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Registered number 2846821

INTERLIANT UK HOLDINGS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

for the year ended 31 July 2011

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28/04/2012

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COMPANIES HOUSE

INTERLIANT UK HOLDINGS LIMITED

COMPANY INFORMATION

DIRECTORS	A Becker J Pluntze
COMPANY SECRETARY	Business Control Ltd
COMPANY NUMBER	2846821
REGISTERED OFFICE	Business Control Red Lion Yard Bath BA2 2PP
AUDITOR	Baker Tilly UK Audit LLP Hartwell House 55-61 Victoria Street Bristol BS1 6AD

INTERLIANT UK HOLDINGS LIMITED

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INTERLIANT UK HOLDINGS LIMITED

DIRECTORS' REPORT for the year ended 31 July 2011

The directors present their report and the financial statements for the year ended 31 July 2011

DIRECTORS' RESPONSIBILITIES STATEMENT

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are 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 directors are 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,
- 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 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 them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

PRINCIPAL ACTIVITIES

The principal activity of the company in the year under review was acting as holding company of its wholly owned subsidiary Navisite Europe Limited. The principal activity of Navisite Europe Limited is the provision of web hosting.

BUSINESS REVIEW

Review of the Company's business

The company has not traded during the year, and therefore has no information on which to provide a Business Review.

RESULTS

The profit for the year, after taxation, amounted to £NIL (2010 - loss £1,500).

DIRECTORS

The directors who served during the year were

A Becker
G M Ruhan (resigned 22 February 2012)
J Pluntze (appointed 22 February 2012)

INTERLIANT UK HOLDINGS LIMITED

**DIRECTORS' REPORT
for the year ended 31 July 2011**

PROVISION OF INFORMATION TO AUDITOR

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that

- so far as that director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- that director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditor in connection with preparing its report and to establish that the company's auditor is aware of that information

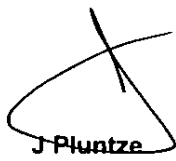
AUDITOR

The auditor, Baker Tilly UK Audit LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006

This report was approved by the board on

25/4/12

and signed on its behalf


J Pluntze
Director

INTERLIANT UK HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INTERLIANT UK HOLDINGS LIMITED

We have audited the financial statements of Interliant UK Holdings Limited for the year ended 31 July 2011, set out on pages 5 to 9. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom 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 Statement of directors' responsibilities, the directors are 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 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 Auditing Practices Board'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 July 2011 and of its results for the year then ended,
- have been properly prepared in accordance with United Kingdom 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 Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

INTERLIANT UK HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF INTERLIANT UK HOLDINGS LIMITED

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 directors' remuneration specified by law are not made, or
- we have not received all the information and explanations we require for our audit

Baker Tilly UK Audit LLP

Mr Tim Lerwill (Senior statutory auditor)
for and on behalf of
Baker Tilly UK Audit LLP, Statutory Auditor
Chartered Accountants
Hartwell House
55-61 Victoria Street
Bristol
BS1 6AD
Date *27th April 2012*

INTERLIANT UK HOLDINGS LIMITED

**PROFIT AND LOSS ACCOUNT
for the year ended 31 July 2011**

	Note	2011 £	2010 £
Administrative expenses		-	(1,500)
PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION		-	(1,500)
Tax on profit/(loss) on ordinary activities		-	-
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		-	(1,500)

All amounts relate to continuing operations

There were no recognised gains and losses for 2011 or 2010 other than those included in the Profit and loss account

The notes on pages 7 to 9 form part of these financial statements

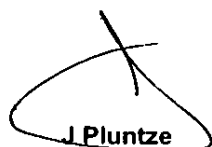
INTERLIANT UK HOLDINGS LIMITED
Registered number 2846821

BALANCE SHEET
as at 31 July 2011

	Note	£	2011	£	2010	£
FIXED ASSETS						
Investments	4			-		-
CURRENT ASSETS						
Debtors	5	124,085		124,085		
CREDITORS amounts falling due within one year	6	(1,000)		(1,000)		
NET CURRENT ASSETS				123,085		123,085
TOTAL ASSETS LESS CURRENT LIABILITIES				123,085		123,085
CAPITAL AND RESERVES						
Called up share capital	7			1,033		1,033
Share premium account	8			150,611		150,611
Profit and loss account				(28,559)		(28,559)
SHAREHOLDER'S FUNDS	9			123,085		123,085

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

25/4/12


J Pluntze
Director

The notes on pages 7 to 9 form part of these financial statements

INTERLIANT UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 July 2011

1 ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

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

1.2 CASH FLOW

The company, being a subsidiary undertaking where 90% or more of the voting rights are controlled within the group whose consolidated financial statements are publicly available, is exempt from the requirement to draw up a cash flow statement in accordance with FRS 1

1.3 INVESTMENTS

Investments held as fixed assets are shown at cost less provision for impairment

The company revalues its fixed asset investments each year. The investments are revalued to the relevant company's net assets. Given that the investment company has net liabilities, the investment has been impaired to nil

1.4 GOING CONCERN

On the basis of their assessment of the company's financial position, of the enquiries made of the executive management of Navisite Inc and its indication of continued support of the company for a period of at least 12 months from the date of approval of these financial statements, the company's directors have a reasonable expectation that the company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements

On 21 April 2011 Navisite Inc was purchased by Time Warner Cable Inc and, from that date, the ultimate parent undertaking and the controlling party of the company is Time Warner Cable Inc

2 AUDITOR'S REMUNERATION

	2011 £	2010 £
Fees payable to the company's auditor for the audit of the company's annual accounts	-	1,500

3 STAFF COSTS

The company has no employees other than the directors, who did not receive any remuneration (2010 - £NIL)

INTERLIANT UK HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 July 2011

4 FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £
COST OR VALUATION	
At 1 August 2010 and 31 July 2011	125,701
IMPAIRMENT	
At 1 August 2010 and 31 July 2011	125,701
NET BOOK VALUE	
At 31 July 2011	-
At 31 July 2010	-

The company's investments at the balance sheet date in the share capital of companies include the following

Navisite Europe Limited

Navisite Europe Limited, a UK incorporated company, is wholly owned by Interliant UK Holdings Limited. The trading activities of Navisite Europe Limited is that of the supply of application hosting services, together with the design and implementation of computerised sales management systems and related consultancy services.

	2011 £	As restated 2010 £
Aggregate capital and reserves	(6,108,831)	(5,344,064)
Profit/(Loss) for the year	(764,767)	(464,295)

5 DEBTORS

	2011 £	2010 £
DUE AFTER MORE THAN ONE YEAR		
Amounts owed by group undertakings	124,085	124,085

6 CREDITORS AMOUNTS FALLING DUE WITHIN ONE YEAR

	2011 £	2010 £
Other creditors	1,000	1,000

INTERLIANT UK HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 July 2011**

7 SHARE CAPITAL

	2011 £	2010 £
ALLOTTED, CALLED UP AND FULLY PAID		
1,033 Ordinary Shares shares of £1 each	1,033	1,033

8 RESERVES

	Share premium account £
At 1 August 2010 and 31 July 2011	150,611

9 RECONCILIATION OF MOVEMENT IN SHAREHOLDER'S FUNDS

	2011 £	2010 £
Opening shareholder's funds	123,085	124,585
Loss for the year	-	(1,500)
Closing shareholder's funds	123,085	123,085

10 RELATED PARTY TRANSACTIONS

The company has taken advantage of the exemption granted by Financial Reporting Standard Number 8 from the requirement to disclose inter-group transactions on the grounds that the company is a wholly owned subsidiary

11 ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The company is a wholly owned subsidiary of Intrepid Acquisition Corp, a company incorporated in the USA, which is itself a wholly owned subsidiary of Navisite Inc, a company incorporated in the USA

Copies of the group accounts can be obtained from Navisite Inc, 400 Minuteman Road, Andover, MA 01810

The ultimate controlling party of the company is Time Warner Cable Inc