

**Company Registration No. 06326585  
(England and Wales)**

**Jac Group (Holdings) Limited**

**Annual Report and Audited Financial Statements**

**For the 10 month period ended 30 June 2018**



# **Jac Group (Holdings) Limited**

## **Annual report and financial statements For the 10 month period ended 30 June 2018**

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# **Jac Group (Holdings) Limited**

## **Annual report and financial statements For the 10 month period ended 30 June 2018**

### **Company information**

#### **Directors**

Shelley Lynne Earhart Beasley  
John Guscic  
Nigel Peter Horne  
Christopher Colin Montgomery  
Stuart Edward Nassos  
Marco Torrente

#### **Company Number**

06326585

#### **Registered Office**

8 Holmes Road  
Kentish Town  
London  
England  
NW5 3AB

#### **Auditor**

Deloitte LLP  
Statutory Auditor  
1 New Street Square  
London  
EC4A 3HQ  
United Kingdom

# **Jac Group (Holdings) Limited**

## **Strategic report**

The directors present their strategic report on the affairs of Jac Group (Holdings) Limited for the 10 month period ended 30 June 2018. The comparative period is the 10 months ended 31 August 2017. The current and comparative period were both 10 month periods in order to align the accounting period to the ultimate parent entity, Webjet Limited after the change in ownership.

### **Review of the business**

#### **Trading**

The Company's principal activity is that of a holding company. Refer to Profit and loss account on page 10 for the Company's performance.

The Company, through its subsidiary undertakings, carries on a principal activity of a specialist provider of travel services, including online hotel bookings and inbound group tours.

#### **Outlook**

The company is expected to be wound down within the next 12 months from the date of this financial report being signed.

### **Key performance indicators (KPIs)**

The directors of the Webjet Group manage the Group's operations on a divisional basis. For this reason, the company's directors believe that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of Jac Group (Holdings) Limited. The development, performance and position of the Webjet Group, which includes the company is discussed in the Strategic Report to shareholders in the Group's Annual Report which does not form part of this report.

### **Going concern**

The Company had a net liabilities of £86,277,000 (31 August 2017: £29,340,000) at the balance sheet date.

On 1 July 2018, senior management made the decision to initiate the process of closing the Company down. This decision was made on the basis that the Company no longer serves a purpose within the Group structure and will have no purpose in the future. This decision is subject to board review and approval.

As the Company is expected to be wound down, the financial statements have been prepared on a basis other than going concern.

Further details regarding the adoption of the going concern basis can be found in the accounting policies in the financial statements.

### **Principal risks and uncertainties**

The Company's activities expose it to a number of principal risks and uncertainties including credit risk, cash flow risk and liquidity risk. The use of financial instruments is governed by the Company's policies approved by the board of directors, which provide written principles on the use of financial instruments to manage these risks. The Company does not use derivative financial instruments for speculative purposes.

# **Jac Group (Holdings) Limited**

## **Strategic Report (continued)**

### **Principal risks and uncertainties (continued)**

#### ***Cash flow risk***

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates. The Company seeks through its cash management practices to maximise the use of natural hedges as a result of the balance of its foreign currency cash inflows and outflows.

#### ***Credit risk***

The Company's principal financial assets are bank balances, cash, investments, trade and other receivables.

The Company's credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

The Company has no significant concentration of credit risk, with exposure spread across various intercompany counterparties.

#### ***Liquidity risk***

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Company uses a mixture of long-term and short-term debt finance.

Further details regarding liquidity risk can be found in the statement of accounting policies in the financial statements.

#### ***United Kingdom exit from the European Union risk***

The directors continue to monitor developments in relation to the United Kingdom's future exit from the European Union, and have provided input directly to Her Majesty's Government. Future potential restrictions on the movement of people could affect the level of travel between the Group's key source and destination markets, as well as affecting the Group's ability to employ individuals with required skills including languages. Future changes in regulations and tax law following the UK's departure could affect the Group, positively or negatively, depending on the exact nature and scope of the process.

Approved by the Board and signed on its behalf by:



Christopher Montgomery

Director

29 March 2019

# **Jac Group (Holdings) Limited**

## **Directors' Report**

The directors present their report on the affairs of Jac Group (Holdings) Limited ('the Company'), together with the financial statements and auditor's report, for the 10 month period ended 30 June 2018.

### **Principal activities**

The principal activity of the Company is that of a holding company.

The Company, through its subsidiary undertakings, carries on a principal activity of a specialist provider of services to the travel trade, including online hotel bookings and inbound group tours.

### **Dividends**

The directors do not recommend payment of a dividend (10 months to 31 August 2017: £nil).

### **Directors**

The directors, who served throughout the period and up to the date of signing and subsequently were as follows:

Shelley Lynne Earhart Beasley

Peter Harold Clements (Resigned 31 December 2018)

John Guscic

Nigel Peter Horne (Appointed 6<sup>th</sup> April 2018)

Christopher Colin Montgomery (Appointed 8<sup>th</sup> May 2018)

Stuart Edward Nassos (Appointed 8<sup>th</sup> May 2018)

Marco Torrente

Michael Neil Sheehy (Resigned 8 May 2018)

Nicholas Williams (Resigned 3 April 2018)

### **Director's 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.

### **Re-appointment of auditor**

In accordance with s485 of the Companies Act 2006, a resolution is to be proposed at the Annual General Meeting for reappointment of Deloitte LLP as auditor of the Company.

### **Going concern and future developments**

Details of the Company's going concern assessment can be found in the Strategic Report on pages 2 to 3.

### **Financial risk management objectives and policies**

Details of the Company's principal risks and the policies and procedures to mitigate these risks can be found in the Strategic Report on pages 2 to 3 within principal risks and uncertainties.

## **Jac Group (Holdings) Limited**

### **Directors' Report (continued)**

#### **Auditor**

Each of the persons who is a director at the date of approval of this 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/she ought to have taken as a director in order to make himself/herself 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.

Approved by the Board and signed on its behalf by:

A handwritten signature in black ink, appearing to read 'Chris Montgomery', with a long horizontal stroke extending to the right.

Christopher Montgomery  
Director

29 March 2019

## **Jac Group (Holdings) 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 Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including FRS 102 "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 judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; 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.



# **Independent auditor's report to the members of Jac Group (Holdings) Limited**

## **Report on the audit of the financial statements**

### **Opinion**

In our opinion the financial statements of Jac Group (Holdings) Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 30 June 2018 and of its loss for the 10 month period 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 have been prepared on a basis other than that of going concern and which comprise:

- the Profit and loss account;
- the Balance sheet;
- the Statement of changes in equity; and
- the related notes 1 to 11.

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 (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.

### **Emphasis of matter – Financial statements prepared other than on a going concern basis**

We draw attention to note 1 in the financial statements, which indicates that the financial statements have been prepared on a basis other than that of a going concern. Our opinion is not modified in respect of this matter.

## **Independent auditor's report to the members of Jac Group (Holdings) Limited (continued)**

### **Other information**

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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.

In connection with our audit of the financial statements, 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 audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. 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 respect of these matters.

### **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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

# **Independent auditor's report to the members of Jac Group (Holdings) Limited (continued)**

## **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 period 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.

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.

*Alistair Pritchard FCA*

Alistair Pritchard FCA (Senior statutory auditor)

For and on behalf of Deloitte LLP  
Statutory Auditor  
London, United Kingdom  
29 March 2019

## Jac Group (Holdings) Limited

### Profit and loss account

For the 10 month period ended 30 June 2018

	Notes	10 months to 30 June 2018 £'000	10 months to 31 August 2017 £'000
Administrative expenses		(9)	-
Impairment of wholly owned subsidiary	6	(82,593)	-
Gain on transfer of investment	6	31,561	-
<b>Operating loss</b>	<b>2</b>	<b>(51,041)</b>	<b>-</b>
Interest receivable and similar income	3	13	12
Interest payable and similar expenses	4	(5,909)	(5,283)
<b>Loss before taxation</b>		<b>(56,937)</b>	<b>(5,271)</b>
Tax on loss	5	-	-
<b>Loss after taxation</b>		<b>(56,937)</b>	<b>(5,271)</b>

All items of the Profit and loss account are from discontinued operations.

There are no other comprehensive income or loss, other than those passing through the Profit and loss account. The results of the company for the period ended 30 June 2018 represent the discontinued operations of the Company.

The notes on pages 13 to 21 form part of the financial statements.

# Jac Group (Holdings) Limited

## Balance sheet As at 30 June 2018

	Notes	30 June 2018 £'000	31 August 2017 £'000
<b>Fixed asset</b>			
Investments	6	1,070	118,245
<b>Current assets</b>			
Debtors: amounts falling due within one year	7	67,750	1,525
Cash at bank and in hand		14	9
		67,764	1,534
<b>Creditors: amounts falling due within one year</b>	8	(155,111)	(30,580)
<b>Net current liabilities</b>		(87,347)	(29,046)
<b>Total assets less current liabilities</b>		(86,277)	89,199
<b>Creditors: amounts falling due after more than one year</b>	9	-	(118,539)
<b>Net liabilities</b>		(86,277)	(29,340)
<b>Capital and reserves</b>			
Called up share capital	10	13	13
Share premium account	10	873	873
Profit and loss account	10	(87,163)	(30,226)
<b>Shareholders' deficit</b>		(86,277)	(29,340)

The financial statements of Jac Group (Holdings) Limited, registered number 06326585 were approved by the Board of Directors and authorised for issue on 29 March 2019. They were signed on its behalf by:



Christopher Montgomery  
Director

## Jac Group (Holdings) Limited

### Statement of changes in equity For the 10 month period ended 30 June 2018

	Called-up share capital £'000	Share premium account £'000	Profit and loss account £'000	Total £'000
At 1 November 2016	13	873	(24,955)	(24,069)
Total comprehensive expense for the period			(5,271)	(5,271)
At 31 August 2017	13	873	(30,226)	(29,340)
Total comprehensive expense for the period			(56,937)	(56,937)
At 30 June 2018	13	873	(87,163)	(86,277)

# **Jac Group (Holdings) Limited**

## **Notes to the financial statements For the 10 month period ended 30 June 2018**

### **1. Accounting policies**

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

#### **General information and basis of accounting**

Jac Group (Holdings) Limited (the company) is a private Company limited by shares incorporated in the United Kingdom under the Companies Act 2006 and is registered in England and Wales. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the strategic report on pages 2 to 3.

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of Jac Group (Holdings) Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. The financial statements are also presented in pounds sterling. Foreign operations are included in accordance with the policies set out below.

Jac Group (Holdings) Limited 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. The Company is consolidated in the financial statements of its ultimate parent, Webjet Limited, as set out in note 11. Exemptions have been taken in relation to financial instruments, presentation of a cash flow statement and remuneration of key management personnel.

#### **Going concern**

The Company had a net liabilities of £86,277,000 (31 August 2017: £29,340,000) at the balance sheet date.

On 1 July 2018, senior management made the decision to initiate the process of closing the Company down. This decision was made on the basis that the Company no longer serves a purpose within the Group structure and will have no purpose in the future. Thus the annual financial statements have been prepared on a basis other than going concern.

An impairment adjustment has been made for the investment holding in TotalStay Limited totalling £82.6m. This company is expected to be transferred to another company within the Group for £1.0m.

#### **Interest revenue**

Interest income is recognised when it is probable that the economic benefits will flow to the Group and the amount of revenue can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

#### **Financial and equity instruments**

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

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

## **Jac Group (Holdings) Limited**

### **Notes to the financial statements (continued) For the 10 month period ended 30 June 2018**

#### **1. Accounting policies (continued)**

##### **Investments**

Investments in subsidiaries and associates are measured at cost less impairment. For investments in subsidiaries acquired for consideration including the issue of shares qualifying for merger relief, cost is measured by reference to the nominal value of the shares issued plus fair value of other consideration. Any premium is ignored.

##### **Loan notes**

Shareholder loan notes which are basic financial instruments are measured at amortised cost using the effective interest method.

##### **Loans and receivables**

Trade receivables, loans, and other receivables that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term receivables when the recognition of interest would be immaterial.

##### **Other financial liabilities**

Other financial liabilities, including trade and other payables, are initially recognised at fair value and subsequently at amortised cost.

Interest is recognised on an accruals basis, with income and expenses matched to the period to which they relate to.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

##### **Impairment of assets**

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss as described below.



# **Jac Group (Holdings) Limited**

## **Notes to the financial statements (continued) For the 10 month period ended 30 June 2018**

### **1. Accounting policies (continued)**

#### *Financial assets*

For financial assets carried at amortised cost, the amount of impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired financial asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

#### **Taxation**

Current tax, including UK corporation tax and foreign 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.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### **Foreign currency translation**

Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the balance sheet date. All differences are taken to the Profit and Loss Account.

#### **Critical judgements and key sources of estimation uncertainty**

Critical accounting judgements and key sources of estimation uncertainty The preparation of the financial statements requires management to make judgements, 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.

#### *Impairment of non-financial assets*

Where there are indicators of impairment of individual assets, the Company performs impairment tests based on fair value less costs to sell or a value in use calculation. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction on similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the cash generating unit being tested. The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash flows and the growth rate used for extrapolation purposes.

## Jac Group (Holdings) Limited

### Notes to the financial statements For the 10 month period ended 30 June 2018

#### 2. Operating loss

The audit fees for the audit of the Company's annual financial statements were borne by another group undertaking during the period.

There were no staff employed during 2017 and 2018.

#### 3. Interest receivable and similar income

	10 months to 30 June 2017 £'000	10 months to 31 August 2017 £'000
Interest received from related parties	13	12

#### 4. Interest payable and other similar expenses

	10 months to 30 June 2017 £'000	10 months to 31 August 2017 £'000
Interest paid to related parties	5,909	5,283

# Jac Group (Holdings) Limited

## Notes to the financial statements For the 10 month period ended 30 June 2018

### 5. Taxation

	10 months to 30 June 2018 £'000	10 months to 31 August 2017 £'000
<b>Domestic current year tax</b>		
U.K. corporation tax	-	-
<b>Tax on loss</b>		
<b>Loss before tax</b>	(56,937)	(5,271)
<b>Tax credit on loss at standard rate of 19% (31 August 2017: 19.5%)</b>	(10,818)	(1,028)
<b>Effects of:</b>		
Deferred tax not recognised	-	21
Expenses not deductible	15,693	-
Income not allowable	(5,997)	-
Group relief surrendered not paid	1,122	1,007
<b>Current tax expense for the period</b>		

The standard rate of tax applied to reported profit is 19% (31 August 2017: 19.5%). The applicable tax rate has changed following the substantive enactment of the Finance Act 2017.

Finance Act No.2 2015, includes provisions to reduce the corporation tax to 19% with effect from 1 April 2017. Finance Act 2016 introduced further legislation to reduce the main rate of corporation tax to 17% from 1 April 2020 and these rates have therefore been used to measure deferred tax assets and liabilities where applicable.

## Jac Group (Holdings) Limited

### Notes to the financial statements For the 10 month period ended 30 June 2018

#### 6. Investments

	£'000
<b>Cost</b>	
At 1 September 2017	118,245
Additions	70
Disposal	(34,652)
	<hr/>
At 30 June 2018	83,663
	<hr/>
<b>Accumulated impairment</b>	
At 1 September 2017	-
Write down of investment in wholly owned subsidiary	(82,593)
	<hr/>
	(82,593)
	<hr/>
<b>Net book value</b>	
At 31 August 2017	118,245
	<hr/>
At 30 June 2018	1,070
	<hr/>

During the period, the company paid contributed equity totalling £70,000 into a new wholly owned subsidiary based in China, Jac Travel Information Consulting (Beijing) Company Limited.

On 1 January 2018, the Company transferred its investment in Jac Travel Limited for a consideration value of £66,213,000 to a related party, WebBeds Limited. A net gain was recognised as part of the transfer amounting to £31,561,000. The gain is a permanent tax difference.

## Jac Group (Holdings) Limited

### Notes to the financial statements For the 10 month period ended 30 June 2018

#### 6. Investments (continued)

An impairment adjustment has been made for the investment holding in TotalStay Limited totalling £82.6m. This company is expected to be transferred to another company within the Group for £1.0m.

##### Holdings

The Company holds the share capital of the following companies:

Investments names	Registered office address	Shares held	
		Holding	%
Jac Group of Companies Limited* <sup>1</sup>	8 Holmes Road, Kentish Town, London, NW5 3AB United Kingdom	Ordinary	100
Totalstay Limited* <sup>3</sup>	8 Holmes Road, Kentish Town, London, NW5 3AB United Kingdom	Ordinary	100
Jac Travel Scotland Limited <sup>3</sup>	8 Holmes Road, Kentish Town, London, NW5 3AB United Kingdom, London	Ordinary	100
Jac Travel China Limited* <sup>3</sup>	8 Holmes Road, Kentish Town, London, NW5 3AB United Kingdom	Ordinary	100
Jacob Online Limited <sup>3</sup>	8 Holmes Road, Kentish Town, London, NW5 3AB United Kingdom, London	Ordinary	100
Jac Travel Tourism LLC <sup>2</sup>	Unit 3805, The Citadel, PO Box 213052, Business Bay, Dubai, United Arab Emirates	Ordinary	100
Jac Travel Inc.* <sup>2</sup>	874 Walker Road, Suite C, Dover, Kent, DE 19904	Ordinary	100
Jac Travel Information Consulting (Beijing) Company Limited* <sup>2</sup>	Room 16-D3A 16 <sup>th</sup> Floor, No 8 Building, No 91 Jianguo Road Chaoyang District, Beijing China	Ordinary	100

The principal activity of these undertakings for the last relevant financial period was as follows:

1. Investing holding companies
2. Specialist travel provider
3. Non-trading Company

\*Subsidiaries that are directly held by the Company

#### 7. Debtors: amounts falling due within one year

	30 June 2018 £'000	31 August 2017 £'000
Amounts owed by the controlling entities	66,213	
Amounts owed by subsidiaries	1,058	1,058
Amounts owed by other related parties	479	467
	<u>67,750</u>	<u>1,525</u>

The amounts due from related parties are unsecured, repayable on demand and carry an interest rate of 3% plus the London Interbank Offered Rate (LIBOR) at the first available date of the financial year.

The debtor balance includes the consideration value of £66,213,000 relating to the transfer of its investment in Jac Travel Limited to a related party, WebBeds Limited.

# Jac Group (Holdings) Limited

## Notes to the financial statements For the 10 month period ended 30 June 2018

### 8. Creditors: amounts falling due within one year

	30 June 2018 £'000	31 August 2017 £'000
Amounts owed to controlling entities	123,785	-
Amounts owed to subsidiaries	31,326	30,580
	<u>155,111</u>	<u>30,580</u>

The amounts due to related parties are unsecured, repayable on demand and carry an interest rate of 3% plus the London Interbank Offered Rate (LIBOR) at the first available date of the financial year.

Shareholder debenture loan interest is payable on 30 July each year. On each payment date the company has the right to roll up the interest which shall thereupon bear interest as if capitalised but shall not at any stage be capitalised to become part of the principal outstanding of such notes. The balance of the debenture loan interest as at 30 June 2018 is £2.6m (31 August 2017: £0.2m).

### 9. Creditors: amounts falling due after more than one year

	30 June 2018 £'000	31 August 2017 £'000
Amounts owed to controlling entities	-	118,539

	30 June 2018 £'000	31 August 2017 £'000
After 5 years	-	118,539

### 10. Called-up share capital

	Allotted, called-up and fully paid £'000	Share premium account £'000	30 June 2018 £'000
Allotted, called-up and fully paid 1,315,788 Ordinary shares of 1p each	13	873	886
	<u>13</u>	<u>873</u>	<u>886</u>

The Company has one class of ordinary shares which carry no right to fixed income.

Called-up share capital – represents the nominal value of shares that have been issued.

## **Jac Group (Holdings) Limited**

### **Notes to the financial statements**

#### **For the 10 month period ended 30 June 2018**

##### **11. Parent and ultimate parent undertaking**

The Company's immediate parent is Jac Travel Group Acquisitions Limited.

The largest and smallest parent entity producing publically available financial statements is Webjet Limited. Webjet Limited, registered in Australia, is the ultimate parent company and controlling party. Their registered address is Level 2, 509 St Kilda Road, Melbourne, Vic 3004, Australia. The financial statements are available on Webjet Limited's corporate website [www.webjetlimited.com](http://www.webjetlimited.com) or from their registered address