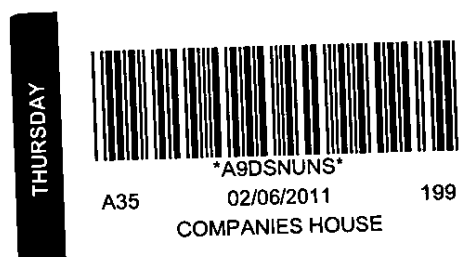


Thomas Cook Limited
Annual report
For the year ended 30 September 2010

Registered number 3155236



Thomas Cook Limited

Registered number 3155236

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Thomas Cook Limited

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Directors' report

The directors present their annual report on the affairs of the company, together with the financial statements

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

C J Gadsby (resigned 06 04 11)

D M W Hallisey (resigned 01 03 11)

Thomas Cook Group Management Services Ltd (appointed 28 10 10)

J L Seary (appointed 01 03 11)

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 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 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.

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Directors' report (continued)

Disclosure of information to auditors

For the year ended 30 September 2010 the company was entitled to the exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies. 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
31st May 2011

Thomas Cook Limited

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Balance Sheet

As at 30 September 2010

| | Note | 2010 £'000 | 2009 £'000 |
|--|------|----------------|----------------|
| Current liabilities | | | |
| Trade and other payables | 3 | (1,259) | (1,259) |
| Net liabilities | | (1,259) | (1,259) |
| Equity | | | |
| Called up share capital | 4 | 50 | 50 |
| Retained earnings | | (1,309) | (1,309) |
| Equity attributable to equity holders of the parent | | (1,259) | (1,259) |

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

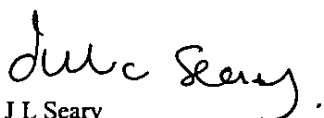
Members have not required the company to obtain an audit of the financial statements for the year ended 30 September 2010 in accordance with section 476 of the Companies Act 2006

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 31st May 2011

They were signed on its behalf by



J L Seary
Director

Thomas Cook Limited

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Statement of changes in equity Year ended 30 September 2010

| | Share Capital £'000 | Retained earnings £'000 | Shareholders' equity £'000 |
|-------------------------------|---------------------------|-------------------------------|----------------------------------|
| Balance as at 1 November 2007 | 50 | (1,309) | (1,259) |
| Net profit for the year | - | - | - |
| Balance at 31 October 2008 | 50 | (1,309) | (1,259) |
| Net profit for the year | - | - | - |
| Balance at 30 September 2009 | 50 | (1,309) | (1,259) |
| Net profit for the year | - | - | - |
| Balance at 30 September 2010 | 50 | (1,309) | (1,259) |

Thomas Cook Limited

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Notes to the financial statements **Year ended 30 September 2010**

1 General Information

Thomas Cook 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.

In the current year, the following new or amended standards have been adopted and have affected the amounts reported or the disclosure and presentation in these financial statements:

IAS 1 (Revised) 'Presentation of Financial Statements' is effective for annual reporting periods commencing on or after 1 January 2009. The amendments require a number of presentational changes, including the requirement to present a statement of changes in equity as a primary statement.

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 2010. 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 and 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 that the company has adopted:

The financial statements have been prepared under the historical cost convention. 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.

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Notes to the financial statements

Year ended 30 September 2010

2 Significant accounting policies (continued)

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

3 Trade and other payables

| | 2010 £'000 | 2009 £'000 |
|--|---------------|---------------|
| Amounts owed to parent undertakings | 1,117 | 1,117 |
| 5% redeemable preference shares of £1 each | 142 | 142 |
| Total | 1,259 | 1,259 |

The 5% redeemable preference shares shall be entitled, in priority to any payment of dividend on any other class of shares, to a fix non-cumulative preference dividend at the rate of 5% per annum on the capital paid up on those shares

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

4 Called up share capital

| | 2010 £'000 | 2009 £'000 |
|---|---------------|---------------|
| Authorised: | | |
| 100,000 ordinary shares of £1 each | 100 | 100 |
| Allotted, issued and fully paid: | | |
| 50,000 ordinary shares of £1 each | 50 | 50 |

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Notes to the financial statements

Year ended 30 September 2010

5 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 | |
|---|------------------------------------|---------------|------------------------------------|---------------|
| | 2010 £'000 | 2009 £'000 | 2010 £'000 | 2009 £'000 |
| Parent and fellow subsidiary undertakings | - | - | (1,117) | (1,117) |

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.

6 Ultimate controlling party

The company is a subsidiary of Inspirations Plc, which is incorporated in England and Wales.

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

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 6th Floor South, Brettenham House, Lancaster Place, London, WC2E 7EN.

7 Post balance sheet events

There are no events that have occurred after the balance sheet date that will affect the future of Thomas Cook Limited.