

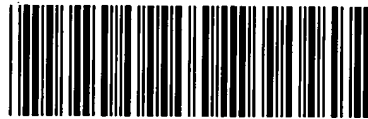
# **MyTravel Group Limited**

**Annual report and financial statements**

**for the year ended 30 September 2015**

Registered number: 00742748

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# MyTravel Group Limited

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# **MyTravel Group Limited**

## **Strategic report**

The Directors present their Strategic report for the year ended 30 September 2015.

### **Business review & principal activities**

MyTravel Group Limited ("the Company") is a wholly owned subsidiary of Thomas Cook Group plc ("the Group"). The Company is an investment holding company.

The Company made a profit for the financial year of £182.0m (2014: loss of £33.0m) mainly from impairment reversal and dividend income. The Directors consider that the financial position of the Company at the end of the year was satisfactory.

During the year, the Company fully disposed of its investments in MyTravel 330 Leasing Limited and MyTravel Luxembourg Sarl.

On 15 May 2015, the Company acquired 100% of the issued share capital (1 issued share with nominal value of £1) of Airtours Holidays Transport Limited from its 100% subsidiary Close No. 1 Limited (formerly Airtours Holidays Limited) for a total consideration of £1.

On 28 September 2015, the Company acquired 100% of the issued share capital (1,000 issued shares with nominal value of €1 each) of MyTravel IPR Ireland Limited and 100% of the issued share capital (31,862,002 issued shares with nominal value of €1 each) of MyTravel Luxembourg UK Unlimited from its 100% subsidiary MyTravel Luxembourg Sarl for a total consideration of £364,000 and £22,519,000 respectively.

On 24 September 2015, the Company subscribed to one Ordinary share with nominal value of £1 in its 100% subsidiary Thomas Cook Group UK Limited for a total consideration of £338,247,000.

On 25 September 2015, the Company issued 1,360,289,000 redeemable preference shares with nominal value of £1 each to its parent company Thomas Cook Investments (2) Limited. The payment of dividends on the shares is non-discretionary and the shares can be redeemed at any time in lieu of five days' notice by both the issuer and the subscriber. Hence, the redeemable preference shares have been classified as current liability.

For further information on the Group's business review and principal activities please refer to the Thomas Cook Group plc Annual Report and Accounts 2015.

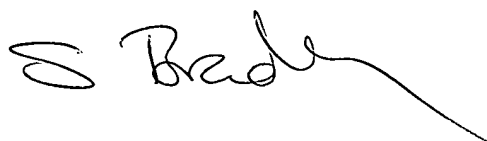
### **Principal risks and uncertainties**

The principal area of risk or uncertainty relates to the carrying amount of the Company's investments in subsidiary undertakings which are dependent on the financial performance of those undertakings. The Directors carry out an annual assessment of the carrying value of the investments by reference to the underlying net assets and the forecast future financial performance, including cash flows, of the subsidiary undertakings.

### **Key performance indicators**

The Directors of Thomas Cook Group plc manage the Group's operation on a segmental basis. For this reason, the Company's Directors believe that analysis using key performance indicators for the Company is not necessary or appropriate for an understanding of the development, performance or position of its business. The development, performance and position of the Corporate segment of the Group, which include the results of the Company, are discussed in the financial review on page 36 of the Group's Annual Report and Accounts which does not form part of this report.

The Strategic report has been approved and is signed on behalf of the Board by:



S Bradley representing Thomas Cook Group Management Services Limited  
Director  
17 February 2016

# **MyTravel Group Limited**

## **Directors' report**

The Directors present their Directors' report on the affairs of MyTravel Group Limited, together with the audited financial statements and auditors' report, for the year ended 30 September 2015.

### **Directors**

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were as follows:

P A Hemingway  
Thomas Cook Group Management Services Limited

### **Company Secretary**

S Bradley

### **Dividends**

Dividends of £43.7m received from 100% subsidiary White Horse Insurance Ireland Limited were distributed out to the immediate parent undertaking Thomas Cook Investments (2) Limited on 30 September 2015.

### **Directors' indemnities**

In accordance with its Articles, the Company has granted a qualifying third party indemnity, to the extent permitted by law, to each Director which was in force during the year and as at the date of approval of these financial statements. The Company also maintains Directors' and Officers' liability insurance.

### **Supplier payment policy**

It is the Company's policy to comply with the terms of payment agreed with suppliers. Where payment terms are not negotiated, the Company endeavours to adhere to suppliers' standard terms.

### **Charitable and political contributions**

The Company made no charitable or political donations during the year (2014: £nil).

### **Employees**

The Company is not active and has no direct employees (2014: nil).

### **Environment**

Thomas Cook Group plc recognises the importance of its environmental responsibilities, monitors its impact on the environment, and designs and implements policies to reduce any damage that might be caused by the Group's activities. The Company operates in accordance with the Group policies, which are described in the Group's Annual Report and Accounts which does not form part of this Report.

### **Financial risk management**

Financial risks to the Company and the management of these risks have been disclosed in the Strategic report on page 2.

### **Future developments**

The Directors are not aware at the date of this report of any likely major changes in the Company's activities in the next year.

### **Going concern**

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Thomas Cook Group plc. The Directors have received confirmation that Thomas Cook Group plc intends to support the Company for at least one year after these financial statements are signed.

# **MyTravel Group Limited**

## **Directors' report (continued)**

### **Provision of information to auditors**

In accordance with Section 418 of the Companies Act 2006, in the case of each Director in office at the date the Directors' report is approved, the following applies:

- (a) so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- (b) they have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

### **Independent auditors**

PricewaterhouseCoopers LLP have expressed their willingness to be re-appointed as auditors of the Company. The Company has elected not to re-appoint auditors annually. Therefore the auditors, PricewaterhouseCoopers LLP, are deemed to be re-appointed for the next financial year.

### **Statement of Directors' responsibilities**

The Directors are responsible for preparing the Strategic report and 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 prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework' (FRS 101).

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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of 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 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.

**MyTravel Group Limited**  
**Directors' report (continued)**

The Directors' report has been approved and is signed on behalf of the Board by:

A handwritten signature in black ink, appearing to read 'S Bradley', with a long horizontal stroke extending to the right.

S Bradley  
Representing Thomas Cook Group Management Services Limited  
Director  
17 February 2016

**Registered office**  
The Thomas Cook Business Park  
Coningsby Road  
Peterborough, Cambs  
PE3 8SB

# **MyTravel Group Limited**

## **Independent auditors' report to the members of MyTravel Group Limited**

### **Report on the financial statements**

#### **Our opinion**

In our opinion, MyTravel Group Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the Company's affairs as at 30 September 2015 and of its profit 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.

#### **What we have audited**

The financial statements, included within the Annual report and financial statements (the "Annual Report"), comprise:

- the Balance sheet as at 30 September 2015;
- the Statement of comprehensive income for the year then ended;
- the Statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 "Reduced Disclosure Framework".

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

#### **Opinion on other matter prescribed by the Companies Act 2006**

In our opinion, the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

#### **Other matters on which we are required to report by exception**

##### **Adequacy of accounting records and information and explanations received**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have no exceptions to report arising from this responsibility.

##### **Directors' remuneration**

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

#### **Responsibilities for the financial statements and the audit**

##### **Our responsibilities and those of the Directors**

As explained more fully in the Statement of Directors' responsibilities set out on page 4, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

# **MyTravel Group Limited**

## **Independent auditors' report to the members of MyTravel Group Limited (continued)**

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) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the parent company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

### **What an audit of financial statements involves**

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the Directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the Directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Andrew Hodgekins (Senior Statutory Auditor)  
for and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
London  
17 February 2016



# MyTravel Group Limited

## Statement of comprehensive income

For the year ended 30 September 2015

		Year ended 30 September 2015 £m	Year ended 30 September 2014 £m
	Note		
Amounts written off investments	6	118.7	(169.0)
Other operating (expense)/income	3	(22.7)	3.6
<b>Operating profit/(loss)</b>		<b>96.0</b>	<b>(165.4)</b>
Income from shares in group undertakings	4	66.6	114.3
<b>Profit/(loss) on ordinary activities before taxation</b>		<b>162.6</b>	<b>(51.1)</b>
Tax on profit/(loss) on ordinary activities	5	19.4	18.1
<b>Profit/(loss) and total comprehensive income/(expense) for the financial year</b>		<b>182.0</b>	<b>(33.0)</b>
<b>Attributable to:</b>			
<b>Owners of the parent</b>		<b>182.0</b>	<b>(33.0)</b>

The result for the year is wholly attributable to the continuing operations of the Company.

There is no other comprehensive income or expense for the year.

# MyTravel Group Limited

Registered number: 00742748

## Balance sheet as at 30 September 2015

	Note	30 September 2015 £m	30 September 2014 £m
<b>Fixed assets</b>			
Investments	6	1,626.7	1,139.8
Other fixed asset investments	6	0.1	0.1
Deferred tax asset	5	37.5	18.1
<b>Current assets</b>			
Debtors	7	482.7	441.8
Cash at bank and in hand	8	-	7.0
<b>Total assets</b>		<b>2,147.0</b>	<b>1,606.8</b>
<b>Current liabilities</b>			
Creditors: amounts falling due within one year	9	(340.4)	(1,298.8)
Borrowings	10	(1,360.3)	-
<b>Net current liabilities</b>		<b>(1,218.0)</b>	<b>(850.0)</b>
<b>Total assets less current liabilities</b>		<b>446.3</b>	<b>308.0</b>
<b>Net assets</b>		<b>446.3</b>	<b>308.0</b>
<b>Capital and reserves</b>			
Called up share capital	11	140.9	140.9
Share premium account		-	-
Capital redemption reserve		-	-
Other reserves		-	-
Profit and loss account		305.4	167.1
<b>Total shareholders' funds</b>		<b>446.3</b>	<b>308.0</b>

These financial statements on pages 8 to 20 were approved by the Board of Directors on 17 February 2016.

Signed on behalf of the Board,



S Bradley representing Thomas Cook Group Management Services Limited  
Director  
17 February 2016

# MyTravel Group Limited

## Statement of changes in equity

For the year ended 30 September 2015

	Called up share capital £m	Share premium account £m	Capital redemption reserve £m	Other reserves £m	Profit and loss account £m	Total shareholders' fund £m
At 30 September 2013 and at 1 October 2013	140.9	201.0	3.2	302.0	(306.1)	341.0
Reduction in Capital	-	(201.0)	(3.2)	(302.0)	506.2	-
Loss for the financial year and total comprehensive expense	-	-	-	-	(33.0)	(33.0)
At 30 September 2014 and at 1 October 2014	140.9	-	-	-	167.1	308.0
Dividends paid					(43.7)	(43.7)
Profit for the financial year and total comprehensive income	-	-	-	-	182.0	182.0
<b>At 30 September 2015</b>	<b>140.9</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>305.4</b>	<b>446.3</b>

Dividends of £43.7m received from 100% subsidiary White Horse Insurance Ireland Limited were distributed out to the immediate parent undertaking Thomas Cook Investments (2) Limited on 30 September 2015.

On 25 September 2015, the Company issued 1,360,289,000 redeemable preference shares with nominal value of £1 each to its parent company Thomas Cook Investments (2) Limited. The payment of dividends on the shares is non-discretionary and the shares can be redeemed at any time in lieu of five days' notice by both the issuer and the subscriber. Hence, the redeemable preference shares have been classified as current liability.

# **MyTravel Group Limited**

## **Notes to the financial statements for the year ended 30 September 2015**

### **1. General information**

MyTravel Group Limited is a limited liability company limited by shares, which is incorporated and domiciled in England and Wales under the Companies Act 2006. The address of the registered office is The Thomas Cook Business Park, Coningsby Road, Peterborough, Cambs, PE3 8SB. The nature of the Company's operations and its principal activities are set out in the Strategic report. These financial statements are presented in GBP (£) which is the Company's functional currency, because that is the currency of the primary economic environment in which the Company operates.

The Company is a wholly-owned subsidiary company and is included within the audited consolidated financial statements of Thomas Cook Group plc, a company incorporated in England and Wales, which have been prepared in accordance with International Financial Reporting Standards and filed with the Registrar of Companies. The Company is therefore exempt from the obligation to prepare consolidated financial statements in accordance with section 400 of the Companies Act 2006.

### **Adoption of new or amended standards and interpretations in the current year**

In the current year, no new or amended standards have been adopted which are relevant to the Company.

### **2. Significant accounting policies**

The principal accounting policies applied in the preparation of the financial information presented in this document are set out below.

#### **Basis of preparation**

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have therefore been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council and with those parts of the Companies Act 2006 applicable to companies reporting under FRS 101.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to business combinations, share-based payment, non-current assets held for sale, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions.

Where relevant, equivalent disclosures have been given in the group financial statements of Thomas Cook Group plc. The group financial statements of Thomas Cook Group plc are available to the public and can be obtained as set out in note 12.

As a result of FRS 101 being applicable to entities with a year-end from 1 January 2015, the Company made the business decision to adopt the standard early (FRS 101 para.11).

The Directors believe that preparing the financial statements on the going concern basis is appropriate due to the continued financial support of the ultimate parent company Thomas Cook Group plc. The Directors have received confirmation that Thomas Cook Group plc intends to support the Company for at least one year after these financial statements are signed.

The financial statements have been prepared on a going concern basis and under the historical cost convention. The principal accounting policies adopted are set out below. These policies have been applied consistently to the periods presented unless otherwise stated.

#### **Investments**

Investments in subsidiary undertakings are accounted for at cost less provision for impairment. Impairment reviews are performed when there has been an indication of potential impairment.

# **MyTravel Group Limited**

## **Notes to the financial statements for the year ended 30 September 2015 (continued)**

### **2. Significant accounting policies (continued)**

#### **Income from shares in Subsidiary undertakings**

Dividends receivable from subsidiary undertakings are recognised in the statement of comprehensive income and expense when the consideration is received.

#### **Taxation**

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Provision is made for deferred tax so as to recognise all temporary differences which have originated but not reversed at the balance sheet date that result in an obligation to pay more tax, or a right to pay less tax in the future. This is calculated on a non-discounted basis by reference to the average tax rates that are expected to apply in the relevant jurisdiction and for the periods in which the temporary differences are expected to reverse. Deferred tax assets are assessed at each balance sheet date and are only recognised to the extent that their recovery against future taxable profits is probable.

#### **Foreign currency**

Transactions in currencies other than the functional currency of the Company are translated at the exchange rate on the date of the transaction. Foreign currency monetary assets and liabilities held at the year end are translated at year end exchange rates. The resulting exchange gain or loss is taken through the statement of comprehensive income and expense.

#### **Debtors**

Debtors are recognised at their fair value and subsequently recorded at amortised cost using the effective interest method as reduced by allowances for estimated irrecoverable amounts. An allowance for irrecoverable amounts is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. The amount of allowance is the difference between the asset's carrying amount and the present value of estimated future cash flows.

#### **Creditors**

Creditors are recognised at their fair value and subsequently recorded at amortised cost using the effective interest method.

#### **Cash at bank and in hand**

Cash at bank and in hand includes cash held in bank.

#### **Borrowings**

Borrowings are initially recognised at fair value, net of transaction costs incurred and are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the income statement over the period of the borrowings using the effective interest method.

Preference shares which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in the income statement as interest expense.

#### **Share Capital**

Ordinary shares are classified as equity. Mandatory redeemable preference shares are classified as liabilities.

Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

### 2. Significant accounting policies (continued)

#### Administrative expenses

The Company has no employees (2014: none). Administrative expenses of the Company, including audit fees of £500 (2014: £500) and Directors' remuneration, were borne by Thomas Cook Group plc, the Company's ultimate parent undertaking, during both accounting years with no recharge made as the amounts were minimal.

#### Critical judgments in applying the Company's accounting policies

In the process of applying the Company's accounting policies, described above, management has made the following judgments that have the most significant effect on the amounts recognised in the financial statements.

#### *Recoverable amounts of investments*

Judgments have been made in respect of the amounts of future operating cash flows to be generated by certain of the Company's businesses in order to assess whether there has been any impairment of the amounts included in the balance sheet for investments in relation to those businesses.

### 3. Other operating (expense)/income

	2015 £m	2014 £m
Foreign exchange gain/(loss)	0.2	(0.1)
Receivable impairment	(7.7)	7.9
Loss on disposal of investments	(15.2)	(4.2)
Total other operating (expenses)/income	(22.7)	3.6

### 4. Income from shares in group undertakings

	2015 £m	2014 £m
Dividends receivable	66.6	114.3
Total income from shares in group undertakings	66.6	114.3

Dividends receivable include £43.7m received from subsidiary undertaking White Horse Insurance Ireland Limited and £22.9m received from subsidiary undertaking MyTravel Luxembourg Sarl. Dividends of £43.7m received from White Horse Insurance Ireland Limited were distributed out to the immediate parent undertaking Thomas Cook Investments (2) Limited. MyTravel Luxembourg Sarl has now been liquidated and the £22.9m is the amount in excess of net assets represented by the share capital of the company and investments in subsidiaries held at underlying asset values.

Dividends receivable of £114.3m were received in prior year from subsidiary undertaking Close Number 1 Limited (formerly Airtours Holidays Limited) which has now been liquidated. The £114.3m is the amount in excess of net assets represented by the share capital of the company and investments in subsidiaries held at underlying asset values.

# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

### 5. Tax on profit/(loss) on ordinary activities

Analysis of the tax credit in the year

	2015 £m	2014 £m
<b>Current taxation:</b>		
UK corporation tax for the year	-	-
Adjustments in respect of prior years	-	-
	<hr/>	<hr/>
Current tax charge	-	-
<b>Deferred taxation:</b>		
UK corporation tax - movement in current year	(19.4)	(18.1)
	<hr/>	<hr/>
Total tax credit for the year	<u>(19.4)</u>	<u>(18.1)</u>

Corporation tax is calculated at 20.5% (2014: 22.0%) of the estimated assessable results for the year. This is the weighted average tax rate applicable for the year following a reduction in the standard rate of UK Corporation Tax from 21% to 20% effective from 1<sup>st</sup> April 2015.

The tax credit for the year can be reconciled to the results per the income statement as follows:

	2015 £m	2014 £m
Profit/(loss) on ordinary activities before taxation	162.6	(51.1)
	<hr/>	<hr/>
Profit/(loss) before tax multiplied by the current rate of tax 20.5% (2014: 22.0%)	33.3	(11.3)
Effects of:		
Expenses not deducted for tax purposes	5.9	37.2
Non-taxable income	(28.7)	(1.6)
Transfer pricing adjustment	(1.4)	(1.5)
Deferred tax brought forward not previously recognised	(18.9)	(18.4)
Deferred tax effect of reduction in the main rate of Corporation Tax	0.5	1.8
Dividend income not liable to tax	(13.6)	(25.2)
Non-deductible loss on disposal of investments	3.1	0.9
Tax on overseas earnings	0.4	-
	<hr/>	<hr/>
Tax credit for the year	<u>(19.4)</u>	<u>(18.1)</u>

The Finance Act 2013 included legislation to reduce the main rate of Corporation Tax to 21% with effect from 1st April 2014 and 20% with effect from 1st April 2015. Further reductions in the main rate of Corporation Tax in the UK to 19% from 1st April 2017 and 18% from 1st April 2020 were substantively enacted on 26 October 2015. The changes have not been substantially enacted at the balance sheet date and therefore are not recognised in these financial statements. The effect of these substantively enacted rates if applied to the deferred tax balance at the balance sheet date, would be to reduce the deferred tax asset (which has been calculated based on the rate of 20% substantively enacted at the balance sheet date) by approximately £3.8m (£1.8m as at 30th September 2014).

# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

### 5. Tax on profit/(loss) on ordinary activities (continued)

#### Deferred tax asset

	Tax losses £m	Total £m
At 1 October 2013	-	-
Credited to the income statement	18.1	18.1
At 30 September 2014	18.1	18.1
Credited to the income statement	19.4	19.4
At 30 September 2015	37.5	37.5

At the balance sheet date, the Company had unused tax losses of £188.4 million (2014: £183.5 million) and other short term timing differences of £44.6 million (2014: £44.6 million) available for offset against future profits. No deferred tax asset has been recognised in respect of unused tax losses of £0.8 million (2014: £93.0 million) and short term timing differences of £44.6 million (2014: £44.6 million) due to the unpredictability of future profits.

### 6. Investments

Subsidiaries	£m
<b>Cost</b>	
At 1 October 2014	1,664.2
Additions	383.4
Disposals	(15.2)
At 30 September 2015	2,032.4
<b>Provision for impairment</b>	
At 1 October 2014	524.4
Impairments	41.3
Reversal of impairments	(160.0)
At 30 September 2015	405.7
<b>Net Book Value</b>	
At 30 September 2014	1,139.8
At 30 September 2015	1,626.7

A list of the Company's principal subsidiary undertakings is shown in note 14 to the financial statements.

During the year, the Company fully disposed of its investments in MyTravel 330 Leasing Limited and MyTravel Luxembourg Sarl.

On 15 May 2015, the Company acquired 100% of the issued share capital (1 issued share with nominal value of £1) of Airtours Holidays Transport Limited from its 100% subsidiary Close No. 1 Limited (formerly Airtours Holidays Limited) for a total consideration of £1.



# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

### 6. Investments (continued)

On 28 September 2015, the Company acquired 100% of the issued share capital (1,000 issued shares with nominal value of €1 each) of MyTravel IPR Ireland Limited and 100% of the issued share capital (31,862,002 issued shares with nominal value of €1 each) of MyTravel Luxembourg UK Unlimited from its 100% subsidiary MyTravel Luxembourg Sarl for a total consideration of £364,000 and £22,519,000 respectively.

On 24 September 2015, the Company subscribed to one Ordinary share with nominal value of £1 in its 100% subsidiary Thomas Cook Group UK Limited for a total consideration of £338,247,000.

Remaining additions of £22.3m represent recapitalisations to the investments held in Carousel Holidays Limited, Carousel Resorts International Limited and MyTravel Pioneer Limited. These recapitalisations were impaired immediately by £22.2m.

The remaining impairment charge of £19.1m resulted from writing down the Company's investment in White Horse Insurance Ireland Limited to its net asset value.

An impairment charge of £274.0m was booked against the carrying value of the investment in Thomas Cook Group UK Limited in prior years. This was partially reversed in the current financial year by £160m due to the increase in the estimated equity value of Thomas Cook Group UK Limited as at 30 September 2015.

### Other fixed asset investments

Other fixed asset investments initially comprised 24,500 (2014: 24,500) ordinary shares in Thomas Cook Group plc received in exchange for the own shares held at completion of the merger with Thomas Cook Group AG. These are stated at cost of £0.1m (2014: £0.1m). The market value of the shares at 30 September 2015 was £28,347 (2014: £29,155).

### 7. Debtors

	2015 £m	2014 £m
<b>Amounts falling due within one year</b>		
Amounts owed by Group undertakings	481.9	440.8
Taxation receivable from other group undertakings	0.8	1.0
	<u>482.7</u>	<u>441.8</u>

Amounts owed by Group undertakings are stated after provision for impairment of £18.5m (2014: £10.9m).

Amounts owed by Group undertakings are repayable on demand and were not interest bearing. Following loan rationalisation as at 30 September 2015, debtors amounting to £374.6m will accrue interest at 6.26% from 1 October 2015.

The Directors consider that the carrying amount of debtors approximate their fair value. Debtors are not subject to restrictions on title and no collateral is held as security.

### 8. Cash at bank and in hand

	2015 £m	2014 £m
Cash at bank and in hand	<u>-</u>	<u>7.0</u>

# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

### 9. Creditors: amounts falling due within one year

	2015 £m	2014 £m
<b>Amounts falling due within one year</b>		
Trade creditors	0.6	0.6
Amounts owed to Group undertakings	339.8	1,298.2
	<u>340.4</u>	<u>1,298.8</u>

Amounts owed to subsidiary undertakings are repayable on demand and are not interest bearing. The Directors consider that the carrying amount of trade and other creditors approximate to their fair value.

### 10. Borrowings

	2015 £m	2014 £m
<b>Amounts falling due within one year</b>		
Redeemable preference shares	1,360.3	-
	<u>1,360.3</u>	<u>-</u>

On 25 September 2015, the Company issued 1,360,289,000 redeemable preference shares with nominal value of £1 each to its parent company Thomas Cook Investments (2) Limited. The payment of dividends on the shares is non-discretionary and the shares can be redeemed at any time in lieu of five days' notice by both the issuer and the subscriber.

The redeemable preference shares are denominated in GBP and classified in level 2 of the fair value hierarchy. The fair value equals the carrying amount as the impact of discounting is not significant.

### 11. Called up share capital

	2015 £m	2014 £m
<b>Authorised</b>		
700,000,000 (2014: 700,000,000) ordinary shares of 30p each	210.0	210.0
1,360,289,000 (2014: nil) redeemable preference shares of £1 each	1,360.3	-
	<u>1,570.3</u>	<u>210.0</u>
<b>Allotted, called up and fully paid</b>		
469,597,217 (2014: 469,597,217) ordinary shares of 30p each	140.9	140.9
	<u>140.9</u>	<u>140.9</u>

On 25 September 2015, the Company issued 1,360,289,000 redeemable preference shares with nominal value of £1 each to its parent company Thomas Cook Investments (2) Limited. Please refer to Note 10 – Borrowings.

### 12. Contingent liabilities

As at 30 September 2015, the Company is guarantor over bonding, letters of credit and guarantee facilities utilised by other UK subsidiaries of the Group. The Group potential liabilities in relation to total bonding, letter of credit and guarantee facilities are £293.8m (2014: £126.0m).

# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

### 12. Contingent liabilities (continued)

The Company is also one of the guarantors of the Group term and revolving credit facilities. Each of the guarantors is jointly liable for the drawn down portion of £46.6m (2014: £3.3m).

In addition, the Company is one of the guarantors for the €525m 2020 and €400m 2021 Senior Notes issued by Thomas Cook Finance Plc.

### 13. Ultimate controlling party

The immediate parent undertaking is Thomas Cook Investments (2) Limited. The ultimate parent undertaking and controlling party is Thomas Cook Group plc, a company incorporated in England.

Thomas Cook Group plc is the parent undertaking of the smallest and largest group of undertakings to consolidate these financial statements at 30 September 2015. The consolidated financial statements of Thomas Cook Group plc, which is registered in England and Wales can be obtained from 3<sup>rd</sup> floor, South building, 200 Aldersgate, London EC1A 4HD.

### 14. Subsidiaries.

Name	Country of incorporation	Proportion held %	Class of shares
AB 9807 Beteiligungsverwaltungs GmbH	Germany	100	ordinary
Close Number 40 Limited	Jersey	100	ordinary
Airtours Finance Limited*	Guernsey	100	ordinary
Airtours Holidays Transport Limited*	United Kingdom	100	ordinary
Close Number 39 Limited*	United Kingdom	100	ordinary
Airtours Resort Ownership Espana S.L.	Spain	100	ordinary
Airtrack Services Limited	United Kingdom	100	ordinary
Anfinpan S.L.	Spain	100	ordinary A and B
Astral (Cyprus) Holdings Limited	Cyprus	100	ordinary
Astral Hellas SA	Greece	100	ordinary
Astral Spain Incoming S.A.	Spain	100	ordinary
Astral Tours (Cyprus) Limited	Cyprus	100	ordinary
Blue Sea Overseas Investments Limited*	United Kingdom	100	ordinary
Buzzard Leisure Limited	United Kingdom	100	ordinary
Capitol Holdings Limited	Ireland	100	ordinary
Carousel Holidays Limited*	United Kingdom	100	ordinary
Carousel Resorts International Limited*	United Kingdom	100	ordinary
Close Number 1 Limited*	United Kingdom	100	ordinary
Close Number 16 Limited	United Kingdom	100	ordinary
Close Number 19 Limited	United Kingdom	100	ordinary and 5% redeemable preference
Close Number 29 Limited	United Kingdom	100	ordinary
Close Number 3 Limited	United Kingdom	100	ordinary
Close Number 30 Limited	United Kingdom	100	ordinary
Close Number 31 Limited	United Kingdom	100	ordinary
Close Number 34 Limited	United Kingdom	100	ordinary
Close Number 35 Limited	United Kingdom	100	ordinary
Close Number 36 Limited	United Kingdom	100	ordinary
Close Number 6 Limited*	United Kingdom	100	ordinary
Close Number 7 Limited*	United Kingdom	100	ordinary
Close Number 8 Limited	United Kingdom	100	ordinary and C fixed preference
Co-op Group Travel 2 Holdings Limited	United Kingdom	100	ordinary

# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

Name	Country of incorporation	Proportion held %	Class of shares
Close Number 9 plc	United Kingdom	100	ordinary and C fixed preference
Cooperatieve Parkway U.A.	Netherlands	100	class A, initial preferred class B & preferred class B
Delight Information Systems CVBA	Belgium	79.997	ordinary
Future Travel Limited	United Kingdom	100	ordinary and preference
Gigatour Scrl	Belgium	28	ordinary
Helios Palace SA	Greece	100	ordinary
Hoteles Sunwing SA	Spain	100	ordinary
Hotels4u.com Limited	United Kingdom	100	ordinary
Inspirations Group Pension Trustees Limited	United Kingdom	100	ordinary
Inspirations Limited	United Kingdom	100	ordinary
Jeropatur-Viagens e Turismo Limitada	Portugal	100	ordinary
JMCH Services Limited	United Kingdom	100	ordinary
Kelly Holdings Limited	Gibraltar	100	ordinary
Kestrel Leisure Limited	United Kingdom	100	ordinary
Leon y Castillo Management, S.L.	Spain	100	ordinary
Movables Inversiones 2014, S.L.	Spain	100	ordinary
MTG (UK) Limited	United Kingdom	100	ordinary
MyTravel 330 Leasing Ltd	Cayman Islands	100	cumulative A, B, C, D preference and ordinary
MyTravel Deutschland GmbH	Germany	100	ordinary
MyTravel IPR Ireland Limited*	Ireland	100	ordinary
MyTravel Luxembourg UK Unlimited*	United Kingdom	100	ordinary
MyTravel North America Limited	United Kingdom	100	ordinary
MyTravel Pioneer Limited*	United Kingdom	100	ordinary
NALG Holdings	Ireland	100	ordinary
NALG Ireland	Ireland	100	ordinary
Orlando (ABC) Limited*	Jersey	100	ordinary
OY Tjaereborg AB	Finland	100	ordinary
Parkway Australia Holdings Pty Limited	Australia	100	ordinary
Parkway Auto Realisations (Germany) Vermögensverwaltungs GmbH	Germany	100	ordinary
Parkway Hellas Holdings Limited	United Kingdom	100	ordinary
Parkway Holdings GmbH	Germany	100	ordinary
Parkway Holdings UK BV	Netherlands	100	ordinary
Parkway IPR (Cyprus) Limited	Cyprus	100	ordinary
Parkway IPR Limited*	United Kingdom	100	ordinary
Parkway Limited	Guernsey	100	ordinary
Parkway Nederland BV*	Netherlands	100	ordinary
Parkway Northern Europe Holding A/S	Denmark	100	ordinary
Peregrine Leisure Limited	United Kingdom	100	ordinary
Plotin Travel S.A.	Greece	45	ordinary
Resorts Mallorca Hotels International S.L.	Spain	100	ordinary
Retail Travel Limited	United Kingdom	100	ordinary
Sandbrook UK Investments Limited	United Kingdom	100	ordinary
Servicios Bluepar, S.B., S.A.	Costa Rica	100	ordinary
Servicios de Administracion y Operacion de Hoteles S.A de C.V. *	Mexico	99.971	ordinary
Shipping and Aviation Industries Limited	United Kingdom	100	ordinary
Spies A/S	Denmark	100	ordinary

# MyTravel Group Limited

## Notes to the financial statements for the year ended 30 September 2015 (continued)

Name	Country of incorporation	Proportion held %	Class of shares
Sumango (Proprietary) Limited	South Africa	100	ordinary
Sun International (UK) Limited	United Kingdom	100	ordinary
Sunair N.V.	Belgium	99.987	deferred and ordinary
Sunscan Hotel Sociedad Limitada	Spain	100	ordinary
Sunwing Hellas AB	Sweden	100	ordinary
Sunwing Hotels (Cyprus) Limited	Cyprus	100	ordinary
Sunwing Hotels Hellas SA	Greece	100	ordinary
TCCT Holdings Limited	Jersey	100	ordinary
TCCT Holdings UK Limited	United Kingdom	66.5	Subsidiary
TCCT Retail Limited	United Kingdom	100	ordinary
TCGH Holdings Limited	United Kingdom	100	ordinary
TCIM Limited	United Kingdom	100	ordinary
TCNE Aircraft Leasing AB	Sweden	100	ordinary
Tedgold Limited	Gibraltar	100	ordinary
The Airline Group Limited	United Kingdom	100	ordinary
The Freedom Travel Group Limited	United Kingdom	91	ordinary
The Travelworld Group Limited	United Kingdom	100	ordinary
Thomas Cook Aircraft Engineering (Mexico) S.A. de C.V.	Mexico	100	ordinary
Thomas Cook Aircraft Engineering Inc.	United States	100	ordinary
Thomas Cook Aircraft Engineering Limited	United Kingdom	100	ordinary
Thomas Cook Airlines Limited	United Kingdom	100	ordinary
Thomas Cook Airlines Scandinavia A/S	Denmark	100	ordinary
Thomas Cook Cabin Crews GmbH	Germany	100	ordinary
Thomas Cook Destination Services Inc	United States	100	ordinary
Thomas Cook Financial Services Belgium	Belgium	100	ordinary
Thomas Cook Group Hedging Limited	United Kingdom	100	ordinary
Thomas Cook Group UK Limited*	United Kingdom	100	ordinary
Thomas Cook Indian IP Limited	United Kingdom	100	ordinary
Thomas Cook Nordic Holdings AB	Sweden	100	ordinary
Thomas Cook Northern Europe A/S	Denmark	100	ordinary
Thomas Cook Northern Europe AB	Sweden	100	ordinary
Thomas Cook Pension Trust Limited	United Kingdom	100	ordinary
Thomas Cook Retail Limited	United Kingdom	100	ordinary
Thomas Cook Services Limited	United Kingdom	100	ordinary
Thomas Cook Tour Operations Limited	United Kingdom	100	ordinary
Thomas Cook Travel Pension Trustees Limited	United Kingdom	100	ordinary
Thomas Cook Treasury Limited*	United Kingdom	100	ordinary
Thomas Cook UK Limited	United Kingdom	100	ordinary
Thomas Cook UK Travel Limited	United Kingdom	100	ordinary
Tourmajor Limited	United Kingdom	100	ordinary
Travel and Financial Services Limited	United Kingdom	100	ordinary
Ving Norge A/S	Norway	100	ordinary
Ving Sverige AB	Sweden	100	ordinary
Vingresor Espana SA	Spain	100	ordinary
Wavell Holdings BV	Netherlands	100	ordinary
WELG Aviation NV	Belgium	99.99	ordinary
White Horse Administration Services Limited	Ireland	100	ordinary
White Horse Insurance Ireland Limited*	Ireland	100	ordinary

\* Shares held directly by MyTravel Group Limited