CLIFFORD CHANCE NOMINEES LIMITED

DIRECTORS' REPORT AND ACCOUNTS

for the year ended 30 April 2010

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CLIFFORD CHANCE NOMINEES LIMITED SECRETARY AND REGISTERED OFFICE

TMF Corporate Administration Services Limited

10 Upper Bank Street, London E14 5JJ

DIRECTORS' REPORT FOR THE YEAR ENDED 30 APRIL 2010

Accounts

The directors submit herewith their report together with the balance sheet as at 30 April 2010. No profit and loss account has been prepared, as there was neither income nor expenditure for the year then ended

Activities

The company has been dormant within the meaning of Section 480 of the Companies Act 2006 throughout the year ended 30 April 2010 It is anticipated that the Company will remain dormant for the foreseeable future

Dividend

The directors do not recommend the payment of a dividend (2009 £NIL)

Directors

The directors of the company at 30 April 2010 who, unless otherwise stated, have been directors for the whole of the year ended on that date were -

James Baird

Edward Bradley

resigned 14/05/2009

David Robert Childs

David Dunnigan

David Harkness

Kathleen Tracee Honeywood

Matthew Robert Layton

Adrian Joseph Morris Levy

Roger William Moore

Christopher Courtenay Perrin

David John Pudge

Stuart Godfrey Popham

resigned 31/12/2010

Jeremy Vaughan Sandelson

Directors' Interests in Shares of the Company

Each director, being also a member of Clifford Chance LLP, is interested in the shares in issue as at 30 April 2010

Close Company

The company is close within the meaning of the Income and Corporation Taxes Act 1988, as amended

Statement of directors' responsibilities

- Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that year In preparing those financial statements, the directors were required to
 - select suitable accounting policies and then apply them consistently;
 - make judgements and estimates that are reasonable and prudent,
 - state whether applicable 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 directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 2006. They have the general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

BY ORDER OF THE BOARD

Name CHRISTOPHER COURTENAY /ERRIN DIRECTOR

London, 27 JANUARY 2011

UK-2652549-v1 - 3 - MANAGEMENT

CLIFFORD CHANCE NOMINEES LIMITED

Company Number 511097

Balance Sheet - 30 April 2010

	Note	2010	2009
CURRENT ASSETS			
Sundry Debtors		£100	<u>£100</u>
CAPITAL AND RESERVES			
Called up Share Capital	3	£100	<u>£100</u>

The notes on page 5 form part of these accounts

NOTES:-

- The Company had neither income nor expenditure during the current or prior year Accordingly, no profit and loss account is submitted
- For the year ended 30 April 2010 the Company was entitled to exemption from audit under section 480(1) of the Companies Act 2006 relating to dormant companies

No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for -

- (a) Ensuring the Company keeps accounting records which comply with the Companies Act 2006,
- (b) Preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year and of its profit and loss for the financial year in accordance with section 393, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The Accounts were app@bved by the Board on	27	JANUARY	2011
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Name CHRISTOPHER COURTENAY PERRIND DIRECTOR

CLIFFORD CHANCE NOMINEES LIMITED

Notes to the Accounts - 30 April 2010

Accounting Policies

The accounts have been prepared under the historical cost convention, and in accordance with applicable accounting standards

Directors' Emoluments and Employees

None of the persons who were directors of the company during the year received any emoluments in respect of their services as directors (2009 £NIL) and the company had no employees in the current and prior year

Called up Share Capital

3

	2010	2009
Authorised share capital 100 shares of £1 each	£100	<u>£100</u>
Issued and fully paid 2 shares of £1 each	<u>£100</u>	£100