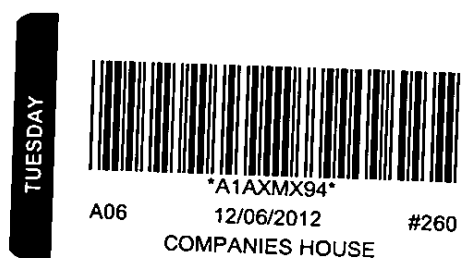


ORION AIRWAYS PENSION TRUSTEES LIMITED

Financial Statements

for the year ended 30 September 2011



Company number 2018220

ORION AIRWAYS PENSION TRUSTEES LIMITED
BALANCE SHEET AS AT 30 SEPTEMBER 2011

	Note	30 September 2011 £	30 September 2010 £
CURRENT ASSETS			
Debtors	2	2	2
NET ASSETS		2	2
CAPITAL AND RESERVES			
Called up share capital	3	2	2
EQUITY SHAREHOLDERS' FUNDS	4	2	2

During the financial year and the preceding financial year the Company did not trade and received no income and incurred no expenditure. Consequently, during those years the Company made neither a profit nor a loss.

DIRECTORS' STATEMENT

The Directors

- (a) confirm that the Company was entitled to exemption under section 480 of the Companies Act 2006 relating to dormant companies from the requirement to have its financial statements audited for the financial year ended 30 September 2011,
- (b) confirm that the members have not required the Company to obtain an audit of its financial statements for the financial year in accordance with section 476 of the Companies Act 2006, and
- (c) acknowledge their responsibilities for
 - (i) ensuring that the Company keeps adequate accounting records which comply with section 386 of the Companies Act 2006, and
 - (ii) preparing financial statements which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of its surplus or deficit for the financial year in accordance with the requirements of sections 393 and 394 of the Companies Act 2006, and which otherwise comply with the requirements of that Act relating to financial statements, so far as applicable to the Company

These financial statements were approved by the Board of Directors on 7 June 2012 and were signed on its behalf by


Tim Taylor
Director

Company number 2018220

ORION AIRWAYS PENSION TRUSTEES LIMITED
NOTES TO THE BALANCE SHEET
for the year ended 30 September 2011

1. ACCOUNTING POLICIES

Basis of preparation

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

2. DEBTORS

	30 September 2011 £	30 September 2010 £
Amounts owed by fellow subsidiary undertaking	<u>2</u>	<u>2</u>

3. SHARE CAPITAL

	30 September 2011 £	30 September 2010 £
Issued and fully paid		
2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

4. EQUITY SHAREHOLDERS' FUNDS

	Share capital £	Profit & loss account £	Total £
At 30 September 2010 and 30 September 2011	<u>2</u>	<u>-</u>	<u>2</u>

5. ULTIMATE PARENT COMPANY

The Company is a subsidiary undertaking of TUI AG – a company registered in Berlin and Hanover (Federal Republic of Germany), which is the ultimate parent company. The intermediate holding company is TUI Travel PLC. The immediate parent undertaking is Orion Airways Limited.

The largest group in which the results of the Company are consolidated is that headed by TUI AG. The smallest group in which the results of the Company are consolidated is that headed by TUI Travel PLC, incorporated in the United Kingdom. No other group financial statements include the results of the Company.

Copies of TUI Travel PLC's financial statements are available from TUI Travel House, Crawley Business Quarter, Fleming Way, Crawley, West Sussex, RH10 9QL or from the website www.tuitravelplc.com. Copies of TUI AG's financial statements are available from Investor Relations, TUI AG, Karl-Wiechert-Allee 4, D-30625, Hanover or from the website www.tui-group.com.