

CVA1

Notice of voluntary arrangement taking effect



Companies House

For further information, please refer to our guidance at www.gov.uk/companieshouse

1 Company details

Company number	0	1	0	7	2	9	2	1
Company name in full	Pizza Hut (U.K.) Limited							

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

2 Supervisor's name

Full forename(s)	Richard
Surname	Fleming

3 Supervisor's address

Building name/number	Suite 3 Regency House
Street	91 Western Road
Post town	Brighton
County/Region	
Postcode	B N 1 2 N W
Country	

4 Supervisor's name ^①

Full forename(s)	Mark
Surname	Firmin

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

5 Supervisor's address ^②

Building name/number	Suite 3 Regency House
Street	91 Western Road
Post town	Brighton
County/Region	
Postcode	B N 1 2 N W
Country	

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

CVA1

Notice of voluntary arrangement taking effect

6 Date CVA took effect

Date

d	2	d	8	m	0	m	9	y	2	y	0	y	2	y	0
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7 Report of consideration of proposal

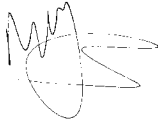
☒ I attach a copy of the report of consideration of the proposal

8 Sign and date

Supervisor's signature

Signature

X



X

Signature date

d	2	d	9	m	0	m	9	y	2	y	0	y	2	y	0
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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

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone



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

BUSINESS AND PROPERTY COURTS OF ENGLAND AND WALES

INSOLVENCY AND COMPANIES LIST

IN THE MATTER OF: PIZZA HUT (U.K.) LIMITED

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



CR-2020-003696

**Chairman's Report on the meeting of creditors and the meeting of the member convened
pursuant to section 3 of the Insolvency Act 1986**

1 Introduction

1.1 THIS REPORT is made by Richard Dixon Fleming, licensed Insolvency Practitioner of Alvarez & Marsal Europe LLP, Suite 3, Regency House, 91 Western Road, Brighton, BN1 2NW (the "**Chairman**") pursuant to the provisions of sections 4(6) and 4(6A) of the Insolvency Act 1986 (the "**Act**") and Rule 2.38 of the Insolvency Rules 2016 (the "**Rules**"). This is the Chairman's Report on the result of the meeting of creditors and the meeting of the member of Pizza Hut (U.K.) Limited (the "**Company**") contemplated by such sections and Rule.

1.2 Any capitalised terms contained in this report not defined herein shall have the same meaning attributed to them in the proposal by the Company for a company voluntary arrangement under Part I of the Act issued on 10 September 2020 (the "**Proposal**").

2 Decision from Creditors

2.1 Pursuant to section 3 of the Act, the decision from creditors was taken at a virtual meeting held at 9:00 a.m. on 28 September 2020.

2.2 The Chairman briefly explained at the meeting of creditors that the legislation which dealt with voluntary arrangements was contained in Part I of the Act.

2.3 The Chairman advised those present at the meeting that as convenor of the meeting and pursuant to Rule 2.34 he was the Chairman thereof.

2.4 The Chairman acknowledged that two creditors had proposed modifications to the Proposal in advance of the meeting, however these were not put forward to be voted upon. No other creditor (or any person entitled to do so) present or represented at the meeting proposed any further modification to the Proposal.

2.5 The Chairman informed the creditors that a letter clarifying certain matters in relation to the Proposal, in particular in relation to the initial ninety-day period during which Category 2 Landlords and Category 3 Landlords will be entitled to exercise their break rights following the Effective Date, had been prepared by Alvarez & Marsal Europe LLP and acknowledged by the Company. The nature of this letter dated 22 September 2020 was outlined to creditors present at the meeting. In addition, it was also noted that clause 22.8 of the Proposal would be amended so that Category 2 Landlords and Category 3 Landlords would not be required to serve a schedule of condition on the Company within 30 Business Days following the end of the Rent Concession Period.

- 2.6 The following resolutions (the “**Creditors’ Resolutions**”) were then proposed:
- a) “The proposal for a Company Voluntary Arrangement (“CVA”) be approved, in accordance with section 4 of the Insolvency Act 1986, which includes the appointment of Richard Fleming and Mark Firmin as Joint Supervisors of the CVA”
 - b) “If the CVA is approved, “Any act to be done by the Joint Supervisors in connection with the CVA may be done by one or both of them.””
- 2.7 A vote was then taken on the Creditors’ Resolutions. Set out in Schedule 1 to 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.
- 2.8 It was noted that to become effective, the Proposal must be voted in favour of by 75% or more (in value) of those creditors responding. However, the Proposal will not be approved if more than 50% of the total value of the unconnected creditors vote against it. Having regard (inter alia) to the provisions of Rule 15.31, the Chairman declared the Creditors’ Resolutions passed.
- 2.9 Accordingly, the Proposal was approved by the creditors without further modification apart from the matters set out in paragraph 2.5 above. The Chairman concluded the meeting at 10.50 a.m.

3 Meeting of the Company

- 3.1 Pursuant to section 3 of the Act, the meeting of the Company took place by way of meeting at 11:00 a.m. on 28 September 2020.
- 3.2 The Chairman explained at the meeting of the Company that the legislation which dealt with company voluntary arrangements was contained in Part I of the Act.
- 3.3 The Chairman advised those present at the meeting that as convenor of the meeting and pursuant to Rule 2.34 he was the Chairman thereof.
- 3.4 The entire voting share capital of the Company is held by PHH 2 Limited which was represented at the meeting by proxy.
- 3.5 The Chairman then asked whether the member (or any other person entitled to do so) present or represented at the meeting wished to propose any modification to the Proposal. The member did not do so.
- 3.6 The Chairman informed the member that a letter clarifying certain matters in relation to the Proposal, in particular in relation to the initial ninety-day period during which Category 2 Landlords and Category 3 Landlords will be entitled to exercise their break rights following the Effective Date, had been prepared by Alvarez & Marsal Europe LLP and acknowledged by the Company. The nature of this letter dated 22 September 2020 was outlined at the meeting. In addition, it was also noted that clause 22.8 of the Proposal would be amended so that Category 2 Landlords and Category 3 Landlords would not be required to serve a schedule of condition on the Company within 30 Business days following the end of the Rent Concession Period.
- 3.7 The following resolutions (the “**Member’s Resolutions**”) were then proposed:
- a) “The proposal for a Company Voluntary Arrangement (“CVA”) be approved, in accordance with section 4 of the Insolvency Act 1986, which includes the appointment of Richard Fleming and Mark Firmin as Joint Supervisors of the CVA”

b) “If the CVA is approved, “Any act to be done by the Joint Supervisors in connection with the CVA may be done by one or both of them.””

3.8 A vote was then taken on the Member’s Resolutions. Set out in Schedule 2 to this report are details of the member who was represented at the meeting and how it voted on the Member’s Resolutions.

3.9 Having regard (inter alia) to the provisions of Rule 2.36, the Chairman declared the Member’s Resolutions passed.

3.10 Accordingly, the Proposal was approved by the member without further modification apart from the matters clarified in the letter prepared by Alvarez & Marsal Europe LLP of 22 September 2020 as set out in paragraph 3.6 above.

4 EC Regulation on Insolvency Proceedings

In the opinion of the Supervisors, the EC Regulation on Insolvency Proceedings (Council Regulation (EC) No 1346/2000 of 29 May 2000) applies to the voluntary arrangement and these proceedings are main proceedings as defined by Article 3 of that regulation.

Signed



Dated 28 September 2020

Richard Fleming

Chairman of the Meeting

Schedule 1

Details of creditors' votes on the Creditors' Resolutions

Summary of creditor voting - Including connected parties				
	Resolution 1		Resolution 2	
Votes in favour of the resolution(s):				
By value of creditors	£62,570,070.88	85.8%	£67,106,850.90	89.9%
By number of creditors	2,193	97.7%	2,200	98.1%
Votes against the resolution(s):				
By value of creditors	£10,374,211.33	14.2%	£7,575,217.91	10.1%
By number of creditors	51	2.3%	43	1.9%

Source: Alvarez & Marsal Europe LLP

Summary of creditor voting - Excluding connected parties				
	Resolution 1		Resolution 2	
Votes in favour of the resolution(s):				
By value of creditors	£31,897,810.91	75.5%	£36,437,255.70	82.8%
By number of creditors	157	77.3%	172	83.9%
Votes against the resolution(s):				
By value of creditors	£10,373,312.86	24.5%	£7,571,863.06	17.2%
By number of creditors	46	22.7%	33	16.1%

Source: Alvarez & Marsal Europe LLP

23 creditors abstained from Resolution 1 totaling £5,099,258.56

22 creditors abstained from Resolution 2 totaling £2,860,133.96

Details of creditors present or represented and voting in favour of Resolution 1 contained in the Chairman's Report

Connected Creditors

Creditor name	Claim amount (£)
PHH 1 Limited	18,994.97
Prudential Insurance Company of America	948,555.94
Prudential Legacy Insurance Company of New Jersey	582,806.41
PCP V Cayman AIV, L.p.	25,313,103.60
PCP V Cayman MF Holdco, L.P.	1,355,534.05
Employees Voting	2,453,265.00
Connected Total	30,672,259.97

Unconnected Creditors

Creditor name	Claim amount (£)
AAIRECOOL	35,694.47
A-CARS	16,770.00
ABLE & ABLE UPHOLSTERY	0.01
A & E LEISURE LIMITED	33,902.77
AGNES COMM CLEAN LTD	41,745.80
ARCHIVO LTD	1,975.00
ABLE SERVICES	61,901.34
APF ASSOCIATES LTD	3,960.00
AEW UK Retail Estate Fund	249,404.00
Aintree Retail Park Ltd	188,564.37
AGA Rangemaster Commingled Fund	255,000.00
Able and Able Ltd	721,501.98
Aviva Life and Pensions UK Ltd	203,906.00
Aviva Life and Pensions UK Ltd	253,372.00
Accrue Martin	122,752.00
Aviva Life and Pensions UK Ltd	232,607.00
Alliance Real Estate LLP	111,081.00
BOC LTD.	21,683.44
BLUE STAR FM LTD	43,245.00
BAE Systems Pension Funds Trustess Ltd	47,929.63
BNP Paribas Securities Services Trust Company Ltd	213,594.93
Richard Aitch Ltd and Black Diamond Nominee Ltd	166,558.00
Badger Properties (Bristol) Ltd	78,251.00
Blue Tiger Solutions Limited	24,774.56
Computer Systems Integration Limited	-
CHOICE CARD LTD	27,479.22
Charles Andrew Farr	178,484.99
Coal Pensions Properties Ltd	96,946.21
Coal Pensions Properties Ltd	168,618.99
CD10 Properties Ltd	216,923.40
Canarycrown Investments Ltd	224,194.25
Capricorn Property Investments Ltd	52,575.00
Cashflows Europe Limited	42,599.77
Derwent Holdings Ltd	260,190.00
ECOLAB SERVICES LTD FORMERLY T	73,823.71
ENGIE GAS LTD	-
PORTADEE LTD	2,100.00
ECO FX LTD	9,103.02
ENGIE POWER LTD	-
ESTEEM SYSTEMS LTD	63,202.17
Essel Securities Plc	259,926.65
Ediston Opportunity Fund	229,489.00
EPIC (No 1) Limited	177,444.90

FREP 3 (Stratford) Ltd	72,220.85
F & C Commercial Property Trust Ltd	249,924.03
Fairfax (Retail) Properties Ltd	57,977.54
FPROP Offices (Nominee) 4 Limited	500,099.11
FPROP Offices (Nominee) 4 Limited	171,576.01
GCIS(UK) LTD	4,131.36
GMS Estates Ltd	258,935.00
Godfather Investments Limited	297,740.00
Gobafoss Partnership	105,540.00
HOBART	54,767.06
Herbert Kretzmer Ltd	252,698.00
Hamilton Trustees Ltd	204,767.00
Harrigem Ltd	241,521.04
Halifax Retail Park Ltd	245,320.88
IMAGESOUND LTD	3,269.62
INMOMENT	90,284.00
INSPIRED THINKING GROUP	31,350.68
Intu Lakeside Limited	111,369.28
The Trafford Centre Limited	818,020.82
Intu Properties Plc.	323,526.81
Ipswich Borough Assets Ltd	233,599.00
Chapelfield Nominee & GP Limited	79,989.95
Justace (UK) Ltd	206,112.00
Jomast Leisure & Property Ltd	214,062.00
KOOLRITE LTD	36,331.64
Kemble Estates Ltd	345,421.16
Kent County Council	161,514.00
Kildrummy (Hull) Ltd	207,949.00
LOCKHART CATERING EQUIPMENT	88,039.03
LMT Southgate Holdings Limited	277,262.46
Lloyds Bank S.F. Nominees Ltd	377,483.00
Legal and General Assurance (Pensions Management) Ltd	245,773.87
London Borough of Croydon	242,944.00
Legal & Gen.Ass.Soc.Ltd & NFU Mutual Ins Soc	185,685.63
Legal and General Assurance (Pensions Management) Ltd	410,122.32
Lendlease GP Europe Ltd	144,459.00
Legal and General Assurance (Pensions Management) Ltd	317,330.38
Livingston Prop Co S.A.R.L	364,939.00
Liverpool PDSA Ltd care of Liverpool ONE Management Company Ltd	263,418.92
MARTINS ELECTRICS	24,896.45
MAINTENANCE MANAGEMENT LTD	18,654.31
Mayor and Burgesses of London Borough of Redbridge	378,586.00
Mrs Ann Louise Black & Miss Sara Louise Black	242,832.00
Maple Investment GP Limited	575,009.00
Monks Cross Shopping Park Trust	243,848.00
M7 Real Estate Investment Partners VIII Propco Limited	240,773.00
National Amusements Ltd	86,736.97
NSF SAFETY AND QUALITY UK LTD	5,305.42
NUVOLI LTD	3,240.00
NTE LTD	2,233.04
NETWORK CATERING ENGINEERS LTD	25,662.14
Nile Finance & Leasing Ltd	255,521.00
Norwich Union Linked Life Assurance Ltd	348,836.00
Aviva Life & Pensions UK Limited	280,458.00
Otium Properties (Wigan) Limited	258,800.00
Otium Properties (Coppins Bridge)	218,618.00
Orchard Street	109,599.28
Orbit Investments (Northern) Ltd	362,941.62
Peel L&P Property (Investments) Ltd	15,000.00
Prem Estates (Hayes) Limited	213,223.00

Peel Land and Property Investments Plc	275,963.01
RDB CONCEPTS	21,845.23
REDFAIRE	24,946.00
RACESNAKE ENGINEERING AND MAINTENANCE	540.42
RAWLINS JONES LTD	19,800.00
Ropemaker Properties Ltd	106,563.40
Railway Pension Nominees Ltd	213,239.00
The Royal London Mutual Insurance Society Limited	178,349.00
Real Estate Investments Group	76,057.68
Rom Valley LLP	122,361.00
RO Regional Properties Limited	194,626.00
Railways Pension Trustees Co Ltd	47,433.11
Retail Assist Limited	16,918.27
SAP CONCUR	19,153.00
Soho Estates Limited	1,338,295.93
Staghold (Birmingham) Ltd	25,500.00
Sidecar S. A	175,028.00
Shaw Ridge Management Co Ltd	96,739.00
St James's Place UK Plc	112,354.00
St Jame's Place Unit Trust Group Limited	156,468.00
Staffordshire County Council	57,418.86
St Jame's Place Unit Trust Group Limited	180,673.00
St James's Place UK Plc	389,438.00
Sittingbourne Retail Park Ltd	146,525.00
Swipen Limited	43,514.94
Six Sevens Solutions Ltd	20,836.60
TELEFONICA UK LTD	30,955.56
The Dalgleish Executive Pension Scheme	292,413.57
Toscaig Ltd	306,333.13
The Crown Estate Commissioners	434,050.01
Telford Bridge Property Limited	277,346.35
TJAC SR2 LLP	99,397.00
The Crown Estate Commissioners	304,550.59
Tain Investments Ltd	187,119.63
Threadneedle UK Property Authorise Investment Fund	245,783.00
The Crown Estate	429,698.81
Threadneedle Property Investments	45,391.69
Tesco Pension Trustees Ltd	261,951.00
The Royal London Mutual Insurance Society Limited	197,132.00
UBS Triton Property Fund	194,229.08
Universities Superannuation Scheme Ltd	250,270.00
United Cinemas International (UK) Ltd	230,184.00
Universities Superannuation Scheme Ltd	117,249.00
VEOLIA ES (UK) PLC	124,572.03
VERIFONE SERVICES LTD	13,407.00
Volaw Trustee Ltd as Trustee of Great Western Unit Trust	54,470.00
WAVE - ANGLIAN WATER	114,519.28
WILLIS LTD	179,375.00
WCM (NATIONAL) LTD	22,802.07
Wardens & Fellows of Nuffield College	103,529.00
Wakefield Council	202,904.96
West Oxfordshire District Council	50,220.00
YUM	5,426,458.68
YBMS LTD GENERAL BUILDING	19,387.76
Unconnected Total	31,897,810.91
Grand Total	62,570,070.88

Details of creditors present or represented and voting against Resolution 1 contained in the Chairman's Report

Connected Creditors

Creditor name	Claim amount (£)
Employees Voting	898.47
Connected Total	898.47

Unconnected Creditors

Creditor name	Claim amount (£)
Aberdeen Asset Management GM UK Common Investment Fund	296,233.00
Association British Food Pension Trustees Ltd	266,318.00
Blueco Ltd	429,283.62
Britel Fund Trustees Ltd	86,291.00
Burton Securities Ltd and Burton Securities 2 Ltd	98,628.00
Custodian REIT PLC	120,948.00
Car Giant Ltd	143,653.84
Custodian REIT PLC	238,403.00
Custodian REIT PLC	188,529.00
Charles Street Buildings (Leicester) Ltd	79,434.00
Capital Hill Partnership Ltd on behalf of Hermes Property Unit Trust	237,776.00
Diageo Pension Trust Ltd	40,151.73
Global London Limited	647,298.19
Harpsden Properties Ltd	50,000.00
Havon Limited	201,843.00
Junction Propco S.a.r.l	309,730.60
Legal and General Assurance (Pensions Management) Ltd	347,538.72
LS (Eureka) Limited and LS (Eureka Two) Ltd	292,325.81
Lianda Properties Ltd	129,321.00
NT Property Nominees 1A Ltd & NT Property	304,496.00
NT Property Nominees 1A Ltd & NT Property	203,351.00
LS (Riverside) Limited & LS (Riverside Two) Limited	309,809.59
LS (Parrswood) Ltd and LS (Parrswood Two) Ltd	362,315.40
LS (Fountain Park) Ltd	345,222.17
Leisure 1 & Leisure 2 (North Finchley) Ltd	179,964.58
LS (Bracknell) Limited	101,103.94
Land Securities plc	401,456.85
MAS Management Services Ltd.	94,591.00
Newriver Retail (Portfolio No 8) Ltd	194,673.22
LS Chesterfield Ltd	221,322.15
Ravenside Investments Ltd	310,444.27
Standard Life Ignis UK Property Fund	69,167.00
Standard Life Assurance Ltd	212,638.00
SW Pooled Property ACS Fund 1	200,669.00
SW Pooled Property ACS Fund 1	269,718.00
Swansea View Ltd	53,341.20
Savernake Holdings (No 2) Ltd	278,520.00
Standard Life Assurance Ltd.	242,201.00
The Council of the Borough of South Tyneside	195,629.00
The Forge Retail Park Unit Trust	50,062.15
Two Rivers Ltd Partnership	495,030.00
X-Leisure (Leeds I & II) Ltd	273,646.50
X-Leisure (Bentley Bridge) Ltd	239,160.01
Queens Link Unit Trust	196,477.93
X-Leisure Brighton 1&2 Ltd	143,942.64
X-Leisure (Boldon) Ltd	220,653.75

Unconnected Total	10,373,312.86
Grand Total	10,374,211.33

Details of creditors present or represented and abstaining from voting on Resolution 1 contained in the Chairman's Report

Connected Creditors

Creditor name	Claim amount (£)
Employees Voting	718.05
Connected Total	718.05

Unconnected Creditors

Creditor name	Claim amount (£)
BL CW Holdings Ltd	246,646.80
British Overseas Bank Nominees / WGTC nominees Ltd	-
British Overseas Banking Nominees Ltd and WGTC Nom. Ltd. (M&G Real Estate G	275,593.00
British Overseas Banking Nominees Ltd and WGTC Nom. Ltd. (M&G Real Estate G	312,103.00
British Overseas Bank Nominees/ WGTC nominees Ltd	111,323.00
Cribbs Mall Nominee (1) and Cribbs Mall Nominee (2) Ltd	554,160.00
Elk Mill Oldham Ltd	295,260.07
Fort Kinnaird Nominee Limited	322,669.82
Hercules Unit Trust	239,028.66
Hercules Unit Trust	268,874.71
Hercules Unit Trust	278,858.64
Killy Property Ltd	11,787.17
Kingsway West SARL	245,161.35
Manchester Nominee LTD and Manchester Nominee 2 Ltd	551,762.00
BL Retail Investments Ltd	110,630.84
RBS Trust Co (Jersey) Ltd & RBSI Trust Co.Ltd	401,026.86
The Prudential Assurance Company Ltd	255,736.00
The Prudential Assurance Company Ltd	86,698.00
The Deepdale Co-ownership Trust	298,693.59
The Prudential Assurance Company Ltd	232,527.00
Unconnected Total	5,098,540.51

Grand Total	5,099,258.56
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Details of creditors present or represented and voting in favour of Resolution 2 contained in the Chairman's Report

Connected Creditors

Creditor name	Claim amount (£)
PHH 1 Limited	18,994.97
Prudential Insurance Company of America	948,555.94
Prudential Legacy Insurance Company of New Jersey	582,806.41
PCP V Cayman AIV, L.p.	25,313,103.60
PCP V Cayman MF Holdco, L.P.	1,355,534.05
Employees Voting	2,450,600.23
Connected Total	30,669,595.20

Unconnected Creditors

Creditor name	Claim amount (£)
AAIRECOOL	35,694.47
A-CARS	16,770.00
ABLE & ABLE UPHOLSTERY	0.01
A & E LEISURE LIMITED	33,902.77
AGNES COMM CLEAN LTD	41,745.80
ARCHIVO LTD	1,975.00
ABLE SERVICES	61,901.34
APF ASSOCIATES LTD	3,960.00
AEW UK Retail Estate Fund	249,404.00
Aintree Retail Park Ltd	188,564.37
AGA Rangemaster Commingled Fund	255,000.00
Able and Able Ltd	721,501.98
Aviva Life and Pensions UK Ltd	203,906.00
Aviva Life and Pensions UK Ltd	253,372.00
Association British Food Pension Trustees Ltd	266,318.00
Aviva Life and Pensions UK Ltd	232,607.00
Alliance Real Estate LLP	111,081.00
BOC LTD.	21,683.44
BLUE STAR FM LTD	43,245.00
BL CW Holdings Ltd	246,646.80
British Overseas Bank Nominees / WGTC nominees Ltd	-
BAE Systems Pension Funds Trustess Ltd	47,929.63
British Overseas Banking Nominees Ltd and WGTC Nom. Ltd. (M&G Real Estate G	275,593.00
British Overseas Banking Nominees Ltd and WGTC Nom. Ltd. (M&G Real Estate G	312,103.00
British Overseas Bank Nominees/ WGTC nominees Ltd	111,323.00
Burton Securities Ltd and Burton Securities 2 Ltd	98,628.00
BNP Paribas Securities Services Trust Company Ltd	213,594.93
Richard Aitch Ltd and Black Diamond Nominee Ltd	166,558.00
Badger Properties (Bristol) Ltd	78,251.00
Blue Tiger Solutions Limited	24,774.56
Computer Systems Integration Limited	-
CHOICE CARD LTD	27,479.22
Charles Andrew Farr	178,484.99
Coal Pensions Properties Ltd	96,946.21
Coal Pensions Properties Ltd	168,618.99
Cribbs Mall Nominee (1) and Cribbs Mall Nominee (2) Ltd	554,160.00
CD10 Properties Ltd	216,923.40
Canarycrown Investments Ltd	224,194.25
Capricorn Property Investments Ltd	52,575.00
Cashflows Europe Limited	42,599.77
Derwent Holdings Ltd	260,190.00

ECOLAB SERVICES LTD FORMERLY T	73,823.71
ENGIE GAS LTD	-
PORTADEE LTD	2,100.00
ECO FX LTD	9,103.02
ENGIE POWER LTD	-
ESTEEM SYSTEMS LTD	63,202.17
Essel Securities Plc	259,926.65
Ediston Opportunity Fund	229,489.00
Elk Mill Oldham Ltd	295,260.07
EPIC (No 1) Limited	177,444.90
FREP 3 (Stratford) Ltd	72,220.85
F & C Commercial Property Trust Ltd	249,924.03
Fairfax (Retail) Properties Ltd	57,977.54
Fort Kinnaird Nominee Limited	322,669.82
FPROP Offices (Nominee) 4 Limited	500,099.11
FPROP Offices (Nominee) 4 Limited	171,576.01
GCIS(UK) LTD	4,131.36
GMS Estates Ltd	258,935.00
Godfather Investments Limited	297,740.00
Gobafoss Partnership	105,540.00
HOBART	54,767.06
Herbert Kretzmer Ltd	252,698.00
Hamilton Trustees Ltd	204,767.00
Hercules Unit Trust	239,028.66
Harrigem Ltd	241,521.04
Halifax Retail Park Ltd	245,320.88
Hercules Unit Trust	268,874.71
Hercules Unit Trust	278,858.64
IMAGESOUND LTD	3,269.62
INMOMENT	90,284.00
INSPIRED THINKING GROUP	31,350.68
Intu Lakeside Limited	111,369.28
The Trafford Centre Limited	818,020.82
Intu Properties Plc.	323,526.81
Ipswich Borough Assets Ltd	233,599.00
Chapelfield Nominee & GP Limited	79,989.95
Justace (UK) Ltd	206,112.00
Jomast Leisure & Property Ltd	214,062.00
Junction Propco S.a.r.l	309,730.60
KOOLRITE LTD	36,331.64
Kemble Estates Ltd	345,421.16
Kent County Council	161,514.00
Kildrummy (Hull) Ltd	207,949.00
LOCKHART CATERING EQUIPMENT	88,039.03
LMT Southgate Holdings Limited	277,262.46
Lloyds Bank S.F. Nominees Ltd	377,483.00
Legal and General Assurance (Pensions Management) Ltd	245,773.87
London Borough of Croydon	242,944.00
Legal & Gen.Ass.Soc.Ltd & NFU Mutual Ins Soc	185,685.63
Legal and General Assurance (Pensions Management) Ltd	410,122.32
Lendlease GP Europe Ltd	144,459.00
Legal and General Assurance (Pensions Management) Ltd	317,330.38
Livingston Prop Co S.A.R.L	364,939.00
Liverpool PDSA Ltd care of Liverpool ONE Management Company Ltd	263,418.92
MARTINS ELECTRICS	24,896.45
MAINTENANCE MANAGEMENT LTD	18,654.31
Mrs Ann Louise Black & Miss Sara Louise Black	242,832.00
Manchester Nominee LTD and Manchester Nominee 2 Ltd	551,762.00
Maple Investment GP Limited	575,009.00
Monks Cross Shopping Park Trust	243,848.00

M7 Real Estate Investment Partners VIII Propco Limited	240,773.00
National Amusements Ltd	86,736.97
NSF SAFETY AND QUALITY UK LTD	5,305.42
NUVOLI LTD	3,240.00
NTE LTD	2,233.04
NETWORK CATERING ENGINEERS LTD	25,662.14
Nile Finance & Leasing Ltd	255,521.00
BL Retail Investments Ltd	110,630.84
Norwich Union Linked Life Assurance Ltd	348,836.00
Aviva Life & Pensions UK Limited	280,458.00
Otium Properties (Wigan) Limited	258,800.00
Otium Properties (Coppins Bridge)	218,618.00
Orchard Street	109,599.28
Orbit Investments (Northern) Ltd	362,941.62
Peel L&P Property (Investments) Ltd	15,000.00
Prem Estates (Hayes) Limited	213,223.00
Peel Land and Property Investments Plc	275,963.01
RDB CONCEPTS	21,845.23
REDFAIRE	24,946.00
RACESNAKE ENGINEERING AND MAINTENANCE	540.42
RAWLINS JONES LTD	19,800.00
Ropemaker Properties Ltd	106,563.40
Railway Pension Nominees Ltd	213,239.00
RBS Trust Co (Jersey) Ltd & RBSI Trust Co.Ltd	401,026.86
The Royal London Mutual Insurance Society Limited	178,349.00
Real Estate Investments Group	76,057.68
Rom Valley LLP	122,361.00
RO Regional Properties Limited	194,626.00
Railways Pension Trustees Co Ltd	47,433.11
Retail Assist Limited	16,918.27
SAP CONCUR	19,153.00
Soho Estates Limited	1,338,295.93
Staghold (Birmingham) Ltd	25,500.00
Shaw Ridge Management Co Ltd	96,739.00
St James' Place UK Plc	112,354.00
St James' Place Unit Trust Group Limited	156,468.00
Staffordshire County Council	57,418.86
St James' Place Unit Trust Group Limited	180,673.00
St James' Place UK Plc	389,438.00
Sittingbourne Retail Park Ltd	146,525.00
Swansea View Ltd	53,341.20
Swipen Limited	43,514.94
Six Sevens Solutions Ltd	20,836.60
TELEFONICA UK LTD	30,955.56
The Dalglish Executive Pension Scheme	292,413.57
Toscaig Ltd	306,333.13
The Prudential Assurance Company Ltd	255,736.00
The Crown Estate Commissioners	434,050.01
Telford Bridge Property Limited	277,346.35
The Prudential Assurance Company Ltd	86,698.00
TJAC SR2 LLP	99,397.00
The Crown Estate Commissioners	304,550.59
Tain Investments Ltd	187,119.63
Threadneedle UK Property Authorise Investment Fund	245,783.00
The Crown Estate	429,698.81
The Deepdale Co-ownership Trust	298,693.59
Threadneedle Property Investments	45,391.69
Tesco Pension Trustees Ltd	261,951.00
The Royal London Mututal Insurance Society Limited	197,132.00
The Prudential Assurance Company Ltd	232,527.00

UBS Triton Property Fund	194,229.08
United Cinemas International (UK) Ltd	230,184.00
Universities Superannuation Scheme Ltd	117,249.00
VEOLIA ES (UK) PLC	124,572.03
VERIFONE SERVICES LTD	13,407.00
Volaw Trustee Ltd as Trustee of Great Western Unit Trust	54,470.00
WAVE - ANGLIAN WATER	114,519.28
WILLIS LTD	179,375.00
WCM (NATIONAL) LTD	22,802.07
Wakefield Council	202,904.96
West Oxfordshire District Council	50,220.00
YUM	5,426,458.68
YBMS LTD GENERAL BUILDING	19,387.76
Unconnected Total	36,437,255.70
Grand Total	67,106,850.90

Details of creditors present or represented and voting against Resolution 2 contained in the Chairman's Report

Connected Creditors

Creditor name	Claim amount (£)
Employees Voting	3,354.85
Connected Total	3,354.85

Unconnected Creditors

Creditor name	Claim amount (£)
Blueco ltd	429,283.62
Britel Fund Trustees Ltd	86,291.00
Custodian REIT PLC	120,948.00
Car Giant Ltd	143,653.84
Custodian REIT PLC	238,403.00
Custodian REIT PLC	188,529.00
Charles Street Buildings (Leicester) Ltd	79,434.00
Diageo Pension Trust Ltd	40,151.73
Global London Limited	647,298.19
Havon Limited	201,843.00
Legal and General Assurance (Pensions Management) Ltd	347,538.72
LS (Eureka) Limited and LS (Eureka Two) Ltd	292,325.81
Lianda Properties Ltd	129,321.00
NT Property Nominees 1A Ltd & NT Property	304,496.00
NT Property Nominees 1A Ltd & NT Property	203,351.00
LS (Riverside) Limited & LS (Riverside Two) Limited	309,809.59
LS (Parrswood) Ltd and LS (Parrswood Two) Ltd	362,315.40
LS (Fountain Park) Ltd	345,222.17
Leisure 1 & Leisure 2 (North Finchley) Ltd	179,964.58
LS (Bracknell) Limited	101,103.94
Land Securities plc	401,456.85
MAS Management Services Ltd.	94,591.00
Newriver Retail (Portfolio No 8) Ltd	194,673.22
LS Chesterfield Ltd	221,322.15
Ravenside Investments Ltd	310,444.27
Savernake Holdings (No 2) Ltd	278,520.00
The Council of the Borough of South Tyneside	195,629.00
The Forge Retail Park Unit Trust	50,062.15
X-Leisure (Leeds I & II) Ltd	273,646.50
X-Leisure (Bentley Bridge) Ltd	239,160.01
Queens Link Unit Trust	196,477.93
X-Leisure Brighton 1&2 Ltd	143,942.64
X-Leisure (Boldon) Ltd	220,653.75
Unconnected Total	7,571,863.06

Grand Total	7,575,217.91
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Details of creditors present or represented and abstaining from voting on Resolution 2 contained in the Chairman's Report

Connected Creditors

Creditor name	Claim amount (£)
Employees Voting	926.44
Connected Total	926.44

Unconnected Creditors

Creditor name	Claim amount (£)
Aberdeen Asset Management GM UK Common Investment Fund	296,233.00
Capital Hill Partnership Ltd on behalf of Hermes Property Unit Trust (Nat	237,776.00
Harpsden Properties Ltd	50,000.00
Killy Property Ltd	11,787.17
Kingsway West SARL	245,161.35
Sidecar S. A	175,028.00
Standard Life Ignis UK Property Fund	69,167.00
Standard Life Assurance Ltd	212,638.00
SW Pooled Property ACS Fund 1	200,669.00
SW Pooled Property ACS Fund 1	269,718.00
Standard Life Assurance Ltd.	242,201.00
Two Rivers Ltd Partnership	495,030.00
Universities Superannuation Scheme Ltd	250,270.00
Wardens & Fellows of Nuffield College	103,529.00
Unconnected Total	2,859,207.52

Grand Total	2,860,133.96
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Schedule 2

Details of member's vote on the Member's Resolutions

Details of members present or represented and voting in favour of the Member's Resolutions:

Shareholder	Shareholding capital (£)
PHH 2 Limited	715,050
Total	715,050

Details of members present or represented and voting against the Member's Resolutions:

None

Details of members present or represented and abstaining from voting on the Member's Resolutions:

None