of any surplus funds collected, less their costs.

Creditors:

Claims of creditors – the office holder needs to maintain up to date records of the names and addresses of creditors, together with the amounts of their claims as part of the management of the

case, and to ensure that notices and reports can be issued to the creditors. The office holder also needs to deal with correspondence and queries received from creditors regarding their claims and dividend prospects as they are received. The office holder is required to undertake this work as part of their statutory functions

- Dealing with creditor correspondence, emails and telephone conversations regarding their claims.
- Maintaining up to date creditor information on the case management system.

Investigations:

The insolvency legislation gives the office holder powers to take recovery action in respect of what are known as antecedent transactions, where assets have been disposed of prior to the commencement of the insolvency procedure, and also in respect of matters such as misfeasance and wrongful trading. The office holder is required by the Statements of Insolvency Practice to undertake an initial investigation in all cases to determine whether there are potential recovery actions for the benefit of creditors.

- Recovering the books and records for the case.
- Listing the books and records recovered.
- Submitting an online return on the conduct of the Directors as required by the Company Directors Disqualification Act.
- Conducting an initial investigation with a view to identifying potential asset recoveries by seeking and obtaining information from relevant third parties, such as the bank, accountants, solicitors, etc.
- Reviewing books and records to identify any transactions or actions the office holder may take against a third party in order to recover funds for the benefit of creditors.
- Investigating whether the BBL was obtained and utilised correctly.

APPENDIX C

Notice of decision by correspondence
Decision Date: 28 October 2025

Bykare Solutions Ltd (“the Company”) – In Administration
In the High Court of Justice Business and Property Courts in Manchester Insolvency &
Companies (Ch D) CR-2025-MAN-001255

Registration Number: 10834607

NOTICE IS GIVEN by Molly Monks to the creditors of the Company that set out below are decisions for your consideration under paragraph 51 of Schedule B1 of the Insolvency Act 1986. Please indicate whether you are in favour or against the following decision by either completing and returning the voting sheet provided; by completing and returning another document containing substantially the same information; or by providing substantially the same information that is contained in the voting sheet in electronic form, such as by email to the address provided below:

i) That the Administrator’s fee be approved on a fixed fee basis of £35,000 plus VAT for all categories of work

The final date for votes is 28 October 2025, the decision date.

1. In order for their votes to be counted creditors must submit to me their completed voting form so that it is received at Parker Walsh, Suite C, Victoria House, Bramhall, SK7 2BE, by no later than 23.59 hours on 28 October 2025. It must be accompanied by proof of their debt, (if not already lodged). Failure to do so will lead to their vote(s) being disregarded.
2. Creditors must lodge proof of their debt (if not already lodged) at the offices of Molly Monks by no later than 23.59 on 28 October 2025, without which their vote will be invalid.
3. Creditors with claims of £1,000 or less must have lodged proof of their debt for their vote to be valid.
4. Any creditors who have previously opted out from receiving documents in respect of the insolvency proceedings are entitled to vote on the decisions provided they have lodged proof of their debt.
5. Creditors may, within 5 business days of delivery of this notice to them, request a physical meeting of creditors be held to determine the outcome of the decisions above. Any request for a physical meeting must be accompanied by valid proof of their debt (if not already lodged). A meeting will be convened if creditors requesting a meeting represent a minimum of 10% in value or 10% in number of creditors or simply 10 creditors, where “creditors” means “all creditors.”
6. Creditors have the right to appeal a decision of the convener made under Chapter 8 of Part 15 of The Insolvency (England and Wales) Rules 2016 about Creditors' Voting Rights and Majorities, by applying to Court under Rule 15.35 of The Insolvency (England and Wales) Rules 2016 within 21 days of 28 October 2025. the Decision Date.

Creditors requiring further information regarding the above, should either contact Molly Monks by telephone on 0161 546 8143, or by email at info@parkerwalsh.co.uk.

DATED THIS 23RD DAY OF SEPTEMBER 2025

A handwritten signature in black ink, consisting of a stylized, elongated oval shape with a horizontal line extending to the right, followed by the text "M MONKS" in a simple, uppercase font.

Molly Monks
Administrator

Notice of decision by correspondence
Decision Date: 28 October 2025

Bykare Solutions Ltd (“the Company”) – In Administration
In the High Court of Justice Business and Property Courts in Manchester Insolvency &
Companies (Ch D) CR-2025-MAN-001255

Registration Number: 10834607

Voting on Decisions

i) Approve the Administrator’s remuneration of £35,000 plus VAT.

For/Against

TO BE COMPLETED BY CREDITOR WHEN RETURNING FORM:

Name of creditor: _____

Signature of creditor: _____

Dated: _____

Complete the following if signing on behalf of creditor, e.g. director/solicitor

Capacity in which signing
document: _____

This form must be delivered to Parker Walsh, Suite C, Victoria House, Bramhall, Cheshire, SK7 2BE, by 23.59 hours on 28 October 2025 in order to be counted as a vote. It must be accompanied by proof of the debt, unless one has already been submitted. Failure to do so will lead to this vote being invalid.

Notice of Invitation to form a Creditors' Committee ("the Committee")
Decision Date: 28 October 2025

Bykare Solutions Ltd ("the Company") – In Administration
In the High Court of Justice Business and Property Courts in Manchester Insolvency & Companies (Ch D) CR-2025-MAN-001255

Registration Number: 10834607

NOTICE IS GIVEN by Molly Monks, the Administrator, to the creditors of the Company of an invitation to establish a Creditors' Committee under rule 3.39 of The Insolvency (England and Wales) Rules 2016.

7. In addition to seeking a decision on the matters set out in the accompanying notice, creditors are also invited to determine at the same time at the Virtual meeting whether a Committee should be established.
8. A Committee may be formed if a minimum of 3 and a maximum of 5 creditors are willing to become members.
9. Nominations can only be accepted for a creditor to become a member of the Committee if they are an unsecured creditor and have lodged a proof of their debt that has not been disallowed for voting or dividend purposes.
10. The specified date for receipt of nominations for creditors to act as a member of the Committee under rule 3.39 of The Insolvency (England and Wales) Rules 2016 is 28 October 2025, the Decision Date.
11. Please complete the form sent with this notice and include the name and address of any person you wish to nominate to act as a member of the Committee. The completed document should be returned to Molly Monks of Parker Walsh, Suite C, Victoria House, Bramhall, Cheshire, SK7 2BE, so that it is received by no later than 23.59 hours on 28 October 2025, the decision date.

Note: Further information on the rights, duties and the functions of a Committee is available in a booklet published by the Association of Business Recovery Professionals (R3). This booklet can be accessed at <https://www.r3.org.uk/technical-library/england-wales/technical-guidance/creditor-guides/more/29111/page/1/liquidation-creditors-committees-and-commissioners/>

The final date for votes to establish a Committee is 28 October 2025, the decision date.

1. In order for their votes to be counted creditors must submit to me their completed voting form so that it is received at Parker Walsh, Suite C, Victoria House, Bramhall, Cheshire, SK7 2BE by no later than 23.59 hours on 28 October 2025. It must be accompanied by proof of their debt, (if not already lodged). Failure to do so will lead to their vote(s) being disregarded.
2. Creditors must lodge proof of their debt (if not already lodged) at the offices of Parker Walsh, Suite C, Victoria House, Bramhall, Cheshire, SK7 2BE by no later than 23.59 on 28 October 2025, without which their vote will be invalid.

3. Creditors with small debts, that is claims of £1,000 or less, must have lodged proof of their debt for their vote to be valid.
4. Any creditors who have previously opted out from receiving documents in respect of the insolvency proceedings are entitled to vote on the decision provided they have lodged proof of their debt.
5. Creditors may, within 5 business days of delivery of this notice to them, request a physical meeting of creditors be held to determine the outcome of the decision above. Any request for a physical meeting must be accompanied by valid proof of their debt (if not already lodged). A meeting will be convened if creditors requesting a meeting represent a minimum of 10% in value or 10% in number of creditors or simply 10 creditors, where “creditors” means “all creditors.”
6. Creditors have the right to appeal a decision of the convener made under Chapter 8 of Part 15 of The Insolvency (England and Wales) Rules 2016 about Creditors' Voting Rights and Majorities, by applying to court under Rule 15.35 of The Insolvency (England and Wales) Rules 2016 within 21 days of 28 October 2025, the Decision Date.

Creditors requiring further information regarding the above, should either contact me by email at info@parkerwalsh.co.uk, or contact me by telephone on 0161 546 8143.

DATED THIS 23RD DAY OF SEPTEMBER 2025

A handwritten signature in black ink, appearing to read 'MOLLY MONKS', with a long horizontal line extending to the right.

**Molly Monks
Administrator**

Notice of decision to establish a Creditors' Committee ("the Committee")
Decision Date: 28 October 2025

Bykare Solutions Ltd ("the Company") – In Administration
In the High Court of Justice Business and Property Courts in Manchester Insolvency & Companies (Ch D) CR-2025-MAN-001255

Registration Number: 10834607

Decision

1. That a Committee should be established.

For/Against

I wish to nominate the following creditor to act as a member of the Committee:

Name of nominated creditor: _____

TO BE COMPLETED BY CREDITOR WHEN RETURNING FORM:

Name of creditor: _____

Signature of creditor: _____

Dated: _____

(Complete the following if signing on behalf of creditor, e.g. director/solicitor)

Capacity in which signing document: _____

This form must be delivered to Parker Walsh, Suite C, Victoria House, Bramhall, Cheshire, SK7 2BE, by 23.59 hours on 28 October 2025 in order to be counted as a vote. It must be accompanied by proof of the debt, unless one has already been submitted. Failure to do so will lead to this vote being invalid.

ByKare Solutions Ltd

(In Administration)

Administrator's Summary of Receipts and Payments

Statement of Affairs £	From 12 September 2025 To 23 September 2025 £	From 12 September 2025 To 23 September 2025 £
<u>0.00</u>	<u>0.00</u>	<u>0.00</u>

REPRESENTED BY

NIL

Molly Monks
Administrator

ByKare Solutions Ltd (Registered Number - 10834607)

Statement of Affairs as at 12 September 2025

Description	Book Value	Estimated to Realise	
	£	£	£
Assets			
Assets subject to floating charge:			
Book Debts	422,070.00	422,070.00	
Ecapital Commercial Finance Limited		(380,102.00)	
		<u>41,968.00</u>	41,968.00
Uncharged assets:			
Book Debts - Sale Purchase Agreement	14,600.00		16,000.00
Cash at Bank	38.00		38.00
Estimated total assets available to preferential creditors			<u>58,006.00</u>
Liabilities			
Preferential Creditors			
Pension Schemes (Count = 1)		1.00	
			<u>(1.00)</u>
Estimated deficiency/surplus as regards preferential creditors			58,005.00
Secondary Preferential Creditors			
HMRC - PAYE (Count = 1)		397,000.00	
			<u>(397,000.00)</u>
Estimated deficiency/surplus as regards secondary preferential creditors			(338,995.00)
Floating Charge Debts Pre 15 September 2003			
Debts secured by floating charges pre 15 September 2003			
Floating charge creditors pre 15 September 2003			<u>NIL</u>
Estimated deficiency/surplus of assets as regards floating charge holders pre 15 September 2003			(338,995.00)
Floating Charge Debts Post 14 September 2003			
Debts secured by floating charges post 14 September 2003 brought down			
Floating charge creditors post 14 September 2003			<u>NIL</u>
Estimated deficiency/surplus as regards floating charge holders post 14 September 2003			(338,995.00)
Deficiency/Surplus available to unsecured creditors			<u>0.00</u>
Shortfall to Preferential Creditors			<u>(338,995.00)</u>
Unsecured Creditors (excluding floating charge shortfall)			

Description	Book Value	Estimated to Realise	
	£	£	£
Trade & Expense Creditors (Count = 1)		27,000.00	
Banks/Institutions (Count = 1)		9,000.00	
HMRC (Count = 1)		37,000.00	
			(73,000.00)
Unsecured Creditors (excluding floating charge shortfall post 14 September 2003)			(411,995.00)
Shortfall in respect of floating charges			NIL
Estimated deficiency/surplus as regards creditors			(411,995.00)
Issued and called up capital			
Ordinary		2.00	
			(2.00)
Total Surplus/(Deficiency)			(411,997.00)

Company Creditor - Schedule B - Creditors
ByKare Solutions Ltd (Registered Number - 10834607)

Key	Name	Address	Amount Of Debt £
CB0000	Barclays Bank Plc	1 Churchill Place, London, E14 5HP, United Kingdom	9,000.00
CE0000	Ecapital Commercial Finance Limited	1 London Street, Reading, Berkshire, RG1 4PN	760,204.00
CF0000	Fleximise	Holbrook House, 51 John Street, Ipswich, Suffolk, IP3 0AH, United Kingdom	27,000.00
CH0000	HM Revenue & Customs	PAYE Services, BX9 1AS	397,000.00
CH0001	HM Revenue & Customs	Corporation Tax Services, BX9 1AX	37,000.00
CN0000	Nest Pension	Nene Hall, Lynch Wood Business Park, Peterborough , PE2 6FY	1.00
6 entries totalling			1,230,205.00

Company Shareholders - Schedule C
ByKare Solutions Ltd (Registered Number - 10834607)

Key	Name	Address	Type	Nominal Value	No. Of Shares	Called Up Per Share	Total Amt. Called Up
EI0000	Nokhutula Ishemunyoro	Royal Middlehaven House, 21 Gosford Street, Middlesbrough, Cleveland, TS2 1BB	Ordinary	1.0000	1.00	0.0000	0.0000
EI0001	Pheneas Ishemunyoro	Royal Middlehaven House, 21 Gosford Street, Middlesbrough, Cleveland, TS2 1BB	Ordinary	1.0000	1.00	0.0000	0.0000
2 Ordinary entries totalling					2.00		

Estimated Outcome Statement

	Book Value £	Estimated To Realise within the Administration £
Assets :		
Encumbered Assets		
Book Debts	422,070	
Less Secured Factoring Facility	(380,102)	
		41,968
Unencumbered Assets		
Book Debts - Sale Purchase Agreement	14,600	16,000
Cash at bank	38	38
	14,638	16,038
 Administator's Fee & Expenses:		
Administator's Fees		35,000
Statutory Advertisement		133
Bonding		140
Legal Fees		5,902
Employee Specialists		350
		41,525
 Available		 16,481
 Liabilities:		
Preferential Creditors		
Nest Pension		Uncertain
Estimated dividend		Uncertain
 Available		 16,481
 Secondary Preferential Creditors		
PAYE		397,000
Estimated dividend		4p in the £
 Available		 Nil
 Unsecured Creditors		
Fleximize		27,000
Corporation Tax		37,000
Barclays Bank Plc		9,000
Estimated dividend		Nil

While every effort has been taken to make this as accurate as possible, creditors will appreciate that it will be affected by any differences between the amounts actually realised compared with the estimated value of assets, and by any differences between actual expenses incurred and those included in my estimate.

PRACTICE FEE RECOVERY POLICY FOR PARKER WALSH

Introduction

This sheet explains the alternative fee bases allowed by the insolvency legislation when acting as office holder in insolvency appointments. The legislation allows different fee bases to be used for different tasks within the same appointment. The fee basis, or combination of bases, set for a particular appointment is/are subject to approval, generally by a committee if one is appointed by the creditors, failing which the creditors in general meeting, or the Court. The report accompanying the request to fix the basis of remuneration will indicate the basis, or bases, being requested in that particular case and will make it clear what work is to be undertaken in respect of each basis.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type are available in a series of guides issued with Statement of Insolvency Practice 9 (SIP 9) "Payments to Insolvency Office Holders and their Associates from an Estate". Hard copies can be requested from Molly Monks of Parker Walsh at info@parkerwalsh.co.uk. Please note that we have provided further details in this policy document.

SIP 9 also contains various requirements that the office holder has to comply with in connection with their remuneration, both when seeking approval and when reporting to creditors and other interested parties after approval. One of the matters that an office holder has to comply with is that they must also seek approval for any payments that could reasonably be perceived as representing a threat to the office holder's objectivity or independence by virtue of a professional or personal relationship, including to an associate. Where it is anticipated that such payments will be made in a case they will be separately identified when seeking approval for the basis of the office holder's remuneration.

Other than in respect of Voluntary Arrangements an office holder is required to record the time spent on casework in all cases, even if they are being remunerated for that work on a basis other than time costs. Time is recorded directly to the relevant case and the nature of the work undertaken is recorded at that time. The work is generally recorded under the following categories:

- Case Administration (including statutory reporting).
- Realisation of Assets.
- Investigations.
- Creditors (claims and distributions).
- Trading
- Case specific matters.

Time Cost Basis

When charging fees on a time costs basis we use charge out rates appropriate to the skills and experience of a member of staff and the work that they perform. This is combined with the amount of time that they work on each case, recorded in 6-minute units with supporting narrative to explain the work undertaken.

Charge out Rates

Grade of staff	Current charge-out rate per hour, effective from 1 January 2025 £
Consultant	575
Office Holder	525
Manager	425
Officer	425
Case Administrator	325
Office Administrator	225

These charge-out rates are reviewed on 1 January each year and are adjusted to take account of inflation and Parker Walsh's overheads.

When we seek time costs approval, we have to set out a fee estimate. That estimate acts as a cap on our time costs so that we cannot draw fees of more than the estimated time costs without further approval from those who approved our fees. When seeking approval for our fees, we will disclose the work that we intend to undertake, the hourly rates we intend to charge for each part of the work, and the time that we think each part of the work will take. We will summarise that information in an average or "blended" rate for all of the work being carried out within the estimate, and by reference to each separate category of work. The blended rate is calculated as the prospective average cost per hour, based upon the estimated time to be expended by each grade of staff at their specific charge out rate. We will also say whether we anticipate needing to seek approval to exceed the estimate and, if so, the reasons that we think that may be necessary.

A report accompanying the request to fix the basis of remuneration will include the fees estimate, as well as details of the expenses that will be, or are likely to be, incurred. Further information about expenses is given in a separate section below.

The disclosure that we make should include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal.

If we subsequently need to seek authority to draw fees in excess of the estimate, we will say why we have exceeded, or are likely to exceed the estimate; any additional work undertaken or proposed to be undertaken; the hourly rates proposed for each part of the work; and the time that the additional work is expected to take. As with the original estimate, we will summarise that information in an average or “blended” rate for all of the work being carried out within the estimate, and by reference to each separate category of work, and will also say whether we anticipate needing further approval and, if so, why we think it may be necessary to seek further approval.

Percentage Basis

The legislation allows fees to be charged on a percentage of the value of the property with which the office holder has to deal (realisations and/or distributions). Different percentages can be used for different assets or types of assets. A report accompanying the request to fix the basis of remuneration will set out the potential assets in the case, the remuneration percentage proposed in respect of any realisations and the work covered by that remuneration, which may solely relate to work undertaken in connection with the realisation of the assets but might also include other categories of work as listed above. The report will also include details of the expenses that will be, or are likely to be, incurred. Further information about expenses is given in a separate section below.

The percentage approved in respect of realisations will be charged against the assets realised, and where approval is obtained on a mixture of bases, any fixed fee and time costs will then be charged against the funds remaining in the liquidation after the realisation percentage has been deducted.

A percentage of distributions made to unsecured creditors may also be requested, in order to cover the work associated with the agreement of claims and making the distribution.

The disclosure that we make will include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal. In order to meet the requirements of SIP 9 it will also explain why the basis requested is expected to produce a fair and reasonable reflection of the work that we anticipate will be undertaken on the case.

If the basis of remuneration has been approved on a percentage basis then an increase in the amount of the percentage applied can only be approved by the committee or creditors (depending upon who approved the basis of remuneration) in cases where there has been a material and substantial change in the circumstances that were taken into account when fixing the original level of the percentage applied. If there has not been a material and substantial change in the circumstances, then an increase can only be approved by the Court.

Fixed Fee

The legislation allows fees to be charged at a set amount. Different set amounts can be used for different tasks. A report accompanying the request to fix the basis of remuneration will set out the set fee that we proposed to charge and the work covered by that remuneration, as well as details of the expenses that will be, or are likely to be, incurred. Further information about expenses is given in a separate section below.

The disclosure that we make will include sufficient information about the insolvency appointment to enable you to understand how the proposed fee reflects the complexity (or otherwise) of the case, any responsibility of an exceptional kind falling on the office holder, the effectiveness with which the office holder has carried out their functions, and the value and nature of the property with which the office holder has to deal. In order to meet the requirements of SIP 9 we will also explain why the basis requested is expected to produce a fair and reasonable reflection of the work that we anticipate will be undertaken on the case.

If the basis of remuneration has been approved on a fixed fee basis then an increase in the amount of the fixed fee can only be approved by the committee or creditors (depending upon who approved the basis of remuneration) in cases where there has been a material and substantial change in the circumstances that were taken into account when fixing the original level of the fixed fee. If there has not been a material and substantial change in the circumstances, then an increase can only be approved by the Court.

Direct Costs

Where we seek approval on a percentage and/or fixed fee basis, in order to meet the requirements of SIP 9 we also have to disclose the direct costs that are included within the remuneration that will be charged on those bases in respect of the work

undertaken. The following are direct costs that will be included in respect of work undertaken in respect of each of the standard categories of work where the office holder is to be remunerated for such work on either a percentage or fixed fee basis:

- Case Administration (including statutory reporting)
- Realisation of Assets
- Investigations
- Creditors (claims and distributions)
- Trading

Mixed Basis

If remuneration is to be sought on a mixed basis, we will make it clear in the report, which basis will be charged for each category of work that is to be undertaken on the case.

Members' Voluntary Liquidations and Voluntary Arrangements

The legislation is different for Members' Voluntary Liquidations (MVL), Company Voluntary Arrangements (CVA) and Individual Voluntary Arrangements (IVA). In MVLs, the company's members set the fee basis, often as a fixed fee, and SIP 9 does not apply unless the members specifically request it. In CVAs and IVAs, the fee basis is set out in the proposals and creditors approve the fee basis when they approve the arrangement.

All Fee Bases

With the exception of IVAs and CVAs, which are usually VAT exempt, the office holder's remuneration invoiced to the insolvent estate will be subject to VAT at the prevailing rate.

Expenses

As already indicated, a report will accompany the request to fix the basis of remuneration and that will include details of expenses to be incurred, or likely to be incurred. When reporting to the committee and creditors during the course of the insolvency appointment the actual expenses incurred will be compared with the original estimate provided.

Expenses are any payments from the insolvent estate that are neither an office holder's remuneration nor a distribution to a creditor, or a member. Expenses also include disbursements. Disbursements are payments that are first paid by the office holder and then reimbursed from the insolvent estate. Expenses are divided into those that do not need approval before they are charged to the estate (Category 1) and those that do (Category 2).

Category 1 expenses are payments to persons providing the service to which the expense relates who are not an associate of the office holder. They can be paid by the office holder without obtaining prior approval. Examples of costs that may amount to Category 1 expenses are professional advisors (who are not associates), statutory advertising, external meeting room hire (where the room is only hired for that meeting), external storage, specific penalty bond insurance, insolvency case management software fees charged on a per case basis, and company search fees.

Category 2 expenses are either payments to associates, or payments in respect of expenses that have an element of shared costs, such as photocopying and mileage. Category 2 expenses require approval in the same manner as an office holder's remuneration before they can be paid.

Parker Walsh does not propose to recover any Category 2 expenses that include an element of shared costs.

Professional advisors may be instructed to assist the office holder on the case where they consider that such assistance is necessary to enable them to appropriately administer the case. The fees charged by any professional advisors used will be recharged at cost to the case. Where the professional advisor is not an associate of the office holder it will be for the office holder to agree the basis of their fees. Where the professional advisor is an associate of the office holder it will be for those responsible for fixing the basis of the office holder's remuneration to approve payments to them. The fees of any professional advisors are subject to the rights of creditors to seek further information about them or challenge them as summarised below. Professional advisors that may be instructed on a case include:

- Solicitors/Legal Advisors;
- Auctioneers/Valuers;
- Accountants;
- Quantity Surveyors;
- Estate Agents;
- Pension specialists*;
- Employment Claims specialists*;
- and
- GDPR/Cyber Security specialists.

* Note: where such professional advisors are instructed on a case, the office holder will not charge any remuneration to the case in respect of such work, other than in respect of supervising and monitoring their work.

Reporting and Rights to Challenge

Once the basis of the office holder's remuneration has been approved, a periodic report will be provided to any committee and also to each creditor. The report will provide a breakdown of the remuneration charged by the office holder in the period covered by the report, i.e., the amount that the office holder is entitled to draw, together with the amount of remuneration actually drawn. If approval has been obtained for remuneration on a time costs basis, the time costs incurred will also be disclosed, whether drawn or not, together with the "blended" rates of such costs. The report will also compare the actual time costs incurred with those included in the fees estimate prepared when fixing the basis of the remuneration, and indicate whether the fees estimate is likely to be exceeded. If the fees estimate has been exceeded, or is likely to be exceeded, the report will explain why that is the case.

The report will also provide information about expenses incurred in the period covered by the report, together with those actually paid, together with a comparison with the estimated expenses. If the expenses incurred, or anticipated to be incurred, have exceeded the estimate provided the report will explain why that is the case.

Under the insolvency legislation the report must also include a statement of the legislative rights of creditors to request further information about the remuneration charged and expenses incurred in the period covered by the report, or to challenge them on the grounds that they are excessive. Extracts of the relevant insolvency rules dealing with these rights are set out below. Once the time period to seek further information about the office holder's remuneration and/or expenses for the period covered by the report has elapsed, then a Court Order is required to compel the office holder to provide further information about the remuneration and expenses. A Court order is required to challenge the office holder's remuneration and/or expenses for the period covered by the report. Once that period has elapsed, then a separate Court Order is required to allow an application out of time.

Under Rule 18.9 of the Insolvency (England and Wales) Rules 2006, an unsecured creditor may, with the permission of the court or with the concurrence of 5% in value of the unsecured creditors (including the creditor in question) request further details of the office holder's remuneration and expenses, within 21 days of receipt of any report for the period. Any secured creditor may request the same details in the same time limit.

Under Rule 18.34, an unsecured creditor may, with the permission of the court or with the concurrence of 10% in value of the unsecured creditors (including the creditor in question), apply to court to challenge the amount and/or basis of the office holder's fees and the amount of any proposed expenses or expenses already incurred, within 8 weeks of receipt of any report for the period. Any secured creditor may make a similar application to court within the same time limit.

Under some old legislation, which still applies for insolvency appointments commenced before 6 April 2010, there is no equivalent mechanism for fees to be challenged.

**Rule 14.4 The Insolvency (England and Wales) Rules
2016**

Proof of Debt – General Form

Name of Company in Administration:

Company Registration Number:

Date of Administration:

1 Name of creditor

(If a company, please also provide the company registration number).

2 Correspondence address of creditor (including any email address)

3 Total amount of claim (£)
(include any Value Added Tax)

4 If amount in 3 above includes (£) outstanding uncapitalised interest, state amount.

5 Details of how and when the debt was incurred.
(If you need more space, attach a continuation sheet to this form)

6 Details of any security held, the value of the security and the date it was given.

7 Details of any reservation of title claimed in respect of goods supplied to which the debt relates.

8 Details of any document by reference to which the debt can be substantiated

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

10 Address of person signing if different from 2 above

11 Name in BLOCK LETTERS:

12 Position with, or relation to, creditor

13 Date of signature

Admitted to vote for

Amount (£)

Date

Admitted for dividend for

Amount (£)

Date

Molly Monks
Administrator

Notes:

1. There is no need to attach them now but the office holder may ask you to produce any document or other evidence which is considered necessary to substantiate the whole or any part of the claim, as may the chairman or convener of any qualifying decision procedure.
2. This form can be authenticated for submission by email by entering your name in block capitals and sending the form as an attachment from an email address which clearly identifies you or has been previously notified to the office holder. If completing on behalf of a company, please state your relationship to the company.
3. If you wish any dividend to be paid by way of bank transfer rather than by cheque, please provide the following information:

Bank Name:

Account Name;

Sort Code:

Account Number:

APPENDIX H

PRO FORMA SIP 16 DISCLOSURE TO ACCOMPANY THE INITIAL NOTIFICATION OF APPOINTMENT SENT TO THE CREDITORS

Background leading to insolvency

The Company was incorporated on 23 June 2017 by Pheneas Ishemunyoro and Nokhutula Ishemunyoro (“the Directors”), experienced healthcare professionals, as a specialist healthcare recruitment agency. Pheneas Ishemunyoro served as managing director, overseeing strategy and finance, while Nokhutula Ishemunyoro handled operations and compliance. Initially self-funded, the business expanded from Middlesbrough to Grimsby and London, eventually employing 12 staff and leveraging invoice financing through Ultimate Finance Ltd.

In 2020, the Company obtained a £50,000 Bounce Back Loan to support cash flow. Between 2022 and 2023, it experienced strong growth, averaging 7,000 staff placement hours weekly. However, from late 2023, demand declined sharply as hospitals began recruiting directly from abroad. Placement hours dropped to 2,300, leading to severe financial strain.

In response, Pheneas Ishemunyoro secured a personal £50,000 loan in August 2024 to cover HM Revenue & Customs (“HMRC”) arrears. A Time to Pay arrangement made in April 2025 was cancelled in June 2025 due to non-payment, prompting statutory demands from HMRC. With mounting creditor pressure, falling revenue, and no funding alternatives, the Company ceased trading on 1 September 2025, concluding the business was no longer viable. The Directors placed the Company into Administration on 12 September 2025.

Role of the Insolvency Practitioner

I was introduced to the Directors of the Company by Director First Insolvency Ltd on 23 July 2025. I first spoke with the Directors of the Company on 24 July 2025 via a Microsoft Teams meeting to discuss the financial affairs of the Company. Prior to the commencement of the Administration, I advised the Directors as a whole, acting on behalf of the Company, about the Company’s financial difficulties and provided advice about the options available to the Company to help determine an appropriate course of action to take. Initially, the Directors sought to wind the Company up voluntarily through a Creditors’ Voluntary Liquidation, however, it was later decided that an Administration would achieve a better return to creditors as the value of assets would decrease in a liquidation scenario, specifically the goodwill and intellectual property.

No advice was given to the individual regarding the impact of the insolvency of the Company on their personal financial affairs. Whilst not formally in office at that time, I was still required to act in my dealings with the Company in accordance with the Insolvency Code of Ethics. Pheneas Ishemunyoro signed an engagement letter on 7 August 2025, formally instructing Parker Walsh to assist with placing the Company into Administration.

Ultimately the Company was placed into Administration on 12 September 2025, and I was appointed as Administrator. As Administrator, I am an officer of the Court and have taken over the management of the Company from the Board of Directors. The purpose of the Administration is to achieve one of the hierarchies of statutory objectives, namely to:

- (a) rescue the Company as a going concern; or

- (b) 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); or
- (c) realise property in order to make a distribution to one or more secured or preferential creditors.

Objective (a) could not be achieved as the Directors advised that no purchaser could be found for the shares of the Company and the nature of the Company's trading and its financial circumstances meant that continued trading in a Voluntary Arrangement was not appropriate. The Directors stated that funding would need to be obtained to support the immediate cashflow problems, and without that, the Company had no choice but to cease trading.

Objective (b) may not be achieved as the estimated outcome regarding Administration and Liquidation is marginally similar and therefore it is not certain if an Administration would lead to a better outcome. It is unlikely that a dividend would be declared to the unsecured creditors.

Objective (c) will therefore be sought. The Administrator aims to realise the sale considerations with respect to the Sale Purchase Agreement ("SPA") and surplus encumbered book debts to facilitate a distribution to the secondary preferential creditors, including HMRC. The process focuses on maximising the value of these assets, with the potential completion of ongoing contracts offering an opportunity for a more favourable outcome for stakeholders. Further details are provided in the proposals.

In order to help me achieve the objective I have a wide range of powers, as set out in the insolvency legislation, and I must perform my functions as quickly and efficiently as is reasonably practicable. I must also act in the interests of the creditors of the Company as a whole other than where objective (c) is being pursued I need only ensure that I do not unnecessarily harm the interests of the creditors of the Company as a whole.

Pre-appointment Considerations

The Directors and I originally set out a strategy to place the Company into Creditors' Voluntary Liquidation, however, after learning more about the Company's financial situation and the Directors' desire to purchase the assets of the Company, it was decided that an Administration would be the best course of action to achieve the paragraph 3(1)(c) purpose, realising property in order to make a distribution to one or more secured or preferential creditors.

An estimated outcome statement (Appendix D of the proposal) has been prepared, indicating that an estimated £28,656 will be available for distribution to the secondary preferential creditor after the Administrator's fees and expenses have been settled. It is currently anticipated that the secondary preferential creditors, HMRC, in respect of PAYE, will receive an estimated dividend of 4p in the £. This distribution is expected to fulfil the primary purpose of the Administration.

The Directors consulted with the Qualifying Floating Charge Holder, Ecapital Commercial Finance (North) Limited ("Ecapital"), regarding the proposed Administration and the collection of book debts under its factoring facility. Ecapital confirmed that they did not oppose the Administration and subsequently provided written consent upon receipt of the notice of intention to appoint Molly Monks as Administrator.

Sale of the business and assets as a going concern

Due to the lack of working capital, this course of action was not considered to be possible due to the time and extensive marketing campaign would take, as the Directors did not know of any interested parties that would be willing to purchase the business and assets as a going concern.

Administrative Receiver

There is no creditor holding a floating charge prior to the introduction of the Enterprise Act 2002 that would enable them to appoint an Administrative Receiver.

Moratorium

The moratorium is available to companies which are unable to pay their debts, but where it is considered likely that a moratorium would result in the company being rescued as a going concern. The moratorium is for an initial period of 20 business days, which can be extended by a further 20 business days by the directors. The moratorium leaves the directors in control of the company throughout the moratorium, but requires a licensed Insolvency Practitioner to act as a 'monitor' during the moratorium period.

This option was open to the Company, it was considered that a moratorium is most likely to be appropriate for companies that have accrued unpaid liabilities and facing creditor pressure but have sufficient cash to pay those creditors during the moratorium period. The Company did not have the cash available to fund the day to day operations and therefore this option was discounted

Creditors Voluntary Arrangement (“CVA”)

The Directors considered a CVA, however, it would have been difficult for the Company to put a CVA proposal to its creditors, as this would require confidence in future trading. In addition, the Directors noted that the Company would need significant equity to meet the agreed contributions. Therefore, the Directors deemed a CVA was not appropriate.

Restructuring Plan

This option was not deemed to be viable as it required the Company to have sufficient funds to return to profitability whilst also servicing historic debt, even if a reduced level was agreed under the restructure plan.

Pre-pack Administration

As Administrator of the Company, the pre-pack sale of the business enables me to achieve the objective set out above as the realisations made will enable me to make a distribution to the secondary preferential creditor. The pre-pack sale will allow the preservation of the asset values in addition will also ensure preservation of employment, the transfer of the employees to the purchaser means that the Company has no preferential creditors, although there are still liabilities to HMRC as secondary preferential creditors, I can also confirm that the outcome achieved as a result of the pre-pack sale was the best available outcome for creditors of the Company as a whole in all the circumstances of the case and that it did not unnecessarily harm the interests of the creditors of the Company as a whole.

Valuation of the business and assets

The valuation of the business and its assets was carried out by Neil Duckworth MA MRICS of Middleton Barton Asset Valuation Limited (“MBV”) on 14 July 2025. MBV confirmed that they hold the specific expertise in respect to the valuation of tangible and intangible assets in the recruitment and care sectors. MBV act externally and had no previous involvement in respect of the Company and had no conflict of interest in the preparation of the report.

The following definitions of basis of value will be used. They derive from the ‘International Valuation Standards’. These standards are globally recognised and provide a consistent framework for carrying out valuations in a transparent and credible way.

Plant and Machinery

Market value, as defined in the RICS Valuation – Global Standard (effective from 31st January 2025), Valuation Practice Statement (VPS) 4.4:

“The estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm's length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion”.

1. Market value (in situ): (VPS 4.4) with the added assumption the assets are valued as a whole for continued use in their working place.
2. Market value (ex situ): (VPS 4.4) with the added assumption the assets are valued for removal from the premises at the expense of the purchaser.

Intangible Assets

Market value is defined as “the estimated amount for which an asset or liability should exchange on the valuation date between a willing buyer and a willing seller in an arm’s length transaction after proper marketing and where the parties had each acted knowledgeably, prudently and without compulsion.”

	<i>Value applicable to intangible assets only</i>	<i>Value applicable to tangible assets only</i>	
	Market Value	Market Value	Market Value
	(£)	(In-Situ) (£)	(Ex-Situ) (£)
Tangible Assets:			
Office furniture and equipment	-	800	400
Motor vehicles	-	3,800	2,300
Tangible Assets Total	-	4,600	2,700
Intangible Assets:			
Goodwill and intellectual property	10,000	-	-
Intangible Assets Total	10,000	-	-
Overall Total	<u>10,000</u>	<u>4,600</u>	<u>2,700</u>

Tangible Assets

The Company's tangible assets consisted of the following office furniture and equipment:

- 5x laptop computer;
- 3x desktop computers;

And the following motor vehicles:

- K800 KUK - Skoda - Octavia Elegance TDI 104bhp 5 door estate diesel manual 2WD – mileage 167,000;
- PN64 UKA - Peugeot - 5008 Allure HDI 113bhp 5 door M.P.V. diesel manual front wheel drive 7 seat – mileage 183,000;
- NU61 VMC - Renault - Grand Scenic Dynamique Tomtom DCI 110bhp 5 door M.P.V. diesel manual 2WD 7 seat – mileage 150,000; and
- FH12 ZDD - Ford - Mondeo Zetec 116bhp 5 door hatchback diesel manual 2WD – mileage 215,000.

In conducting the valuation report, MBV assumed that the above assets were in a reasonable state of repair and in working order. Their valuation considers all sensitive data that would need to be removed from any computer equipment if sold on the open market.

With respect to the above motor vehicles, MBV assumed that they all are in a working and road worthy condition, noting that these vehicles are older and have been subject to heavy usage, the market generally for vehicles of this nature is generally weak.

Intangible Assets

After reviewing the Company's profit and loss figures for the years ended 30 June 2022, 2023, and 2024, along with management profit and loss figures for the 12 month period ending 30 June 2025, the key trading figures summarised the following:

	Y/E 30 June 2025 (£)	Y/E 30 June 2024 (£)	Y/E 30 June 2023 (£)
Turnover	3,388,506	4,605,511	8,248,550
Gross Profit	449,686	705,181	1,579,231
Net Profit/(Loss) before tax	(138,287)	(172,776)	188,114

MBV noted that the business made significant losses in recent years. To MBV's knowledge, the Company held no long-term trading agreements which could survive a formal insolvency procedure and provide a guaranteed income stream going forward, hence, MBV understood that there was no work in progress.

The Company's intangible assets included an ecommerce website and domain at www.bykaresolutions.co.uk. In addition to the above, other intangible assets included: social media, contact numbers, trading styles, customer base and candidate pool. MBV were not aware of any trademarks, patents or designs registered or pending registration. Their valuation considers the

basis of sale ‘in an arm's length transaction’, without warranty or guarantee and on an unconditional basis, a sale on this basis carries an increased element of risk if sold without incumbent management and certainly the key directors on which the business is based.

MBV’s experience of selling similar businesses in restructuring scenarios is that the value of the business can be restricted compared to values achieved for trading entities where the principal fee earners or founders are retained as part of the transaction for a transitional period, as a significant proportion of the goodwill is likely to be reliant on key management personnel and directors. The valuation considers comparable transactions completed under similar circumstances and in an insolvency scenario.

The valuation of the intangible assets on the basis of market value (in-situ) assumed a sale of the assets on a going concern basis to existing management who would have had intrinsic knowledge of the business and its customers. MBV note, however, that existing management would be deemed a ‘Special Purchaser’ under the circumstances and would have held an advantage on any unconnected party considering an offer for the business as a whole. The valuation provided was therefore intended as a guide to be used for negotiation purposes only.

With respect to the valuation of the intangible assets on the basis of market value (ex-situ), the valuation assumed that the business would cease to trade and that the assets would be offered piecemeal to the wider market.

In light of the above, MBV provided an offer recommendation on 27 July 2025 stating that a connected party, Bykare Solutions (Healthcare) Limited (“BSH”) (CN: 16590106), made an offer for the aforementioned assets in the sum of £16,000. The consideration was proposed to be paid on deferred terms, by way of £2,500 payable on completion, followed by six equal consecutive monthly instalments of £2,250 commencing one month post completion. MBV noted that the above offer exceeded their market value on an in-situ basis and is far in excess of the likely realisable value for the assets if sold on an ex-situ basis.

BSH is a connected party to the Company by virtue of a common directorship. Specifically, Pheneas Ishemunyoro is a director and beneficial shareholder of both the Company and BSH.

As part of the SPA, Pheneas Ishemunyoro provided a personal guarantee and executed a Debenture in favour of the Company to support the transaction and provide a degree of security for the Company’s interests. In addition, under the terms of the SPA, BSH assumed responsibility for the Company’s employees, thereby ensuring continuity of employment for all staff.

The offer submitted by BSH exceeded the estimated in-situ market value of the business and assets. After due consideration of all available options, and in light of the enhanced employee outcome, the security offered, and the higher consideration proposed, the decision was made to proceed with the sale to the connected party.

Marketing of the business and assets

The Company’s business and assets were marketed between 18 July 2025 and midday on 25 July 2025 through:

- Mailshots to MBV’s database of prospective buyers of distressed companies. The mailshot was sent to 6,271 parties.

- It was also listed on MBV's website.
- Direct approaches to competitors and other market participants were made by MBV.

Marketing the business in the trade and broadsheet press was considered but ruled out, because this type of marketing required several weeks preparation for placement.

Given the inherent risk to the goodwill, together with a lack of funding within the business to keep trading, the marketing period was deemed adequate by MBV.

The marketing activity resulted in one general enquiry from an unconnected party, which required the issue of a Non-Disclosure Agreement. However, no offer was received by the final deadline. MBV conducted a sufficient marketing exercise within the limited time frame provided, and no competing offers had been received. Based on their experience of the market they were confident that pursuing further marketing efforts was unlikely to yield additional offers, especially at a level competitive with the connected party's offer. Additionally, any value attributable to the intangible assets could have quickly diminished if there was a delay in accepting an offer.

MBV were confident that accepting the presented offer was the best price and given the circumstances could lead to the optimal realisation for the Administrator. They therefore recommended that the original offer be accepted.

The Administrator is satisfied that this marketing and offer from a connected party achieved the best available outcome for the creditors as a whole in all circumstances.

Details of the pre-pack sale

Having considered the above, MBV were confident that accepting the offer presented represented the best price for the business assets given the time constraints placed on the process by the need to preserve the goodwill of the business and will generate the best possible net return for the Administration. The Administrator was therefore happy to accept the offer made by the connected party and a SPA was executed on 16 September 2025.

A SPA was executed on 16 September 2025 between the Administrator, on behalf of the Company, and the purchaser, BSH. The purchaser is connected to the Company pursuant to sections 249 and 435 of the Insolvency Act 1986, by way of being a common director and shareholder, being Pheneas Ishemunyoro, whom is the sole director and shareholder of BSH.

This transaction is between the insolvent company and the purchasing company and does not form part of a wider transaction or impact upon any related companies.

The sale consideration totalling £16,000 exceeded the in-situ valuation of £14,600 and substantially outperformed the ex-situ break-up value of £2,700 for tangible assets. Although assets were sold on a bundled basis, the comparison shows that creditors benefitted from a higher return than could reasonably have been expected if assets were sold separately.

The disparity between valuation and realisation lies in the fact that the connected party was a 'Special Purchaser', able to preserve goodwill and maintain continuity, thus willing to pay above in-situ valuation levels. Given the absence of alternative offers, the Administrator's acceptance of this consideration was both reasonable and, in the creditors' best interests.

As previously mentioned, the sale consideration had been made on deferred terms, with £2,500 payable on completion followed by six equal consecutive monthly payments of £2,250 commencing one month post completion. The final payment will be made on 12 March 2026. As at the date of this report, the sum of £2,500 has been paid into the Administration estate. The deferred consideration has been secured by way of a Debenture being registered against BSH's business and assets, together with the consideration being personally guaranteed by Pheneas Ishemunyoro.

The sale achieved represented a fair and reasonable value for the benefit of the Company's creditors, enabling the primary purpose of the Administration to be fulfilled. Following the recommendation of MBV and the independent evaluation conducted by JS, the Administrator determined that the offer from the connected party represented the best outcome in the circumstances and was therefore accepted.

As part of the SPA, the Company's seven employees were transferred to the purchaser under TUPE. This transfer mitigated potential exceptional liabilities that could have arisen from the Administration, as the employees were not made redundant and any associated employment obligations were assumed by the purchaser.

I can confirm that the business and assets of the Company have not been acquired from any insolvency process in the last 24 months prior to this sale.

Evaluator's Report

JS Business Solutions Limited ("JS") were instructed by Pheneas Ishemunyoro to prepare an evaluation report under the Administration (Restrictions on Disposal etc to Connected Persons) Regulations 2021 to determine whether the offer satisfied the basis of the substantial disposable, and whether the consideration to be provided for the relevant property was reasonable in the circumstances. The report was prepared by Jonathan Seifert, a member of the Institute of Chartered Accountants in England and Wales and was finalised on 29 July 2025. Jonathan Seifert qualified as a Chartered Accountant over 22 years ago and as an Insolvency Practitioner 14 years ago and confirms that he meets the requirements for professional indemnity insurance, independence and eligibility to act as an Evaluator under the Administration (Restrictions on Disposal etc to Connected Persons) Regulations 2021.

JS hold the following professional indemnity insurance:

- Carbon Underwriting, Syndicate 4747 at Lloyd's, London and Flux Syndicate 1985 at Lloyd's, London Policy number: 33301437. Expiry date 8 October 2025.
- Professional indemnity cover limit of £2,000,000 for any one claim.
- Risks covered: Miscellaneous Professional Indemnity breach of professional duty.
- Exclusions from cover: Miscellaneous to include Directors' and Officers' liabilities (details on request).

The Company's business and assets, comprising of office furniture, equipment, motor vehicles, goodwill and intellectual property has been sold to a connected party. The purchaser, BSH is connected to the Company (as defined in Paragraph 60A(3) Schedule B1 of the Insolvency Act 1986) by common director, being Pheneas Ishemunyoro, who is a director and shareholder of both the Company and purchaser. The connected party verified in writing that they did not receive or request any prior Qualifying Reports from any other Evaluator.

A pre-pack sale to a connected person can only take place if they obtain a qualifying report on the proposed transaction from an independent person known as an evaluator. I can confirm that I have received a report in this case and enclose a copy for your information.

I am satisfied that the report was made by a suitably qualified and experienced independent person who holds appropriate professional indemnity insurance and who is not excluded by the insolvency legislation from acting as an evaluator. I have reviewed the report and am satisfied that it contains the information required by the insolvency legislation, such that it is a qualifying report.

As you can see from the report, the evaluator concluded that the consideration for the pre-pack sale and the grounds for the pre-pack sale are reasonable in the circumstances. Consequently, I proceeded with the pre-pack sale of the assets of the Company on the terms considered and reported on by the evaluator and set out above.

Viability Statement

Purchasers who are connected persons are also encouraged to, but are not required to, prepare a viability statement indicating how their business will survive for at least 12 months from the date of the purchase, and detailing what they will do differently from the Company in Administration in order that the business will not fail. In this instance, while I indicated to that the purchaser that prepare a viability statement, my understanding is that one has not been prepared.

Conclusion

I confirm that the sale price achieved, and also the outcome, was the best available outcome for creditors of the Company as a whole in all the circumstances of the case and that the pre-pack sale achieves the statutory purpose of the Administration that I am seeking to achieve in respect of the Company.

Qualifying Report

Under The Administration (Restrictions on Disposal etc. to Connected Persons) Regulations 2021

In relation to the proposed substantial disposal of: Bykare Solutions Ltd's
business and assets to Bykare Solutions (Healthcare) Ltd

29 July 2025

This report has been prepared by:

JS Business Solutions Limited
3rd Floor Suite, 207 Regent Street
London
W1B 3HH
Company Number: 15162915

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Interpretation - In this report the meaning of certain terms is set out below:

The Regulations	The Administration (Restrictions on Disposal etc to Connected Persons) Regulations 2021.
The Company	Bykare Solutions Ltd (Company Number: 10834607).
The Purchaser	Bykare Solutions (Healthcare) Ltd (Company Number: 16590106).
The Directors	Nokhutula Ishemunyoro and Pheneas Ishemunyoro being the Company's directors and shareholders.
Qualifying Report	Has the meaning given to Regulation 5 of the Regulations.
Previous Report	Has the meaning given to it in Regulation 8 of the Regulations.
Substantial Disposal	As per Regulation 3 of the Regulations.
Connected Persons	As defined in Paragraph 60A(3) Schedule B1 of the Insolvency Act 1986 and include a company connected with the Company, Director, other Officer, Shadow Director and other Officers of the Company.
Relevant Property	As per Regulation 3 of the Regulations meaning a disposal, hiring out or sale to one or more Connected Persons...all or a substantial part of the Company's business or assets.
The Administrator	Means the proposed Administrator, Molly Monks of Parker Walsh.

1. Report Purpose

This report has been produced to meet the requirements of the Administration (Restrictions on Disposal etc. to Connected Persons) Regulations 2021, which require a connected party purchaser to obtain a Qualifying Report before making a substantial disposal, unless the creditors have approved the disposal.

This report has been requested by one of the Company's directors, Pheneas Ishemunyoro ('Mr Ishemunyoro'). Mr Ishemunyoro is considered a Connected Persons in relation to the substantial disposal of the Company because they are a director of both the Company and the Purchaser.

It is my job as an Evaluator to determine whether I am satisfied that the basis of the substantial disposal, and whether the consideration to be provided for the relevant property are reasonable in the circumstances.

2. Evaluator Profile

I, Jonathan Seifert, hereby verify that my knowledge and expertise adequately fulfils the criteria outlined in Part 3 of The Administration (Restriction on Disposal etc to Connected Persons) Regulations 2021.

I am member of the Institute of Chartered Accountants in England & Wales. Having qualified as a Chartered Accountant over 22 years ago and as an Insolvency Practitioner 14 years ago. I have worked in a variety of finance positions and helped to turnaround numerous companies.

I confirm that I meet the requirements for professional indemnity insurance (Regulation 11), independence (Regulation 12), and eligibility to act as an Evaluator under the Administration (Restrictions on Disposal etc. to Connected Persons) Regulations 2021. I am satisfied that I have the qualifications to act as an Evaluator for this Qualifying Report.

3. Professional Indemnity Insurance

Details of the Professional Indemnity Insurance for JS Business Solutions Limited are as follows:

- Carbon Underwriting, Syndicate 4747 at Lloyd's, London and Flux Syndicate 1985 at Lloyd's, London Policy number: 33301437
- Expiry date 8 October 2025.
- Professional indemnity cover limit of £2,000,000 for any one claim.
- Risks covered: Miscellaneous Professional Indemnity breach of professional duty.
- Exclusions from cover: Miscellaneous to include Directors' and Officers' liabilities (details on request.)

4. Connected Parties / Transacting Businesses

Connected Party	Basis of the Connection
Pheneas Ishemunyoro	Director and shareholder of both the Company and the Purchaser.

The Company's business and assets are being purchased by Bykare Solutions (Healthcare) Ltd ('the Purchaser').

5. Previous Qualifying Reports

The Connected Persons have verified in writing that they have not received or requested any prior Qualifying Reports from any other Evaluator. Based on this confirmation, I have no reason to doubt its accuracy, and therefore, I conclude that Section 8 of the Regulations is not applicable.

6. Background

The business was incorporated on 23 June 2017 to act as a healthcare recruitment agency. The Company supplied temporary staff (nurses and care workers) primarily to 4 large healthcare providers, such as hospital, care homes, together with local authorities. The Company largely operated in the Northeast of England, Lincolnshire, Grimsby, London, Scotland and Yorkshire.

Mr Ishemunyoro had significant experience in the healthcare market, having worked as a qualified nurse, before working in various senior management positions. This helped develop his knowledge of the business and provided the contacts and impetus to set up the Company.

The Company's business objective was to help clients bridge temporary workforce gaps by providing experienced and suitably qualified staff. This provided a valuable service to its clients, ensuring they could provide continuity of service to their patients.

In August 2017, to assist the Company's cashflow it entered into an invoice finance arrangement with Bibby Financial Services Ltd and then subsequently, Ultimate Finance Ltd ('Ultimate').

In 2018, because of the Company's proposition and the Directors knowledge of the healthcare market, business expanded rapidly. Subsequently, it obtained a significant contract with a large nationwide healthcare provider before obtaining a referral to another large client.

An integral part of the Company's service proposition was the comprehensive training and integration of agency personnel. All new team members had to complete an induction program. Furthermore, the Company conducted DBS checks and provided continuous professional development through in-person sessions at their dedicated training facility and via online learning platforms. This commitment to training guaranteed adherence to industry benchmarks and equipped their agency staff with the essential skills to deliver in their roles for the Company's clients.

The Company would be periodically audited by its clients to ensure its processes were acceptable for their needs i.e. that they could provide qualified and suitably trained staff.

The Company had access to a pool of approximately 200 healthcare accredited candidates who were compliant to work, of which approximately 90 candidates were in placements.

By 2023, with a headcount of 10, the Company's turnover had increased by 60% from the previous year to peak at just over £8m with gross profit margins at circa 19%.

From late 2023 and into 2024, the Company experienced a significant and continuous reduction in the demand for its services. This change was primarily due to external market forces, notably alterations in hospital recruitment approaches. National Health Service Trusts, and private healthcare organisations increasingly chose to directly recruit personnel from overseas through sponsorship programmes. This direct recruitment strategy effectively lessened their dependence on temporary staffing solutions.

The direct consequences of this market shift were significant, resulting in the Company's weekly provision of staff hours falling sharply from around 7,000 to 2,300 hours per week, marking a decrease of almost 70%. Furthermore, long-term clients either reduced their need for the Company's services or stopped using them altogether, having developed their own staff resources through international recruitment initiatives.

A considerable number of the Company's core agency workers were also employed directly by hospitals it previously supplied. This further hampered its capacity to sustain their former staffing levels and service quality.

To manage mounting financial pressures, the Company implemented several cost-cutting measures. It downsized its office space and decreased its administrative staff headcount from 10 to 7, with two of those positions becoming part-time (22 hours per week). In April 2025, to further alleviate its financial pressures, the Company agreed a Time to Pay arrangement with His Majesty's Revenue and Customs ('HMRC'), agreeing to monthly payments of £20,410.

While payments for April and May were met, HMRC cancelled the arrangement in June 2025, citing missed payments for other liabilities not included in the original plan. The Company initially sought guidance from a debt management business and re-engaged with HMRC; however, their revised terms demanded the full outstanding amount within a much shorter timeframe.

Despite these efforts, the Company's cash flow worsened, exacerbated by the significant drop in revenue and the loss of major clients. Furthermore, increased pressure from creditors, including payment demands and threats of enforcement, further strained the business.

After seeking advice from an Insolvency Practitioner, the Company looked to enter Administration. The Administrator and their valuation agents have been seeking to maximise realisations from the assets of the Company and ensure creditors received the most beneficial outcome. Whilst the opportunity to acquire the business and assets has been marketed for sale, one offer – from a Connected Person – has been recommended for acceptance by the Valuation Agents as being in the interests of creditors.

7. Disposed Business and Assets

The Company's Business and Assets ("the Relevant Property") being sold are as follows:

- Office Furniture & Equipment
- Motor Vehicles
- Goodwill & Intellectual Property

Bykare Solutions (Healthcare) Ltd is proposing to acquire the Relevant Property.

8. Independent Asset Valuation and Marketing

The valuation was carried out by Middleton Barton Valuation (“the Valuation Agents”) on 14 July 2025. The Company’s business and assets were marketed between 18 July and midday on 25 July 2025 through:

- Mailshots to the Valuation Agent’s database of prospective buyers of distressed companies. The mailshot was sent to 6,271 parties.
- It was also listed on the Valuation Agent’s website.
- Direct approaches to competitors and other market participants.

Marketing the business in the trade and broadsheet press was considered but ruled out, because this type of marketing required several weeks preparation for placement.

Given the inherent risk to the goodwill, together with a lack of funding within the business to keep trading, the marketing period was deemed adequate by the Valuation Agents.

The marketing activity resulted in one general enquiry from an unconnected party, which required the issue of a Non-Disclosure Agreement. However, no offer was received by the final deadline.

A Connected Person was the only party to express an interest in purchasing the Company’s business and assets. Accordingly, following negotiations and after the rejection of previous lower offers, a sum of £16,000 was finally accepted, payable on a deferred basis, with:

- £2,500 payable on completion
- Followed by 6 equal consecutive monthly payments of £2,250 commencing 1 month post completion.

Deferred Consideration has been secured by way of a Debenture being registered against the Purchaser’s Business and Assets, together with the consideration being personally guaranteed by Mr Ishemunyoro.

The Valuation Agents conducted a sufficient marketing exercise within the limited time frame provided, and no competing offers had been received. Based on their experience of the market they were confident that pursuing further marketing efforts was unlikely to yield additional offers, especially at a level competitive with the Purchaser’s offer. Additionally, any value attributable to the intangible assets could have quickly diminished if there was a delay in accepting an offer.

The Valuation Agents were confident that accepting the presented offer was the best price and given the circumstances could lead to the optimal realisation for the Administrator.

9. Evidence Relied Upon

In developing my perspective, I have based it on my conversations with, and the information provided by Mr Ishemunyoro, the Administrator, and the instructed Valuation Agents. This includes the following:

- Interview with the Connected Persons.
- Information provided by the Director.
- The Company's financial information.
- Correspondence with the Administrator's office.
- The professional Valuation Agent's report.
- Offer details.
- The Purchaser's cashflow forecast.

I have also utilised information that is accessible in the public domain.

I have relied on the accuracy of the information provided to me in forming my opinion. I have not conducted an audit, or any other verification of the information received. The Administrator is a licensed Insolvency Practitioner with legal duties and obligations to creditors and their regulatory body. Therefore, it is their responsibility to determine whether to proceed with the sale. Consequently, I do not express an opinion on the decision to engage in the sale.

In addition to selling the business and assets, the Administrator has post-appointment investigative powers that can potentially increase the realisation of assets.

The extent of my work is limited to providing the opinion specified in Section 10.

10. Evaluator's Opinion on the Proposed Transaction

I am satisfied that the consideration to be provided for the Relevant Property and the grounds for the substantial disposals, are reasonable in the circumstances.

In my assessment, I have considered the potential commercial benefits for the Administrators in completing the proposed transaction, which include:

- The total consideration proposed exceeds the Valuation Agent's in-situ valuation. Had the offer not been accepted then the assets would need to be sold at a significantly lower ex-situ value with a likely negligible value attributable to goodwill.
- The continuity of employment for 5 full time and 2 part time Company employees, with the proposed Purchaser taking on the TUPE liability. This will minimise employee-related claims and associated costs during the Administration.
- Continuity of business will assist with the ongoing collection of the Company's sales ledger which will help in the recovery of circa £41,000 of debts owed to its Invoice Financier, Ultimate. If the business ceased to trade then it is expected that there could be significant counter claims, disputes and bad debts leading to a sizeable reduction in collections.
- The deferred consideration will be secured by way of a Debenture over the Purchaser's Business and Assets, together with being personally guaranteed by Mr Ishemunyoro. This will provide an added layer of protection to the Administrator.

Other points to consider:

- Mr Ishemunyoro has never been involved in a Corporate or Personal insolvency.
- It is the duty of the Administrator to investigate the conduct of the Company and its directors prior to the Administration. This is to find out what assets, if any, could be used for the benefit of Company creditors.
 - o This includes looking into any actions taken by the directors or others that might have harmed the Company, such as transactions at an undervalue or preferential treatment to certain creditors. This work will be used to enable the Administrator to produce a statutory report on the conduct of the directors for the Insolvency Service.

I have discussed the turnaround plan with the Purchaser, together with its ability to meet its deferred consideration payments.

Following a significant restructuring, the Purchaser is poised to emerge as a more robust business. Drawing lessons from past difficulties, the Purchaser is adapting to the evolving landscape of healthcare staffing to ensure its future success and stability.

The Purchaser will move away from high-volume, low-margin general staffing to niche, high-demand areas. This includes:

- Complex care.
- Mental health services.
- Elderly care with clinical oversight.
- Specialist acute care bank staffing.

The Purchaser will focus on:

- Framework agreements with selective NHS Trusts.
- Private healthcare facilities that offer greater service flexibility.
- Community care contracts and home care services.
- Non-healthcare contracts for flexible staffing options to spread risk.

They will be targeting regions where competition is lower, particularly outside London and the Southeast, offering flexible regional teams.

To ensure the Purchaser retains their valued staff, they are implementing:

- Loyalty bonuses, referral schemes, and upskilling opportunities.
- Regular engagement through staff well-being initiatives and recognition programmes.
- Establishing a "Bykare Preferred Worker" programme with exclusive benefits.

The Purchaser will also streamline its operations by:

- Outsourcing non-core administrative functions and adopting cloud-based rostering and payroll systems to reduce fixed costs.
- Using a specific software to manage the recruitment and compliance processes. This should mitigate risk and speed up the onboarding process.

Robust financial management will be of paramount importance. Accordingly, the Purchaser will:

- Maintain a strict credit control policy with upfront payment terms where feasible.
- Closely monitor debtor days with proactive debt collection strategies.
- Conduct monthly financial performance reviews alongside quarterly strategy reviews.
- Build cash reserves to provide a buffer against short-term market disruptions.

The Purchaser has planned the following growth roadmap: during the first three months, the focus will be on stabilisation, securing key contracts, rebuilding operational processes, and recovering baseline profitability. This will be followed by a consolidation phase in months four to six, aiming to grow weekly staffing hours by 25%, strengthen team retention, and reduce aged debt. From months seven to twelve, the emphasis will shift to expansion, involving entry into new regions, broadening specialist services, and developing new client relationships. Finally, in the second year, the Purchaser is aiming to reach maturity. This will be marked by a diversified service proposition, offering a wider geographical presence, and the achievement of stable profit margins above 10%.

Moving forward the Purchaser will aim to have a better handle on its risk management through:

- Ongoing market monitoring for NHS policy shifts and international recruitment trends.
- Maintaining the flexibility to scale operations up or down rapidly based on demand.
- Establishing a strong governance structure to prevent overextension and financial mismanagement.

The Purchaser's strategy ensures they can remain agile, focused, and competitive in a changing healthcare environment. By consistently delivering value to both clients and staff, the Purchaser anticipates it will rebuild the business as a trusted, profitable partner in the healthcare sector.

By completing the proposed transaction, the Administrator is aiming to mitigate the substantial risks that would be associated with pursuing alternative options. An orderly wind-down, for instance, would incur additional insolvency costs and increased creditor claims. An ex-situ sale would severely diminish any prospects of recovering funds for creditors.

Please note that I do not express an opinion on whether the Purchaser currently is, or will remain, a going concern, nor do I express an opinion on any decisions made by the Administrator to engage in a connected party transaction. These matters are solely for the Administrator to determine.

For and on behalf of JS Business Solutions Limited

A handwritten signature in black ink, appearing to read 'Jonathan Seifert', with a long horizontal flourish extending to the right.

**Jonathan Seifert ACA
Evaluator**