

**Independent Auditors' Statement to Carno Capital Limited for the purpose of section 92(1)(b) and (c) of the Companies Act 2006**

We have audited the balance sheet and related notes of Carno Capital Limited as at 25 July 2019 set out on pages 3 to 7 which have been prepared under the accounting policies set out therein.

This report is made solely to the company for the purpose of the company re-registering as a public limited company. Our work has been undertaken so that we might state to the company those matters we are required to state to them in such a 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 work, for this report, or for the opinions we have formed.

**Respective responsibilities of directors and auditors**

The company's directors are responsible for the preparation of the balance sheet and related notes

It is our responsibility to:

- report on whether the balance sheet has been properly prepared in accordance with the requirements of the Companies Act 2006 that would have applied if it had been prepared for a financial year of the company with such modifications as are necessary by reason of that fact; and
- form an independent opinion, based on our examination, concerning the relationship between the company's net assets and its called-up share capital and undistributable reserves at the balance sheet date.

**Opinion concerning proper preparation of balance sheet**

In our opinion the audited balance sheet at 25 July 2019 has been properly prepared in accordance with the requirements of the Companies Act 2006 which would have applied had the balance sheet been prepared for a financial year of the company.

**Statement on net assets**

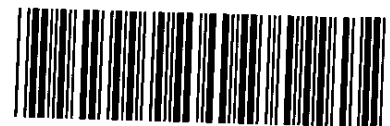
In our opinion, at 25 July 2019 the amount of the company's net assets (within the meaning given to that expression by section 831(2) of the Companies Act 2006) was not less than the aggregate of its called-up share capital and undistributable reserves.

*Crowe U.K. LLP*

**Crowe U.K. LLP**  
Statutory Auditor  
London

Date: 30 July 2019

TUESDAY



LD1 \*L8AT6CVL\* 30/07/2019 #135  
COMPANIES HOUSE