



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

1 Company details

Company number 0 1 8 2 6 0 5 7
Company name in full Toys " R" Us Holdings Limited

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

2 Administrator's name

Full forename(s) Simon
Surname Thomas

3 Administrator's address

Building name/number 20 Old Bailey
Street London
Post town EC4M 7AN
County/Region
Postcode
Country

4 Administrator's name ①

Full forename(s) Arron
Surname Kendall

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

5 Administrator's address ②

Building name/number 20 Old Bailey
Street London
Post town EC4M 7AN
County/Region
Postcode
Country

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

AM10

Notice of administrator's progress report

6 Period of progress report

From date	^d 2	^d 8	^m 0	^m 8	^y 2	^y 0	^y 2	^y 0
To date	^d 2	^d 7	^m 0	^m 2	^y 2	^y 0	^y 2	^y 1

7 Progress report

☐ I attach a copy of the progress report

8 Sign and date

Administrator's
signature

Signature

X



X

Signature date

^d 1	^d 8	^m 0	^m 3	^y 2	^y 0	^y 2	^y 1
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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 **Catherine Pittock**

Company name **Moorfields**

Address **20 Old Bailey**

Post town **London**

County/Region

Postcode **E C 4 M 7 A N**

Country

DX

Telephone **0207 186 1144**

**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 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

Toys " R" Us Holdings Limited
(In Administration)
Joint Administrators' Summary of Receipts & Payments

Statement of Affairs £		From 28/08/2020 To 27/02/2021 £	From 28/02/2018 To 27/02/2021 £
	ASSET REALISATIONS		
	Bank Interest Gross	4.39	264.44
348.00	Cash & Cash Equivalents	NIL	307.52
	Inter-Company Debt - TRU France	NIL	56,800.00
	Misc Receipts	(20.52)	NIL
	Surplus Carbon Credits	NIL	174,452.50
		(16.13)	231,824.46
	COST OF REALISATIONS		
	Consultancy Fees & Disbursements	NIL	36,294.20
	Corporation Tax	36.14	36.14
	Office Holders' Cat 1 disbursements	NIL	324.60
	Office Holders Fees	NIL	100,000.00
	Pre-Appointment Remuneration	NIL	1,057.50
		(36.14)	(137,712.44)
	UNSECURED CREDITORS		
(695,286,134.00)	Contingent Creditors	NIL	NIL
(8,396,650.00)	HM Revenue & Customs	NIL	NIL
(336,542.00)	Net InterCompany Creditors	NIL	NIL
		NIL	NIL
	DISTRIBUTIONS		
(181,285,480.00)	Ordinary Shareholders	NIL	NIL
		NIL	NIL
(885,304,458.00)		(52.27)	94,112.02
	REPRESENTED BY		
	Bank 2 Current		94,112.02
			94,112.02



In the In the High Court of Justice - Business and Property Courts of E & W Reference
No. 2018-CR-001695

Toys "R" Us Limited and Toys "R" Us Holdings
(In Administration)

The Joint Administrators' Sixth Progress Report to 28 February 2021

24 March 2021

Simon Thomas

Arron Kendall

Moorfields

20 Old Bailey, London, EC4M 7AN

0207 186 1188

toysruscreditors@moorfieldscr.com

This report has been prepared for the sole purpose of updating the creditors for information purposes. The report is private and confidential and may not be relied upon, referred to, reproduced or quoted from, in whole or in part, by creditors for any purpose other than updating them for information purposes, or by any other person for any purpose whatsoever.

Simon Thomas and Arron Kendall were appointed Joint Administrators of Toys "R" Us Limited on 28 February 2018. The affairs, business and property of the Company are managed by the Joint Administrators. The Joint Administrators act as agents of the Company and contract without personal liability.

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1. EXECUTIVE SUMMARY

This is the Joint Administrators' sixth progress report for the period 28 August 2020 to 27 February 2021 ("Review Period").

Toys 'R' Us Limited ("Opco") and Toys 'R' Us Holdings Limited ("Holdco") (together known as "the Companies") entered Administration on 28 February 2018 and Simon Thomas and Arron Kendall both Licensed Insolvency Practitioners of Moorfields Advisory Limited ("Moorfields"), were appointed to act as Joint Administrators ("the Administrators").

This report should be read in conjunction with the Joint Administrators' Statement of Proposals ("the Proposals") circulated to all known creditors on 14 May 2018 and the previous reports dated 19 September 2018, 25 March 2019, 25 September 2019, 27 March 2020 and 25 September 2020. There has been no major deviation from the strategy as proposed.

To date fees of £5,105,000 have been drawn in respect of the Opco Administration and £100,000 in respect of Holdco. Further information regarding fees is given in Section 5.

To date distributions amounting to £33,602,662 have been paid to the secured creditor in accordance with the Settlement Agreement. Preferential creditors have also been settled in full.

The unsecured creditors of the Companies will receive a small distribution. The quantum and timing of either distribution is currently unknown. Further details on the potential distributions are provided in Section 3.

An extension to the period of Administration of 12 months to 27 February 2020 was duly granted by the Creditors. Following an application to court a further extension until 28 February 2022 was granted.

Statutory information relating to the both Companies and the Joint Administrators' appointment is attached at Appendix I.

2. THE PROGRESS OF THE ADMINISTRATION

This report describes the key developments in the Administration over the Review Period. For a detailed list of work undertaken by the Joint Administrators in the Review Period, see Appendix V.

In this section, we have summarised the main asset realisations during the Review Period and an estimation of those assets yet to be realised.

2.1 The Joint Administrators' Receipts and Payments Account

Attached at Appendix II is a receipts and payments account for the Review Period together with a summary of the transactions cumulatively.

Receipts and payments are shown net of VAT throughout this report and appendices, unless otherwise stated.

2.2 Administration (including statutory reporting)

The Joint Administrators have met a considerable number of statutory and regulatory obligations. Whilst many of these tasks have not had a direct benefit in enhancing realisations for the insolvent estates, they have assisted in the efficient and compliant progressing of the administration, which has ensured that the Joint Administrators and their staff have carried out their work to high professional standards.

During the Review Period, primarily these tasks have included:

- Maintaining case files, which must include records to show and explain the administration and any decisions made by the Joint Administrators that materially affect the administration;
- Monitoring and maintaining an adequate statutory bond;
- Conducting periodic case reviews to ensure that the administration is progressing efficiently, effectively and in line with the statutory requirements;
- Preparing and distributing the periodic progress report to all creditors;
- Maintaining and updating the estate cash book and bank accounts, including regular bank reconciliations and processing receipts and payments; and
- Completing periodic tax returns.

2.3 Trading

As creditors will be aware from previous reports, the Joint Administrators traded Opco during the period from appointment to 24 April 2018. This has resulted in a trading surplus of £26,599,896. Further costs of £5,600 were paid out during the current period in respect of public liability insurance for the leases which have yet to be surrendered. There remain a number of utility accounts which have not yet been finalised and despite numerous attempts to resolve these, the final invoices have not been received. No further work will be carried out to agree these accounts although funds will be reserved to settle the costs should the invoices be received prior to finalisation of the proceedings.

The Joint Administrators' trading account summary is detailed in the Receipts & Payments account attached at Appendix II.

2.4 Realisation of Assets

2.4.1 Bank Interest

Interest earned on funds held in the Administration bank accounts for Opco amount to £13,197.

Interest earned on funds held in the Holdco bank account during the period amounted to £4.

2.4.2 Pre-Appointment Debtors – Rates Refunds Pre-payments (Opco)

Refunds from pre-appointment Business Rates accounts amounted to £13,849 during the period.

No further realisations in this regard are anticipated.

2.4.3 Pre-Appointment Debtors – Rates Refunds Overpayments (Opco)

Hilco have been instructed to appeal the rateable value of a number of properties with a view to generating further rebates. Rebates estimated at £40,000 are anticipated to be received. However, the receipt of these funds is likely to be protracted due to the nature of the appeals process.

During the period one council confirmed a refund due amounting to £13,320. To date these funds have yet to be received.

2.4.4 Pre-Appointment Debtors – Court Compensation - Opco

Receipts from the Court Compensation orders during the period amount to £480. Further receipts are anticipated, however due to their minimal value no work is undertaken to pursue these.

2.4.5 Pre-Appointment Debtors – Intercompany – Opco & Holdco

As previously advised on appointment there were a number of debts due to both Opco and Holdco from within the wider group. The majority of these have been settled, however the following remains outstanding.

	Debtor	Book Value
Opco	Holdco	£49,545
Opco	TRU (UK) H4 Limited in Liquidation	£311,938,467
Holdco	Toys 'R' Us (UK) Limited in Liquidation	£629,958,515

Holdco is now preparing to pay a first dividend to its unsecured creditors. Due to the level of creditors the estimated dividend into Opco is likely to be minimal.

The realisation of the remaining debts from within the wider insolvent group are likely to continue to be protracted. Realisations from these debts is now expected to be minimal also.

2.4.6 Potential Interchange Claim - Opco

As previously advised the Supreme Court has now handed down its judgement in the appealed interchange fee claims against Mastercard and Visa. During the review period the claims settlement has been pursued with both companies which resulted in the request for additional information to support elements of our claim. An initial settlement offer has been received, however, as our claim forms part of a much larger class action any settlement offer requires the approval of the majority of the claimants as a whole. This process is currently on-going and I hope to be able to update creditors fully in my next report.

2.4.7 Land and Buildings Transaction Tax ("LBTT") refund – Opco

Following the surrender of a lease in Scotland a further LBTT refund became due amounting to £7,796 which was received during the Review Period.

There are 3 further Scottish leases to be surrendered and therefore there may be further refunds to be received.

2.5 Estimated Future Realisations

A summary of the assets still to be realised is as follows:

Opco

- Court Compensation Debtors - £1,900;
- Intercompany Debtors – £unknown;
- Pre-paid rates rebates and revaluations - £43,259;
- Interchange claim - £1million-£3 million;
- VAT Receivable - £802,584. This relates to the VAT repayments due on the Administrators' costs in the proceedings. Due to the pandemic and the current work from home rules a backlog of VAT claims has arisen resulting in a delay in this matter being resolved.

Holdco

- Intercompany Debtors - £unknown

3. CREDITORS: CLAIMS AND DISTRIBUTIONS

3.1 Secured creditors

As previously reported the secured creditors held fixed and floating charges over the Companies assets. The secured indebtedness as advised in December 2019 amounted to circa £38million.

On appointment the Administrators reviewed the validity of the security and as a result a distribution of £7.015m was made in October 2018 pursuant to a floating charge.

The Administrators applied to Court for directions to consider whether the remaining floating charge could be invalid pursuant to Section 245 of the Act and also whether the funds held in the Company's former trading accounts were subject to a fixed charge.

A 5-day trial was set to be heard in June 2020, however following protracted discussions with the Emergence Trustee, the charge holders and their solicitors, the Administrators were able to negotiate a settlement in this matter. As result a payment of £26,587,554 has been made in accordance with the terms of the Settlement Agreement. The agreement has resulted in significant savings in anticipated legal fees for the trial and the anticipated appeal, which had been estimated to run into several million pounds and could have run for several years due to a case backlog at the High Court. It also allows for a significantly larger than previously anticipated return to the unsecured creditors of Opco.

The Settlement Agreement only applies to the charges held in Opco.

There was no lending to Holdco under the charges registered at Companies House and therefore there are no secured creditor claims.

3.2 Preferential creditors

A summary of preferential claims and the dividend paid out to the preferential creditors of Opco is detailed below:

Preferential claim	Statement of Affairs Claim £	Agreed Claim £	Dividend paid p in the £1
2,894 employee claims for arrears of holiday pay	1,272,717	1,293,514	100p
Pension schemes	N/A	90,520	100p
		<u>1,384,034</u>	

All known preferential creditors of Opco have been paid in full.

Holdco has no known preferential creditors.

3.3 Prescribed Part

Under the provisions of Section 176A of the Insolvency Act 1986 the Administrators must state the amount of funds available to unsecured creditors in respect of the Prescribed Part. This provision only applies where the company has granted a floating charge to a creditor after 15 September 2003.

3.3.1 Opco

As detailed above the Administrators had applied to Court for a directions hearing in respect of Section 245 of the Act following legal advice as to the extent of the validity of the security granted. A settlement agreement was reached with the secured creditor and as a result the provisions of Section 176A are now disapplied.

3.3.2 Holdco

As stated above there is no outstanding funds due under the registered floating charge and therefore the provisions of Section 176A are now disapplied.

3.4 Unsecured creditors

3.4.1 Opco

The Directors' Statement of Affairs ('SoA') detailed unsecured creditors amounting to £1,109,844,762. Further details of the current claim position per category of claim is detailed below:

- Trade Creditors

Estimated in the Statement of Affairs to amount to £23,772,629. Claims received and agreed to date amount to £16,442,769, with a further £2,818,442 which are still being agreed.

There remain approximately 178 trade creditors whose claims amount to an estimated £5,235,019 who have yet to provide details of their claim. They have been requested to submit their Statement of Claim to these offices, together with appropriate supporting documentation, as soon as possible.

- Landlord Claims

Estimated in the Statement of Affairs to amount to £200,453,129. To date the Administrators have negotiated full surrenders on 55 of 103 leases including 5 in the current period. The surrender of these leases has enabled the Administrators

to save £136,128,279 in potential claims. Twenty-one leases remain to be surrendered or disclaimed in the event that the company enters into liquidation.

The remaining 26 leases have either been forfeit or expired. Claims in regard to these leases have been received in the sum of £26,366,128. No work has yet been undertaken to agree these claims.

- **HMRC**

Estimated in the Statement of Affairs to amount to £22,106,711. HMRC have submitted their claim for £18,865,678, however, a large portion of the debt is in relation to the group VAT registration and therefore the other members of the group are jointly and severally liable for the settlement of this debt. One member of the VAT group, TRU (UK) Noteholder Limited, is not currently in any insolvency procedure and should they settle any part of this debt, they will have a subrogated claim in the proceedings.

HMRC have yet to provide their claim in relation to outstanding PAYE and the progress and agreement of this claim is currently being hampered by the pandemic as the majority of the team working on this matter have been seconded to deal with the furlough scheme.

- **Gift Cards**

Estimated in the Statement of Affairs to amount to £2,966,878. As with the customer deposits, gift card holders were given until 11 March 2018 to spend the balances on the cards or become an unsecured creditor. There remain circa 180,000 unspent cards worth £1,820,613. Due to the nature of gift card sales no contact name and addresses are held for these creditors. Having sought further advice on the most cost-effective way forward with these claims the decision has been taken to disapply the small debt provisions and advertise for all claims to prove. The advert has been placed in the London Gazette and nationally in the Daily Mail and the Scottish Mail.

- **Customer Deposits**

Estimated in the Statement of Affairs to amount to £56,951. The statement of affairs is prepared as at the date of the administration being 28 February 2018. This category relates to the 'Take Time to Pay' scheme run by the company wherein customers had placed a down payment on items to be held to their order while the balance was settled. As the administrators continued to trade the business after their appointment these customers were given the option to settle in full and collect the goods or, choose alternative goods to the value paid by 11 March 2018. As a result, the majority of these deposits have been resolved and will no longer have a claim. Customers with deposits totalling £7,750 were not resolved and will have a claim. As advised above we have sought further advice on these claims and the decision has been taken to disapply the small debt provisions and an advert has been requiring creditors to prove.

- **Net Intercompany**

Estimated in the Statement of Affairs to amount to £101,051,693. Claims totalling £97,874,129 have been received and agreed to date. There remain 3 claims to be received and agreed from other global group companies also subject to insolvency proceedings.

- **Pension Scheme**
Estimated in the Statement of Affairs to amount to £79,900,000. The pension scheme transferred to the Pension Protection Fund who have assessed the deficit to the scheme as being £93,234,426.
- **Employees**
Estimated in the Statement of Affairs to amount to £8,424,921. Claims received and agreed to date amount to £6,259,343. No further claims are anticipated to be received in relation to arrears of wages, holiday pay, pay in lieu of notice and redundancy pay. Prior to the Administration HMRC had undertaken an inspection of the minimum wage records and had identified a number of issues which resulted in underpayments to employees going back a number of years. This shortfall has been assessed at £777,466. This shortfall covers a period up to 6 years prior to our appointment and as a result we did not hold all the necessary information to enable all the claims to be processed through the Redundancy Payments Office ('RPO'). Since our last report we have been able to obtain a large amount of the missing data which has allowed the claims to be passed to the RPO for settlement. To date the majority of the claims for the former Northern Irish employees have been agreed and settled by the Department of Economy – Redundancy Payments Branch. The RPO are working towards settling the claims of the remaining UK employees.
- **Other**
Estimated in the Statement of Affairs to amount to £11,567,237, in respect to a deferred tax liability. No claims have been received in relation to the tax liability to date. Public Liability Claims received to date amount to £17,863.
- **Cross Guarantee**
Estimated in the Statement of Affairs to amount to £659,544,613. Claims received to date amount to £671,590,511.

The formal claims agreement process has continued during the period as a small distribution will be payable to the unsecured (i.e. non-preferential) creditors. At present the timing and quantum of the distribution is unknown.

3.4.2 Holdco

Claims received in Holdco are as follows:

Creditor Classification	SoA	Claims received
HMRC	£8,396,650	£18,862,717
Net Intercompany - Received	£336,542	£295,806
Cross Guarantee	£695,286,134	£671,590,511
	<u>£704,019,326</u>	<u>£690,749,034</u>

3.5 Claims process

Due to the possible distributions to unsecured creditors in both Companies, you are requested to submit claims to the address on the front of this report. In the alternative these should be emailed to toysruscreditors@moorfieldscr.com, as soon as possible.

4. INVESTIGATIONS

4.1 Investigations

As part of the Joint Administrators' statutory duties, an investigation into the conduct of the Company Directors was completed.

In this regard, a confidential report was submitted to The Insolvency Service in 2018.

4.2 Initial Assessment of Potential Recoveries

This review has been completed and we confirm that we did not identify any further assets or actions which would lead to a recovery for creditors.

If creditors wish to bring any matters they believe to be relevant to the attention of the Joint Administrators, they are invited to do so in writing to Simon Thomas and Arron Kendall at Moorfields, 20 Old Bailey, London, EC4M 7AN.

5. THE JOINT ADMINISTRATORS' FEES AND EXPENSES

5.1 Pre-Administration Costs

As previously reported the Pre-Appointment costs have been settled in full.

5.2 The Joint **Administrators' Fees**

5.2.1 Opco

In accordance with the Proposals, and pursuant to Rule 18.18 of the Rules, the Administrators wrote to both the secured and the preferential creditors, seeking approval for the following:

- Approval of the basis of the Administrators Remuneration;
- Approval to draw expenses and necessary disbursements; and
- Confirmation that once the Administration is complete and the final report is issued that the Administrators be discharged from liability.

The resolutions were duly approved by the preferential creditors. Numerous attempts were made to agree the basis of approval with the Emergence Trustee and the solicitors for the secured creditors. With the 18-month statutory deadline fast approaching an application was made to Court to seek an order for approval.

On 31 October 2019 an interim order was granted for the approval of £1,000,000 plus VAT.

In March 2020, just prior to the full Court hearing, the Administrators were able to negotiate an agreement of the basis and level of remuneration with the Secured Creditors and the Emergence Trustee the following resolutions were approved:

- That the Post appointment remuneration of the Joint Administrators be authorised and fixed by reference to time properly spent by them and their staff in attending to matters arising from the Administration. Such remuneration to be capped at £5,500,000 plus VAT.

In accordance with the agreement with the Emergence Trustee the sum of £400,000 plus VAT of fees will be deferred, to be drawn 18 months from the date of the fee

agreement, being 19 September 2021. All other fees have been drawn in accordance with the approved resolutions.

In addition, the Joint Administrators have realised the assets subject to a fixed charge on behalf of the secured creditor in Opco. A fee of £5,000 plus VAT was agreed as part of the fee agreement detailed above. The fees have been drawn in accordance with the agreed resolutions.

When the Administrators seek approval for their fees on a time cost basis, they are required to provide a fee estimate. That estimate acts as a cap on the Joint Administrators' time costs so that they cannot draw fees of more than the total estimated time costs without further approval from those who approved the fees. A fee estimate of £6,372,660.71, representing 17,895 hours at a blended charge out rate of £356.11, was provided with the Administrators' report dated 13 February 2020.

To date, fees of £5,100,000 have been drawn.

Time costs for the Review Period from 28 August 2020 to 27 February 2021 are £190,107.50 This represents 429.70 hours at an average hourly rate of £442.42 per hour. Time costs for the cumulative period are £5,989,820.80 representing 16,895.92 hours at an average chargeout rate of £354.51 per hour.

A breakdown of the time costs incurred during the Review Period and for the Administration as a whole is provided at Appendix III and further information regarding the charge-out rates of the Joint Administrators and their staff is provided at Appendix IV. A comparison of the Administrators time costs and fee estimate is attached at Appendix VI.

5.2.2 Holdco

In relation to Holdco the following resolutions were approved by creditors:

- That the post appointment remuneration be capped at £100,000 plus VAT be approved.

All Holdco remuneration has been drawn in full in accordance with the above approval.

A fee estimate of £150,016.75, representing 352 hours at a blended charge out rate of £426.18, was provided with the Administrators' report dated 13 February 2020.

Time costs for the Review Period from 28 August 2020 to 27 February 2021 are £8,105.80. This represents 19.70 hours at an average hourly rate of £411.42 per hour. Time costs for the cumulative period are £119,995.25, representing 289.10 hours at an average chargeout rate of £415.06.

A breakdown of the time costs incurred during the Review Period and for the Administration as a whole is provided at Appendix III and further information regarding the charge-out rates of the Joint Administrators and their staff is provided at Appendix IV.

A comparison of the Administrators time costs and fee estimate is attached at Appendix VI.

Further information about creditors' rights can be obtained by visiting the creditors' information micro-site published by the Association of Business Recovery

Professionals (R3) at <http://www.creditorinsolvencyguide.co.uk/>. Details about how an office holder's fees may be approved for each case type are available in a series of Guidance Notes issued with SIP 9, and they can be accessed at <http://www.icaew.com/en/technical/insolvency/creditors-guides>.

Should you require a paper copy, please send your request in writing to the Joint Administrators and this will be provided to you at no cost.

5.3 Disbursements and Expenses

All expenses and disbursements paid by the Joint Administrators during the Review Period for both Companies are reflected in their receipts and payments account at Appendix II.

In accordance with SIP 9, where expenses are incurred by Moorfields in respect of the insolvent estate they may be recharged. Such expenses can be divided into two categories, category 1 disbursements and category 2 disbursements, details of which are provided at Appendix IV.

The creditors agreed that the Joint Administrators be authorised to draw certain disbursements (as defined in SIP 9 as "Category 2" disbursements) calculated on the bases set out also in Appendix IV.

The Joint Administrators are entitled to pay Category 1 disbursements from the funds held in the Administration estate without approval.

5.4 Professional Advisor Costs / Other Expenses

The expenses paid by the Joint Administrators in the Review period of this report are reflected in the receipts and payments account at Appendix II and further detailed at Appendix VI.

The statement excludes any potential tax liabilities that may be payable as an expense of the Administration in due course because amounts due will depend upon the position at the end of the tax accounting period.

6 EXIT FROM ADMINISTRATION

The Proposals provided that the exit route from the Administrations once they had been completed would be through one of the following mechanisms:

- Filing notice of dissolution with the Registrar of Companies. The Companies will then automatically be dissolved by the Registrar of Companies two months after the notice is registered; or
- Placing either or both of the Companies into CVL in order to facilitate a distribution to unsecured creditors other than by virtue of the Prescribed Part; or
- Applying to Court for an order that the Administrations cease.

In the event that a distribution to creditors only by virtue of the Prescribed Part is possible, then this would be undertaken by the Administrators and the exit route for the Administrations would be by dissolution. In such circumstances, it is likely that a further extension to the Administrations will be sought.

Conversely, should a floating charge surplus as regards the Secured Creditors arise, it would be the Administrators' intention to exit one or both Administrations into CVL to facilitate the distribution to unsecured creditors from these funds.

In either scenario, the Administrators will seek to be discharged from liability under Paragraph 98(3) of Schedule B1 to the Insolvency Act 1986 immediately upon their appointment as Administrators ceasing to have effect.

7 ETHICS

Please also be advised that Joint Administrator is bound by the Insolvency Code of Ethics when carrying out all professional work relating to an insolvency appointment.

7.1 General Ethical Considerations

During the Review Period, no new threats to compliance with the Code of Ethics have been identified and the safeguards put in place to mitigate threats previously identified have been reviewed and they are effectively managing those threats.

7.2 Specialist Advice and Services

When instructing third parties to provide specialist advice and services or having the specialist services provided by the firm, the Joint Administrator is obligated to ensure that such advice or work is warranted and that the advice or work contracted reflects the best value and service for the work undertaken. The firm reviews annually the specialists available to provide services within each specialist area and the cost of those services to ensure best value. The specialists chosen usually have knowledge specific to the insolvency industry and, where relevant, to matters specific to this insolvency appointment. Details of the specialists specifically chosen in this matter have been detailed in previous reports. No new specialists were instructed during the review period.

8 CREDITORS RIGHTS

8.1 **Creditors' Right** to Request Information

Any secured creditor, or unsecured creditor with the support of at least 5% in value of the unsecured creditors or with permission of the Court, may request in writing the Joint Administrators to provide additional information regarding fees or expenses to that already supplied within this report. Such requests must be made within 21 days of receipt of this report.

8.2 **Creditors' Right** to Challenge Fees and/or Expenses

In accordance with Rule 18.34 of the rules, any secured creditor, or unsecured creditor with the support of at least 10% in value of the unsecured creditors, or with permission of the Court, may apply to the Court for one or more orders, reducing the amount or the basis of fees which the Joint Administrators are entitled to charge or otherwise challenging some or all of the expenses incurred.

Such applications must be made within 8 weeks of receipt by the applicant(s) of the progress report detailing the fees and/or expenses being complained of.

Please note that such challenges may not disturb fees or expenses (whether or not discharged from the estate) disclosed in prior progress reports.

9 FURTHER INFORMATION

To comply with the Provision of Services Regulations, some general information about Moorfields, including about our complaints policy and Professional Indemnity Insurance, can be found at <http://www.moorfieldscr.com/terms-and-conditions>.

In accordance with the provisions of the General Data Protection Regulations the lawful basis for processing your personal data is in order to comply with my legal obligations set out in the Insolvency Legislation, the purpose of processing the data is to administer the insolvent estate. Your data will be retained by me for 6 years and 3 months following my vacation of office. Further details regarding how we process your personal data can be found in our Privacy policy located here: <https://www.moorfieldscr.com/privacy-policy>.

If you have any queries regarding this report, please contact Cathy Pittock of this office in the first instance.

I will report to you again at the conclusion of the Administration or in six months' time, whichever is the sooner.

For and on behalf of
Toys "R" Us Limited



S R Thomas
Joint Administrator

TOYS "R" US LIMITED (IN ADMINISTRATION)

STATUTORY INFORMATION

Company Name	Toys "R" Us Limited
Company Number	01809223
Previous Names	Toys "R" Us (U.K.) Limited
Trading Address	Geoffrey House, Maidenhead Business Park, Westacott Way, Maidenhead, SL6 3QH
Proceedings	In Administration
Court	In the High Court of Justice - Business and Property Courts of E & W
Court Reference	2018-CR-001695
Date of Appointment	28 February 2018
Joint Administrators	Simon Thomas and Arron Kendall Moorfields 20 Old Bailey, London, EC4M 7AN
Registered office address	c/o Moorfields 20 Old Bailey, London, EC4M 7AN
Previous Registered Office	88 Wood Street, London, EC2V 7QF Cannon Place, 78 Cannon Street, London, EC4N 6AF
Appointment by	By the Court pursuant to an application made by the Board of Directors
Functions	Any act required or authorised under any enactment to be done by an Administrator may be done by either or both of the Joint Administrators acting jointly or alone.
Extension	The creditors consented to the extension of the Administration, to 28 February 2020. The Administration was extended by a further 24 months, to 28 February 2022, with the consent of the Court.
EU Regulations	The Company's registered office is from where the Company carries on its business. Therefore, in the absence of proof to the contrary, the Company's centre of main interests is in the United Kingdom and as such these proceedings will be the main proceedings as defined in article 3 of the EU regulation

TOYS "R" US HOLDINGS LIMITED (IN ADMINISTRATION)

STATUTORY INFORMATION

Company Name	Toys "R" Us Holdings Limited
Company Number	01826057
Previous Names	Toys "R" Us Holdings PLC
Trading Address	Geoffrey House, Maidenhead Business Park, Westacott Way, Maidenhead, SL6 3QH
Proceedings	In Administration
Court	In the High Court of Justice - Business and Property Courts of E & W
Court Reference	2018-CR-001696
Date of Appointment	28 February 2018
Joint Administrators	Simon Thomas and Arron Kendall Moorfields 20 Old Bailey, London, EC4M 7AN
Registered office address	c/o Moorfields 20 Old Bailey, London, EC4M 7AN
Previous Registered Office	88 Wood Street, London, EC2V 7QF Cannon Place, 78 Cannon Street, London, EC4N 6AF
Appointment by	By the Court pursuant to an application made by the Board of Directors
Functions	Any act required or authorised under any enactment to be done by an Administrator may be done by either or both of the Joint Administrators acting jointly or alone.
Extension	The creditors consented to the extension of the Administration, to 28 February 2020. The Administration was extended by a further 24 months, to 28 February 2022, with the consent of the Court.
EU Regulations	The Company's registered office is from where the Company carries on its business. Therefore, in the absence of proof to the contrary, the Company's centre of main interests is in the United Kingdom and as such these proceedings will be the main proceedings as defined in article 3 of the EU regulation

DEFINITIONS

The Act	Insolvency Act 1986
The Rules	Insolvency Rules 1986 or Insolvency (England & Wales) Rules 2016 (whichever applied at the time of the event)
The Joint Administrators	Simon Thomas and Arron Kendall of Moorfields
The Company	Toys "R" Us Limited (in Administration)
The Court	In the High Court of Justice - Business and Property Courts of E & W
SIP	Statement of Insolvency Practice

THE JOINT ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT - OPCO

Statement of Affairs	From 28/08/2020 To 27/02/2021	From 28/02/2018 To 27/02/2021
£	£	£
POST APPOINTMENT SALES		
Card Sales (First Data)	NIL	41,455,630.55
Cash Sales (Loomis)	NIL	8,721,441.08
Sales via Gift Card, TTTP & Credit Not	NIL	780,424.14
Sale Discounts (DCR adj to cash)	NIL	1,591,004.40
Services supplied to TRU Global	NIL	244,287.25
	NIL	52,792,787.42
OTHER DIRECT COSTS		
Sub Contractors - Payroll	NIL	15,696.50
Direct Labour		
Payroll Costs	NIL	4,228,629.37
PAYE/NIC	NIL	975,089.91
Pension Contributions	NIL	147,794.78
Life Insurance Premiums	NIL	9,278.99
Direct Expenses	NIL	26,375.69
Consignment Vendors - Cost of Sales	NIL	1,338,227.12
	NIL	(6,741,092.36)
TRADING EXPENDITURE		
Call Centre Costs	NIL	16,597.37
Rent and service charge	NIL	5,530,141.01
Rates	NIL	3,027,522.04
Utilities	NIL	821,480.76
IP Royalties Payable	NIL	595,106.60
Telephone	NIL	11,955.55
Insurance		
Asset Insurance	5,600.00	62,971.64
Building Reinstatement Cover	NIL	108,058.24
General Insurance	NIL	24,304.00
Payroll Services	NIL	10,167.57
IT Software Costs	NIL	18,142.15
Lease/HP Payments	NIL	1,191.53
Hire of Equipment	NIL	133,823.05
Repairs & Maintenance	NIL	11,257.75
Sundry Expenses	NIL	4,962.00
Vehicle Running Costs	NIL	14,492.74
Stock/FF&E Consultant Fees	NIL	5,577,987.88
Postages	NIL	4,614.24
Logistics	NIL	187,573.06
Ransom Payments	NIL	165,417.70
Cleaning Services	NIL	195,453.54
Security	NIL	119,207.33
Packaging	NIL	3,857.00
Freight Costs	NIL	4,795.82
Waste Collection	NIL	58,039.35
Finance Costs	NIL	228,468.68

Non-Cash Items			
	Customer Goodwill (for VAT Purposes only)	NIL	429,915.95
	Discounts given on Sales (for VAT Purposes only)	NIL	2,084,294.73
		(5,600.00)	(19,451,799.28)
	TRADING SURPLUS/(DEFICIT)	(5,600.00)	26,599,895.78
SECURED ASSETS			
Uncertain 1,000,000.00	Leasehold Land & Property	NIL	NIL
	Fixtures & Fittings	NIL	NIL
	Lease Premiums	NIL	15,000.00
	Bank Interest	0.05	9.99
		0.05	15,009.99
COSTS OF REALISATION			
	Office Holders Fees	NIL	5,000.00
	Legal Fees	NIL	10,009.94
	Bank charges	0.05	0.05
		(0.05)	(15,009.99)
SECURED CREDITORS			
(35,741,521.00)	Wilmington Savings Fund Society	NIL	NIL
		NIL	NIL
ASSET REALISATIONS			
	3rd Party Funds held on account of fee	NIL	120,000.00
	Bank Interest Gross	13,197.13	372,464.38
	Bank Interest Gross 2	NIL	588.92
	Book Debts (Post Appointment)		
	3rd Party Shopping Vouchers and C	NIL	159,243.68
	Misc Invoices	NIL	48,526.59
	Court Compensation	NIL	1,300.00
1,998,042.00	Book Debts (Pre-Appointment)		
	Institutional Sales	NIL	13,711.27
	3rd Party Shopping Vouchers and C	NIL	23,525.27
	Misc Invoices	NIL	47,179.76
	Rates Refunds (Prepayments)	13,849.36	1,939,150.40
	Retro Rebates and Other Allowances	NIL	1,533,573.46
	Non-Merch Refunds	NIL	134,035.66
	Court Compensation and CRS	480.59	15,601.47
	Other	NIL	79,954.57
	Intercompany	NIL	260,010.64
	Rates Refunds (Overpayments via Hi	NIL	288,436.90
15,728,383.00	Cash at Bank and In Transit		
	HSBC \$ & € Account Balances	NIL	150,325.38
	HSBC Cash Sales Account (...506)	NIL	82,322.91
	HSBC Card Sales (...492)	NIL	1,947,680.20
	HSBC AP(..352)/EP(...387)/Merch	NIL	12,161.41
	BBVA/PayPal/eBay/Global Payments	NIL	406,928.21
	HSBC Main Account (...395)	NIL	11,786,784.95
	Loomis	NIL	NIL
	Petty Cash	NIL	15,590.56
	First Data	NIL	263,884.65

APPENDIX II

	Company Credit Cards	NIL	NIL
	Cash in Transit (Loomis, FC, Store S	NIL	1,325,902.36
	HSBC Duty Bond	NIL	921,035.87
	Funds from Supervisor of CVA	NIL	219,540.07
	Cash in Hand (Foreign Currency)	NIL	4,489.07
597,500.00	Furniture & Equipment	NIL	1,482,917.16
	Import Duty Overpayment	NIL	190,359.67
	Insurance Refund - Claims Proceeds	NIL	186,347.14
	L&B Transaction Tax Refund	7,993.00	9,192.00
NIL	Net Intercompany Debtors	NIL	NIL
262,850.00	Other Assets	NIL	NIL
290,231.00	Prepaid Expenses & other current ass	NIL	NIL
	Rent Receivable		
	Rent Refund	NIL	6,883.74
	Sub Tenant Rent (Invoiced and VAT	NIL	200,043.15
40,000,000.00	Stock	NIL	NIL
	TRADING SURPLUS/(DEFICIT)	(5,600.00)	26,599,895.78
		29,920.08	50,849,587.25
	COST OF REALISATIONS		
	Bank charges	NIL	9,927.75
	Communications Consultancy Fees	NIL	76,209.19
	Consultancy Fees and Disbursements	NIL	897,503.00
	Debt Collection Commission	NIL	84,132.53
	Employee Consultancy Fees	NIL	83,780.00
	Insurance Excess	NIL	250.00
	Joint Administrators' Cat 1 disbursements	NIL	57,373.54
	Joint Administrators' Cat 2 disbursements	NIL	4,256.04
	Joint Administrators' Fees	NIL	5,095,000.00
	Legal Fees & Disbursements		
	Kirkland & Ellis	NIL	1,064,000.95
	Stephenson Harwood	4,700.00	974,802.76
	Wilberforce Chambers	NIL	3,250.00
	DLA	NIL	66,036.24
	Troutman Sanders	NIL	62,320.16
	Others	NIL	27,690.71
	Pre-Appointment Disbursements	NIL	7,417.98
	Pre-Appointment Legal Fees	NIL	117,800.00
	Pre-Appointment Remuneration	NIL	198,947.35
	Preparation of S. of A.	NIL	32,000.00
	Property Agents' Fees	NIL	53,000.00
	Rates Refund Commission	NIL	64,377.27
	Redirection of Mail	NIL	1,014.00
	Stationery & Postage	367.79	34,358.02
	Statutory Advertising	NIL	84.60
	Stock/FF&E Consultant Fees	NIL	391,517.83
	Storage Costs/ Destruction of Co. Rec	24,842.44	289,910.80
	Sundry Expenses	NIL	105.00
		(19,900.29)	(9,697,065.72)

	PREFERENTIAL CREDITORS		
(1,272,717.00)	Employee Arrears/Hol Pay	NIL	879,571.62
	NI	NIL	155,228.00
	PAYE	NIL	258,714.77
	Pension Schemes	NIL	90,519.78
		NIL	(1,384,034.17)
	FLOATING CHARGE CREDITORS		
	Settlement Agreement Distribution	NIL	33,602,662.04
		NIL	(33,602,662.04)
	UNSECURED CREDITORS		
(659,544,613.00)	Contingent Creditor Claims re potential	NIL	NIL
(56,951.00)	Customer Deposits	NIL	NIL
(8,424,921.00)	Employees	NIL	NIL
(2,966,878.00)	Gift Cards	NIL	NIL
(22,106,711.00)	HM Revenue & Customs	NIL	NIL
(200,453,129.00)	Landlord Claims	NIL	NIL
(101,051,693.00)	Net Inter-group Creditors	NIL	NIL
(11,567,237.00)	Other	NIL	NIL
(79,900,000.00)	Pension Scheme Claim	NIL	NIL
(23,772,629.00)	Trade & Expense Creditors	NIL	NIL
		NIL	NIL
	DISTRIBUTIONS		
(100,000.00)	Ordinary Shareholders	NIL	NIL
		NIL	NIL
(1,087,081,994.00)		9.85	6,165,825.32
	REPRESENTED BY		
	HSBC Cash Sales Acc (balance due from HSBC)		629.76
	Barclays Instant Access		5,313,844.21
	Current Account (Floating)		2,881.28
	Vat Control Account		802,584.16
	VAT control account Fixed		58.74
	Vat Payable		(1,748.03)
	Vat Receivable		47,575.20
			6,165,825.32

THE JOINT ADMINISTRATORS' RECEIPTS AND PAYMENTS ACCOUNT - HOLDCO

Statement of Affairs		From 28/08/2020 To 27/02/2021	From 28/02/2018 To 27/02/2021
£		£	£
	ASSET REALISATIONS		
	Bank Interest Gross	4.39	264.44
348.00	Cash & Cash Equivalents	NIL	307.52
	Inter-Company Debt - TRU France	NIL	56,800.00
	Misc Receipts	(20.52)	NIL
	Surplus Carbon Credits	NIL	174,452.50
		(16.13)	231,824.46
	COST OF REALISATIONS		
	Consultancy Fees & Disbursements	NIL	36,294.20
	Corporation Tax	36.14	36.14
	Office Holders' Cat 1 disbursements	NIL	324.60
	Office Holders Fees	NIL	100,000.00
	Pre-Appointment Remuneration	NIL	1,057.50
		(36.14)	(137,712.44)
	UNSECURED CREDITORS		
(695,286,134.00)	Contingent Creditors	NIL	NIL
(8,396,650.00)	HM Revenue & Customs	NIL	NIL
(336,542.00)	Net Intercompany Creditors	NIL	NIL
		NIL	NIL
	DISTRIBUTIONS		
(181,285,480.00)	Ordinary Shareholders	NIL	NIL
		NIL	NIL
(885,304,458.00)		(52.27)	94,112.02
	REPRESENTED BY		
	Bank 2 Current		94,112.02
			94,112.02

APPENDIX III

THE JOINT ADMINISTRATORS' TIME COSTS – OPCO

Review Period 28 August 2020 – 27 February 2021								Cumulative (post App't only)	
Classification of Work Function	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost	Average Hourly Rate	Hours Cum (POST Only)	Time Costs Cum (POST Only)
10 : Case Planning	0.10	0.00	3.00	0.00	3.10	£1,412.50	£455.65	152.10	£42,156.00
** 1003 : Travel	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	202.20	£63,983.00
** 11 : Administrative Set Up	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	2.50	£950.00
** 12 : Appointment Notification	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	14.50	£7,262.50
13 : Maintenance of Records	0.00	0.00	4.40	0.00	4.40	£1,980.00	£450.00	160.80	£63,683.50
14 : Statutory Reporting	0.00	0.00	25.80	1.00	26.80	£11,810.00	£440.67	467.70	£184,169.75
15 : Case Monitoring	0.30	0.00	2.90	0.00	3.20	£1,432.50	£447.66	245.40	£94,329.50
** 16 : IPS Case Set Up	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	0.80	£436.00
17 : General Administration	0.20	0.00	7.70	1.80	9.70	£3,950.00	£407.22	879.80	£217,606.00
18 : Cashiering	0.30	0.00	5.80	11.10	17.20	£4,927.50	£286.48	766.35	£203,078.50
** 19 : Partner Review	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	246.10	£134,295.00
70 : Post appoint VAT and CT returns	0.10	0.00	11.20	0.00	11.30	£5,102.50	£451.55	219.60	£74,058.50
Admin & Planning	1.00	0.00	60.80	13.90	75.70	£30,615.00	£404.43	3,357.85	£1,086,008.25
** 1061 : Sale of Share	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	7.50	£2,850.00
30 : Freehold / Leasehold Property	0.10	0.00	16.40	0.00	16.50	£7,442.50	£451.06	1,431.40	£453,373.50
** 31 : Plant and Machinery	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	29.90	£15,272.50
** 32 : Motor Vehicles	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	4.30	£1,530.00
** 33 : Assets on Finance	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	15.20	£4,707.00
34 : Debtors	0.00	0.00	0.30	0.00	0.30	£135.00	£450.00	275.47	£103,271.60
** 35 : Sale of Business	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	114.90	£34,426.00
36 : Identifying, Securing, Insuring	0.00	0.00	1.80	0.00	1.80	£810.00	£450.00	187.90	£69,329.50
** 37 : Retention of Title	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	18.70	£7,469.00
38 : Asset related legal Matters	0.50	0.00	9.00	0.00	9.50	£4,357.50	£458.68	401.40	£187,118.50
** 39 : Stock	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	29.60	£12,257.50
** 47 : Intangible Assets - Intellectual Property, etc	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	40.60	£11,019.00
71 : Other Assets	0.00	0.00	1.80	0.00	1.80	£810.00	£450.00	67.60	£25,389.50
** 74 : Realisation pension/endowment policies	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	0.40	£120.00
** 77 : Managing Agent	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	8.30	£2,203.50
Asset Realisation	0.60	0.00	29.30	0.00	29.90	£13,555.00	£453.34	2,633.17	£930,337.10

APPENDIX III

60 : Case Specific	0.10	0.00	4.70	0.00	4.80	£2,175.00	£453.13	540.00	£174,688.00
72 : Legal Matters	0.30	0.00	0.90	0.00	1.20	£587.50	£489.58	1,270.45	£483,224.75
Case Specific Matters	0.40	0.00	5.60	0.00	6.00	£2,762.50	£460.42	1,810.45	£657,912.75
50 : Creditor Correspondence	0.10	0.00	40.40	0.00	40.50	£18,240.00	£450.37	347.60	£120,990.50
51 : Unsecured creditor claims	0.00	0.00	33.20	0.00	33.20	£14,940.00	£450.00	671.65	£242,876.25
** 52 : Secured creditor claims/Reporting	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	149.90	£79,186.50
55 : Payment of dividends	0.00	0.00	0.50	0.00	0.50	£225.00	£450.00	11.30	£3,690.00
** 56 : Retention of Title	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	20.90	£6,750.50
57 : Employee creditor claims	0.00	0.00	236.70	0.00	236.70	£106,515.00	£450.00	905.06	£315,258.50
** 59 : Creditors meetings	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	4.00	£1,800.00
** 63 : Secured creditor reports	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	142.00	£58,637.50
** 73 : Preferential creditor claims	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	135.70	£41,604.50
** 75 : s120 pension reporting	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	8.40	£2,573.00
Creditors	0.10	0.00	310.80	0.00	310.90	£139,920.00	£450.05	2,396.51	£873,367.25
** 20 : SIP2 Review	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	187.10	£74,439.50
** 21 : CDDA Reports	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	16.50	£7,841.50
** 22 : Antecedent Transactions	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	574.45	£256,335.50
** 65 : Director's Correspondence	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	1.20	£334.00
Investigations	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	779.25	£338,950.50
** 40 : Management of Operations	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	2,574.99	£942,035.95
41 : Accounting for Trading	0.10	0.00	4.60	0.00	4.70	£2,130.00	£453.19	1,657.70	£621,494.00
42 : On going employee issues	0.00	0.00	1.30	0.00	1.30	£585.00	£450.00	1,283.50	£402,204.50
** 43 : Planning Trading	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	110.60	£45,027.50
** 44 : Negotiating with Customers	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	46.70	£11,422.00
45 : Negotiating with Suppliers	0.00	0.00	1.20	0.00	1.20	£540.00	£450.00	93.80	£36,133.50
** 46 : Retention of Title	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	43.30	£15,761.00
** 49 : Tax on post appointment trading	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	108.10	£29,166.50
Trading	0.10	0.00	7.10	0.00	7.20	£3,255.00	£452.08	5,918.69	£2,103,244.95
Total Hours	2.20	0.00	413.60	13.90	429.70	£190,107.50	£442.42	16,895.92	£5,989,820.80
Total Fees Claimed						£5,100,000.00			

** - Denotes codes included in cumulative data that are not present in the period.

APPENDIX III

THE JOINT ADMINISTRATORS' TIME COSTS – HOLDCO

Classification of Work Function	Review Period 28 August 2020 – 27 February 2021							Cumulative (post App't only)	
	Partner	Manager	Other Senior Professionals	Assistants & Support Staff	Total Hours	Time Cost (£)	Average Hourly Rate	Hours Cum	Time Costs Cum
10 : Case Planning	0.00	0.00	0.80	0.00	0.80	£360.00	£450.00	4.80	£1,795.50
** 11 : Administrative Set Up	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	0.50	£112.50
** 12 : Appointment Notification	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	0.60	£182.00
** 13 : Maintenance of Records	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	1.00	£421.50
14 : Statutory Reporting	0.00	0.00	5.70	0.00	5.70	£2,565.00	£450.00	63.85	£26,480.00
15 : Case Monitoring	0.20	0.00	4.40	0.00	4.60	£2,105.00	£457.61	20.80	£8,352.00
** 16 : IPS Case Set Up	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	0.30	£163.50
17 : General Administration	0.10	0.00	0.40	0.60	1.10	£362.50	£329.55	6.60	£2,349.00
18 : Cashiering	0.10	0.00	1.00	2.50	3.60	£922.50	£256.25	12.70	£3,195.00
** 19 : Partner Review	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	16.80	£9,475.00
70 : Post appoint VAT and CT returns	0.20	0.00	1.50	0.00	1.70	£800.00	£470.59	17.30	£8,115.00
Admin & Planning	0.60	0.00	13.80	3.10	17.50	£7,115.00	£406.57	145.25	£60,641.00
** 30 : Freehold / Leasehold Property	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	2.00	£1,090.00
** 34 : Debtors	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	2.30	£799.00
** 36 : Identifying, Securing, Insuring	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	1.00	£305.00
38 : Asset related legal Matters	0.00	0.00	0.10	0.00	0.10	£45.00	£450.00	1.20	£644.50
** 71 : Other Assets	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	39.80	£15,710.50
Asset Realisations	0.00	0.00	0.10	0.00	0.10	£45.00	£450.00	46.30	£18,549.00
** 60 : Case Specific	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	4.20	£1,890.00
** 72 : Legal Matters	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	58.35	£21,669.25
Case Specific Matters	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	62.55	£23,559.25
** 50 : Creditor Correspondence	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	1.40	£840.00
51 : Unsecured creditor claims	0.00	0.00	2.10	0.00	2.10	£945.00	£450.00	2.10	£945.00
** 52 : Secured creditor claims/Reporting	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	10.60	£4,664.50
Creditors	0.00	0.00	2.10	0.00	2.10	£945.00	£450.00	14.10	£6,449.50
** 21 : CDDA Reports	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	3.80	£1,389.00
** 22 : Antecedent Transactions	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	14.30	£7,881.50
Investigations	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	18.10	£9,270.50
** 41 : Accounting for Trading	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	2.10	£1,260.00
** 49 : Tax on post appointment trading	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	0.70	£266.00
Trading	0.00	0.00	0.00	0.00	0.00	£0.00	£0.00	2.80	£1,526.00
Total Hours	0.60	0.00	16.00	3.10	19.70	£8,105.00	£411.42	289.10	£119,995.25
Total Fees Claimed						£100,000.00			

** - Denotes codes included in cumulative data that are not present in the period.

Moorfields

Statement of Policy on Charging Remuneration and Disbursements January 2021

In accordance with best practice we provide below details of policies of Moorfields, in respect of fees and disbursements for work in relation to insolvency estates.

The Partners will engage managers and other staff to work on the insolvent estate and statutory compliance diaries. The work required is delegated to the most appropriate level of staff taking account of the nature of the work and the individual's experience. Additional assistance is provided by accounting and treasury executives dealing with the estate's bank accounts. Work carried out by all staff is subject to the overall supervision of the Partners.

All time spent by staff working directly on case related matters is charged to a time code established for the case. Each member of staff has a specific hourly rate, which is subject to change over time.

The current charge out rates per hour of staff within the firm who may be involved in working on the insolvency follows: this in no way implies that staff at all such grades will work on the case.

GRADE	£
Partner	625
Director	550
Senior Manager	530
Manager	500
Assistant Manager	450
Senior Associate	375
Associate	250
Cashier/ Support	195

The rates charged by Moorfields are reviewed periodically in January & July each year and are adjusted to take account of inflation and the firm's overheads.

Our rates increased on 1 January 2021. The charge out rates per hour for the period from 1 January 2020 to 31 December 2020 were:

GRADE	£
Partner	600
Director	550
Senior Manager	530
Manager	500
Assistant Manager	450
Senior Associate	375
Associate	250
Cashier/ Support	195

Time spent on casework is recorded directly to the relevant case using a computerised time recording system and the nature of the work undertaken is recorded at that time in units of 6 minutes.

Where an officeholder's remuneration is approved on a time cost basis the time invoiced to the case will be subject to VAT at the prevailing rate.

Where remuneration has been approved on a time cost basis the time invoiced will be provided to any committee appointed by the creditors or in the absence of a committee to the creditors, the report will provide a breakdown of the remuneration drawn and will enable the recipients

to see the average rates of such costs. The current hourly rates may be higher than the average rates, if hourly rates have increased over the period covered by the fee request.

Approved remuneration will be drawn at such times that sufficient funds are available.

OTHER COSTS

In accordance with Statement of Insolvency Practice No. 9, where expenses are incurred in respect of the insolvent estate they will be recharged. Such expenses can be divided into two categories.

Category 1 Disbursements

Separate charges are made in respect of directly attributable expenses (Category 1 disbursements) such as travelling, postage, photocopying (if external provider), statutory advertising and other expenses made on behalf of the assignment.

Such disbursements can be paid from the insolvent's assets without approval from the Creditors' Committee or the general body of creditors. In line with Statement of Insolvency Practice No. 9, it is our policy to disclose Category 1 disbursements drawn but not to seek approval for their payment. We are prepared to provide such additional information as may reasonably be required to support the disbursements drawn.

Category 2 Disbursements

Category 2 disbursements do require approval from creditors. These disbursements can include costs incurred by Moorfields for the provision of services which include an element of recharged overhead, for example, room hire or document storage. Statement of Insolvency Practice No. 9 provides that such disbursements are subject to approval as if they were remuneration. It is our policy, in line with the Statement, to seek approval for Category 2 disbursements before they are drawn.

The following Category 2 disbursements are currently charged by this firm

- Photocopying charge for sending out circulars – 5 pence per sheet.
- A set-up charge of £50 per case for online creditor reporting where applicable
- Mileage allowances are paid at HM Revenue & Customs approved rates. For personnel using their own vehicles, these are currently 45 pence per mile for the first 10,000 miles and 25 pence per mile thereafter.
- A charge of £10 for identification searches per director to comply with Money Laundering Regulations.

It should be noted that disbursements costs might increase from time to time, however, increases would only be in line with inflation or increases from our supplier.

Toys "R" Us Limited (IN ADMINISTRATION)

DETAILS OF WORK UNDERTAKEN BY THE JOINT ADMINISTRATORS IN THE REVIEW PERIOD

The Joint Administrators have met a considerable number of statutory and regulatory obligations. Whilst many of these tasks have not had a direct benefit in enhancing realisations for the insolvent estate, they have assisted in the efficient and compliant progressing of the administration, which has ensured that the Joint Administrators and their staff have carried out their work to high professional standards.

It is the Joint Administrators' policy to delegate the routine administrative tasks to less senior staff in order to maximise the cost effectiveness of the work performed. These staff are supervised by senior staff and the Joint Administrators. Any matter of complexity or significance is dealt with by the senior staff on the team and the Joint Administrators.

OPCO

General Description	Includes
Administration & Planning	
Case Planning	6-monthly case review including review of Bordereau General case progression discussions with case staff
Statutory Reporting	Drafting and distributing the progress report Preparation and submission of the statutory advert to prove claims
Maintenance of Records	Filing of paper files into VC Archiving emails
Case Monitoring	Maintenance of statutory and case progression task lists/diaries Updating checklists Review of Bordereau
General Administration	Preparation and filing following change of Registered Office
Cashiering	Maintenance of the estate cash book
Post Appointment VAT/CT Work	Preparation of information for Corporation tax return and liaising with agent regarding calculation, agreement and submission of the same Preparation and submission of VAT returns
Realisation of Assets	
Freehold/Leasehold Properties	Surrender of leases Communication received from third parties regarding leases Communication with Landlord's agent
Debtors	Communications regarding settlement of Intercompany debts
Identifying, Securing & insuring assets	Review of insurance requirements
Asset related legal matters & Other Assets	Liaising with legal team dealing with the Interchange settlement and production of additional information as requested
Creditors	
Creditor Correspondence	Receive and follow up creditor enquiries Review and prepare correspondence to creditors and their representatives
Unsecured Creditor Claims	Agreement of creditor claims Gift Card Creditor Correspondence
Employee Creditor Claims	Agreement of employee claims including National Minimum Wage Claims Liaising with Redundancy Services Liaising with HMRC
Trading	

General Description	Includes
Accounting for Trade	Agreement of Business Rates and utilities for the trading period
On-going Employee Issues	Liaising with HMRC regarding PAYE Liaising with former employees regarding trading period issues
Negotiating with Suppliers	Liaising with Utility suppliers
Case Specific Matters	
Case Specific Matters	Communication with the Emergence Trustee Discussions with Legal team regarding way forward with Gift Card Claims and Small Claims
Legal Matters	Discussions with Legal team regarding way forward with Gift Card Claims and Small Claims

HOLDCO

General Description	Includes
Administration & Planning	
Case Planning	6-monthly case review including review of Bordereau General case progression discussions with case staff
Statutory Reporting	Drafting and distributing the progress report Preparation and submission of the statutory advert to prove claims
Maintenance of Records	Filing of paper files into VC Archiving emails
Case Monitoring	Maintenance of statutory and case progression task lists/diaries Updating checklists Review of Bordereau
General Administration	Preparation and filing following change of Registered Office
Cashiering	Maintenance of the estate cash book
Post Appointment VAT/CT Work	Preparation of information for Corporation tax return and liaising with agent regarding calculation, agreement and submission of the same Preparation and submission of VAT returns
Realisation of Assets	
Asset related legal matters & Other Assets	Communications regarding settlement of Intercompany debts
Creditors	
Creditor Correspondence	Receive and follow up creditor enquiries Review and prepare correspondence to creditors and their representatives
Unsecured Creditor Claims	Agreement of creditor claims

APPENDIX VI

Toys "R" Us Limited (IN ADMINISTRATION)

DETAILS OF THE JOINT ADMINISTRATORS FEES AND EXPENSES

Comparison of estimates The Joint Administrators' time costs incurred to date (whether or not they have been charged to the Administration estate) are compared with the adjusted fees estimate as follows:

Opco

Work category	Adjusted fees estimate			Time Costs incurred during the Review Period			Actual time costs incurred to date		
	Number of hours	Total time costs	Average hourly rate	Number of hours	Total time costs	Average hourly rate	Number of hours	Total time costs	Average hourly rate
Administration & Planning	3,613.45	£1,193,252.25	£330.23	75.70	£30,615.00	£404.43	3,357.85	£1,086,008.25	£323.42
Realisation of Assets	2,940.47	£1,077,172.10	£366.23	29.90	£13,555.00	£453.34	2,633.17	£930,337.10	£256.06
Creditors	2,661.20	£958,022.75	£360.00	310.90	£139,920.00	£450.05	2,396.51	£873,367.25	£364.43
Investigations	777.25	£337,890.50	£434.75	0.00	£0.00	£0.00	779.25	£338,950.50	£434.97
Trading	5,914.39	£207,727.86	£350.29	7.20	£3,255.00	£452.08	5,918.69	£2,103,244.95	£355.36
Case Specific	1,988.25	£734,595.25	£369.47	6.00	£2,762.50	£460.42	1,810.45	£657,912.75	£363.40
Total	17,895.01	£6,372,660.71	£356.11	429.70	£190,107.50	£442.42	16,895.92	£5,989,820.80	£354.51

The expenses incurred during the review period and cumulatively, compared with the original expenses estimate are detailed below:

Name of Adviser	Brief description of services provided	Basis of fee arrangement	Estimated Expenses per the Proposals/or previous revisions	Expenses Paid During the Review Period	Expenses Outstanding to 27 February 2021	Total Expenses incurred as at 27 February 2021	Reason for any excess, (where expenses have or are likely to exceed their original estimate)
Alvarez & Marsal ('A&M')	IT, VAT, Corporation tax & Other consultancy services	Time costs	£522,683 – Consultancy £156,020 – Corporation Tax /VAT £170,213 IT/Data Back-up & retention	£0	£1,000	£838,935	N/A

APPENDIX VI

DLA Piper	Solicitors re: Property not held by Propco	Time costs recoverable direct from landlords	N/A	£0	£0	£0	N/A
DLA Piper	Solicitors regarding the negotiation of the lease premium and in dealing with the release of securities held by Deutsche Bank	Structured fee proposal	£76,046 (previously revised)	£0	£0	£76,046	Additional work required to release the securities not previously envisaged in their quote
CBRE	Property Agents	£50k fixed fee to provide a valuation of the leases and undertake the marketing plus 20% commission on any premiums achieved	£50,000	£0	£0	£53,000	Includes brokerage fees for the surrender of 2 leases at a premium not previously envisaged or quoted for at the date of the Proposals
Hilco Profit Recovery	Business Rates Refunds	20% of cumulative realisations up to £249,999; 22.5% of cumulative realisations between £250,000-£499,999; 25% of Cumulative realisations over £500,000	N/A	£0	£0	£64,377	N/A
Kirkland & Ellis ('K&E')	Solicitors re: General Advice, Application & Topco fees	Time Costs	£1,003,348 (previously revised)	£0	£86,609	£1,150,609	The original scope of their instruction changed from the original quote and included work for the S245 application, including the discovery stage and preparation for Court hearing and the remuneration approval application to Court combined with the Settlement Agreement. No further fees are anticipated
Shoosmiths	Solicitors re: Employee law	Time costs	£100,000	£0	£0	£12,381	N/A
Stephenson Harwood	Solicitors re: S245 Application & PPF issues & Investigations	Time Costs	£1,584,187 (previously revised)	£4,700	£32,405	£974,802.76	The original scope of their instruction changed from the original quote and included work for the S245 application and remuneration Court approval

APPENDIX VI

Tradeflow Customs Consultancy	HMRC Import Duty reclaim agent	% of realisations	N/A	£0	£0	£57,168	N/A
Troutman Sanders LLP	US Lawyers re Chapter 11 and the various US insolvencies	Time costs	£62,320 (previously revised)	£0	£0	£62,320	Significant further work was required to be carried out outside of the original quote
Travers Smith	Solicitors re: Propco Properties	Time costs recoverable direct from landlords	N/A	£0	£0	£0	N/A
Wilberforce Chambers	Barrister fees re Remuneration Application	Time costs	N/A	£0	£0	£3,250	N/A
PDT Solicitors	Book Debt Collection	% of realisations	N/A	£0	£0	£14,160	N/A
M McGreevy & N Jones	Debt Collection Commission	% of realisations	N/A	£0	£0	£84,132	N/A
BDO	SoA assistance	Time costs	32,000	£0	£0	£32,000	N/A
Gordon Brothers	Stock Agents	Dependent on final realisations based on consultancy agreement	TBC	£0	£0	£5,577,988	Costs mainly based on a % of realisations and therefore no specific estimate was included in the Proposals
Gordon Brothers	Consultancy services on closure of CVA stores	Time costs	£57,522	£0	£0	£57,522	As above
Gordon Brothers	Fixtures, Fittings & Equipment Agent	10-15% of asset plus disbursements	TBC	£0	£0	£391,517	As above
ERA Solutions Limited	Employee Consultants	Structured fee proposal	£105,000	£0	£0	£83,780	N/A
Headland PR Consultants Ltd	PR/Press Consultants	Time costs	£65,000	£0	£0	£76,209	Due to higher than anticipated level of press and customer queries the time costs exceeded those initially anticipated.
Ex-Employee	One-off goodwill payment for voluntary court attendance leading to prosecutions & costs award in a trespass case	N/A	N/A	£0	£0	£500	N/A
Cheeswrights	Power of Attorney for use in Spain re: TRU Iberia and the financial Shared Services Centre	Time costs	N/A	£0	£0	£615	N/A

APPENDIX VI

CMS Cameron McKenna Nabarro Olswang LLP	Legal Fees re Company Secretarial services	Time costs	N/A	£0	£0	£535	N/A
J.G. Storage	Storage of books and records	Fixed price per box per month	N/A	£24,842.44	£10,888.64	£300,799.44	N/A
Brodies LLP	LBTT Fees	Fixed quoted fee	N/A	£0	£1,700	£3,400	N/A
Clumber Consulting	Pension Review Report	Fixed price	N/A	£0	£0	£200	N/A
Various Suppliers	Stationery & Postage	Fixed price per item	N/A	£367.79	£0	£34,358.02	N/A
Joint Administrators' Category One Disbursements	Various including Telephone costs, accommodation during trading period, Land Registry Charges, Bordereau etc	At Cost	N/A	£0	£11.27	£57,384.81	N/A
Joint Administrators' Category Two Disbursements	Mileage Photocopying	At cost as quoted in Appendix IV	N/A	£0	£0	£4,256.04	N/A
Trading Expenses Excluding Stock and FFE agent Costs (detailed separately)	Trading costs	Various	N/A	£5,600	£0	£13,873,811.40	N/A

The bases on which the expenses defined as Category 2 disbursements are calculated are explained in Appendix IV.

Having regard for the costs that are likely to be incurred in bringing this Administration to a close, the Joint Administrators consider that:

- the adjusted fees estimate is unlikely to be exceeded; and
- the original expenses estimate has been exceeded for the reasons given above. Some previous estimates have previously been revised where appropriate. However, the legal fees incurred in relation to the Kirkland & Ellis expenses have exceeded the revised estimate. This relates to additional work undertaken in relation to the discovery work required for the S245 application, discussions with the secured creditors' solicitor in regard to sub debt issues and the settlement agreement and in providing advice in regard to the small debts and the gift card claims in the proceedings. This additional has incurred further previously not anticipated costs amounting to £147,261, bringing the total expenses incurred with Kirkland & Ellis to £1,150,609. No further costs are currently envisaged.

APPENDIX VI

HOLDCO

	Adjusted fees estimate			Time costs incurred during the Review Period			Actual time costs incurred to date		
Work category	Number of hours	Total time costs £	Blended hourly rate £ per hour	Number of hours	Total time costs £	Average hourly rate £ per hour	Number of hours	Total time costs £	Average hourly rate £ per hour
Administration (including statutory reporting)	169.85	£71,840.50	£422.96	17.50	£7,115.00	£406.57	145.25	£60,641.00	£417.49
Realisation of assets	52.00	£21,414.00	£411.81	0.10	£45.00	£450.00	46.30	£18,549.00	£400.63
Creditors (claims and distribution)	26.00	£11,656.50	£448.33	2.10	£945.00	£450.00	14.10	£6,449.50	£457.41
Investigations	16.50	£8,310.50	£503.66	0	£0.00	£0.00	18.10	£9,270.50	£512.18
Trading	0.70	£266.00	£380.00	0	£0.00	£0.00	2.80	£1,526.00	£545.00
Case Specific	86.95	£36,529.25	£420.12	0	£0.00	£0.00	62.55	£23,559.25	£376.64
Total	352.00	£150,016.75	£428.62	19.70	£8,105.00	£411.42	289.10	£119,995.25	£415.06

The expenses incurred in the Review Period are compared with the original expenses estimate as follows:

Name of Adviser	Brief description of services provided	Basis of fee arrangement	Estimated Expenses per the Proposals	Expenses Paid During the Review Period	Expenses Outstanding to 27 February 2021	Total Expenses incurred as at 27 February 2021	Reason for any excess, (where expenses have or are likely to exceed their original estimate)
Hilco Profit Recovery	Sale of surplus carbon credits	% of realisations	N/A	£0	£0	£36,294	N/A

APPENDIX VI

Joint Category Disbursements	Administrators' One	Statutory and Bordereau	Advertising	Fixed cost	N/A	£0	£0	£324.80	N/A
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The bases on which the expenses defined as Category 2 disbursements are calculated are explained in Appendix IV.

Having regard for the costs that are likely to be incurred in bringing this Administration to a close, the Joint Administrators consider that:

- the fees estimate is unlikely to be exceeded; and
- the original expenses estimate is unlikely to be exceeded.