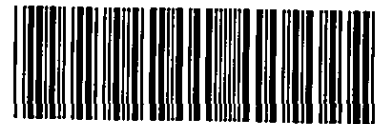


COMPANY REGISTRATION NUMBER 4066196

CARP (UK) 2 LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 26 APRIL 2012

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CARP (UK) 2 LIMITED
FINANCIAL STATEMENTS
PERIOD FROM 29 APRIL 2011 TO 26 APRIL 2012

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CARP (UK) 2 LIMITED

DIRECTORS' REPORT

PERIOD FROM 29 APRIL 2011 TO 26 APRIL 2012

The Directors present their annual report together with the unaudited financial statements of the Company for the period from 29 April 2011 to 26 April 2012. The Company is dormant and has not traded during the period.

Following a Group restructure, the largest and smallest group of which the Company is a member and for which group accounts are drawn up is Center Parcs (Holdings 1) Limited. There is no change in the immediate or ultimate ownership of the Company.

FUTURE DEVELOPMENTS

No changes are anticipated in the nature of the business in the foreseeable future.

DIRECTORS

The Directors who served the Company during the period and up to the date of signing the financial statements were as follows:

P Inglett
MP Dalby

Signed on behalf of the Directors



P Inglett

Director

Approved by the Directors on 24 September 2012

Company Registration Number 4066196

CARP (UK) 2 LIMITED

BALANCE SHEET

26 APRIL 2012

	Note	26 Apr 2012 £000	28 Apr 2011 £000
FIXED ASSETS			
Investments	3	<u>38,474</u>	<u>38,474</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>38,474</u>	<u>38,474</u>
CAPITAL AND RESERVES			
Called-up equity share capital	4	9,980	9,980
Share premium account		<u>28,494</u>	<u>28,494</u>
TOTAL SHAREHOLDERS' FUNDS		<u>38,474</u>	<u>38,474</u>

Statements:

- (a) The Directors are satisfied that the Company was entitled to exemption from audit of the financial statements for the period from 29 April 2011 to 26 April 2012 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 period and of its profit and loss for the financial period in accordance with the requirements of Section 393, 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 24 September 2012, and are signed on their behalf by



P Inglett
Director

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

CARP (UK) 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 29 APRIL 2011 TO 26 APRIL 2012

1. DORMANT STATUS

The Company was dormant (within the meaning of Section 480 of the Companies Act 2006) throughout the period ended 26 April 2012. The Company has not traded during the period or during the preceding financial period. During these periods, the Company received no income and incurred no expenditure and therefore made neither profit nor loss.

2. ACCOUNTING POLICIES

Basis of preparation

The financial statements are prepared on the going concern basis, under the historic cost convention, and in accordance with the Companies Act 2006 and applicable UK accounting standards.

Fixed asset investments

Investments in group undertakings are stated at cost, less any provision for diminution in value.

3. INVESTMENTS

	Investment in group undertakings
	£000
COST	
At 29 April 2011 and 26 April 2012	<u>38,474</u>
NET BOOK VALUE	
At 26 April 2012 and 28 April 2011	<u>38,474</u>

At 29 April 2011 and 26 April 2012 investments related to an investment in Carp (UK) 3 Limited, a company registered in England and Wales, comprising 100% of the issued share capital. In addition the Company also owns 31% of the issued share capital of Carp (S) Limited, a company registered in England and Wales.

Carp (UK) 3 Limited made a profit of £nil for the period ended 26 April 2012 and its net assets at that date were £23.1 million.

Carp (S) Limited made a profit of £nil for the period ended 26 April 2012 and its net assets at that date were £91.4 million.

4. SHARE CAPITAL

Allotted, called up and fully paid:

	26 Apr 2012		28 Apr 2011	
	No	£000	No	£000
9,980,001 Ordinary shares of £1 each	<u>9,980,001</u>	<u>9,980</u>	<u>9,980,001</u>	<u>9,980</u>

CARP (UK) 2 LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 29 APRIL 2011 TO 26 APRIL 2012

5. ULTIMATE PARENT COMPANY AND CONTROLLING PARTIES

The immediate parent company is Carp (UK) 1 Limited, a company registered in England and Wales. The ultimate parent undertaking is CP Cayman Holdings GP Limited, registered in the Cayman Islands. The ultimate controlling parties are funds advised by The Blackstone Group. The parent undertaking of the smallest and largest group to consolidate the financial statements of Carp (UK) 2 Limited is Center Parcs (Holdings 1) Limited. Copies of the Center Parcs (Holdings 1) Limited financial statements can be obtained from the Company Secretary, One Edison Rise, New Ollerton, Newark, Nottinghamshire, NG22 9DP.