

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.

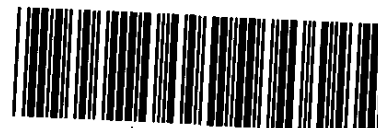
CVA1

Notice of voluntary arrangement taking effect



Companies House

TUESDAY



A14 *A7E9ZMFV*
11/09/2018 #292
COMPANIES HOUSE

1	Company details	
Company number	0 2 4 3 0 9 5 5	→ Filling in this form Please complete in typescript or in bold black capitals.
Company name in full	SUK Retail Limited	
2	Supervisor's name	
Full forename(s)	Daniel Francis	
Surname	Butters	
3	Supervisor's address	
Building name/number	1 New Street Square	
Street		
Post town	London	
County/Region		
Postcode	E C 4 A 3 H Q	
Country		
4	Supervisor's name ^①	
Full forename(s)	Robert James	① Other supervisor Use this section to tell us about another supervisor.
Surname	Harding	
5	Supervisor's address ^②	
Building name/number	1 New Street Square	② Other supervisor Use this section to tell us about another supervisor.
Street		
Post town	London	
County/Region		
Postcode	E C 4 A 3 H Q	
Country		

CVA1

Notice of voluntary arrangement taking effect

6 Date CVA took effect

Date

d	0	d	6	m	0	m	9	y	2	y	0	y	1	y	8
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

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

[Handwritten signature]

X

Signature date

d	1	d	0	m	0	m	9	y	2	y	0	y	1	y	8
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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	Jessica Hough
Company name	Deloitte LLP
Address	1 New Street Square
Post town	London
County/Region	
Postcode	E C 4 A 3 H Q
Country	
DX	
Telephone	+44 121 632 6000



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

In the High Court of Justice 8234 of 2018

In the matter of: SUK Retail Limited ("the Company")

Company Voluntary Arrangement ("the CVA") under Part I of the Insolvency Act (as amended) in respect of the Company

Chairperson's Report made under Sections 4(6) and 4(6A) of the Insolvency Act 1986 (as amended) ("the Act") and Rule 2.38 of the Insolvency (England & Wales) Rules 2016 ("the Rules")

This is the report of Daniel Francis Butters of Deloitte LLP, 4, Brindleyplace, Birmingham, B1 2HZ licensed Insolvency Practitioner ("the Chairperson") on the result of the consideration of the Proposal by creditors and shareholders of the Company.

Creditors' Decision Procedure

1. Pursuant to section 3 of the Act, and the requirements of section 246ZE of the Act having been met, Notice convening a meeting of creditors of the Company for the purpose of considering the Proposal was given on 20 August 2018 to every known creditor of the Company for whom an address was known.
2. Creditors were provided with the information required by rule 2.25(4) of the Rules and asked to decide on the following resolutions ("the Creditors' Resolutions"):
 - For the acceptance of the proposed voluntary arrangement as circulated; and
 - That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them.

Meeting of Creditors

3. The creditors' meeting was convened at the request of creditors in accordance with rules 15.6 and 2.31 of the Rules and section 246ZE of the Act, and was held at ETC County Hall Riverside Building, Belvedere Road, London, SE1 7PB on 06 September 2018 at 11.00.
4. At the meeting of creditors the Chairperson briefly explained that the legislation which dealt with voluntary arrangements was contained in Part I of the Act.
5. The Chairperson advised those present at the meeting that as convenor of the meeting and pursuant to Rule 2.34, he was Chairperson.
6. The Chairperson confirmed that a short presentation to provide an overview of the events leading to the CVA proposal, its key terms and an outline of the voting procedure had been prepared; in the light of this the Chairperson asked whether there was any objection to the notice of meeting and the proposal for a company voluntary arrangement under Part I of the Insolvency Act 1986 (as amended) ("the Proposal"), as dispatched to creditors and the shareholder on 20 August 2018, being taken as read.
7. The Chairman and Chris Yates (CEO) of the Company then made the short presentation and invited questions from the floor.

8. The Chairperson then asked whether any creditor (or any other person entitled to do so) present or represented at the meeting wished to propose any modification to the Proposal. No modifications were proposed.
9. The following resolutions ("the Creditors' Resolutions") were then proposed:
 - For the acceptance of the proposed voluntary arrangement as circulated; and
 - That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them.
10. A vote was then taken on the Creditors' Resolution. Set out in Schedules 1 and 2 of this report is a list of the creditors (with their respective values) who were present or represented at the meeting, showing how they voted on the Creditors' Resolutions.
11. It was noted that the requisite majority to pass a resolution was a majority in excess of three-quarters in value of creditors present in person or by proxy and voting on the *Creditors' Resolutions*. The provisions of rule 15.34(3) and (4) of the Rules were also noted. Having regard to the provisions of rule 15.34 of the Rules, the Chairperson declared the Creditors' Resolutions were passed.
12. Accordingly, the Proposal was approved by the creditors without modification.

Meeting of the Company

13. Pursuant to section 3 of the Act, the Shareholders' Meeting took place at ETC County Hall Riverside Building, Belvedere Road, London, SE1 7PB on 06 September 2018 at 12.30.
14. At the meeting of the Company the Chairperson briefly explained that the legislation which dealt with voluntary arrangements was contained in Part I of the Act.
15. The Chairperson advised those present at the meeting that as convenor of the meeting and pursuant to rule 2.34 of the Rules he was Chairperson. The Chairperson asked whether there was any objection to the notice of meeting and the proposal for a company voluntary arrangement under Part I of the Insolvency Act 1986 (as amended) ("the Proposal"), as dispatched to creditors and shareholders on 20 August 2018, being taken as read and there were no objections.
16. The Chairperson then outlined all modifications made or proposed and asked whether the shareholder (or any other person entitled to do so) present or represented at the meeting wished to propose any further modifications to the Proposal. No modifications were proposed.
17. The following resolutions ("the Shareholder's Resolutions") was then proposed:
 - For the acceptance of the proposed voluntary arrangement as circulated; and
 - That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them.
18. A vote was then taken on the Shareholder's Resolutions.
19. Set out in Schedule 2 to this report is a list of the sole shareholder (with their respective value) who were present or represented at the meeting, showing how they voted on the Shareholder's Resolutions.

20. It was noted that the Shareholder's Resolutions were 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 the Shareholder's Resolutions. Having regard to the provisions of Rule 2.36, the Chairperson declared the Shareholder's Resolutions passed.

21. Accordingly, the Proposal was approved by the Shareholders without modification.

EU Regulation on Insolvency Proceedings

In the opinion of the supervisors, the EU Regulation on Insolvency Proceedings applies to the voluntary arrangement and these proceedings are main proceedings as defined by Article 3 of that regulation.

Signature: 
Daniel F Butters
Chairperson of the Meetings

Dated: 07/09/2018

Schedule 1

In the matter of the Insolvency Act 1986 and in the matter of SUK Retail Limited

Details of the Creditors' voting for the resolution contained in the Chairperson's report "For the acceptance of the proposed voluntary arrangement as circulated."

Summary of Creditors' voting including Connected persons		
	£	%
In favour of the above Resolution	39,229,451	91.3
Creditors Listed at Appendix 1		
	£	%
Against the above Resolution	3,760,236	8.7
Creditors Listed at Appendix 2		

Summary of creditors voting in accordance with rule 15.34 of the Rules – excluding connected persons		
	£	%
In favour of the above Resolution	39,189,606	91.2
Creditors Listed at Appendix 1		
	£	%
Against the above Resolution	3,760,236	8.8
Creditors Listed at Appendix 2		

	£
Votes abstaining	412,689

Schedule 1 - Appendix 1

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of creditors present or represented and voting In Favour of the resolution contained in the Chairperson's report "For the acceptance of the proposed voluntary arrangement as circulated."

Names and respective value of claim for voting purposes – Unconnected creditors

Creditor name	£
3M UK PLC	50,700
ACCO UK LTD	189,767
ACME UNITED EUROPE LTD	5,706
Aegon UK Property Fund Ltd	139,234
ALSER UK LTD	158,598
Aviva Investors Pensions Ltd	149,410
Aviva Life & Pensions UK	197,754
Basingstoke and Deane BC	104,510
BIC (EURO)	4,328
Blackrock	85,959
BONG UK LTD	33,448
British Airways Pension Trustees Ltd	125,307
Brookhouse Group Ltd	182,887
Buckingham Country Council	171,356
CANON UK	233,293
CASTELAN LTD	43,631
CATCHPOINT (UK) LIMITED	26,901
CATHEDRAL PRODUCTS UK LTD	25,295
Catterick Estates	56,527
CGIS Hull Ltd	70,473
Chelmsford City Council	38,448
Cheval Property Holdings Ltd	876,767
Citygate Developments No1 Limited	261,199
CLEANING AND PAPER DISPOSABLES PLC	1,107
Coal Staff Superannuation Scheme Trustees Ltd (LaSalle)	176,361

COLLINS DEBDEN LTD	137,595
DHL Service Point	272,237
DUPLO INTERNATIONAL LTD	29,931
DURABLE UK LTD	3,782
EDDING UK LTD	85,267
Eskmuir Securities	242,897
EXACLAIR LIMITED	21,960
FLB GROUP LIMITED	18,714
FLOORTEX EUROPE LIMITED	18,540
FONTHILL WATERS LIMITED	5,242
GENIE GMBH & CO.KG	16,577
HAMELIN BRANDS LTD	156,552
Hammerson (Parc Tawe 1) Ltd	131,489
Heinz Pension Plans Prop Inv Fund (CBRE GI)	75,031
HELIX TRADING LIMITED	23,280
HENKEL LTD	38,527
Highshore Commercial Ltd	254,414
HILCO PROFIT RECOVERY	66,889
HP INC UK LTD	137,806
HSBC Bank Pension Trust (UK) Ltd (Lasalle)	117,910
IMPRINT CREATIVE PRINT SOLUTIONS LTD	54,578
IRCP (Clients of HSF)	197,843
JAYTEX (MANCHESTER) LIMITED	5,700
KENDON FLEXOCARE LTD	2,731
Lafarge (UK) Pension Trustees Ltd (Knight Frank Investors)	129,451
LPFA c/o Knight Frank Investment Management	234,026
LS Retail Warehouses Limited	304,589
MAJA-WERK, MANFRED JAROSCH GMBH & CO.	96,900
MCVEIGH TECHNICAL SOLUTIONS LTD	28,758
Newcast Property Developments (One) Limited and Newcast Property Developments (Two) Limited	114,078
NEWELL RUBBERMAID UK LTD	261,962
NewRiver Retail (Portfolio No5) Ltd	116,868
NILGOSC (LaSalle), was Homebase	87,943
NPOWER LIMITED	194,087
Nuffield College	99,524
OO Retail Limited	26,172,710

Otium Real Estate	127,448
Oxford City Council	38,248
PAD PROPERTY CARE SERVICES LTD	6,873
Pan Albion LLP	150,495
PCMS GROUP LIMITED	518,640
PERFECT COLOURS LTD	186,650
PRECISION PRINTING CO LTD	62,012
PRICING PEOPLE	31,633
Prop Inv Trust for Charities (Mayfair Capital)	142,196
PUKKA PADS 2000 LTD	43,503
REALLY USEFUL PRODUCTS LTD	170,606
Ropemaker Properties Limited	76,856
Royal & Sun Alliance Insurance PLC	183,779
Sheet Anchor Evolve Ltd	186,214
St James Place PUT (Orchard Street)	27,250
STABILO INTERNATIONAL GMBH	56,539
STAEDTLER (U.K.) LIMITED	52,425
STAR PROPERTY SOLUTIONS LTD	7,500
STREAMLINE CORPORATE LTD	5,253
Suttons Hospital in Charterhouse	87,529
SYSTEM PROFESSIONAL	63,177
TAPI - Sublet (LL M&G)	87,707
TESA UK LTD	1,528
Tesco's Stores	532,281
Threadneedle Pensions Limited	29,417
Threadneedle Prop Unit Trust	89,817
TLT SOLICITORS	107,449
Tollgate Partnership Ltd	64,778
TPP DIGITAL FINANCE LTD	47,668
UK MAIL	44,800
UP GLOBAL SOURCING LTD	25,807
Watford Borough Council	70,336
WEST DESIGN PRODUCTS LTD	49,610
WESTCOAST LIMITED	2,146,869
WHITECROFT ESSENTIALS (LYDNEY) LTD RETAIL	3,749
Wickes Building Supplies Ltd	171,461

XEROX (UK) LTD

94,922

Zurich Assurance Ltd

31,227

39,189,606

Names and respective value of claim for voting purposes – Connected creditors

Creditor name

£

Employees (43 in number)

39,846

Schedule 1 - Appendix 2

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of creditors present or represented and voting Against the resolution contained in the Chairperson's report "For the acceptance of the proposed voluntary arrangement as circulated."

Names and respective value of claim for voting purposes – Unconnected creditors

Creditor name	£
Aberdeen UK Property Fund	1,066,074
AEW UK Core Property Fund	175,001
BL Doncaster Wheatley Ltd	78,010
Carlisle City Council	60,592
Cheshire West & Chester Council	59,816
City of Lincoln Council	77,274
Coal Pension Properties Ltd (LaSalle)	259,421
Coal Pension Properties Ltd (LaSalle)	72,703
Doncaster MBC	119,241
Legal & General Property Ltd	196,657
Legal and General Property Partners (Industrial Fund) Ltd	101,032
Lidl UK (GmbH) formerly TE Beteiligungs GmbH	134,645
Nationwide Pension Fund T'Tee (LaSalle)	76,206
Prudential Assurance Company Ltd (M&G)	685,178
Sheffield City Council	77,693
Shropshire Council	49,864
SI Pension Trustees Limited	197,957
Slough Trading Estate Ltd	85,487
Stockton Retail Park Ltd	35,857
Torbay Council	86,960
West Berkshire Council	64,568
	<u>3,760,236</u>

Names and respective value of claim for voting purposes –Connected creditors

No connected creditor votes.

Schedule 1 - Appendix 3

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of creditors present or represented and abstaining from voting on the resolution contained in the Chairperson's report "For the acceptance of the proposed voluntary arrangement as circulated."

Names and respective value of claim for voting purposes – Unconnected creditors

Creditor name	£
GVA GRIMLEY LTD	132,000
Huntingdonshire DC	96,138
MITSUBISHI PENCIL CO UK LTD	48,858
Paloma Capital	50,204
VANDERLANDE IND LTD	<u>85,489</u>
	<u>412,689</u>

Names and respective value of claim for voting purposes – Connected creditors

No connected creditors abstained.

Schedule 2

In the matter of the Insolvency Act 1986 and in the matter of SUK Retail Limited

1. Details of the Creditors' voting for the resolution contained in the Chairperson's report "That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them"

Summary of Creditors' voting including Connected persons		
	£	%
In favour of the above Resolution	40,271,726	93.7
Creditors Listed at Appendix 1		
	£	%
Against the above Resolution	2,717,961	6.3
Creditors Listed at Appendix 2		

Summary of creditors voting in accordance with rule 15.34 of the Rules – excluding connected persons		
	£	%
In favour of the above Resolution	40,231,881	93.7
Creditors Listed at Appendix 1		
	£	%
Against the above Resolution	2,717,961	6.3
Creditors Listed at Appendix 2		

	£
Votes abstaining	412,689

Schedule 2 - Appendix 1

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of creditors present or represented and voting In Favour of the resolution contained in the Chairperson's report "That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them."

Names and respective value of claim for voting purposes –Unconnected creditors

Creditor name	£
3M UK PLC	50,700
ACCO UK LTD	189,767
ACME UNITED	5,706
Aegon UK Property Fund Ltd	139,234
ALSER UK LTD	158,598
Aviva Investors Pensions Ltd	149,410
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Basingstoke and Deane BC	104,510
BIC (EURO)	4,328
Blackrock	85,959
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British Airways Pension Trustees Ltd	125,307
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Buckingham Country Council	171,356
CANON UK	233,293
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Chelmsford City Council	38,448
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LPFA c/o Knight Frank Investment Management	234,026
LS Retail Warehouses Limited	304,589
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Newcast Property Developments (One) Limited and Newcast Property Developments (Two) Limited	114,078
NEWELL RUBBERMAID UK LTD	261,962
NewRiver Retail (Portfolio No5) Ltd	116,868
NILGOSC (LaSalle), was Homebase	87,943
NPOWER LIMITED	194,087
Nuffield College	99,524

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Pan Albion LLP	150,495
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Prudential Assurance Company Ltd (M&G)	685,178
PUKKA PADS 2000 LTD	43,503
REALLY USEFUL PRODUCTS LTD	170,606
Ropemaker Properties Limited	76,856
Royal & Sun Alliance Insurance PLC	183,779
Sheet Anchor Evolve Ltd	186,214
Shropshire Council	49,864
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Tesco's Stores	532,281
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Threadneedle Prop Unit Trust	89,817
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Torbay Council	86,960
TPP DIGITAL FINANCE LTD	47,668
UK MAIL	44,800
UP GLOBAL SOURCING LTD	25,807
Watford Borough Council	70,336

WEST DESIGN PRODUCTS LTD	49,610
WESTCOAST LIMITED	2,146,869
WHITECROFT ESSENTIALS (LYDNEY) LTD RETAIL	3,749
<i>Wickes Building Supplies Ltd</i>	171,461
XEROX (UK) LTD	94,922
Zurich Assurance Ltd	<u>31,227</u>
	<u>40,231,881</u>

Names and respective value of claim for voting purposes –Connected creditors

Creditor name	£
Employees (43 in number)	39,846

Schedule 2 - Appendix 2

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of creditors present or represented and voting Against the resolution contained in the Chairperson's report "That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them."

Names and respective value of claim for voting purposes – Unconnected creditors

Creditor name	£
Aberdeen UK Property Fund	1,066,074
AEW UK Core Property Fund	175,001
BL Doncaster Wheatley Ltd	78,010
Carlisle City Council	60,592
Cheshire West & Chester Council	59,816
City of Lincoln Council	77,274
Coal Pension Properties Ltd (LaSalle)	332,123
Legal & General Property Ltd	196,657
Lidl UK (GmbH) formerly TE Beteiligungs GmbH	134,645
Nationwide Pension Fund T'Tee (LaSalle)	76,206
Sheffield City Council	77,693
SI Pension Trustees Limited	197,957
Slough Trading Estate Ltd	85,487
Stockton Retail Park Ltd	35,857
West Berkshire Council	64,568
	<u>2,717,961</u>

Names and respective value of claim for voting purposes – Connected creditors

No connected creditors voted against.

Schedule 2 - Appendix 3

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of creditors present or represented and abstaining from voting on the resolution contained in the Chairperson's report "That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them."

Names and respective value of claim for voting purposes – Unconnected creditors

Creditor name	£
GVA GRIMLEY LTD	132,000
Huntingdonshire DC	96,138
MITSUBISHI PENCIL CO UK LTD - TRADE	48,858
Paloma Capital	50,204
VANDERLANDE IND LTD	<u>85,489</u>
	<u>412,689</u>

Names and respective value of claim for voting purposes – Connected creditors

No connected creditors abstained.

Schedule 3

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of the Shareholders voting for the resolution contained in the Chairperson's report "For the acceptance of the proposed voluntary arrangement as circulated."

Voting in respect of Shareholders' Resolution		
	£	%
In favour of the above Resolution	3,050,005	100
Against the above Resolution	Nil	0

Schedule 3 - Appendix 1

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of shareholders present or represented and voting In Favour of the resolution contained in the Chairperson's report "For the acceptance of the proposed voluntary arrangement as circulated."

Shareholder name

OO Midco Limited

Nominal value £

3,050,005

Schedule 4

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of the Shareholders voting for the resolution contained in the Chairperson's report "That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them."

Voting in respect of Shareholders' Resolution		
	£	%
In favour of the above Resolution	3,050,005	100
Against the above Resolution	nil	0

Schedule 4 - Appendix 1

In the matter of the Insolvency Act 1986

and in the matter of SUK Retail Limited

Details of shareholders present or represented and voting In Favour of the resolution contained in the Chairperson's report "That any act to be done by the Supervisors in connection with the voluntary arrangement may be done by all or any one or more of them."

Shareholder name

OO Midco Limited

Nominal value £

3,050,005