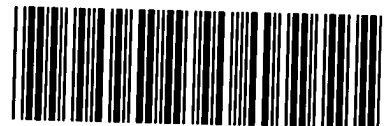


Crown Travel Limited
Reports of the Directors and financial statements
for the year ended 30 September 2023
Company number 02095375

WEDNESDAY



ADØPSQ77

A23

10/04/2024

#197

COMPANIES HOUSE

Crown Travel Limited**Reports of the Directors for the year ended 30 September 2023**

The Directors present their Strategic and Directors' Reports on the audited financial statements of Crown Travel Limited ("Company") for the year ended 30 September 2023. The Company is a wholly owned subsidiary within the Travelopia Group of companies ("the Group"), headed in the UK by Travelopia Group Holdings Limited.

STRATEGIC REPORT

The Company's principal activity during the year continued to be that of a provider of inland waterways boating holidays to customers in the UK, Ireland, Europe and the rest of the world.

Review of the business

To effectively measure the development, performance and position of the Company, the following Key Performance Indicators (KPIs) are of most relevance:

	2023	2022
	£	£
Revenue	25,117,376	28,407,514
Gross margin percentage	23.6%	41.4%
Profit on ordinary activities before taxation	2,785,624	9,469,423
Net assets	15,706,865	12,919,747

The Company's profit on ordinary activities before taxation for the year ended 30 September 2023 was £2,785,624 (2022: £9,469,423). This has been a result of holiday makers now desiring to go further afield after several years of travel restrictions due to the pandemic. No dividends were paid during the year (2022: £nil) and the Directors do not recommend the payment of a dividend.

Revenue has decreased by 11.6% and margin fell to 23.6% (2022: 41.4%). Revenue fell in 2023 as holiday makers sought new destinations following the recent years of curtailed travel. Cost of sales have increased, as expected, due to inflationary pressures on both the fixed and variable expenses which are inherent to closely managing a dynamic business, maintaining the quality of the bases and providing excellent customer experience. The nature of the business is sensitive to changes in revenue due to the high proportion of fixed costs. This has all resulted in increased staff, operational and overhead costs. The future developments, post balance sheet events and financial instrument risk are included within the Strategic Report.

Funding, liquidity and going concern

At 30 September 2023, the Company has net assets of £15,706,865 (2022: £12,919,747) and net current assets of £10,581,121 (2022: £6,676,266).

The increase in both current and net assets is driven by a combination of profits during the year and settlement of intercompany liabilities during the year mitigated marginally by an increase in client money received in advance.

As part of their assessment of going concern, the Directors have considered the Company's liquidity position and funding requirements to determine the appropriateness of preparing the financial statements on a going concern basis.

The Company's cash reserves are pooled in a bank account in Travelopia Central Operations Limited, a central Group treasury company, under a cash pooling structure that simplifies the Group's cash facilities. At 30 September 2023, a total of £2,262,801 (2022: £15,585,336) of the Company's cash was held in this cash pool. The existence of sufficient cash balances at Company level alone is only sufficient for the financial statements to be prepared on a going concern basis if the Travelopia Group itself is also considered to be a going concern. As such, the Directors have made enquiries to the Directors of Tim Midco Limited (being the parent company of the Travelopia Group's 'Banking Group', or 'Group') to obtain an understanding of the actual and forecast liquidity position and funding requirements of the Group over the assessment period.

STRATEGIC REPORT (continued)**Funding, liquidity and going concern (continued)**

The Group continues to have an interest-bearing loan of £20.0m that was provided to the Company by its parent, Travelopia Group Holdings Limited, in the first quarter of the financial year ended 30 September 2022. In addition, in the previous financial year, the Group's ultimate shareholder committed additional funds to the Group by way of an Equity Commitment Letter ('ECL'), in the event that this is needed. The ECL only expires at the earlier of: i) a sale by the ultimate shareholder; ii) the occurrence of a Relevant Event, (as defined in the Senior Facilities Agreement); or iii) 15 December 2025. As part of that additional funding, the Company Directors agreed amended terms of its banking facilities with its Senior Lenders, which extended the repayment dates of the Term Loan and Revolving Credit Facility to 15 December 2025 and 15 September 2025 respectively. Only interest payments on the Term Loan and Revolving Credit Facility are required to be paid within the going concern assessment period.

The Group must now comply again with the quarterly Net Debt to Adjusted EBITDA ratio covenant ('net debt covenant') test, which re-commenced for the financial year ended 30 September 2023, following a covenant testing holiday that began in 2020. This covenant test was met with ample headroom. The minimum liquidity covenant that was put in place of the net debt covenant was satisfied in full throughout the financial year. The Directors have also continued to give regular business updates throughout the financial year to the Group's Senior Lenders.

Throughout the financial year, the Directors of both the Company and the Group have continued to assess the Company and Group's respective current and future cash levels and funding requirements. To do this, the Company and Group prepare 13-week rolling cashflow forecasts, together with monthly forecasts for the remainder of the financial year ending 30 September 2024 ('FY24 forecast'), which, together with the Strategic Plan for FY25 (being the financial year ending 30 September 2025), enable good short term and longer term liquidity outlook. The latest FY24 forecast and Strategic Plan for the Company and the Group form the basis of the Directors' going concern assessment, with the term used in the assessment period being at least one year from the date of signing these financial statements.

At the date of signing these financial statements, the Directors of Tim Midco Limited had not drawn on the ECL. Further, the most recent FY24 forecast and FY25 Strategic Plan indicates that the committed funding available to the Group should be sufficient to ensure that the Group has sufficiency liquidity for the current financial year and remainder of the going concern assessment period under all reasonably plausible scenarios.

In view of the year end and forecast cash balances, together with reasonable assurance being obtained from the Directors of Tim Midco Limited that the Group expects to be a going concern for the foreseeable future under all reasonably plausible scenarios, the Directors have concluded that the Company will have sufficient liquidity for it to continue to trade for the foreseeable future. In addition, the Group has provided a letter of support confirming that it will have sufficient liquidity, should it be necessary, to settle obligations of the Company if called upon to do so. The Directors therefore consider that it is appropriate to prepare these financial statements on a going concern basis.

Post balance sheet events and future developments

There have been no post balance sheet events that have had a material impact on the results of the Company for the financial year ended 30 September 2023. The Directors are optimistic that the Company will remain profitable for the year ending 30 September 2024.

Principal risks and uncertainties

Successful management of existing and emerging risks is critical to the long-term success of our Group and to the achievement of our strategic objectives. Some levels of business risk must be accepted to seize market opportunities and achieve these objectives. Risk management is therefore an integral component of the Company's governance and oversight.

Set against the evolving macroeconomic global environment and the Covid-19 global pandemic, the principal risks and uncertainties faced by the Company are:

STRATEGIC REPORT (continued)**Principal risks and uncertainties (continued)**

- **Destination disruption.** Tour operators are exposed to the inherent risk of domestic and international incidents affecting operations at those destinations. This includes not only the travel restrictions caused by outbreaks of disease, but also war, political instability and terrorism. Weather events that are exacerbated by climate change may increase the level of disruption in destinations. All of these events, as we saw at the onset of the global pandemic in recent years, can cause significant operational disruption and costs to our business. We follow the UK Government's Foreign Office advice in our source markets to minimise the exposure of our customers.
- **Market risk, including customer demand.** The Company relies heavily on the demand of its European customer base to take holidays across Europe and Canada. It monitors and assesses its customers' appetite for travel and for new post-pandemic trends in the face of increased costs of living. The Directors monitor prices, costs and booking levels to try and maximise customer demand and financial return.
- **Technology risk.** Online systems, websites and platforms form a significant part of the Company's ability to build, develop and sell its products. This would be temporarily disrupted by a technology failure or slowdown. Our businesses continue to upgrade and/or overhaul existing technologies and invest in new technologies to improve their resilience and to enhance the Company's products and services. Failure to successfully implement new IT systems may impact our competitiveness, quality of customer experience and operational efficiency. This could be detrimental to the Company's profitability, in terms of lost bookings, cash outflows and asset impairments.
- **Legal & regulatory compliance.** The Company operates across a range of geographies, which exposes us to a range of legal, tax and other regulatory laws, which must be complied with. Failure to comply may result in fines or sanctions from regulatory bodies, such as the Civil Aviation Authority in the UK, which require us to comply with their regulations. Failure to do so could result in the removal of the licence. The Group has a Group Legal Compliance team that monitors compliance with laws and regulations and provides advice to businesses on specific areas.
- **Health & Safety.** Ensuring the health and safety of guests and employees is of paramount importance. The Company is committed to ensuring the health and safety of all of its guests and employees, with health and safety being given the highest profile throughout the organisation and instilled within its culture. The Company strives to mitigate this where it can with policies and procedures in place to reduce incidents, whether they are accidents or Covid transmission. Strict policies and procedures also exist to manage and where possible, mitigate other health and safety risks that its customers may be exposed to while on holiday with the Company. Health and safety incidents could result in reputational damage and financial consequences for the Company and/or one of its brands.
- **Cyber security.** We are responsible for protecting the confidentiality, integrity and availability of the data we have for our guests, employees and suppliers. Failure to ensure we have the appropriate level of information security controls increases the risk that an information security breach is not prevented, detected or adequately remediated. This could result in reputational damage, remediation costs and financial penalties for a breach of data protection legislation. We continuously enhance our information security posture to mitigate the risk.
- **Climate change.** The Directors continue to monitor global climate change developments, with Corporate Sustainability representation at Group level. In the forthcoming year, the Company will be reporting internally on its carbon emissions on a quarterly basis. The risks from climate change to the Company include changing consumer preferences, increased government regulations and operational costs resulting in reduced passenger volume and/or profit margins. Currently, the Directors do not consider there to be any significant risk to operations or asset valuations arising from climate change in the for at least 12 months from the date of approval of these financial statements, but will continue to monitor this.

Crown Travel Limited

Reports of the Directors for the year ended 30 September 2023

STRATEGIC REPORT (continued)

Principal risks and uncertainties (continued)

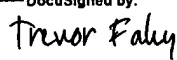
- **Liquidity and cashflow risk.** The Company's liquidity risk is intertwined with that of the Group, which is dependent upon its £100m bank loan, £80.0m revolving credit facility and cash reserves. The Group must now comply again with the quarterly Net Debt to Adjusted EBITDA ratio covenant ('net debt covenant') test, which re-commenced for the financial year ended 30 September 2023. The Group continues to have an interest-bearing loan of £20m from the ultimate shareholder and a commitment for an additional funding amount, should it be necessary. Consequently, the Company and Group Directors are confident the Group (and hence the Company) will have sufficient liquidity for at least the next twelve months from the date of signing these financial statements.

Financial instrument risks

- **Credit risk.** The Company and Group have significant cash and cash equivalent balances throughout the year and the majority of this is held with one global banking group. Credit risk in this respect refers to the risk that this banking group were to default on its contractual obligations resulting in financial loss to the wider Group and Company. The Group therefore uses a highly reputable and financially strong banking provider with which to deposit its material cash balances. The Company sells its tours directly to the end customers, credit risk is considered to be limited as our end customers are required to pay in full ahead of departure.
- **Foreign currency exchange risk.** The company operates internationally and is exposed to foreign currency exchange risk on transactions denominated in a currency other than UK Sterling. The main currency to which the company is exposed is the Euro. The impact of movements in Sterling against the Euro are mitigated by having both revenues and costs in Euros.

Approval

This report was approved and signed on behalf of the Board on 05 April 2024.

DocuSigned by:

3676A38E15A54B2...

T Fahy
Director

Company Number 02095375

DIRECTORS' REPORT

Directors

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

C F Brown

T Fahy

Directors' insurance

Throughout the financial year until the date of approval of these financial statements, Travelopia Holdings Limited, another subsidiary company within the Travelopia Group of companies, maintained Directors' and Officers' Liability insurance policies on behalf of the Directors of the Company. These policies meet the Companies Act 2006 definition of a qualifying third-party indemnity provision.

Statement as to disclosure of information to auditors

The Directors confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware and each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006. Deloitte LLP have indicated their willingness to continue in office and a resolution that they be re-appointed will be proposed at the annual general meeting.

Business review

A fair review of the business, including an analysis of the performance and financial position of the Company, together with details of key performance indicators, dividends, funding, liquidity and going concern assessment, financial risk management, future developments and post balance sheet events are included within the Strategic Report.

Statement of Directors' responsibilities

The Directors are responsible for preparing the Reports of the Directors 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), including FRS 101 "Reduced Disclosure Framework". 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;
- 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.

Crown Travel Limited

Reports of the Directors for the year ended 30 September 2023

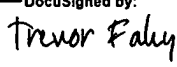
DIRECTORS' REPORT (continued)

Statement of Directors' responsibilities (continued)

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Approval

This report was approved and signed on behalf of the Board on 05 April 2024.

DocuSigned by:

3676A38E15A54B2...

T Fahy
Director

Company Number 02095375

Crown Travel Limited
Independent auditor's report to the members of Crown Travel Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Crown Travel Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 30 September 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of total comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the related notes 1 to 22.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Reports of the Directors and financial statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Crown Travel Limited

Independent auditor's report to the members of Crown Travel Limited

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the Company's industry and its control environment, and reviewed the Company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management and the directors about their own identification and assessment of the risks of irregularities, including those that are specific to the Company's business sector.

We obtained an understanding of the legal and regulatory frameworks that the Company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions legislation, tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty. These included the company's operating licenses, UK Bribery Act, GDPR, employment law and health & safety regulations.

We discussed among the audit engagement team including significant component audit teams and relevant internal specialists such as tax, valuations, IT and industry specialists regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following area, and our procedures performed to address it are described below.

A significant risk has been identified that manual journals are fraudulent or made in error (other than IFRS 15 adjustments). We have reviewed the design and implementation of relevant controls and performed walkthrough procedures, performed substantive procedures over the data extracted from the reservation system including tracing samples selected to the underlying support to verify the accuracy of the data, recalculated revenue and deferred revenue balances using bespoke analytics and performed additional audit procedures on any manual adjustments identified.

Crown Travel Limited

Independent auditor's report to the members of Crown Travel Limited

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house and external legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and reading minutes of meetings of those charged with governance and, where available, reviewing correspondence with HMRC.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- 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; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

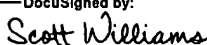
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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.

We have nothing to report in respect of these matters.

Use of our report

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.

DocuSigned by:

BD6AE2B311AD4A1...

Scott Williams ACA (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
Reading, United Kingdom
05 April 2024

Crown Travel Limited**Statement of total comprehensive income for the year ended 30 September 2023**

	Note	2023 £	2022 £
Revenue	6	25,117,376	28,407,514
Cost of sales		(19,191,713)	(19,389,646)
Cost of sales – operating exceptional credit	9	-	2,753,323
Gross profit		5,925,663	11,771,191
Administrative expenses		(3,585,898)	(2,713,666)
Operating profit		2,339,765	9,057,525
Finance income	7	445,859	411,899
Finance expense	8	-	(1)
Profit on ordinary activities before taxation	9	2,785,624	9,469,423
Tax credit/(charge)	11	1,494	(225,788)
Profit for the financial year attributable to owners of the parent		2,787,118	9,243,635
Total comprehensive income for the year attributable to owners of the parent		2,787,118	9,243,635

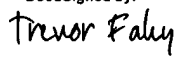
The notes on pages 14 to 27 form part of these financial statements.

Crown Travel Limited
Balance sheet as at 30 September 2023

	Note	2023 £	2022 £
Non-current assets			
Intangible assets	12	591,106	921,897
Property, plant and equipment	13	12,516	19,563
Deferred tax assets	14	1,604,770	1,603,276
Investments in subsidiaries	15	2,917,352	2,917,352
Trade and other receivables	16	-	781,393
		<u>5,125,744</u>	<u>6,243,481</u>
Current assets			
Trade and other receivables	16	17,940,018	19,588,778
Demandable intercompany treasury deposits	17	2,262,801	15,585,336
		<u>20,202,819</u>	<u>35,174,114</u>
Total assets		<u>25,328,563</u>	<u>41,417,595</u>
Current liabilities			
Trade and other payables	18	(9,142,307)	(28,018,456)
Income tax – group relief payable		(479,391)	(479,392)
		<u>(9,621,698)</u>	<u>(28,497,848)</u>
Total liabilities		<u>(9,621,698)</u>	<u>(28,497,848)</u>
Net assets		<u>15,706,865</u>	<u>12,919,747</u>
Equity			
Called up share capital	19	50,000	50,000
Profit and loss account	20	15,656,865	12,869,747
Total equity attributable to owners of the parent		<u>15,706,865</u>	<u>12,919,747</u>

The notes on pages 14 to 27 form part of these financial statements.

The financial statements on pages 11 to 27 were approved and authorised for issue by the Board of Directors on 05 April 2024 and signed on its behalf by:

DocuSigned by:

3676A38E15A54B2...

T Fahy
Director

Company Number 02095375

Dated 05 April 2024

Crown Travel Limited**Statement of changes in equity for the year ended 30 September 2023**

	Called up share capital £	Profit and loss account £	Total equity £
At 30 September 2021	50,000	3,626,112	3,676,112
Total comprehensive income for the year	-	9,243,635	9,243,635
At 30 September 2022	50,000	12,869,747	12,919,747
Total comprehensive income for the year	-	2,787,118	2,787,118
At 30 September 2023	50,000	15,656,865	15,706,865

The notes on pages 14 to 27 form part of these financial statements.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****1. General information**

The Company is a private company limited by shares, incorporated and domiciled in England. The address of its registered office is Origin One, 108 High Street, Crawley, West Sussex, RH10 1BD. The Company's registered number is 02095375.

The principal activity of the Company continues to be that of a provider of inland waterways boating holidays to customers in the UK and Ireland, Europe and the Rest of the World.

2. Basis of preparation

The Company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the company as an individual undertaking and not about its group.

The financial statements have been prepared under the historical cost convention, on a going concern basis and in accordance with the Companies Act 2006 and Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

FRS 101

FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined by Financial Reporting Standard 100 'Application of financial reporting requirements' ("FRS 100") which addresses the financial requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of International Financial Reporting Standards (IFRSs) as issued by the IASB.

The Company continues to use FRS 101 as its basis of accounting. The Company also elected to adopt both the provisions of Statutory Instrument 2015 No.980 'The Companies, Partnerships and Groups (Accounts and Reports) Regulations 2015' ("SI 980") which permits the use of the formats prescribed in International Accounting Standard 1 'Presentation of financial statements' ("IAS 1") for the primary statements, as opposed to using the formats prescribed by Companies Act 2006.

Going concern

At 30 September 2023, the Company has net assets of £15,706,865 (2022: £12,919,947) and net current assets of £10,581,121 (2022: £6,676,266). As part of their assessment of going concern, the Directors have considered the Company's liquidity position and funding requirements to determine the appropriateness of preparing the financial statements on a going concern basis.

The Company's cash reserves are pooled in a bank account in Travelopia Central Operations Limited, a central Group treasury company, under a cash pooling structure that simplifies the Group's cash facilities. At 30 September 2023, a total of £2,262,801 (2022: £15,585,336) of the Company's cash was held in this cash pool. The existence of sufficient cash balances at Company level alone is only sufficient for the financial statements to be prepared on a going concern basis if the Travelopia Group itself is also considered to be a going concern. As such, the Directors have made enquiries to the Directors of Tim Midco Limited (being the parent company of the Travelopia Group's 'Banking Group', or 'Group') to obtain an understanding of the actual and forecast liquidity position and funding requirements of the Group over the assessment period.

The Group continues to have an interest-bearing loan of £20.0m that was provided to the Company by its parent, Travelopia Group Holdings Limited, in the first quarter of the financial year ended 30 September 2022. In addition, in the previous financial year, the Group's ultimate shareholder committed additional funds to the Group by way of an Equity Commitment Letter ('ECL'), in the event that this is needed. The ECL only expires at the earlier of: i) a sale by the ultimate shareholder; ii) the occurrence of a Relevant Event, (as defined in the Senior Facilities Agreement); or iii) 15 December 2025. As part of that additional funding, the Company Directors agreed amended terms of its banking facilities with its Senior Lenders, which extended the repayment dates of the Term Loan and Revolving Credit Facility to 15 December 2025 and 15 September 2025 respectively. Only interest payments on the Term Loan and Revolving Credit Facility are required to be paid within the going concern assessment period.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****2. Basis of preparation (continued)****Going concern (continued)**

The Group must now comply again with the quarterly Net Debt to Adjusted EBITDA ratio covenant ('net debt covenant') test, which re-commenced for the financial year ended 30 September 2023, following a covenant testing holiday that began in 2020. This covenant test was met with ample headroom. The minimum liquidity covenant that was put in place of the net debt covenant was satisfied in full throughout the financial year. The Directors have also continued to give regular business updates throughout the financial year to the Group's Senior Lenders.

Throughout the financial year, the Directors of both the Company and the Group have continued to assess the Company and Group's respective current and future cash levels and funding requirements. To do this, the Company and Group prepare 13-week rolling cashflow forecasts, together with monthly forecasts for the remainder of the financial year ending 30 September 2024 ('FY24 forecast'), which, together with the Strategic Plan for FY25 (being the financial year ending 30 September 2025), enable good short term and longer term liquidity outlook. The latest FY24 forecast and Strategic Plan for the Company and the Group form the basis of the Directors' going concern assessment, with the term used in the assessment period being at least one year from the date of signing these financial statements.

At the date of signing these financial statements, the Directors of Tim Midco Limited had not drawn on the ECL. Further, the most recent FY24 forecast and FY25 Strategic Plan indicates that the committed funding available to the Group should be sufficient to ensure that the Group has sufficiency liquidity for the current financial year and remainder of the going concern assessment period under all reasonably plausible scenarios.

In view of the year end and forecast cash balances, together with reasonable assurance being obtained from the Directors of Tim Midco Limited that the Group expects to be a going concern for the foreseeable future under all reasonably plausible scenarios, the Directors have concluded that the Company will have sufficient liquidity for it to continue to trade for the foreseeable future. In addition, the Group has provided a letter of support confirming that it will have sufficient liquidity, should it be necessary, to settle obligations of the Company if called upon to do so. The Directors therefore consider that it is appropriate to prepare these financial statements on a going concern basis.

Functional and presentational currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ("functional currency"). The financial statements are presented in the Company's functional currency of Sterling, rounded to the nearest pound.

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been applied consistently to all the financial years presented, other than where stated.

New standards, amendments and interpretations

The narrow-scope amendments to IAS 16 and IAS 37 and annual improvements on IFRS 9 and IFRS 16 have not had any impact on the Company's results in the current or previous financial year. The narrow-scope amendments to IFRS 3 were not applicable to the Company. Annual improvements to IFRS 1 and IAS 41 were not applicable to the Company.

- Amendments to IAS 16, 'Property, plant and equipment' prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognise such sales proceeds and related costs in profit or loss.
- Amendments to IAS 37, 'Provisions, contingent liabilities and contingent assets' specify which costs a company includes when assessing whether a contract will be loss-making.

Amendment to IAS 12 – International tax reform – pillar two model rules

This amendment gives temporary relief from accounting for deferred taxes arising from the Organisation for Economic Co-operation and Development's (OECD) international tax reform. The amendment has been endorsed and the exemption has been applied immediately.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****3. Summary of significant accounting policies (continued)****Revenue**

The Company recognises revenue from the sale of holidays. Revenue is recognised when control of the services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those services. The Company has concluded that it is the principal in its revenue arrangements because it typically controls the services before transferring them to the customer.

Revenue is measured at the fair value of the contractual consideration received or receivable and represents amounts receivable for services in the normal course of business during the accounting period. Revenue is recognised net of discounts, value added tax, and other sales related taxes and is measured as the aggregate amount earned from holidays. Revenue from sale of holidays is comprised of one performance obligation and the transaction price is recognised over the duration of the holiday (taking the time elapsed from departure to return) as the Directors consider this the most faithful depiction of transfer of goods and services. For the sale of holidays, the Company receives part payment of the holiday by way of a deposit from customers upon booking of the holiday. Using the practical expedient in IFRS 15, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised service to the customer and when the customer pays for that service will be one year or less.

Contract liabilities

If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made. The Company considers client monies received in advance at the balance sheet date relating to holidays departing after the year end to be contract liabilities. A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. They are presented separately from deferred income as they include amounts that may be repaid to the customer in the event of contract cancellation.

Contract liabilities include credit notes arising from a cancelled holiday where the customer has accepted these by the balance sheet date. Where the customer has requested a refund of monies prior to the balance sheet date, the amount included in contract liabilities that is to be repaid is de-recognised and instead recognised as an other creditor.

Computer software and software in development

Computer software consists of all software that is not an integral part of the related hardware and is stated at cost less accumulated amortisation and impairment losses.

Costs associated with maintaining computer software programmes are recognised as an expense as incurred.

Development costs that are directly attributable to the design and testing of identifiable and unique software platforms controlled by the Company are recognised as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Other development expenditures that do not meet these criteria, together with costs associated with maintaining computer software programmes, are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Amortisation is charged to the statement of total comprehensive income on a straight-line basis over the estimated useful economic life as follows:

Computer software	5-7 years
-------------------	-----------

Software in development is not amortised. Upon completion of development and bringing the software into use, the costs are re-categorised into computer software and amortisation commences.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****3. Summary of significant accounting policies (continued)****Property, plant, equipment and depreciation**

Property, plant and equipment are stated at historical purchase cost, including any costs attributable to bringing an asset to its working condition for its intended use, less accumulated depreciation and impairment losses. Depreciation is charged on a straight-line basis to the residual value over the estimated useful lives of the assets which are as follows:

Office equipment	4-5 years
Computer hardware	4-5 years

Useful lives are estimated taking into account the rate of technological change and intensity of use of the assets and are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Impairment of non-financial assets

Non-financial assets not subject to amortisation are tested annually for impairment. Non-financial assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. If such an indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised in the statement of total comprehensive income whenever the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows.

Financial assets

The Company classifies its financial assets in the following categories: at fair value through profit and loss and at amortised cost. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

(i) Financial assets at fair value through profit and loss

Financial assets at fair value through profit and loss are financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling in the short term. Derivatives are also categorised as held for trading unless they are designated as hedged. Assets in this category are classified as current assets if expected to be settled within 12 months, otherwise they are classified as non-current investments.

(ii) Financial assets at amortised cost

Financial assets at amortised costs are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The financial assets at amortised cost comprise of loans and receivables in the balance sheet.

Trade and other receivables

Trade and other receivables are amounts due from customers for services performed in the ordinary course of business. If collection is expected in one year or less they are classified as current assets, and if not, they are presented as non-current assets. Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. The Company recognises a loss allowance for expected credit losses on all receivable balances from customers subsequently measured at amortised cost, using the 'general approach' permitted under IFRS 9.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses on financial assets subsequently measured at amortised cost, using the 'general approach' permitted under IFRS 9. The loss allowance is measured at an amount equal to the 12-month expected credit loss amount, unless there has been a significant increase in that asset's credit risk since initial recognition, in which case an amount equal to the lifetime expected credit loss is recognised.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023**

3. Summary of significant accounting policies (continued)**Demandable intercompany treasury deposits**

The cash balances held in the Company's Sterling, US Dollar and Euro accounts of HSBC Bank plc are swept overnight into the bank account of a fellow Group company, Travelopia Central Operations Limited, which acts as the cash pool header company to simplify the Group's treasury and banking operations. As there are scenarios whereby not all its cash would be always available to the Company, the Company's cash balances held within the cash pools are classified as demandable intercompany treasury deposits.

Trade and other payables

Trade and other payables are obligations to pay for goods and services that have been acquired in the ordinary course of business from third party suppliers or other Group companies. If payment is expected in one year or less they are classified as current liabilities, and if not, they are presented as non-current liabilities. Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost.

Foreign currency translation

Foreign currency transactions are initially translated into the Company's functional currency using the actual rate at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the exchange rate prevailing on the balance sheet date. Foreign exchange gains and losses resulting from translation to year-end rates are recognised in the statement of total comprehensive income, with gains and losses arising from financial instruments being recognised within finance income or expenses, as appropriate.

Marketing and other direct sales costs

Marketing, advertising and other promotional costs, including those related to the production of brochures, are expensed as expenditure is incurred.

Boat Rental

The company has access to hire a fleet of boats owned by a number of fellow group companies for which it pays an annual rental fee. The hiring of these boats does not constitute a lease.

Pensions

The Group operates a defined contribution pension scheme ("the Scheme") for employees eligible and willing to participate. The assets of the Scheme are held separately from the assets of the Group and the Company in independently administered funds.

Finance income

Finance income recognised in the statement of total comprehensive income mainly comprises foreign exchange gains and interest receivable on intercompany loans.

Finance expense

Finance expense recognised in the statement of total comprehensive income mainly comprises foreign exchange losses and interest paid on intercompany loans.

Current and deferred tax

The tax expense for the year comprises current and deferred tax and is recognised in the statement of total comprehensive income. Current tax is the expected tax payable (or recoverable) for the current financial year using the average tax rate for the year. To the extent available, the amount is first recovered from, or surrendered to, other Group companies as group relief.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is determined using tax rates that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be used. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same tax authority.

Crown Travel Limited

Notes to the financial statements for the year ended 30 September 2023

3. Summary of significant accounting policies (continued)

Called up share capital

Ordinary shares are classified as equity.

Investments in subsidiaries

Investments are recognised at cost less accumulated impairment losses.

Dividends

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved for payment. Dividends receivable are recognised as an asset in the Company's financial statements in the period in which the Company's subsidiary recognises the dividend liability in its financial statements.

Exceptional items

Exceptional items are disclosed separately in the financial statements where it is necessary to provide further understanding of the financial performance of The Company. They are material items of income or expense that have been shown separately due to the significance of their nature or amount.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****4. Reduced disclosures permitted by FRS 101**

The Company meets the definition of a qualifying entity of Travelopia Group Holdings Limited, as defined by FRS 100, as the results of this Company are fully consolidated into the Group financial statements Tim Midco Limited. Details for obtaining the Group financial statements Tim Midco Limited can be found in Note 22. Where applicable and required by FRS 101, equivalent disclosures have been provided in the Group's consolidated financial statements in accordance with the Application Guidance to FRS 100. As such, the Company has taken advantage of the following disclosure exemptions as set out in paragraph 8 of FRS 101:

IFRS	Relevant paragraphs of IFRS	Disclosure exemptions taken
IFRS 2 'Share-based payment'	45(b) and 46 to 52	All disclosure requirements.
IFRS 7 'Financial instruments'	All paragraphs	All disclosure requirements.
IFRS 13 'Fair value measurement'	91 to 99	All disclosure requirements in respect of the valuation techniques and inputs used for the fair value measurement of assets and liabilities.
IAS 1 'Presentation of financial statements'	38	Paragraph 79(a)(iv) of IAS 1; and Paragraph 118(e) of IAS 38 'Intangible assets'.
	38 A to D	Certain additional comparative information.
	10(d) and 111	A statement of cash flows and related information.
	10(f) and 40 A to D	A balance sheet as at the beginning of the preceding financial period when an entity applies an accounting policy retrospectively or when it reclassifies items in its financial statements.
	16	A statement of compliance with all IFRS.
	134 to 136	Information on the Company's objectives, policies and processes for managing capital.
IAS 7 'Statement of cash flows'	All paragraphs	IAS 7 disclosures in full.
IAS 8 'Accounting policies, changes in accounting estimates and errors'	30 and 31	New standards and interpretations that have been issued but which are not yet effective.
IAS 24 'Related party transactions'	17 and the requirements to disclose transactions between two group subsidiaries.	Detailed related party transaction information including key management compensation and transactions with other wholly-owned subsidiaries of the Group.
IFRS 15 'Revenue from contracts with customers'	The requirements of the second sentence of paragraph 110 and paragraphs 113(a) 114, 115, 118, 119(a) to (c), 120 to 127 and 129	Disaggregation of revenue, explanations of significant changes in contract balances, timing of satisfaction of performance obligations, unsatisfied performance obligations, significant judgements in application of the standard.

5. Critical judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with FRS 101 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis.

Crown Travel Limited

Notes to the financial statements for the year ended 30 September 2023

5. Critical judgements and key sources of estimation uncertainty (continued)

The areas involving a higher degree of judgement or complexity, or where assumptions and estimates are material to the carrying value of assets, liabilities and total comprehensive income for the year are disclosed as follows:

Critical judgements

Taxation

At 30 September 2023, the Company has recognised deferred tax assets on deductible temporary differences of £1,604,770 (2022: £1,603,275). Deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences can be utilised. Significant judgement is required to determine this probability, with a requirement that it is 'more likely than not' to recognise the assets. In undertaking this assessment, the Directors have considered: the Company's previous history of taxable profits; the profit in this financial year; the prospects for future taxable profits for both the Company and the UK subsidiaries (together which form a "UK tax group") for 2024 and thereafter; and the UK tax group's: i) practice; and ii) ability to offset taxable profits against tax losses within the UK tax group. The Directors are of the opinion that the deferred tax assets are fully recoverable, as the Company has generated taxable profits in the current and prior years, and this is expected to continue in the future. However, the year (or years) in which the deferred tax assets are recovered is dependent on the Group's internal practice for utilisation of tax losses and claiming capital allowances. Under the current practice it is expected that the Company will utilise its own deductible temporary differences, including brought-forward losses, only once all available in-year losses have been claimed as group relief from other group companies. On this basis, the Directors expect recovery with effect from the financial year ending 30 September 2024.

Key sources of estimation uncertainty

There are no estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets within the next financial year.

Crown Travel Limited
Notes to the financial statements for the year ended 30 September 2023

6. Revenue

Analysis of revenue by destination:

	2023	2022
	£	£
United Kingdom & Ireland	2,542,071	3,247,514
Rest of Europe	22,404,855	25,037,556
Rest of the World	170,449	122,444
	<u>25,117,376</u>	<u>28,407,514</u>

7. Finance income

	2023	2022
	£	£
Bank interest income	-	1
Intercompany loan interest income	445,859	411,898
	<u>445,859</u>	<u>411,899</u>

8. Finance expenses

	2023	2022
	£	£
Bank interest expense	-	1
	<u>-</u>	<u>1</u>

9. Profit on ordinary activities before taxation

	2023	2022
	£	£
Profit on ordinary activities before taxation is stated after charging:		
Amortisation of intangible assets (Note 12)	329,175	376,736
Depreciation on property, plant and equipment (Note 13)	6,090	10,587
Other foreign exchange (gain)/losses	(378,589)	129,603
<i>Operating exceptional items:</i>		
VAT rebate (credit)	-	(2,753,323)

Auditor's remuneration

	Year ended 30 September 2023 £'000	Year ended 30 September 2022 £'000
Fees for the audit of the Company	150	90
Non-audit fees – regulatory reporting	4	4
	<u>154</u>	<u>94</u>

There are no exceptional items in the current year. In 2022, there was an exceptional item of £2,753,323 which related to a rebate from HRMC for VAT. This was recorded in cost of sales in the statement of total comprehensive income.

Crown Travel Limited
Notes to the financial statements for the year ended 30 September 2023

10. Employees and Directors

Employee costs for the Company during the year were:

	2023	2022
	£	£
Wages and salaries	2,083,269	1,990,023
Social security costs	251,237	181,072
Other pension costs	85,896	74,681
	<u>2,420,402</u>	<u>2,245,776</u>

The Company contributes to the Group Defined Contribution pension scheme for employees and Directors. The pension cost charged for the period represent contributions payable by the Company to the fund and amounted to £85,896 for the year (2022: £74,681).

The average monthly number of persons (including Directors) employed by the Company during the year was:

	2023	2022
	Number	Number
Administration	<u>29</u>	<u>30</u>

Directors' remuneration

	2023	2022
	£	£
Wages and salaries	675,878	569,369
Pension contributions	33,585	32,589
	<u>709,463</u>	<u>601,958</u>

In respect of the highest paid director:

	2023	2022
	£	£
Wages and salaries	523,067	416,264
Pension contributions	22,500	22,032
	<u>545,567</u>	<u>438,296</u>

Two Directors (2022: two) were remunerated by the Company. Two Directors (2022: two) were in the Company's money purchase pension scheme.

11. Tax (credit)/charge

The tax (credit)/charge can be summarised as follows:

(i) Analysis of tax (credit)/charge in the year

	2023	2022
	£	£
Current tax:		
Amounts payable to fellow subsidiaries for group relief	-	-
Adjustment in respect of prior years	-	228,449
Total current tax	<u>-</u>	<u>228,449</u>
Deferred tax:		
Origination and reversal of temporary differences:		
- Current year	(1,316)	2,261
- Adjustment in respect of prior years	-	(5,634)
- Effect of changes in UK tax rate	(178)	712
Total deferred tax (Note 14)	<u>(1,494)</u>	<u>(2,661)</u>
Total tax (credit)/charge in the statement of total comprehensive income	<u>(1,494)</u>	<u>225,788</u>

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****11. Tax (credit)/charge (continued)****(ii) Reconciliation of effective tax rate**

The tax credit (2022: charge) for the year ended 30 September 2023 is lower than (2022: lower than) the effective standard rate of corporation tax in the UK of 22.01% (2022: 19.0%). The differences are shown in the table below:

	2023 £	2022 £
Profit on ordinary activities before taxation	2,785,624	9,469,423
Profit on ordinary activities multiplied by the effective standard rate of UK corporation tax of 22.01% (2021: 19.0%)	613,066	1,799,190
Effects of:		
- Expenses not deductible for tax purposes	385,277	375,757
- Effect of changes in UK tax rate	(178)	712
- Adjustment in respect of prior years	-	222,815
- Group relief claimed not paid for	(999,659)	(2,172,686)
Tax (credit)/charge	(1,494)	225,788

(iii) Factors affecting the future tax charge

In March 2021, the UK Chancellor of the Exchequer announced that he intends to increase the main rate of UK corporation tax to 25% from 1 April 2023. As the proposed change had been substantively enacted at the balance sheet date, deferred taxes in these financial statements have been re-measured where the related asset or liability is expected to be realised after this date. 'The Company's future tax charge is primarily expected to follow the UK's corporation tax rate of 25%.'

12. Intangible assets

	Software in development £	Computer software £	Total £
Cost:			
At 1 October 2022	948,574	3,065,119	4,013,693
Additions			-
Transfer	(81,292)	81,292	-
Disposals	(865,486)	-	(865,486)
Foreign exchange adjustment	(1,616)	(326)	(1,942)
At 30 September 2023	180	3,146,085	3,146,265
Accumulated amortisation:			
At 1 October 2022	865,486	2,226,310	3,091,796
Amortisation charge for the year	-	329,175	329,175
Disposal	(865,486)	-	(865,486)
Foreign exchange adjustment	-	(326)	(326)
At 30 September 2023	-	2,555,159	2,555,159
Net book value:			
At 30 September 2023	180	590,926	591,106
At 30 September 2022	83,088	838,809	921,897

Crown Travel Limited
Notes to the financial statements for the year ended 30 September 2023

13. Property, plant and equipment

	Computer hardware £	Office equipment £	Total £
Cost:			
At 1 October 2022	182,945	19,920	202,865
Additions	203		203
Disposals		(1,152)	(1,152)
Foreign exchange	(16)	(29)	(45)
At 30 September 2023	183,132	18,739	201,871
Accumulated depreciation:			
At 1 October 2022	179,678	3,624	183,302
Charge for the year	2,650	3,440	6,090
Foreign exchange	(15)	(22)	(37)
At 30 September 2023	182,313	7,042	189,355
Net book value:			
At 30 September 2023	819	11,697	12,516
At 30 September 2022	3,267	16,296	19,563

14. Deferred tax assets

	2023 £	2022 £
Fixed asset temporary differences	442,850	441,356
Losses carried forward	1,161,920	1,161,920
	1,604,770	1,603,276

Movements in deferred taxation during the current year are analysed as follows:

	Fixed asset temporary differences £	Other short term temporary differences £	Losses carried forward £	Total £
Deferred tax asset				
At 30 September 2021	438,695	-	1,161,920	1,600,615
Credited /(charged) to the statement of total comprehensive income	2,661	-	-	2,661
At 30 September 2022	441,356	-	1,161,920	1,603,276
Credited to the statement of total comprehensive income	1,494	-	-	1,494
At 30 September 2023	442,850	-	1,161,920	1,604,770

Temporary differences on fixed assets arise where tax depreciation is different to accounting depreciation. Other short-term temporary differences principally relate to operating expenses and related accruals and provisions. The company has recognised deferred tax assets to the extent the realisation of the related tax benefit through future taxable profits is probable. Deferred tax balances recognised are not expected to reverse within one year (2022: nil). There are no unrecognised deferred tax liabilities or unrecognised deferred tax assets at either 30 September 2022 or 30 September 2023.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****15. Investments in subsidiaries**Investments
in subsidiary
undertakings
£

Net book value

At 30 September 2022 and 2023

2,917,352**List of investments in subsidiaries at 30 September 2023:**

Name of undertaking	Country of incorporation	Registered address	Share class	% held directly by the Company	Total % held by Group Companies
Le Boat Limited	Canada	1 Jasper Avenue Smith Falls Ontario K7A 4BA Canada	CAD 1.00 Ordinary shares	100	100

The Directors believe that the book value of all existing investments is supported by the higher of underlying net assets or their recoverable value.

16. Trade and other receivables**Current Debtors**

	2023 £	2022 £
	Current	Current
Trade receivables	429,483	296,909
Amounts due from Group undertakings	17,067,712	19,046,667
Taxation and social security	314,890	189,540
Prepayments and accrued income	75,873	53,537
Other receivables	52,060	2,125
	<u>17,940,018</u>	<u>19,588,778</u>

Long term Debtors

Amounts owed to the Company by our merchant acquirer are nil in the current year. In 2022, £781,393 were held as a reserve and were included in non-current assets.

Amounts due from Group undertakings

Group undertakings include a loan of £8.3m to a fellow Group company with a 6 month revolving term at a fixed rate of interest of 5%. The remainder of amounts due from Group undertakings arise from trading operations, and are unsecured, bear no interest and repayable on demand.

17. Demandable intercompany treasury deposits

	2023 £	2022 £
Cash held by the Group's cash pool header company	<u>2,262,801</u>	<u>15,585,336</u>
	<u>2,262,801</u>	<u>15,585,336</u>

Demandable intercompany treasury deposits of £2,262,801 (2022: £15,585,336) are comprised of the Company's Sterling, US Dollar and Euro cash balances which are swept overnight into bank accounts of the Travelopia Central Operations Limited, which acts as the Group's cash pool header company.

Crown Travel Limited**Notes to the financial statements for the year ended 30 September 2023****18. Trade and other payables**

	2023	2022
	£	£
Amounts due to Group undertakings	4,429,879	23,572,328
Payments received in advance	3,688,272	2,852,374
Trade payables	2,740	376,914
Accruals and deferred income	1,021,416	1,216,840
	<u>9,142,307</u>	<u>28,018,456</u>

Amounts due to Group undertakings

Amounts due to Group undertakings arise from trading operations, and are unsecured, bear no interest and repayable on demand.

19. Called up share capital

	2023	2022
	£	£
Issued and fully paid		
50,000 ordinary shares of £1.00 each	<u>50,000</u>	<u>50,000</u>

20. Reserves

The following describes the nature and purpose of each reserve within equity:

Reserve	Description and purpose
Profit and loss account	All other net gains and losses and transactions with owners (e.g. dividends) not recognised elsewhere.

21. Post balance sheet events

There were no balance sheet events up to the date of signing the financial statements.

22. Ultimate parent company and controlling party

The ultimate controlling party of the Company is KKR & Co. Inc, incorporated in the United States of America, on behalf of funds under its management. The immediate parent company is Travelopia Holdings Limited.

The smallest Company in which the results of the Company are consolidated is that headed by Tim Midco Limited and the largest Company in which the results of the Company are consolidated is that headed by Travelopia Group Holdings Limited. Copies of the Tim Midco Limited and Travelopia Group Holdings Limited financial statements are available from the Company Secretary, Travelopia Holdings Limited, Origin One, 108 High Street, Crawley, West Sussex, RH10 1BD. No other financial statements include the results of the Company.