

**Flying Colours Leisure Group Limited**  
**Annual Report & Financial Statements**  
**for the year ended 31 October 2007**

**Company Registration Number 3124442**

THURSDAY



\*AY2YE22Q\*

A30

07/08/2008

48

COMPANIES HOUSE

**Flying Colours Leisure Group Limited**  
**Annual report and Financial Statements**  
**for the year ended 31 October 2007**

**Contents**

Directors and advisors	3
Directors' report	4
Balance sheet	5
Notes to the financial statements	6

# **Flying Colours Leisure Group Limited**

## **Directors and advisors for the year ended 31 October 2007**

### **Directors**

David Michael William Hallisey

Ian Simon Ailles (resigned 01 March 2007)

Christopher James Gadsby (appointed 29 January 2007)

### **Secretary**

David Michael William Hallisey

### **Registered office**

The Thomas Cook Business Park

Coningsby Road

Peterborough

PE3 8SB

# Flying Colours Leisure Group Limited

## Directors' report for the year ended 31 October 2007

The directors present their report and the financial statements for the year ended 31 October 2007

### Principal activity

The company is dormant and has not traded during the year and there are no plans to commence trading activities in the foreseeable future

### Directors and their interests

The directors of the company at 31 October 2007, all of whom have been directors for the whole of the period except where indicated, are listed on page 3

None of the directors had an interest in the shares of the parent or other group companies during the year

### Statement of directors' responsibilities in respect of the Annual Report and the financial statements

The directors are responsible for preparing the Annual 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 financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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 those 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
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business, in which case there should be supporting assumptions or qualifications as necessary

The directors confirm that they have complied with the above requirements in preparing the financial statements

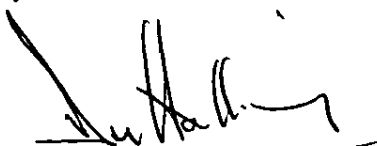
The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

### Disclosure of information to auditors

For the year ended 31 October 2007 the company was entitled to the exemption under section 249AA(1) of the Companies Act 1985. Members have not required the company to obtain an audit in accordance with section 249(B)(2) of the Companies Act 1985.

By order of the board



David Michael William Hallisey  
Company Secretary

5 August 2008

# Flying Colours Leisure Group Limited

## Balance Sheet as at 31 October 2007

	Note	2007 £'000	2006 £'000
<b>Fixed assets</b>			
Investments	4	2,290	2,290
		<b>2,290</b>	<b>2,290</b>
<b>Current assets</b>			
Debtors - amounts falling due within one year	5	65,029	65,029
<b>Current liabilities</b>			
Creditors - amounts falling due within one year	6	(9,527)	(9,527)
<b>Net current assets</b>		<b>55,502</b>	<b>55,502</b>
<b>Net assets</b>		<b>57,792</b>	<b>57,792</b>
<b>Capital and reserves</b>			
Called up share capital	7	8,376	8,376
Share premium		39,643	39,643
Profit and loss account		9,773	9,773
<b>Total shareholders' funds</b>		<b>57,792</b>	<b>57,792</b>
<b>Shareholders' funds analysed as:</b>			
Equity shareholders' funds		9,802	9,802
Non equity shareholders' funds		47,990	47,990
		<b>57,792</b>	<b>57,792</b>

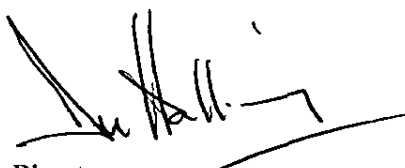
For the year ended 31 October 2007 the company was entitled to exemption under section 249AA (1) of the Companies Act 1985

Members have not required the company to obtain an audit in accordance with section 249B (2) of the Companies Act 1985

The directors acknowledge their responsibility for

- (1) ensuring the company keeps accounting records which comply with section 221, and
- (2) preparing accounts 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 profit and loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company

The financial statements on pages 5 to 7 were approved by the Board of Directors on 5th August 2008 and signed on its behalf by

  
 Director  
 D. M. W. HALLISEY

5th August 2008

# Flying Colours Leisure Group Limited

## Notes to the financial statements for the year ended 31 October 2007

### 1. Principal accounting policies

These financial statements have been prepared in accordance with the Companies Act 1985 and applicable accounting standards in the United Kingdom, under historical cost convention. A summary of the more important accounting policies, which have been applied consistently, is set out below. In accordance with Financial Reporting Standard ("FRS") 18, "Accounting Policies", the directors have reviewed the Company's accounting policies and confirmed them to be the most appropriate.

#### Basis of preparation

These financial statements are prepared on the going concern basis.

### 2. Profit and loss account

No profit and loss account has been prepared, as the company did not trade during the year.

### 3. Cash flow statement

The company is a wholly owned subsidiary of Tourmajor Limited (formerly Thomas Cook Tour Operations Limited) and is included in the consolidated financial statements of Thomas Cook Group plc, which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of FRS1 (revised 1996) 'Cash Flow Statements'. The company is also exempt under the terms of FRS 8 'Related Party Disclosures' from disclosing related party transactions with entities that are part of the Thomas Cook Group plc group or investees of the Thomas Cook Group plc group.

### 4. Investments

	Shares in group undertakings £'000
<b>Cost</b>	
At 1 November 2006 and 31 October 2007	<b>2,290</b>

Flying Colours Holidays Limited has an interest in the following subsidiary undertakings. In order to avoid a statement of excessive length, details concerning investments, which are not significant, have been omitted.

Name of subsidiary	Country of incorporation	Principal activity	Direct interest in equity Capital %
Flying Colours Aviation Limited	England and Wales	Dormant	100
Flying Colours Holidays Limited	England and Wales	Dormant	100
Flying Colours Trustees Limited	England and Wales	Dormant	100
Sunset Developments Limited	England and Wales	Dormant	100
Sunset Holidays PLC	England and Wales	Dormant	5

### 5. Debtors

	2007 £'000	2006 £'000
Amounts due from parent undertakings	64,902	64,902
Other debtors	127	127
	<b>65,029</b>	<b>65,029</b>

# Flying Colours Leisure Group Limited

## Notes to the financial statements for the year ended 31 October 2007 (continued)

### 6. Creditors due within one year

	2007 £'000	2006 £'000
Amounts owed to parent undertakings	9,527	9,527

### 7. Share capital

	2007 £'000	2006 £'000
<b>Authorised:</b>		
Cumulative redeemable A preference shares – 6,371,429 of £0 10 each	637	637
Cumulative redeemable C preference shares – 7,151,923 of £0 10 each	715	715
Deferred shares – 714,872,263 of £0 01 each	7,149	7,149
New ordinary shares – 10,000 of £1 each	10	10
Redeemable D preference shares – 170,000 of £0 01 each	2	2
Cumulative redeemable AA preference shares – 4,000,000 of £0 10 each	400	400
<b>Total</b>	<b>8,913</b>	<b>8,913</b>
<b>Allotted, called up and fully paid</b>		
Cumulative redeemable A preference shares – 6,371,429 of £0 10 each	637	637
Cumulative redeemable C preference shares – 7,151,923 of £0 10 each	715	715
Deferred shares – 661,251,966 of £0 01 each	6,613	6,613
New ordinary shares – 9,650 of £1 each	10	10
Redeemable D preference shares – 130,333 of £0 01 each	1	1
Cumulative redeemable AA preference shares – 4,000,000 of £0 10 each	400	400
<b>Total</b>	<b>8,376</b>	<b>8,376</b>

No dividends are payable on any shares other than the 9,650 new ordinary shares of £1 each

The cumulative redeemable AA preference shares, the redeemable A preference shares and the redeemable C preference shares are redeemable at £1 per share on 30 June 2015

On realisation (as defined in the Articles), or a winding up, the cumulative redeemable AA preference shares rank ahead of all other classes of share. Thereafter the redeemable A preference shares, the redeemable C preference shares and the redeemable D preference shares rank in specified proportions, depending on the realisation or winding up proceeds

The redeemable A preference shares and the redeemable C preference shares have voting rights in all circumstances. In certain limited circumstances where the Additional Capital Procedure (as defined in the Articles) is being followed the cumulative redeemable AA preference shares have voting rights. In certain other limited circumstances where an alteration of class right is involved, the D preference shares and the deferred shares have voting rights

### 8. Ultimate parent undertaking

The company is a wholly owned subsidiary of Tourmajor Limited (formerly Thomas Cook Tour Operations Limited), registered in England and Wales. Arcandor AG, incorporated in Germany, is regarded by the directors as the company's ultimate parent undertaking and ultimate controlling party

The smallest group in which the results of the company are consolidated is that of which Thomas Cook Group plc is the parent company. The consolidated accounts of Thomas Cook Group plc may be obtained from Thomas Cook Group plc, The Thomas Cook Business Park, Coningsby Road, Peterborough, PE3 8SB