Annual Report and Unaudited Financial Statements For the year ended 31 December 2019

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OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

A J Waller (resigned on 19-03-2020) I C Sinderson

SECRETARIES

M K Beacher Oakwood Corporate Secretary Ltd

REGISTERED OFFICE

Space One 1 Beadon Road London W6 0EA

DIRECTORS' REPORT

The directors present their Annual Report and the unaudited financial statements for the year ended 31 December 2019.

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

The company is a wholly owned subsidiary of ATPI Holdings (Jersey) Limited.

The company has been dormant as defined in section 1169 of the Companies Act 2006 throughout the year and preceding financial year. It is anticipated that the company will remain dormant for the foreseeable future.

DIRECTORS

The directors that served during the year and thereafter were as follows:

I C Sinderson

A J Waller

Approved by the Board and signed on its behalf by:

Ian Sinderson

Director

07 August 2020

BALANCE SHEET At 31 December 2019

| | Note | 2019 £ | 2018 £ |
|--|------|---|-----------|
| Fixed assets | | | , |
| Investments | 5 | 351,170 | 351,170 |
| Current assets | | | |
| Debtors due within one year | 6 | 1 | 1 |
| - due within one year | U | | 1 |
| Total assets | | 351,171 | 351,171 |
| Creditors: Amounts falling due within one year | 7 | (105,893) | (105,893) |
| Net current liabilities | | (105,892) | (105,892) |
| Total assets less current liabilities | | 245,278 | 245,278 |
| Net assets | | 245,278 | 245,278 |
| ret assets | | ======================================= | 243,278 |
| Capital and reserves | | | |
| Called-up share capital | 8 | 1 . | 1 |
| Profit and loss account | | 245,277 | 245,277 |
| Shareholder's funds | | 245,278 | 245,278 |
| | | | |

All equity is attributable to equity holders of the parent.

ATP UK Trustees Limited did not trade during the current or preceding year and has made neither profit nor loss, nor any other comprehensive income.

For the year ending 31 December 2019 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 in question in accordance with section 476.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

The financial statements of ATP UK Trustees Limited (registered number 04477111) were approved by the board of directors and authorised for issue on 07 August 2020. They were signed on its behalf by:

Ian Sinderson

Director

NOTES TO THE FINANCIAL STATEMENTS For the year ended 31 December 2019

1. GENERAL INFORMATION

ATP UK Trustees Limited is a private company limited by shares incorporated in the United Kingdom under the Companies Act. The address of the registered office is given on page 1.

2. ACCOUNTING POLICIES

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

Basis of accounting

The company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council.

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

These financial statements are separate financial statements. The company is exempt from the preparation of consolidated financial statements, because it is included in the group financial statements of ATPI Holdings (Jersey) Limited. Details of the parent in whose consolidated financial statements the company is included are shown in the notes to the financial statements.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, capital management, presentation of a cash-flow statement, standards not yet effective and related party transactions. Where required, equivalent disclosures are given in the group financial statements of ATPI Holdings (Jersey) Limited. The group financial statements of ATPI Holdings (Jersey) Limited are available to the public and can be obtained as set out in the notes.

Investments

Fixed asset investments are shown at cost less provision for impairment.

Financial instruments

Financial assets and financial liabilities are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets

Financial assets are classified according to the nature and purpose of the financial assets and this classification is determined on initial recognition.

As at the reporting date all financial assets are categorised as loans and receivables and measured at amortised cost less any impairment.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into.

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31 December 2019

2. ACCOUNTING POLICIES (continued)

Financial instruments (continued)

Financial liabilities

Financial liabilities are initially measured at fair value, net of transaction costs. Financial liabilities are subsequently measured at amortised cost.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

3. INCOME STATEMENT

No income statement is presented with these financial statements because the company has not received income or incurred expenditure during either the year under review or the preceding financial year.

Furthermore there have been no items of other comprehensive income and therefore a statement of comprehensive income is not presented.

4. STAFF COSTS

The only employees during the year were the two directors (2018: two) who received no remuneration (2018: same) for their services.

5. INVESTMENTS

| Cost | & |
|---|--------------|
| At 1 January 2019 and 31 December 2019 | 351,170 |
| Provisions for impairment | |
| At 1 January 2019 and 31 December 2019 | |
| Net book value at 1 January 2019 and 31 December 2019 | 351,170 |

The investments relate to preference shares held in ATPI Holdings (Jersey) Limited, the ultimate parent company.

On the 25 April 2014 the company granted options to employees of the ATPI Holdings (Jersey) Limited Group to purchase the preference shares it holds at nominal value. As a result of this transaction, no further preference share income has been recognised. The company remains the holder of these preference shares until the options are exercised and as such the investment of £351,170 (2016: £351,170) remains recorded within investments on the balance sheet.

NOTES TO THE FINANCIAL STATEMENTS (continued) For the year ended 31 December 2019

6. DEBTORS

| | 2019 | 2018 |
|--|------|------|
| | £ | £ |
| Amounts falling due within one year: | | |
| Amounts owed by other group undertakings | . 1 | 1 |
| | | |

Debtors disclosed above are classified as loans and receivables and are therefore measured at amortised cost. The directors consider that the carrying amount is approximately equal to their fair value.

7. CREDITORS - AMOUNTS FALLING DUE WITHIN ONE YEAR

| | | 2019 £ | 2018 £ |
|------------------------------------|-----|-----------|-----------|
| Amounts owed to group undertakings | . 1 | 05,893 | 105,893 |

The directors consider that the carrying amount is approximates to their fair value.

8. CALLED-UP SHARE CAPITAL

| | 2019 £ | 2018 £ |
|--|-----------|-----------|
| Issued and unpaid 1 Ordinary share of £1 each | 1 | 1 |
| | = | |

9. RELATED PARTY TRANSACTIONS

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to related party transactions between wholly-owned member companies of the ATPI Holdings (Jersey) Limited group.

10. CONTROLLING PARTY

The parent undertaking, is Advanced Travel Partners UK Limited, which is registered in the United Kingdom. In the opinion of the directors, the company's ultimate controlling party is Intermediate Capital Group plc, a company incorporated in the United Kingdom. The ultimate parent undertaking of the largest and smallest group, which includes the company and for which group accounts are prepared, is ATPI Holdings (Jersey) Limited, a company incorporated in Jersey. The financial statements of ATPI Holdings (Jersey) Limited are publicly available from Space One, I Beadon Road, London, W6 0EA.