

Airtours Vacation Ownership Limited
Annual report and financial statements
for the year ended 30 September 2011

Registered number 3354192

FRIDAY



A1C2VL1N

A13

29/06/2012

#74

COMPANIES HOUSE

Airtours Vacation Ownership Limited

Company No 3354192

Contents

	Page
Directors' report	2
Statement of directors' responsibilities	3
Independent auditors' report	4
Statement of comprehensive income	5
Balance sheet	6
Statement of changes in equity	7
Notes to the financial statements	8-11

Airtours Vacation Ownership Limited

Company No 3354192

Directors' report

The directors present their annual report on the affairs of the Company, together with the financial statements and auditors' report, for the year ended 30 September 2011

Business review & principal activities

During the year, the Company was a wholly owned subsidiary of Thomas Cook Group plc and operated as part of the Group's UK division

During the year ended 30 September 2011, the company did not trade. Trading ceased in the 13 month period ended 31 October 2004

The company formerly provided central support services (executive, finance, membership services and marketing) to Vacation Ownership developments in Gran Canaria, Spain

In the year the company made a loss due to interest on intra-group loans, of £274,571 (2010 £178,085)

At the year end the company had net liabilities of £6,639,536 (2010 £6,364,965)

Principal risks and uncertainties

Given that the Company trades only as a holding company, whose investments have been fully written down, the directors deem that there are no significant risks or uncertainties. Foreign exchange risk is minimised since both Inter-Group receivables and payables are denominated in the same foreign currency, minimising the Company's exposure to exchange gains and losses

Environment and employees

As the Company trades only as a holding company and has no direct employees (2010 nil), the directors do not consider it necessary to report on environmental or employment policies

Key performance indicators

As the Company is not actively trading, the directors are of the opinion that an analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business

Results and dividends

The results for the year are set out on page 6

The directors do not recommend the payment of an ordinary dividend for the year ended 30 September 2011 (2010 £ nil)

Directors

The directors, who served throughout the year, were as follows

Peter Michael Dugre

Thomas Cook Group Management Services Ltd (formerly Parkway Management Services Ltd)

D M W Hallisey (resigned 1 March 2011)

Auditors

The auditors PricewaterhouseCoopers LLP have indicated their willingness to continue in office and a resolution concerning their reappointment will be proposed at the Annual General Meeting

In the case of each of the persons who are directors of the Company at the date when this report is approved

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

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

Airtours Vacation Ownership Limited

Company No 3354192

Statement of Directors' responsibilities

The directors are responsible for preparing the Director's report and financial statements in accordance with applicable laws 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union. 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements,
- 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.

Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

By order of the Board



S Bradley

Company Secretary

26th June 2012

Airtours Vacation Ownership Limited

Independent auditors' report to the members of Airtours Vacation Ownership Limited

We have audited the financial statements of Airtours Vacation Ownership Limited for the year ended 30 September 2011 which comprise the Statement of Comprehensive Income, Balance Sheet, Statement of Changes in Equity and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Respective responsibilities of directors and auditor

As explained more fully in the Directors' Responsibilities Statement, set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed, the reasonableness of significant accounting estimates made by the directors, and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements

- give a true and fair view of the state of the Company's affairs as at 30 September 2011 and of its loss for the year then ended,
- have been properly prepared in accordance with IFRSs as adopted by the European Union, and
- have been prepared in accordance with the requirements of the Companies Act 2006

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you 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



John Ellis (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
London
26 June 2012

Airtours Vacation Ownership Limited

Company No 3354192

Statement of Comprehensive Income

Year ended 30 September 2011

		Year ended 30 September 2011 £	Year ended 30 September 2010 £
	Notes		
Finance costs	3	(274,571)	(178,085)
Loss before tax	4	(274,571)	(178,085)
Tax	5	-	-
Loss for the period attributable to equity shareholders		<u>(274,571)</u>	<u>(178,085)</u>

All activity arose from continuing operations There is no other comprehensive income for the year

Cash flow statement

The Company had no cash flows in either the current or prior period, its cash flow obligations were settled by a fellow group undertaking Accordingly, no separate cash flow statement has been presented with these financial statements

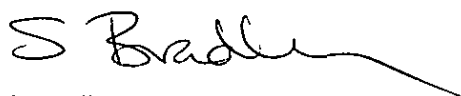
Airtours Vacation Ownership Limited
Company No 3354192

Balance sheet

30 September 2011

	Notes	30 September 2011 £	30 September 2010 £
Non-current assets			
Investments in subsidiary undertakings	6	<u>1</u>	<u>1</u>
Current liabilities			
Amounts due to group undertakings	9	<u>(6,639,537)</u>	<u>(6,364,966)</u>
Net liabilities		<u><u>(6,639,536)</u></u>	<u><u>(6,364,965)</u></u>
Equity			
Called up share capital	7	<u>1</u>	<u>1</u>
Retained profit and loss deficit		<u>(6,639,537)</u>	<u>(6,364,966)</u>
Deficit attributable to equity holders of the parent		<u><u>(6,639,536)</u></u>	<u><u>(6,364,965)</u></u>

The financial statements on pages 6 to 12 were approved by the board of directors and authorised for issue on 26th June 2012. They were signed on its behalf by



S Bradley
representing Thomas Cook Group Management Services Ltd
Director

Airtours Vacation Ownership Limited

Company No 3354192

Statement of changes in equity Year ended 30 September 2011

	Share Capital £	Retained Earnings £	Total £
At 30 September 2010	1	(6,364,966)	(6,364,965)
Loss for the period	-	(274,571)	(274,571)
At 30 September 2011	1	(6,639,537)	(6,639,536)

Airtours Vacation Ownership Limited

Company No 3354192

Notes to the financial statements

Year ended 30 September 2011

1. General information

Airtours Vacation Ownership Limited is a company incorporated in England and Wales under the Companies Act 1985. The address of the registered office is Thomas Cook Business Park, Coningsby Road, Peterborough, Cambridgeshire, PE3 8SB. The nature of the company's operations and its principal activities are set out in the Directors' report. These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the company operates.

At 30 September 2011 the Company was a wholly-owned subsidiary company (see note 9) and was included within the audited consolidated financial statements of Thomas Cook Group plc, a company incorporated in England and Wales, which have been prepared in accordance with International Financial Reporting Standards and filed with the Registrar of Companies. The Company is therefore exempt from the obligation to prepare consolidated financial statements in accordance with section 400 of the Companies Act 2006.

Adoption of new or amended standards and interpretations in the current year

In the current year, the following new or amended standards have been adopted. Their adoption has not had a significant impact on the amounts reported or the disclosure and presentation in these financial statements, but may impact the accounting or the disclosure and presentation for future transactions and arrangements.

IAS 1 Revised – 'Presentation of Financial Statements' is effective for annual reporting periods commencing on or after 1 January 2010. The amendments require a number of presentational changes, including the introduction of a statement of comprehensive income and the requirement to present a statement of changes in equity as a primary statement. The statement of comprehensive income represents all items of recognised income and expense in either one statement or two linked statements. Management has elected to present one statement.

New or amended standards and interpretations in issue but not yet effective

The following new standards, amendments to standards and interpretations that are expected to impact the Company, which have not been applied in these financial statements, were in issue, but are not yet effective.

IAS 24 Amendment "Related parties" is effective for annual reporting periods commencing on or after 1 January 2011. The amendment clarifies the definition of related parties.

Management does not anticipate that the adoption of these new or amended standards and interpretations will have a material impact on the Company.

2. Significant accounting policies

The principal accounting policies applied in the preparation of the financial information presented in this document are set out below. These policies have been applied consistently to the periods presented.

Basis of preparation

These financial statements have been prepared in accordance with IFRS and IFRIC interpretations and with those parts of the Companies Act 2006 applicable to Companies reporting under IFRS. The financial statements have also been prepared in accordance with IFRS as adopted for use in the European Union.

The financial statements have been prepared under the historical cost convention, except for revaluation of certain financial instruments. The principal accounting policies adopted are set out below.

The Company is reliant on the support of its ultimate parent company Thomas Cook Group plc. This support has been formally provided and accordingly the directors of Airtours Vacation Ownership Limited have prepared these financial statements on a going concern basis.

Statement of Comprehensive Income presentation

Profit or loss from operations includes the results from operating activities of the Company. It is stated before the results of investing activities such as the disposal of subsidiaries or joint ventures and the disposal of items of property, plant and equipment.

Airtours Vacation Ownership Limited

Company No 3354192

Notes to the financial statements

Year ended 30 September 2011

Tax

Tax represents the sum of tax currently payable and deferred tax. Tax is recognised in the income statement unless it relates to an item recognised directly in equity, in which case the associated tax is also recognised directly in equity.

Tax currently payable is provided on taxable profits based on the tax rates and laws that have been enacted or substantively enacted at the balance sheet date. Provision is made for deferred tax so as to recognise all temporary differences which have originated but not reversed at the balance sheet date that result in an obligation to pay more tax, or a right to pay less tax, in the future, except as set out below. This is calculated on a non-discounted basis by reference to the average tax rates that are expected to apply in the relevant jurisdictions and for the periods in which the temporary differences are expected to reverse.

Deferred tax assets are assessed at each balance sheet date and are only recognised to the extent that their recovery against future taxable profits is probable.

Foreign currency

Transactions in currencies other than the functional currency of an entity are translated at the exchange rate at the date of the transaction. Foreign currency monetary assets and liabilities held at the period end are translated at period end exchange rates. The resulting exchange gain or loss is dealt with in the income statement.

Investments

The fixed asset investment represents an interest in an unincorporated joint venture. The fixed asset investment is shown at cost less any provision for impairment in value.

3. Finance costs

	Year ended 30 September 2011 £	Year ended 30 September 2010 £
Intra group interest payable	274,571	178,085

4. Administrative expenses

The Company has no employees. Certain administrative expenses of the Company, including audit fees of £1,000 (2010: £1,000) and directors' remuneration, were borne by Thomas Cook Group plc, the Company's ultimate parent undertaking, during both accounting periods with no recharge made to the Company as the directors spend the majority of their time on other group companies.

Notes to the financial statements

Year ended 30 September 2011

5. Tax

	Year ended 30 September 2011 £	Year ended 30 September 2010 £
Current tax	-	-
Deferred tax	-	-
Tax charge	-	-

UK corporation tax is calculated at 26% (2010 28%) of the estimated assessable profit for the year

There was no deferred tax balance at the current or prior period end, whether provided or unprovided

The charge for the period can be reconciled to the loss per the income statement as follows

	Year ended 30 September 2011 £	Year ended 30 September 2010 £
Tax reconciliation		
Loss before tax	(274,571)	(178,085)
Expected tax credit at the UK corporation tax rate of 26% (2010 28%)	(71,388)	(49,864)
Tax losses carried forward, no deferred tax recognised	71,388	49,864
Group relief surrendered for no consideration	-	-
Tax charge	-	-

Corporation tax is calculated at 26% (2010 28%) of the estimated assessable profit for the year. At the balance sheet date, the company had unused tax losses of £708,108 (2010 £433,537) available for offset against future profits. No deferred tax asset has been recognised in respect of tax losses of £708,108 (2010 433,537) due to the unpredictability of future profit streams.

In addition to the changes in rates of Corporation tax disclosed above, a number of further changes to the UK Corporation tax system were announced in the March 2011 UK Budget Statement. Further reductions to the main rate are proposed to reduce the rate by 1% per annum to 23% by 2014. These further changes had not been substantively enacted at the balance sheet date and, therefore, are not included in these financial statements.

The proposed reductions of the main rate of corporation tax by 1% per year to 23% by 1 April 2014 are expected to be enacted separately each year. There is no overall effect of the further changes from 25% to 23%, if these applied to the deferred tax balance at the balance sheet date as no deferred tax asset has been recognised in respect of tax losses and short term timing differences of due to the unpredictability of future profit streams.

Airtours Vacation Ownership Limited
Company No 3354192

Notes to the financial statements

Year ended 30 September 2011

6. Investments

	30 September 2011 £	30 September 2010 £
Investments in subsidiary undertakings		
Subsidiary undertaking	1	1

The company has an investment in the following subsidiary undertaking

Airtours Vacation Club Management Limited (Dormant) 100% owned, incorporated in England

7. Called up share capital

	30 September 2011 £	30 September 2010 £
Authorised:		
1,000 ordinary shares of £1 each	1,000	1,000
Issued and fully paid:		
1 ordinary share of £1 each	1	1

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

8. Related party transactions

Transactions between the Company and other members of the Thomas Cook Group plc are disclosed below

Trading transactions	Amounts owed to related parties		Finance costs paid to related parties	
	30 September 2011 £	30 September 2010 £	Year ended 30 September 2011 £	Year ended 30 September 2010 £
Parent and fellow subsidiaries	6,621,537	6,346,966	274,571	178,085

Finance income payable and amounts owed to related parties are owed to MyTravel Group plc

The amounts outstanding are interest bearing, unsecured and will be settled in cash. No guarantees have been given or received. No provisions have been made for doubtful debts in respect of the amounts owed by related parties.

The directors consider that the carrying amount of amounts owed to group undertakings approximates to their fair value.

9. Ultimate controlling party

The Company is a subsidiary of MyTravel Group plc, which is incorporated in Great Britain. Thomas Cook Group plc, incorporated in England and Wales, is the Company's ultimate parent company. The smallest group in which the results of the company are consolidated is that of which Thomas Cook Group plc is the parent company. The consolidated accounts of Thomas Cook Group plc may be obtained from 6th floor South, Brettenham House, Lancaster Place, London, WC2E 7EN.