

Registered No: 06617647

## VistaJet International Limited

### Report and Financial Statements

31 December 2016



## **Corporate Information**

Registered No: 06617647

### **Director**

I Moore

### **Secretary**

I Rubli

### **Auditors**

Ernst & Young LLP  
Bedford House  
16 Bedford Street  
Belfast  
BT2 7DT

### **Bankers**

HSBC Bank  
Princes Mead Shopping Centre  
Farnborough  
Hampshire  
GU14 6YB

### **Solicitors**

Denton Wilde Sapte LLP  
1 Fleet Place  
London  
EC4M 7WS

### **Registered office**

52 Charles Street  
London  
W1J 5EU

## Strategic report

Registered No: 06617647

The directors present their strategic report for the year ended 31 December 2016.

### Principal activities and review of the business

VistaJet International Limited acts as a customer relationship agent and handles some of the marketing effort on behalf of the VistaJet Group. The company also acts as a payroll agent for the VistaJet Group's UK based air crew and provides some IT development services in respect of the VistaJet Group's in-house systems and applications. The company earns revenues on a cost plus basis in respect of services provided to the VistaJet Group.

The VistaJet Group operates in a large and growing business aviation market and its customer base of global corporations and Ultra High Net Worth Individuals remains attractive and growing.

The VistaJet Group operates a superior fleet of 71 aircraft (70 owned and 1 operating lease) and 1 helicopter at year end 2016, with further aircraft to be delivered during 2017. These aircraft are all from industry leading manufacturer Bombardier, embracing the highest levels of luxury, safety, security and reliability which the Group's customers expect and with an average age of 2.4 years across the fleet as at 31 December 2016.

VistaJet is committed to minimising the effect of flying on the environment and operate a state-of-the-art fleet that feature the latest advancements in technology and emission efficiency, and also participates in the EU Emissions Trading Scheme.

The Board intends to continually review the costs of the business and deliver efficiencies while maximising the support to the VistaJet Group as it positions itself to strengthen its presence in existing markets and target areas that it deems strategic to its growth requirement.

The outlook for the Group is to significantly increase revenue in 2017 by developing a strong new customer pipeline in 2017 and continuing to invest in new markets. The Group's headquarters were relocated from Switzerland to Malta to drive efficiencies and minimise costs. As a result, there was a change in ownership effective 1 April 2016 with the entire share capital of VistaJet Group Holdings S.A acquired by VistaJet Group Holding Limited.

The Company has bolstered its sales, IT and customer relations departments to match with the expansion of the VistaJet Group's activities which increase overheads. All costs have been reviewed as the company strives to increase efficiencies and deliver cost reductions while improving the service to VistaJet Group customers. In 2016 the Company has seen a decline in its costs and recharges to the companies within the VistaJet Group.

The Company intends to continue to manage all aspects of customer relationship for air transportation sales and marketing costs on behalf of the VistaJet Group.

The Company's transactions and funding cash flows have historically been primarily denominated in the Euro, consequently the Company's functional currency is the Euro. The Euro is also the Company's presentational currency.

## Strategic report

Registered No: 06617647

### Financial review of VistaJet International Limited

	2016 €'000	2015 €'000
Revenue	19,946	21,598
Operating (loss)/profit	(1,051)	140
Loss after tax	(3,963)	(318)
Year-end employees	251	224

Revenue is earned on costs incurred. The company incurred a higher loss after tax this year due to significant foreign exchange losses and as a result of the devaluation of Sterling compared to the previous year. The currency devaluation also had an impact on the total revenue reported for the year.

### Principal risks and uncertainties

The company's principal risks and uncertainties are those facing the group which are broadly competitive, foreign currency and liquidity.

#### *Competitive risk*

Competitive risks vary in each region and we believe the quality of our service and technology offering enables us to meet these competitive challenges.

#### *Foreign currency risk*

Although the presentational currency of the Company is the Euro, some transactions are entered into in other currencies, primarily Sterling and the US Dollar. The Company's exposure to the foreign currency risk associated with these transactions is managed through a central Treasury function of the VistaJet Group. The company does not currently hedge its foreign currency risk with derivative instruments, but aims for a natural hedge between revenues and costs in different source currencies, although this policy is continually subject to review.

#### *Liquidity risk*

Liquidity risk is managed through the VistaJet Group's central treasury function and through inter- company borrowings.

#### *Interest rate and price risk*

Since the Company has no significant external borrowing the directors do not believe that the Company has significant exposure arising from interest rate or price risks.

On behalf of the board



I Moore  
Director

Date: 18<sup>th</sup> December 2017

## **Directors' report**

Registered No: 06617647

The directors present their annual report and the audited financial statements for the year ended 31 December 2016.

### **Results and dividends**

The loss for the year amounted to €3,963,568 (2015: €317,686). The company incurred a higher loss after tax in 2016 due to a significant increase in foreign exchange losses and as a result of the devaluation of Sterling compared to the previous year. The directors do not recommend the payment of any dividends.

### **Required disclosures in Strategic Report**

Information in respect of principal activity, review of the business and future developments is included in the Strategic Report.

### **Directors' and officers' insurance**

The directors of the Company, who served through the year are listed on page 2.

The company has granted an indemnity to its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act 2006. Such qualifying third party indemnity provision remains in force as at the date of approving the directors' report.

### **Going Concern**

The company's business activities, together with the factors likely to affect its future development and position, are set out below.

As at 31 December 2016 the company had net current liabilities of €16,383,996 (2015: €4,859,797). The company acts as a sales and marketing agent in respect of air transportation services provided by the VistaJet Group and participates in the group's centralised treasury arrangements. Consequently, the company is dependent on both the continuance of operations by the VistaJet Group and also continuing finance being made available by its parent undertaking to enable it to continue operating and to meet its liabilities as they fall due.

The director, having assessed the responses of the directors of the company's parent undertaking to their enquiries has no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the VistaJet Group to continue as a going concern. Further the directors of the parent undertaking have indicated that it is their present intention to continue to provide financial support to the company and to provide sufficient funds to the company for these purposes. Thus the Company continues to adopt the going concern basis of accounting in preparing the annual financial statements.

### **Charitable and political contributions**

During the year the company made no charitable or political contributions (2015: € nil).

### **Employees**

VistaJet International Ltd is an equal opportunity employer. It is our policy that all persons shall have an equal opportunity for employment and advancement on the basis of ability, necessary qualifications and fitness for work irrespective of sex, age, marital status, civil partnership, sexual orientation, colour, race, creed, religion, national or ethnic origin.

The Company gives full and fair consideration to all applications for employment from disabled persons having regard to particular aptitudes and abilities, continuing where possible the employment of staff who become disabled and ensures that training and career development are encouraged.

## **Directors' report**

Registered No: 06617647

### **Disclosure of information to the auditors**

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the auditor, the directors have taken all the steps that they are obliged to take as directors in order to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

### **Re-appointment of auditors**

In accordance with section 485 of the Companies Act 2006, a resolution is to be proposed at the Annual General Meeting for reappointment of Ernst & Young LLP as auditors of the company.

By the order of the Board

On behalf of the board



I Moore  
Director

Date 18<sup>th</sup> December 2017

## Directors' responsibilities statement

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable UK 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 Financial Reporting Standard 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 for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and 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;
- prepare the accounts 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.

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## **Independent auditors' report**

### **to the Shareholders of VistaJet International Limited**

We have audited the financial statements of VistaJet International Limited for the year ended 31 December 2016 which comprise the Income Statement, Statement of Comprehensive Income, the Balance Sheet, the Statement of changes in equity, the Cash flow statement and the related notes 1 to 22. The financial reporting framework that has been applied in their preparation is applicable law and 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'.

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.

#### **Respective responsibilities of directors and auditor**

As explained more fully in the Directors' Responsibilities Statement set out on page 7, 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.

#### **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 Report and Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. 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 31 December 2016 and of its loss 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.

#### **Opinion on other matter 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.
- the Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.



## **Independent auditors' report**

**to the Shareholders of VistaJet International Limited**

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

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have identified no material misstatements in the Strategic Report or Directors' Report.

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.



Michael Kidd (Senior Statutory Auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
Belfast

Date: 18 December 2017

## Income Statement

for the year ended 31 December 2016

		2016	2015
	Notes	€	€
<b>Revenue</b>	2	19,945,755	21,597,631
Administrative expenses		(20,996,886)	(21,458,693)
Other operating income		549	1,370
<b>Operating (loss)/profit</b>	3	(1,050,582)	140,308
Finance income	6	61,066	68,509
Finance costs	7	(1,402,603)	(588,479)
<b>Loss before taxation</b>		(2,392,119)	(379,662)
Taxation (charge) / credit	8	(1,571,449)	61,976
<b>Loss after tax attributable to the owners of the company</b>		(3,963,568)	(317,686)

All amounts above relate to continuing operations.

## Statement of comprehensive income

for the year ended 31 December 2016

The company has no comprehensive income or loss other than the loss for the financial year of €3,963,568 (2015 – €317,686).

# Balance Sheet

for the period ended 31 December 2016

Registered No: 06617647

	Notes	2016 €	2015 €
<b>Fixed assets</b>			
Intangible assets	9	12,223,173	4,594,230
Tangible assets	10	404,416	336,535
		<u>12,627,589</u>	<u>4,930,765</u>
<b>Current assets</b>			
Stocks	11	96,992	190,292
Debtors – amounts due within one year	12	2,783,843	10,559,525
Cash at bank and in hand		145,242	141,648
		<u>3,026,077</u>	<u>10,891,465</u>
<b>Creditors: amounts falling due within one year</b>	13	(19,460,803)	(15,751,262)
<b>Net current liabilities</b>		<u>(16,434,726)</u>	<u>(4,859,797)</u>
<b>Total assets less current liabilities</b>		<u>(3,807,137)</u>	<u>70,968</u>
<b>Creditors: amounts falling due after more than one year</b>	14	(90,152)	(42,634)
Deferred tax liabilities	8, 15	(76,853)	(38,907)
<b>Net liabilities</b>		<u>(3,974,142)</u>	<u>(10,573)</u>
<b>Equity</b>			
Called up share capital	19	1	1
Profit and loss reserve		(3,974,142)	(10,574)
<b>Total equity attributable to the owners of the Company</b>		<u>(3,974,142)</u>	<u>(10,573)</u>

The financial statements were approved and authorised for issue by the board and authorised for issue on 18<sup>th</sup> December and were signed on its behalf by:



I Moore  
Director

18 December 2017

## Statement of Changes in Equity

for the period ended 31 December 2016

	<i>Share capital</i> €	<i>Profit and loss reserve</i> €	<i>Total shareholders deficit</i> €
At 1 January 2015	1	307,112	307,113
Loss for the year	-	(317,686)	(317,686)
At 31 December 2015	1	(10,574)	(10,573)
Loss for the year	-	(3,963,568)	(3,963,568)
At 31 December 2016	1	(3,974,142)	(3,974,141)

## Statement of cash flows

for the period ended 31 December 2016

		2016	2015
	Notes	€	€
<b>Net cash (outflow)/inflow from operating activities</b>	22(a)	8,501,468	2,419,153
<b>Capital expenditure and financial investment</b>	22(b)	(8,330,212)	(4,586,035)
<b>Taxation</b>		(167,662)	(91,718)
<b>Increase/(decrease) in cash</b>		<u>3,594</u>	<u>(2,258,600)</u>

### Reconciliation of net cash flow to movement in net funds

		2016	2015
		€	€
Increase/(decrease) in cash		<u>3,594</u>	<u>(2,258,600)</u>
Movement in net funds		<u>3,594</u>	<u>(2,258,600)</u>
Cash and cash equivalents at 1 January	22(c)	<u>141,648</u>	<u>2,400,248</u>
Cash and cash equivalents at 31 December	22(c)	<u>145,242</u>	<u>141,648</u>

## Notes to the financial statements

at 31 December 2016

### 1. Accounting policies

#### ***Basis of preparation***

The Company is a private company limited by shares incorporated and domiciled in England and Wales. The registered office of the company is 52 Charles Street, London, W1J 5EU.

The financial statements have been prepared on a going concern basis. The Financial Statements have been prepared under the historical cost convention unless otherwise indicated.

The Company's financial statements have been prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including FRS 102 'The Financial Report Standard applicable in the UK and Ireland' (FRS 102) and the Companies Act 2006 for the year ended 31 December 2016.

The company's business activities, together with the factors likely to affect its future development and position, are set out below.

As at 31 December 2016 the company had net current liabilities of €16,383,996 (2015: €4,859,797). Further, the company acts as a sales and marketing agent in respect of air transportation services provided by the VistaJet Group and participates in the group's centralised treasury arrangements. Consequently, the company is dependent on both the continuance of operations by the VistaJet Group and also continuing finance being made available by its parent undertaking to enable it to continue operating and to meet its liabilities as they fall due.

The director, having assessed the responses of the directors of the company's parent undertaking to their enquiries has no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the VistaJet Group to continue as a going concern. Further the directors of the parent undertaking have indicated that it is their present intention to continue to provide financial support to the company and to provide sufficient funds to the company for these purposes. Thus the Company continues to adopt the going concern basis of accounting in preparing the annual financial statements.

The financial statements are prepared in Euro (€) and all values are rounded to the nearest euro. The company's operating transactions and cash flows are primarily denominated in the Euro, consequently the company's functional currency is the Euro. The Euro is also the company's reporting currency.

The accounting policies which apply in preparing the financial statements for the period are set out below.

The financial statements of VistaJet International Limited were authorised for issue by the Board of Directors on 15<sup>th</sup> December 2017.

#### ***Fundamental accounting concept***

As at 31 December 2016 the company had net current liabilities of €16,383,996 (2015: €4,859,797). Further, the company acts as a sales and marketing agent in respect of air transportation services provided by the VistaJet Group and participates in the group's centralised treasury arrangements. Consequently, the company is dependent on both the continuance of operations by the VistaJet Group and also continuing finance being made available by its parent undertaking to enable it to continue operating and to meet its liabilities as they fall due.

#### ***Critical accounting estimates and judgements***

In preparing the financial statements, management has to make judgements, estimates and assumptions that affect the reported amounts of assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. The critical judgements and estimates made in preparing the financial statements are detailed below. These judgements and estimates involve assumptions in respect of future events which can vary from what is anticipated.

## Notes to the financial statements

at 31 December 2016

### 1. Accounting policies (continued)

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

The most significant areas where the Group has had to make estimates and assumptions include the following:

#### **Significant account policies:**

##### **Intangible fixed assets**

Expenditure on development of the Company's products is capitalised at cost where all the following criteria are met:

- There is a clearly defined project;
- Expenditure is separately identifiable;
- The project has been assessed with reasonable certainty to be technically feasible and commercially viable; and
- Future revenues can be reasonably expected to exceed amounts capitalised.

Development costs are amortised on a straight line basis over their estimated useful lives of 7 years (2015: 3 years). In 2016 management conducted a review of the amortisation period for intangible assets with finite useful life and concluded that an estimated useful life of 7 years truthfully reflects the consumption pattern of economic benefits embodied in this class of assets. The carrying value of intangible assets is reviewed for impairment or if events or changes in circumstances indicate the carrying value may not be recoverable.

##### **Property, Plant and Equipment**

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. Such costs include costs directly attributable to making the asset capable of operating as intended.

Depreciation is provided on all property, plant and equipment, other than freehold land, at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition of each asset evenly over its expected useful life, as follows:

Leasehold Improvements	- over 5 years
Fixtures and Fittings	- over 3 years
Equipment	- over 3 years

The carrying values of tangible fixed assets are reviewed for impairment in periods if events or changes in circumstances indicate the carrying value may not be recoverable.

##### **Income taxes**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

##### **Deferred tax**

Deferred taxation is recognised in respect of all timing differences which are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements except that:

- Unrelieved tax losses and other deferred tax assets are recognised only to the extent that the directors consider that it probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the years in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

## Notes to the financial statements

at 31 December 2016

### 1. Accounting policies (continued)

#### **Foreign currencies**

Transactions in foreign currencies are initially recorded in the entities 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.

#### **Pension costs**

The company operates a defined contribution pension scheme. Contributions are charged in the profit and loss account as they become payable in accordance with the rules of the scheme.

#### **Stocks**

Stock is stated at the lower of cost and net realisable value, where cost represents the direct purchase price.

#### **Cash and cash equivalents**

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand. For the purpose of the cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above, net of outstanding overdrafts.

#### **Short-term debtors and creditors**

Debtors and creditors with no stated interest rate and receivable and payable within one year are recorded at transaction price. Any losses arising from impairment are recognised in the income statements in administrative expenses.

#### **Operating lease agreements**

Rentals payable under operating leases are charged in the profit and loss account on a straight-line basis over the lease term. Lease incentives are recognised over the lease term on a straight line basis.

#### **Assets held under finance lease**

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the assets have passed to the company and the hire purchase contracts are capitalised in the balance sheet and depreciated over the shorter of the lease term and the asset useful life. A corresponding liability is recognised for the lower of the fair value of the leased asset and the present value of the minimum lease payments in the balance sheet. Lease payments are apportioned between the reduction in the lease liability and finance charges in the income statement so as to achieve a constant rate of interest on the remaining balance of the liability.

#### **Interest bearing loans and overdrafts**

Interest bearing loans and overdrafts are initially recorded at fair value, being the proceeds received net of direct issue costs. After initial recognition, interest bearing loans are subsequently measured at amortised cost using the effective interest method. Except for interest capitalised in relation to significant capital projects interest payable is reflected in the income statement as it arises.

### 2. Revenue

Revenue is recognised to the extent that the company obtains the right to consideration under its sales agency agreement with its principal in exchange for performance, which in respect of sales and marketing services provided to the principal is usually as those services are provided and in the case of commission earned on revenues generated on behalf of the principal, as those revenues are billed to the principal's customers. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates and value added tax. An analysis of segmental information has not been disclosed since, in the opinion of the directors, this would be seriously prejudicial to the interests of the company.



## Notes to the financial statements

at 31 December 2016

### 3. Operating (loss)/profit

This is stated after charging/(crediting):

	2016 €	2015 €
Auditors remuneration:		
- Fees payable to the company's auditor for the audit of the company's annual financial statements	29,496	27,553
- Tax compliance services	12,281	4,850
Amortisation of intangible assets	126,542	164,034
Amortisation of assets held under finance lease	228,059	91,881
Depreciation of owned assets	278,787	281,125
Profit on disposal of tangible fixed assets	-	(1,370)
Operating lease rentals – land and buildings	1,113,322	889,248
Foreign exchange loss	2,000,381	871,949

### 4. Employees

	2016 €	2015 €
Wages and salaries	8,092,798	8,424,794
Social security costs	751,366	760,939
Other pension costs	276,669	197,113
	<u>9,120,833</u>	<u>9,382,846</u>

Other pension costs of £276,669 (2015: £197,113) are in respect of the defined contribution scheme.

The average monthly number of employees during the period was as follows:

	2016 No.	2015 No.
Operations	118	92
Administration	124	115
	<u>242</u>	<u>207</u>

### 5. Directors' emoluments

	2016 €	2015 €
Aggregate remuneration in respect of qualifying services	<u>161,819</u>	<u>146,888</u>
Aggregate amounts receivable under long term incentive plans	<u>-</u>	<u>-</u>

### 6. Finance income

	2016 €	2015 €
Interest receivable from group undertakings	<u>61,066</u>	<u>68,509</u>

## Notes to the financial statements

at 31 December 2016

### 7. Finance costs

	2016 €	2015 €
Interest payable to group undertakings	1,387,687	578,401
Interest payable	14,916	10,078
	<u>1,402,603</u>	<u>588,479</u>

### 8. Taxation

#### (a) Tax on loss on ordinary activities

The tax on loss on ordinary activities is made up as follows:

	2016 €	2015 €
<i>Current tax:</i>		
UK corporation tax	960,941	(33,127)
UK corporation tax - adjustments in respect of prior periods	557,657	-
Foreign taxation	14,904	-
Total current tax	<u>1,533,502</u>	<u>(33,127)</u>
<i>Deferred tax:</i>		
Origination and reversal of timing differences	(128,552)	(22,073)
Adjustments in respect of previous periods	168,660	-
Effect of tax rate change on opening balance	(2,161)	(6,776)
Total deferred tax	<u>37,947</u>	<u>(28,849)</u>
Total tax charge / (credit) for the year	<u>1,571,449</u>	<u>(61,976)</u>

#### (b) Factors affecting the total tax charge / (credit)

The tax assessed for the year varies from the standard rate of corporation tax in the United Kingdom of 20% (2015: 20.25%). The differences are reconciled below:

	2016 €	2015 €
Loss on ordinary activities before taxation	<u>(2,392,119)</u>	<u>(379,662)</u>
Profit on ordinary activities by rate of tax of 20% (2015: 20.25%)	(478,424)	(76,882)
Effects of:		
Expenses not deductible for tax purposes	291,336	13,351
Income not deductible for tax purposes	-	-
Foreign tax charges	14,904	-
Current year transfer pricing adjustment	784,394	-
Adjustments in respect of prior periods	726,317	-
Changes in tax rate	63,849	1,555
Deferred tax not recognised	169,073	-
Total tax credit (note 8(a))	<u>1,571,449</u>	<u>(61,976)</u>

## Notes to the financial statements

at 31 December 2016

### 8. Taxation (continued)

#### (c) Deferred tax

The deferred tax (asset) / liability recognised is comprised as follows:

	2016 €	2015 €
Accelerated capital allowances	99,431	220,278
Short term timing differences	(22,578)	(2,790)
Tax losses carried forward and other deductions	-	(178,581)
	<u>76,853</u>	<u>38,907</u>
		€
At 1 January 2016 (note 15)		38,907
Deferred tax charge in profit and loss account (note 8(a))		37,947
		<u>76,853</u>
At 31 December 2016 (notes 15)		<u>76,853</u>

### 9. Intangible fixed assets

	Software €	Total €
Cost:		
Opening balance at 1 January 2016	5,058,654	5,058,654
Additions	7,983,544	7,983,544
At 31 December 2016	<u>13,042,198</u>	<u>13,042,198</u>
Amortisation:		
Opening balance at 1 January 2016	464,424	464,424
Provided during the year	354,601	354,601
At 31 December 2016	<u>819,025</u>	<u>819,025</u>
Net book value:		
At 31 December 2016	<u>12,223,173</u>	<u>12,223,173</u>
At 31 December 2015	<u>4,594,230</u>	<u>4,594,230</u>

## Notes to the financial statements

at 31 December 2016

### 9. Intangible fixed assets (continued)

Included in the amounts for software expenses above are the following amounts relating to leased assets and assets held acquired under hire purchase contracts:

	€
Cost:	
Opening balance at 1 January 2016	275,641
Additions	347,891
At 31 December 2016	<u>623,532</u>
Amortisation:	
Opening balance at 1 January 2016	130,164
Provided during the year	228,059
At 31 December 2016	<u>358,223</u>
Net Book value:	
At 31 December 2016	<u>265,309</u>
At 31 December 2015	<u>145,477</u>

### 10. Tangible fixed assets

	Short Leasehold Improvements €	Fixtures & Fittings €	Equipment €	Total €
Cost:				
Opening balance at 1 January 2016	222,005	155,873	990,065	1,367,943
Additions	-	130,571	216,097	346,668
At 31 December 2016	<u>222,005</u>	<u>286,444</u>	<u>1,206,162</u>	<u>1,714,611</u>
Depreciation:				
Opening balance at 1 January 2016	138,498	141,345	751,565	1,031,408
Provided during the year	40,230	29,022	209,535	278,787
At 31 December 2016	<u>178,728</u>	<u>170,367</u>	<u>961,100</u>	<u>1,310,195</u>
Net book value:				
At 31 December 2016	<u>43,277</u>	<u>116,077</u>	<u>245,062</u>	<u>404,416</u>
At 31 December 2015	<u>83,507</u>	<u>14,528</u>	<u>238,500</u>	<u>336,535</u>

## Notes to the financial statements

at 31 December 2016

### 11. Stocks

	2016 €	2015 €
Consumables	96,992	190,292

Total stocks recognised as an expense in the income statement amounted to € 190,447 (2015: €148,809)

### 12. Trade and other receivables

*Amounts falling due within one year:*

	2016 €	2015 €
Other debtors	1,116,985	1,110,783
Amounts owed by parent	402,732	-
Amounts owed by group undertakings	-	7,913,893
Prepayments and accrued income	1,264,126	1,349,498
Corporation tax recoverable	-	185,349
	<u>2,783,843</u>	<u>10,559,525</u>

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

	2016 €	2015 €
Trade creditors	1,462,172	2,518,473
Amounts owed to group undertakings	12,435,560	11,423,983
Other creditors	1,520,569	193,157
Accruals and deferred income	1,841,064	755,863
Corporation tax payable	1,174,411	-
Other taxation and social security	874,326	693,917
Obligations under finance lease	152,701	165,869
	<u>19,460,803</u>	<u>15,751,262</u>

### 14. Creditors: amounts falling due in more than one year

	2016 €	2015 €
Obligations under finance lease	90,152	42,634
	<u>90,152</u>	<u>42,634</u>

### 15. Deferred tax liabilities

	2016 €
Opening balance at 1 January 2016	38,907
Movement during the year	37,946
Closing balance at 31 December 2016	<u>76,853</u>

Further details of movements in and the analysis of the deferred tax provision are disclosed in note 8.

## Notes to the financial statements

at 31 December 2016

### 16. Pensions

The company operates a defined contribution pension plan in the United Kingdom for eligible employees and benefits are based on each individual member's personal account. Unpaid contributions outstanding at the year-end of €132,809 (2015: €92,930) are included in 'other creditors' (note 13). Pension contributions recognised through the P&L during the year were €276,669 (2015: €197,113).

### 17. Obligations under leases and hire purchase agreements

At 31 December future minimum rentals payable under non-cancellable operating leases are as follows:

	<i>Land and Buildings</i>	
	<i>2016</i>	<i>2015</i>
	€	€
Operating leases which expire:		
Within one year	1,307,294	1,333,508
In two to five years	4,398,633	4,785,549
In over five years	3,960,142	5,770,491
Total	<u>9,666,069</u>	<u>11,889,548</u>

Amounts due under finance lease and hire purchase contracts are as follows:

	<i>2016</i>	<i>2015</i>
	€	€
Minimum lease payments payable:		
Within one year	156,023	172,447
Between one and five years	<u>91,282</u>	<u>43,111</u>
	247,305	215,558
Less: future finance charges	<u>(4,451)</u>	<u>(7,055)</u>
	<u>242,854</u>	<u>208,503</u>

### 18. Related party transactions

The company has taken advantage of the exemption in FRS 102.33.1A from disclosing transactions with those related parties that are companies wholly owned within the VistaJet Group Holding Limited.

#### *Key management personnel*

All directors and certain senior employees who have authority and responsibility for planning, directing and controlling the activities of the Group, are considered to be the key management personnel. Total remuneration in respect of these individuals is €739,208 (2015: €415,736).

## Notes to the financial statements

at 31 December 2016

### 19. Issued share capital

#### Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

	No.	2016 €	No.	Authorised 2015 €
Ordinary shares of £1 each	<u>100,000</u>	<u>127,828</u>	<u>100,000</u>	<u>127,828</u>

  

	No.	2016 €	No.	Allotted and called up 2015 €
Ordinary shares of £1 each	<u>1</u>	<u>1</u>	<u>1</u>	<u>1</u>

The company's share capital remains unpaid and the amount receivable of €1 is included within other debtors.

The company's Sterling denominated share capital has been translated at a rate of £1 = €1.27828 the rate applied to convert the balance sheet of the company on adoption of the Euro as the local and reporting currency on the acquisition of the trade and assets of the SkyJet business.

### 20. Ultimate parent undertaking and controlling party

As at 31 December 2016, the ultimate parent undertaking of the company and of the largest group of undertakings for which group financial statements are drawn up and of which the company is a member was VistaJet Group Holding Limited, incorporated in Malta. Immediate parent of company was VistaJet Operations Holding Limited, also incorporated in Malta.

At the same date, the smallest member of the group of undertakings was Salma-Forte Limited, a company incorporated in Nigeria.

Until 31 March 2016, the Company's ultimate parent was VistaJet Group Holding S.A, a company incorporated and domiciled at Zugerstrasse 50 in Baar, Switzerland. On 1 April 2016 VistaJet Group Holding Limited acquired the entire issued share capital of VistaJet Group Holding S.A and from that date onwards it became the Company's ultimate parent undertaking and controlling entity. Both VistaJet Group Holding S.A and VistaJet Group Holding Limited had a common majority shareholder, Mr Thomas Flohr who is the controlling party of the VistaJet Group.

# Notes to the financial statements

at 31 December 2016

## 21. Notes to the statement of cash flows

(a) Reconciliation of operating (loss) / profit to net cash (outflow)/inflow from operating activities

	2016 €	2015 €
Operating (loss)/profit	(1,050,582)	140,308
Depreciation	278,787	281,125
Amortisation	354,601	255,915
Decrease/(increase) in debtors	7,645,316	(6,454,779)
Decrease/(increase) in stock	93,300	(91,005)
Increase/(decrease) in creditors	1,180,046	8,286,219
Profit on disposal of tangible fixed assets	-	1,370
Net cash inflow from operating activities	<u>8,501,468</u>	<u>2,419,153</u>

(b) Capital expenditure

	2016 €	2015 €
Payments to acquire intangible fixed assets	(7,983,544)	(4,470,649)
Payments to acquire tangible fixed assets	(346,668)	(115,386)
	<u>(8,330,212)</u>	<u>(4,586,035)</u>

(c) Analysis of changes in net funds:

	At 1 January 2016 €	Cash flows €	At 31 December 2016 €
Cash at bank and in hand	<u>141,648</u>	<u>3,594</u>	<u>145,242</u>