

ntl (YorCan) Limited
Financial Statements
31 December 2009

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ntl (YorCan) Limited**Balance Sheet****31 December 2009**

| | Note | 2009 £000 | 2008 £000 |
|---|----------|--------------|--------------|
| Creditors: Amounts falling due within one year | 4 | (10) | (10) |
| Total assets less current liabilities | | (10) | (10) |
| Capital and reserves | | | |
| Called-up equity share capital | 6 | 1,380 | 1,380 |
| Share premium account | 7 | 23 | 23 |
| Profit and loss account | | (1,413) | (1,413) |
| Deficit | | (10) | (10) |

Statements:

- (a) The directors are satisfied that the company was entitled to exemption from audit of the financial statements for the year ended 31 December 2009 by virtue of section 480 of the Companies Act 2006 relating to dormant companies, and that no member or members have requested an audit pursuant to section 476 of the Companies Act 2006
- (b) The directors acknowledge their responsibilities for
- (i) ensuring the company keeps accounting records in accordance with Section 386, and
 - (ii) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year and of its profit and loss for the financial year in accordance with the requirements of Sections 394 and 395, and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company

These financial statements were approved by the directors on 19 May 2010 and are signed on their behalf by



R C Gale
Director

The notes on pages 3 to 4 form part of these financial statements.

ntl (YorCan) Limited

Notes to the Financial Statements

Year ended 31 December 2009

1. Dormant status

The company was dormant (within the meaning of Section 480 of the Companies Act 2006) throughout the year ended 31 December 2009. The company has not traded during the year or during the preceding financial year. During these periods, the company received no income and incurred no expenditure and therefore made neither profit nor loss.

2. Accounting policies

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK accounting standards.

Fundamental accounting concept

The financial statements have been prepared on the going concern basis because the ultimate parent undertaking has given the necessary assurances that sufficient resources will be made available so that the company can meet its liabilities as and when they fall due, for at least twelve months from the date of approval of these financial statements.

Group accounts

The company has taken advantage of the exemption from preparing group accounts afforded by Section 400 of the Companies Act 2006 because it is a wholly owned subsidiary of another company incorporated in Great Britain which prepares group accounts (see note 8). These financial statements therefore present information about the company as an individual undertaking and not about its group.

Investments

Investments are recorded at cost, less any provision for impairment.

3. Investments

The company has the following unlisted investments:

| <i>Name of company</i> | <i>Country of Incorporation</i> | <i>Holdings</i> | <i>Proportion Held</i> | <i>Nature of Business</i> |
|-------------------------|-------------------------------------|-----------------|----------------------------|-------------------------------|
| Ntl (Harrogate) Limited | UK | Ordinary | 100% | Non trading |
| ntl (York) Limited | UK | Ordinary | 100% | Non trading |

The original cost of these investments has been fully impaired.

The company has taken advantage of the exemption under Section 400 of the Companies Act 2006 not to disclose the aggregate amount of capital and reserves, and the result for the year for each of the subsidiary undertakings on the basis that their results are included in the group accounts of Virgin Media Finance PLC (see note 8).

4. Creditors: Amounts falling due within one year

| | 2009 | 2008 |
|------------------------------------|------|------|
| | £000 | £000 |
| Amounts owed to group undertakings | 10 | 10 |

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

ntl (YorCan) Limited

Notes to the Financial Statements

Year ended 31 December 2009

5. Contingent liabilities

The company, along with fellow group undertakings, is party to a senior secured credit facility with a syndicate of banks under which it has guaranteed the amount outstanding, which as at 31 December 2009 amounted to approximately £3,213 million (2008 - £4,289 million). Borrowings under the facility are secured against the assets of certain members of the group including those of the company.

The company has joint and several liabilities under a group VAT registration.

6. Share capital

Authorised share capital:

| | 2009 | 2008 |
|---|--------------|--------------|
| | £000 | £000 |
| 686,000,000 Ordinary shares of £0.01 each | <u>6,860</u> | <u>6,860</u> |

Allotted, called up and fully paid:

| | 2009 | | 2008 | |
|-------------------------------|--------------------|--------------|--------------------|--------------|
| | No | £000 | No | £000 |
| Ordinary shares of £0.01 each | <u>138,040,090</u> | <u>1,380</u> | <u>138,040,090</u> | <u>1,380</u> |

7. Reserves

| | Share premium account | Profit and loss account |
|--------------------------------------|-----------------------|-------------------------|
| | £000 | £000 |
| At 1 January 2009 & 31 December 2009 | <u>23</u> | <u>(1,413)</u> |

8. Parent undertaking and controlling party

The company's immediate parent undertaking is ntl (B) Limited.

The smallest and largest groups of which the company is a member and for which group accounts have been drawn up are those headed by Virgin Media Finance PLC and Virgin Media Inc, respectively.

The company's ultimate parent undertaking and controlling party at 31 December 2009 was Virgin Media Inc, a company incorporated in the state of Delaware, United States of America.

Copies of all sets of group accounts, which include the results of the company, are available from the Secretary, Virgin Media, 160 Great Portland Street, London, W1W 5QA.