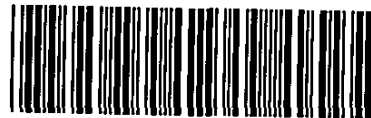


COMPANY REGISTRATION NUMBER 4066200

CARP (UK) 3 LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 28 APRIL 2011

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CARP (UK) 3 LIMITED

FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 2010 TO 28 APRIL 2011

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CARP (UK) 3 LIMITED

DIRECTORS' REPORT

PERIOD FROM 1 JANUARY 2010 TO 28 APRIL 2011

The Directors present their annual report together with the unaudited financial statements of the Company for the period from 1 January 2010 to 28 April 2011. The Company is dormant and has not traded during the period.

During the period, the Company's accounting reference date was changed from 31 December to 22 April. Financial statements can be drawn up to seven days either side of the accounting reference date. The accounts of the Company are typically drawn up to the Thursday nearest to the accounting reference date.

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

P Inglett was appointed as a Director on 11 January 2010.

Signed on behalf of the Directors

A large, stylized handwritten signature in black ink, consisting of several loops and a long horizontal stroke.

M P Dalby

Director

Approved by the Directors on 13 October 2011

Company Registration Number 4066200

CARP (UK) 3 LIMITED

BALANCE SHEET

28 APRIL 2011

	Note	28 Apr 2011 £000	31 Dec 2009 £000
FIXED ASSETS			
Investments	3	<u>23,069</u>	<u>23,069</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>23,069</u>	<u>23,069</u>
CAPITAL AND RESERVES			
Called-up equity share capital	4	9,980	9,980
Share premium account		<u>13,089</u>	<u>13,089</u>
TOTAL SHAREHOLDERS' FUNDS		<u>23,069</u>	<u>23,069</u>

Statements:

- (a) The Directors are satisfied that the Company was entitled to exemption from audit of the financial statements for the period from 1 January 2010 to 28 April 2011 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 13 October 2011, and are signed on their behalf by



M P Dalby
Director

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

CARP (UK) 3 LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 2010 TO 28 APRIL 2011

1. DORMANT STATUS

The Company was dormant (within the meaning of Section 480 of the Companies Act 2006) throughout the period ended 28 April 2011. 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 investment

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

3. INVESTMENTS

	Investment in group undertakings £000
COST	
At 1 January 2010 and 28 April 2011	<u>23,069</u>
NET BOOK VALUE	
At 28 April 2011 and 31 December 2009	<u>23,069</u>

Investments relate to the investment in Carp (S) Limited, Carp (L) Limited, Carp (UK) 3A Limited and Carp (O) Limited. With the exception of Carp (S) Limited all investments represent holdings of 100% of the issued share capital and all subsidiaries are non-trading companies registered in England and Wales. The investment in Carp (S) Limited represents 19% of its issued share capital.

Carp (L) Limited made a profit of £nil for the period ended 28 April 2011 and its net assets at that date were £5.6 million.

Carp (UK) 3A Limited made a profit of £nil for the period ended 28 April 2011 and its net assets at that date were £2.

Carp (O) Limited made a profit of £nil for the period ended 28 April 2011 and its net assets at that date were £2.

Carp (S) Limited made a profit of £nil for the period ended 28 April 2011 and its net assets at that date were £91.4 million.

CARP (UK) 3 LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 1 JANUARY 2010 TO 28 APRIL 2011

4. SHARE CAPITAL

Allotted, called up and fully paid:

	28 Apr 2011		31 Dec 2009	
	No	£000	No	£000
9,980,000 Ordinary shares of £1 each	<u>9,980,000</u>	<u>9,980</u>	<u>9,980,000</u>	<u>9,980</u>

5. ULTIMATE PARENT COMPANY AND CONTROLLING PARTIES

The immediate parent company is Carp (UK) 2 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) 3 Limited is CP Comet Holdings Limited. Copies of the CP Comet Holdings Limited financial statements can be obtained from the Company Secretary, One Edison Rise, New Ollerton, Newark, Nottinghamshire, NG22 9DP.