

Company Registration No. 05505192

**PRICELINE.COM BOOKINGS ACQUISITION  
COMPANY LIMITED**

**Annual Report and Financial Statements**

**For the year ended 31 December 2017**



# **PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED**

## **ANNUAL REPORT AND FINANCIAL STATEMENTS**

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# **PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED**

## **OFFICERS AND PROFESSIONAL ADVISERS**

### **DIRECTORS**

Anthony J. Cali, Jr.  
Eduardo N.T. Andrade

### **COMPANY SECRETARY**

Abogado Nominees Limited

### **REGISTERED OFFICE**

100 New Bridge Street  
London  
EC4V 6JA  
United Kingdom

### **SOLICITORS**

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

### **AUDITOR**

Deloitte LLP  
Statutory Auditor  
Cambridge  
United Kingdom

# **PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED**

## **DIRECTORS' REPORT**

The directors present the annual report and the audited financial statements of the Company for the year ended 31 December 2017.

The directors have taken the small companies exemption contained in S414B of the Companies Act 2006 from the requirement to prepare a Strategic Report.

The directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

## **PRINCIPAL ACTIVITY**

The Company's principal activity is that of an investment company. The Company has a direct interest in a holding company and indirect interests in trading and service companies, which are incorporated in the Netherlands.

## **REVIEW OF DEVELOPMENTS AND FUTURE PROSPECTS**

The directors are satisfied with the result achieved by the Company and do not expect the Company's activities to change in the foreseeable future, for further considerations around going concern see Note 1 set out on page 10.

## **FINANCIAL RISK MANAGEMENT**

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

## **DIVIDENDS**

During the year, the Company recommended dividend payments in a total amount of \$3,294,355,072 (2016 dividend - \$2,687,351,690) to Priceline.com International Limited.

## **POST BALANCE SHEET EVENTS**

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

## **DIRECTORS**

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

Glenn D. Fogel (resigned on 12 January 2017)

Daniel J. Finnegan (resigned on 1 March 2018)

Anthony J. Cali, Jr. (appointed on 1 March 2018)

Eduardo N.T. Andrade

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## DIRECTORS' REPORT (CONTINUED)

### AUDITOR

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

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

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

Deloitte LLP have expressed their willingness to continue in office as auditor and a resolution to reappoint them as auditor will be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors  
and signed on behalf of the Board:



Anthony J. Cali, Jr.

Director

September 26, 2018

# **PRICELINE.COM BOOKINGS ACQUISITION COMPANY 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 Financial Reporting Standard 102, "The Financial Reporting Standard Applicable in the UK and Republic of Ireland" ("FRS 102").

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

# **PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED**

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED**

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

#### **Opinion**

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

- give a true and fair view of the state of the company's affairs as at 31 December 2017 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the statement of comprehensive income;
- the balance sheet;
- the statement of changes in equity;
- the related notes 1 to 11.

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

#### **Basis for opinion**

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

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

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

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

#### **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.

## **PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED**

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

We have nothing to report in respect of these matters.

### **Responsibilities of directors**

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

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

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

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

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

### **Report on other legal and regulatory requirements**

#### **Opinions on other matters prescribed by the Companies Act 2006**

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

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; 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 directors' report.



## **PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED**

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

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

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to take advantage of the small companies' exemption from the requirement to prepare a strategic report.

We have nothing to report in respect of these matters.

### **Use of our report**

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



Christopher Aylott FCA (Senior Statutory Auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
Cambridge, United Kingdom

26 September 2018

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## PROFIT AND LOSS ACCOUNT AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2017

	Note	2017 \$	2016 \$
Administrative expenses		(34,667)	(31,952)
<b>OPERATING LOSS</b>	4	<u>(34,667)</u>	<u>(31,952)</u>
Income from shares in group undertakings	6	3,294,355,072	2,687,351,690
Other interest (payable)/receivable and similar (charges)/income	3	(32,178)	62,402
<b>PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION</b>		<u>3,294,288,227</u>	<u>2,687,382,140</u>
Tax on profit on ordinary activities	5	—	—
<b>PROFIT FOR THE FINANCIAL YEAR</b>		<u>3,294,288,227</u>	<u>2,687,382,140</u>
Other comprehensive income		—	—
<b>TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR</b>		<u><u>3,294,288,227</u></u>	<u><u>2,687,382,140</u></u>

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## BALANCE SHEET

AS AT 31 DECEMBER 2017

	Note	2017 \$	2016 \$
<b>FIXED ASSETS</b>			
Investments	6	2,109,166,599	1,368,496,599
<b>CREDITORS: amounts falling due within one year</b>	7	<u>(393,963)</u>	<u>(327,118)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>2,108,772,636</u>	<u>1,368,169,481</u>
<b>CAPITAL AND RESERVES</b>			
Called-up share capital	8	3,517	3,517
Share premium account	8	2,092,541,857	1,351,871,857
Profit and loss account		<u>16,227,262</u>	<u>16,294,107</u>
<b>SHAREHOLDERS' FUNDS</b>		<u>2,108,772,636</u>	<u>1,368,169,481</u>

The financial statements of Priceline.com Bookings Acquisition Company Limited, registered number 5505192, were approved by the Board of Directors and authorised for issue on:

They were signed on its behalf by:



Anthony J. Cali, Jr.

Director

September 26, 2018

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2017

	Called-up share capital	Share premium account	Profit and loss account	Total
	\$	\$	\$	\$
At 1 January 2016	3,517	1,351,871,857	16,263,657	1,368,139,031
Profit for the financial year	—	—	2,687,382,140	2,687,382,140
Dividends	—	—	(2,687,351,690)	(2,687,351,690)
At 31 December 2016	3,517	1,351,871,857	16,294,107	1,368,169,481
Profit for the financial year	—	—	3,294,288,227	3,294,288,227
Dividends (see Note 6)	—	—	(3,294,355,072)	(3,294,355,072)
Share issuance to parent undertaking	—	740,670,000	—	740,670,000
At 31 December 2017	3,517	2,092,541,857	16,227,262	2,108,772,636

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## Notes to the Financial Statements

### 1. ACCOUNTING POLICIES

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

#### **Basis of preparation**

The financial statements are prepared on a going concern basis, under the historical cost convention.

#### **Going concern**

The directors have prepared the financial statements on the going concern basis. In making this assessment, the directors have considered the liabilities of the Company for a period of at least twelve months from the date of signing and approving these financial statements and the date at which these liabilities fall due. The directors have also received a letter of support from Booking Holdings Inc. which outlines its intention to continue to support the Company. The directors have also considered its ability to receive dividend income from its subsidiary undertakings and consider that the going concern basis of preparation remains appropriate.

#### **Cash flow statement**

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

#### **Consolidated financial statements**

The Company is a wholly owned subsidiary of Priceline.com International Limited and of its ultimate parent, Booking Holdings Inc. It is included in the consolidated financial statements of Booking Holdings Inc. which are publicly available at [www.sec.gov](http://www.sec.gov). Therefore the Company is exempt by virtue of s401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

These financial statements therefore present information about the Company as an individual undertaking and not about its group.

#### **Judgments and key sources of estimation uncertainty**

The preparation of the financial statements requires management to make judgments, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The Company considers the carrying value of its investment in its subsidiary undertaking to be a significant accounting judgment, for which the Company assesses annually for impairment.

#### **Foreign currency**

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

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

#### **Financial instruments**

The Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from the disclosure requirements of basic financial instruments.

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## Notes to the Financial Statements

### 1. ACCOUNTING POLICIES (CONTINUED)

#### Investments

Investments held as fixed assets are stated at cost less impairment, if any. See Note 6 for the type of shares that the Company held in its subsidiary undertakings.

#### Taxation

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

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

### 2. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

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

### 3. OTHER INTEREST (PAYABLE) / RECEIVABLE AND SIMILAR (CHARGES) / INCOME

	2017	2016
	\$	\$
Foreign exchange (losses)/gains	(32,178)	62,402

### 4. OPERATING LOSS

	2017	2016
	\$	\$
Operating loss is stated after charging:		
The analysis of auditor's remuneration is as follows:		
Fees payable to the Company's auditor for the audit of the annual financial statements	15,332	12,862

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

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## Notes to the Financial Statements

### 5. TAX ON PROFIT ON ORDINARY ACTIVITIES

	2017	2016
	\$	\$
<b>Current tax</b>		
UK corporation tax charge for the year		
The standard rate of tax for the year based on the UK standard rate of corporation tax is 19.25% (2016 - 20.00%). The actual tax charge for the current year and the previous year differs from the standard tax rate for the reasons set out in the following reconciliation:		
	2017	2016
	\$	\$
Profit on ordinary activities before taxation	3,294,288,227	2,687,382,140
Tax on profit on ordinary activities at standard rate	634,150,484	537,476,428
Effect of:		
Non-taxable dividend income	(634,163,351)	(537,470,338)
Group relief surrendered/(received) and not paid for	12,867	(6,090)
Current tax charge for the year		

At 31 December 2017 and 2016, the Company had no unrecognised deferred tax assets or liabilities.

#### Factors affecting future tax charges

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was substantively enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015. An additional reduction to 17% (effective from 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the Company's future current tax charge accordingly.

### 6. FIXED ASSET INVESTMENTS

	Shares in subsidiary undertakings
	\$
<b>Cost and net book value</b>	
At 1 January 2017	1,368,496,599
Addition	740,670,000
At 31 December 2017	2,109,166,599

On 10 March 2017, the Company made an additional investment of \$740,670,000 in Booking.com Holding B.V. in exchange for one ordinary share in the capital of Booking.com Holding B.V. at \$1 par value and a premium of \$740,669,999.

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## Notes to the Financial Statements

### 6. FIXED ASSET INVESTMENTS (CONTINUED)

During the year ended 31 December 2017, the Company received dividends from Booking.com Holding B.V. totaling \$3,294,355,072, which were then declared as dividends and distributed to Priceline.com International Limited (summarized in the following table).

Period of distribution	Dividend amounts	Dividend per share
	\$	\$
27-Jan-17	278,338,840	139.17
26-Apr-17	100,062,328	50.03
29-May-17	259,299,440	129.65
27-Jun-17	235,884,297	117.94
21-July-17	212,153,760	106.08
8-Aug-17	222,999,770	111.50
22-Aug-17	315,284,044	157.64
8-Sep-17	324,548,640	162.27
19-Sep-17	419,259,050	209.63
1-Nov-17	372,884,193	186.44
17-Nov-17	362,880,364	181.44
14-Dec-17	190,760,346	95.38

#### Principal group investment

The Company has an investment in the following subsidiary undertakings:

Subsidiary undertaking	Country of incorporation	Principal activity	Class of shares	Percentage of shares held
Booking.com Holding B.V.	Netherlands	Investment company	Ordinary Shares	100%
Booking.com B.V. *	Netherlands	Provision of services to facilitate hotel bookings over the internet	Ordinary Shares	100%
Booking.com International B.V. *	Netherlands	Investment company	Ordinary Shares	100%
Booking.com Customer Service Holding B.V. *	Netherlands	Investment company	Ordinary Shares	100%
Booking.com International Services B.V. *	Netherlands	Investment company	Ordinary Shares	100%
Booking.com IT Services B.V. *	Netherlands	Investment company	Ordinary Shares	100%
BookingSuite B.V. *	Netherlands	Provision of services to hotels	Ordinary Shares	100%
Booking.com Real Estate Amsterdam B.V. *	Netherlands	Oversight of the construction of office building in the Netherlands	Ordinary Shares	100%

\* Indirect subsidiary

Refer to Appendix - List of additional indirect subsidiary undertakings for additional indirect subsidiaries held by the Company as of 31 December 2017.



# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## Notes to the Financial Statements

### 7. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2017	2016
	\$	\$
Amounts due to fellow group undertakings	356,053	295,405
Accruals	37,910	31,713
	<u>393,963</u>	<u>327,118</u>

Amounts due to fellow group undertakings bear no interest and are repayable upon demand.

### 8. CALLED-UP SHARE CAPITAL

	2017	2016
	\$	\$
<b>Called-up, allotted and fully paid:</b>		
2,000,003 (2016 - 2,000,002) ordinary shares of \$0.0018	<u>3,517</u>	<u>3,517</u>

On 10 March 2017, the Company issued one ordinary share at \$0.0012 par value and a premium of \$740,670,000 in exchange for an additional investment by Priceline.com International Limited.

### 9. RELATED PARTY TRANSACTIONS

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

### 10. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The Company is a private company limited by shares and incorporated in England and Wales. 100% of the share capital of the Company is owned by Priceline.com International Limited, a company incorporated in England and Wales. The directors consider this to be the immediate parent company. The registered office and principal place of business for both the Company and its immediate parent company is at 100 New Bridge Street, London, EC4V 6JA.

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

## PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

### Notes to the Financial Statements

#### 11. POST BALANCE SHEET EVENTS

From 1 January 2018 to 26 September 2018, the Company received cash dividends from Booking.com Holding B.V. in a total amount of \$3,164,628,857, which were then declared as dividends and distributed to Priceline.com International Limited (summarized in the table below).

Period of distribution	Dividend amounts	Dividend per share
	\$	\$
31-Jan-18	186,859,695	93.43
20-Feb-18	255,454,974	127.73
21-Mar-18	230,134,848	115.07
12-Apr-18	177,123,062	88.56
22-May-18	254,303,712	127.15
23-Jun-18	237,359,674	118.68
9-Jul-18	135,232,226	67.62
18-Jul-18	273,594,755	136.80
14-Aug-18	628,662,377	314.33
10-Sep-18	348,114,780	174.06
18-Sep-18	437,788,754	218.89

# PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

## Appendix - List of additional indirect subsidiary undertakings

Subsidiary undertaking	Country of incorporation	Percentage of shares held
Bcom Customer Service Center Germany GmbH	DE	100%
Bdot Blue Infrastructure (Germany) GmbH	DE	100%
Bdot Blue Infrastructure Russia LLC	RU	100%
Booking Customer Service Center (Spain) SL	ES	100%
Booking Dot Com Malaysia SDN. BHD.	MY	100%
Booking.com (Argentina) Srl.	AR	100%
Booking.com (Australia) Pty Ltd.	AU	100%
Booking.com (Belgium)	BE	100%
Booking.com (Bulgaria) EOOD	BG	100%
Booking.com (Cyprus) Ltd.	CY	100%
Booking.com (Czech Republic) s.r.o.	CZ	100%
Booking.com (Denmark) ApS	DK	100%
Booking.com (Deutschland) GmbH	DE	100%
Booking.com (Dominican Republic) SRL	DO	100%
Booking.com (France) SAS	FR	100%
Booking.com (Georgia) LLC	US	100%
Booking.com (Ghana) Limited	GH	100%
Booking.com (Hong Kong) Ltd.	HK	100%
Booking.com (Italia) Srl.	IT	100%
Booking.com (Kenya) Ltd.	KE	100%
Booking.com (Lao) Sole Co. Ltd.	LA	100%
Booking.com (Lithuania) UAB	LT	100%
Booking.com (Ljubljana) d.o.o.	SI	100%
Booking.com (Malta) Limited	MT	100%
Booking.com (Mauritius) Limited	MU	100%
Booking.com (New Zealand) Ltd.	NZ	100%
Booking.com (Norway) AS	NO	100%
Booking.com (Osterreich) GmbH	AT	100%
Booking.com (Peru) S.A.	PE	100%
Booking.com (Puerto Rico) LLC	PR	100%
Booking.com (Romania) Srl.	RO	100%
Booking.com (Schweiz) AG	CH	100%
Booking.com (Shanghai) Ltd.	CN	100%
Booking.com (Singapore) Pte.Ltd.	SG	100%
Booking.com (Slovakia) s.r.o.	SK	100%
Booking.com (Taiwan) Limited	TW	100%
Booking.com (Thailand) Ltd.	TH	100%
Booking.com (USA) Inc.	US	100%
Booking.com (Vietnam) Co. Ltd.	VN	100%
Booking.com Brasil Servicos de Reserva de Hoteis LTDA	BR	100%

## PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

### Appendix - List of additional indirect subsidiary undertakings

Subsidiary undertaking	Country of incorporation	Percentage of shares held
Booking.com Chile Spa	CL	100%
Booking.com Colombia S.A.S.	CO	100%
Booking.com Consulting Services (Japan) KK	JP	100%
Booking.com Consulting Services (Singapore) Ptd.Ltd.	SG	100%
Booking.com Consulting Services (USA), Inc.	US	100%
Booking.com Consulting Services (Shanghai) Limited	CN	100%
Booking.com Customer Service (Thailand) Co.	TH	100%
Booking.com Customer Service Center (France) SAS	FR	100%
Booking.com Customer Service Center (Japan) KK	JP	100%
Booking.com Customer Service Center (Netherlands) B.V.	NL	100%
Booking.com Customer Service Center (Shanghai) Co. Ltd.	CN	100%
Booking.com Customer Service Center (Singapore) Pte. Ltd.	SG	100%
Booking.com Customer Service Center (U.S.A.) Inc.	US	100%
Booking.com Customer Service Center (UK) Limited	UK	100%
Booking.com d.o.o.	HR	100%
Booking.com Egypt LLC	EG	100%
Booking.com Estonia OU	EE	100%
Booking.com Finland OY CE	FI	100%
Booking.com FZ-LLC	UAE	100%
Booking.com Hungary Kft.	HU	100%
Booking.com India Support & Marketing Services Private Limited	IN	100%
Booking.com International B.V./Jordan P.S.C.	JO	100%
Booking.com Israel Online Hotel Reservations Ltd.	IL	100%
Booking.com Japan K.K.	JP	100%
Booking.com Korea Limited	KR	100%
Booking.com Lanka (Private) Limited	LK	100%
Booking.com Maldives Pvt. Ltd.	MV	100%
Booking.com Myanmar Co.	MM	100%
Booking.com Natal Prestacao de Servicos LTDA.	BR	100%
Booking.com Online Hotel Reservation (Cambodia) Ltd.	KH	100%
Booking.com Online Hotel Reservations Maroc	MA	100%
Booking.com Panama S.A.	PA	100%
Booking.com Philippines Inc.	PH	100%
Booking.com Porto Alegre Prestação de Serviços LTDA.	BR	100%
Booking.com Rio de Janeiro Prestacao de Servicos LTDA.	BR	100%
Booking.com Russia LLC	RU	100%
Booking.com S.A.	CR	100%
Booking.com Salvador Prestacao de Servicos LTDA	BR	100%
Booking.com Saudi Arabia Ltd.	SA	100%
Booking.com South Africa Pty Ltd.	ZA	100%

## PRICELINE.COM BOOKINGS ACQUISITION COMPANY LIMITED

### Appendix - List of additional indirect subsidiary undertakings

Subsidiary undertaking	Country of incorporation	Percentage of shares held
Booking.com SP. Z.o.o. (Poland)	PL	100%
Booking.com Ukraine, LLC	UA	100%
Bookingdotcom Destek Hizmetleri Limited Sirketi	TR	100%
Bookingdotcom ehf.	IS	100%
Bookingdotcom Sverige AB	SE	100%
Bookings Hispanica S.L.	ES	100%
BookingSuite (Chile) Spa	CL	100%
Canada Booking.com Customer Service Center Inc.	CA	100%
Canada Booking.com Online Reservations Inc.	CA	100%
Frezza.Net Srl.	IT	100%
Hotel Ninjas, S.L.	ES	100%
Priceline Booking (Ireland) Ltd.	IRL	100%
Priceline Booking.com Hellas Support services in the hotel market EPE	GR	100%
Priceline Booking.com Viagens Online, Unipessoal Lda	PT	100%
Pt. Booking Indonesia	ID	100%
Servicios Booking.com Mexico S.A. de C.V.	MX	100%
SIA Booking.com (Latvia)	LV	100%
Booking.com Uruguay S.A.	UY	100%
Bookingdotcom Support Services Nigeria Limited	NG	100%
Booking.com Customer Service Center (Lithuania) UAB	LT	100%
Evature Technologies	IL	100%
Evature Inc	US	100%
Booking.com Customer Service Center Korea Limited	KR	100%
Booking.com Consulting Services Israel (BCSI) Ltd.	IL	100%
Booking.com Belo Horizonte Prestação de Serviços Ltda.	BR	100%
BookingSuite USA Inc.	US	100%
buuteeq International Holding LLC	US	100%
buuteeq Europe Holding CV	NL	100%
buuteeq Europe Holding B.V.	NL	100%
Booking.com (Costa Rica) S.A.	CR	100%