



To all known creditors

18 August 2020

Our ref: MD/VJ/20200805/MBSL/Remuneration

Dear Sir / Madam

Mothercare Business Services Limited – in administration (“the Company”)

I am writing on behalf of the Company and further to our remuneration report, dated 25 June 2020. As you may be aware, this remuneration report included decision notices and voting forms concerning the administrators’ remuneration.

The decision notices and voting forms were amended on 15 July 2020 to include a decision on whether to form a creditors’ committee. The last date for returning voting forms had been amended to 30 July 2020.

Following the expiry of this decision date on 23.59 on 30 July 2020, no voting forms had been returned. We are therefore required to re-run the decision procedure and enclose an amended decision notice and voting form for you to sign and return by the amended decision date of 23.59 on 2 September 2020 indicating your approval or otherwise to the resolutions.

If you have any queries on the above, or the enclosed, please do not hesitate to contact my colleague, Matthew Duckworth, on 0113 289 4916.

Yours faithfully
For and on behalf of the Company

Vanessa Jennings
For Zelf Hussain
Joint administrator

Enclosures: Notice of decision by correspondence

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.

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Notice to creditors seeking decisions by correspondence

Name of Company Mothercare Business Services Limited	Company Number 01416572
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(a) Insert full names of
administrators

We (a) Zelf Hussain, Mark James Tobias Banfield and David Robert Baxendale of PricewaterhouseCoopers LLP 7 More London Riverside, London SE1 2RT, joint administrators of the company give notice to creditors that we are seeking a decision by correspondence on the following resolutions

(b) Insert resolutions

As to whether a creditors' committee should be established if sufficient creditors are willing to be its members. Information on the formation, rights, duties and functions of a committee can be found at <https://www.r3.org.uk/technical-library/england-wales/technical-guidance/creditor-guides/more/29111/page/1/liquidation-creditors-committees-and-commissioners/>

We are also inviting creditors to make nominations for membership of the creditors' committee, if one is established; AND we are also seeking decision from you on the following resolutions, which will only take effect if no committee is formed:

- (1) THAT the Administrators' fees be fixed as a fixed fee of £25,000. These fees will be drawn after any prior ranking expenses of the administration have been paid.
- (2) THAT the Administrators' pre-appointment fees be fixed as a fixed fee of £5,000, which will be drawn after any prior ranking expenses of the administration have been paid. And THAT the Administrators be authorised to pay pre-appointment legal fees of £276,574.00, as set out in the Administrators' proposals, as an expense of the administration.
- (3) THAT the Administrators' fees in dealing with the prescribed part be fixed as a fixed fee of £10,000. These fees will be drawn from the pot of funds made available for the prescribed part distribution to the unsecured creditors.
- (4) THAT the Administrators be authorised to draw disbursements for services provided by their own firm (Category 2 disbursements) as follows: Photocopying - charged for circulars to creditors and other bulk copying only at 10p per sheet; mileage - at a maximum of 71p per mile (up to 2,000 cc) or 93p per mile (over 2,000cc) from time to time. These rates may periodically rise (for example to cover annual inflationary cost increases) over the period of the administration. All other disbursements to be charged at cost.
- (5) THAT the Administrators be discharged from liability in respect of any action of theirs as administrators in accordance with Paragraph 98(3)(b) of Schedule B1 of the Insolvency Act 1986, with effect from the date that the appointment of the administrators ceases to have effect.

(c) Insert date

We therefore invite you to vote on the above. To submit your vote please indicate below whether you are voting for or against each resolution and return this notice to us by post at the address below, to be received by us by 23.59 hrs on (c) **2 September 2020** (the decision date).

In order to be entitled to vote we must receive from you by 23.59 hrs on the decision date, a proof in respect of your claim in accordance with the Insolvency (England and Wales) Rules 2016 (IR16), failing which your vote will be disregarded. A proof of debt form which you can use is attached.

If your debt is treated as a small debt in accordance with rule 14.31(1) IR16 (creditors with claims of £1,000 or less), you must still deliver a proof to us by 23.59 hrs on the decision date if you wish to vote.

If you have opted out from receiving notices you may nevertheless vote if you provide a proof as set out above.

Creditors who meet one of the thresholds in section 246ZE of the Insolvency Act 1986 may, within five business days from the date of delivery of this notice, require a physical meeting to be held to consider the matters set out above. The relevant thresholds are 10% in value of creditors, 10% in number of creditors, or 10 creditors.

A creditor may appeal a decision in accordance with rule 15.35 IR16 by applying to court not later than 21 days after the decision date.

Signed



Zelf Hussain, Joint Administrator

Dated 18 August 2020

Administrators' postal address: FAO Matthew Duckworth, PricewaterhouseCoopers LLP,
Central Square, 29 Wellington Street, Leeds, West Yorkshire, LS1 4DL

Administrators' contact telephone number: 0113 289 4000

Address for correspondence

Name of Company
Mothercare Business Services Limited

Company Number
01416572

To be completed by creditor and returned to the postal address above if you wish to vote

Insert creditor's name and address, and registered number if a company

I/We _____
Company number (if creditor is a company) _____
of _____

vote as follows:

***Delete as applicable**

Resolution (1) THAT the Administrators' fees be fixed as a fixed fee of £25,000. These fees will be drawn after any prior ranking expenses of the administration have been paid.

for / against *

Resolution (2) THAT the Administrators' pre-appointment fees be fixed as a fixed fee of £5,000, which will be drawn after any prior ranking expenses of the administration have been paid. And THAT the Administrators be authorised to pay pre-appointment legal fees incurred, as set out in the Administrators' proposals, as an expense of the administration.

for / against *

Resolution (3) THAT the Administrators' fees in dealing with the prescribed part be fixed as a fixed fee of £10,000. These fees will be drawn from the pot of funds made available for the prescribed part distribution to the unsecured creditors.

for / against *

Resolution (4) THAT the Administrators be authorised to draw disbursements for services provided by their own firm (Category 2 disbursements) as follows: Photocopying - charged for circulars to creditors and other bulk copying only at 10p per sheet; mileage - at a maximum of 71p per mile (up to 2,000 cc) or 93p per mile (over 2,000cc) from time to time. These rates may periodically rise (for example to cover annual inflationary cost increases) over the period of the administration. All other disbursements to be charged at cost.

for / against *

Resolution (5) THAT the Administrators be discharged from liability in respect of any action of theirs as administrators in accordance with Paragraph 98(3)(b) of Schedule B1 of the Insolvency Act 1986, with effect from the date that the appointment of the administrators ceases to have effect.

for / against*

Committee member:

I/we nominate [creditor to insert name of creditor*] _____ to be a member of the committee if one is established.

*If you wish to nominate a creditor to be a member of a committee if one is established, please insert here the name of that creditor. A creditor can nominate themselves or another creditor. If the creditor is a company you must insert the company's name

Committee member's consent to act and representative:

I/we consent to act as a member of the committee and authorise [insert representative's name here*] _____ to represent me/us on the committee with authority to act generally.

* A creditor which is a company or other body corporate must be represented by an individual. A creditor who is an individual can be represented by another individual but does not need to be. If you don't insert the name of a representative, the nominated creditor can still be represented on any committee, but may need to provide a letter of authority to the representative before they can act. A representative may be authorised to act either generally or specifically. If you wish to authorise your representative to act specifically, please amend the authority above and state in what respect they are authorised to act.

I/we enclose my/our proof of debt (if not previously submitted).

Signature of creditor or person authorised to act on behalf of the creditor:

Name in block capitals:

Position with or relation to the creditor (e.g. director, company secretary, solicitor):

Date: _____