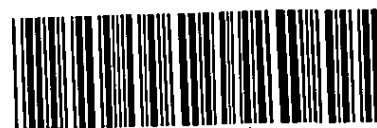


FOLKESTONE HARBOUR (3) LIMITED
DIRECTOR'S REPORT AND ACCOUNTS

31 DECEMBER 2010

Company Registration Number: 6044105

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COMPANIES HOUSE

FOLKESTONE HARBOUR (3) LIMITED

Director's report

Director R M De Haan CBE DL

Secretary R J Fraser

Registered Office Strand House, 125 Sandgate High St, Folkestone, Kent CT20 3BZ

The director submits his report together with the audited accounts of the company for the year ended 31 December 2010.

Principal activities and review of business

The company is a limited partner in Folkestone Harbour Limited Partnership, a partnership set up to redevelop Folkestone harbour. Its partnership share is 15%. During the year the partnership continued the process of creating a redevelopment plan for its harbour site. This will continue during 2011.

Directors

Roger De Haan remained the sole director of the company throughout the year.

Results and dividends

The loss for the period amounted to £642,920 (2009- £392,421) and has been transferred to reserves. No dividend is payable.

Director Interests

R M De Haan owns the whole of the issued share capital of the immediate parent undertaking, Folkestone Harbour Holdings Limited.

Disclosure of information to auditors

The director who held office at the date of approval of this director's report confirms that, so far as he is aware, there is no relevant audit information of which the company's auditors are unaware; and the director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

KPMG LLP have expressed their willingness to continue in office as auditors and a resolution proposing their re-appointment will be submitted at the Annual General Meeting.

Small Company Exemption

The above report has been prepared in accordance with the special provisions of Section 415A of Part 15 of the Companies Act 2006 relating to small companies.

By order of the board



R J Fraser

Secretary
22/9/11

Registered Office

125 Sandgate High Street

Folkestone

Kent

CT20 3BZ

FOLKESTONE HARBOUR (3) LIMITED
STATEMENT OF DIRECTOR'S RESPONSIBILITIES IN RESPECT OF THE
DIRECTOR'S REPORT AND THE FINANCIAL STATEMENTS

The director is responsible for preparing the Director's Report and the financial statements in accordance with applicable law and regulations

Company law requires the director to prepare financial statements for each financial year. Under that law he has elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

Under company law the director must not approve the financial statements unless he is satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the director is required to.

- select suitable accounting policies and then apply them consistently,
- make judgments and estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable him to ensure that the financial statements comply with the Companies Act 2006. He has general responsibility for taking such steps as are reasonably open to him to safeguard the assets of the company and to prevent and detect fraud and other irregularities

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF FOLKESTONE HARBOUR (3) LIMITED

We have audited the financial statements of Folkestone Harbour (3) Limited for the year ended 31 December 2010 which comprise the Profit and Loss Account, the Balance Sheet and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

As explained more fully in the Director's Responsibilities Statement set out on page 3, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the APB's website at www.frc.org.uk/apb/scope/private.cfm.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2010 and of its loss for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Director's Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us, or
- the financial statements are not in agreement with the accounting records and returns, or
- certain disclosures of director's remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit



Shaun Kirby (Senior Statutory Auditor) for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

15 Canada Square, London, E14 5GL

29 September 2011

FOLKESTONE HARBOUR (3) LIMITED**Profit and loss account for the year ended 31 December 2010**

	Note	2010 £	2009 £
Administrative expenses		(428)	(635)
Impairment of investment	5	(433,188)	(9,889)
Interest payable	2	(209,304)	(381,897)
Loss on ordinary activities before taxation	3	<u>(642,920)</u>	<u>(392,421)</u>
Taxation	4	-	-
Loss on ordinary activities after taxation		<u>(642,920)</u>	<u>(392,421)</u>

Continuing operations

All activities are continuing

Total recognised gains and losses

The Company has no recognised gains or losses other than the amounts shown above

FOLKESTONE HARBOUR (3) LIMITED
Balance sheet as at 31 December 2010

	Note	2010 £	2009 £
Fixed assets			
Investments	5	566,660	999,848
Current assets			
Cash at bank and in hand		<u>70</u>	<u>98</u>
		70	98
Creditors			
- amounts falling due within one year	6	(1,503)	(1,103)
		<u>(1,433)</u>	<u>(1,005)</u>
Net current liabilities			
		(1,433)	(1,005)
Creditors			
- amounts falling due after more than one year	7	(9,153,907)	(8,944,603)
		<u>(8,588,680)</u>	<u>(7,945,760)</u>
Net liabilities			
		(8,588,680)	(7,945,760)
Capital and reserves			
Called-up share capital	8	2	2
Profit and loss account	9	(8,588,682)	(7,945,762)
		<u>(8,588,680)</u>	<u>(7,945,760)</u>
Shareholders' deficit	10		

These financial statements have been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies

These financial statements were approved by the Director
on 22/9/2011



RM De Haan
Director

FOLKESTONE HARBOUR (3) LIMITED
Notes to the financial statements

1 Accounting policies

a) Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards

A key source of estimation uncertainty within these financial statements surrounds the carrying value of the company's investment in Folkestone Harbour Limited Partnership. The Director has reviewed the carrying cost of this investment against estimates of net realisable value (NRV). The Director has arrived at NRV by valuing the investment at an amount equivalent to the company's share of net assets of the partnership. This has given rise to an impairment totalling £433,188 (2009-£9,889). Should there be further significant decline in UK real estate pricing, then a further write-down of the investment may be necessary.

b) Cash flow statement

The directors have taken advantage of the exemption available under FRS 1(revised) from the requirement to prepare a cash flow statement on the basis that the company qualifies under the exemption for small companies

c) Investments

Investments are held at cost less any provision for impairment

d) Going concern

The financial statements have been prepared on the going concern basis which the director believes to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by Folkestone Harbour Holdings Limited, the company's ultimate parent. Folkestone Harbour Holdings Limited has indicated that for at least 12 months from the date of approval of these financial statements, it intends to make available such funds as are needed by the company and in particular it does not intend to seek repayment of the amounts currently made available. The director considers that this should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment. As with any company placing reliance on other group entities for financial support, the director acknowledges that there can be no certainty that this support will continue although, at the date of approval of these financial statements, he has no reason to believe that it will not do so.

2 Interest payable

	2010	2009
	£	£
Interest on loan from parent undertaking	209,304	381,897

Interest on the loan is rolled up into the loan balance

FOLKESTONE HARBOUR (3) LIMITED
Notes to the financial statements

3	Loss on ordinary activities before taxation	2010	2009
		£	£
	Is stated after charging:-		
	Audit fees	400	603
		<u> </u>	<u> </u>
4	Tax on loss on ordinary activities	2010	2009
		£	£
	Current tax	-	-
		<u> </u>	<u> </u>
	Reconciliation of Current Tax charge		
	Pre-tax losses at 28% (2009: 28%)	(180,018)	(109,878)
	Tax on share of partnership result	1,677	1,969
	Non-deductible expense (impairment)	121,293	2,769
	Group relief	57,048	105,140
		<u> </u>	<u> </u>
		-	-
5	Investment		
	Cost	£	
	At 1 January 2010	7,552,480	
	Additions	-	
	At 31 December 2010	<u>7,552,480</u>	
	Impairment losses		
	At 1 January 2010	(6,552,632)	
	Charge for the year	<u>(433,188)</u>	
	At 31 December 2010	<u>(6,985,820)</u>	
	Net book amount at 31 December 2010	<u>566,660</u>	
	Net book amount at 31 December 2009	<u>999,848</u>	
	The reason for the impairment charge is explained in note 1		
	The investment comprises a 15% partnership share in Folkestone Harbour Limited Partnership		
6	Creditors	2010	2009
	- amounts falling due within one year	£	£
	Amount due to parent undertaking	1,503	1,103
	Accruals	-	-
		<u>1,503</u>	<u>1,103</u>

FOLKESTONE HARBOUR (3) LIMITED**Notes to the financial statements**

7	Creditors	2010	2009
	- amounts falling due after more than one year	£	£
	Loan from parent undertaking	9,153,907	8,944,603
	The loan from the parent undertaking falls due for repayment on 15 March 2017 or such earlier date as the parties may agree Interest is payable at the six month rate for LIBOR plus 1 5%		
8	Called up share capital	2010	2009
		£	£
	Authorised		
	100 ordinary shares of £1 each	100	100
	Allotted and fully paid		
	2 ordinary shares of £1 each	2	2
9	Profit and loss account	2010	2009
		£	£
	At 1 January	(7,945,762)	(7,553,341)
	Loss for the year	(642,920)	(392,421)
	At 31 December	(8,588,682)	(7,945,762)
10	Reconciliation of movement in shareholders' deficit	2010	2009
		£	£
	Total recognised gains and losses relating to the year	(642,920)	(392,421)
	Shareholder's funds brought forward	(7,945,760)	(7,553,339)
	Shareholder's deficit carried forward	(8,588,680)	(7,945,760)
11	Related party disclosures		
	The company has an outstanding loan payable to its parent undertaking, Folkestone Harbour Holdings Limited amounting to £9,153,907 (2009-£8,944,603) and a further amount due on inter company current account of £1,503 (2009-£1,103) Interest payable on the loan during the year amounted to £209,304 (2009-£381,897) and this amount has been added to the loan The company has a 15% interest in Folkestone Harbour Limited Partnership All of the entities referred to in this section are ultimately controlled by Roger De Haan		
12	Controlling interest		
	The ultimate controlling shareholder is Roger De Haan		