

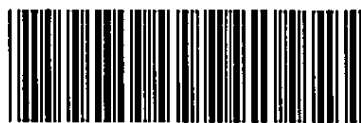
Registered Number: 4066200

Carp (UK) 3 Limited

Annual report and financial statements

For the year ended
31 December 2009

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COMPANIES HOUSE

Carp (UK) 3 Limited

Registered No 4066200

Directors and advisors

Directors

MP Dalby
P Inglett

Secretary

R Singh-Dehal

Independent auditors

PricewaterhouseCoopers LLP
Donington Court
Pegasus Business Park
Castle Donington
East Midlands
DE74 2UZ

Registered office

One Edison Rise
New Ollerton
Newark
Notts
NG22 9DP

Directors' report for the year ended 31 December 2009

The directors present their report and audited financial statements for the year ended 31 December 2009

Business review and principal activities

The principal activity of the company during the year was that of an intermediate holding company

Directors

The directors who served the company during the year and up to the date of this report were as follows

MP Dalby

MR France (resigned 31st December 2009)

P Inglett (appointed 11th January 2010)

Statement of directors' responsibilities in respect of the Annual Report and

By order of the Board



P Inglett
Director
30 June 2010

Balance sheet

as at 31 December 2009

	Notes	2009 £'000	2008 £'000
Fixed assets			
Investments	2	23,069	23,069
Net assets		<u>23,069</u>	<u>23,069</u>
Capital and reserves			
Called up share capital	3	9,980	9,980
Share premium account		13,089	13,089
Profit and loss account		-	-
Total shareholders' funds	8	<u>23,069</u>	<u>23,069</u>

For the year ended 31 December 2009 the company was entitled to the exemption under section 480 of the Companies Act 2006

Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for

- (i) ensuring the company keeps accounting records which comply with section 386, and
- (ii) preparing accounts 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 or loss for the financial year, in accordance with section 394 and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the company

The financial statements on pages 3 to 5 were approved by the board of directors on 30 June 2010 and were signed on its behalf by



P Inglett
Director
30 June 2010

Notes to the financial statements

for the year ended 31 December 2009

1. Accounting policies

General information

The Company is a limited liability company incorporated and domiciled in England and Wales. The address of registered office is One Edison Rise, New Ollerton, Newark, Nottinghamshire, NG22 9DP.

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. The company received no income and incurred no expenditure during the year and therefore made neither profit nor loss. Accordingly no profit and loss statement has been included in these financial statements.

Basis of preparation

The financial statements have been prepared on the going concern basis, under the historic cost convention and in accordance with applicable UK Accounting Standards and the Companies Act 1985.

Fixed asset investments

Investments held as fixed assets are stated at cost and reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable.

Dividends received from investments are brought to account in the profit and loss account when received.

2. Investments

Investments in group undertakings £'000

Cost and valuation

At 1 January 2009 and 31 December 2009

23,069

Investments relate to the investments 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 year ended 31 December 2009 and its net assets at that date were £5.6 million.

Carp (UK) 3A Limited made a profit of £nil for the year ended 31 December 2009 and its net assets at that date were £2.

Carp (O) Limited made a profit of £nil for the year ended 31 December 2009 and its net assets at that date were £2.

Carp (S) Limited made a profit of £nil for the year ended 31 December 2009 and its net assets at that date were £91.4 million.

Notes to the financial statements (continued)

for the year ended 31 December 2009

3. Share capital

	<i>Authorised</i> <i>2009</i>		<i>Authorised</i> <i>2008</i>	
	<i>No.</i>	<i>£'000</i>	<i>No.</i>	<i>£'000</i>
Ordinary shares of £1 each	<u>11,000,000</u>	<u>11,000</u>	<u>11,000,000</u>	<u>11,000</u>

Allotted, called up and fully paid

	<i>2008</i>		<i>2007</i>	
	<i>No.</i>	<i>£'000</i>	<i>No.</i>	<i>£'000</i>
Ordinary shares of £1 each	9,980,000	<u>9,980</u>	9,980,000	<u>9,980</u>

4. Ultimate parent company and controlling parties

The immediate parent company is Carp (UK) 2 Limited, a company registered in England and Wales. The Directors regard CP Cayman Holdings GP Limited, registered in the Cayman Islands, to be the ultimate holding company. The ultimate controlling parties are funds advised by The Blackstone Group. The largest and smallest group of which the company is a member and for which group accounts are drawn up is CP Comet Holdings Limited. Copies of the accounts of CP Comet Holdings Limited are available from the registered office detailed on page 1.