COMPANY REGISTRATION NUMBER 2851018

ntl Strikeapart Trading Limited Financial Statements 31 December 2009

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COMPANY REGISTRATION NUMBER 2851018

ntl Strikeapart Trading Limited

Balance Sheet

31 December 2009

| · · · · · · · · · · · · · · · · · · · | | | |
|---------------------------------------|------|--------------|--------------|
| | Note | 2009 £000 | 2008 £000 |
| Fixed assets | | | |
| Investments | 3 | _ | _ |
| | | _ | |
| | | | |
| Total assets less current liabilities | | _ | |
| Capital | | | |
| Share capital | 5 | _ | _ |
| Share premium account | 6 | 993 | 993 |
| Profit and loss account | | (993) | (993) |
| Shareholder's funds | | | _ |
| | | | |

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
 - (11) 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 and authorised for issue on 19 May 2010, and are signed on their behalf by

R C Gale Director

R- (Call

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

ntl Strikeapart Trading 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

Investments

Investments are recorded at cost, less any provision for impairment

3. Investments

| Cont | | | | £000 |
|--|-----------------------------|---------------|--------------------|-----------------------|
| Cost At 1 January 2009 and 31 December 2009 | 1 | | | 993 |
| Amounts written off At 1 January 2009 and 31 December 2009 | 1 | | | 993 |
| Net book value At 31 December 2009 and 31 December | 2008 | | | _ |
| This represents the following unlisted inve | estment | | | |
| Name of Company | Country of Incorporation | _ | Proportion Held | Nature of Business |
| ntl Manchester Cablevision Holding Company | UK | Preference £1 | 100% | Non trading |

The preference shares held by the company confer the right to a fixed cumulative dividend at the rate of £1,025,070 per annum. This dividend will accrue on a daily basis from 11 October 1994 until 11 October 2014. After payment of the preference dividend, the preference shareholders are entitled to 15% of the remaining distributable profits.

For the current and prior years, there were no distributable profits available to the preference shareholders. The preference dividend has not been declared for either year and therefore dividend income has not been recognised or accrued for in the financial statements of the current or prior years.

Investment

ntl Strikeapart Trading Limited

Notes to the Financial Statements

Year ended 31 December 2009

4. 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

5. Share capital

Authorised share capital:

| 1,000 Ordinary shares of £1 each | | | £000 | £000 |
|-------------------------------------|------|------|---------|----------|
| • | | | <u></u> | <u>-</u> |
| Allotted, called up and fully paid: | | | | |
| | 2009 | | 2008 | |
| | No | £000 | No | £000 |
| Ordinary shares of £1 each | 100 | - | 100 | - |

6. Reserves

| | Share premium | Profit and loss |
|--------------------------------------|---------------|------------------------|
| | account | account |
| | £000 | £000 |
| At 1 January 2009 & 31 December 2009 | 993 | (993) |
| | | · |

7. Parent undertaking and controlling party

The company's immediate parent undertaking is ntl UK Telephone and Cable TV Holding Company 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, WIW 5QA

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