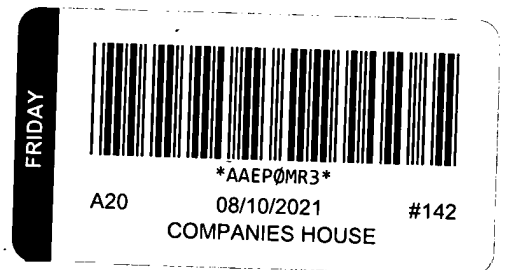


Registration number: 11334241

Wednesday Midco Limited

Annual Report and Financial Statements

for the Year Ended 31 October 2020



Wednesday Midco Limited

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Wednesday Midco Limited

Company Information

Directors	C J McCavert D A Retif
Company secretary	M Sharmacharja
Registered office	Shortlands 5th Floor 3 Shortlands Hammersmith London W6 8DA
Auditor	Deloitte LLP London
Bankers	The Royal Bank of Scotland 250 Bishopsgate London EC2M 4AA
Legal	Travers Smith LLP 10 Snow Hill London EC1A 2AL Fox Williams LLP 10 Finsbury Square London EC2A 1AF

Wednesday Midco Limited

Strategic Report for the Year Ended 31 October 2020

The Directors in preparing this Strategic Report, have complied with S414C of Companies Act 2006.

The Company is a subsidiary of Wednesday Topco Limited (the 'Group').

Principal activities

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

Review of the business

The profit for the year was £1,239k (2019: £3,651k) and the net asset position was £6,618k (2019: £5,379k).

Key performance indicators

The Company has no specific key performance indicators and the Company's ultimate parent company, Wednesday Topco Limited, has disclosed its key performance indicators. The financial statements of Wednesday Topco Limited can be obtained from the address in note 15.

Principal risks and uncertainties

The key business risks affecting the Company are set out below. Risks are formally reviewed by the Board and appropriate processes are put in place to monitor and mitigate them.

COVID-19 impact

The worldwide pandemic resulting from the emergence and spread of the COVID-19 virus from March 2020 has caused significant disruption to the travel industry and the wider Group. Whilst there have been a number of lockdowns and restrictions to international travel implemented and subsequently lifted during the last 12 months, the COVID-19 pandemic continues to have a significant impact on the travel industry. It remains uncertain how long Governmental travel restrictions of source and destination countries will last, and management continues to monitor developments closely so that immediate action can be taken in response to the changing situation.

Whilst the UK government is progressing well with the COVID-19 vaccination roll out, particularly amongst age groups that fall into the Group's main customer type, future demand and departures are reliant on infections remaining at manageable levels within the UK and the favoured beach holiday destinations such as Spain, Canary and Balearic Islands, Greece and Turkey. The business continues to proactively review and manage its exposures and customer refund obligations arising because of the pandemic. Cash management is regularly reviewed by Management to ensure adequate liquidity is in place to manage the business requirements and adequately meet its regulatory and banking covenants. When each lockdown has been announced Management has thoroughly reviewed its financial forecasts and liquidity outlook to ensure sufficient resources are in place for the next 24 months ahead. It was because of these detailed reviews that the wider Group entered into the refinancing exercise during the financial year to secure sufficient funding to meet its financial obligations whilst the nation faced continued travel restrictions.

Furthermore, following the announcement of lockdown 3 in January 2021, a further refinancing exercise was initiated because of the extension of travel restrictions until mid May 2021 which were not forecast at the time of the refinancing during the financial year. Once again, robust financial forecasts and scenarios were compiled, defining the required funding and successfully completed on 23rd April 2021 raising £56m of available funds for the wider Group.

Wednesday Midco Limited

Strategic Report for the Year Ended 31 October 2020 (continued)

Principal risks and uncertainties (continued)

Destination disruption

Providers of holiday and travel packages are exposed to the inherent risk of incidents affecting destinations to which holiday packages are sold. This can include catastrophes caused by climate conditions such as hurricanes, political unrest, terrorist attacks or the outbreaks of disease such as the recent global spread of the COVID-19 virus which can lead to international travel restrictions. There is a risk that if such an event occurs, impacting one or more of the destinations we offer, there could be a significant decline in demand for holidays to the affected destinations over an extended period of time as we have seen during the spread of the COVID-19 virus. The business provides a diversified destination offer to mitigate this risk and is also able to promptly reduce marketing spend and protect operating margins for such disruptions.

Consumer confidence risk

The wider Group is dependent on the consumer's willingness to travel and to sustain certain levels of disposable income on travel. In addition to COVID-19 concerns, terrorist attacks at key holiday destinations may potentially have short term financial impacts for the wider Group. However, the wider Group's value driven customer experience and destination agnostic search reduce the potential impacts of the consumer confidence risk and once it returns the wider Group considers the business to be in a very strong position to provide customers with their long awaited holidays.

Brexit risk

The UK left the European Union ("EU") on 31 December 2020 following the referendum held on 23 June 2016 ("Brexit"). The business has been proactively ensuring its Irish and Nordic points of sale are adequately licensed under local and European regulations in readiness for the UK exit from the European Union.

Regulatory risk

The travel industry continues to rapidly evolve, driven by innovation and technology as the travel experience becomes more digitalised. The business regularly reviews legal and regulatory changes or introductions to ensure adequate implementation and compliance. Our responsibility is to protect the confidentiality, integrity and availability of the data we have to provide to our customers, employees, suppliers and service delivery teams. This is a dynamic risk due to the increased global cyber-crime activity and new regulations such as the General Data Protection Regulations ("GDPR") In particular, GDPR places more focus on data protection and consequently impacts the Group's processes and controls. Future regulations are likely to have a similar impact. The Group ensured GDPR compliance by the implementation date which came into effect in May 2018. The Group continues to ensure it has the appropriate level of security controls in place across the business as any breach could have a significant impact on our key stakeholders, associated reputational damage and potential for financial implications.

The Package Travel Directive came into force on 1 July 2018 which was aimed at increasing the accountability of travel agents. This has meant the Group has additional responsibilities and liabilities to the consumer in the event their holiday is unable to be fulfilled. This has resulted in the Group compensating the customer if something goes wrong but has been mitigated by counter claims lodged by the Group against the end suppliers. As a result of the COVID-19 pandemic this has been challenging given the unprecedented volume of refunds during the period, but processes have been implemented with our core end suppliers to mitigate financial exposure in meeting consumer obligations under the Directive. Where that has not been the case, the Group has included provisions to cover these additional potential liabilities.

Wednesday Midco Limited

Strategic Report for the Year Ended 31 October 2020 (continued)

Principal risks and uncertainties (continued)

Supply risk

The wider Group acts as an agent between consumers and travel suppliers and is therefore entirely reliant on third parties to supply travel services to our consumers. Although the wider Group has insurance policies in place, the disruption from supplier failure may impact the profitability of the business. Refer to note 9 to the financial statements for further details of the supplier failure of Thomas Cook Group plc in 2019.

Whilst the impact of the supplier failure of an airline can be material, the wider Group purchases flights from a number of airlines and purchases these flights using virtual cards which are protected by chargeback rights. The wider Group's hotel portfolio includes larger bed banks and also direct relationships with hotel chains. The wider Group minimises its exposure to any hotel supplier failure losses in the most part by settling liabilities subsequent to the consumers' check out date. The wider Group maintains close relationships with its regulators and across the industry to ensure it is well informed and able to react quickly to any potential supplier failures. Furthermore the wider Group's expansion into new international markets as well as broader product offering helps to diversify its supplier portfolio.

Financial risk

The wider Group uses external financing to support its strategy with a combination of equity, senior bank debt, long term loan notes, long term preference shares and deferred consideration. In May 2018, the wider Group raised new senior debt funding from a syndicate of five financially stable lenders for a seven year term which are subject to financial covenants and undertakings that the Directors monitor. The loan notes and preference shares, which are subordinate to the senior debt, were issued by Wednesday Midco Limited. Both are repayable at the earlier of an exit event or 2027. During 2019, £120.8m of A loan notes and £0.5m of PIK notes were listed on The International Stock Exchange (TISE) in Guernsey. These were subsequently delisted in 2021. Wednesday Bidco Limited, a wholly owned subsidiary of Wednesday Midco Limited, agreed to pay deferred consideration of £20m to the vendors of Want2bthere Limited; £10m of this has been paid, with the remaining £10m expected to be paid in 2020, but following the refinancing exercise during the year, it was agreed for this payment to be deferred until market conditions return to more sustainable levels.

During the year, additional funds were raised as referred to in the Strategic Report on page 2 in response to the impact COVID-19 on the industry and the wider Group.

As a result of the government's enforcement of lockdown 3 from 4 January 2021, the wider Group entered into a further round of refinancing which successfully completed on 23 April 2021.

Upon completion of this recent refinancing exercise, the Directors consider the funding needs of the Company and the Group to be robust.

Future developments

Upon completion of the recent refinancing exercise, the Directors believe that the wider Group is well positioned to provide customers with its travel services. The wider Group intends to grow its operations by continuing to invest in the development of new technologies and expects further growth in the coming year.

Section 172(1) statement

This section forms the Company's Section 172(1) Statement and should be read in conjunction with the Company's strategic report as a whole set out on pages 2 to 6. The key stakeholders and the methods of engagement described below, are the key stakeholders that the directors have identified as being relevant to the Company. The Directors are aware that their statutory duties are owed directly to the Company and that the interests of the Company and the other Companies within the wider Group are closely aligned. Accordingly, the decisions and policies affecting these stakeholders may be made at a Group level, or by the Directors of the Company

Wednesday Midco Limited

Strategic Report for the Year Ended 31 October 2020 (continued)

Engaging with stakeholders

Details of the Company's key stakeholders and examples of how the Company engages with each stakeholder is set out below.

Stakeholder	Engagement Practices
Shareholders	Wednesday Midco Limited is a subsidiary of the Wednesday Topco Limited Group, which is owned by several shareholders. The shareholders are members of the management team and external investors. The shareholders receive regular reporting from the Board. The external Investor has an Investor Director appointed to the Board to ensure shareholders are actively engaged with in the decision-making process. The intermediary holding companies and operating entities within the Wednesday Topco Limited Group are wholly owned Group owned entities and as such shareholder engagement is managed within the Group environment, via the executive management structure.
Community & Environment	The Company as part of the wider Group proactively contributes to local community schemes and promotes energy and sustainability initiatives in the workplace and wider community.
Loan Note Holders	Regular reporting is provided to the Loan Note holders in accordance with the loan notes.

Decision Making

The Board of Directors have delegated the day to day running of the business to the executive management team. The Directors receive regular and timely information on all aspects of the business from the management team and report regularly to the board, which meets on a monthly basis. The Board makes decisions after debating and carefully considering all management information received, which includes the relevant stakeholder considerations.

The impact of the global COVID-19 pandemic on the wider Group's business has been significant and as such, the Directors have had to consider the impact of the pandemic on the business, alongside the interests of its key stakeholders during the financial year.

Example of strategic decision making process and execution

An example of strategic decision making during the financial year by the wider Group is the refinancing exercise completed in July 2020. The Directors of the Company, its parent entity and the wider Group undertook the strategic decision to deliver funding to the main trading Group of the business, of which is made up of Want2bthere Limited and We Love Holidays Limited (both subsidiaries of the Wednesday Topco Limited Group) by consultation and extensive engagement throughout the process with shareholders, employees, customers, regulators, advisors and suppliers, seeking their views and opinions on forecasting scenarios, structure of the funding requirement and delivery to the main trading Group of Want2bthere Limited and customer refund profiling as a result of the COVID-19 pandemic. This was achieved by daily committee meetings with shareholders, lenders and business leaders to understand current funding requirements, priorities and project status updates, sessions with advisors to determine appropriate forecasting scenarios, regular dialogue with suppliers regarding booking cancellations and refund recovery supported by regular communications with customers to inform them of their refund status. Regulatory stakeholders were also kept regularly updated.

Wednesday Midco Limited**Strategic Report for the Year Ended 31 October 2020 (continued)****Streamlined Energy and Carbon Reporting (SECR)**

The wider Group's energy consumption, in kilowatt-hours (kWh), and associated greenhouse gas emissions, in tonnes of carbon dioxide equivalent (tCO₂e), and additional related information for the year, as required under the Companies Directors' Report and Limited Liability Partnerships (Energy and Carbon Report) Regulations 2018 are stated below.

Emissions from the combustion of fuel and operation of facilities (Scope 1) (tCO ₂ e)	-
Emissions from purchase of electricity (tCO ₂ e) (Scope 2) (location-based)	39
Emissions from business travel in rental cars or employee-owned vehicles where company is responsible for purchasing the fuel (tCO ₂ e) (Scope 3)	5
Total gross emissions based on the above (tCO₂e)	44
Energy consumption used to calculate Scope 1 emissions (kWh)	-
Energy consumption used to calculate Scope 2 emissions (kWh)	156,703
Energy consumption used to calculate Scope 3 emissions (kWh)	19,250
Total energy consumption based on above (kWh)	175,953
Intensity ratio: tCO ₂ e (gross Scope 1, 2 + 3) per full-time equivalent (FTE)	0.17

The footprint for the year ended 31 October 2020 is equivalent to 44 tCO₂e and 0.17 tCO₂e per FTE. This estimate covers all of the Group's operations that are consolidated in the financial statements and the sites used to conduct these operations.

Methodology

The methodology used was that of the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard (revised edition, 2015). Responsibility for emissions sources was determined using the operational control approach. Energy was converted to greenhouse gas estimates using the UK Government's GHG Conversion Factors for Company Reporting 2019 and those for 2020.

Energy Efficiency Action

The Group has a limited influence on energy efficiency, as both offices from which the Group operate from are leased, serviced offices controlled by the lease provider. Car usage has at a minimum in the year ended 31 October 2020.

Approved by the Board of Directors on 30/09/21 and signed on its behalf by:

DocuSigned by:

Chris McCavert

FR6AA442ABA14F8...

CJ McCavert

Director

Shortlands 5th Floor
3 Shortlands
Hammersmith
London
W6 8DA

Wednesday Midco Limited

Directors' Report for the Year Ended 31 October 2020

The Directors present their annual report on the affairs of the Wednesday Midco Limited ('the Company'), together with the audited financial statements and auditor's report for the year ended 31 October 2020.

Future developments

Details of the future developments can be found in the Strategic Report on page 4 and form part of this report by cross reference.

Events after the reporting period

Details of reportable events after the reporting date are detailed in note 16.

Financial risk management objectives and policies

The Company's principal financial instruments comprise intercompany loans and loan notes. The main purpose of these financial instruments is to provide funding for the Company's operations.

The Company's activities expose it to interest rate risk. The Company reviews and agrees policies for managing each of this risk as detailed below.

Interest rate risk

Interest is charged on the loan notes negotiated by the Company in May 2018 and the refinancing during the year.

The rates are fixed and as such the Directors do not consider it necessary to mitigate the interest rate risk.

Dividends

The Directors have not recommended a dividend (2019: £nil).

Going concern

Following the successful completion of the refinancing exercise on 23 April 2021, raising £56m of incremental cash for the Group, the Group being Wednesday Topco Limited, of which Wednesday Midco Limited is a subsidiary including a £5m RCF available during the winter months, the Directors consider it appropriate to prepare the financial statements on a going concern basis. The company proactively manages its liquidity position and the rigorous and regular forecasting processes provide comfort in the funding requirement for the foreseeable future. However, the Directors recognise that there is material uncertainty when forecasting future market recovery, trading and liquidity forecasts in light of European vaccination rates, the releasing of UK travel restrictions, the emergence of new coronavirus variants and customer sentiment to depart on their booked holiday. In the worst case scenario, these market uncertainties may impact the groups ability to continue as a going concern and may cast significant doubt over the entities ability to realise its assets and discharge its liabilities under the normal course of business. For further information regarding the basis of preparation of the financial statements see note 3 Accounting Policies.

Directors of the Company

The directors, who served throughout the year and subsequently, except as noted were as follows:

A G C Francis (resigned 24 April 2020)

C J McCavert

D Smith (resigned 25 March 2021)

D A Retif

A L Yateman-Smith (resigned 25 March 2021)

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.

Wednesday Midco Limited

Directors' Report for the Year Ended 31 October 2020 (continued)

Political contributions

There are no political contribution made during the year (2019: £nil).

Auditor

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

- so far as the Directors are aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Directors have taken all the steps that they ought to have taken as Directors in order to make themselves 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.

Reappointment of auditor

In accordance with S485 of the Companies Act 2006, a resolution for the re-appointment of Deloitte LLP as auditor of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors on 30/09/21 and signed on its behalf by:

DocuSigned by:

Chris McCavert

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C J McCavert

Director

Shortlands 5th Floor
3 Shortlands
Hammersmith
London
W6 8DA

Wednesday Midco 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 Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). 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 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.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Independent Auditor's Report to the Members of Wednesday Midco Limited

Report on the audit of the financial statements

1) Opinion

In our opinion the financial statements of Wednesday Midco Limited ("the Company"):

- give a true and fair view of the state of the Company's affairs as at 31 October 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 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the statement of profit and loss;
- the statement of financial position;
- the statement of changes in equity; and
- the related notes 1 to 16.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

2) 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 as applied to listed entities, 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.

3) Material uncertainty related to going concern

We draw attention to note 3 in the financial statements, which indicates that as at the date of approval of these financial statements, the continued impact of COVID-19 on the travel industry and the resumption of international travel remains uncertain and is subject to rapidly changing external factors. As a result of these factors, the Directors have prepared the financial statements on a going concern basis but do acknowledge there remains a material uncertainty over the market recovery in light of European vaccination rates, the releasing of UK travel restrictions, the emergence of new coronavirus variants and customer sentiment to depart on their booked holiday.

As stated in note 3, these events or conditions, along with the other matters as set forth in note 3 to the financial statements, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

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.

Independent Auditor's Report to the Members of Wednesday Midco Limited (continued)

3) Material uncertainty related to going concern (continued)

Our evaluation of the Directors' assessment of the Company's ability to continue to adopt the going concern basis of accounting included;

- identification and understanding of available financing facilities including the nature and timing of facilities, repayment terms and reperformance of covenant calculations
- testing of the clerical accuracy of the model used to prepare the forecasts
- our assessment of the historical accuracy of forecasts prepared by management
- our consideration of the impact of COVID on cashflows

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

4) Summary of our audit approach

Key audit matters:

The key audit matters that we identified in the current year were:

- Accuracy of interest income
- Valuation of intercompany receivable
- Going concern (see material uncertainty related to going concern section)

Materiality:

The materiality that we used in the current year was £161,000 which was determined on the basis of net assets.

Scoping:

Audit work to respond to the risk of material misstatement was performed directly by the audit engagement team.

Significant changes in our approach:

Going concern has been identified as a new key audit matter due to the material uncertainty when forecasting future market recovery and the impact of this on trading and liquidity.

5) Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified. These matters included those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team.

These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the material uncertainty related to going concern section¹, we have determined the matters described below to be the key audit matters to be communicated in our report.

5.1. Accuracy of Interest Income

a) Key audit matter description:

The Company has received interest income of £17,737k in the year (2019: £17,441k). Interest income is a key indicator of the Company's ability to make future interest and capital repayments in respect of its listed debt. While all payments on these notes are due at maturity in 2027, holders of these notes will expect the Company to earn sufficient income during this period to facilitate the fulfilment of this future liability. Further details are included within note 7 to the financial statements.

Independent Auditor's Report to the Members of Wednesday Midco Limited (continued)

5.1. Accuracy of Interest Income (continued)

b) How the scope of our audit responded to the key audit matter:

We obtained the loan notes and loan instrument agreements, agreed the interest rate applied back to the agreements and recalculated the interest income based on the stated terms to address the risk that interest receivable has been inaccurately recognised. We also verified that the principle balance remained unchanged in the year. In order to verify completeness we have confirmed that all loan calculations within the Company are using the appropriate interest rate as per the contractual agreement.

c) Key observations:

Based on the work performed we conclude that the interest income has been appropriately recognised in the current period.

5.2. Valuation of Intercompany Receivable

a) Key audit matter description:

The Company has intercompany receivables of £155,580k (2019: £141,464). The valuation of the intercompany receivable with Wednesday Bidco Limited is a key driver of the Company's net asset position and consequent ability to repay the principal and interest of the listed loan note upon maturity. The underlying risk of recoverability is determined by investment value and trading performance of Want2bthere Limited and We love Holidays Limited (the trading indirect subsidiary of Wednesday Bidco Limited). Further details are included within note 10 to the financial statements.

b) How the scope of our audit responded to the key audit matter:

We obtained an understanding of the relevant controls management have in place to assess impairment indicators in Want2bthere Limited.

We have assessed for indicators of impairment of the intercompany loan receivable from Wednesday Bidco Limited to determine if the value of the loan receivable has been appropriately recognised.

We have compared the carrying amount of the receivable to the net asset position of the underlying subsidiary the receivable is due from to identify indicators of impairment.

c) Key observations:

Based on the work performed we conclude that the valuation of the loan is appropriate. We have determined that no impairment is necessary in respect of this intercompany loan receivable from Wednesday Bidco Limited in the current year.

6) Our application of materiality

6.1. Materiality

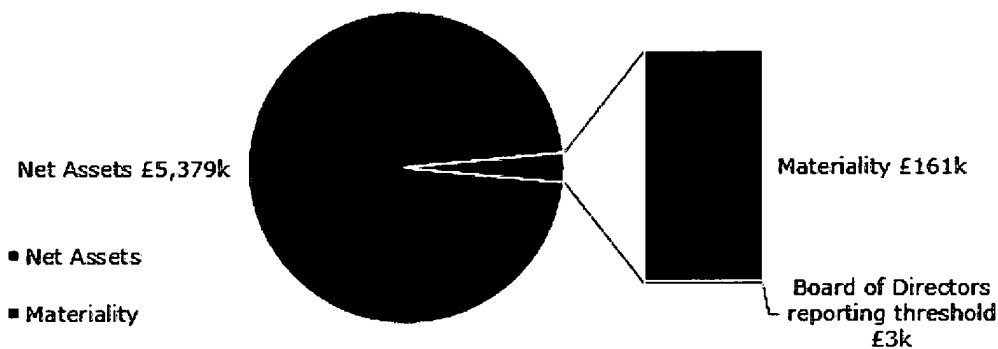
We define materiality as the magnitude of misstatement in the financial statements that makes it probable that the economic decisions of a reasonably knowledgeable person would be changed or influenced. We use materiality both in planning the scope of our audit work and in evaluating the results of our work.

**Independent Auditor's Report to the Members of Wednesday Midco Limited
(continued)**

6.1. Materiality (continued)

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Materiality	- £161,000 (2019: £161,000)
Basis for determining materiality	- 3% of net assets (2019: 3% of net assets)
Rationale for the benchmark applied	Net assets is the key metric for the users of the financial statements as it indicates the ability of Wednesday Midco Limited to continue to make interest payments in respect of the listed debt securities to maturity on 31 December 2027.



6.2. Performance materiality

We set performance materiality at a level lower than materiality to reduce the probability that, in aggregate, uncorrected and undetected misstatements exceed the materiality for the financial statements as a whole. Performance materiality was set at 70% of materiality for the 2020 audit (2019: 70%). In determining performance materiality, we considered the quality of the control environment, the fact that the entity was incorporated in the previous period and the prior year misstatement.

6.3. Error reporting threshold

We agreed with the Board of Directors that we would report to the Directors all audit differences in excess of £3,220 (2019: £3,220), as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also report to the Board of Directors on disclosure matters that we identified when assessing the overall presentation of the financial statements.

7) An overview of the scope of our audit

7.1. Scoping

Our audit was scoped by obtaining an understanding of the entity and its environment, including internal control, and assessing the risks of material misstatement. Audit work to respond to the risks of material misstatement was performed directly by the audit engagement team.

Independent Auditor's Report to the Members of Wednesday Midco Limited (continued)

8) 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.

9) 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.

10) 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.

11) Opinion 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.

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.

Independent Auditor's Report to the Members of Wednesday Midco Limited (continued)

12) Matters on which we are required to report by exception

12.1. Adequacy of explanations received and accounting records

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- 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.

We have nothing to report in respect of these matters.

12.2. Directors' remuneration

Under the Companies Act 2006 we are also required to report if in our opinion certain disclosures of Directors' remuneration have not been made.

We have nothing to report in respect of this matter.

13) 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

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Alistair Pritchard FCA (Senior Statutory Auditor)
For and on behalf of Deloitte LLP,
Statutory Auditor
London

Date: 30 September 2021

Wednesday Midco Limited**Statement of Profit and Loss for the Year Ended 31 October 2020**

	Note	2020 £ 000	2019 £ 000
Administrative expenses		<u>2</u>	<u>(2)</u>
Operating profit/(loss)		2	(2)
Net finance income	7	<u>1,237</u>	<u>3,653</u>
Profit before taxation		1,239	3,651
Tax on profit	8	<u>-</u>	<u>-</u>
Profit for the financial year		<u><u>1,239</u></u>	<u><u>3,651</u></u>

The above results were derived from continuing operations.


There are no further recognised items of other comprehensive income for the current and preceding financial period and as a result no statement of other comprehensive income is presented.

Wednesday Midco Limited**Statement of Financial Position as at 31 October 2020**

	Note	31 October 2020 £ 000	31 October 2019 £ 000
Assets			
Non-current assets			
Investments	9	-	-
Trade and other receivables	10	57,156	38,933
Total non-current assets		57,156	38,933
Current assets			
Trade and other receivables	10	155,580	141,464
Total current assets		155,580	141,464
Total assets		212,736	180,397
Equity and liabilities			
Capital reserves			
Called-up share capital	11	-	-
Retained earnings	11	6,618	5,379
Total equity		6,618	5,379
Non-current liabilities			
Loans and borrowings	12	174,980	146,267
Trade and other payables	13	29,655	27,306
Total non-current liabilities		204,635	173,573
Current liabilities			
Trade and other payables	13	1,483	1,445
Total liabilities		206,118	175,018
Total equity and liabilities		212,736	180,397

The financial statements of Wednesday Midco Limited (registered number: 11334241) were approved by the Board of Directors and authorised for issue on 30/09/21.

They were signed on its behalf by:

DocuSigned by:

 FB8A442ABA14F8.....
 C J McCavert
 Director

The notes on pages 19 to 31 form an integral part of these financial statements.

Wednesday Midco Limited**Statement of Changes in Equity for the Year Ended 31 October 2020**

	Called-up share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 November 2018	-	1,728	1,728
Profit for the year	-	3,651	3,651
Total comprehensive income	-	3,651	3,651
At 31 October 2019	-	5,379	5,379

	Called-up share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 November 2019	-	5,379	5,379
Profit for the year	-	1,239	1,239
Total comprehensive income	-	1,239	1,239
At 31 October 2020	-	6,618	6,618

The notes on pages 19 to 31 form an integral part of these financial statements.

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020

1 General information

Wednesday Midco Limited (the "Company") is a private company limited by share capital, registered in England and Wales, incorporated and domiciled in United Kingdom.

The address of its registered office is:

Shortlands 5th Floor
3 Shortlands
Hammersmith
London
W6 8DA
England

The nature of the Company's operations and its principal activities of the Company are set out in the Strategic Report on pages 2 to 4.

The functional currency of Wednesday Midco Limited is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates.

2 Adoption of new and revised standards

Amendments to IFRS that are mandatorily effective for the current year

The following new and revised Standards and Interpretations have been adopted in the current year. Their adoption has not had any significant impact on the amounts reported in these financial statements.

Amendments to References to the Conceptual Framework in IFRS Standards

The Group has adopted the amendments included in Amendments to References to the Conceptual Framework in IFRS Standards for the first time in the current year. The amendments include consequential amendments to affected Standards so that they refer to the new Framework. Not all amendments, however, update those pronouncements with regard to references to and quotes from the Framework so that they refer to the revised Conceptual Framework. Some pronouncements are only updated to indicate which version of the Framework they are referencing to (the IASC Framework adopted by the IASB in 2001, the IASB Framework of 2010, or the new revised Framework of 2018) or to indicate that definitions in the Standard have not been updated with the new definitions developed in the revised Conceptual Framework.

The Standards which are amended are IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, and SIC-32.

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

2 Adoption of new and revised standards (continued)

New and revised IFRS standards in issue but not yet effective

The following new standards and amendments of standards were issued by the IASB but are not effective for the financial year 2020.

Amendments to IFRS 9	Prepayment Features with Negative Compensation	Effective 1 January 2021
Amendments to IAS 28	Long-term Interests in Associates and Joint Ventures	Effective 1 January 2021
Amendments to IAS 19 Employee Benefits	Plan Amendment, Curtailment or Settlement	Effective 1 January 2021
IFRS 10 Consolidated Financial Statements and IAS 28 (amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Effective 1 January 2021
IFRIC 23	Uncertainty over Income Tax Treatments	Effective 1 January 2021
Amendments to IAS 1	Classification of Liabilities as Current or Non-current	Effective 1 January 2021

The Directors do not expect that the adoption of the Standards listed above will have a material impact on the financial statements of the Company in future periods.

3 Accounting policies

Basis of preparation

The Company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements' issued by the FRC. Accordingly, these financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework'.

Summary of significant accounting policies and key accounting estimates

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.

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

Summary of disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures;
- the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement;
- the requirement in paragraph 38 of IAS 1 'Presentation of financial statements' to present comparative information in respect of: (i) paragraph 79(a) (iv) of IAS 1, (ii) paragraph 73(e) of IAS 16 Property Plant and Equipment;
- the requirements of paragraphs 10(d), 10(f) and 134-136 of IAS 1 Presentation of Financial Statements;
- the requirements of IAS 7 Statement of Cash Flows;

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

3 Accounting policies (continued)

Summary of disclosure exemptions (continued)

- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective);
- the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a Group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;
- the requirements of paragraphs 134(d)-134(l) and 135(c)-135(e) of IAS 36 Impairment of Assets;
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers; and
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases.

The requirements of paragraph 58 of IFRS 16, provided that the disclosure of details of indebtedness required by paragraph 61(1) of Schedule 1 to the Regulations is presented separately for lease liabilities and other liabilities, and in total.

Where relevant, equivalent disclosures have been given in the consolidated financial statements of Wednesday Topco Limited. The consolidated financial statements of Wednesday Topco Limited are publicly available and may be obtained from 5th floor, 3 Shortlands, Hammersmith, London, W6 8DA.

Exemption from preparing group financial statements

The Company has taken advantage of the exemption from preparing consolidated financial statements afforded by S400 of the Companies Act 2006 because it is a wholly-owned subsidiary of Wednesday Topco Limited which prepares consolidated financial statements in accordance with FRS 101 that are publicly available and may be obtained from 5th floor, 3 Shortlands, Hammersmith, London, W6 8DA. These financial statements present information about the Company as an individual undertaking and not about its Group.

Going concern

As at the date of approval of these financial statements, the continued impact of COVID-19 on the travel industry and the resumption of international travel remains uncertain and is subject to rapidly changing external factors, including evolving Government and holiday destination authority responses to controlling the spread of the virus, COVID-19 vaccination rates, the emergence of new variants and ongoing changes in customer sentiment towards future leisure travel.

Due to the measures taken by Governments worldwide during 2020 to get the COVID-19 outbreak under control and in particular, the UK Government's advice against all but essential travel, the tourist industry came to a standstill from the second half of March 2020. For the wider Group, this resulted in the cancellation of booked holidays throughout the financial year. In mid-July, some travel was able to recommence, but at a very reduced level.

The curtailment of international travel in 2020 has resulted in a significant reduction in turnover for the wider Group. As a result marketing and variable costs were switched off with almost immediate effect to mitigate cash outlays in this respect. Furthermore, the business has reduced its fixed base costs by c. 35% compared to pre COVID-19 levels and management actions have been taken to mitigate the timing and extent of amounts to be paid. As a result of the cancellation of holidays during the year given government guidance against travelling and destination border closures, customers were due refunds where they did not choose to amend their original booking, and were offered either an ATOL protected refund credit note or cash. As at 31 October 2020 the Group had refunded over £200 million in cash to customers.

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

3 Accounting policies (continued)

Going concern (continued)

As outlined in the Strategic Report, the Group successfully completed a refinancing exercise in July 2020 raising £37.5m of incremental funds by incumbent Lenders to the ring fenced trading group. This fundraising provided sufficient liquidity for the business assuming a moderate resumption of international travel from January 2021 and included £12.5m from the government's Coronavirus Large Business Interruption Loan Scheme ('CLBILS').

Since the year end, whilst certain restrictions were easing through October and November, cases began to rise again in the UK and Europe during December leading to the return of UK government travel restrictions from 4 January 2021. As a result, the Group undertook a further refinancing exercise which successfully completed on 23 April 2021 raising £51m of incremental funds and an additional £5m RCF facility available during the winter months between October and April to April 2023 also from incumbent Lenders. Management has prepared detailed financial forecasts and a number of scenarios to determine the liquidity requirement going forward. This fundraising provides sufficient liquidity for the wider Group on the assumption that moderate levels of travel to European holiday destinations commences from September 2021 and a return to pre crisis levels from January 2023.

In light of the government's recent introduction of the Global Travel Taskforce ('GTT') and the traffic light system to provide guidance to consumers regarding international travel, the Group is applying rigorous control measures to ensure holidays are on sale for appropriate departure dates depending on FCDO guidance and whether destination borders are open and ensuring marketing costs are kept to a minimum depending on consumers' ability to travel. Variable and fixed costs are also monitored closely on a regular basis to ensure in line with forecast scenarios.

During the recent refinancing exercise, debt covenants were suspended and redrawn going forward. With the funding in place and under the assumption of moderate levels of travel returning from September 2021, this scenario is not expected to give rise to a breach of the covenants in the debt facilities.

As a result of these factors, the Directors have prepared the financial statements on a going concern basis but do acknowledge there remains a material uncertainty over the market recovery in light of European vaccination rates, the releasing of UK travel restrictions, the emergence of new coronavirus variants and customer sentiment to depart on their booked holiday. In the worst case scenario, these market uncertainties may impact the groups ability to continue as a going concern and may cast significant doubt over the entities ability to realise its assets and discharge its liabilities under the normal course of business.

Tax

The tax expense represents the sum of the tax currently payable and deferred tax. Tax is recognised in profit or loss, except that a change attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

Current tax, including UK corporation 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 statement of financial position date.

Deferred taxation is provided in full on timing differences which result in an obligation at the statement of financial position date to pay more tax, or a right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax and 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.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

3 Accounting policies (continued)

Tax (continued)

When the amount that can be deducted for tax for an asset (other than goodwill) that is recognised in a business combination is less (more) than the value at which it is recognised, a deferred tax liability (asset) is recognised for the additional tax that will be paid (avoided) in respect of that difference. Similarly, a deferred tax asset (liability) is recognised for the additional tax that will be avoided (paid) because of a difference between the value at which a liability is recognised and the amount that will be assessed for tax. The amount attributed to goodwill is adjusted by the amount of deferred tax recognised.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the statement of financial position date that are expected to apply to the reversal of the timing differences. Deferred tax relating to non-depreciable property measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to scale of the asset. In other cases, the measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expected, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

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.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Unrealised holding gains and losses other than impairments are recognised in other comprehensive income. On maturity or disposal, net gains and losses previously deferred in accumulated other comprehensive income are recognised in income.

Investments

Fixed asset investments are stated at cost less any provision for diminution in value and reassessed for impairment annually.

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Borrowings

All borrowings are initially recorded at the amount of proceeds received, net of transaction costs. Borrowings are subsequently carried at amortised cost, with the difference between the proceeds, net of transaction costs, and the amount due on redemption being recognised as a charge to the profit or loss over the period of the relevant borrowing.

Interest expense is recognised on the basis of the effective interest method and is included in finance costs.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

3 Accounting policies (continued)

Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and liabilities

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs).

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Company intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the risk financial asset expire or are settled, b) the Company transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Company, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

Fair value of financial assets and liabilities

The best evidence of fair value is a quoted price for an identical asset in an active market. When quoted prices are unavailable, the price of a recent transaction for an identical asset provides evidence of fair value as long as there has not been a significant change in economic circumstances or a significant lapse of time since the transaction took place. If the market is not active and recent transactions of an identical asset on their own are not a good estimate of fair value, the fair value is estimated by using a valuation technique.

4 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 3, the Directors are required to make judgements that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Company's accounting policies

The Directors do not consider there to be any critical judgements, apart from those involving estimations (which are dealt with below).

Key source of estimation uncertainty

The Directors consider the following to be the key sources of estimation uncertainty with significant effect on the amounts recognised in the financial statements.

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

4 Critical accounting judgements and key sources of estimation uncertainty (continued)

i) Financial instruments - loans and borrowings

The Company recognises loans and borrowings at amortised cost less any directly attributable issue costs. The interest expense is spread over managements' best estimate of the life of the loans and borrowings.

5 Auditor's remuneration

Fees payable to Deloitte LLP and their associates for the audit of the Company's annual financial statements were £7k (2019: £15k). This amount was borne by the Company's subsidiary Want2bthere Limited.

The total fees payable in relation to non audit services were £nil (2019: £13k).

6 Staff costs

The Company does not have any employees (2019: £nil). No Directors' remuneration was paid by the Company during the year (2019: £nil). Directors' remuneration is disclosed within the financial statements of the parent company, Wednesday Topco Limited.

7 Net finance income

	2020 £ 000	2019 £ 000
Interest payable on loan notes	(14,187)	(11,652)
Interest payable on inter-company loans	(2,313)	(2,136)
Interest receivable on inter-company loans	17,737	17,441
	<u>1,237</u>	<u>3,653</u>

Included with interest payable on loan notes is £397k (2019: £649k) relating to the amortisation of loan note issuance costs (see note 12).

8 Tax on profit

Tax charged in the statement of profit and loss:

	2020 £ 000	2019 £ 000
Current taxation		
UK corporation tax	-	-
Tax expense in the statement of profit and loss	<u>-</u>	<u>-</u>

Wednesday Midco Limited**Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)****8 Tax on profit (continued)**

The tax on profit before tax for the year is lower than the standard rate of corporation tax in the UK (2019: lower than the standard rate of corporation tax in the UK) of 19% (2019: 19%).

The differences are reconciled below:

	2020 £ 000	2019 £ 000
Profit before taxation	1,239	3,651
Corporation tax at standard UK tax rate of 19% (2019: 19%)	235	694
Expense not deductible	2,696	1,400
Effects of group relief/other reliefs	(2,931)	(2,908)
Deferred tax not provided	-	814
Total tax charge/(credit)	-	-

The March 2021 Budget announced an increase to the main rate of corporation tax to 25% from April 2023. This rate has not been substantively enacted at the balance sheet date and as a result, any potential or unrecognised deferred tax balances as at 31 October 2020 continue to be measured at 19%.

At the end of the reporting period the Company had an unrecognised deferred tax asset of £351k (2019: £606k) in relation to tax losses.

9 Investments

	31 October 2020 £	31 October 2019 £
Investments in subsidiaries	1	1
Subsidiaries		£
Cost or valuation		
At 1 November 2019 and 31 October 2020		1
Carrying amount		
At 31 October 2020		1
At 31 October 2019		1

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

9 Investments (continued)

Details of undertakings

Company

Subsidiary undertakings	Country of registration or incorporation	Class	Shares held %	Principal activity
Wednesday Bidco Limited	England	Ordinary	100	Holding company
Want2bthere Limited*	England	Ordinary	100	Provision of head office services
We Love Holidays Limited*	England	Ordinary	100	Exploitation of intellectual property
WLH US Holding Limited*	England	Ordinary	100	Holding company
We Love Holidays Ireland Limited*	Ireland	Ordinary	100	Holding company
We Love Holidays LLC*	U.S.	Ordinary	100	Collection agent
Amamos Las Vacaciones SL*	Spain	Ordinary	100	Provision of contracting services

* Held indirectly by a subsidiary undertaking.

The registered address for all the UK based subsidiaries is Shortlands 5th Floor, 3 Shortlands, Hammersmith, London, W6 8DA. The registered address for We Love Holidays LLC is 1201 Hays Street, Tallahassee, Florida, U.S. 32301. The registered address for Amamos Las Vacaciones SL is Paseo Del Borne 143, 07012-Palma de Mallorca, Mallorca. The registered address for We Love Holidays Ireland Limited is Enterprise House, O'Brien Road, Carlow, Ireland.

The Company, as a guarantor for the borrowings, has a fixed charge over its entire investment in Wednesday Bidco Limited to secure the borrowings of its subsidiary. There is also a fixed charge over Wednesday Bidco Limited's investment held in Want2bthere Limited. Wednesday Bidco Limited had drawn down on £40m (2019: £30m) in relation to the senior debt facility, and had drawn down £12.5m (2019: £nil) on the committed revolving credit facility at 31 October 2020.

Wednesday Midco Limited**Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)****10 Trade and other receivables**

	31 October 2020 £ 000	31 October 2019 £ 000
Amounts falling due within one year:		
Amounts due from subsidiary undertakings	155,580	141,464
	31 October 2020 £ 000	31 October 2019 £ 000
Amounts falling due after more than one year:		
Amounts due from subsidiary undertakings	57,156	38,933
	57,156	38,933
	212,736	180,397

Amounts owed from subsidiary undertakings are split between one loan with a principal value of £121.3m with interest of 12% and repayable on demand; and one loan with a principal value of £34.9m which is interest bearing and repayable in line with the terms of the loan notes (see note 12) and an additional £15m in relation to new investment as a result of the refinancing in July 2020, which does not bear interest. A debenture has been charged over all assets of the Company in its position as guarantor of its subsidiary's borrowings (see note 9). Amounts included within trade and other receivables are inclusive of accrued interest.

11 Called-up share capital**Allotted, called-up and fully paid shares**

	31 October 2020	31 October 2019
	No. £	No. £
Ordinary share of £1 each	1 1	1 1

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

The Company's other reserves are as follows:

Retained earnings account

The retained earnings account represents cumulative profits or losses, including unrealised profit on the remeasurement of investment properties, net of dividends paid and other adjustments.

Wednesday Midco Limited**Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)****12 Loans and borrowings**

	31 October 2020 £ 000	31 October 2019 £ 000
Non-current loans and borrowings		
Management loan notes and accrued interest	176,466	147,356
Capitalised costs of issuing loan notes	<u>(1,486)</u>	<u>(1,089)</u>
	<u><u>174,980</u></u>	<u><u>146,267</u></u>

Loan notes

As part of the funding arrangements for the transaction on 28 May 2018, £131.3m of loan notes were issued. A further £0.1m was issued in 2019. These loan notes carry an interest rate of 8% for 3 years up to 23 May 2021, 10% up to 23 May 2022 and 12% thereafter. The loan notes are repayable on the earlier of an exit event or upon reaching 2027 where the interest and principal is repaid. Costs of £1.7m were incurred in the raising of the loan notes. The amount has been capitalised and is being amortised over management's best estimate for the term of the loan borrowings.

On 24 July 2020, £14.9m of C Loan Notes were issued. They carry an interest rate of 8% p.a plus a stepped redemption premium. The loan notes are repayable at any time after the first anniversary of issue or upon reaching 2027 where the interest, premium and principal are repaid.

During the prior year, £120.8m of A loan notes and £0.5m of PIK notes were listed on The International Stock Exchange (TISE) in Guernsey.

Borrowings are repayable as follows:

	31 October 2020 £ 000	31 October 2019 £ 000
Loan notes		
After five years	<u>174,980</u>	<u>146,267</u>
	<u><u>174,980</u></u>	<u><u>146,267</u></u>

13 Trade and other payables

	31 October 2020 £ 000	31 October 2019 £ 000
Amounts falling due within one year:		
Amounts due to ultimate parent company	559	507
Amounts due to subsidiary undertakings	<u>924</u>	<u>938</u>
	<u><u>1,483</u></u>	<u><u>1,445</u></u>

Wednesday Midco Limited**Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)****13 Trade and other payables (continued)**

	31 October 2020 £ 000	31 October 2019 £ 000
Amounts falling due after more than one year:		
Amounts due to ultimate parent company	29,655	27,306
	<u>29,655</u>	<u>27,306</u>
	<u>31,138</u>	<u>28,751</u>

Amounts owed to ultimate parent company are split between one loan note with a principal value of £0.4m with interest of 12% and repayable on demand and one loan with a principal value of £24.5m, which is interest bearing and repayable in line with the terms of the loan notes (see note 12). Amounts included within trade and other payables are inclusive of accrued interest.

14 Related party transactions

As a qualifying entity, the Company has taken advantage of the exemption under FRS 101 not to disclose transactions with wholly owned Group companies.

Issue of loan notes

During the period, the Company issued loan notes to the following related parties:

	31 October 2020 £ 000	31 October 2019 £ 000
As at 1 November	142,754	132,512
Loan notes issued to a shareholder with significant influence	13,144	-
Loan notes issued to key management personnel	-	-
Loan notes issued to persons no longer considered key management personnel	-	(345)
Interest charged on loan notes issued to a shareholder with significant influence	10,868	9,799
Interest charged on loan notes issued to key management personnel	836	788
	<u>167,602</u>	<u>142,754</u>

Refer to note 12 for details on the loan notes.

15 Parent and ultimate parent undertaking

The Company's immediate parent is Wednesday Topco Limited. These financial statements are available upon request from 5th floor, 3 Shortlands, Hammersmith, London, W6 8DA

The Directors consider Livingbridge EP LLP to be the ultimate controlling party.

The largest and smallest group of which Wednesday Midco Limited is a member and for which consolidated financial statements are prepared by Wednesday Topco Limited with the registered address of 5th floor, 3 Shortlands, Hammersmith, London, W6 8DA. Copies of consolidated financial statements can be obtained from the Company Secretary at the aforementioned registered address.

Wednesday Midco Limited

Notes to the Financial Statements For the Year Ended 31 October 2020 (continued)

16 Events after reporting period

Following the government announcements on 4 January 2021 of a further national lockdown, the Company immediately reassessed its working capital and liquidity forecasts. As a result, the Company appointed advisors to assist in the financial planning and execution of a new refinancing exercise. This exercise completed successfully on 23 April 2021 raising £56m of incremental funds from incumbent lenders including £5m RCF available during the winter months, that provide sufficient liquidity for the Group assuming a moderate return to international travel from winter 2021.