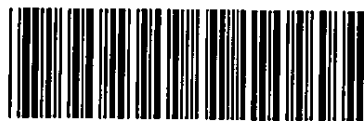


Flying Colours Leisure Group Limited
Annual report
For the year ended 30 September 2012

Registered number 3124442

THURSDAY



A28Y7QEH

A20

23/05/2013

#294

COMPANIES HOUSE

Flying Colours Leisure Group Limited

Registered number 3124442

Contents

Page

Directors' report	2 - 3
Balance Sheet	4
Statement of changes in equity	5
Notes to the financial statements	6 - 10

Flying Colours Leisure Group Limited

Registered number 3124442

Directors' report

The directors present their annual report on the affairs of the company, together with the financial statements. This annual report covers the year ended 30 September 2012.

Business review and 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

The directors who served throughout the year, except as noted, were as follows:

N Arthur (appointed 5 April 2013)

J L Seary (resigned 5 April 2013)

Thomas Cook Group Management Services Limited

Company Secretary

S Bradley

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 International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 judgments and accounting estimates that are reasonable and prudent,
- state whether applicable International Financial Reporting Standards (IFRSs) as adopted by the European Union 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.

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.

Flying Colours Leisure Group Limited

Registered number 3124442

Directors' report (continued)

Provision of information to auditors

For the year ended 30 September 2012 the company was entitled to the exemption under section 480 of the Companies Act 2006. Members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

The Thomas Cook Business Park
Coningsby Road
Peterborough
Cambs
PE3 8SB

By order of the Board,



S Bradley, Company Secretary

Date 21st May 2013

Flying Colours Leisure Group Limited

Registered number 3124442

Balance Sheet

As at 30 September 2012

	Note	2012 £'000	2011 £'000
Non-current assets			
Investments in subsidiary undertakings	3	2,290	2,290
		2,290	2,290
Current assets			
Trade and other receivables	4	65,029	65,029
Total assets		65,029	65,029
Current liabilities			
Trade and other payables	5	(9,527)	(9,527)
Net liabilities		57,792	57,792
Equity			
Called up share capital	6	8,376	8,376
Other reserves		39,643	39,643
Retained earnings		9,773	9,773
Equity attributable to equity holders of the parent		57,792	57,792

Advantage has been taken of the audit exemption available for dormant companies conferred by section 480 of the Companies Act 2006

Members have not required the company to obtain an audit of the financial statements for the year ended 30 September 2012 in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibility for

- (1) ensuring the company keeps accounting records which comply with section 386 of the Companies Act 2006, and
- (2) preparing financial statements which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit and loss for the financial year, in accordance with the requirements of section 394 of the Companies Act 2006, and which otherwise comply with the requirements of the Companies Act 2006 relating to financial statements, so far as applicable to the company

The financial statements were approved by the board of directors and authorised for issue on 21st May 2013

They were signed on its behalf by



**S Bradley representing Thomas Cook Group
Management Services Ltd, Director**

Flying Colours Leisure Group Limited

Registered number 3124442

Statement of changes in equity Year ended 30 September 2012

	Share Capital £'000	Other reserves £'000	Retained earnings £'000	Shareholders' equity £'000
Balance at 30 September 2009	8,376	39,643	9,973	57,792
Net profit for the year	-	-	-	-
Balance at 30 September 2010	8,376	39,643	9,973	57,792
Net profit for the year	-	-	-	-
Balance at 30 September 2011	8,376	39,643	9,973	57,792
Net profit for the year	-	-	-	-
Balance at 30 September 20112	8,376	39,643	9,973	57,792

Flying Colours Leisure Group Limited

Registered number 3124442

Notes to the financial statements **Year ended 30 September 2012**

1 General Information

Flying Colours Leisure Group Limited is a company incorporated in England and Wales under the Companies Act 2006. The address of its registered office is The Thomas Cook Business Park, Coningsby Road, Peterborough, PE3 8SB, England. The nature of the company's operation and its principal activities are set out in the Directors' report. These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the company operates.

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

Certain Accounting Standards and Interpretations have recently been issued or amended but are not yet effective and have not been adopted by the Company for the annual reporting period ended 30 September 2012. The directors have not early adopted any of these new or amended standards or interpretations. The directors have not yet fully assessed the impact of these new or amended standards (to the extent relevant to the Company) and interpretations.

2 Significant accounting policies

The principal accounting policies applied in the preparation of the financial information presented in this document are set out below. These policies have been applied consistently to the periods presented, unless otherwise stated.

Basis of preparation

These financial statements have been prepared in accordance with IFRSs as adopted by the EU, International Financial Reporting Interpretations Committee (IFRIC) interpretations and with those parts of the Companies Act 2006 applicable to Companies reporting under IFRS. The accounting policies adopted are consistent with those of the previous financial period except for those which the company has adopted in the year.

The financial statements have been prepared under the historical cost convention except for the revaluation of certain financial instruments. The principal accounting policies adopted are set out below.

Income statement presentation

As the company has not traded during the period, statement of comprehensive income and statement of cash flows have not been prepared.

Financial instruments

Given the simple nature of the company's operations, the directors do not believe that the company has any material exposure to price risk, credit risk, liquidity risk or cash flow risk. As such, no sensitivity analysis of the impact of reasonably possible changes in these risk variables on the company has been presented.

Critical judgements and key sources of estimation uncertainty

Given the simple nature of the company's operations, the directors do not believe there are any critical judgements or key sources of estimation uncertainty in the preparation of these financial statements.

Flying Colours Leisure Group Limited

Registered number 3124442

Notes to the financial statements Year ended 30 September 2012

3 Investments in subsidiary undertakings

	Shares in group undertakings £'000
Cost	
At 1 October 2011 and 30 September 2012	2,290

Flying Colours Leisure Group 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 company	Country of incorporation	% ownership of ordinary shares	Principal activities
Flying Colours Holidays Limited	England & Wales	100%	Dormant
Flying Colours Trustees Limited	England & Wales	100%	Dormant
Sunset Development Limited	England & Wales	100%	Dormant
Sunset Holidays plc	England & Wales	5%	Dormant

In accordance with accounting standards, the ultimate parent company, Thomas Cook Group PLC, annually tests the carrying value of goodwill for impairment. At 30 September 2012, the review was undertaken on a value in use basis. The review determined that there had been no impairment and hence the investment in the company is also considered to be unimpaired.

Flying Colours Leisure Group Limited

Registered number 3124442

Notes to the financial statements Year ended 30 September 2012

4 Trade and other receivables

	2012 £'000	2011 £'000
Amounts due from parent undertakings	64,902	64,902
Other receivables	127	127
Amounts due from parent undertakings	65,029	65,029

All of the above financial assets are categorised as loans and receivables for the purposes of IFRS 7, "Financial instruments Disclosures". The directors consider that the carrying amount of other receivables approximates their fair value.

Credit quality of financial assets

The company's only financial assets are other receivables, and as such the company's credit risk is attributable to these other receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows. No impairments have been made against these financial assets, and none of these assets are overdue.

These receivables are not subject to restrictions on title and no collateral is held as security. All these financial assets are denominated in pound sterling.

5 Trade and other payables

	2012 £'000	2011 £'000
Amounts owed to parent undertakings	9,527	9,527

All of the above financial liabilities are categorised as financial liabilities at amortised cost for the purposes of IFRS 7, "Financial instruments Disclosures". The directors consider that the carrying amount of other payables approximates their fair value.

Flying Colours Leisure Group Limited

Registered number 3124442

Notes to the financial statements Year ended 30 September 2012

6 Called up share capital

	2012 £'000	2011 £'000
Authorised:		
4,000,000 cumulative redeemable 'AA' preference shares of £0 10 each	400	400
6,371,429 redeemable 'A' preference shares of £0 10 each	637	637
7,151,923 redeemable 'C' preference shares of £0 10 each	715	715
170,000 redeemable 'D' preference shares of £0 01 each	2	2
714,872,263 deferred shares of £0 01 each	7,149	7,149
10,000 new ordinary shares of £1 each	10	10
Total	8,913	8,913
Allotted, issued and fully paid:		
4,000,000 cumulative redeemable 'AA' preference shares of £0 10 each	400	400
6,371,429 redeemable 'A' preference shares of £0 10 each	637	637
7,151,923 redeemable 'C' preference shares of £0 10 each	715	715
130,333 redeemable 'D' preference shares of £0 01 each	1	1
661,251,966 deferred shares of £0 01 each	6,613	6,613
9,650 new ordinary shares of £1 each	10	10
	8,376	8,376

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 share have voting rights

7 Related party transactions

Transactions between the company and other members of the Thomas Cook Group plc are disclosed below

Trading transactions	Amounts owed by related parties		Amounts owed to related parties	
	2012 £'000	2011 £'000	2012 £'000	2011 £'000
Parent and fellow subsidiary undertakings	64,902	64,902	(9,527)	(9,527)

The amounts outstanding are unsecured and will be settled in the normal course of business. No guarantees have been given or received. No provisions have been made for doubtful debts in respect of the amounts owed by related parties

Flying Colours Leisure Group Limited

Registered number 3124442

Notes to the financial statements Year ended 30 September 2012

8 Ultimate controlling party

The company is a subsidiary of Tourmajor Ltd, which is incorporated in England and Wales

Thomas Cook Group PLC, incorporated in England and Wales, is the company's ultimate parent company and ultimate controlling party

The largest and 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 6th Floor South, Brettenham House, Lancaster Place, London, WC2E 7EN

9 Post balance sheet events

There are no events that have occurred after the balance sheet date that will affect the future of Flying Colours Leisure Group Limited