

In accordance with Rule 2.38 of the Insolvency (England & Wales) Rules 2016 and Sections 4(6) and 4(6A) of, or paragraph 30 of Schedule A1 to, the Insolvency Act 1986.

CVA1

Notice of voluntary arrangement taking effect



Companies House

TUESDAY



A16 *A77YNLJ5* 12/06/2018 #185
COMPANIES HOUSE

1 Company details

Company number 0 0 5 3 3 0 8 7

Company name in full Mothercare UK Limited

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

2 Supervisor's name

Full forename(s) James Robert

Surname Tucker

8916

3 Supervisor's address

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

4 Supervisor's name ^①

Full forename(s) William James

Surname Wright

① Other supervisor
Use this section to tell us about another supervisor.

5 Supervisor's address ^②

Building name/number 15 Canada Square

Street Canary Wharf

Post town London

County/Region

Postcode E 1 4 5 G L

Country

② Other supervisor
Use this section to tell us about another supervisor.

9720

CVA1

Notice of voluntary arrangement taking effect

6 Date CVA took effect

Date

d	0	d	1	m	0	m	6	y	2	y	0	y	1	y	8
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7 Report of consideration of proposal

☒ I attach a copy of the report of consideration of the proposal

8 Sign and date

Supervisor's signature

Signature

X

J. Tucker

X

Signature date

d	0	d	6	m	0	m	6	y	2	y	0	y	1	y	8
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IN THE HIGH COURT OF JUSTICE

Claim No:

BUSINESS AND PROPERTY COURTS OF ENGLAND AND WALES

INSOLVENCY AND COMPANIES LIST

IN THE MATTER OF: Mothercare UK Limited

**COMPANY VOLUNTARY ARRANGEMENT UNDER PART 1 OF THE INSOLVENCY ACT
1986 (AS AMENDED)**



CR-2018-004127

**NOMINEES' REPORT ON DIRECTORS' PROPOSALS PURSUANT TO
SECTION 2(2) OF THE INSOLVENCY ACT 1986**

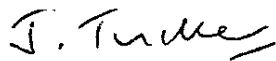
1. This report has been prepared by James Robert Tucker and William James Wright, both of KPMG LLP, 15 Canada Square, London, E14 5GL who together are the Joint Nominees (the 'Nominees'; each a 'Nominee') in relation to the proposed company voluntary arrangement under Part 1 of the Insolvency Act (the 'CVA') of Mothercare UK Limited, a company incorporated in England and Wales with registered number 00533087 and having its registered office at Cherry Tree Road, Watford, WD24 6SH (the 'Company') following a review of:
 - a) the proposal for a CVA (the 'Proposal') by the directors of the Company (the 'Directors') made pursuant to Part 1 of the Insolvency Act 1986, a copy of which was received by the Nominees on 16 May 2018; and
 - b) a prescribed statement of the Company's affairs as at 24 March 2018 in conjunction with the additional information regarding the Company's assets and liabilities since that date contained in the Proposal.
2. On 16 May 2018 the Nominees returned to the Company a signed consent to act pursuant to Rule 2.4(2) of the Insolvency (England and Wales) Rules 2016 (the 'Rules').
3. In the opinion of the Joint Nominees:
 - a) the proposed CVA has a reasonable prospect of being approved and implemented; and
 - b) the Proposal should be considered by a meeting of the Company (its shareholder) and by its creditors.
4. In accordance with section 246ZE(2) of the Insolvency Act 1986, the decision of the Company's creditors with respect to the CVA may be made by any qualifying decision procedure that the Nominees think fit, but may not be made by a creditors' meeting unless section 246ZE(3) applies. Section 246ZE(3) provides that, if at least the minimum number (as defined in section 246ZE(7)) of creditors makes a written request to the Nominees that the decision be made by a creditors' meeting, the Nominees must summon a creditors' meeting. Rule 15.6(1) of the Rules provides that a request for a physical meeting may be made before or after the notice of the decision procedure has been delivered but must be made no later than 5 business days after the date of delivery of the notice.
5. On 17 May 2018, the Nominees received a written request from the Company creditors' representing 10% in value of the aggregate creditor claims against the Company, that a creditors' meeting be summoned for the purposes of the creditors

making a decision on the proposed CVA. Accordingly, in accordance with section 246ZE(4) of the Insolvency Act 1986, the Nominees are required to summon a physical meeting of the Company's creditors.

6. The meeting of the Company's creditors referred to at paragraphs 3(b) and 5 will be held at the De Vere Grand Connaught Rooms, 64-65 Great Queen Street, London WC2B 5DA on 1 June 2018 at 10:00am.
7. The meeting of the Company's shareholder referred to at paragraph 3(b) will be held at the De Vere Grand Connaught Rooms, 64-65 Great Queen Street, London WC2B 5DA on 1 June 2018 at 2:00pm.
8. Pursuant to Rule 15.2 of the Rules, the creditors' meeting regarding the Proposal will be treated as completed by 11:59am on 1 June 2018.
9. Pursuant to Rule 2.9(1) of the Rules, enclosed with this report for delivery to the Court are:
 - a) A copy of this report;
 - b) a copy of the Proposal; and
 - c) a summary of the Company's Statement of Affairs (contained at Schedule 14 of the Proposal).
10. In accordance with Rule 2.9(2) of the Rules and as referred to in paragraph 3(a), the Nominees' comments on why the Proposal has a reasonable prospect of being approved and implemented and why the Company's shareholder and creditors should be invited to consider the Proposal, are annexed to this report.
11. A copy of this report and the Annex has been sent to the Company in accordance with Rule 2.9(4) of the Rules.

Jim Tucker (Joint Nominee)

Dated: 17 May 2018



Signed by

William James Wright (Joint Nominee)

Dated: 17 May 2018

Signed by 

James Robert Tucker and William James Wright are each licensed in the United Kingdom to act as an Insolvency Practitioner by the Institute of Chartered Accountants in England and Wales

Annex
Nominees' comments on the Proposal

1. These comments have been prepared pursuant to Rule 2.9(2) of the Insolvency (England and Wales) Rules 2016 (the 'Rules'). James Robert Tucker and William James Wright, both of KPMG LLP, 15 Canada Square, London, E14 5GL who together are the Joint Nominees (the 'Nominees'; each a 'Nominee') in relation to the proposed company voluntary arrangement under Part 1 of the Insolvency Act 1986 (the 'CVA') of Mothercare UK Limited, a company incorporated in England and Wales with registered number 00533087 and having its registered office at Cherry Tree Road, Watford, WD24 6SH (the 'Company') following a review of:
 - a) the proposal for a CVA (the 'Proposal') by the directors of the Company (the 'Directors') made pursuant to Part 1 of the Insolvency Act 1986, a copy of which was received by the Nominees on 16 May 2018; and
 - b) a prescribed statement of the Company's affairs as at 24 March 2018 in conjunction with the additional information regarding the Company's assets and liabilities since that date contained in the Proposal.
2. KPMG LLP initially met with the Company on 29 January 2018 following a period of declining sales and rising costs in the final quarter of the Company's 2017 financial year. KPMG LLP was then engaged to examine the Company's long term funding position and to set out the options available. KPMG LLP subsequently undertook the following work:
 - a) Providing advice on potential funding options that may be available to the Company to meet its objectives and requirements;
 - b) Supporting the Company in its management of key stakeholders;
 - c) Providing review of the business plan, cashflow forecasting and assisting with developing working capital improvement opportunities; and
 - d) assessing the Company's insolvency options in the event that an insolvency became necessary, including the feasibility of a CVA;

Total fees payable by the Company for this work will be approximately £1,295,000 plus VAT.

No referral fee will be paid in respect of this work.

We do not believe that the above work created a material professional relationship which impacts on the Nominees' ability to accept the appointment.
3. Details of payments to be made to the Nominees are set out at Schedule 4 to the Proposal and amount to £160,000.
4. An estimate of the total fee to be paid to the CVA supervisors is set out at Schedule 4 to the Proposal and amounts to £80,000. That estimate has been produced on the assumption that the CVA supervisors carry out their duties in accordance with the terms of the Proposal.
5. The Company has not, within the last twelve months, put forward a company voluntary arrangement proposal that has been rejected.

6. The Nominees have satisfied themselves:
- a) that the Company's true position as to assets and liabilities is not materially different from that which is represented to the creditors;
 - b) that the Proposal has a reasonable prospect of being approved and implemented in the manner represented in the Proposal;
 - c) that there is no unavoidable prospective unfairness which is already manifest; and
 - d) accordingly, that the shareholder and creditors of the Company should be invited to consider the Proposal.
7. The Nominees make the following comments in respect of the Proposal:
- a) the Nominees have carried out limited investigations into the Company's circumstances to enable them to assist the Directors in their preparation of the Proposal and report to the Court under section 2(2) of the Insolvency Act 1986;
 - b) the business and assets of the Company as a whole have not been professionally valued. The realisable asset values contained in the Statement of Affairs have been estimated by the Directors based on book values adjusted for available current market information. The Nominees have reviewed the asset values for reasonableness, although no detailed audit has been carried out;
 - c) the Nominees are not aware of any reason to believe that the information provided by the Directors in relation to the estimate of the liabilities of the Company cannot be relied on by the creditors and the shareholder of the Company. On that basis, the Nominees consider that reliance can be placed on such estimate;
 - d) the Directors have been totally co-operative and have provided the Nominees with all necessary information;
 - e) details of the security granted by the Company are set out in Schedule 13 to the Proposal;
 - f) the Directors and Nominees have informally approached a number of the Company's creditors to discuss the possibility of proposing a CVA in similar terms to that set out in the Proposal. The discussions with creditors did not cause the Directors and the Nominees to change their opinions that there was a reasonable prospect of the CVA being approved and implemented;
 - g) so far as the Nominees are aware, there have been no previous failures of the Company;
 - h) the Directors have prepared estimated outcome statements setting out the estimated returns which creditors may expect (i) in an administration of the Company (ii) in a liquidation of the Company and (iii) in a successful CVA. Those statements are set out in Schedule 9 to the Proposal and demonstrate that creditors would receive a greater return under the CVA than if the Company were to enter administration or liquidation. Therefore, the CVA is more beneficial for creditors of the Company than administration or liquidation;
 - i) the Nominees note that the Statement of Affairs prepared by the Directors has been made up to 24 March 2018 being the nearest practical date, but which is earlier than the earliest date prescribed under Rule 2.6(2) of the Rules for the Statement of Affairs to be made up to. The Nominees are satisfied that, being the latest available management information, there have been no material changes to the assets and liabilities since that date and on that basis they have allowed an extension of the prescribed period in accordance with Rule 2.6(3) of the Rules;

- j) if the Proposal is rejected by the Company's creditors, the likely effect is that the Company will enter administration or liquidation; and
- k) the Nominees are not aware of any claims which might be capable of being pursued by a liquidator or administrator of the Company if one were appointed.

IN THE HIGH COURT OF JUSTICE

CHANCERY DIVISION

IN THE MATTER OF: MOTHERCARE UK LIMITED (Registered Number: 00533087)

**COMPANY VOLUNTARY ARRANGEMENT under Part I of the Insolvency Act 1986
(as amended)**



CR-2018-004127

CHAIR'S REPORT

**of the Creditors' Decision Procedure and of the Meeting of Members of the
Company in relation to a Proposal for a Company Voluntary Arrangement (the
'Proposal')**

THIS REPORT is made by James Robert Tucker, licensed insolvency practitioner and partner in KPMG LLP, 15 Canada Square, Canary Wharf, London, E14 5GL (the 'Chair'), and one of the Joint Supervisors of the voluntary arrangement of the Company, pursuant to the provisions of Section 4(6) of the Insolvency Act 1986 (the 'Act') and Rule 2.38 of the Insolvency (England and Wales) Rules 2016 (the 'Rules') and is the Chair's Report on the result of the creditors' decision procedure and the meeting of members of the Company contemplated by such Section and Rule.

1 CREDITORS' DECISION PROCEDURE

- 1.1 Pursuant to Section 3 of the Act, a decision by correspondence was sought from the creditors.
- 1.2 On 17 May 2018, a threshold was met by creditors requesting a physical meeting to consider the company voluntary arrangement.
- 1.3 A physical meeting was held at De Vere Grand Connaught Rooms, 61-65 Great Queen Street, London, WC2B 5DA at 10:00 am on 1 June 2018.
- 1.4 The Chair briefly explained at the meeting of creditors that the legislation which deals with company voluntary arrangements is contained in Part 1 of the Act.
- 1.5 The Chair noted that as convenor of the meeting and pursuant to Rule 2.34 he was Chair thereof. The Chair asked whether there was any objection to the notice of meeting and the Proposal all as despatched to creditors on 17 May 2018 being taken as read and there was none.
- 1.6 The Chair confirms that creditors were asked if they wished to propose any modification to the Proposal. None did so.
- 1.7 The following decisions ('Decisions (a), (b) and (c)') were proposed.
 - a. "That the proposed voluntary arrangement be approved";
 - b. "That any act to be done by the supervisors in connection with the arrangement may be done by all or any one or more of them" and
 - c. "That the basis of the Supervisors' remuneration be approved, in accordance with Schedules 4 and 11 of the CVA Proposal"

- 1.8 A decision of creditors was taken on Decisions (a), (b) and (c). Set out in Appendices 1 to 4 are summaries and lists of the creditors (with their respective values), showing how they voted on Decisions (a), (b) and (c).
- 1.9 The requisite majority to approve a decision is a majority of three-quarters or more in value of creditors voting on the decisions. Having regard (inter alia) to the provisions of Rule 15.34, the Chair confirms that Decisions (a), (b) and (c) were passed.
- 1.10 Accordingly, the Proposal was approved by the creditors without modification.

2 MEETING OF THE COMPANY

- 2.1 Pursuant to Section 3 of the Act, the meeting of the Company was held at De Vere Grand Connaught Rooms, 61-65 Great Queen Street, London, WC2B 5DA on 1 June 2018 at 1:30 pm.
- 2.2 The Chair noted that the legislation which deals with company voluntary arrangements was contained in Part 1 of the Act.
- 2.3 The Chair noted that as convenor of the meeting and pursuant to Rule 2.34 he was Chair thereof. The Chair asked whether there was any objection to the notice of meeting and the Proposal all as despatched on 17 May 2018 being taken as read and there was none.
- 2.4 The following resolution ('Shareholder's Resolution (d)') was then proposed:
- (d) "That the proposed company voluntary agreement be approved".
- 2.5 Appendix 5 to this report shows how the shareholder voted on Shareholder's Resolution (d).
- 2.6 It was noted that Shareholder's Resolution (d) was to be regarded as passed if voted for by more than one-half in value (determined by reference to the number of votes conferred on each shareholder by the Company's Articles of Association) of the shareholders present in person or by proxy and voting on Shareholder's Resolution (d). Having regard (inter alia) to the provisions of Rule 2.36, the Chair declared Shareholder's Resolution (d) passed.
- 2.7 Accordingly, the Proposal was approved by the shareholder of the Company.

EC Regulation on Insolvency Proceedings (Recast)

- 1.1 In the opinion of the Joint Supervisors, given that the Company's registered office is located in England, this is where the Company conducts the administration of its interests in a way that is ascertainable by third parties and, in the absence of evidence to the contrary, the Company's centre of main interests is in England. Accordingly, the EU Regulation on Insolvency Proceedings (Recast) (Regulation (EU) no.2015/848) applies to the company voluntary arrangement and these proceedings are main proceedings as defined by Article 3 of that regulation.

Signed: J. Tucker

Dated: 6 June 2018

James Robert Tucker

Convener of the Creditors and the Company Meetings

Mothercare UK Limited – under a Company Voluntary Arrangement

Appendix 1

Details of voting on Decisions (a), (b) and (c)

Voting in respect of Decision (a) “that the proposed voluntary arrangement be approved”:

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	348,906,535.87	98%
Against the above decision:		
Creditors listed in Appendix 3	7,181,689.43	2%
Abstained from voting on the decision		
Creditors listed in Appendix 4	151,712.06	0%
	<hr/>	
	356,239,937.36	

The above figures include voting by connected creditors. The table below summarises the voting position excluding the connected creditors.

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	171,358,086.93	96%
Against the above decision:		
Creditors listed in Appendix 3	7,181,689.43	4%
Abstained from voting on the decision		
Creditors listed in Appendix 4	151,712.06	0%
	<hr/>	
	178,691,488.42	

Voting in respect of Decision (b) "That any act to be done by the supervisors in connection with the arrangement may be done by all or any one or more of them".

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	348,760,312.82	98%
Against the above decision:		
Creditors listed in Appendix 3	3,794,548.92	1%
Abstained from voting on the decision		
Creditors listed in Appendix 4	2,059,163.50	1%
	<hr/>	
	354,614,025.24	

The above figures include voting by connected creditor(s). The table below summarises the voting position excluding the connected creditor(s)

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	171,211,863.88	97%
Against the above decision:		
Creditors listed in Appendix 3	3,794,548.92	2%
Abstained from voting on the decision		
Creditors listed in Appendix 4	2,059,163.50	1%
	<hr/>	
	177,065,576.30	

Voting in respect of Decision (c) "That the basis of the Supervisors' remuneration be approved, in accordance with section 17.2 of Part 3 (page 38) of the CVA Proposal":

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	183,249,965.85	99%
Against the above decision:		
Creditors listed in Appendix 3	891,527.78	0%
Abstained from voting on the decision		
Creditors listed in Appendix 4	193,855.06	0%
	<hr/>	
	184,335,348.69	

The above figures include voting by connected creditors. The table below summarises the voting position excluding the connected creditor(s).

	£	% of voting creditors
For the above decision:		
Creditors listed in Appendix 2	5,701,516.91	84%
Against the above decision:		
Creditors listed in Appendix 3	891,527.78	13%
Abstained from voting on the decision		
Creditors listed in Appendix 4	193,855.06	3%
	<hr/>	
	6,786,899.75	

Mothercare UK Limited – under a Company Voluntary Arrangement

Appendix 2

List of creditors voting “for” decision (a)

Connected Creditors	Voting value (£)
Childrens World Limited	63,700,000.00
Early Learning Centre Limited	100,848,448.94
Mothercare (Holdings) Limited	13,000,000.00
Sub-total	177,548,448.94

Unconnected Creditor	Voting value (£)
Aviva	111,154.99
Aviva	423,243.59
Aviva	229,922.13
Aviva	331,999.34
CIP Property (AIPT) Limited	273,726.30
Columbia Threadneedle	117,587.47
Crown Estates	70,556.46
Crown Estates	222,390.07
Crown Estates	241,054.56
Derwent Holdings Limited	207,200.70
Eagle Crest (Sunderland) Ltd	65,000.00
Henderson	163,467.22
Henderson	338,619.93
Houndstone Ltd	93,344.00
Intu	211,417.68
La Salle	121,223.92
BNP Paribas	182,197.03
CIP Property (AIPT) Limited	114,668.15
Land Securities	414,523.24
Land Securities	215,349.50
Land Securities	70,281.63
Local Authorities Mutual Inv Trust Prop Fund	228,834.50
New River	167,440.25
New River	65,666.00
BNP Paribas	130,305.94
BNP Paribas	156,773.66
The Council of the Borough of Torbay	274,460.25
USS	202,619.58
Artsana UK Ltd	876,926.44
Aykroyd Sons Ltd	328,676.13
Bababing Limited	8,363.45
BEBELEPHANT LTD	11,411.94
BIRTH EASE LTD	3,460.59
Britax Excelsior Ltd	747,839.70
BROOKNIGHT SECURITY LTD	59,958.13

Central Medical Supplies Ltd	80,218.32
Cheeky Rascals Ltd	29,631.03
Close Parent Ltd	21,617.83
Columbus Trading Partners GMBH Co	492,406.98
Cooneen Textiles Ltd	242,723.30
Cosatto Ltd	473,746.26
Diono UK	32,631.70
Dorel Juvenile Group UK	1,345,898.50
East Coast Nursery Products Ltd	206,791.59
GREEN SHEEP GROUP LTD	151,562.98
Hardenberg Co Ltd	446,761.63
HERMES PARCELNET LTD	56,450.12
I-CANDY WORLD LIMITED	94,142.92
ITAB Shop Concept UK Ltd	10,402.01
Jackel International Ltd	2,412,221.45
JUST JAMIE PAUL RICH LTD	150,498.52
Kit for Kids	63,037.22
Lansinoh Laboratories	69,204.46
Lifemarque Ltd	66,581.05
MGA Entertainment (UK) Ltd	54,375.86
Newell Rubbermaid UK Ltd	24,285.52
NUBY UK LLP	87,401.57
PAUL DENNICCI	278,230.48
Plum Products Ltd	5,334.32
Prism	29,271.53
R G Jarrett Ltd	645,323.47
Recaro UK Ltd	59,950.83
Relyon Ltd	969,564.29
RNW Holdings Ltd - Mgt Fees	51,733.77
Royce Lingerie Ltd	389,441.17
Rushton Ablett Ltd ta Wm Lamb	82,608.17
SABER INTERNATIONAL LIMITED	15,147.93
Silver Cross UK Ltd	3,489,461.81
SIMBA SMOBY TOYS (UK) LTD	1,326.34
SKIP HOP UK LTD	56,470.04
SMP Group	193,212.72
Team Tex (UK) Ltd	892,274.08
THORNTON ROSS LTD	1,858.90
Toiletry Sales LTD	94,140.51
Vital Innovations Ltd	85,008.83
Westcroft Construction Consultants	12,990.00
Worlds Apart Ltd	8,525.67
Vitae Financial Recruitment	15,249.60
Peter Egner Associates Limited	22,140.00
AIA Services Limited	118,200.00
Astound Commerce Limited	63,000.00
Rainbow Designs	5,878.00
Child Seat Safety Limited	10,068.00
British Gas Business	357,253.00
Bestrustees plc	6,907.20
TPS Visual Communications	9,348.00
Stobbs (IP) Ltd	6,447.00
RGIS Inventory Specialties	5,442.00

Purles Ltd	46,214.00
Mamas and Papas	3,151.00
The Board of the Pension Protection Fund (staff)	100,300,000.00
The Board of the Pension Protection Fund (exec)	46,000,000.00
Employees	2,932,659.00
Sub-total	171,358,086.93
Total	348,906,535.87

List of creditors voting "for" decision (b)

Connected Creditors	Voting value (£)
Childrens World Limited	63,700,000.00
Early Learning Centre Limited	100,848,448.94
Mothercare (Holdings) Limited	13,000,000.00
Sub-total	177,548,448.94

Unconnected Creditor	Voting value (£)
Aviva	111,154.99
Aviva	423,243.59
Aviva	229,922.13
Aviva	331,999.34
CIP Property (AIPT) Limited	273,726.30
Columbia Threadneedle	117,587.47
Crown Estates	70,556.46
Crown Estates	222,390.07
Crown Estates	241,054.56
Derwent Holdings Limited	207,200.70
Eagle Crest (Sunderland) Ltd	65,000.00
Essex County Council Pension Fund	96,124.50
Genova North West Limited	73,014.15
Henderson	163,467.22
Henderson	338,619.93
Houndstone Ltd	93,344.00
Intu	211,417.68
M&G	298,974.53
BNP Paribas	182,197.03
CIP Property (AIPT) Limited	114,668.15
Local Authorities Mutual Inv Trust Prop Fund	228,834.50
M&G	95,991.65
M&G	348,932.26
M&G	487,762.82
New River	167,440.25
New River	65,666.00
BNP Paribas	130,305.94
BNP Paribas	156,773.66
USS	202,619.58
Artsana UK Ltd	876,926.44
Aykroyd Sons Ltd	328,676.13
Bababing Limited	8,363.45
BEBELEPHANT LTD	11,411.94
BIRTH EASE LTD	3,460.59
Britax Excelsior Ltd	747,839.70
BROOKNIGHT SECURITY LTD	59,958.13
Central Medical Supplies Ltd	80,218.32
Cheeky Rascals Ltd	29,631.03
Close Parent Ltd	21,617.83
Columbus Trading Partners GMBH Co	492,406.98
Cooneen Textiles Ltd	242,723.30

Cosatto Ltd	473,746.26
Diono UK	32,631.70
Dorel Juvenile Group UK	1,345,898.50
East Coast Nursery Products Ltd	206,791.59
GREEN SHEEP GROUP LTD	151,562.98
Hardenberg Co Ltd	446,761.63
HERMES PARCELNET LTD	56,450.12
I-CANDY WORLD LIMITED	94,142.92
ITAB Shop Concept UK Ltd	10,402.01
Jackel International Ltd	2,412,221.45
Kit for Kids	63,037.22
Lansinoh Laboratories	69,204.46
Lifemarque Ltd	66,581.05
MGA Entertainment (UK) Ltd	54,375.86
Newell Rubbermaid UK Ltd	24,285.52
NUBY UK LLP	87,401.57
PAUL DENNICCI	278,230.48
Plum Products Ltd	5,334.32
Prism	29,271.53
R G Jarrett Ltd	645,323.47
Recaro UK Ltd	59,950.83
Relyon Ltd	969,564.29
RNW Holdings Ltd - Mgt Fees	51,733.77
Royce Lingerie Ltd	389,441.17
Rushton Ablett Ltd ta Wm Lamb	82,608.17
SABER INTERNATIONAL LIMITED	15,147.93
Silver Cross UK Ltd	3,489,461.81
SIMBA SMOBY TOYS (UK) LTD	1,326.34
SKIP HOP UK LTD	56,470.04
SMP Group	193,212.72
Team Tex (UK) Ltd	892,274.08
Toiletry Sales LTD	94,140.51
Vital Innovations Ltd	85,008.83
Westcroft Construction Consultants	12,990.00
Worlds Apart Ltd	8,525.67
Vitae Financial Recruitment	15,249.60
Peter Egner Associates Limited	22,140.00
Astound Commerce Limited	63,000.00
Child Seat Safety Limited	10,068.00
British Gas Business	357,253.00
Bestrustees plc	6,907.20
TPS Visual Communications	9,348.00
Stobbs (IP) Ltd	6,447.00
RGIS Inventory Specialties	5,442.00
Purles Ltd	46,214.00
Mamas and Papas	3,151.00
The Board of the Pension Protection Fund (staff)	100,300,000.00
The Board of the Pension Protection Fund (exec)	46,000,000.00
Employees	2,757,910.00
Sub-total	171,211,863.88

Total	348,760,312.82
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List of creditors voting "for" decision (c)

Connected Creditors	Voting value (£)
Childrens World Limited	63,700,000.00
Early Learning Centre Limited	100,848,448.94
Mothercare (Holdings) Limited	13,000,000.00
Sub-total	177,548,448.94

Unconnected Creditor	Voting value (£)
Aviva	111,154.99
Aviva	423,243.59
Aviva	229,922.13
Aviva	331,999.34
CIP Property (AIPT) Limited	273,726.30
Eagle Crest (Sunderland) Ltd	65,000.00
Essex County Council Pension Fund	96,124.50
Houndstone Ltd	93,344.00
CIP Property (AIPT) Limited	114,668.15
New River	167,440.25
New River	65,666.00
BROOKNIGHT SECURITY LTD	59,958.13
Cheeky Rascals Ltd	29,631.03
East Coast Nursery Products Ltd	206,791.59
Hardenberg Co Ltd	446,761.63
I-CANDY WORLD LIMITED	94,142.92
Lansinoh Laboratories	69,204.46
MHP Communications	2,053.48
NUBY UK LLP	87,401.57
Plum Products Ltd	5,334.32
RNW Holdings Ltd - Mgt Fees	51,733.77
Rushton Ablett Ltd ta Wm Lamb	82,608.17
SABER INTERNATIONAL LIMITED	15,147.93
SIMBA SMOBY TOYS (UK) LTD	1,326.34
SKIP HOP UK LTD	56,470.04
Team Tex (UK) Ltd	892,274.08
Toiletry Sales LTD	94,140.51
Vital Innovations Ltd	85,008.83
Westcroft Construction Consultants	12,990.00
Worlds Apart Ltd	8,525.67
British Gas Business	357,253.00
Bestrustees plc	6,907.20
Stobbs (IP) Ltd	6,447.00
Mamas and Papas	3,151.00
Employees	1,053,965.00
Sub-total	5,701,516.91

Total	183,249,965.85
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Mothercare UK Limited – under a Company Voluntary Arrangement

Appendix 3

List of creditors voting “against” decision (a)

Unconnected Creditor	Voting value (£)
British Land	364,429.00
British Land	373,335.00
British Land	219,012.00
British Land	210,987.92
British Land	131,150.05
British Land	190,643.06
British Land	193,040.00
British Land	128,120.72
British Land	227,054.32
British Land	303,842.75
Albany Courtyard Investments	40,745.33
Columbia Threadneedle	210,797.30
Crown Estates	166,028.15
Essex County Council Pension Fund	96,124.50
F&C Reitt	202,338.00
Friars Walk LH Limited	81,028.00
Genova North West Limited	73,014.15
Hermes	191,315.25
M&G	298,974.53
JTC Fund Solutions (Jersey) Ltd	203,730.93
KW Niobe Ltd	150,822.74
L & C Estates Ltd	40,956.35
L&G	112,533.15
L&G	54,673.00
Land Securities	58,285.23
Llandudno Holdings LLP	23,720.18
M&G	95,991.65
M&G	348,932.26
M&G	487,762.82
Marks & Spencer PLC	379,476.85
Schroder	113,534.08
Schroder	169,835.59
St Georges Leicester Unit Trust	229,292.18
Standard Life	112,290.07
British Land	126,391.49
Standard Life	73,040.38
Standard Life	189,736.98
Standard Life	314,655.25
Town Centre Securities PLC	51,584.00
UBS Triton Property Fund	134,178.50
Employees	8,285.73
Total	7,181,689.43

List of creditors voting "against" decision (b)

Unconnected Creditor	Voting value (£)
British Land	364,429.00
British Land	373,335.00
British Land	219,012.00
British Land	210,987.92
British Land	131,150.05
British Land	190,643.06
British Land	193,040.00
British Land	128,120.72
British Land	227,054.32
British Land	303,842.75
Albany Courtyard Investments	40,745.33
Crown Estates	166,028.15
F&C Reitt	202,338.00
Friars Walk LH Limited	81,028.00
KW Niobe Ltd	150,822.74
L & C Estates Ltd	40,956.35
L&G	112,533.15
L&G	54,673.00
Schroder	113,534.08
Schroder	169,835.59
British Land	126,391.49
Town Centre Securities PLC	51,584.00
UBS Triton Property Fund	134,178.50
Employees	8,285.73
Total	3,794,548.92

List of creditors voting "against" decision (c)

Connected Creditors	Voting value (£)
F&C Reitt	202,338.00
KW Niobe Ltd	150,822.74
L&G	112,533.15
Schroder	113,534.08
Schroder	169,835.59
UBS Triton Property Fund	134,178.50
Employees	8,285.73
Total	891,527.78

Mothercare UK Limited – under a Company Voluntary Arrangement

Appendix 4

List of creditors “abstaining” from voting either for or against decision (a):

Unconnected Creditor	Voting value (£)
Executives Online Recruitment Ltd	5,535.00
Mattel UK Ltd	8,560.02
Nursery Connections	44,007.00
OfficeTeam Limited	32,670.04
Cornerstone Quantity Surveyors	7,200.00
Employees	53,740.00
Total	151,712.06

List of creditors “abstaining” from voting either for or against decision (b):

Unconnected Creditor	Voting value (£)
Columbia Threadneedle	210,797.30
La Salle	121,223.92
Land Securities	414,523.24
Land Securities	215,349.50
Land Securities	58,285.23
Land Securities	70,281.63
Llandudno Holdings LLP	23,720.18
The Council of the Borough of Torbay	274,460.25
Central Medical Supplies Ltd	80,218.32
Executives Online Recruitment Ltd	5,535.00
GREEN SHEEP GROUP LTD	151,562.98
Mattel UK Ltd	8,560.02
Nursery Connections	44,007.00
OfficeTeam Limited	32,670.04
THORNTON ROSS LTD	1,858.90
AIA Services Limited	118,200.00
Rainbow Designs	5,878.00
Cornerstone Quantity Surveyors	7,200.00
Employees	214,832.00
Total	2,059,163.50

List of creditors “abstaining” from voting either for or against decision (c):

Unconnected Creditor	Voting value (£)
Mattel UK Ltd	8,560.02
Nursery Connections	44,007.00
OfficeTeam Limited	32,670.04
Employees	108,618.00
Total	193,855.06

Mothercare UK Limited – under a Company Voluntary Arrangement

Appendix 5

Details of shareholders present or represented and voting “for” decision (d):

Shareholders	Shareholding value (£)
Mothercare (Holdings) Limited	1.00
Total	1.00

Details of shareholders present or represented and voting “against” decision (d):

Shareholders	Shareholding value (£)
-	-
Total	-

Details of shareholders present or represented and “abstaining” from voting either for or against decision (d):

Shareholders	Shareholding value (£)
-	-
Total	-

CVA1

Notice of voluntary arrangement taking effect



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	Marie Hayden
Company name	KPMG LLP
Address	15 Canada Square
	Canary Wharf
Post town	London
County/Region	
Postcode	E 1 4 5 G L
Country	
DX	
Telephone	Tel +44 (0) 20 7311 1000



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