

Finbarr O’Connell, Emma Thompson, Adam Stephens and Andy McGill were appointed Joint Administrators (the “Administrators”) of Park First Freeholds Limited (in administration), Park First Glasgow Rentals Limited (in administration), Park First Gatwick Rentals Limited (in administration) and Help Me Park Gatwick Limited (in administration) - (together the “Companies”) on 4th July 2019

We have prepared this document to provide an update to investors and creditors on the progress of the administrations, including the preparation of the proposed CVAs, of the Companies.

UPDATE TO INVESTORS AND CREDITORS

Date 20 July 2021

Please note that all statutory reports and investor updates are available to download from the Administrators’ website at: <https://www.smithandwilliamson.com/park-first>

Completion of the settlement agreement between the FCA, the relevant Park First entities and the administrators

The administrators are pleased to advise investors and creditors that tripartite settlement discussions have been concluded between (1) the Financial Conduct Authority (“FCA”), (2) various respondents to the FCA’s litigation, including the Companies director, Toby Whittaker, plus various related individuals and companies (the “Respondents”), and (3) the administrators, that should result in substantial additional contributions to the proposed Company Voluntary Arrangements (“CVAs”) of £25 million over three years. These contributions are in addition to the £32 million generated from the sale of the car park at Luton airport plus a £1 million personal contribution from Toby Whittaker.

The administrators appreciate that both the amount of time it has taken and the very small amount of information they could share with investors and creditors has caused great frustration. However, having now agreed this significant additional contribution into the CVAs, the administrators are working to finalise and circulate the CVA proposals as soon as possible.

Key terms of the forthcoming CVA proposals

Now that the settlement agreement has been signed, the administrators are in a position to share the headline terms of the forthcoming CVA proposals, as currently drafted, with the investors and creditors. Please note that these high-level points are meant to give investors and creditors an indication of the proposed terms of the CVAs but are not definitive nor exhaustive:

- **Investors will be given the option to choose between Buyback and Lifetime lease options:**

- Those investors who elect the Buyback option will receive a cash settlement and have no ongoing relationship with the Companies
 - Those investors who elect the Lifetime lease option will remain in the restructured car parking scheme and also, possibly, receive a cash settlement, and
 - The number of investors that choose the Buyback or Lifetime lease option will impact the amount of the cash settlement for individual investors. The CVA proposals will therefore provide a range of possible outcomes depending on how many investors choose each option
- **Restructuring of the business**
 - It is envisaged that those investors who elect for the Lifetime lease option will become shareholders in a new company which will own the entirety of the shares in the rental companies. Those Lifetime lease investors will therefore have total ownership of these companies and will be in control of them in accordance with the transition provisions as set out in the CVAs. It is envisaged that a turnaround professional will be included as a director of, or an adviser to, this new top rental company during the period of the CVAs.
 - **Voting and paperwork**
 - The CVA proposals will set out how investors can choose between the Lifetime lease and Buyback options, how they will be able to vote on the other CVA proposals and what further information and documentation investors and creditors need to provide in order to participate fully in the CVAs.

What happens next?

You do not need to do anything further at this stage. This update is purely for your information.

The administrators will shortly be writing to all investors and creditors of the Companies to provide further information and to request completion and return of documentation in order to facilitate the payment of car parking amounts due, as well as to vote on the CVA proposals.

It is worth making investors and creditors aware that the CVA communications will be necessarily detailed (the CVA proposals will be written in as plain English as possible, however, due to their complexity, will include a summary of the key facts) and provide deadlines for the completion and return of documentation. It's important that investors and creditors provide all requested information plus return paperwork within the specific timeframes set out to ensure the payment of car parking amounts due and that the CVA processes can be effectively administered.

Please continue to monitor the joint administrators' dedicated web page and portal (where possible) and refer to the Q&A document for answers to any questions you might have. There are many thousands of investors/creditors of the Companies and so us responding to questions individually is extremely time consuming. For this reason, we urge you to wait until you have received more detailed communications before making contact with us. However, for

The affairs, business and property of the Companies are being managed by the administrators Emma Thompson, Finbarr O'Connell, Adam Stephens and Andrew McGill who act as agents of the Companies and without personal liability

Emma Thompson, Finbarr O'Connell, Adam Stephens and Andrew McGill are licensed as insolvency practitioners in the UK by the Institute of Chartered Accountants in England and Wales.

As such, we are bound by the Insolvency Code of Ethics when carrying out all professional work relating to an insolvency appointment.

The Fair Processing Notice in relation to the General Data Protection Regulation can be accessed at <http://smithandwilliamson.com/rrsgdpr> Should you wish to be supplied with a hard copy, free of charge, please contact the staff member above.

The word partner is used to refer to a member of Smith & Williamson LLP. A list of members is available at the registered office Registered in England at 25 Moorgate, London EC2R 6AY No OC369631 Regulated by the Institute of Chartered Accountants in England and Wales for a range of investment business activities A member of Nexia International, a worldwide network of independent accounting firms

essential guidance and to notify of a change of contact details, please use the below Park First contact details and we will get back to you as soon as possible if your query has not already been addressed in previous communications: -

- Telephone 020 7131 8912
- Email: ParkFirst@smithandwilliamson.com
- Website: <https://smithandwilliamson.com/park-first>

The administrators trust that investors and creditors have found this update both helpful and encouraging.

Emma Thompson
Joint administrator of the Companies

20 July 2021

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