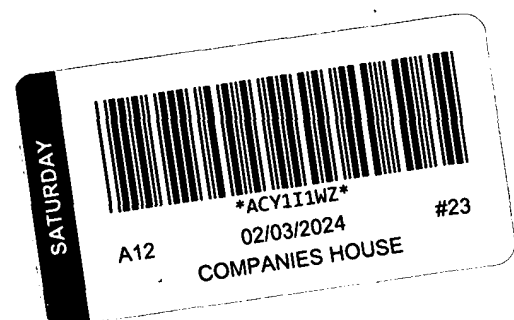


# **Sunhotels Ltd**

## **Annual Report and Financial Statements**

**for the year ended 31 March 2023**

**Company registration no. 04390392  
(England and Wales)**



# **Sunhotels Ltd**

## **Annual report and financial statements for the year ended 31 March 2023**

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# **Sunhotels Ltd**

## **Annual report and financial statements for the year ended 31 March 2023**

### **Company information**

#### **Directors**

John Guscic  
Tony Ristevski  
Marco Torrente

#### **Company number**

04390392

#### **Company secretary**

Ellis D Rosen

#### **Registered office**

338 – C/O Webbeds Ltd  
14<sup>th</sup> Floor  
Euston Road  
London  
NW1 3BT  
England

#### **Auditor**

MHA  
Statutory Auditor  
6<sup>th</sup> Floor, 2 London Wall Place  
London EC2Y 5AU  
United Kingdom

#### **Banker**

Banco de Sabadell, S.A., the UK branch  
122 Leadenhall Street  
London EC3V 4AB  
United Kingdom

# **Sunhotels Ltd**

## **Directors' report for the year ended 31 March 2023**

The Directors present their Annual report and audited financial statements of Sunhotels Limited (the "Company") for the year ended 31 March 2023. The comparative period is for the year ended 31 March 2022.

The Directors' report has been prepared in accordance with the special provisions in section 414A of the Companies Act 2006 in regards to small companies. The directors have taken the advantage of the small companies' exemption provided by section 414B of the Companies Act 2006 not to provide a strategic report.

### **Principal activities**

The Company's principal activity during the year was rendering of shared administration services for other entities within Webjet Group.

### **Results and dividends**

The results for the year are set out on page 10.

During financial year ended 31 March 2023, there were just months of activities where the company continued to provide shared services to the entities within the wider Webjet group, after that all the employees were transferred to other entities within the wider Webjet Group.

The Directors do not recommend payment of a dividend (2022: €0). There were no dividends paid during the year.

### **Post balance sheet event**

There are no post balance sheet events to report.

### **Directors**

The following directors have held office since 1 April 2022 up to the date of this report:

John Guscic  
Marco Torrente  
Tony Ristevski

### **Director's Indemnities**

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

### **Future developments**

The Directors expect the Company to continue as a non-trading company in the Webjet group in the foreseeable future.

## **Sunhotels Ltd**

### **Directors' report for the year ended 31 March 2023**

#### **Going concern**

The Company's liquidity position is inextricably linked to the liquidity position of other companies within the Group, due to the nature of cash pooling arrangements that exist across the Group as well the centralised treasury functionality. Consequently, to assess the liquidity position of the Company, the Directors have considered the wider operational, liquidity and funding impacts of the crisis on other companies within the Group who also form part of the pooling arrangements. The Group arrangement also provided the Company with the stability of funding from within the cash pool and ensure the continuation of trade for the foreseeable future.

As at 31 March 2023 the company is reporting net liabilities of €12,285,623 (2022: €12,305,325). Notwithstanding the net liabilities position, the financial statements have been prepared on a going concern basis. The company is reliant on the financial support of its parent company in order to provide work capital to allow the company to meet its liabilities as they fall due. The ultimate parent company of the Group, Webjet Limited, has provided formal confirmation to the company, that it will provide the company with financial and operational support necessary to guarantee the continuity of the operations of the company, for the period of at least 12 months from the date of approval of the financial statements.

The Directors, having considered the above and the financial position of Webjet Limited, continue to adopt the going concern basis in preparing the financial statements with reasonable expectation that the company will continue in operational existence for the foreseeable future.

#### **Principal risks and uncertainties**

The Company's activities involve the provision of services to Webjet Group entities and therefore its performance is directly influenced by the risks and uncertainties faced by the wider group. The company is exposed to cashflow and liquidity risks, as it is reliant on the Group for funding.

#### **Cash flow and liquidity risk**

The Webjet Limited Group has carried out an increase of 346 million Australian dollars (211 million euros, approximately) with the aim of mainly alleviating the effects of the crisis on the liquidity of the entities that make up the Group, including Sunhotels Ltd.

## **Sunhotels Ltd**

### **Directors' report for the year ended 31 March 2023**

#### **Auditor**

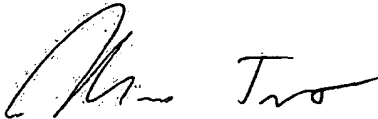
Each of the persons who is a director at the date of approval of this report confirms that:

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

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

During the year, MHA has been re-appointed as auditor of the Company.

Approved by the Board of Directors and signed on behalf of the Board on 22 February 2024 by



Marco Torrente  
Director

*Registered office*  
21 Fullwell Avenue  
Barkingside  
Ilford  
Essex  
IG6 2HA  
England

## **Sunhotels Ltd**

### **Directors' responsibilities statement**

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **Sunhotels Ltd**

### **Independent auditor's report to the members of Sunhotels Limited (continued)**

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

##### **Opinion**

We have audited the financial statements of Sunhotels Limited (the 'Company') for the year ended 31 March 2023, which comprise: the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity, and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

##### **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 United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **Conclusions relating to going concern**

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

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

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

##### **Other information**

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.



## Sunhotels Ltd

### Independent auditor's report to the members of Sunhotels Limited (continued)

#### 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.

#### Matters on which we are required to report by exception

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 material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which 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.

#### Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page 11, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

#### Auditor's responsibilities for the audit of the financial statements

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

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

- Enquiry of management around actual and potential litigation and claims;
- Enquiry of entity staff in tax and compliance functions to identify any instances of non-compliance with law and regulations;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias;
- Reviewing minutes of meetings of those charged with governance; and
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

## Sunhotels Ltd

### **Independent auditor's report to the members of Sunhotels Limited (continued)**

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Auditor's Report.

#### **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.

*Rajeev Shaunak FCA*

Rajeev Shaunak FCA (Senior Statutory Auditor)  
for and on behalf of MHA, Statutory Auditor  
London, United Kingdom  
22 February 2024

## Sunhotels Ltd

### Profit and loss account for the year ended 31 March 2023

		Year ended 31 March 2023	Year ended 31 March 2022
	Note	€	€
Turnover	3	-	(772,181)
<b>Gross Profit/(loss)</b>		<u>-</u>	<u>(772,181)</u>
Administrative expenses		11,388	(452,322)
Other operating income	4	-	1,872
Other operating expenses		-	-
<b>Operating Profit/(loss)</b>	5	<u>11,388</u>	<u>(1,222,631)</u>
Interest income		-	-
<b>Profit/(Loss) before taxation</b>		<u>11,388</u>	<u>(1,222,631)</u>
Tax (charge)/credit on (Profit/(loss))	8	-	-
<b>Profit/(Loss) for the financial year</b>		<u>11,388</u>	<u>(1,222,631)</u>

All of the amounts included in the profit and loss account are derived from continuing operations. 100% of the profit for the year is attributable to the equity shareholders of the company.

There have been no recognised gains or losses other than those shown above and accordingly no separate statement of comprehensive income is presented.

## Sunhotels Ltd

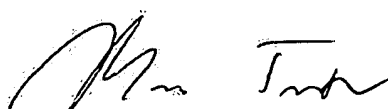
### Balance sheet as at 31 March 2023

	Note	31 March 2023 €	31 March 2022 €
<b>Fixed assets</b>			
Investments	9	-	3,100
		-	3,100
<b>Current assets</b>			
Debtors: amounts falling due within one year	10	44,199	105,072
Cash at bank and in hand		68,837	36,481
		113,036	141,553
<b>Creditors: amounts falling due within one year</b>	11	(12,406,973)	(12,449,978)
<b>Net current liabilities</b>		(12,293,937)	(12,308,425)
<b>Total assets less current liabilities</b>		(12,293,937)	(12,305,325)
<b>Net liabilities</b>		<u>(12,293,937)</u>	<u>(12,305,325)</u>
<b>Capital and reserves</b>			
Called-up share capital	12	1,580	1,580
Profit and loss account	12	(12,295,517)	(12,306,905)
<b>Shareholders deficit</b>		<u>(12,293,937)</u>	<u>(12,305,325)</u>

The company's financial statements have been prepared in accordance with the provision applicable to companies subject to the small companies' regime.

These financial statements of Sunhotels Limited (registered number 04390392) were approved by the Board of Directors 22 February 2024.

They were signed on its behalf by:

  
Marco Torrente  
Director

## Sunhotels Ltd

### Statement of changes in equity for the year ended 31 March 2023

	<b>Called-up share capital €</b>	<b>Profit and loss account €</b>	<b>Total €</b>
At 31 March 2021	1,580	(11,084,274)	(11,082,694)
Loss for the period and total comprehensive expense	-	(1,222,631)	(1,222,631)
At 31 March 2022	1,580	(12,306,905)	(12,305,325)
Profit for the period and total comprehensive expense	-	11,388	11,388
At 31 March 2023	1,580	(12,295,517)	(12,293,937)

# Sunhotels Ltd

## Notes to the financial statements for the year ended 31 March 2023

### 1 Accounting policies

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

#### General information and basis of accounting

Sunhotels Limited (the “Company”) is a private company limited by shares, incorporated in the United Kingdom under the Companies Act 2006 and registered in England and Wales. The address of the Company’s registered office is shown on page 1.

The principal activities of the Company are set out in the directors’ report on pages 2 to 3.

These financial statements are separate financial statements prepared under the historical cost convention and in accordance with Section 1A of Financial Reporting Standard 102 (FRS 102), the Financial Reporting Standard applicable in the UK and in the Republic of Ireland and the Companies Act 2006. Accordingly, the Company is not required to prepare consolidated financial statements.

The functional currency of the Company is considered to be euros because that is the currency of the primary economic environment in which the Company operates. The presentational currency is also in euros.

In preparing the Company’s financial statements, the amounts have been rounded off to the nearest thousand euros, unless otherwise stated.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Exemptions have been taken in these separate Company financial statements in relation to financial instruments and remuneration of key management personnel.

The Directors have confirmed that the consolidated financial statements of Webjet Limited include the equivalent disclosures related to financial instruments.

The Company has taken the exemption to not prepare consolidated financial statements on the basis that the accounts of the Company and the investment it holds are both included within the ultimate parent company’s consolidated accounts.

As 100% of the Company’s voting rights are controlled within the group headed by Webjet Limited, the Company has taken advantage of the exemption contained in FRS 102 Section 33 and has therefore not disclosed transactions or balances with other wholly owned subsidiaries which form part of the group.

# Sunhotels Ltd

## Notes to the financial statements for the year ended 31 March 2023

### 1 Accounting policies

#### Going concern

The Company's liquidity position is inextricably linked to the liquidity position of other companies within the Group, due to the nature of cash pooling arrangements that exist across the Group as well the centralised treasury functionality. Consequently, to assess the liquidity position of the Company, the Directors have considered the wider operational, liquidity and funding impacts of the crisis on other companies within the Group who also form part of the pooling arrangements. The Group arrangement also provided the Company with the stability of funding from within the cash pool and ensure the continuation of trade for the foreseeable future.

As at 31 March 2023 the company is reporting net liabilities of € 12,293,937 (2022: €12,305,325). Notwithstanding the net liabilities position, the financial statements have been prepared on a going concern basis. The company is reliant on the financial support of its parent company in order to provide work capital to allow the company to meet its liabilities as they fall due. The ultimate parent company of the Group, Webjet Limited, has provided formal confirmation to the company, that it will provide the company with financial and operational support necessary to guarantee the continuity of the operations of the company, for the period of at least 12 months from the date of approval of the financial statements.

The Directors, having considered the above and the financial position of Webjet Limited, continue to adopt the going concern basis in preparing the financial statements with reasonable expectation that the company will continue in operational existence for the foreseeable future.

#### Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Depreciation is provided at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

Hardware	3 years straight-line
----------	-----------------------

# Sunhotels Ltd

## Notes to the financial statements for the year ended 31 March 2023

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

##### *i. 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), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

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.

Debt instruments which comply with all of the condition of paragraph 11.9 of FRS 102 are classified as 'basic'. For debt instruments that do not meet the conditions of FRS 102.11.9, it is considered whether the debt instrument is consistent with the principle in paragraph 11.9A of FRS 102 in order to determine whether it can be classified as basic. Instruments classified as 'basic' financial instruments are subsequently measured at amortised cost using the effective interest method.

Debt instruments that have no stated interest rate (and do not constitute financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Financial assets are derecognised when and only when:

- a) the contractual rights to the cash flows from the 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.



# Sunhotels Ltd

## Notes to the financial statements for the year ended 31 March 2023

### 1 Accounting policies (continued)

#### Financial instruments

##### *ii. Investments*

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

##### *iii. Equity instruments*

Equity instruments issued by the Company are recorded at the fair value of cash or other resources received or receivable, net of transaction costs.

#### Impairment of assets

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

##### *i. Non-financial assets*

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable value of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

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

##### *ii. Financial assets*

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

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

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

# Sunhotels Ltd

## Notes to the financial statements for the year ended 31 March 2023

### 1 Accounting policies (continued)

#### Taxation

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

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

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.

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Company is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to non-depreciable property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale 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 Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

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.

#### Turnover

Turnover represents amounts receivable through a transfer pricing mechanism within the Webjet group for providing back office service for other entities within the wider group. The amount received is based on costs incurred in the company plus a mark up for back office services provided to the wider group.

# **Sunhotels Ltd**

## **Notes to the financial statements for the year ended 31 March 2023**

### **I Accounting policies (continued)**

#### **Other operating income**

Other operating income represents amounts receivable due to government grants. Grants are recognised based on the accrual model and are measured at the fair value of the asset received or receivable. Grants are classified as relating either to revenue or to assets. A grant that becomes receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity is recognised in profit and loss in the year in which it becomes receivable.

#### **Other operating expenses**

Other operating expenses represent amounts payable through a transfer pricing mechanism within the Webjet group. The amount paid is based on the net bank interest incurred by the entities providing treasury management services to the Webjet group.

#### **Dividend and interest income**

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (provided that it is probable that the economic benefits will flow to the company).

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

#### **Pensions**

The Company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year they are payable. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

#### **Foreign currencies**

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

#### **Leases**

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

## **Sunhotels Ltd**

### **Notes to the financial statements for the year ended 31 March 2023**

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

In the application of the Group's accounting policies, which are described in note 1, the Directors are required to make judgements (other than those involving estimations) 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 year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

#### **Critical judgements in applying the Group's accounting policies**

The directors do not consider there to be any critical accounting judgements.

#### **Key source of estimation uncertainty**

The directors do not consider there to be any key assumptions concerning the future, and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

## Sunhotels Ltd

### Notes to the financial statements for the year ended 31 March 2023

#### 3 Turnover

Turnover represents income recognised from the main class of business. Turnover is derived from the United Arab Emirates.

	Year ended 31 March 2023 €	Year ended 31 March 2022 €
Service charge	-	(772,181)
	<u>                    </u>	<u>                    </u>

#### 4 Other Operating income

	Year ended 31 March 2023 €	Year ended 31 March 2022 €
Government subsidy	-	1,872
	<u>                    </u>	<u>                    </u>

# Sunhotels Ltd

## Notes to the financial statements for the year ended 31 March 2023

### 5 Operating gain

	Year ended 31 March 2023	Year ended 31 March 2022
	€	€
Operating loss/(profit) is stated after charging/(crediting):		
Depreciation of tangible assets	-	90
Foreign exchange loss/(gain)	(70,900)	9,112
Fees payable to the company's auditor for the audit of the company's annual financial statements	18,250	18,250
Payments made under operating leases in the year	-	-
	<u>          </u>	<u>          </u>

### 6 Employees

	Year ended 31 March 2023	Year ended 31 March 2022
	€	€
<b>Employment cost</b>		
Wages and salaries	-	342,656
Social security costs	149	44,109
	<u>149</u>	<u>386,765</u>

The average monthly number of employees was the following:	Number	Number
Administrative	-	5
Sales	-	-
Corporate	-	1
	<u>          </u>	<u>          </u>
	-	6

### 7 Directors' remuneration

	Year ended 31 March 2023	Year ended 31 March 2022
	€	€
Aggregate remuneration	-	194,776
	<u>          </u>	<u>          </u>

The highest paid director during the year received total remuneration of € 0 (2022: €194,776).

## Sunhotels Ltd

### Notes to the financial statements for the year ended 31 March 2023

#### 8 Taxation

The difference between total tax on profit shown above and the amount calculated by applying the average rate of UK corporation tax to the profit before tax is as follows

	Year ended 31 March 2023 €	Year ended 31 March 2022 €
Gain before tax	11,388	(1,222,631)
Tax on gain at standard UK corporation tax rate of 19% (FY19: 19%)	2,164	(232,300)
Effects of:		
Expenses not deductible for tax purposes	-	91
Unrecognised tax losses carried forward	-	232,209
Utilisation of tax losses	(2,164)	-
Tax charge/(credit) for the year	-	-

The UK Government announced in the 2021 budget that from 1 April 2023, the rate of corporation tax in the United Kingdom will increase from 19% to 25%. Companies with profits of £50,000 or less will continue to be taxed at 19%, which is a new small profits rate. Where taxable profits are between £50,000 and £250,000, the higher 25% rate will apply but with a marginal relief applying as profits.

As at 31 March 2023 the company maintains an unrecognised deferred tax asset of £ 1,325,387 in relation to historic tax losses. The Directors have elected not to recognise the deferred tax asset as the recovery of the of the tax losses against future taxable profits cannot be determined with any certainty.

## Sunhotels Ltd

### Notes to the financial statements for the year ended 31 March 2023

#### 9 Investments

On October 14, 2022 the Company sold 100 ordinary shares of Sunhotels Mundo SL for the price of 3,100 € to the company of the same Group WebBeds Ltd.

#### 10 Debtors: amounts falling due within one year

	2023	2022
		€
VAT receivable	9,273	8,499
Amounts owed by fellow Group undertakings	34,926	96,479
Prepayments	-	94
	<u>44,199</u>	<u>105,072</u>

The amounts owed by fellow Group undertakings are unsecured, repayable on demand and interest free.

#### 11 Creditors: amounts falling due within one year

	2023	2022
	€	€
Other creditors	1,449	8,344
Amounts owed to fellow Group undertakings	12,348,044	12,389,276
Accruals and deferred revenue	57,481	52,358
	<u>12,406,973</u>	<u>12,449,978</u>

The amounts owed to fellow Group undertakings are unsecured, repayable on demand and interest free.



## Sunhotels Ltd

### Notes to the financial statements for the year ended 31 March 2023

#### 12 Called-up share capital and reserves

	Allotted, called up and fully paid			
	2023 Number	2023 €	2022 Number	2022 €
Ordinary shares of £1 each	1,000	1,580	1,000	1,580

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

The Company's other reserves are as follows:

The profit and loss reserve represents cumulative profits or losses, net of other adjustments.

#### 13 Ultimate controlling party

In the opinion of the Directors, the Company's ultimate parent company and ultimate controlling party is Webjet Limited, a company incorporated in Australia.

The parent undertaking of the largest and smallest group, which includes the Company, and for which consolidated financial statements are prepared, is Webjet Limited. Copies of the group financial statements of Webjet Limited are available on Webjet Limited's corporate website [www.webjetlimited.com](http://www.webjetlimited.com) or from their registered address, Level 2, 509 St Kilda Road, Melbourne, Vic 3004, Australia.

The Company's immediate parent company is WebBeds Holding Co Limited.