

AM03

Notice of administrator's proposals



Companies House

SATURDAY



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21/12/2019

#468

COMPANIES HOUSE

1 Company details

Company number 00533087

Company name in full Mothercare UK Limited

→ Filling in this form

Please complete in typescript or in
bold black capitals.

2 Administrator's name

Full forename(s) Zelf

Surname Hussain

3 Administrator's address

Building name/number PricewaterhouseCoopers LLP

Street 7 More London

Riverside

Post town London

County/Region

Postcode SE1 2RT

Country

4 Administrator's name ①

Full forename(s) Mark James Tobias

Surname Banfield

① Other administrator

Use this section to tell us about
another administrator.

5 Administrator's address ②

Building name/number PricewaterhouseCoopers LLP

Street 7 More London

Riverside

Post town London

County/Region

Postcode SE1 2RT

Country

② Other administrator

Use this section to tell us about
another administrator.

AM03

Notice of Administrator's Proposals

6 Statement of proposals



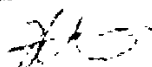
I attach a copy of the statement of proposals

7 Sign and date

Administrator's
Signature

Signature

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Signature date

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AM03 Notice of Administrator's Proposals



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	Matt Duckworth
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Country	
DX	
Telephone	0113 289 4916



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have attached the required documents.
- ☐ You have signed and dated the form.



Important information

All information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the address below:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.



Further information

For further information please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse

Continuation page

Name and address of insolvency practitioner

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

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

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

All fields are mandatory unless specified or indicated by *

1 Appointment type

Tick to show the nature of the appointment:

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

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

- VAM1, VAM2, VAM3, VAM4, VAM6, VAM7
- CVA1, CVA3, CVA4
- AM02, AM03, AM04, AM05, AM06, AM07, AM08, AM09, AM10, AM12, AM13, AM14, AM19, AM20, AM21, AM22, AM23, AM24, AM25
- REC1, REC2, REC3
- LIQ02, LIQ03, LIQ05, LIQ13, LIQ14,
- WU07, WU15
- COM1, COM2, COM3, COM4
- NDISC

2 Insolvency practitioner's name

Full forename(s)	David Robert
Surname	Baxendale

3 Insolvency practitioner's address

Building name/number	PricewaterhouseCoopers LLP
Street	7 More London Riverside
Post town	London
County/Region	
Postcode	S E 1 2 R T
Country	

Mothercare UK Limited and Mothercare Business Services Limited – both in administration

High Court of Justice Business and Property
Courts of England and Wales Insolvency and
Companies List (ChD)

Case No. CR-2019-007351 and CR-2019-007353

Joint administrators' proposals for achieving the
purpose of administrations

IR16M568

Date 20 December 2019

Anticipated to be delivered on 24 December 2019

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Abbreviations and definitions

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

Abbreviation or definition	Meaning
Administrators/we/us/our	Zelf Hussain, Mark James Tobias Banfield and David Baxendale
Bank or Secured Creditors	HSBC Bank plc and Gordon Brothers International LLC, the secured creditors
BEIS	Department for Business, Energy & Industrial Strategy
Companies	Mothercare UK Limited and Mothercare Business Services Limited - both in administration
CVA	Company voluntary arrangement under Part 1 IA86
CVL	Creditors' voluntary liquidation
The Mothercare Group/Group	Mothercare plc and its subsidiaries
FCA	Financial Conduct Authority
HMRC	HM Revenue & Customs
IA86	Insolvency Act 1986
IR16	Insolvency (England and Wales) Rules 2016
MBSL	Mothercare Business Services Limited
MUKL	Mothercare UK Limited
Mini Club	Mini Club UK Limited, a separate legal entity within the Mothercare Group
preferential creditors	Primarily employee claims for unpaid wages earned in the four months before the insolvency up to £800, holiday pay and unpaid pension contributions in certain circumstances
prescribed part	The amount set aside for unsecured creditors from floating charge funds in accordance with section 176A IA86 and the Insolvency Act 1986 (Prescribed Part) Order 2003
MGBL, Purchaser or NewCo	Mothercare Global Brand Ltd
PwC	PricewaterhouseCoopers LLP
RPS	Redundancy Payments Service, part of the Insolvency Service, which is an executive agency sponsored by BEIS, and which authorises and pays the statutory claims of employees of insolvent companies under the Employment Rights Act 1996
Sch B1 IA86	Schedule B1 to the Insolvency Act 1986
secured creditor	A creditor with security in respect of their debt, in accordance with section 248 IA86
SIP	Statement of Insolvency Practice. SIPs are issued to insolvency practitioners under procedures agreed between the insolvency regulatory authorities. SIPs set out principles and key compliance standards with which insolvency practitioners are required to comply.

SIP 9	Statement of Insolvency Practice 9: Payments to insolvency office holders and their associates
SIP 13	Statement of Insolvency Practice 13: Disposal of assets to connected parties in an insolvency process
SIP 16	Statement of Insolvency Practice 16: Pre-packaged sales in administrations
SPA	The agreement for the sale and purchase of the business and assets of the Company dated 5 November 2019 and made between Mothercare Global Brand Limited
TUPE	Transfer of Undertakings (Protection of Employment) Regulations 2006
unsecured creditors	Creditors who are neither secured nor preferential

Why we've prepared this document

As we've explained previously, on 5 November 2019 MBSL went into administration and Toby Banfield, David Baxendale and I were appointed as joint administrators. The directors of MUKL filed a notice of appointment on 5 November 2019. The FCA consent was subsequently obtained and filed on 15 November 2019. All acts of the Administrators between 5 November 2019 and 15 November 2019 are validated pursuant to the provisions of IA86.

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

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

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

In this case, we're following (b) as it was not reasonably practical to rescue the Companies as a going concern.

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

The whole of this document and its appendices form our statement of proposals for achieving the purpose of administration for each of the Companies. We are seeking creditors' decision by deemed consent on the following matters for each of the Companies:

- the approval of our proposals for achieving the purpose of administration
- that the creditors do not wish to form a committee at this time
- If creditors don't form a committee, the timing of our discharge from liability.

So, our proposals will be treated as approved unless enough creditors ask us to seek a decision to approve them. This would happen if at least 10% in value of the total creditors ask us to do so (in line with rule 15 18 IR16) within eight business days of the date we deliver the proposals to you.

If you have any questions, please get in touch with my colleague, Matthew Duckworth, on 0113 289 4916.



Signed

Zelf Hussain, Joint Administrator of the Companies

Zelf Hussain, Mark James Tobias Banfield and David Baxendale, were appointed as joint administrators of Mothercare UK Limited and Mothercare Business Services Limited on 5 November 2019 to manage their affairs, business and property as their agents and without personal liability. Zelf Hussain, Mark James Tobias Banfield and David Baxendale are licensed in the United Kingdom to act as insolvency practitioners by the Institute of Chartered Accountants in England and Wales. The joint administrators are bound by the Insolvency Code of Ethics which can be found at <https://www.gov.uk/government/publications/insolvency-practitioner-code-of-ethics>. The joint administrators may act as controllers of personal data as defined by the UK data protection law depending upon the specific processing activities undertaken. PricewaterhouseCoopers LLP may act as a processor on the instructions of the joint administrators. Personal data

will be kept secure and processed only for matters relating to the joint administrators' appointment. Further details are available in the privacy statement on the PwC.co.uk website or by contacting the joint administrators.

A summary of what you could recover

Estimated outcome for secured creditors

What secured creditors are owed:	£	
- MUKL	£34,069,785.05	
- MBSL	£24,000,000.00	
	% Recovery	Forecast timing
What we think secured creditors could recover:	46%-100%	6-12 months

Please note that MGBL has underwritten any shortfall to the Bank in the event that they are not paid in full from recoveries made in the Companies.

Estimated dividend prospects

For preferential creditors:	% Recovery	Forecast timing
- MUKL	100%	6-12 months
- MBSL	100%	6-12 months
For unsecured creditors:	% Recovery	Forecast timing
- MUKL	0%-5%	12-18 months
- MBSL	<1%	12-18 months

This is a brief summary of the possible outcome for creditors based on what we know so far. You shouldn't use it as the main basis of any bad debt provision or debt trading. Any potential dividend to the unsecured creditors is dependent on the Secured Creditors being paid in full. Please read the rest of this document.

Brief history of the Company and why it's in administration

Background

The Mothercare Group is an international retailer of prams, pushchairs, maternity and baby clothing and other items. In the UK, products are sold through the Group's own multi-channel retail operations (79 UK stores and online) and via a smaller wholesale operation. Internationally, the Group's products are sold through its franchise partners' retail stores, online and via a wholesale business for territories where there are not currently franchise partners.

The main trading company in the Group is MUKL. Its accounts show the following financial performance:

Year Ended	Revenue £m	Loss £m
March 2019	336.6	36.3
March 2018	381.5	40.4
March 2017	459.4	4.4

MBSL is a provider of general head office services to MUKL, including support to IT systems and HR. It was wholly dependent on MUKL.

The circumstances leading to our appointment

Given the loss-making position of MUKL, management has been pursuing a number of restructuring options to try and preserve the business.

Company Voluntary Arrangements

In light of the financial position of the Group, in May 2018, MUKL and other Group entities proposed CVAs to close a number of stores and seek rent reductions at others. The CVA supervisors were insolvency practitioners from KPMG LLP. The CVA was successfully approved for all legal entities (including MUKL), other than Children's World Limited (a company holding the legal interest in a number of leased properties) where sufficient creditor votes in favour of the CVA were not obtained.

As a consequence of its CVA not being approved, Children's World Limited entered administration on 9 July 2018. This administration has since been concluded.

Continued losses and cash flow pressure

The MUKL CVA did not ultimately solve its problems and the UK business continued to be loss making, whilst the international franchise business remained profitable.

Management therefore explored a number of options to split the UK and international businesses. Mothercare plc, the Group's parent company, engaged Numis as advisors to run a sales process primarily focused on the UK business but also providing potential buyers with the opportunity to bid for the Group as a whole.

While 35 potential purchasers were approached, resulting in two parties making indicative offers and undertaking additional due diligence, ultimately neither party made an offer to buy the business or separately the brand.

Additionally, PwC was engaged in May 2019 through to August 2019 by Mothercare plc to assist with the development of a strategy and options to potentially restructure the Group and separate the UK and international operations.

One of the options identified was a CVA which the Group chose to develop further with another advisor. However, this option was ultimately not implemented and PwC was asked to consider the remaining options.

Given the cash flow position of MUKL, and lack of offers for the UK business, the directors resolved that the Companies were insolvent. The directors filed a Notice of Intention to Appoint Administrators for each of the Companies on 4 November 2019 and Zelf Hussain, David Baxendale and Toby Banfield were thereby appointed as joint administrators on 5 November 2019. The Notice of Appointment for each of the Companies was filed by the directors of the Companies on 5 November 2019. The FCA consent for MUKL was subsequently obtained and filed on 15 November 2019, upon which the appointment of MUKL formally took effect. All acts of the Administrators between 5 November 2019 and 15 November 2019 are validated pursuant to the provisions of the Insolvency Act 1986.

Immediately following the administration appointments, Mothercare Global Brand Limited, purchased the beneficial interest in the international franchise contracts and intellectual property of the MUKL business together with rights to key operating contacts.

Pre-administration costs

The decision was taken by the directors on 5 November 2019 that the Companies would both move into administration. As at the date of our appointment as Administrators, PwC had outstanding time costs of £380,901 and no expenses, Kirkland and Ellis had outstanding time costs of £276,574 and Metis Partners (agents) had outstanding time costs of £8,333.33 (all figures are exclusive of VAT). These costs were incurred prior to MUKL being placed into Administration but with a view to it being so. Please note that the vast majority of these costs relate to the administration of MUKL, with a minimal amount relating to MBSL in respect of the administrators' pre-appointment considerations and the preparation and filing of the appointment documents.

We think that PwC's role in preparing and planning for our appointment of MUKL makes a significant contribution to achieving the purpose of the administration because it has facilitated the continuation of trade and meant that we could quickly take control of MUKL by mobilising a fully briefed team. It also facilitated the sale of the international business to MGB, which has resulted in considerable realisations for the administration.

A statement of the pre-administration time costs can be found at Appendix B, setting out separately, as required by statute, the fees charged and expenses incurred. To the best of our knowledge and belief, no fees or expenses were charged by any other insolvency practitioner.

The payment of unpaid pre-administration costs as an expense of the Administration is subject to approval under rule 3.52 IR16 and doesn't form part of our proposals, which are subject to approval under paragraph 53 Sch B1 IA86. If you elect a creditors' committee, it will be up to the committee to give this approval under rule 3.52 IR16. But if there's no committee, we'll ask the general body of creditors to do so instead.

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

Management and financing of MUKL's affairs and business

Our overriding objective is to achieve the best possible outcome for creditors, typically achieved by maximising the value of MUKL's assets and minimising costs and claims against MUKL.

In this case, we concluded that the best realisations for creditors would be achieved by a sale of the international franchise contracts and intellectual property of the MUKL business together with rights to key operating contacts, and by allowing the UK business to trade under our supervision for a period whilst the stock was wound down, rather than affecting an immediate shutdown of stores.

As MBSL and MUKL have cross-guaranteed each other's secured lending and MBSL provides services vital to the smooth running of MUKL's stores, the administration of MBSL assists in the realisation of assets in MUKL to the betterment of the position of their mutual creditors.

Sale of the international franchise business

The initial consideration for the purchase is non-cash. The Purchaser assumed certain MUKL liabilities, notably the MUKL defined benefit pension schemes with a s75 buyout deficit of £159.1m and certain trade creditor balances totalling £3.75m. In addition, as part of the transaction, it has been agreed that intercompany balances due from MUKL to other members of the Group of £168.8m will not participate in any dividend distribution made in MUKL. This significantly reduced the value of unsecured creditor claims in MUKL and is expected to result in a higher ultimate dividend to the remaining unsecured creditors as the value of stock and other assets recovered in MUKL will be distributed to a smaller pool of creditors. We considered various alternative options to a pre-pack sale (including a new CVA, a trading administration with no pre-pack sale and a liquidation) however each of these options would have led to a poorer return to the Companies' creditors due to the termination of the international franchise agreements.

The Purchaser has also agreed to pay an additional top up cash consideration adjustment, as follows:

- an uncapped commitment to the Secured Creditors of MUKL to ensure they are paid in full; and
- provided the secured creditor is repaid in full, the Purchaser will pay a cash amount in the administration which will be calculated on an agreed formula to ensure that a certain distribution to creditors is underpinned (subject to a cap)

There is also a sell-on clause so that if the Purchaser's business is sold within 12 months from 5 November 2019, the sale agreement provides for an additional payment to the administration, where consideration for that sale exceeds a certain threshold, above which 50% of the sale price would be payable.

Further details on the sale can be found in the report called "Information regarding the sale of a specific assets of Mothercare UK Limited on 5 November 2019 as required by Statement of Insolvency Practice No.16 ("SIP16")" on the dedicated website www.pwc.co.uk/mothercareuk

Week One Strategy

In order to protect and control the business, immediately following our appointment we deployed specialist staff to the head office site. Given the large number of stores/concessions and in order to oversee the day-to-day trading operations as efficiently as possible and maximise trading realisations, we appointed a retail agent, Gordon Brothers (a specialist in trading retail businesses in distressed situations), to assist us.

Our main initial actions on appointment were to:

Brief employees on appointment

- Attend the head office locations and address employees; and

- Ensure store staff were advised of the administration by Gordon Brothers.

Deal with arrangements for trading

- Secure the distribution centre, deliveries and website to support the trading strategy,
- Engage with critical systems and infrastructure suppliers to ensure ongoing support throughout the trading period;
- Engage with the freight forwarding agent to determine the location of stock-in-transit to the UK or global distribution facilities. Reach agreements with the freight forwarder and/or stock suppliers to secure the release of stock-in-transit for the benefit of the MUKL estate.
- Agree terms of an agency agreement with Gordon Brothers
- Engage with store concession partners to agree ongoing trading.
- Identify any areas of risk (including health, safety and environmental matters) and consulting with specialists as appropriate;
- Implement the necessary processes and controls for trading during administration, including controls around the limited purchase ordering;
- Identifying and purchasing augment stock, in conjunction with Gordon Brothers; and
- Setting up new bank accounts, card payment facilities and cash collection processes, and internal systems for the recording of cash transactions.

Seek a sale of business and assets

- Appoint specialist property agents Capa alongside PwC property specialists to review the property leases and identify any potential premium value

Deal with creditors and other stakeholders

- Set up a dedicated helpline, website and mailbox in order to communicate effectively with a variety of stakeholders and interested parties and respond to their queries; and
- Deal with creditors asserting retention of title claims.

Comply with statutory obligations

- Issue the report called "Information regarding the sale of a specific assets of Mothercare UK Limited on 5 November 2019 as required by Statement of Insolvency Practice No.16 ("SIP16")";
- Issue statutory notifications of the Administrators' appointment;
- Gather information to allow us to fulfil our immediate statutory and regulatory obligations and take control of MUKL's tax and VAT affairs; and
- Ensure appropriate insurance cover is in place.

The examples given above are an illustration only and are not an exhaustive list of all the work completed initially. We set out in more detail in the following sections the work which we have done so far during the administration and what work remains to be completed.

Trading

As part of our contract with Gordon Brothers, a minimum net realisation into the administration estate was agreed. The fee structure incentivises Gordon Brothers to continue to drive sales at competitive prices in the stores and keep trading costs as low as possible, and also protects the administration estate and realisations for creditors.

In order to facilitate orderly administration trading and the release of funds to the estate, we have had ongoing discussions with merchant services (credit card machine) providers to ensure the timely release of funds held by them. To date it is known that Global Pay, Paypal and Amex are withholding funds.

It has also been important to liaise with MUKL's key service providers, such as hauliers and warehousing, in order to maintain business as usual trading. The Administrators have provided purchase orders and undertakings to a number of suppliers in order to safeguard supply, as well as key suppliers for back office functions. Additionally, the Administrators have had and are continuing to have ongoing conversations with regard to stock, to ensure that it is correctly released from various UK ports. At times, this has required direct correspondence with stock suppliers to ensure stock is released to MUKL.

The costs of trading are being funded from trading revenues and other asset realisations. In order to ensure sufficient cash availability in the initial stages, we secured funding of £8m from Gordon Brothers, MUKL's pre appointment lender. This funding has been repaid in the week commencing 9th December 2019.

Once the majority of the stock has been realised through the stores, or stores cease to be viable, we will implement a phased closure plan until all stores have been closed. We will then seek to realise value for any assets remaining in the stores and to the extent not sold, hand the properties back to landlords. We will ensure that employees are kept informed and supported during this process.

VAT and Duties

MUKL (and MBSL) are members of the wider Mothercare plc VAT group.

Prior to the insolvency of the Companies, MUKL was authorised to operate a customs warehouse and a VAT & duty deferment scheme. The authorisations combined provided MUKL with a significant cash flow advantage, in that any goods imported from non-EU countries could be held in the customs warehouse import VAT and duty free. Only once the goods were removed from the customs warehouse would any import VAT and customs duties become payable. However, the VAT & duty deferment scheme enabled the payment of any import VAT and customs duties to be delayed until the 15th day of the month following removal.

Upon appointment, the customs warehouse and VAT & duty deferment authorisations were automatically revoked by HMRC. In addition, HMRC would ordinarily remove MUKL and MBSL from the wider Mothercare Plc VAT group following the insolvency event. This presented MUKL with a significant cash flow issue. Absent the authorisations, HMRC would not authorise the distribution of goods from the warehouse to customers or stores, without an immediate upfront payment of import VAT and duties on all stock held within the warehouse. This would amount to a payment of £1,622,028.

To help reduce strain on cash flow, the Administrators opened discussions with HMRC to seek a practical solution to release stock and continue trading. As a result of these discussions, HMRC agreed to grant customs warehouse approval to the Administrators which enabled MUKL to continue to remove goods from the warehouse. They also agreed to the Administrators' making weekly interim payments of £202,753 in respect of the import VAT and duties due, which has helped cashflow in the administration. In addition, the Administrators asked for and were granted approval for MUKL exceptionally to remain in the Mothercare plc VAT group for an agreed period of time. Mothercare plc, as representative member of the VAT group, is the addressee in respect of important documentation needed to support recovery of VAT paid on importation. It would not have been possible, in the time available, to register MUKL separately for VAT with its own VAT number to facilitate the production of import documentation in its own name and the recovery of import VAT paid to HMRC. This arrangement was entered into with the approval of directors of Mothercare Plc.

Overall, these agreements and arrangements have enabled the Administrators to continue to trade by releasing stock from bond with the minimum disruption, whilst managing cashflow and ensuring recovery of import VAT.

Employees

The total number of employees on appointment, comprising both head office and store members of staff was 2,992. 140 of these individuals were pre-appointment leavers, but will be entitled to claim from the Redundancy Payments Service ("RPS") for arrears of wages and holiday accrued but not taken. Upon appointment, 156 employees also TUPE transferred across to MGBL.

149 redundancies were made on appointment, being a combination of both MUKL and MBSL employees. These roles were identified as no longer being required for the purposes of trading. Following a further review, an additional six roles were made redundant a week later on 12 November 2019.

Employees have been making claims to the RPS and these have or are in the process of being paid out by the RPS.

We are still in the process of calculating preferential claims for the Companies and will update creditors further in our future reports.

At appointment, 431 individuals were employed by Mini Club UK Limited. There were a further 23 "Mini Club" employees whose roles were assigned to head office, but who were employed by MUKL. Following the appointment, Boots, MUKL and MGBL agreed to the novation of the Miniclub contract from MUKL to MGBL. This led to the TUPE transfer of the 23 employees from MUKL to MGBL on 27 November 2019 and provided further security to the 431 existing Mini Club employees across the Boots store portfolio.

In terms of the retained population, all retail employees were retained following the appointment, which amounted to approximately 2,500 employees across 78 stores. However, this number has been reduced by the leavers/resignations we have had since the appointment.

We are undertaking weekly consultation with the elected employee representatives of the retained workforce (known as the Colleague Engagement Group). This covers both MUKL and MBSL employees, based both in head office and across stores. Alongside this, regular employee communications and rolling FAQs are posted on the Companies online employee platform (Club Hub), in addition to being cascaded to the retail workforce via their retail managers. Additionally, we have been engaging with Jobcentre Plus and PACE to support the workforce with securing future job opportunities.

We have also been providing ongoing support to the redundant workforce, primarily in dealing with queries which are being sent into PeopleHub (the Companies mailbox for employees), together with those queries which are being sent through to PwC's designated employee mailbox.

Property

MUKL occupied 79 stores (78 trading) at the date of appointment in Great Britain and Northern Ireland together with a Head Office building and warehouse accommodation. All the properties were held on a leasehold basis.

On appointment, we collated the relevant property information from MUKL's staff and wrote to all landlords to notify them of our appointment and to set out arrangements while trading continues.

The lease on one of the stores was due to come to an end shortly after our appointment and we have liaised with our solicitors in relation to our trading strategy for that store.

We have provided interested parties and agents with a property information schedule with a view to establishing if any parties are willing to pay premiums for assignments of individual leases. At this point no parties have indicated that they are willing to pay anything to take lease assignments citing the large supply of similar units and MUKL's landlords already advertising the impending availability of the stores.

Following negotiations that our agent Gordon Brothers has had with landlords in relation to rent, we have been documenting agreements for reduced rent with landlords.

At this point all stores are still trading and we have not offered to surrender any leases to landlords. We will do this as and when individual stores cease trading to minimise liabilities in the administration.

A licence to occupy part of the head office premises was granted to MGBL as part of the sale agreement. Licence fees are being collected in respect of this.

Pension overview

MUKL operated the following pension schemes:

- two defined benefit schemes, for which accrual of pensionable service ceased a number of years ago; and;
- a defined contribution pension scheme, which was the "live" scheme at the time of our appointment

There were also separate policies which provided a benefit in the event of death in service, and a private medical insurance arrangement.

During the period covered up to now, the main areas in which we have been engaged in relation to the defined benefit schemes are summarised below:

- issuing of the required statutory notices on appointment,
- issuing of further statutory notices confirming that the schemes have been rescued

We are arranging for pension contributions to continue to be paid to the defined contribution pension scheme in respect of employees retained in the post-administration period. We are also arranging with the provider for unpaid pre-appointment pension contributions in relation to October 2019 to be claimed from the Redundancy Payments Service.

We have arranged with the insurers of the death in service and private medical insurance schemes for cover to remain in place for the continuing employees.

Connected party transactions

Please be advised that MUKL and the Purchaser of the international franchise contracts and intellectual property of the MUKL business have a common ultimate parent, being Mothercare plc.

There are also common directors between the two parties above, being William Glyn Lawrence Hughes and Kevin Jonathan Rusling.

Further details on why a sale to a connected party was undertaken can be found in the "Information regarding the sale of a specific assets of Mothercare UK Limited on 5 November 2019 as required by Statement of Insolvency Practice No.16 ("SIP16")" on the dedicated website www.pwc.co.uk/mothercareuk

Management and financing of MBSL's affairs and business

The role of MBSL is to provide back office transaction services to MGBL and MUKL such as: IT, HR, payroll and talent management, finance, accounts payable, property, procurement and legal. In other organisations such an entity is referred to as a shared service centre.

The majority of MBSL employees (which was a relatively small population) were made redundant on appointment or were made redundant and were re-engaged by MGBL. There are therefore only four employees which remain employed by MBSL. Since the administration the remaining employees continue to support both PwC and Gordon Brothers in the wind down of the business. For example, IT employees have been used to help negotiate supplier contracts and provide insight on what costs are essential for the wind down period. Finance accounts payable employees have helped support the administration by performing bank reconciliations and reconciling sales to various merchant service portals.

As MBSL's activities in administration have been for the benefit of MUKL, all costs of MBSL in administration have been met to date directly from the MUKL administration estate. Accordingly, there are no receipts or payments through the MBSL administration to date. All of MBSL's employees currently sit under the MUKL payroll, and are paid from the MUKL bank account. Accordingly, no recharges are required to reflect the services provided to MUKL and where the costs of these have been borne.

Directors' conduct and investigations

As we said in our initial letter to creditors, one of our duties is to look at the actions of anybody who has been a director of the Companies in the three years before our appointment. We have to submit our findings to BEIS within three months of our appointment.

We also have to decide whether any action should be taken against anyone to recover or contribute to the Companies' assets. If you think there is something we should know about and you haven't yet told us, please complete the relevant section of the proof of debt attached to this document or. This is part of our normal work and doesn't necessarily imply any criticism of the directors' actions.

Objective of the administrations

For each of the Companies we are pursuing objective 3(1)(b) of Sch B1 IA86, i.e. achieving a better result for the Companies creditors as a whole than would be likely if the company were wound up (without first being in administration). We are following this objective for each of the Companies because it was not possible to achieve objective (a) as we couldn't rescue the Companies as a going concern.

We believe objective (b) will be achieved because:

- continuing to trade the business of MUKL will maximise the value achieved for the stock (which is a significant asset) as sales are being made to consumers under normal trading conditions at set retail prices with controlled discounts being applied if appropriate. The sale of stock on a forced sale basis in liquidation would result in less control over prices achieved and lower sales values for stock,
- selling a majority of stock in situ from stores will also reduce the logistical costs of transferring all stock to a central location for sale e.g. auction; and
- MBSL's support for the process will enhance realisations in MUKL, thereby reducing the cross-guarantee liabilities that MBSL is also responsible for, leading to an enhanced outcome for the balance of MBSL's creditors.

We also think objective (b) will be achieved over objective (c) of realising the Companies assets to pay a dividend to secured or preferential creditors as we also anticipate making a distribution to MUKL's unsecured creditors

and, potentially, a small distribution to MBSL's unsecured creditors. These dividends are dependent on the Bank being repaid in full.

Estimated outcome for creditors

Secured creditors

At the date of appointment, the total debt due to the Secured Creditors of MUKL was £34.1m (including letters of credit, guarantees and offsets of credit balances), secured by way of first ranking fixed and floating charges over the Companies' assets.

The total debt due to the Secured Creditors of MBSL is £24m being part of the secured liabilities of MUKL.

We think that the Secured Creditors of the Companies will be repaid between 46%-100% of their secured lending. Please note that any shortfall to the Secured Creditors is to be paid by MGBL.

Preferential creditors (mainly employees)

We are still in the process of calculating preferential claims for the Companies and will update creditors further in our future reports. Based on current information, we expect to be able to pay the preferential creditors of MUKL in full.

There were 87 employees in MBSL, of which 4 have been retained post appointment. Based on current information, we expect to be able to pay the preferential creditors of MBSL in full.

Unsecured creditors

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

The amount of the prescribed part is:

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

The prescribed part applies in this case as there is a floating charge created on or after 15 September 2003.

We think there will be a prescribed part dividend for unsecured creditors of both Companies, based on what we know currently. If we think the costs of agreeing claims and paying a prescribed part dividend will be disproportionate to the benefits, we can apply for a court order not to pay the prescribed part to unsecured creditors. At the moment we don't plan to make such an application. We think MUKL's net property will be sufficient to achieve the maximum prescribed part of £600,000. We can't yet give you a realistic estimate of MUKL's net property as this will depend on future realisations and administration costs. However as the prescribed part is likely to be the maximum, then the dividend will be in the region of 0.15% based on what we currently know. This will depend on finalising claims from unsecured creditors.

In addition to any prescribed part, there may be a dividend of between 0-5% will be paid to the unsecured creditors based on what we know currently. This will only be paid if the Secured Creditors are repaid in full. We've calculated this based on our estimate of the value of the unsecured creditors. The amount of the dividend will depend on the final level of admitted claims, future realisations and administration costs

If we think there will be money for unsecured creditors other than from the prescribed part, we may (but we won't have to) agree in principle the claims of unsecured creditors.

If we choose to agree unsecured claims, we may ask the court to allow us to pay dividends to those creditors. If we choose not to ask the court for permission, a subsequent liquidator or supervisor of a company voluntary arrangement/scheme of arrangement will formally adjudicate on the claims agreed by us in principle and pay any dividends to unsecured creditors.

Based on what we currently know, we estimate there will be a small dividend of <1% to the unsecured creditors on MBSL. We've calculated this based on our estimate of the value of the unsecured creditors. The amount of the dividend will depend on the final level of admitted claims, future realisations and administration costs.

Creditors committee

We're asking you to decide whether you wish to elect a creditors' committee for each of the Companies to help us in discharging our duties. If the creditors do wish to do so, there will be a creditors' committee if enough creditors want to be on it. The default position, as in the attached decision notice, is that no creditors committee will be formed for either of the Companies. If creditors wish for a committee to be formed they will need to take the steps outlined in the decision notice to challenge that decision.

Please see the following link for a guide to creditors' committees:

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

Our fees and disbursements

We propose that our fees be based on the time we and our staff spend on the case at our normal charge out rates for this type of work for the Companies. We also propose that disbursements for services provided by our firm (defined as Category 2 disbursements in SIP 9) are charged as per our firm's policy.

It will be up to a creditors' committee to fix the basis of our fees and Category 2 disbursements. But if there's no committee, we'll ask the general body of creditors to do so instead. If creditors or the committee do not fix the basis of our fees and Category 2 disbursements, we may apply to the court to fix them no later than 18 months after the date of our appointment.

Ending the administrations

Extending the administrations

If necessary to achieve the objective of the administration and complete our work, we may seek an extension to the period of the administration (beyond the statutory period of one year), by consent of the appropriate class(es) of creditor – most likely to be the general body of creditors – or by an order of the Court.

We will continue to monitor the progress of our appointment and will ask for extensions as appropriate.

How the administrations might end

Our exit route will depend on the outcome of the administration. We may use any of the possible options set out in the Insolvency Act to bring the administrations to an end, but at the moment we think that the most likely exit routes are as follows:

1) As we have said above, we think there may be a dividend to unsecured creditors over and above that from the prescribed part. Assuming that's the case, once we finished our other work, we may opt to put MUKL or MBSL into creditors' voluntary liquidation so that the liquidator can pay the dividend. If this happens, we propose that Zelf Hussain, Tobias Mark James Banfield and David Robert Baxendale (or any successors in office as administrators) are appointed as joint liquidators and that any act required or authorised to be done by the joint liquidators can be done by either or both of them. Creditors may, before these proposals are approved, nominate a different person or persons as liquidator(s), in accordance with paragraph 83(7)(a) of Sch B1 IA86 and rule 3.60(6) IR16.

Alternatively, once we have finished our other work, we will apply to the court for permission to pay any surplus funds to unsecured creditors. If this is granted, we'll end the administration by filing a notice with the Registrar of Companies and MUKL will be dissolved three months later. If we don't get permission, we will put the company into creditors' voluntary liquidation, or comply with the terms of any court order if different. If MUKL or MBSL goes into creditors' voluntary liquidation, we propose that Zelf Hussain, Tobias Mark James Banfield and David Robert Baxendale (or any successors as administrators) are appointed as joint liquidators and that any act required or authorised to be done by the joint liquidators can be done by either or both of them. Creditors may, before these proposals are approved, nominate a different person or persons as liquidator(s), in accordance with paragraph 83(7)(a) Sch B1 IA86 and rule 3.60(6) IR16].

2) However, if it turns out in due course that there won't be a dividend other than from the prescribed part for unsecured creditors after all, once we have distributed any prescribed part and finished our other work, we will file a notice with the Registrar of Companies and MUKL or MBSL will be dissolved three months later. But if we think that there are matters that should be conducted in a liquidation rather than in the administration because,

for example, the costs of extending the administration would outweigh the benefit to creditors, we may instead apply for a court order ending the administration and for MUKL or MBSL to be wound up.

Discharge from liability

We will be discharged from liability in respect of any of our actions as Administrators at a time decided by the general body of creditors, or at a time set by the court.

Statement of affairs

We were given a statement of affairs of MBSL on 6 December 2019 and of MUKL on 12 December 2019. They were signed by William Glyn Lawrence Hughes.

Links to copies of both of the statement of affairs are attached at Appendix E. As required by law, it includes details of the names, addresses and debts of creditors (including details of any security held), other than, if applicable, employees and former employees of each of the Companies and consumers claiming amounts paid in advance for the supply of goods and services. Please note these latter details will not be filed at Companies House.

We make the following comments on both of the statement of affairs:

- In accordance with the standard format of a statement of affairs, no provision has been made for the costs of realising the Company's assets or the costs of the Administration
- We have not carried out anything in the nature of an audit on the information
- The value of the unsecured non-preferential creditors will be subject to a detailed claims agreement process and may be impacted by a number of factors, for example:
 - Retention of title claim settlements;
 - *Any assignments/surrenders relating to properties which may impact the provision for lease commitments; and*
 - Any payments to HMRC.
- The statement of affairs does not include the preferential claims in respect of the RPS claim for arrears of wages and holiday pay. We are still in the process of calculating preferential claims for the Companies and will update creditors further in our future reports. More information can be found on Page 13 of this document.
- Asset book values as included on the statement of affairs are broadly in line with our analysis of the Company's balance sheet; and,
- We make no specific comment on the directors' estimated realisable values, as our current estimates could be commercially sensitive.
- For any creditors who have not yet submitted a claim for amounts outstanding in relation to periods prior to 5 November 2019 please refer to <https://www.pwc.co.uk/services/business-restructuring/administrations/mothercare-uk-limited.html> for further details.

Statutory and other information

Court details for the administration:	High Court of Justice Business and Property Courts of England and Wales Insolvency & Companies List (ChD) <i>Mothercare UK Limited.</i> CR-2019-007351 <i>Mothercare Business Services Limited:</i> CR-2019-007353
Full names:	Mothercare UK Limited and Mothercare Business Services Limited
Trading names:	Mothercare Mothercare UK Limited Mothercare Business Services Limited
Registered numbers:	00533087 and 01416572
Registered address:	Cherry Tree Road, Watford, Hertfordshire, WD24 6SH
Company directors:	<i>Mothercare UK Limited:</i> Kirsty Rowena Homer, William Glyn Lawrence Hughes, Mark Newton-Jones and Kevin Jonathan Rusling <i>Mothercare Business Services Limited.</i> Richard John Evans and William Glyn Lawrence Hughes
Company secretary:	Lynne Samantha Medini (for both Companies)
Shareholdings held by the directors and secretary:	None
Date of the administration appointments:	5 November 2019
Administrators' names and addresses for both Companies:	Zelf Hussain, Mark James Tobias Banfield and David Baxendale of PricewaterhouseCoopers LLP, 7 More London, Riverside, London, SE1 2RT
Appointer's/applicant's name and address for both Companies:	The Directors of the Companies, Cherry Tree Road, Watford, Hertfordshire, WD24 6SH
Objective being pursued by the Administrators:	Objective B (for both Companies)
Division of the Administrators' responsibilities:	In relation to paragraph 100(2) Sch B1 IA86, during the period for which both the administrations are in force, any function to be exercised by the persons appointed to act as Administrators may be done by any or all of the persons appointed or any of the persons for the time being holding that office.
Regulation (EU) 2015/848 of the European Parliament and of the Council of 20 May 2015 on Insolvency Proceedings (recast) :	The Regulation applies to these administrations and the proceedings are main proceedings.

Receipts and payments account

Mothercare UK Limited - GBP Account

Directors' statement of affairs (£)	5 November 2019 to 29 November 2019 (£)
Trading Statement	
Trading Receipts	
Sales	22,763,717.44
Funding from Gordon Brothers	8,000,000.00
Debtor receipts due to MGBL	1,115,978.74
Payroll contribution from MGBL	610,718.33
PAYE/NC contribution from MGBL	428,807.30
Concessionary sales	2,008,408.10
Licence to occupy rental income	170,000.00
Cash / Balance at Bank	236,115.00
Insurance claims and refunds	34,754.38
Total Receipts	35,368,499.29
Trading Payments	
Payments to concession partners	1,529,309.39
Expeditors carriage costs	35,558.75
Indirect Labour	20,280.00
Warehouse and logistic costs	3,247,283.20
Professional Fees	10,000.00
Overdraft/Loans Interest/Bank Charges	200,000.00
Lease/Hire/HP Payments	173.33
Duress Payments	1,400,843.49
Repairs & Maintenance	141,203.94
Store Running Costs	180,715.32
Duty Tax	530,742.06
Statutory advertising	77.00
Wages & Salaries	2,643,544.83
Intercompany Transactions	14,444.44
Total Payments	9,954,176.75
Net trading receipts	25,414,322.54
VAT control account	(2,041,431.56)
Total	23,372,890.98
Represented by:	
Administration bank account	23,358,955.50
ELC client account	-
Reserve account	13,935.48
Total held in interest bearing current accounts	23,372,890.98

All figures are stated net except for Trading Sales, which are currently stated gross. A VAT reconciliation will be performed in due course to accurately reflect the VAT on our Trading Sales.

The above figure for Trading Sales has been reconciled up to 29 November 2019. Any Trading Sales received after this date have not been reflected in the above receipts and payments account, but will be shown on our future progress reports to creditors.

Mothercare UK Limited - USD Account

Directors' statement of affairs (£)	5 November 2019 to 16 December 2019 (£)
Receipts and Payments Account	
Receipts	
Mothercare Global funds received	1,497,245.04
Bank Interest Gross	134.75
Total Receipts	1,497,379.79
Payments	
Mothercare Global funds received	1,497,245.04
Finance / Bank interest & charges	19.71
Total Payments	1,497,264.75
Net trading receipts	115.04
VAT control account	-
Total	115.04
Represented by:	
Administration bank account	115.04
Total held in interest bearing current accounts	115.04

Please note that there have been no transactions incurred in Mothercare UK Limited - EUR account, Mothercare UK Limited HKD account or Mothercare Business Services Limited, therefore a receipts and payments account has not been included for these.

Appendix A: Pre-administration costs

The table below provides details of costs which were incurred before our appointment as Administrators but with a view to MUKL entering administration. Details of the work done and expenses incurred follow. Please note that the majority of these costs were charged to MUKL, with a minimal amount charged to MBSL in respect to appointment documents and placing MBSL into administration.

It is proposed that the unpaid costs will be paid as an expense of the Administration. Such payment is subject to approval under Rule 2.67 of the Insolvency Rules 1986 and not part of the proposals subject to approval under paragraph 53 Sch.B1 IA86.

	Total Amount (£)*	Paid Amount
Fees charged by the Administrators	380,901.25	Nil
Expenses incurred by the Administrators:		
Administrators' disbursements	-	Nil
Kirkland & Ellis LLP	276,574.00	Nil
Metis Partners	8,333.33	Nil
Total	665,808.58	Nil

*Excluding VAT

Details of the pre-administration work undertaken and a breakdown of expenses

Breakdown of PwC Costs:

Grade	Time (hours)	Fees (£)
Partner	58.5	53,235.00
Director	139.5	114,112.50
Senior Manager	181.75	99,793.75
Manager	197.8	96,859.00
Senior Associate/Associate	45.35	16,901.00
Total	622.9	380,901.25

In summary, the pre-administration work undertaken by PwC included the following:

- Contingency planning;
- Negotiating and agreeing the sale agreement with MGBL and calculating the financial outcome under various scenarios, including
 - instructing lawyers on the sales contract
 - reviewing draft contracts
 - discussions with MGB to agree the terms
- Consideration of key practical issues to be addressed on entering Administration;
- Planning the Administration strategy, including timelines, budgets and initial workstreams
- Undertaking preparatory work in order to facilitate the Administration of the Company;
- Obtaining and discussing legal advice in relation to the appointment;
- Calls and meetings with key members of staff, directors and trading agents regarding the Administration strategy;
- Reviewing draft appointment documents and associated paperwork;

- Valuation of the IP of the brand of MUKL;
- Planning work in relation to the Administration appointments including internal compliance and risk procedures and all necessary steps to be able to provide the statutory confirmation that the objectives of the Administrations were reasonably likely to be achieved;
- Mobilisation and briefing of our team;
- Agreeing the communication strategy for stakeholders including employees, customers, suppliers and the media;
- Identification of critical suppliers to ensure minimal operational disruption;
- Negotiations and discussions with consultants (Gordon Brothers) to agree terms and post administration workstreams;
- Setting up the Administration cashflow with preliminary information available; and
- Consulting on potential Group tax and VAT implications of the Administration and proposed sale of assets to MGBL.

The pre-administration works performed by Kirkland & Ellis LLP included the following:

- Contingency planning for Administration;
- Preparation of Administration appointment documents;
- Negotiation of bank forbearance in connection with Administration appointments;
- Negotiation of pre-administration transfer agreements (IP, franchise agreements, pensions) and related structuring;
- Drafting of Administration sale agreement and related structuring;
- Advice re miscellaneous Administration matters: e.g. Gordon Brothers consultancy and funding arrangements, DHL contract, ELC contract, returns policy, retention of title claim; and
- Preparation of FCA consent in connection with Administration appointment

The pre-administration work performed by Metis Partners included providing an intellectual property valuation opinion in respect of the intellectual property (or "IP") assets of MUKL.

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

Appendix B: Copy of the Joint Administrators' report to creditors on the pre-packaged sale of the business and part of its assets

The "Information regarding the sale of a specific assets of Mothercare UK Limited on 5 November 2019 as required by Statement of Insolvency Practice No.16 ("SIP16")" is on the dedicated website www.pwc.co.uk/mothercareuk

Please follow the link to access this document:

https://www.pwc.co.uk/business-recovery/administrations/assets/Mothercare/mothercare_sip16.pdf

Statement of affairs

Name of company

Mothercare UK Limited

Registered office address

Cherry Tree Road, Watford,
Hertfordshire, WD24 6SH

Company number

00533087

In the

High Court of Justice, Business and
Property Courts of England and Wales,
Insolvency and Companies List (ChD)
(full name of court)

Court case number

CR-2019-007351

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

Insert date the company
entered into administration

Date

5 November 2019

Statement of truth

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

Full name *WILLIAM GLYN LAWRENCE HUGHES*

Signed

WGH 

Dated

6/12/19

A – Summary of assets

	Book value £	Estimated realisable value £
Assets subject to fixed charge:		
Mothercare UK Trademark / Brand	0	10,000,000
Less secured by a fixed charge - RCF, LCs and Gaurantees		-32,767,702
Net		-22,767,702
Assets subject to floating charge:		
Various receivables balances	27,079,971	2,058,790
HMRC - Withholding tax	1,700,539	0
Inventory and Fixed Assets		32,575,733
Stock - UK and Sourcing	65,529,876	
Fixed Assets	31,177,301	
Intercompany		
Mothercare Group Sourcing Limited	1,402,117	0
Mothercare PLC	38,030,896	0
Mothercare Finance Limited	347,685	0
Mini Club UK Limited	36,391,807	0
The Mothercare Group Limited	1,619,043	0
Mothercare Trademarks AG	8,840	0
Mothercare Sourcing India Private Limited	112,332	0
Mothercare International (Hong Kong) Ltd	12,835,975	0
Gurgle Limited	110,090	0
Cash at bank	1,900,933	1,900,933
IFRS 16 Right of Use	47,865,667	0
Uncharged assets:		
Estimated total assets available for preferential creditors	266,113,072	36,535,456

Signature Wce Date 6/12/19

B – Summary of liabilities

		Estimated realisable value £
Estimated total assets available for preferential creditors (carried from page A)		36,535,456
Estimated to rank		
360,870		
Estimated deficiency / surplus as regards preferential creditors	£	36,174,587
Estimated prescribed part where applicable (to carry forward)	£600,000	
Estimated total assets available for floating charges	£	36,174,587
Debts secured by floating charges	22,767,701.86	
Estimated deficiency / surplus after floating charges	£	13,406,885
Estimated prescribed part of net property where applicable (brought down)	£600,000	
Total assets available to unsecured creditors	£	12,806,885
Unsecured non preferential claims (excluding any shortfall to floating charge holders)	392,625,142	
Estimated deficiency / surplus as regards non preferential creditors (excluding any shortfall to floating charge holders)	£	- 379,818,257
Shortfall to floating charge holders (brought down)	392,625,142	
Estimated deficiency / surplus as regards creditors	£	-379,818,257
Issued and called up share capital	£28,446,000	
Estimated total deficiency / surplus as regards members	£	-408,264,257

Signature Wael Date 6/12/19

B - Company creditors

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

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

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

[illegible]

Signature

Wesley

Date

6/12/19

B - Company creditors

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

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

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

Name of creditor or claimant	Address (with postcode)	Amount of debt/E	Details of any security held by creditor	Date security given	Value of security/E
See breakdown separately					
Total number of creditors (see separate schedules)		Total debt			
Employees and former employees	186	267,584.89			
Consumer deposit creditors					

Signature WCL Date 6/12/19

B1 - Consumer deposit creditors

Claims of consumer creditors claiming amounts paid in advance of the supply of goods or services. This schedule is NOT delivered to the Registrar of Companies.

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

[illegible]

Signature Wael

Date 6/12/19

B2 - Company employees

(Including former employees)

Claims of employees and former employees. This schedule is NOT delivered to the Registrar of Companies.

If more convenient, a list of the employee and former employee claims may be attached to this page as long as it contains all the same information as in this table.

[illegible]

Signature WGL Date 6/12/19

Intentionally blank

C - Company shareholders

If more convenient, a list of the company's shareholders may be attached to this page

[illegible]

Signature Wec

Date 6/12/19

[illegible]

Creditor Overview

M101 Trade and non Trade Creditors	-	25,546,278.64
Open Trade items	-	2,788,724.86
Open non Trade items	-	414,668.79
M139 Trade Creditors	-	30,440,371.67
	-	<u>59,190,043.96</u>

Name of creditor or claimant	Address (with postcode) (if we have on record)	Amount of debt £
Supplier name	Address (if we have on record)	GBP Value 4.11.19 exc LC
Abanti Colour Tex Ltd		(861,992.14)
Alema Textiles		(139,303.66)
Aman Graphics & designs Ltd		788.03
AMAN SWEATERS LTD		(750,393.81)
AmanTex limited		(354,755.30)
Ammayapper textiles Pvt Ltd	Perambakkam road Gandhipettai Ulandai post, Tamilnadu 602105	(203,445.49)
ANGEL&ROCKET BABY		26,901.56
Arabi Fashion Ltd		(183,766.59)
Artels Tekstil		(502,438.73)
Auskin group companies Pty Ltd	No 8 Qijing road Dongli economic development zone Tianjin China Northern	(533.11)
Avalon Plastics Ltd	Beckery New Road Glastonbury Somerset BA6 9NR	(52,051.68)
BD DESIGNS PRIVATE LIMITED		(206,011.27)
Best Corporation Private limited	89/2 Avinashi Road Tirupur 641 603	(1,886,893.86)
Bharat Tissues Pvt Ltd & Bharat Silks		(2,077.01)
BOARDMAN BROS LTD	86 WEST YANGTANG ROAD, HUXIAN IND DEV,ZONE,TONGSU COUNTY HANGZ	(91,363.01)
Caben Asia Pacific Ltd	8/F TAL Building 49 Austin Road Kowloon NULL	(70,181.82)
4509200 Canada inc DBA/Mame Maternity		(99.73)
China Evergreen Footwear Ltd.		(231,259.00)
C I D E.		(9,406.82)
CIXI FORBABY CHILDREN PRODUCT CO.,LTD	888th Gushu Road, East District Industrial Zone, Guanhaiwei Town Cixi city, Nir	(452,858.55)
Compact Clothing Ltd		(1,383.42)
COSMO GROUP ASIA LIMITED		(16,697.03)
COTTON BLOSSOM INDIA PVT LTD	NO 15 . NETAJI APPAREL PARK PERUMANALLUR POST TIRUPUR	(468,191.42)
Cotton World	30/1 Amrutha halli Byatarayanapura Post Bellary Road Bangalore 560092	(584,595.18)
COTTON LEGEND LIMITED	31 XINXING ROAD,MAINING AGRICULTURAL FOREIGN INTEGRATED DEVELOPN	442.00
Creative Baby Inc.		(310.00)
CRYSTAL MARTIN INTERNATIONAL		3,251.59
Columbus Trading Partners GmbH & Co. KG		(324,238.34)
DALIAN VENT DEST GARMENTS CO.,LTD		(191,412.74)
DAVID HOWARD UK LTD		(69,577.70)
Delta Kids Ltd		(19,778.18)
Dhruv Globals Limited		(1,545.07)
Dird Composite Textiles Ltd		(221,250.67)
Divine Intimates		(289,105.84)
Creditor revaluation a/c		(707,649.33)
Ekseption	Tekstil Sanayi ve Ticaret Ltd Sti Mehmet Afif Mah Hergisi Sok. Korkmaz shani	10,433.07
ELITE FORTUNE LTD		(50,959.84)
Eve Clothing Ltd		(328.54)
Expeditors		(18,637.06)
Faze Three LTD	1/2 Shiv smriti chambers 49A Dr A B Road Worli Mumbai 400 018	(1,391.15)
STITCHWAY - FINIX INDUSTRIAL (HONG KONG) LIMITED	Unit 406, 4/F, Lionking Plaza, 261 Hongwu Road, Nanjing, Jiangsu, China Nanji	2,386.42
First Steps Babywear Pvt Limited	No 235-D, 111 Phase Bommasandra Industrial Area Hosur Road NULL Bangalo	(71,030.16)
Focus Home Textile Co., Ltd		(84,982.75)
Four H Group Ltd		28,541.37
Franki Toys & Dolls Mfrs & Exporters Ltd	Yam Hop Hing Ind Bldg 10/Floor,Flat No 3 40-44 Kwai Wing Rd Kwai Chung NT	(25,817.90)
Friuli Intagli Industries spa		(157,048.83)
FULL FAMOUS LIMITED	3F, No 1 Taoming road Taifeng industrial main street Xiaolan Town, Zhongshan	(672.12)
GAINUP INDUSTRIES INDIA PVT LTD		(741,618.18)
GERMTON WORLDWIDE CO., LTD		711.28
Goldline UK Limited		(858,372.94)
Good Future Garments Factory Ltd	Unit F2, 22/F COW Building 388 Castle Peak Road Tsuen Wan N T NULL	(447,661.49)
Halai Jinji Textiles Co., Ltd	West Industrial Area Qutang Town Haian Country Jiangsu Northern China	(215,860.17)
HANGZHOU YUEMENG IND		(39,431.17)
Fu Hong Industries Ltd	Flat B, 8/F Gee Luen Chang Ind Bldg No 11 Yuk Street Tokwawan, Xin H K	(33,664.36)
Hunter Global Socks & Apparel Ltd		(1,178.71)
Impress-Neutex		(215.76)
INTERSTOFF APPARELS LTD		(64,163.37)
ISLAM KNIT DESIGNS LTD	153/A GULSHAN AVENUE, DHAKA	(1,062,462.78)
ISLAND CLOTHING LTD		1,262.35
Jawandsons	Street No 7 Bhai Himmat Singh Dugri Ludhiana Punjab NULL	(125,537.16)
Jay Jay Mills	10 Kvp Layout Alangadu Karuvampalayam Tirupur 641 604 NULL	(4,005.45)
Jay Jay Mills Lanka (Pvt) Limited	Lot# A 6 Seethawaka Industrial Park Avissawella	16,314.24
Jay Jay Mills (Bangladesh) Pvt Ltd	BANGLADESH	(1,208.55)
JC Fashion Group Limited	3&4/F , Zhi Yuan Industrial Bldg , Jinshan Road, Zhaolin Industrial Park, Yu Du .	(760.32)
Jiangyin Tianyun knitting&textile dress Co Ltd	No B Huachang road Wenlin Jiangyin Jiangsu Northern China	848.48
Jiangsu Shangrui Automotive Accessories Co., Ltd		(61,852.25)
Jiangyin Yanglan Internation Trade Co.,Ltd		(11,393,590.04)
Jin Sun Gee Plastics Co., Ltd		(26,738.52)

Karim Textiles		(507,153.56)
KID KREATIONS	SWALLOW BARN BLITHBURY ROAD COLTON WS15 3HI	4,188.42
KNITMOON		(477,595.52)
KNIT BAZAAR (PVT) LTD		(466,786.14)
LADIDA BABY TOY COMPANY LIMITED		(354,084.92)
Lerado (ZhongShan) Limited Co	No 42 KuiXing Road Dong Sheng Town Zhong Shan City Guang Dong Southern	7,634.48
Luck Wizard Group	#N/A	(162,811.41)
MARKET FIT HOLDING LTD		(318,846.86)
MARKET FIT ZONE 2 LIMITED		(6,128.23)
MARKET FIT ZONE 2 LIMITED-INTERSTOFF APPARELS LTD		(57,122.38)
Masco Industries		(472,550.43)
MASIHATA SWEATERS LIMITED		(205,218.95)
Maxi Power Enterprise Limited		(116,188.61)
MC ACCESSORIES LTD		(91,008.69)
Mediterrance		(500.00)
MEMBERS ONLY CLOTHING CO LIMITED	UNIT #1 SUTTONS BUSINESS PARK,NEW ROAD RAINHAM,ESSEX. RM13 8DE UI	(1,352.90)
Mendian Limited		(159.47)
Mim Design Ltd		(11,581.82)
FUZHOU ZHENGHEUFENG TRADING CO LIMITED		(42,084.30)
MIRIDUL INTERNATIONAL PVT LTD		(18.84)
Sunny Ray Management Ltd	Rm 8409 Shenghe Building 81 North Yunnan Road Nanjing Northern China	(618,895.26)
Nantong Jackbeanie Headwear & Garment Co., Ltd	NO 898 Rugao Puhuang Road Nantong Jiangsu Guoyuan Northern China 226	(172.52)
Nantong ABC Trade Co., Ltd	135 Chengshan Road	(46,967.17)
N A Z Bangladesh Ltd	Road # 6 House # 4 Baridhara Dhaka	(725,123.51)
Ningbo Unity Intl Trading Company Limited		(37,762.72)
Ningbo Bebebe baby Products Co.,Ltd		(271,615.95)
NINGBO JADE SHOES CO.,LTD		(448,326.73)
Ningbo Feeme Childcare Products Co., Ltd		(63,613.44)
Ohio Apparels Ltd		(583,386.67)
Onken Farlyland (HK) Co Ltd	UNIT 1-2, 30/F LAWS COMMERCIAL PLAZA 788 CHEUNG SHA WAN ROAD Kow	(93,050.42)
Palmax Industrial Co., Ltd	8 Floor, NO 27 SEC 3 PA TEH Road Taipei Taiwan	(8,820.00)
Panorama Exports pvt Ltd	B 188 Okh a industrial area Ph 3 Delhi	(704,782.32)
Pastel Apparels Ltd	#N/A	(7,265.14)
PAUL DENNICCI LTD	3C GALLIFORD ROAD,MALDON, ESSEX,CM9 4XD,UK	(5,115.59)
PEARL APPARELS		(114,501.82)
Phoenix	SF # 270 274, 277 Avinashi Mangalam Road Karunapalayam Village Avinashi	(308,383.55)
Picnic Plast Industrial Co.,Ltd		(319.45)
Pioneer Knitwears (BD) Ltd		(167,709.83)
Newborn Fun (H K) Limited	Unit 12 18/F Wah Fat Ind Bldg Rear Block 10-14 Kung Yip St Kwai Chung N T	(214,965.79)
PLAYGO TOYS ENTERPRISES LIMITED		(17,072.36)
POPPYS KNITWEAR (PVT) LTD	SF No 27 Meenakshiwa asu Maruduraiyan Vafasu Kandian koi village, Tirupur,	44,983.47
Premier Knits Apparel (India)	No 2/240 Kunnathur Road Avinashi Tirupur	(609,699.08)
SRG Apparels (Prime Tex)	Unit B11/22/6a, Anna Nagar, 15 Valampayam post, Tirupur, 641652, Tamil nac	(936,096.57)
Pure Mars Ltd	Room 2502 K.Wah Centre 191 Java Road North Point	(74,773.17)
QingDao Hongshen Wooden Co., Ltd	Xiaotun village Madian town JiaoZhou Qingdao Northern China	(294,736.80)
RADNIK EXPORTS		(85,251.43)
Raiyan knit composite Ltd		2,060.08
Ready Toy Limited		616.66
Red Box Toy Factory Ltd	7/F Tower 1 South Seas Centre Tsimshatsu East Kowloon NUL	(4,968.00)
R G JARRETT LIMITED		(294,117.84)
Royce Lingerie Ltd		(4,611.70)
Roy Lowe & Sons Ltd		(648,226.16)
SAIHAM KNIT COMPOSITE LTD		(962,511.97)
Scanlex Europe Ltd		250.91
SC ATERO SRL	Str Alunului nr 8 515800 JEBES Iud ALBA Romania , ALBA , ROMANIA SC ATER	(12,822.31)
Season Sportswear Co	Room 426-434 Wangyue Road Yangzhou Jiangsu Northern China	(215,884.67)
SEA WAY FOOTWEAR INTERNATIONAL LTD		(15,905.89)
Shandong charming hometextiles , Co Ltd	38 Shouyao Road Shouguang Shandong Northern China	(334,006.77)
Shahi Export Ltd	#N/A	(173,551.77)
Shanghai Sunsmile Childrens Products Co., Ltd		(163,073.05)
Shanghai Jentex Bag Manufacture Co.,Ltd		(145,696.53)
Shanghai Kerne Sun Textile co., Ltd		(340.77)
SHANGHAI LAUREL TRADING CO., LTD		(305,095.95)
Sharter Shengda Garment Co.,Ltd		189.39
Shinest Apparels Ltd		(245,164.17)
SHOE EMPORIUM LTD		106.84
Shuerafi Incorporated	Room 108 1/F Chevalier House 45 51 Chatham Road South Tsim Sha Tsu Kow	(45,047.48)
SH Zhenbai Import & Export Co., Ltd		(72,252.98)
Sound N Light Ap,matronics Co., Ltd		(264.29)
S P APPARELS LTD		(80,177.61)
SP Apparels		(93,142.48)
Spring Near East Manufacturing Co Ltd		9,010.11

SUMEC TEXTILE & LIGHT INDUSTRY CO.,LTD		(113,063.94)
Sunlord Apparels Mfg Co. Ltd		(16,838.64)
Super Leader Industrial Limited		(17,797.72)
Superb International Co. Ltd	No 158 Lane 1525 JiDi Road Minhang district Shanghai: Shanghai Northern Ch	(67,351.48)
TaiZhou HaoZhan Baby Products Co Ltd		(135,192.06)
TDP TEXTILES LTD	No 1/471 John Jothi Nagar, Andipalayam Village, Mangalam Road, Tirupur, 64	(346.35)
Troll Nursey	PM Franzens Gata 10 254 40 Helsingborg NULL	(65,075.41)
TR2 GARMENTS INDUSTRY		(297,267.23)
TVMFASHIONLAB LTD	Woolworth House,242-245 Marylebone Road,London	30.93
U S APPAREL UK Ltd		72,773.56
Vent dEst International Corp (Dalian) Ltd.		(13.11)
Vital Innovations Ltd		(314,518.60)
WEAVETEX OVERSEAS		(12,457.18)
WEIFANG YIMEI HOME TEXTILES CO., LTD		(267,944.67)
Xiamen Jiayi Import and Export Trading Co., Ltd		(309.18)
XIAMEN UNACOO GARMENTS CO.,LTD		(197,975.83)
XuSheng Baby Products Co Ltd		95,907.44
ZHEJIANG NEWFINE INDUSTRY CO.,LTD		(841,168.26)
Zhejiang Xinbo Baby & Juvenile Products Co., Ltd.		1.82
ZHENJIANG FENG BABY PRODUCTS MFG CO.,LTD.		21,290.15
Zhengzhou Biuco Safe	IN/A	(59,760.00)
Zhongshan Techkids baby products Co., Ltd		(142,404.97)
ZIBO KAIYANG TEXTILE CO.,LTD		(4,897.94)
Zhong Shan Road Mate Childrens Articles Co., Ltd.	1st, Qing Feng Road Heng Lan Zhong Shan City Guang Dong Southern China	(255,497.78)
	IN/A	
		[30,440,371.67]

Entity Name	Address	Amount of Debt
Veritas Limited	Quint Cross Warren Business Park Enderby LE19 4SG	0.00
Team Ltd (UK) Ltd	Unit 5 Inbank Way East Leicestershire, Coalville Leicestershire LE87 1LA	-843.34
Keven Ltd	Station Mid Watergton Somerset TA21 8NH	-2,730.35
Arken Water	PO Box 48 Spetchley Leics LE11 1DB	-1.92
Bouley (UK) Ltd	4th Floor Kings Court London Road Stevenage SG1 2NG	-18,600.99
Brimm UK Ltd	4th Floor Innovation and Innovation Hub 83 Wood Lane London W12 8BZ	1,538.38
Shisham	PO Box 254 Cambridge CB11 2WA	3,178.73
Carroll Hygiene	Northgate House White Linn Monkscape Lancashire LA1 3BJ	-18,624.39
Carroll County Council	Director Of Financial Services Carroll County Council County Hall Card M. CP10 4JW	-75.00
Erpenan Ltd - SD ONLY	Landmark House Epsom Way Nottingham NG10 1ZJ	8,999.99
CHL International (UK) Ltd	Customer Accounting PO Box 4833 Slough SL3 3JH	-248.34
Radwin Express Europe Inc	PO Box 118 Coventry CV1 4ZD	-18.78
PEI Services Limited	Spire House Bore Road Norwich NR5 5AB	-325.35
South West Water	PO Box 4 Pentraus House Ryppel Lane Exeter EX2 7HE	-1,764.25
Stella Transport	25 Portland Close Bedford MK41 8AS	-3,568.05
Stratford Wasp Services	11 Cleveland Way Nether Bristol BS41 1WV	-1,752.13
Leage Cars	178 The Parade Watford Herts WD17 1NJ	-188.55
Frederic Compaction Systems Ltd	22 Seabrook Close Epsom Industrial Estate Epsom BH31 8AZ	-3,188.54
JPH Contract Cleaners Ltd	128 Richmond Road Watford WD17 1NJ	-1,164.00
Carson (UK) Ltd	Murray House Murray Street Belfast BT1 6DN	-625.90
Carroll Juvenile Group UK	Pentamere House Sherrin Road Borehamwood WD8 1TR	-474.99
Severton High Tech Ltd	Unit 1.6, CENTRE Nash Road, Park Farm Northampton Northamptonshire NN6 7AS	-21.60
Edwards Incentives & Motivation Ltd	Northgate, The Pavilions Chester Business Park Chester CH4 9DU	-1,730.41
Condon Security Ltd	Cheriton House 148 Lark Lane Huddersfield Huddersfield HD10 9PF	-405.00
KANTARI UK LIMITED	Wesgate LONDON W5 1JA	-17,808.16
Cheney & Dillingham	East Palmer House Chesham West Sussex PO18 1TY	-79.00
M.R.B. Communications Ltd	Imperial Court Vindict Road Leamington Spa CV18 3JW	-487.74
M.R.B. Communications Ltd	Floor 1, Tricorn House 51.3.3 Hagley Road Edgbaston Birmingham B16 5JU	-172.85
Blair Contract Services Limited	28 Woodthorpe Road Ayrford TW15 2NH	-237.30
FSC Media Ltd	Unit 3a Broom Business Park Broom Way Chesham, SL1 8QJ	-354.40
Mobile Mire UK Ltd	Reverlock House Preston Farm Business Park Stockton-on-Tees TS16 3TX	-608.87
Land Securities	5 Strand London WC2N 4AF	-131.11
Round Limited	Aspect House Spencer Road Lancing BN99 8SA	-10,200.00
Ministry of Defence	089 Finance Revenue UK1 Water House Exchange Fags L2 3YL	8.16
Tops Flight Courses Ltd	Unit 4, Corlier 25 Business Park Sage Road Watford WD18 8DA	-1,318.78
San Health Ltd	6 Spence Drive Halesowen Staffs WV20 3QU	98.00
WGS Inventory Specialists Ltd	Unit 1, Park Business Birmingham B37 7JH	-1,558.05
Rebound Ltd	11 Anglo Business Park Smeaton Chase Avebury Bucks HP18 6UP	-185.00
Iron Mountain (UK) Ltd	Whitstable House Alderstone House Business Park Merton Road Uxbridge UB8 4DF	-2,875.16
Home Care Agency	Hoborn Studios 49 - 50 Eagle Wharf Road London N1 7ED	-103.20
Meetingplace Ltd	Oxford House Oxford Road Thame Oxfordshire OX9 3AH	-2,883.82
Star Group	7 Swan Road Woolwich London SE18 3JT	-53,734.23
Master Card Payments Gateway Services	10 Upper Bank Street Canary Wharf London E14 5NP	-34,900.40
Information Commissioner		-5,600.00
Apex Road Systems Ltd	102 Jacobite Road Barton Sum Newcastle Upon Tyne NE15 7DD	-1,841.60
Superior International (UK) Ltd	Unit 2 62 Mosley Road Telford Shropshire TF1 1NS	-211,740.83
Northamptonshire Chamber of Commerce	105a House Kings Way, Acorn Park Northampton, Northants NN3 8JA	-4,245.00
Procter & Gamble Consumer LLP	Cash Management East West Gateway 1 Hare Lane London SE1 2RD	-100,255.23
Boston & Home Business Crime Redu	5-11 Pavilion Buildings Brighton BN1 1EE	57.00
SLA Management Ltd	09 The Beaux Arts Building 10-18 Manor, Canary London N7 6JT	-13,758.55
WKS Ltd	Aspley House Lutter Road Luton LU1 3XS	-50.00
Donnerstag Corporation Ltd	2 Boundary Court Willow Farm Business Park Castle Donington DE74 2HN	-23,842.15
Alloy Corporate Services Trading Li	Lakeland House The Lakes Barton Road Northampton NN4 7HD	-23,550.22
Saphire Signs Ltd	Lodgins House Rindoff Avenue Hull HU5 4NP	-18,127.20
Johnson Prime & Business Ltd	Unit 1 French Park, French Road Marston, Northamptonshire NN4 4TV	-114.60
BPM Professional Education	Marble House 5th Floor 238 - 240 Pentonville Road Kings Cross N1 2JY	224.00
AMS Southern Services Ltd	Unit 6 Carter Business Estate Edinburgh Way Harlow Essex CM20 2TT	-1,580.00
SD Work UK Ltd	Finance Department 100 Computer Avenue Castle Park Reading RG2 6GP	-1,448.86
SSB Power Generation Ltd	PO Box 17 Havert Rye RY10 8QJ	0.00
Scoring WLS (UK) LLP	35 Colmore Row Birmingham B3 2AS	-7,271.46
Silver Circle (UK) Ltd	Midbath Stroudham Station North Yorkshire YO12 3JA	-153.44
Goode Ireland Ltd	Brighton House 78 Brighton Palace Road London SW1W 9TD	-238,088.78
Chewy Records Ltd	1 Stone Lane, The Broom Farm Road Ux UG3 3LH	-35.60
OLA P&P UK LLP (Leads)	Princes Exchange Princes Square Leeds LS1 6BY	-5,156.20
TPS Visual Communications Ltd	Warner House Jubilee Business Park Jubilee Road Letchworth, Herts SG8 1SP	-13,918.60
Katy Broomester	Dove Cottage Burford Road Sharnon Under Wychemund Oxfordshire OX78 6DW	-5,130.00
Vopak Limited	Stratford Business Park Stratford-upon-Avon CV37 7GW	-87,684.20
Bacon UK Ltd	Unit 1 Riverside House M1 Lane Newbury Berkshire RG15 5DS	-174.00
Keyring Computer Products Ltd	Keyring House 83 Park Street Slough SL1 1PX	-1,787.89
Kim's Baby Equipment Ltd	Unit 4 Kiron Business Park Cleatham Road Kiron Lindsey North Lincolnshire DN21 4JR	-1,878.47
Stratford Ltd	PO Box 4745 Sheffield S9 5BU	-838.00
ITE Projects	Unit 1 First Business Park Bury Lane Church Crookham Fleet GU52 8BP	-1,450.40
Arnold Clark Finance Limited	154 Hilderton Road Glasgow G32 4FH	-36,819.45
Reductive Events Ltd	Level 5 78 Chamber Street London E1 6BL	-2,813.00
Construction Trustees (January) Ltd	Queensway HSUs Highgate Street Straker JCT 1ES	-1,494.51
ROI Contracts Ltd	188 Rainier Road Sharnon L35 4PL	-8,422.22
Information Risk Management	11th FLOOR EAGLE TOWER 4 MONTPELIER DRIVE CHELTENHAM GL50 1YA	-13,627.30
Summer Infant Europe Ltd	First Floor North Wing Focus 31 Cleveland Road Nether Hempstead HP2 7BW	-762.50
Repsol Ltd	Thames Industrial Estate Fekhouse Lane Marlow SL7 1TB	0.00
Tute Bambi	16 New Southgate Industrial Estate Lower Park Road London N11 1GD	-11,716.00
Malden Town Centre Management Ltd	100 Queen Centre Management Suite 101 Malden Kent ME15 8AT	74.00
Emmerton China Shenzhen Branch	19A Shun Hing Square Di Wang Commercial Centre 5002 Shennan Road East Shenzhen, PRC 518008	-282,859.08
Operations International Dubai	25A W/H HC-3 & HC-4 Jeddah Free Zone PO Box 60844 Dubai	-4,879.87
Bel Eaux Restaurants Ltd	11 Grosvenor Road, Tisbury Gloucestershire GL8 2EP	-1,512.00
GLA Power UK (LP) (W&A)	11 Church Place London E14 5HP	-171.14
Real Coffee Company Ltd	2nd Floor 272 London Road Watlington Surrey SM5 7DJ	-300.00
Reed Document Solutions	Astrop House Oxgangs Park Watlington Banbury RG41 3FD	-17,725.16
Barnwood Communications Ltd	3C House East Harncliffe Road Chelmsford Essex CM3 8JW	-230.38
Angel Springs Limited	Angel House Shaw Road Wolverhampton WV10 9LE	-1,748.58
Medicine Health Shipping Company (US)	Arande House 10 The Havens Ipswich IP1 2ZJ	-39,641.60

Magnum Shipping Company (GBP)	Beche House 10 The Havens Ipswich IP1 6SJ	-23,814.50
SEB Business Water	Super 18 East Surrey Water Pic London Road Radlett RM11 1LJ	-568.26
Yodel Delivery Network Ltd	Second Floor Albany Pavement Albert Dock Liverpool L3 4AB	-16,039.82
Intel Facilities Management	Garford Court Garford Road East Grinstead West Sussex RH19 10Y	-48.00
Barbrough Communications	87 Osborne Road Farnborough GU14 6AP	-218.04
Gift Voucher Shop UK Ltd	4th Floor 111 Charterhouse Street London EC1M 8AW	-8,784.31
PCh Travel Solutions	Unit 1 The Gateway South Marsh Lane Leeds LS9 8SD	-190,312.80
Barclay Asset Finance PLC	289 Oarsgate Manchester M14 4HH	-38,360.96
Strong Pools	Unit 8 Kilmogoch Drive Leeds West Yorkshire LS14 6UF	-11,389.20
IKEA Business Accounts	Kempston Park Farnham Farnham PE2 9ET	-3,171.22
Jobis Enterprises Limited	10-21 Nite Street London N1 7UL	-38,368.91
Vale Consultancy Services Ltd	118 Grosvenor Place London SW1X 7HS	-153,442.50
RNW Holdings Ltd - Mgt Fees	Willow Park West Road Basildon Essex SS15 4AZ	-14,009.52
ODS Radio Ltd	Type Address Here	-32.87
Baby Movv	Parc Industriel Des Gravanches 18 Rue Jacques Aurai Clermont FD Cedex 2 France 63051 CX2	-1,879.00
Day & Don't Bn R Ltd	Accorata Ratchway PO Box 58775 London WC1A 9GE	-5,018.68
Stallord Unites Ltd	Accorata Ratchway PO Box 58775 London WC1A 9GE	-1,067.27
Central Dispatch Services (CDS) Ltd	CDS House 6 Concord Business Centre Concord Road London W3 0TR	8.00
KPMG LLP	Dept 781 58 Cleverdon Road Watford Hertfordshire WD17 1DE	-68,600.00
Phon	107 Longmead Road Emswale Park East Emswale Green Bristol BS16 7FG	-180.49
Stephen John Owen	64 Courtlands Drive Watford WD17 4HT	-769.52
IX Networks Services Ltd	Crestwood House Barches Rise Walslett WV13 2DB	-32,262.90
Pharley Technologies Ltd	11A Rye Park Square London W1U 8EW	-18,601.19
James Land Lease Ltd	Ames Ltd PO Box 53781 Osterley E14 5WG	-1,067.27
No Need A Minus Ltd	18 Forth Street Edinburgh EH1 3LH	-15,750.00
Chenwa/Advant UK Ltd	3024 Carrington Mill Boulevard, Suite 500, Morrisville North Carolina 27560	-4,500.00
Harrods Ltd vs The Little Green She	Unit 8 Stockwood Business Park Stockwood Raddoch B96 6SX	-3,220.02
Office Team Limited	Unit 1 Purley Way Croydon Surrey CR0 4NZ	-403.91
Arques & Co	11 Wilson Ave Brighton Sussex BN2 5PA	-1,880.00
State BioScience Logistics Limited	Cardwell House 48 Liverpool Road Manchester M3 4SB	-24,597.77
Army Water	Temple Way Huddersfield Huddersfield AL10 9ET	-357.33
JPM STODOL Air	128 Richmond Road Watford WD18 7WR	-102,808.44
Howard Kennedy LLP Office	40-1 London Bridge London SE1 9BG	-4,408.00
Microsoft Training Operations Limited	Alum Building Block A Cammell Road Sandford Industrial Estate Oxon 18	-563.61
Salamanca Ltd	Salamanca House Unford Wood Milton Keynes Buckinghamshire MK14 6LS	-3,709.19
Rico Logistics Ltd	888 Plymouth Road Slough Berkshire SL1 4LP	-367.02
Stobbs (B) Ltd	Endurance House Vision Park Chivers Way Cammell CB24 4ZR	-11,023.31
End & Bird LLP	13 Foster Lane London EC4A 3LP	-8,825.33
Pat & Law (Patrols)	Joseph's Well Croydon Surrey CR0 2AP	-4,000.00
Franchise Investments and Develop	Barley View House 1 Barley View Pastwood Bucks HP16 9BV	-864.00
Nature Limited	Unit Nos 403 & 404, 4th Floor Westfield IT Co Intropark Nagar Road Pune 411014	-101,488.00
ESP	St Clare House Holy Road Hampton Hill Middlesex TW12 1QQ	-38,067.72
Heavenly-Packing International Bar P	Luffey Park Technology Campus Barnhill Road Letchworth Cam Cambs	-6,399.31
Island Communications Ltd	Barbours Hill House Shawmoor Southampton SO30 3PN	-353.00
Cherry Morley Models	Reynolds House 31 Marlborough Lane London W11 1JU	-123,000.00
Reynolds Ltd	4 Barnham Gardens London NW2 4NS	-172.50
Reynolds Ltd	Westchester Ltd 18 Bebelesham Church House 137 Brent Street London NW4 4DJ	-43.43
Gramp Ltd	Geel House, 1 Swan Lane London EC4R 3TR	-1,822.62
LD Energy Group	4-6 Croft Court Winstanley Business Park Backstoppy FY4 5PR	0.00
Compass Investments Ltd	723 Anglegate Street London EC1A 4JQ	-3,836.00
Europackage	20 Inchofield Road Vauxhall Birmingham B25 8HS	-31,676.72
Gene West	14 Newer Close Andover Hants SP10 3JZ	-247.00
Decorative Systems UK Limited	184 Kings Road Reading Berks RG1 4NP	-317.37
French Group Events Design	FIN House 1 Oakwater House Chesham Royal Chesham, Chesham SK8 3SR	1,296.27
Aspound Commerce Ltd	18 Holton Square London N1 6NT	-143,100.00
Aspound Communications	6 Agate Street London WC2H 4HN WC2H 4HN	-1,691.76
Venustus Ltd	Wesdon House Corby Gate Business Park Corby Northants NN17 5JG	-725.82
Alison Brown	27 Salisbury Drive Lincoln LN4 7SW	-350.00
BROOKNIGHT SECURITY LTD	SOUTHTON HOUSE STATION APPROACH EDENBURGH KENT TN8 5LP	-19,427.17
Ann Cresser Teague LTD	17 Wakefield Avenue Burghley Leicestershire LE10 2JH	-2,400.00
Intative	3 Grosvenor Gardens London SW1W 0RD	-185.07
Stendable Ltd	102 Newton House, Birchwood Business Park Warrington Cheshire WA3 6FW	-5,000.00
HERMES PARCELNET LTD	CAPITOL HOUSE 1 CAPITOL CLOSE MORLEY, LEEDS WEST YORKS LS27 5WH	-23,267.29
Lee Baron Limited	7 Swallow Place London W1B 2AG	-2,818.69
Compass Contract Services (U K) Lim	Parklands Court 24 Parklands Birmingham Great Park Rothery, Birmingham B45 9PZ	-66,773.83
Parvus GRP Limited	3000 Avelar Way Manchester M22 5TD	-11,799.98
Boots Ltd (Gift Card Payments)	Grifford and Vouchers Centre 80 Welford Lane Road Nottingham NG90 1BS	-900.00
AXA PPP Healthcare Ltd	5 Old Broad Street, London EC2N 1AD	-2,663.48
Morleys Ltd	Unit A, Eumark Franklin Road, Biegrove Swindon Wiltshire SN6 6YG	-4,677.95
Massachusetts Restaurants Ltd	Thurcroft Hall Brookhouse Laughton-on-le-Morhen Sheffield S25 1XZ	-3,800.00
BALLI (UK) LLP	6B Central Avenue St Andrews Business Park Norwich NR1 0HR	-51.33
NDC Consultancy Ltd	1386 London road Leigh On Sea Essex SS9 2UJ	-1,536.00
Imbox Limited	Cap House 4th Floor B-12 Long Lane Barbican, London EC1A 9HA	-161.47
Mayfield SNAAGS Limited	11 Edward Cottages Great Munden Wares Hertfordshire SG11 1HS	-1,068.00
United In	Willow Plaza Wilton Place Dublin 2 Ireland	-38,550.71
RNW - Contractor Payments	Willow Park West Road Basildon Essex SS15 4AZ	-72,864.07
Westcroft Construction Consultants	33 Westcroft Road Carshalton Surrey SM5 2TG	-3,800.00
Elderley Simpson Howe	17 Savile Row London W1S 3PN	-42,471.84
Rosey and Jack Ltd	20-22 Warwick Road London N1 7GU	-2,852.00
GAS Cash Solutions Ltd	Carlton House Carlton Road Workap S81 7CF	-167.40
DELANODE PLC	700 Avenue West, Snyne120, Great Notley, Brentree, Essex CM77 7AA	-3,538.00
ARC Technology Group Pte T/A Advance	8 Stann Park Lane Road Rochester Kent ME1 3QR	-4,609.20
Appl Solutions UK Ltd	3rd Floor Marlow International Marlow SL7 1VL	-3,465.95
Alus Group	180 Great Portland Street London W1W 5QZ	-4,411.07
Castle Water	Clearwater Court, Vastem Road Reading Berkshire RG1 8DB	-663.91
Complete Mechanical Solutions Ltd	95 St Johns Hill Clapham, London	-149.70
Assure Consulting (Bedford) Limited	Equipoise House Grove Place Bedford MK40 3LE	-10,674.50
Story Represents	117c Forburg Road London N16 6HP	-480.00
Bionic	Dynamix Digital Limited T/A Bionic 70 Northumberland Road Batabridge Dublin 4	-23,740.71
Water Plus Limited	PO Box 12480 Harlow CM20 9PJ	-1,050.01
Castle Water (Thames)	Unity	-1,407.94
Intrepid Retail Limited	Barley House 4-10 Barnet Road Hornham West Sussex RH12 1DD	-7,777.68
O-Fit Shopfitters	Wragg Hall Main Road Camington Boston PE22 7JB	-34,863.20

Rider Levett Bucknall UK Limited	3rd Floor 15 Colmore Row Birmingham B3 2BH	1 016 74
Wave (Anglian Water)	PO Box 258 Rotham N96 10U	-557 38
MHR International UK Limited	Peterborough House 3 The Laces NNA 7HB	184 289 83
Parsons Consulting Limited	The Warehouse 212 King's Road London SW8 4NZ	-85 824 80
JK Senghu Ltd	Trevorson The Pump Rickmansworth WD3 4BD	-5 700 00
Ocean Networks Express Pte Ltd USD	7 Straits View #16-01 Marina One East Tower Singapore 018936	877 44
Rosa Beyer	20 Dymally Drive Crossley Green Rickmansworth WD3 3NP	-126 50
Racal Limited	Unit 3025 The Works Business Centre Colne Way Watford WD24 7ND	-1 134 00
Emcor Group (UK) PLC	1 The Crescent Sutton Surrey KT8 4BN	-6 870 71
Genet People	3rd Floor 60 Soane Avenue London SW3 3DD	-1 839 00
Microsoft Ireland Gmg 08736623	One Microsoft Place South County Business Park Leopardstown, Dublin 18 D18 P521	-8 150 58
William E Connor & Associates	The Harbourfront 8/F Office Tower II 18-22 Tak Fung Street Hung Hom Kowloon	-1 485 544 48
Addshore Goddard LLP	Milton Gate 60 Chiswell Street London EC1Y 4AG	-810 00
Adaptive Accountancy Recruitment	Suite 31 The Enterprise Centre Cranborne Road, Porters Bar EN8 3DQ	-3 960 00
ImageSound Limited	Venture Way Dunston Technology Park Chesterfield S41 8NE	-142 80
Royal Oakley & Intimate Ltd	64-66 High Street South Dunstable Bedfordshire LU6 3HD	-4 507 76
Sun Apple Ltd	4 Enterprise Court Downmills Road Bracknell Berkshire RG12 1QS	-1 858 00
Hyper Value Retail	80 New Bond Street London W1S 1SS	-17 531 33
Proton Film Invest Limited	Clovenstone House Sherwood Business Park Annesley Nottinghamshire NG15 0DJ	-316 273 73
Karen Burgess	49 Longfield Avenue Watlington Surrey SM8 7AZ	-480 00
Cheng Consulting Ltd	Pendragon House 65 London Road St Albans AL1 1LJ	-8 000 00
Venue	71 High Street Gorton Cambridge CB3 3DD	-2 700 00
Logica Recruitment Ltd	37 Victoria Road East Thornton Cleveleys Lancs FY5 5BU	-8 758 00
Emerys UK Ltd	Focus Point, 1st Floor Regent Quarter 21 Caledonian Road London N1 9DX	-36 889 20
MY KIDS AGENCY LTD	29 FARNABY ROAD LONDON BR1 4BL	-99 30
Avery Dennison (India) Private Limit	P-24 Green Park Extension New Delhi 110016	-33 88
Contenderphase (UK) Ltd	Hevenston Hill Road Birmingham TS23 1PS	-2 077 82
Ultrair UK Ltd	The Nussell Brunel Way Dartford Kent DA1 5GA	-22 692 38
Market Fit Zone 2 Ltd	Suite 2006 20/F 340 Queens Road Central Hong Kong China	-2 093 25
Lusio Limited	Unit 606, Metropolitan West 70 Watling Way London E1W 3SS	-1 368 00
Kings DC	The Barrington Newcastle-under-Lyme Staffordsire ST13 6QW	-31 363 80
My Company Ltd	Repton Manor Repton Avenue Ashford Kent TN23 3GP	-555 00
Online Media Experts	34 White Lion Street London N1 9PP	-3 630 00
HRLife	20-22 Warwick Road London N1 7QU	-2 850 00
BDG India LLP	The Palm Spring Plaza Office No. 1501-6, 15th Floor Sector 54 Golf Course Road Gurgaon, India 122001	-4 726 00
JPMC Ltd	105 Drury Road West Harrow London HA1 4BP	-6 700 00
Seacord Laboratory Limited	Block House West Park Ring Road Leeds LS1 8UG	-28 788 94
Idemol Limited	3rd Floor 63-65 Hutton Garden London EC1N 8LE	-7 740 00
Sprock Ltd	Flat 7 Tan Court 211 Wick Road Brimston Bristol BS4 4HP	-3 900 00
Market Fit Zone 4 Ltd	Suite 2006 20/F 340 Queens Road Central Hong Kong China	-14 056 70
Ultrair Logistics Services	Brookfield House 2 Burnage Drive Linwood Industrial Estate Linwood PA3 3BU	-24 528 16
Proton Communication Ltd	Communications/Canada/PTP 17 Macdon Street London WC2B 8NG	3 063 83
One of CSC payment		-6 502 64
MOBA	MOBA PREMIERE BABY LTD 1 TRINITY TREES EASTBOURNE BN21 3LA	16 83
MASTER PAINTMAKERS	UNIT 23, THE MARINA STRATFORD UPON AVON CV37 8YY	1 66
Ayroyd Sons Ltd	Charter Building Atlantic Street Broadheath, Altrincham WA14 5PP	-218 258 93
BabyDAYS	Nes Schrevel 14 DK8670 Læsby, Denmark	-28 013 24
BabyBorn AB	Kultoravägen 49, Lärna 330 10 Bredaryd Sweden	-69 848 92
BOOHOO.COM	UNIT C3, WATERSIDE ROAD HAMILTON RD PARK LEICESTER LE5 1TL	501 45
SLICK STITCH	OLD HEATH ROAD WOLVERHAMPTON WV1 2BF	-30 07
Sourcing Division	39F Langham Place 8 Anyile Street, Mongkok Kowloon, Hong Kong	-4 827 816 26
DNC UK Ltd	The Old School Prince Road Watlington Surrey KT13 9BN	177 41
Armed Forces Barred Pte	Unit 2 Aber Park St Albans Herts AL1 4GU	54 39 21
Zak UK Ltd	Unit 1 Venture House Heathrow Interchange Park Busbrook Road, Hayes UB4 0JR	153 65
MY COMPANY LTD	REPTON MANOR, REPTON AVENUE ASHFORD KENT TN23 3GP	-177 899 24
Boules Trading Ltd	7A Utopia Village 7 Chalbot Road London NW11 6UH	3 30
Blue	Brigade House Parsons Green London SW6 4TN	9 07
LITTLE ACCORNS	THE MALHOUSE SHERIFFHALES SHIFNAL TF11 8RD	144 80
Brux Exterior Ltd	1 Churchill Way West Andover Herts SP10 3UW	-108 870 58
MAIMAS AND PAPAS WC ACCOUNT	COLNE BRIDGE ROAD HUDDERSFIELD HD50RH	-107 272 26
Brand International Group Ltd	Unit 2, Westsex Park Estate Westsex Road Bourne End, Bucks SL8 5DT	1 513 67
Sourcing Division	39F Langham Place 8 Anyile Street, Mongkok Kowloon, Hong Kong	-3 924 328 95
Sourcing CS Account	39F Langham Place 8 Anyile Street, Mongkok Kowloon, Hong Kong	-1 117 895 40
Teamson UK Ltd	Warmerford Avenue Osselt Watlington WPI 6PL	2 72
Designworks etc Ltd	Raking Chambers Drury Lane Knutsford Cheshire WA16 8HA	11 12
ALLISON BABY (GRACO)	VENTURE POINT WHEELHOUSE ROAD RUGELEY WS15 1UZ	-196 131 08
Cohen and Wiles	Agostini House, Madocia Leeds LS9 7DR	-247 885 03
BREVI MILANO SPA	VIA LOMBARDIA 1517 TEL GATE 24050	632 02
Enterprise (Bancay Pharmaceutical)	Unley Trading Estate Unley Road, Taka Soko on Trent Staffs ST7 1XS	381 41
ITRUE	UNITS 1-3 TWO COUNTRIES ESTATE OFF FALCONER ROAD SUFFOLK CB9 7AZ	-382 86
Cooper Textiles Ltd	23 Coorreen Road Five Mile Town, Co Tyrone N Ireland BT75 0NE	-194 284 55
Cipps Safe	Lanthwate Rd Clifton Nottingham NG11 6LD	-38 154 74
Copyrights Designs Ltd	Howard House Howard Way Newport Pagnel, Bucks MK16 9PX	0 00
BRIGHT STAR 20 20 UK LTD	BRIGHT STAR 20 20 LTD WESTON ROAD CREWE CW1 6BU	-78 614 09
SPLASH ABOUT LIMITED	G19G20 EUROPARC INNOVATION CENTRE INNOVATION WAY GRIMSBY DN37 8TT	-1 683 65
Artisan UK Ltd	Building 1, 2nd Floor Imperial Place Maxwell Road, Borehamwood Herts WD6 1JN	-1 059 182 24
JOHN COTTON	NUNBROOK MILLS MIRFIELD WEST YORKS WF14 0EH	-33 089 47
East Coast Nursery Products Ltd	Robertson House North Watnagh Norfolk NR28 0BX	-311 957 89
Samuel Eden Son Ltd	Vibro Business Park Barkby Road Leicester LE4 9LF	13 985 40
Crystal Martin International Ltd	Orchard Way Caladine Park Sutton in Ashfield NG17 1GX	-209 344 35
ICKLE BUGGA	UNIT 3 PONTHENRY IND EST PONTHENRY LLANELLI CARMARTHENSHIRE SA15 5RA	8 36
Red Kite Baby Co Ltd	15 LAVENHAM ROAD Beeches Industrial Estate Yate, Bristol Bristol BS37 5GX	-5 009 74
JU JU BE	SURINAMEPLEIN 6 1058 GP AMSTERDAM 1058 GP	284 39
SLEEP SOLUTIONS LTD	18 CAVENDISH SQUARE LONDON W1G 6PJ	33 73
Wm Lamb Group Ltd	Bottomboat Road Stanley Wakefield, West Yorkshire WF3 4AY	-121 201 59
Team Text (UK) Ltd	Unit 5, Interlink Way East Barton Hill Coalville Leicestershire Leicestershire LE87 1LA	-1 018 631 06
Philps Domestic Appliances Perso	Philps Centre Guxford Business Park Guxford Surrey GU2 6XH	-74 171 91
ECOTECH	ECOTECH HOUSE TORRINGTON AVENUE COVENTRY CV4 9HN	-14 782 82
Magpie UK Ltd	Station Works Long Buckby Northampton NN8 7PF	6 108 69
Gublerdy	Unit 6, Farm Avenue, Stowen Bridgewater, Somerset TA5 1JA	-184 97
INFANTINO	JOHN M KAYNESPLEIN 12-46 B-TORON CANA 1668 EP	371 06
Central Medical Supplies Ltd	CMS House Farnley Fields Long Leek ST13 7QG	-56 001 15
Habit	108 Abbey Street Accrington Lancashire BB5 1EE	77 15

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TAPESTRY DESIGN COMPANY LTD	26 26 CONWAY STREET LONDON W1T 5BQ	35 86
CITILITES	387 399 HORNSEY LONDON N18 4DX	495 84
Royal Sensors (UK) Ltd	UNIT 4 REDSCAR BUSINESS PARK LONGBRIDGE ROAD PRESTON PR2 5NA	-31 000 89
DAVIDSON'S LTD	1 WEST 34TH STREET SUITE 203 NEW YORK 10001	2 219 59
THORNTON ROSS LTD	LINTHWAITE HUDDERSFIELD HD7 5DH	87 13
MI STEPS	AUSTRASSE 15 VOLKETSWEIL SWITZERLAND 5604	1 298 46
Columbus Trading Partners GmbH Co	KG, Riedingerslohe 16 95448 Bayreuth Germany W512 2H4	-235 589 35
CONCORD 2004 S.A	POL IND RIERA DE CALDES C MERCADERES 34 08184 PALAU SOLITA I PLEGAMANS 08184	4 53
Torque Omni-Chemical Limited	Anchor Works Holmes Lane Bradford, West Yorkshire BD4 6NA	1 44
PILL N SOURCE LTD	5 HIGH STREET MAIDENHEAD SL6 1JN	32 66
PINK LINING LIMITED	5mth House PO Box 50 Elmwood Avenue Farnham TW13 7QD	698 40
SHNUGGL	OFFICE SUITE 6 SKETTRICK HOUSE JUBILEE ROAD NEWTOWNARDS BT23 4YH	-158 555 88
PHIL AND TEDS UK LIMITED	PRINCE LEOPOLD HOUSE 11-13 VICTORIA STREET WINDSOR SL4 1BH	-31 531 08
SABA ME NEWRY LIMITED	1 LURAYBRIDGE ENTERPRISE CENTRE JONESBOROUGH NEWRY BT35 8SQ	0 41
KIESAW LTD	48 HIGH STREET EARL SMILTON LEICESTER LE9 7GG	9 12
RIMANS LTD	AGECROFT ROAD PENDLEBURY MANCHESTER M27 8SB	639 30
BREATHABLE BABY	PO BOX 1173 BUSHEY WD24 9FU	-4 218 25
IPARTY LTD	DOCKFIELD ROAD SHIPLEY WEST YORKSHIRE BD17 7SE	-63 682 99
RUB PRODUCTS LIMITED	Farmcombe Road Worthing West Sussex BN11 2BW	-72 964 92
HALLMARK CARDS PLC	HALLMARK HOUSE BINGLEY ROAD HEATON BRADFORD BD9 6SD	17 83
MAGMATIC LTD	THE MOTHERSHIP SHAPTESBURY CHAPEL UNION RD BRISTOL BS2 0LP	97 58
KIDKRAFT NETHERLANDS BV	OLYMPISC STADION 9 1078 DE AMSTERDAM THE NETHERLANDS	-70 99
Krombein/Care European Services	PTC UK 3rd Floor, Maypole House, Trafalgar Place, Brighton BN1 4BG	-1 956 35
LES EUROPE LTD	140 TOTTENHAM ROAD STAX WYKING UPON AVON WARWICKSHIRE CV37 9YL	-21 796 05
HAPPY LUMINY LTD	Church Plaza Church Way BRENTFORD, MIDDLESEX, RG21 7GL	3 12
MURSEY CONNECTIONS LTD	UNITS 9 AND 10 CROWN COURTYARD WELDON SOUTH INDUSTRIAL ESTATE CORBY, NORTHAMPTONSHIRE	-6 988 89
Royce Urgency Ltd	Royce House Canada Cross Banbury, Oxfordshire OX16 2RT	-4 408 82
BIRTH EASE LTD	37 BRANKSOME HILL ROAD BOURNEMOUTH BH4 6LE	57 18
ANGLO ACCESSORIES LTD	UNIT E GATEWAY 3 DAVIS ROAD CHESSINGTON, SURREY KT9 1TD	4 98
BABY BLOOMS	Dean Chapter Farm Wapley Rd Coddington BS37 6RY	-1 029 50
ESPRIT GB LTD	21 FARRINGDON ROAD LONDON EC1M 3HA	2 284 13
CHURCHILL CHINA UK LTD	1 MARLBOROUGH WAY STONE ON TRENT STAFFORDSHIRE ST6 5NZ	77 74
JUST JAMIE PAUL RICH LTD	WOOLWORTH HOUSE 242 - 248 MARYLEBONE ROAD LONDON NW1 6JQ	-10 442 34
THERALINE UK	INDUSTRIEPARK NORD 36 BUCHHOLZ VW GERMANY 51567	28 28
ALCADO	3 DARLEY FIELD WAY WITNEY OX38 1AA	-17 962 21
BULLDOY UK LTD	3RD FLOOR 33 BERKELEY SQUARE LONDON W1J 3BF	599 68
LEADBY WORLD LIMITED	MONTGOMERY WAY BIGGLESWADE BEDFORDSHIRE SG18 8UB	-154 408 08
2012 LTD	5 YEOMANS WAY BOURNEMOUTH DORSET BH8 0BL	134 13
COBY SHOPPER LTD (THE)	21 PATMORE LINK ROAD LEVERSTOCK GREEN HEMEL HEMPSTEAD HP24PX	0 33
SABA SMOBY TOTS UK LTD	BROOMFIELD HOUSE BOLLING ROAD BRADFORD BD4 7BB	771 12
RED CASTLE FRANCE	900 RUE AMPERE CS07411 POLE D'ACTIVITES LES MILLES 13591	65 66
LOVE BOO	12 HENGRAVE ROAD FOREST HILL LONDON SE23 3JW	1 100 87
KNUMA LTD	FIRST FLOOR 43 PARK PLACE LEEDS LS1 1LD	845 20
RIPE MATERNITY PTY LTD	225 GRANGE ROAD FAIRFIELD MELBOURNE VICTORIA AUSTRALIA 3078	541 82
CCUK LTD	SUITE G442 DEAN CLOUGH MILLS HALIFAX WEST YORKSHIRE HX3 5AX	-45 599 41
W BREWINS CO LTD	145 PARKER DRIVE LEICESTER LE4 6JP	1 119 44
MARTLAND LIMITED	214 COPELAND ROAD WIMBORNE DORSET BH21 7BB	48 48
MCQUEEN HILBRETH LTD	BAY 1 BUILDING 47 THE PENSETT ESTATE KINGSWINFORD WEST MIDLANDS DY8 7JZ	-118 858 30
IRISH BREEZE LTD	DONORE ROAD DONORE INDUSTRIAL ESTATE DRUGHEDA CO LOUTH	15 828 80
PANACHE	7 DRAKE HOUSE CRESCENT SHEFFIELD S20 7HT	78 10
VITARIOTICS LTD	1 APSLEY WAY LONDON NW2 7HF	-9 420 13
MULTY UK LTD	Briwick House, Brunel Road Earlsfoot Industrial Estate Corby NN17 4JW	-38 367 54
HIS SAFETY AB	GADSBROOK HOUSE GADSBROOK PARK RUDEHEATH NORTHWICH CHESHIRE CW9 7RG	-22 038 48
ACTAVIS UK LTD	WHIDDON VALLEY WHIDDON VALLEY INDUSTRIAL ESTATE BARNSTABLE EX32 6NS	2 318 40
KIDS BING	3333 PIEDMONT ROAD SUITE 1800 ATLANTA 30305	395 88
MATCHSTICK MONKEY LTD	85 FRAMPTON STREET LONDON NW8 8NQ	-17 295 75
MOYMLR LTD	184 AVIATION AVENUE MOUNT MANUNGANUI 3116	42 84
Wesley UK Ltd	Huxley Road York York YO1 1XZ	300 00
CUNRECO LTD	COLESHOCK 3 BRINDLEY ROAD OLD TRAFFORD MANCHESTER M16 9HQ	1 825 21
SOCK ONE LTD	174 MOUNT PLEASANT ROAD LONDON NW10 3LT	262 20
FLAMBEAU EUROPLAST LTD	MANSTON ROAD RAMSGATE KENT CT12 8PW	79 397 88
REBESTYLE LTD	UNIT 2 CLAREMONT WAY LONDON NW2 1BG	1 01
WALL TASTIC LTD	1 NESTLES AVENUE HAYES MIDDLESEX UB9 4UZ	34 42
BABYMOOV UK LTD	EASTREACH HOUSE TAUNTON TAUNTON TA1 3EN	-12 407 13
Smart Sun	Westmead House Westmead Farnborough GU14 7LP	393 29
Unit 4 Sorunip (UK) Limited	100 Floor 4 New Square Farnham TW14 8HA	618 65
CAMBRIDGE LIGHTING LTD	VANTAGE PARK SUITE 2 UNIT 88 WASHINGTON ROAD HUNTINGDON CAMBRIDGESHIRE PE29 6SR	-14 636 70
CHIARD TECHNOLOGY LTD	6368 HATTON GARDEN LONDON EC1N 8LE	1 902 00
Bababun Limited	Vatay Road Karghey West Yorkshire BD21 4LZ	4 830 71
KIDDY UK	Unit 11 Searby Court Sherburn In Elmet LS25 6PL	7 588 57
Loma Drew Ltd	88 HARDY STREET PENNENDY HEATH MARLSTONE ME14 2SJ	173 99
RUBY UK LLP	54 Tower House St Clements Court TYNE AND WEAR Sunderland SR5 3XJ	-23 576 18
SMS	MANDERSON HOUSE 5306 VALIANT COURT DELTA WAY BROCKWORTH GLOUCESTER GL3 4FE	33 258 81
DREAMGEN LTD	SUITE 1A DEANES CLOSE STEVENAGE ABBINGDON OX13 6SZ	21 017 09
CBP Lifestyle Brands Ltd (Ergobaby)	PURE OFFICES SUITE 05 KEMBRAY PARK SWINDON, WILTSHIRE SN2 8BW	-101 058 54
ALPHA 211 UK LTD	UNIT 10, 100 VILLERS ROAD LONDON NW2 5PZ	80 14
SKP HOP UK LTD	BASEPOINT 023 110 BUTTERFIELD GREAT MARLINGS LUTON LU28 0L	-28 011 33
BINATONE TELECOM	1 APSLEY WAY LONDON NW2 7HF	2 215 92
Shubeta of London Ltd	Shubeta House 2 Apsey Way London NW2 7HF	2 930 00
Bambino M o Ltd	12 Sovereign Way Brighthelm Northampton NN6 8EU	277 23
International Greetings UK Ltd	Scandinavian Design Ltd Unit 2, Penalla Industrial Estate Yairnd Mynson Henegod CF82 7QZ	29 03
Helix Lighting Ltd	Helix Park, Vaux Road Finedon Road Industrial Estate Warrimborough Northampton NN6 4TG	59 60
Osier House Ltd	125 House Malford Essex SS2 8FD	-638 81
Roy Lowe Sons Ltd	81a Stock Mire Copemore Road Stuben in Aarfield Notts NG17 5LA	78 35
Koolbrook Ltd	3 Orford Way Denton Manchester M14 3DA	-169 826 71
Brisht Telecommunications Plc	PP5 01, Stn Floor, BT Telephone Exchange 2 Queens Quay Londonderry, N Ireland Co. Lond. BT14 7AY	-107 832 30
MAM (UK) Ltd	28 Clarendon Road Taddington Middlesbrough TS11 8QG	-148 208 38
Hauke Fun For Kids Ltd	Kurt Feyer Building Ash Road South Wretham Industrial Estate Wretham North Wales LL13 9UG	-84 927 74
Pretty Legs Hairdry Ltd	Crescent Road Lutterworth Leicestershire LE17 4PE	175 09
JBI Ltd	Riverdale Works Newchurch Road Bacup Lancashire OL13 0OT	14 84
G H Warner Footwear	Mercunymouse Lea Road Waltham Abbey Essex EN31AT	41 30
Bugaboo International BV	Passewaagweg 8a-b 1105 RE Amsterdam ZO Netherlands	-318 182 58
Hipychek Ltd	1 Roberts Drive Taunton Road Bridgwater Somerset TA8 6BH	-3 505 78

Babymore UK Ltd	56 Charles St. Salford Loughborough Leicestershire LE12 7RL	181 460.33
Johnson Plastics Supplies Ltd	Unit 6 Trench Park, Trench Road Malpas, Newbury Berkshire Northamptonshire BT16 4TY	-4 632.78
Old and About ATF Ltd	7 Canton Park, Canton Road Elms Industrial Estate Bedford MK41 0TY	635.88
Graham Brown Ltd	PO Box 38, Harwood Street Blackburn Lancashire BB1 3DB	50.22
Vital Innovations Ltd	Halford Business Park Heale Way Hertfordshire Hertfordshire AL10 9EW	-10 635.04
Prince Lorraine UK Ltd	4 Sovereign Park Colongton Road London NW10 7DP	47.48
Maple Spices UK Ltd	Berkley Business Park Wainwright Road Worcester WR4 9ZS	-48 288.73
Miroslav AG	Spierstrasse 135 CH-8443 Widnau Switzerland	33.51
Charm Rascals Ltd	1 Stone Barn, The Stone Farmstead Road Liss, Hampshire Liss GU33 6UG	-18 023.00
Alpaca UK Ltd	Amber Park, Barnstow Lane South Normanton Derbyshire DE55 2FH	-10 112.06
Zoggs International Ltd	Therks House Lyon Way Frinton Cambridgeshire Cambridgeshire GU16 7ER	744.85
Silver Cross UK Ltd	Blackthorn Brougham Supton, North Yorkshire YO23 3JA	-2 433 724.89
Colton Legend	Unit 30 Warrup Road Syston Leicestershire LE7 1PD	35.08
Body Check Health Care Ltd	106 George Lane South Woodford London E18 1AG	-18 082.78
Seaspa	121 Vase Mowens BP 80 107 Grosport Oydinas 81118	532.45
Seibels Pottery	Saleen County Farmington BT83 3FY	25.08
Boon (UK) Ltd	Unit 1 Riverside House Mid Lane, Newbury Berkshire Berkshire RG14 5QS	-43 225.20
HPOT (UK) LTD	House of Terry House, 14 Jessops Riverside, 800 Brightside Lane, Sheffield S8 2RX	-1 892.16
Mundo	Rys Gwyn Ferpars, Cardigan Cardigan SA43 1RE	7.54
Nash	Rosey AB Gamla Vermögen 10 131 37, Nacka	6.66
Lanesh Laboratories	Unit 11 (West Wing) Jagan House, Keny Hall Horsforth Leeds LS18 5JR	-127 257.32
Goody Limited	Unit 1 Kiron Business Park Kiron In Lindsay North Yorks DR23 4JR	-60 902.46
Razco UK Ltd	Unit 4 Fern Business Park Hendry Warrington CV8 1NP	11 828.08
Booby Shop Direct Ltd	Asherton House M.A. Railway Street, Stockdale Lancashire OL13 0UF	22.24
Fine Decor Wall Coverings Ltd	Victoria Mills Macledshad Road, Holmes Chapel Cheshire CW4 7PA	61.75
Babyrini	Studio 13 Spectrum House 22-34 Gordon House Rd London NW5 1LP	-21 773.76
We Moss Me Ltd	11 Amber House 22b St Johns Road Hove East Sussex BN3 2E2	188.97
Cross Parent Ltd	Unit 2-3 Alders Court, Watermead, Wetherby Garden City Herts AL9 7LT	-2 298.45
Liamhange Ltd	1-6 Beacon House, Celene Park Aldenham Berkshire RG7 6EH	-47 973.55
BROTHER MAX LTD	8 Apollo Court, Redcliffe Road Gillingham, Dorsetshire MK18 4DF	830.04
UVA Fashion Ltd Ltd	Part Ground Floor Camp Building A 45 Lakeside Lakeside Drive Sherwood Park Annesley Nottingham NG15 0EO	141.43
Chantique	Sarıbuğ Tuzulu Karadeniz Mah. Celalpa Cad. NO178A-S Kuzbasy Gaziosmanpaşa İstanbul İstanbul 34250	844.36
Wende UK	47 Chalfont Road Sear Green Basildon Essex RPS 2DP	154.76
Rainbow Designs	Unit 200 Farnham Reach 188 Farnham Road Gosport PO13 0FW	24.87
BonBon Bystash Ltd	One Foote Lane Oakdale Business Park Blackwood NP12 4AB	12.02
Carta Blanca Greenings Ltd	PO Box 500 Chester West Sussex PO20 2XZ	16.18
Guns Beach Traders Ltd	136 Oxford Street Brighton West Midlands WV14 7DP	197.99
Lola Sols	38 Carnegie Street Canyone Industrial Estate Cannyns G32 6AF	3.21
Pasapod Ltd	22 Ormer Road Manchester M20 3LP	99.88
Landerberg Co Ltd	Old Jones Brewery 29b Newcastle Street Stone, Staffordshire ST15 6JU	-605 842.84
Lilly Hepler	Phoenix House, Rotheman Road Sheffield S25 3RG	107.78
Cash De Lina	Dewson Rodgers Co Sharnfield Rd Wythenshawe Manchester M22 4RW	158.27
Total :		-35,416,118.35
Total without returning :		-34,344,378.44
Non Trade		-4 869 840.81
Trade		-4 734 468.74
		-20 811 809.90

Appendix C: Copy of the statement of affairs for each of the Companies

The statement of affairs for each of the Companies can be found at www.pwc.co.uk/mothercareuk within the 'Documents Available to Download' section. The documents are titled 'MUKL - Statement of Affairs' and 'MBSL - Statement of Affairs'

1) Decision notices

The decision notices may be found at www.pwc.co.uk/mothercareuk within the 'Documents Available to Download' section. The documents are titled 'MUKL - Decision Notice by Deemed Consent' and 'MBSL - Decision Notice by Deemed Consent'.

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

We are seeking approval of the Administrators' proposals by way of a decision by deemed consent.

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

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

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

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

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

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

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

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

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

How do I request a physical meeting (PM)?

Creditors who meet one of the thresholds in section 246ZE IA86 may, within five business days from the date of delivery of the decision notice attached to the proposals, require a physical meeting to be held to consider the decisions detailed in that notice. The relevant thresholds are 10% in value of creditors, 10% in number of creditors or 10 creditors.

If one of the above thresholds for requiring a physical meeting is met we will issue a further notice calling a physical meeting and the original decisions by deemed consent as detailed in our notice attached to the proposals will be superseded.

Details of how to attend and vote at any physical meeting called will be provided in the notice of that meeting.

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

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

What happens if I disagree with the Administrators' decision?

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

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

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

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

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

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

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

What happens if my debt is wholly or partly secured?

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

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

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

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

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

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

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

3) Proof of debts

The proof of debts may be found at www.pwc.co.uk/mothercareuk

Please follow the links to access the notices:

MUKL: https://www.pwc.co.uk/business-recovery/administrations/assets/Mothercare/mukl_pod.pdf

MBSL: https://www.pwc.co.uk/business-recovery/administrations/assets/Mothercare/mbs_pod.pdf



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