

**Minutes of the third meeting of the informal Committee of Phones 4u Finance plc's senior secured noteholders (the "Committee").**

Date: Thursday 18<sup>th</sup> December 2014

Time: 9am (New York), 2pm (London)

Attendees London: Ian Green (PwC)  
Paul Copley (PwC)  
Robert Moran (PwC) – by phone  
Peter Mayrs (PwC)  
Colbert Cannon (Wingspan Investment Management)  
Lucien Farrell (Cyrus Capital Partners) – by phone  
Peter Scott (Cyrus Capital Partners)

New York: Michael Rennoff (Scoggin Capital Management)  
Peter Sisitsky (Stonehill Investment Management)

The meeting was opened by Ian Green and the below agenda items were listed;

**1. Introductions**

It was explained that the Administrators did not consider that any material information would be discussed during the meeting but that the Committee would need to form their own assessment.

The restrictions on the information which can be shared with the Committee due to their being public were discussed. It was explained that the Administrators were taking a cautious approach regarding what information to share with the Committee and the Committee confirmed that they considered that approach to be appropriate.

**2. Update on Investigations**

The restrictions on the ability to discuss Quinn Emmanuel's findings with the Committee were discussed. The Committee were provided a general update with regards to the status of Quinn Emanuel's investigation and the actions which needed to be undertaken prior to the provision of a final recommendation.

It was explained that the Administrators would prefer to discuss Quinn Emanuel's recommendations with the Committee. The means by which this could be done and the possibility of restricting the Committee for a period of time were discussed.

**3. Approval of fees**

Following the prior meeting of the Committee it was agreed that the basis for charging Administrators' fees going forward should be discussed once the approach with regards to Quinn Emanuel's investigations had been determined.

The Committee agreed to revert if they had any questions on the breakdown of Administrators' fees to 30<sup>th</sup> November 2014 that was circulated prior to the Committee meeting. The Committee unanimously supported payment of 80% of the Administrator's fees accrued on a time basis up until 30 November 2014 for those entities within the security net. It was further agreed that the Administrators would revert with a proposal to pay the remaining 20% and the basis of fees to be charged going forward.

The subject of Allen & Overy's fees was discussed. It was agreed that it would not be appropriate to discuss the level of the fees with the Committee without circulating this more widely. The process for approval of those fees was discussed.

An update was provided with regards to the process envisioned to pay the Administrators' fees.

#### **4. Operational update**

Robert Moran provided an update with regards to the wind down of the operational aspects of the business. It was confirmed that progress remains in line with the update provided on the general bondholder update call on 1<sup>st</sup> December 2014.

#### **5. Distributions**

The Committee were provided with an explanation of the process which is undertaken in order to determine possible distributions. It was explained that the Administrators were not currently able to confirm the timing of any distributions and it was explained that any specific announcements regarding the timing would need to be made to the wider bondholder community at the same time.

#### **6. Any other business**

The possibility of Committee members going private was discussed but no decision was made.

There was no further business and the meeting was closed.