

Company Registration No. 05206488

PRICELINE.COM HOLDCO U.K. LIMITED

Annual Report and Financial Statements

For the year ended 31 December 2020



PRICELINE.COM HOLDCO U.K. LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

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PRICELINE.COM HOLDCO U.K. LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

Susana Alves D'Emic
David Ian Goulden

COMPANY SECRETARY

Abogado Nominees Limited

REGISTERED OFFICE

100 New Bridge Street
London
EC4V 6JA
United Kingdom

SOLICITORS

Baker & McKenzie LLP
100 New Bridge Street
London
EC4V 6JA
United Kingdom

AUDITOR

Deloitte LLP
Statutory Auditor
St Albans
United Kingdom

PRICELINE.COM HOLDCO U.K. LIMITED

STRATEGIC REPORT

The directors present their strategic report for the year ended 31 December 2020.

REVIEW OF THE BUSINESS

The Company is exempt by virtue of s401 of the Companies Act 2006 from the requirement to prepare group financial statements as the Company is included in the consolidated financial statements of Booking Holdings Inc. which are prepared in accordance with Generally Accepted Accounting Principles in the United States of America and are publicly available at www.sec.gov. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

The Company's principal activity is that of an investment company that holds a direct interest in a holding company incorporated in the United Kingdom and indirect investment interests in other holding, trading and service companies in various international jurisdictions. The Company generated profits of \$1.0b and \$6.5b for the fiscal years 2020 and 2019 respectively and had capital reserves of \$410m at 31 December 2020.

Due to the nature of the Company and its activities, the directors do not consider that there are appropriate company specific key performance indicators to measure performance.

COVID-19

The ongoing outbreak of the novel strain of the coronavirus COVID-19 (the "COVID-19 pandemic") and the resulting economic conditions and government restrictions have resulted in a material decrease in consumer spending and an unprecedented decline in travel activities and consumer demand for the travel related services. The trading and service companies in which the Company has an indirect interest in have been impacted by the COVID-19 pandemic during 2020 but those impacts have not resulted in a decline in the carrying value of the Company's direct investment in its subsidiary holding company at 31 December 2020.

SECTION 172(1) STATEMENT

The Directors have acted in the way they consider, in good faith, would be most likely to promote the success of the Company for the benefit of its members as a whole, having regard to its stakeholders and matters set out in s172(1)(a-f) of the Companies Act 2006, in the decisions taken during the year ended 31 December 2020.

As an investment holding company, the Company does not have employees, customers, suppliers or operations. The directors have identified the shareholders including Booking Holdings Inc. ("the Group"), the ultimate parent company as key stakeholders. The directors have considered the long-term impact to the Company and its shareholders of each major corporate action and decision in 2020, including the distributions of the dividends (see Note 6 set out at page 19 for further information).

The Company's shareholders consulted on an as need basis, on significant matters including funding decisions, investment strategy and compliance with Group policies with the aim of maximising investment returns for the benefit of its shareholders and ensuring that its subsidiaries maintain high standards of business conduct and governance.

Any investment decision taken will be aligned to the strategy of the Group and be made in the best interests of the shareholders. The performance of the Company's investments are monitored periodically. Dividend distributions are determined based on the financial needs of the Group. When determining the level of dividend each year, the directors consider the distributable reserves, current and future earnings, capital structure and cash availability.

PRICELINE.COM HOLDCO U.K. LIMITED

STRATEGIC REPORT (CONTINUED)

GOING CONCERN

The directors have prepared the financial statements on the going concern basis.

In making this assessment, the directors have considered the liabilities of the Company for a period of at least twelve months from the date of signing and approving these financial statements and the date at which these liabilities fall due. The Company's current liability position of \$2,410k at 31 December 2020 was comprised primarily of intercompany balances with other group companies for which the Company has determined it has the ability to pay through dividend income received from the Company's subsidiary holding company.

The directors have also received a letter of support from its ultimate parent, Booking Holdings Inc. which states that the Company is strategically important to the overall group and it is willing and able to continue to support the Company if the need arises. The directors have also considered the assessment of the impact of the COVID-19 pandemic (as disclosed above) on Booking Holdings Inc. on a consolidated basis and concluded that Booking Holding Inc. has adequate resources to be able to continue to support the Company.

Based upon the above, the directors have a reasonable expectation that the Company can continue to operate for a period of at least 12 months from the date of approval of these financial statements and have therefore continued to adopt the going concern basis of preparation.

DIVIDENDS

During the years ended 31 December 2020 and 2019, respectively, the Company recommended dividend payments totaling \$996 million and \$6.5 billion to its parent company Priceline.com Europe Holdco, Inc. The Company's directors did not propose any dividends for 2021.

PRINCIPAL RISKS AND UNCERTAINTIES

FINANCIAL RISK MANAGEMENT

The foreign exchange risk is controlled by the ultimate parent company, Booking Holdings Inc. At the balance sheet date, the directors do not consider that the Company has a material exposure to these financial risks and therefore do not utilize credit insurance or enter into any hedging instruments.

COVID-19

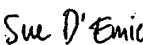
The COVID-19 pandemic continues to disrupt travel and travel related services. Governments have issued travel restrictions, quarantine mandates, and social distancing in certain settings to mitigate further risk of contagion. The ultimate parent company, Booking Holdings Inc., manages the impact from COVID-19 on behalf of the Company through capital raising and spend reductions. Furthermore, increases in vaccine availability and distribution throughout the world have resulted in some travel restrictions being removed or partial repealed leading to an increase in demand for travel and travel related services. At the balance sheet date, the directors consider the risk of COVID-19 to the Company mitigated.

PRICELINE.COM HOLDCO U.K. LIMITED

FUTURE DEVELOPMENTS

In the forthcoming year, the directors expect the general level of activity to remain consistent with 2020.

Approved by the Board of Directors
and signed on behalf of the Board on 29 September 2021:

DocuSigned by:

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Susana Alves D'Emic

Director

PRICELINE.COM HOLDCO U.K. LIMITED

DIRECTORS' REPORT

The directors present the annual report and the audited financial statements of the Company for the year ended 31 December 2020.

PRINCIPAL ACTIVITY

The Company's principal activity is that of an investment company and the Company does not have employees, customers, suppliers or operations. The Company has a direct interest in a holding company and indirect interests in trading and service companies, which are incorporated in various international jurisdictions.

REVIEW OF DEVELOPMENTS AND FUTURE PROSPECTS

The directors are satisfied with the result achieved by the Company and do not expect the Company's activities to change in the foreseeable future. For further considerations around going concern see Note 1 set out on page 15.

FINANCIAL RISK MANAGEMENT

See Strategic report for information on financial risk management.

DIVIDENDS

See Strategic report for information on dividends.

STREAMLINED ENERGY AND CARBON REPORTING

The Company has not reported energy and carbon information within this report as it qualifies as a low energy user.

POST BALANCE SHEET EVENTS

See Note 11 to the financial statements for further information on post balance sheet events.

DIRECTORS

The directors who served throughout the year and to the date of this report, were as follows:

Susana Alves D'Emic

David Ian Goulden

PRICELINE.COM HOLDCO U.K. LIMITED

DIRECTORS' REPORT (CONTINUED)

DIRECTORS' INDEMNITIES

The Company has made qualifying third-party indemnity provisions for the benefit of its directors which were made during the year and remain in force at the date of this report.

AUDITOR

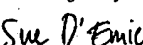
Each of the persons who is a director at the date of approval of this annual report confirms that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

The Company plans to engage Deloitte LLP to audit the financial statements for the year ended 31 December 2021.

Approved by the Board of Directors
and signed on behalf of the Board on 29 September 2021:

DocuSigned by:

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Susana Alves D'Emic

Director

PRICELINE.COM HOLDCO U.K. LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

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 General Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS102, "The Financial Reporting Standard Applicable in the UK and Republic of Ireland".

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 UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- 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.

PRICELINE.COM HOLDCO U.K. LIMITED

Independent auditor's report to the members of Priceline.com Holdco U.K. Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Priceline.com Holdco U.K. Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 December 2020 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account and other comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the related notes 1 to 11; and
- the appendix – list of indirect subsidiary undertakings.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (the 'FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

PRICELINE.COM HOLDCO U.K. LIMITED

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

PRICELINE.COM HOLDCO U.K. LIMITED

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the company's industry and its control environment, and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory frameworks that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

PRICELINE.COM HOLDCO U.K. LIMITED

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

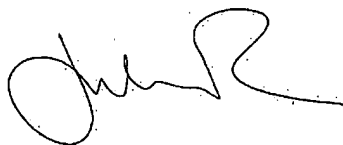
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

We have nothing to report in respect of these matters.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Julian Rae (Senior statutory auditor)
For and on behalf of Deloitte LLP
Statutory Auditor
St Albans, United Kingdom
Date: 30 September 2021

PRICELINE.COM HOLDCO U.K. LIMITED

**PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE
INCOME**

FOR THE YEAR ENDED 31 DECEMBER 2020

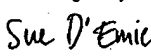
	Note	2020 \$'000s	2019 \$'000s
Administrative expenses		(161)	(183)
OPERATING LOSS	4	(161)	(183)
Income from shares in subsidiary undertaking	6	995,766	6,498,912
Interest payable and similar expenses	3	(75)	(83)
PROFIT BEFORE TAXATION		995,530	6,498,646
Tax on profit	5	—	—
PROFIT FOR THE FINANCIAL YEAR		<u>995,530</u>	<u>6,498,646</u>

PRICELINE.COM HOLDCO U.K. LIMITED**BALANCE SHEET****AS AT 31 DECEMBER 2020**

	Note	2020 \$'000s	2019 \$'000s
FIXED ASSETS			
Investments	6	412,175	410,322
CREDITORS: amounts falling due within one year	7	<u>(2,410)</u>	<u>(2,174)</u>
NET ASSETS		<u>409,765</u>	<u>408,148</u>
CAPITAL AND RESERVES			
Called-up share capital	8	221,926	221,926
Share premium account	8	175,703	173,850
Other reserves	8	11,186	11,186
Profit and loss account	8	<u>950</u>	<u>1,186</u>
SHAREHOLDERS' FUNDS		<u>409,765</u>	<u>408,148</u>

The financial statements of Priceline.com Holdco U.K. Limited, registered number 05206488, were approved by the Board of Directors and authorised for issue on 29 September 2021.

They were signed on its behalf by:

DocuSigned by:

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Susana Alves D'Emic

Director

PRICELINE.COM HOLDCO U.K. LIMITED

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2020

	Called-up share capital	Share premium account	Other reserves	Profit and loss account	Total
	\$'000s	\$'000s	\$'000s	\$'000s	\$'000s
At 1 January 2019	221,926	162,664	11,186	1,452	397,228
Dividends	—	—	—	(6,498,912)	(6,498,912)
Share issuance to parent company	—	11,186	—	—	11,186
Profit for the financial year	—	—	—	6,498,646	6,498,646
At 31 December 2019	<u>221,926</u>	<u>173,850</u>	<u>11,186</u>	<u>1,186</u>	<u>408,148</u>
Dividends (see Note 6)	—	—	—	(995,766)	(995,766)
Share issuance to parent company (see Notes 6 and 8)	—	1,853	—	—	1,853
Profit for the financial year	—	—	—	995,530	995,530
At 31 December 2020	<u><u>221,926</u></u>	<u><u>175,703</u></u>	<u><u>11,186</u></u>	<u><u>950</u></u>	<u><u>409,765</u></u>

PRICELINE.COM HOLDCO UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102"), and the Companies Act 2006. The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

The financial statements are prepared on a going concern basis, under the historical cost convention. The principal activities of the company and the nature of the operations are set out on the Director's report on page 4. All the activities of the Company are from continuing operations. See Note 10 for the address of the Company's registered office. The company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in these separate company financial statements in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

Going concern

The directors have prepared the financial statements on the going concern basis.

In making this assessment, the directors have considered the liabilities of the Company for a period of at least twelve months from the date of signing and approving these financial statements and the date at which these liabilities fall due. The Company's current liability position of \$2,075k at 31 December 2020 was comprised primarily of intercompany balances with other group companies for which the Company has determined it has the ability to pay through dividend income received from the Company's subsidiary holding company.

The directors have also received a letter of support from its ultimate parent, Booking Holdings Inc. which states that the Company is strategically important to the overall group and it is willing and able to continue to support the Company if the need arises. The directors have also considered the assessment of the impact of the COVID-19 pandemic (as disclosed above) on Booking Holdings Inc. on a consolidated basis and concluded that Booking Holding Inc. has adequate resources to be able to continue to support the Company.

Based upon the above, the directors have a reasonable expectation that the Company can continue to operate for a period of at least 12 months from the date of approval of these financial statements and have therefore continued to adopt the going concern basis of preparation.

Cash flow statement

The Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent company, Booking Holdings Inc., includes the Company's cash flow in its own consolidated financial statements.

PRICELINE.COM HOLDCO UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

1. ACCOUNTING POLICIES (CONTINUED)

Consolidated financial statements

The Company is a wholly owned subsidiary of Priceline.com Europe Holdco, Inc. and of its ultimate parent, Booking Holdings Inc. It is included in the consolidated financial statements of Booking Holdings Inc. which are prepared in accordance with Generally Accepted Accounting Principles in the United States of America and publicly available at www.sec.gov. therefore the Company is exempt by virtue of s401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

Judgments and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The Company has considered whether there are any such sources of estimation or critical accounting judgments in forming the financial statements and are of the opinion that there are none for the purposes of disclosure.

Dividend Income

Dividend income is recognised in profit or loss account when the right to receive payment is established.

Foreign currency

The Company's functional and presentation currency is the U.S. Dollar.

Transactions denominated in foreign currencies are translated into the functional currency using the spot exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated using the spot exchange rate at that date. Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rate of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account.

Financial instruments

Basic financial assets and liabilities are initially recognised at transaction price and subsequently carried at amortised cost. The Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(c), from the disclosure requirements of basic financial instruments.

PRICELINE.COM HOLDCO UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

1. ACCOUNTING POLICIES (CONTINUED)

Investment

Investment held as fixed assets are stated at cost less impairment, if any. See Note 6 for the type of shares that the Company held in its subsidiary undertaking. The Company assesses at each reporting date whether the investment maybe impaired. If any such indication exists the Company estimates recoverable amount of the investment and reduces the carrying amount to the estimated recoverable amount through an impairment loss in the profit and loss account, if applicable.

Taxation

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full on timing differences, which result in an obligation at the balance sheet date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they are realized based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

During both the current and preceding year, there were no employees and the directors did not receive any remuneration for their services to Priceline.com Holdco U.K. Limited.

3. INTEREST PAYABLE AND SIMILAR EXPENSES

	2020 \$	2019 \$
Foreign exchange (losses)	(75)	(83)
	<u>(75)</u>	<u>(83)</u>

4. OPERATING LOSS

2020 \$'000s	2019 \$'000s
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Operating loss is stated after charging:

The analysis of auditor's remuneration is as follows:

Fees payable to the Company's auditor for the audit of the annual financial statements

15	14
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The auditor did not receive any remuneration for non-audit services for either the current or preceding financial year.

PRICELINE.COM HOLDCO UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. TAX ON PROFIT

	2020 \$'000s	2019 \$'000s
Current tax		
UK corporation tax charge for the year	—	—
The rate of tax for the year based on the UK standard rate of corporation tax is 19.00% (2019 - 19.00%). The actual tax charge for the current year and the previous year differs from the standard tax rate for the reasons set out in the following reconciliation:		
	2020 \$'000s	2019 \$'000s
Profit before taxation	995,530	6,498,646
Tax expense on profit at standard rate	189,151	1,234,743
Effect of:		
Non-taxable dividend income	(189,195)	(1,234,793)
Group relief surrendered and not paid for	44	50
Total current tax charge for the year	—	—

At 31 December 2020, the Company has estimated losses available for offset against future profits of \$1,220,072 (2019 - \$1,220,071). No deferred tax asset has been recognised in respect of the above amounts as there is insufficient evidence that the asset will be recovered. The estimated value of the deferred tax asset not recognised at 31 December 2020 is \$231,813 (2019 - \$231,813).

Factors affecting future tax charges

A reduction in the UK corporation tax rate from 19% to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020, and this change was substantively enacted on 17 March 2020. The March 2021 Budget announced that a rate of 25% would apply with effect from 1 April 2023, and this change was substantively enacted on 10 June 2021.

PRICELINE.COM HOLDCO UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. FIXED ASSET INVESTMENT

	Shares in subsidiary undertaking \$'000s
Cost and net book value	
At 1 January 2020	410,322
Additional investment	1,853
At 31 December 2020	412,175

The ongoing COVID-19 pandemic and the resulting economic conditions and government restrictions have resulted in a material decrease in consumer spending and an unprecedented decline in travel activities and consumer demand for the travel related services. The trading and service companies in which the Company has an indirect interest in have been impacted by the COVID-19 pandemic during 2020 but those impacts have not resulted in a decline in the carrying value of the Company's direct investment in its subsidiary holding company at 31 December 2020.

In 2020, the Company made two additional investments of \$1.9 million in its subsidiary undertaking Priceline.com International Limited in exchange for two ordinary shares in the capital of Priceline.com International Limited at \$0.001 nominal value and a premium of \$1,852,514.

During the year ended 31 December 2020, the Company received a dividend of \$996 million from its subsidiary undertaking Priceline.com International Limited, which were then declared as dividends and distributed to its parent company Priceline.com Europe Holdco Inc. (as presented in the following table).

Period of distribution	Dividend amounts \$'000s	Dividend per share \$
10-Jan-20	995,766	8.17

Principal group investments

The Company has an investment in the following subsidiary undertaking:

Subsidiary undertaking	Country of incorporation	Registered Office Address	Principal activity	Class of shares	Percentage of shares held
Priceline.com International Limited	England and Wales	100 New Bridge Street London EC4V 6JA United Kingdom	Investment company	Ordinary Shares	100%

Refer to Appendix - List of indirect subsidiary undertakings for indirect subsidiaries held by the Company as of 31 December 2020.

PRICELINE.COM HOLDCO UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2020 \$'000s	2019 \$'000s
Amount due to fellow group undertakings	2,300	2,075
Accruals	110	99
	<u>2,410</u>	<u>2,174</u>

Amount due to fellow group undertakings bears no interest and is repayable upon demand.

8. CALLED-UP SHARE CAPITAL AND RESERVES

	2020 \$'000s	2019 \$'000s
Called-up, allotted and fully paid:		
121,810,927 ordinary shares (2019 - 121,810,925) of \$1.8 each (the nominal value of £1 per share)	<u>221,926</u>	<u>221,926</u>

8. CALLED-UP SHARE CAPITAL AND RESERVES (CONTINUED)

In 2020, the Company issued two ordinary shares with nominal value of \$1.3 for each share and a premium of \$78,545 and \$1,773,967, respectively, in exchange for additional investments by Priceline.com Europe Holdco, Inc.

The Company's other reserves are as follows:

- The share premium account contains the premium arising on issue of equity shares, net of reduction by special resolution supported by a solvency statement in 2018.
- The profit and loss account represents cumulative profits or losses net of dividends paid.
- Other reserves arose from a contribution from capital amounting to \$11,186,246 to the Company by Priceline.com Europe Holdco, Inc., the immediate parent undertaking, on 13 July 2005.

9. RELATED PARTY TRANSACTIONS

As the Company is a 100% owned subsidiary of a group whose consolidated financial statements are publicly available, it is not required to disclose transactions with other group undertakings that would otherwise be required under FRS 102 Section 33 "Related Party Disclosures".

PRICELINE.COM HOLDCO UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

10. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The Company is a private company limited by shares and incorporated in the United Kingdom and registered in England and Wales. The registered office and principal place of business for the Company is at 100 New Bridge Street, London, EC4V 6JA.

100% of the share capital of the Company is owned by Priceline.com Europe Holdco, Inc., a company incorporated in the United States of America whose principal place of business is at 2711 Centreville Road, Suite 400, Wilmington, Delaware 19808, USA. The directors consider this to be the immediate parent company.

The Company's ultimate parent company and controlling party is Booking Holdings Inc., a company incorporated in the United States of America. The consolidated financial statements of Booking Holdings Inc. are publicly available and can be obtained from its principal place of business at 800 Connecticut Avenue, Norwalk, Connecticut 06854, USA. Booking Holdings Inc. is the smallest and largest group in which the results of the Company are consolidated, and its registered office is 251 Little Falls Drive, Wilmington, Delaware 19808, USA.

11. POST BALANCE SHEET EVENTS

Capital Contribution

In 2021, a contribution of \$375,000 was made by Priceline.com Europe Holdco, Inc. to the Company in exchange for the issue of one ordinary share of £1.00 in the capital of the Company, and a contribution of same amount was made by the Company to Priceline.com International Limited in exchange for the issue of one A1 ordinary share of £0.001 in Priceline.com International Limited to the Company.

PRICELINE.COM HOLDCO UK LIMITED

Appendix - List of indirect subsidiary undertakings

Subsidiary undertaking	Country of incorporation	Percentage of shares held
TravelJigsaw Holdings Limited	UK	100%
Booking.com Transport Limited	UK	100%
Rentalcars (Call Centre) Spain S.L.	ES	100%
TravelJigsaw Insurance Limited	MT	100%
TravelJigsaw Europe Limited	MT	100%
La Te Ka Tourism Information Consulting (Shanghai) Limited	CN	100%
Priceline.com Europe Ltd	UK	100%
Booking.com Limited	UK	100%
Priceline.com Bookings Acquisition Company Limited	UK	100%
Booking.com Holding B.V.	NL	100%
Priceline Ventures B.V.	NL	100%
Agoda Holding Company Limited	MU	100%
Agoda Services Company Ltd.	TH	100%
Agoda Company Pte. Ltd.	SG	100%
Agoda International Pte. Ltd.	SG	100%
Agoda International (Malaysia) Sdn. Bhd.	MY	100%
Agoda International (Hong Kong) Ltd.	HK	100%
Agoda International Hungary Kft.	HU	100%
Agoda International China Co., Ltd.	CN	100%
Agoda International India Private Ltd.	IN	100%
PT. Agoda International Indonesia	ID	99 %
Agoda International South Africa (Pty.) Ltd.	SA	100%
Agoda International Myanmar Limited	MM	99%
Agoda International Maldives Private Limited	MV	99%
Agoda International Israel Limited	IL	100%
Agoda International Japan KK	JP	100%
Agoda International Taiwan Company Ltd.	TW	100%
Agoda International Philippines Corporation	PH	100%
Agoda International Lao Company Limited	LA	99%
Agoda International Brasil Consultoria Ltda.	BR	99%
Agoda International Vietnam Company Limited	VN	100%
Agoda International Germany GmbH	DE	100%
Agoda International Canada Inc.	CA	100%
Agoda International Spain S.L.	ES	100%
Agoda International Korea Co., Ltd.	KR	100%
Agoda Payments Singapore Pte Ltd.	SG	100%
Agoda Payments Korea LLC	KR	100%
Quantum Growth Networking Information Technology	CN	50%

PRICELINE.COM HOLDCO UK LIMITED

Appendix - List of indirect subsidiary undertakings (continued)

Subsidiary undertaking	Country of incorporation	Percentage of shares held
Agoda Travel Ticket Services (Shanghai) Co.	CN	100%
Agoda Travel Services Pte Ltd.	SG	100%
Agoda Travel Operations Pte. Ltd.	SG	100%
Agoda Travel Operations Japan KK	JP	100%
Agoda Information Technology Services (Shanghai) Co., Ltd.	CN	100%
Agoda Travel Operations Korea Co., Ltd.	KR	100%
Priceline Group Treasury Company B.V.	NL	100%
Coronado Ventures Limited	UK	100%
Coronado Ventures B.V.	NL	100%
Momondo Group Holdings Limited	UK	100%
Momondo Group Limited	UK	100%
Momondo A/S	DK	100%
Coronado Pte Ltd	SG	100%
Agoda International USA, LLC	US	100%
priceline.com LLC	US	100%
MTG.com Inc.	US	100%
Lowestfare.com LLC	US	100%
Travelweb LLC	US	100%
PCLN Asia, Inc.	US	100%
PCLN Asia Sub, Inc.	US	100%
Talent Star Resources Limited	HK	100%
Priceline.com Technology India, LLP*	IN	100%
Booking.com B.V.	NL	100%
Frezza.Net Srl.	IT	100%
Booking.com Brasil Servicos de Reserva de Hoteis LTDA	BR	100%
Booking.com Rio de Janeiro Prestacao de Servicos LTDA.	BR	100%
Booking.com Porto Alegre Prestação de Serviços LTDA.	BR	100%
Booking.com Natal Prestacao de Servicos LTDA.	BR	100%
Booking.com Salvador Prestacao de Servicos LTDA	BR	100%
Booking.com Belo Horizonte Prestacao de Servicos Ltda.	BR	100%
Evature Technologies	IL	100%
Stichting Calamiteitenfonds Booking.com	NL	100%
Booking.com Customer Service Holding B.V.	NL	100%
Booking.com Customer Service Center (UK) Limited	UK	100%
Booking.com Customer Service Center (Netherlands) B.V.	NL	100%
Booking.com Customer Service (Thailand) Co.	TH	98%
Canada Booking.com Customer Service Center Inc.	CA	100%
Booking.com Customer Service Center Korea Limited	KR	100%
Booking.com Customer Service Center (Lithuania) UAB	LT	100%
Booking.com Customer Service Center (U.S.A.) Inc.	US	100%

PRICELINE.COM HOLDCO UK LIMITED

Appendix - List of indirect subsidiary undertakings (continued)

Subsidiary undertaking	Country of incorporation	Percentage of shares held
Booking.com Customer Service Center (Singapore) Pte. Ltd.	SG	100%
Booking.com Customer Service Center (France) SAS	FR	100%
Bcom Customer Service Center Germany GmbH	DE	100%
Booking.com Customer Service Center (Japan) KK	JP	100%
Booking Customer Service Center (Spain) SL	ES	100%
Booking.com International B.V.	NL	100%
Booking.com (Deutschland) GmbH	DE	100%
Booking.com (France) SAS	FR	100%
Bookings Hispanica S.L.	ES	100%
Booking.com (Italia) Srl.	IT	100%
Priceline Booking.com Viagens Online, Unipessoal Lda	PT	100%
Booking.com (Osterreich) GmbH	AT	100%
Booking.com FZ-LLC	UAE	100%
Booking.com South Africa Pty Ltd.	ZA	100%
Booking.com SP. Z.o.o. (Poland)	PL	100%
Booking.com Russia LLC	RU	99%
Booking.com Japan K.K.	JP	100%
Booking.com (Australia) Pty Ltd.	AU	100%
Booking.com (New Zealand) Ltd.	NZ	100%
Bookingdotcom Sverige AB	SE	100%
Bookingdotcom Destek Hizmetleri Limited Sirketi	TR	100%
Booking.com (Schweiz) AG	CH	100%
Canada Booking.com Online Reservations Inc.	CA	100%
Booking.com (Hong Kong) Ltd.	HK	100%
Booking.com (Argentina) Srl.	AR	94%
Booking.com (Thailand) Ltd.	TH	100%
Priceline Booking (Ireland) Ltd.	IRL	100%
Booking Dot Com Malaysia SDN. BHD.	MY	100%
Booking.com (Denmark) ApS	DK	100%
Servicios Booking.com Mexico S.A. de C.V.	MX	99%
Booking.com d.o.o.	HR	100%
Booking.com (Belgium)	BE	100%
Priceline Booking.com Hellas Support services in the hotel market EPE(19)	GR	100%
Booking.com Online Hotel Reservations Maroc	MA	100%
SIA Booking.com (Latvia)	LV	100%
Booking.com (Czech Republic) s.r.o.	CZ	99%
Booking.com Finland OY	FI	100%
Booking.com (Bulgaria) EOOD	BG	100%
Booking.com India Support & Marketing Services Private Limited (21)	IN	100%
Pt. Booking Indonesia	ID	100%

PRICELINE.COM HOLDCO UK LIMITED

Appendix - List of indirect subsidiary undertakings (continued)

Subsidiary undertaking	Country of incorporation	Percentage of shares held
Booking.com Korea Limited	KR	100%
Booking.com Egypt LLC	EG	100%
Booking.com Hungary Kft.	HU	100%
Booking.com Ukraine, LLC	UA	90%
Booking.com Chile Spa	CL	100%
Booking.com Colombia S.A.S.	CO	100%
Booking.com Philippines Inc.	PH	100%
Booking.com Saudi Arabia Ltd.	SA	95%
Booking.com (Cyprus) Ltd.	CY	100%
Booking.com Lanka (Private) Limited	LK	100%
Booking.com (USA) Inc.	US	100 %
Booking.com (Dominican Republic) SRL	DO	99%
Booking.com Online Hotel Reservation (Cambodia) Ltd.	KH	100%
Booking.com Israel Online Hotel Reservations Ltd.	IL	100%
Booking.com (Norway) AS	NO	100%
Booking.com (Taiwan) Limited	TW	100%
Booking.com (Romania) Srl.	RO	99%
Booking.com (Peru) S.A.	PE	99%
Booking.com (Vietnam) Co. Ltd.	VN	100%
Booking.com Estonia OU	EE	100%
Booking.com Panama S.A.	PA	100%
Booking.com (Slovakia) s.r.o.	SK	99%
Booking.com (Singapore) Pte.Ltd.	SG	100%
Booking.com (Shanghai) Ltd.	CN	100%
Booking.com Customer Service Center (Shanghai) Co. Ltd.	CN	100%
Booking.com (Kenya) Ltd.	KE	90%
Booking.com (Lithuania) UAB	LT	100%
Booking.com (Ljubljana) d.o.o.	SI	100%
Bookingdotcom ehf.	IS	100%
Booking.com (Lao) Sole Co. Ltd.	LA	100%
Booking.com (Georgia) LLC	US	100%
Booking.com Myanmar Co.	MM	99%
Booking.com S.A.	CR	100%
Booking.com (Puerto Rico) LLC	PR	100%
Booking.com (Mauritius) Limited	MU	100%
Booking.com (Malta) Limited	MT	100%
Bookingdotcom Support Services Nigeria Limited	NG	99%
Booking.com Risk Purchasing Group LLC	US	100%
Booking.com International Services B.V.	NL	100%
Booking.com Consulting Services (Singapore) Ptd.Ltd.	SG	100%

PRICELINE.COM HOLDCO UK LIMITED

Appendix - List of indirect subsidiary undertakings (continued)

Subsidiary undertaking	Country of incorporation	Percentage of shares held
Booking.com Consulting Services (USA), Inc.	US	100%
Booking.com Consulting Services (Japan) KK	JP	100%
Bo Bin Information Technology (Shanghai) Co. Limited	CN	100%
Booking.com Consulting Services Israel (BCSI) Ltd.	IL	100%
Booking.com Risk Purchasing Group LLC	US	100%
Booking.com IT Services B.V.	NL	100%
Bdot Blue Infrastructure (Germany) GmbH	DE	100%
Bdot Blue Infrastructure Russia LLC	RU	99%
BookingSuite B.V.	NL	100%
Booking.com Real Estate Amsterdam B.V.	NL	100%
FareHarbor B.V.	NL	100%
FareHarbor (Australia) Pty Ltd	AU	100%
Booking.com Distribution B.V.	NL	100%