



BRANTA

ILLUSTRATIVE INDEPENDENT EVALUATOR'S REPORT

An anonymised example prepared in accordance with the
Administration (Restrictions on Disposal etc. to Connected
Persons) Regulations 2021



About this document

This is a redacted and anonymised version of a real Independent Evaluator's Report, prepared under the 2021 Regulations governing connected-party transactions during administration.

It is intended for illustrative purposes only, to demonstrate the scope and structure of Branta's evaluator work. All names, values, and identifying details have been removed.

For accessibility and ease of presentation, this example uses a condensed and simplified writing style.

Final reports prepared by Branta are written in full professional English, with complete grammar, legal accuracy, and appropriate tone for court or regulatory review.

If you need an Independent Evaluator, please contact us: info@branta.co.uk or visit our website: www.branta.co.uk

Legal Disclaimer

This document is provided for illustrative and informational purposes only.

It is not legal, financial, or professional advice, nor is it a substitute for formal evaluation in any specific transaction.

The contents are based on a real Independent Evaluator's Report prepared by Branta Advisory Limited under the Administration (Restrictions on Disposal etc. to Connected Persons) Regulations 2021, but have been redacted and summarised for ease of reading. All individuals named in the original version of this report have been anonymised. This example is compliant with our data handling policy and is used solely for educational illustration.

Branta Advisory Limited accepts no responsibility or liability for any reliance placed on this document.

For advice on your specific circumstances or to engage Branta as an Independent Evaluator, please contact us.



1. Introduction

The target business (“the Company”) was an established UK-based engineering firm expected to enter administration.

The proposed purchaser (“the Purchaser”) was a newly incorporated company formed to acquire the business and assets.

Two individuals associated with the Purchaser were either family members or employees of the Company, bringing the transaction within the scope of the Administration (Restrictions on Disposal etc. to Connected Persons) Regulations 2021 (“the Regulations”).

The transaction was classified as a substantial disposal, expected to occur within the first 8 weeks of administration, and did not seek creditor approval — triggering the requirement for this Independent Evaluator’s Report.

2. Purpose and Limitations

This report assesses whether the consideration offered and the rationale for the proposed disposal are reasonable in the circumstances.

It is intended solely for the Administrators and the Purchaser, and must not be relied upon by any other party.

Its conclusions remain valid only in the absence of material change to:

- the relevant property
- the disposal terms
- or the surrounding circumstances

3. Information Relied On

The following information was provided and reviewed:

- Completed evaluator questionnaire and correspondence
- Company statutory and management accounts
- Independent asset valuation and marketing report
- Competing offers
- Draft SIP16 report
- Financial projections and assumptions
- Leasehold and intellectual property reports
- Companies House records
- Company website



No audit or independent verification was conducted. No access was granted to confidential company records.

4. Proposed Administrators

The intended administrators were partners from a leading UK restructuring advisory firm, appointed to oversee the transaction.

5. Evaluator Credentials

This report was prepared by Christopher Ray, Director of Branta Advisory Limited.

- 30+ years in financial services, including banking, restructuring, and M&A
- Member of the Chartered Banking Institute
- Specialist in SME business transitions, distressed sales, and insolvency scenarios
- Branta has delivered multiple reports under the 2021 Regulations for Insolvency Practitioners and stakeholders

6. Professional Indemnity

Branta maintains active professional indemnity insurance.

Policy details, including the name of the insurer and scope of coverage, are available on request.

Coverage includes: negligence, breach of confidence, misstatement, IP infringement, and other civil liabilities. No exclusions apply.

7. Identification of the Assets

The assets proposed to be acquired included:

- Plant and machinery (some under finance)
- Office equipment and unencumbered chattels
- Leasehold rights
- Intellectual property and goodwill
- Work in progress and trading records

Cash and book debts were excluded.



8. Prior Reports

The Purchaser confirmed that no previous evaluator's report had been prepared in relation to the transaction.

9. Marketing and Consideration

The business was marketed by a firm of RICS-registered valuers via:

- Specialist business-for-sale platforms
- Direct outreach to 100+ parties
- LinkedIn and internal databases

This generated:

- 30 expressions of interest
- 20 executed NDAs
- 2 formal offers

Key valuation data:

- Break-up value: approx. £594,000
- Connected-party offer: £400,000 (with full TUPE transfer)
- Third-party offer: £250,000 (with significant redundancies)

10. The Connected Persons

The Purchaser was newly incorporated. Two individuals involved had direct connections to the Company.

ID checks were completed. Transaction funding was to be provided by an asset-based lender (approval pending at the time of report).

11. Evaluator Independence

Branta confirms that:

- No contingent fee, benefit or commission applies
- There is no commercial or personal connection with the Company, Purchaser, or Administrators
- This is a standalone, regulated engagement

12. Disqualifications and Conflicts

Branta is not disqualified from acting under the Regulations.

No conflicts of interest or associations with connected parties or creditors exist.

13. Alternatives and Justification

Two alternatives were considered:

(1) Break-up and asset sale

- Gross realisation: £594,000
- Net outcome: £(86,000) (after fees and redundancy liabilities)

(2) Connected-party sale

- Offer: £400,000
- Net proceeds: £273,000 (with employee continuity)

(3) Third-party offer

- Offer: £250,000
- Net proceeds: £(93,000) (after redundancy costs)

Although the connected-party offer was below the asset value, it preserved all jobs, mitigated £343,000 of redundancy liabilities, protected goodwill, and enhanced ledger recovery (forecast at 95% vs 75%).

The marketing process was thorough. The offer materially exceeded the third-party bid by 60%.

Trading in administration was ruled out due to lack of funding and working capital.

14. Conclusion

The Regulations require that:

“The consideration to be provided for the relevant property and the grounds for the substantial disposal are reasonable in the circumstances.”

This condition is met.

Branta concludes that the offer is:

- Commercially sound
- Beneficial to creditors and stakeholders



- Supported by market evidence and process
- Reasonable, despite being lower than the break-up value when considered in adjusted net terms

15. Other Considerations

The following caveats are noted:

- No signed SPA at the time of reporting
- Credit facility approval still pending
- Final redundancy figures not confirmed

The report is conditional on no material changes prior to completion.

Yours sincerely,

Christopher Ray

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