

Junopart Limited

Directors' report and financial statements

28 February 2011

Registered number 2975806

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Directors' report and financial statements

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Directors' report

Registered number 2975806

The directors present their annual report and the audited financial statements of the Company for the year ended 28 February 2011

Principal activity

The principal activity of the Company has is that of owning and leasing property. There have been no changes in the business in the current year.

Directors and directors' interests

The directors who served during the year were as follows

S B Ridgway
J H Southern
Timothy Livett (appointed 31 October 2010)

Review of business and results

The Company is a small company as defined by the Companies Act 2006 and as such is exempt from presenting an enhanced business review. Both the level of business and the year end financial position are satisfactory. The results for the year are set out on page 4 of the financial statements.

Following the sale of the Company's freehold land and buildings, the directors are seeking a suitable alternative property for the Company.

Dividends

The directors do not recommend the payment of a dividend (2010 £nil)

Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and KPMG LLP will therefore continue in office.

The directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditors are unaware and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

By order of the Board



I M J de Sousa
Company Secretary

Company Secretariat
The Office
Manor Royal
Crawley
West Sussex
RH10 9NU

25 November 2011

Statement of directors' responsibilities

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the Company financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice)

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 their profit or loss 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 estimates that are reasonable and prudent,
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements, 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 its financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities



KPMG LLP
15 Canada Square
London
E14 5GL
United Kingdom

Independent auditor's report to the members of Junopart Limited

We have audited the financial statements of Junopart Limited for the year ended 28 February 2011 set out on pages 4 to 10. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice).

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Statement of Directors' Responsibilities set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

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.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 28 February 2011 and of the Company's loss for the year then ended,
- have been properly prepared in accordance with UK Generally Accepted Accounting Practice, and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

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

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the Company, 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.

Avtar Jalif (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants

29 November 2011

Profit and loss account
for the year ended 28 February 2011

		2011	2010
	<i>Note</i>	£	£
Administrative expenses		(498,512)	(501,037)
Operating loss		<u>(498,512)</u>	<u>(501,037)</u>
Other interest receivable and similar income	3	125,338	120,819
Loss on ordinary activities before taxation	2	<u>(373,174)</u>	<u>(380,218)</u>
Tax on loss on ordinary activities	6	36,179	106,419
Retained loss for the financial year	10	<u>(336,995)</u>	<u>(273,799)</u>

There are no recognised gains or losses other than the loss for the year. The loss for the year arises from continuing operations.

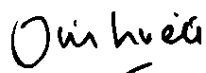
The notes on pages 6 to 10 form part of these financial statements.

Junopart Limited
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 28 February 2011

Balance sheet
 at 28 February 2011

	Note	2011 £	£	2010 £	£
Current assets					
Debtors	7	6,807,674		7,255,693	
Creditors amounts falling due within one year	8	(2,103,302)		(2,214,326)	
Net current assets			<u>4,704,372</u>		<u>5,041,367</u>
Net assets			<u>4,704,372</u>		<u>5,014,367</u>
Capital and reserves					
Called up share capital	9		2		2
Profit and loss account	10		4,704,370		5,041,365
Shareholders' funds			<u>4,704,372</u>		<u>5,041,367</u>

These financial statements were approved by the Board of Directors 25 November 2011 and were signed on its behalf by



T J Livett
 Director

The notes on pages 6 to 10 form part of these financial statements

Notes

(forming part of the financial statements)

1 Principal accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the Company's financial statements

a) *Basis of preparation*

The financial statements have been prepared on the going concern basis under the historical cost convention in accordance with the Companies Act 2006 and applicable United Kingdom accounting standards

The Junopart Limited board having regard for the principle risks and uncertainties which could impact the business consider that the preparation of the financial statements on a going concern basis remains appropriate

Under Financial Reporting Standard 1 (Revised), the Company is exempt from the requirement to prepare a cash flow statement on the grounds that it is a wholly owned subsidiary undertaking of Virgin Atlantic Limited. The Company's cash flows are included within the consolidated cash flow statement of this Company

b) *Administrative expenses*

Administrative expenses comprise overhead expenses, marketing and promotional costs, together with profits and losses arising on translation as appropriate. Marketing and promotional costs are expensed to the profit and loss account as incurred

c) *Translation of foreign currencies*

Transactions in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction or, if hedged, at the forward contract rate. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date or, if appropriate, at the forward contract rate. Profits or losses arising on translation are dealt with through the profit and loss account

d) *Taxation including deferred tax*

Current 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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax is measured on a non-discounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date

Notes *(continued)*

2 Loss on ordinary activities before taxation

The loss on ordinary activities before taxation is stated after charging the following

	2011 £	2010 £
Foreign exchange loss	487,941	487,449
Auditors' remuneration for audit services	2,000	2,000
	<u> </u>	<u> </u>

Fees payable to the Company's auditor and its associates for services other than the statutory audit of the Company are not disclosed in Junopart Limited's accounts since the consolidated accounts of Junopart Limited's parent, Virgin Atlantic Limited, are required to disclose non-audit fees on a consolidated basis

3 Other interest receivable and similar income

	2011 £	2010 £
Interest receivable from group undertakings	125,338	120,819
	<u> </u>	<u> </u>

4 Staff numbers and costs

The Company had no employees during the year (2010 nil)

5 Emoluments of the directors

The directors received no emoluments for the year (2010 £nil)

Junopart Limited

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28 February 2011

Notes (continued)

6 Tax on loss on ordinary activities

<i>Analysis of credit in period</i>	2011 £	2010 £
UK corporation tax:		
Group relief receivable	(102,089)	(106,419)
Non-UK adjustments in respect of prior periods	65,910	-
Total current tax credit	(36,179)	(106,419)

Group relief payments will be received or paid where losses are surrendered to or from other group companies

There is no charge for deferred tax (2010 £nil)

The standard rate of UK corporation tax for the year is 28% (2010 28%) The actual tax charge for the current year and previous period differs from the standard rate for the reasons in the following reconciliation

	2011 £	2010 £
Loss on ordinary activities before taxation	(373,174)	(380,218)
Tax at the standard rate of 28% (2010 28%)	(104,489)	(106,461)
Factors affecting the charge for the year		
Expenses not deductible for tax purposes	2,400	42
Adjustments in respect of prior periods	65,910	-
Total current tax credit	(36,179)	(106,419)

The Emergency Budget on 22 June 2010 announced that the UK corporation tax rate was to reduce from 28% to 24% over a period of four years from 2011 The first reduction in the UK corporation tax rate from 28% to 27% was enacted on 27 July 2010 and was to be effective from 1 April 2011 The Budget on 23 March 2011 announced further measures to reduce the UK corporation tax rate by an additional 1% from 27% to 26 % with effect from 1 April 2011, and to 23% by 2014

The full anticipated effect of the announced further 3% rate reduction has not yet been quantified, although this will further reduce the Company's future current tax charge accordingly

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Notes (continued)

7 Debtors amounts falling due within one year

	2011	2010
	£	£
Amounts owed by group companies	6,807,316	7,255,693
Overseas taxation	358	-
	<u>6,807,674</u>	<u>7,255,693</u>

8 Creditors amounts falling due within one year

	2011	2010
	£	£
Overseas taxation	-	10,935
Amounts owed to group companies	1,315,733	1,313,733
Group relief payable	777,789	879,878
Accruals and deferred income	9,780	9,780
	<u>2,103,302</u>	<u>2,214,326</u>

9 Share capital

	2011	2010
	£	£
Authorised		
1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid		
2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

10 Reconciliation of movements in reserves

	Profit and loss account £
Balance at 1 March 2010	5,041,365
Retained loss for the financial period	(336,995)
Balance at 28 February 2011	<u>4,704,370</u>

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Notes (continued)

11. Reconciliation of movements in shareholders' funds

	2011 £	2010 £
Retained loss for the financial period	(336,995)	(273,799)
Movement in shareholders' funds	(336,995)	(273,799)
Opening shareholders' funds	5,041,367	5,315,166
Closing shareholders' funds	4,704,372	5,041,367

12 Related party transactions

At 28 February 2011, the Company's ultimate parent company was Virgin Group Holdings Limited whose principal shareholders are certain trusts, none of which individually has a controlling interest in Virgin Group Holdings Limited. The principal beneficiaries of those trusts are Sir Richard Branson and his immediate family. The shareholders of Virgin Group Holdings Limited have interests directly or indirectly in certain other companies which are considered to give rise to related party disclosures under Financial Reporting Standard 8.

The Company, being a wholly owned subsidiary undertaking of Virgin Atlantic Limited, has taken advantage of the exemption contained in Financial Reporting Standard 8 and has therefore not disclosed transactions with entities which form part of the group or investees of the group qualifying as related parties. These transactions have been disclosed in the consolidated financial statements of Virgin Atlantic Limited, which are publicly available (see note 13).

There are no other material transactions or balances with related entities which are required to be disclosed under Financial Reporting Standard 8.

13 Ultimate holding company

At 28 February 2011, the directors consider the ultimate holding company to be Virgin Group Holdings Limited, a company registered in the British Virgin Islands.

As at 28 February 2011 the largest group in which the results of the Company are consolidated is that headed by Virgin Wings Limited, a company registered in England and Wales. The smallest group in which the results of the Company are consolidated is that headed by Virgin Atlantic Limited, a company registered in England and Wales.

Copies of the financial statements for both Virgin Wings Limited and Virgin Atlantic Limited may be obtained from the Registrar of Companies, Companies House, Crown Way, Cardiff, CF14 3UZ.