

Classboss Limited

Annual report and financial statements

Registered number 3433181

31 December 2017



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Strategic Report
For the year ended 31 December 2017

Business review

The principal activity of the Company is that of an investment holding company. The Company was dormant during the year.

The profit for the year, after taxation, amounted to £nil (2016: £13,254,000).

Principal risks and uncertainties

The management of the business and execution of the Company's strategy are subject to a number of risks which impacts the recoverable value of the Company's investments. From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group comprising Virgin UK Holdings Limited and its subsidiaries (the "Group") and are not separately managed. Further discussion of these risks and uncertainties, in context of the Group as a whole, is provided on pages 4-6 of the Group's annual report for the year ended 31 December 2017 which does not form part of this report.

The Company has considerable financial resources, and as an investment holding company no significant changes are expected in relation to its income streams or cost base that could jeopardise this. Therefore the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Financial key performance indicators

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis of KPIs is not necessary for an understanding of the development, performance or position of the business.

This report was approved by the board on 26 July 2018 and signed on its behalf.



B A R Gerrard
Company Secretary
The Battleship Building
179 Harrow Road
London
W2 6NB

Directors' Report

The directors present their report and the financial statements for the year ended 31 December 2017.

Dividends

During the year, the Company paid dividends totalling £nil (2016: £13,254,000).

Directors

The directors who served during the year were:

C L G Y Ng (resigned 20 June 2017)
A Stirling (appointed 16 January 2017)
R P Blok
I P Woods

For the year ended 31 December 2017, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the Company to obtain an audit of its accounts for the year ended 31 December 2017 in accordance with section 476.

This report was approved by the board on 26 July 2018 and signed on its behalf.



B A R Gerrard
Company Secretary
The Battleship Building
179 Harrow Road
London
W2 6NB

Statement of Directors' Responsibilities in Respect of the Directors' Report and the Financial Statements

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), 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 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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and 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.

Statement of Comprehensive Income
For the year ended 31 December 2017

	<i>Note</i>	2017 £000	2016 £000
Other operating income	2	-	13,254
Operating profit		-	13,254
Taxation	4	-	-
Profit for the year		-	13,254
Other comprehensive income		-	-
Total comprehensive income for the year		-	13,254

Balance Sheet
As at 31 December 2017

Registered number: 3433181

	<i>Note</i>	2017 £000	2016 £000
Fixed assets			
Investments	9	1,146,635	1,146,635
Net assets		<u>1,146,635</u>	<u>1,146,635</u>
Capital and reserves			
Called up share capital	5	125,000	125,000
Share premium account		10,840	10,840
Profit and loss account		<u>1,010,795</u>	<u>1,010,795</u>
Shareholders' funds		<u>1,146,635</u>	<u>1,146,635</u>

The financial statements were approved and authorised by the board and were signed on its behalf on 26 July 2018.



I P Woods
Director

The notes on pages 7 to 21 form part of these financial statements.

Statement of Changes in Equity
For the year ended 31 December 2017

	Called up share capital £000	Share premium £000	Profit and loss account £000	Total equity £000
Balance at 1 January 2017	125,000	10,840	1,010,795	1,146,635
Comprehensive income for the year				
Profit for the year	-	-	-	-
Total comprehensive income for the year	-	-	-	-
Contributions by and distributions to owners				
Dividends	-	-	-	-
Total contributions by and distributions to owners	-	-	-	-
Balance at 31 December 2017	125,000	10,840	1,010,795	1,146,635
Balance at 1 January 2016	125,000	10,840	1,010,795	1,146,635
Comprehensive income for the year				
Profit for the year	-	-	13,254	13,254
Total comprehensive income for the year	-	-	13,254	13,254
Contributions by and distributions to owners				
Dividends	-	-	(13,254)	(13,254)
Total contributions by and distributions to owners	-	-	(13,254)	(13,254)
Balance at 31 December 2016	125,000	10,840	1,010,795	1,146,635

Notes to the Financial Statements

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1 Accounting policies

1.1 Basis of preparation of financial statements

Classboss Limited (the "Company") is a company incorporated and domiciled in the UK. The registered address is The Battleship Building, 179 Harrow Road, London, W2 6NB, United Kingdom.

The Company is exempt by virtue of s400 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 in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ('FRS 101') and the Companies Act 2006.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ('Adopted IFRS'), but makes amendments where necessary in order to comply with Companies Act 2006.

The Company's intermediate parent, Virgin UK Holdings Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Virgin UK Holdings Limited are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are available to the public and may be obtained from the address in note 7.

In these financial statements, the Company has applied the exemptions under FRS101 in respect of the following disclosures:

- Cash flow statement and related notes;
- Comparative period reconciliations for share capital;
- Related party disclosures in respect of wholly owned subsidiaries;
- Requirements of IFRS7 Financial Instruments Disclosures.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements, and estimates with a significant adjustment in the next year are discussed in note 8.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

1.2 Going concern

The Company has considerable financial resources, and as an investment holding company no significant changes are expected in relation to its income streams or cost base that could jeopardise this.

Therefore the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

1.3 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

1.4 Dividend income

Dividend income is recognised in other operating income on the date the entity's right to receive payments is established.

1 Accounting policies *(continued)*

1.5 Current taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of Comprehensive Income, except that a change attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

1.6 Impairment

Financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would received for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Notes to the Financial Statements

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2 Other operating income

	2017 £000	2016 £000
Other operating income	-	13,254
	<u>-</u>	<u>13,254</u>

3 Directors' remuneration

The directors did not receive any remuneration during the year for the services to the Company (2016: £nil).

4 Taxation

	2017 £000	2016 £000
Current Tax		
Current tax on profit for the year	-	-
Total current tax	<u>-</u>	<u>-</u>

Factors affecting tax charge for the year

The charge for the year can be reconciled to the profit per the Statement of Comprehensive Income as follows:

	2017 £000	2016 £000
Profit on ordinary activities before tax	<u>-</u>	<u>13,254</u>
Tax on profit at standard UK tax rate of 19.25% (2016: 20.00%)	-	2,650
Effects of:		
Non-taxable income	-	(2,650)
Total tax charge for the year	<u>-</u>	<u>-</u>

The Company had no recognised or unrecognised deferred tax balances at the end of the current year or prior year.

5 Share capital

	2017 £000	2016 £000
Allotted, called up and fully paid		
125,000,001 ordinary shares of £1 each	<u>125,000</u>	<u>125,000</u>

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6 Related party transactions

As at 31 December 2017, the Company's ultimate parent undertaking was Virgin Group Holdings Limited, whose sole shareholder is Sir Richard Branson. The shareholder of Virgin Group Holdings Limited has interests directly or indirectly in certain other companies which are considered to give rise to related party disclosures under International Accounting Standard 24: Related Party Disclosures.

The Company has taken advantage of the exemption under FRS 101: Reduced Disclosure Framework, which enables it to exclude disclosures of transactions with Virgin UK Holdings Limited and its subsidiaries.

7 Controlling party

As at 31 December 2017, the company's ultimate parent undertaking is Virgin Group Holdings Limited, a company incorporated in the British Virgin Islands.

The largest and smallest group in which the Company's results are consolidated are those for Virgin UK Holdings Limited, a company which is registered in England and Wales. The consolidated accounts of this group can be obtained from Companies House, Crown Way, Cardiff, CF14 3UZ.

8 Accounting estimates and judgements

The preparation of the financial statements in conformity with FRS 101 requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from the estimates calculated.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no accounting policies that are considered to be critical, because they either require a significant amount of management judgement or the results are material to the company financial statements.

9 Fixed asset investments

	Investments in subsidiary companies £000
Cost or valuation	
At 1 January 2017 and 31 December 2017	<u>1,146,635</u>
Net book value	
At 31 December 2017	<u>1,146,635</u>
At 31 December 2016	<u>1,146,635</u>

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9 Fixed asset investments (continued)

The Company has the following investments in subsidiaries:

Subsidiaries	Country of incorporation	% Holding	Share type
Arenal & Dunas Resort SLU* Pau Claris 97, 4º 1ª, 08009, Barcelona, Spain	Spain	100.0%	Ordinary
Barfair Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Bluebottle Investments (UK) Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Bluebottle UK Limited The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Cairnline Limited* ^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Current Sponge Productions Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	90.0%	Ordinary
Dinicero SLU* Pau Claris 97, 4º 1ª, 08009, Barcelona, Spain	Spain	100.0%	Ordinary
Dragonfly SA Avenue d'Ouchy 14, c/o Etude Pétremand & Rappo, avocats, 1006, Lausanne, Switzerland	Switzerland	100.0%	Ordinary
Exeter Property Holdings (Pty) Limited*^ 3 Solitaire, 73A Pretoria Avenue, Atholl, 2196, SA	South Africa	50.0%	Ordinary
Ganson SLU* Pau Claris, 8009, Barcelona, Spain.	Spain	100.0%	Ordinary
Investment Facility Company Forty (Pty) Limited*^ Unit 1, Ground Floor Building 6, Albury Office Park, CNR Jan Smuts and Albury Road, Gauteng, 2196, SA	South Africa	100.0%	Ordinary
LB Yacht Charter LLP*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	97.0%	Ordinary
Rimdrax 5000 SLU* Pau Claris 97, 4º 1ª, 08009, Barcelona, Spain	Spain	100.0%	Ordinary
SA Mauritius Investments Limited Suite 510, 5th Floor Barkly Wharf, Le Caudan Waterfront, Port Louis, 1112-07, Mauritius	Mauritius	100.0%	Ordinary

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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Son Bunyola SLU* Pau Claris 97, 4º 1ª, 08009, Barcelona, Spain	Spain	100.0%	Ordinary
Son Creus SLU* Pau Claris 97, 4º 1ª, 08009, Barcelona, Spain	Spain	100.0%	Ordinary
Tarrango Holdings Limited* Craigmuir Chambers, P.O. Box 71, Road Town, Tortola, British Virgin Islands	British Virgin Islands	100.0%	Ordinary
The Virgin Drinks Group Limited** The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary Redeemable preference
Ultraway Limited** The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Ulusaba Game Farm (Pty) Limited** (in Unit 1, Ground Floor Building 6, Albury Office Park, CNR Jan Smuts and Albury Road, Gauteng, 2196, SA	South Africa	100.0%	Ordinary
Ulusaba Rock Lodge (Pty) Limited** Block C VAA Building, 50 Sixth Street, Hyde Park 2196, SA	South Africa	100.0%	Ordinary
VAL TM (Holdings) Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary
VAL TM Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary
VAL Trademark Three Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
VAL Trademark Two Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
V Cab Holdings, LLC (dissolved 27 April 2018)* 65 Bleecker Street, 6th Floor, New York 10012, USA	USA	94.6%	Common units Preferred units
VEL Holdings Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Verbier Lodge SA* ^ Chemin de Plendazeu 3, 1936 Verbier, Switzerland	Switzerland	100.0%	Ordinary

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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Vexair Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
VHC Lower LLC* Corporation Services Company, 801 Adlai Stevenson Drive, Springfield IL, 62703, USA	USA	65.9%	Membership interest
VHC-Middle LLC* Corporation Services Company, 801 Adlai Stevenson Drive, Springfield IL, 62703, USA	USA	65.9%	Membership interest
VH Community Services Limited*^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	99.0%	Ordinary
VHC Upper, LLC* Corporation Services Company, 801 Adlai Stevenson Drive, Springfield IL, 62703, USA	USA	65.9%	Membership interest
VHP GP Management, LLC* 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	100.0%	Membership interest
VHP Holdings, LP* 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	98.1%	Class A units
VH (Spain) Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Class B units Ordinary
VHRE New Orleans LLC* 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	100.0%	Membership interest
Victory Acquisitions Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Aviation TM Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Aviation TM Holdings Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Care Blackpool LLP*^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest

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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Virgin Care Chelmsford LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Corporate Services Limited** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Ordinary
Virgin Care Coventry LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Darlington LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care East Riding LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Hampshire Health LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Hartlepool LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Leeds LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Limited** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Ordinary
Virgin Care Liverpool LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Provider Services Limited** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Ordinary
Virgin Care Services Limited** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Ordinary
Virgin Care Stockton LLP** Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest

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Classboss Limited
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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Virgin Care Tech Limited*^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Ordinary
Virgin Care Vertis LLP*^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Wandle LLP*^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Wyre Forest LLP*^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Care Private Limited*^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	94.5%	Partnership interest
Virgin Clubs Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Corporate Services Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Clubs Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Corporate Services Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Developments Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Enterprises Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Entertainment Holdings Inc* 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	100.0%	Ordinary
Virgin Group Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary

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Classboss Limited
Annual report and financial statements
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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Virgin Healthcare Holdings Limited^ Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	99.0%	Ordinary
Virgin Hotels Chicago LLC* Corporation Services Company, 801 Adlai Stevenson Drive, Springfield IL, 62703, USA	USA	66.5%	Membership interest
Virgin Hotels Dallas LLC* Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Partnership interest
Virgin Hotels Holdings, LLC* 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	96.4%	Class A Units
Virgin Hotels Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Hotels, LLC* 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	70.4%	Membership interest
Virgin Hotels Maroc SA** Kasbah Tamadot, Route D'Imlil, ASNI, Morocco	Morocco	100.0%	Ordinary
Virgin Hotels Nashville, LLC* Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Membership interest
Virgin Hotels New York LLC* Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Membership interest
Virgin Hotels North America, LLC* Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Membership interest
Virgin Hotels Palm Springs, LLC* Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Membership interest
Virgin Hotels San Francisco LLC* Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Membership interest
Virgin Hotels Silicon Valley LLC Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Membership interest

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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Virgin Hotels New Orleans, LLC Incorp Services, 919 North Market Street, Suite 950, Wilmington, New Castle, 19801, USA	USA	66.5%	Membership interest
Virgin Life Care Investments Limited The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	91.2%	Ordinary
Virgin Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Management Asia Pacific Pty Limited* Level 5, East Village, 2 Defries Avenue, Zetland 2017, Australia	Australia	100.0%	Ordinary
Virgin Management Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Management SA Avenue d'Ouchy 14, c/o Etude Pétremand & Rappo, avocats, 1006, Lausanne, Switzerland	Switzerland	100.0%	Ordinary
Virgin Management South Africa (Pty) Limited* 6th Floor, 119 Herzog Boulevard, Foreshore, Cape Town, Western Cape, 8001, SA	South Africa	100.0%	Ordinary
Virgin Management SA Avenue d'Ouchy 14, c/o Etude Pétremand & Rappo, avocats, 1006, Lausanne, Switzerland	Switzerland	100.0%	Ordinary
Virgin Management USA Inc* Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, USA	USA	100.0%	Ordinary
Virgin Models Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Money South Africa (Pty) Limited* 2nd Floor, 35 Ferguson Road, Ilova, Sandton 2196, SA	South Africa	100.0%	Ordinary
Virgin Oceanic Expedition, LLC* (dissolved 20/07/2017) 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	100.0%	Membership interest
Virgin Property Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary

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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Virgin Rail Group Holdings Limited^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary
Virgin Rail Group Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary Preference
Virgin Rail Projects Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary
Village Development LLC, (previously Virgin Rail Texas LLC)* Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, USA	USA	100.0%	Membership interest
Virgin Red Limited The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Sky Investments Limited The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Start Up Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Summit Eden House, LLC* 2711 Centreville Road, Suite 400, Wilmington DE 19808, USA	USA	100.0%	Membership interest
Virgin Trains Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary
Virgin Trains Sales Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary
Virgin Trustee Services Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
Virgin Unite Nominees Pty Limited Virgin Active Health Clubs, East Village Level 5, 2A Defries Avenue, Zetland NSW 2017, Australia	Australia	100.0%	Ordinary
Virgin Voyager Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary

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9 Fixed asset investments (continued)

Subsidiaries	Country of incorporation	% Holding	Share type
Virgin.Com Limited The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
VLE (BVI) Limited*^ Craigmuir Chambers, P.O. Box 71, Road Town, Tortola, British Virgin Islands	British Virgin Islands	100.0%	Ordinary
VM Advisory Limited The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
VOP Holdings Limited (dissolved 5 July 2018)* 25 Farringdon Street, London, EC4A 4AB, United Kingdom	England & Wales	100.0%	Ordinary
Voyager Group Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary Redeemable preference
V Secretarial Services Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
West Coast Trains Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	51.0%	Ordinary
XS Home Entertainment Limited* The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary
V3L Nashville Inc* Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, USA	USA	100.0%	Ordinary
Zickner 5000 SLU* Pau Claris 97, 4° 1ª, 08009, Barcelona, Spain	Spain	100.0%	Ordinary
550 Baronne Street Hotel JV LLC* Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, US	USA	88.9%	Membership interest
VLE Limited*^ The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	100.0%	Ordinary

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9 Fixed asset investments (continued)

Joint ventures and associates	Country of incorporation	% Holding	Share type
VGF Advisers (UK) LLP The Battleship Building, 179 Harrow Road, London W2 6NB, United Kingdom	England & Wales	50.0%	Ordinary
Assura Reading LLP* Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	49.5%	Partnership interest
Peninsula Health LLP* Lynton House, 7-12 Tavistock Square, London, WC1H 9LT, United Kingdom	England & Wales	49.5%	Partnership interest
VHNA Acquisition LP* Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, US	USA	30.9%	Partnership interest
VH Properties LLLP* Corporation Trust Center, 1209 Orange St, Wilmington. New Castle, USA	USA	34.3%	Partnership interest
VHB Properties LLC* Corporation Trust Center, 1209 Orange St, Wilmington. New Castle, USA	USA	34.3%	Membership interest
Virgin Produced, LLC* Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, USA	USA	48.0%	A Units B Units
VP Development, LLC United States Corporation Agents, Inc. 300 Delaware Ave STE 210-A, Wilmington, New Castle, DE 19801, USA	USA	48.0%	Membership interest
Running Bulls LLC Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, USA	USA	72.9%	Membership interest
VHNA Acquisition, LLC Corporation Services, 251 Little Falls Drive, Wilmington, DE 19808, USA	USA	72.9%	Membership interest
Nashville Music Row Hotel JV LLC* Robert E. Buccini, 322 A Street, Suite 300, Wilmington, New Castle, DE 19801, US A	USA	50.0%	Membership interest
Nashville Music Row Hotel Mezz LLC* 322A Street Suite 300, Wilmington, DE, DE 19801, USA	USA	50.0%	Membership interest
Nashville Music Row Hotel Owner LLC 322A Street Suite 300, Wilmington, DE, DE 19801, USA	USA	50.0%	Membership interest

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9 Fixed asset investments *(continued)*

Joint ventures and associates	Country of incorporation	% Holding	Share type
Nashville Music Row Hotel Holdings LLC 322A Street Suite 300, Wilmington, DE, DE 19801, USA	USA	50.00%	Membership interest

* indirectly held investment