Registered number: 01004502

# TRAILFINDERS LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

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# **COMPANY INFORMATION**

**Directors** M D W Gooley, C.B.E (Chairman)

A M Russell
M Bannister
G Dyer
M C Raymond
E R Lee
M W West
N Davies
F K Gooley
T P Gooley
T M Kelly
R McHardy
A D Ness

R Simpson

Company secretary M Bannister

Registered number 01004502

Registered office 48 Earls Court Road

London W8 6FT

Independent auditors Elman Wall Limited

Chartered Accountants & Statutory Auditor

8th Floor Becket House 36 Old Jewry London EC2R 8DD

# **CONTENTS**

	Page
Strategic report	1 - 2
Directors' report	3 - 5
Independent auditors' report	6 - 8
Statement of comprehensive income	9
Balance sheet	10 - 11
Statement of changes in equity	12
Notes to the financial statements	13 - 34

#### STRATEGIC REPORT FOR THE YEAR ENDED 28 FEBRUARY 2018

#### Introduction

During the year the company operated 31 travel centres in the United Kingdom, 5 in London and one each in the following cities and towns: Aberdeen, Belfast, Birmingham, Bournemouth, Brighton, Bristol, Cambridge, Canterbury, Cardiff, Chester, Edinburgh, Exeter, Glasgow, Guildford, Leeds, Liverpool, Manchester, Newcastle, Norwich, Nottingham, Oxford, Reading, Richmond, St Albans, Worcester and Bath.

#### **Business review**

An exceptionally good trading year combined with an appreciating currency culminated in a record turnover and pre tax profit which have resulted in other performance indicators moving in a favourable direction and the balance sheet becoming ever stronger.

Administrative expenses have increased from £73.6million to £85.7million, the main contributing factor being charitable donations which have increased from £4.8million to £10.1million.

Other operating income as reported in the Statement of Comprehensive Income reflects primarily the improvement in currency when compared with the loss reported in the previous year.

Movement in fair value of listed investments reflects the increase in fair value in listed investments in line with the requirements of FRS 102.

In line with the Company's policy of acquiring freehold rather than leasehold, two freehold properties were purchased in Worcester and Bath during the year.

# Principal risks and uncertainties

The company's operations are subject to numerous risks such as currency movements, terrorism, disease, adverse weather conditions and other natural phenomena. The uncertainty surrounding Brexit will continue to produce volatility in the markets and affect currency fluctuation. In additions to managing these risks the legislative burden on the travel industry and in particular the EU Directive on Package Travel places a high cost in meeting the demands and obligations of this regulatory framework.

We hold an Air Travel Organisers License granted by the Civil Aviation Authority which ensures that in the very unlikely event of our insolvency our clients would be able to continue with their holiday as planned (if already abroad) or refunded in full if travel has not already commenced. As a double indemnity all client funds are held in a Client Trust Account established in 1993 as a market leader and which continues to offer a uniique form of financial guarantee. This separate legal entity holds all client monies received for travel arrangements until such time as payment due to the supplier. Transactional gross profit is then transferred to the general account following settlement.

It should also be noted that the company bound by the rules of holding an ATOL reimburses clients in the event of an airline failing financially. This guarantee is offered by a method of self insurance and unlike many other travel organisers, Trailfinders does not charge for this protection.

The Directors consider cautious management of our cash reserves to be of paramount importance and this continues to be reflected in the balance sheet. This allows the company to manage all of the aforementioned risks and weather any prolonged down turn in business. It also allows the company to acquire other business opportunities at speed.

# **STRATEGIC REPORT (CONTINUED)** FOR THE YEAR ENDED 28 FEBRUARY 2018

# **Key Performance Indicators**

The key financial and performance indicators are as follows:

	2018 £000	2017 £000
Turnover	719,110	649,612
Gross profit margin	13.9%	13.5%
Profit before tax	35,834	23,612
Net current assets	165,710	141,621
Net assets/Shareholders funds	272,180	242,124
Average number of employees	990	990

The Directors maintain a sense of optimism for future trading conditions.

This report was approved by the board on 09 August 2018 and signed on its behalf.

M D W Gooley, C.B.E. (Chairman)
Director

# DIRECTORS' REPORT FOR THE YEAR ENDED 28 FEBRUARY 2018

The directors present their report and the financial statements for the year ended 28 February 2018.

#### Directors' responsibilities statement

The directors are responsible for preparing the Strategic report, the Directors' 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 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'. 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 for the Company's financial statements and then apply them consistently;
- make judgments 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;
- 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 to 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.

#### **Principal activity**

The principal activities of the company continue to be those of travel organisers and suppliers of related services.

#### **Dividends**

The profit for the year, after taxation, amounted to £30,053,257 (2017: £18,978,573).

During the year dividends of £nil were paid (2017: £3,000,000)

# DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2018

The directors who served during the year were:

M D W Gooley, C.B.E (Chairman)

A M Russell

M Bannister

G Dver

M C Raymond

E R Lee

J D Nye (resigned 29 September 2017)

M W West

N Davies

F K Gooley

T P Goolev

T M Kelly

N Orlans (resigned 1 March 2017)

R McHardy

R Simpson

No directors had any interest in the shares of the company.

M D W Gooley, M Bannister, A M Russell and E R Lee are directors of the parent company, Trailfinders Group Limited. M D W Gooley owns 100% of the share capital of the parent company.

#### Charitable donations

Charitable donations amounting to £10,000,000 (2017: £3,700,000) were made to The Mike Gooley Trailfinders Charity, which is an organisation, favouring support of Medical Research, Community projects, which encourage young people in outdoor activities and Armed Forces veteran organisations.

A further £75,000 in donations were made in respect of Great Ormond Street Hospital, and £1,500 to SSAFA

#### Trust account

The company created a trust account in June 1993. This separate legal entity continues to hold all clients' money received for travel arrangements until such time as payment is due to the suppliers. The company receives commission due only after the settlement of supplier accounts.

This method of safeguarding clients' funds is all too rare in the travel industry but, in the opinion of the directors, is by far the soundest and our action puts down a benchmark for others to follow.

# Land and buildings

The 22 freehold properties have been included in the balance sheet at cost without any revaluation since purchase and at the year end have a net book value of £26,266,859.

The directors have reviewed the value of the investment properties as at 28 February 2018 and consider there to be no material difference to the external valuation carried out in the year to 29 February 2016, which were valued at £9,280,000.

#### **Future developments**

The future developments for the company have been discussed in the Strategic report.

#### DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 28 FEBRUARY 2018

#### **Employee involvement**

Regular meetings with employees' representatives are held to inform them of the development of the business, together with a confidential internal newsletter published monthly and comprehensive company information available on the private internal Knowledgebase intranet which totals some 90,000 pages of information.

#### Disabled employees

The directors endeavour to ensure that as far as possible the training, career development and promotion of disabled persons is the same as other employees. Should employees become disabled, every effort is made to ensure that their employemnt continues and appropriate retaining is received. There was one registered disabled person employed by the company during the year.

#### Disclosure of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### Post balance sheet events

There have been no significant events affecting the Company since the year end.

#### **Auditors**

The auditors, Elman Wall Limited, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on 09 August 2018 and signed on its behalf.

M D W Gooley, C.B.E (Chairman)

Director

#### INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TRAILFINDERS LIMITED

#### Opinion

We have audited the financial statements of Trailfinders Limited (the 'Company') for the year ended 28 February 2018, which comprise the Statement of comprehensive income, 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 28 February 2018 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 Auditors' 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the 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.

#### 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 Auditors' report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

# INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TRAILFINDERS LIMITED (CONTINUED)

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 this regard.

#### 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 Strategic report or 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 on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, 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.

# INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF TRAILFINDERS LIMITED (CONTINUED)

#### Auditors' 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 Auditors' 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 Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' 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 Auditors' 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.

Yasin Khandwalla (Senior statutory auditor)

Elwan Hall hunted

for and on behalf of Elman Wall Limited

Chartered Accountants Statutory Auditor

8th Floor Becket House 36 Old Jewry London

Date: Q 2

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 28 FEBRUARY 2018

•	Note	2018 £000	As restated 2017 £000
	NOLE	2000	2000
Turnover	4	719,110	649,612
Cost of sales		(619,444)	(561,787)
Gross profit	•	99,666	87,825
Administrative expenses		(85,693)	(73,613)
Other operating income	5	10,473	(8,918)
Operating profit	6	24,446	5,294
Income from shares in group undertakings	15	4,524	4,375
Income from fixed assets investments	10	1,044	965
Amounts written off investments		412	311
Interest receivable and similar income	11	2,683	2,559
Profit before tax and fair value adjustments	•	33,109	13,504
Movement in fair value of listed investments		2,725	10,108
Profit before tax	•	35,834	23,612
Tax on profit	12	(5,778)	(4,632)
Profit for the financial year	_	30,056	18,980
Other comprehensive income for the year	•		
Total comprehensive income for the year	-	30,056	18,980
	•	<del></del>	

The notes on pages 13 to 34 form part of these financial statements.

# TRAILFINDERS LIMITED REGISTERED NUMBER: 01004502

# BALANCE SHEET AS AT 28 FEBRUARY 2018

•	· · ·		· ·		
			2018		As restated 2017
	Note		£000		£000
Fixed assets					
Tangible assets	14		34,508		30,877
Investments	15		69,938		67,317
Investment property	16		9,280	•	9,280
		_	113,726		107,474
Current assets					
Stocks	17	78		89	
Debtors: amounts falling due within one year	18	10,992		8,755	
Current asset investments	19	233,888		111,002	
Cash at bank and in hand	20	131,721		215,599	
	•	376,679	_	335,445	
Creditors: amounts falling due within one year	21	(210,969)		(193,824)	
Net current assets	•	· · · · · · · · · · · · · · · · · · ·	165,710		141,621
Total assets less current liabilities		-	279,436		249,095
Creditors: amounts falling due after more than one year	22		(2,267)		(3,067)
Provisions for liabilities					
Deferred tax	24	(4,989)		(3,904)	
	•		(4,989)		(3,904)
Net assets		~	272,180		242,124
		=			

# TRAILFINDERS LIMITED REGISTERED NUMBER: 01004502

# BALANCE SHEET (CONTINUED) AS AT 28 FEBRUARY 2018

	• •	2018	2017
	Note	£000	£000
Capital and reserves			
Called up share capital	25	94	94
Share premium account	26	27	27
Revaluation reserve	26	999	999
Capital redemption reserve	26	12	12
Other reserves	26	4	4
Profit and loss account	26	271,044	240,988
		272,180	242,124

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

09 August 2018.

M D W Gooley, C.B.E (Chairman)

Director

The notes on pages 13 to 34 form part of these financial statements.

# STATEMENT OF CHANGES IN EQUITY FOR THE YEARS ENDED 29 FEBRUARY 2016 AND 28 FEBRUARY 2018

	Called up share capital	Share premium account	Capital redemption reserve	Revaluation reserve	Other reserves	Profit and loss account	Total equity
	£000	£000	£000	£000	£000	£000	000£
At 1 March 2016 (as previously stated) .	94	27	12	999	4	221,612	222,748
Prior year adjustment	. •	-	<u>-</u>		•	3,396	3,396
At 1 March 2016 (as restated)	94	27	12	999	4	225,008	226,144
Profit for the year	<u> </u>	-	<u> </u>	-	-	18,980	18,980
Dividends: Equity capital	-	-	-	-	•	(3,000)	(3,000)
At 1 March 2017 (as previously stated)	94	27	12	999	4	238,434	239,570
Prior year adjustment	<u> </u>		-		-	2,554	2,554
At 1 March 2017 (as restated)	94	27	12	999	4	240,988	242,124
Comprehensive income for the year							
Profit for the year		<del>-</del>	-	<del>-</del> -		30,056	30,056
At 28 February 2018	94	27	12	999	4	271,044	272,180

The notes on pages 13 to 34 form part of these financial statements.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 1. General information

Trailfinders Limited is a private company limited by shares incorporated in England. The address of the registered office is given in the company information page of these financial statements. The nature of the company's operations and principal activities recorded in the Strategic Report and page 1 of the directors report.

#### 2. ACCOUNTING POLICIES

#### 2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company accounting policies (see note 3).

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

The following principal accounting policies have been applied:

#### 2.2 Financial reporting standard 102 - reduced disclosure exemptions

The company has taken advantage of the following exemptions on the basis that the equivalent disclosures are included in the consolidated financial statements of the group in which the company is consolidated:

# a) Cash flow statement

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, Trailfinders Group Limited, includes the company's cash flows in its own consolidated financial statements.

# b) Related Party Transactions

Under FRS 102 paragraphs 33.1(a) the company can be exempt from disclosure of transactions entered into between two or more members of a group provided that any subsidiary which is part to the transaction is wholly owned by such member.

The company may take advantage of the disclosure exemptions on the basis that:

- (i) its shareholders have been notified and have not objected to the use of the exemptions;
- (ii) it otherwise applies the recognition, measurement and disclosure requirements of FRS 102;
- (iii) it is disclosed in the notes to its financial statements a brief summary of the disclosure exemptions adopted and the name of the parent of the group in whose consolidated accounts its financial statements are adopted and from where those financial statements may be obtained.

#### (e) Key Management Personnel

Under FRS 102 paragraph 33.7(a) the company can be exempt from disclosure of key management personnel if the key management personnel are the same, which is the case of Trailfinders Limited.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 2. ACCOUNTING POLICIES (continued)

#### 2.3 Foreign currency translation

# Functional and presentation currency

The Company's functional and presentational currency is GBP.

#### Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of comprehensive income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of comprehensive income within 'other operating income'.

#### 2.4 Revenue

Turnover represents gross sales value to customers of air tickets, travel insurance, hotel bookings and other related services.

Turnover comprises of revenue recognised by the company in respect of package holidays and other services supplied to customers in the ordinary course of business. Revenue is taken to the profit and loss account based on the date of departure.

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

# 2.5 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to the Statement of comprehensive income on a straight line basis over the lease term.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term.

The Company has taken advantage of the optional exemption available on transition to FRS 102 which allows lease incentives on leases entered into before the date of transition to the standard 01 March 2016 to continue to be charged over the period to the first market rent review rather than the term of the lease.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 2. ACCOUNTING POLICIES (continued)

#### 2.6 Leased assets: the Company as lessee

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to the Statement of comprehensive income so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

#### 2.7 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

# 2.8 Pensions

#### Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in the Statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 2. ACCOUNTING POLICIES (continued)

#### 2.9 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the Statement of comprehensive income, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

# 2.10 Tangible fixed assets

Tangible fixed assets under the cost model, other than investment properties, are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 2. ACCOUNTING POLICIES (continued)

#### 2.10 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property

Leasehold buildings

Plant and machinery

Motor vehicles

Fixtures, fittings & equipment

- 2 - 2.5% straight line

Over period of lease

- 6.67% - 20% straight line

- 6.67% - 20% straight line

- 10% straight line

Computer equipment - 10% - 33.33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the Statement of comprehensive income.

For a revalued item of property, plant or equipment that meets the recognition criteria and the criteria for revaluation, the company has elected to use as its deemed cost, its revalued amount either at, or before the date of transition as disclosed in note 15.

# 2.11 Investment property

Investment property is carried at fair value determined every three years by external valuers and reviewed by directors on an annual basis. The value is derived from the current market rents and investment property yields for comparable real estate, adjusted if necessary for any difference in the nature, location or condition of the specific asset. No depreciation is provided. Changes in fair value are recognised in the Statement of comprehensive income.

#### 2.12 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Company shares, whose fair value value can be reliably determined, are remeasured to fair value at each balance sheet date. Gains and losses on remeasurement are recognised in the Profit and loss account for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Investments in listed company shares are remeasured to fair value at each Balance sheet date. Gains and losses on remeasurement are recognised in profit or loss for the period.

# 2.13 Stocks

Stock is valued at the lower of cost and net realisable value.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 2. ACCOUNTING POLICIES (continued)

#### 2.14 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

#### 2.15 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

#### 2.16 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

#### 2.17 Holiday pay accrual

A liability is recognised to the extent of any unused holiday pay entitlement which is accrued at the Balance sheet date and carried forward to future periods. This is measured at the undiscounted salary cost of the future holiday entitlement so accrued at the Balance sheet date.

#### 2.18 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to the Statement of comprehensive income in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the Balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

# 2.19 Financial instruments

The Company only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts debtors and creditors, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares

#### 2.20 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

# 3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparen from other sources. The estimates and associated assumptions are based historical experience and other factors that are recognised to be relevant. Actual results may differ from these estimates.

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

# Critical judgements

# (i) Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to due the material nature of the value of fixed assets. The depreciation rates are reviewed annually to ensure they are appropriate for the type of asset. Assets are reviewed for impairment on an annual basis.

#### (ii) Valuation of investment properties

The company holds a large residential and commercial investment property portfolio, for which they carry out a professional valuation every three years, on other years the valuation is prepared by the directors. In order to provide an accurate valuation the directors review movements in the markets of the property values in the areas where property is held with use of publications issued by established Chartered Surveyors.

# (iii) Revenue recognition

The company recognises revenue based on the date of departure of the booking which, in the directors' judgement, is the most appropriate revenue base as this matches the point at which the service is performed. The directors use their judgement to determine a fair direct cost associated to the revenue recognised.

#### Key sources of estimation uncertainty

The directors are of the view that there are no estimates or assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities

# 4. Turnover

		As restated
	2018	2017
•	£000	£000
Travel related sales	719,110	649,612
	719,110	649,612
•		

All turnover arose within the United Kingdom.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

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	2018	2017
	£000	£000
Travel related sales	719,110	649,612
	719,110	649,612

All turnover arose within the United Kingdom.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

5.	Other operating income		
		2018 £000	2017 £000
	Net rents receivable	475	469
	Foreign exchange difference - gain/(loss)	9,998	(9,387)
		10,473	(8,918)
6.	Operating profit		
	The operating profit is stated after charging:		
		2018 £000	2017 £000
	Depreciation of tangible fixed assets	2,977	3,064
	Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	60	55
	Exchange (gain)/loss	(10,205)	9,387
	Other operating lease rentals	2,368	2,235
	Defined contribution pension cost	515	497
7.	Auditors' remuneration		
		2018 £000	2017 £000
	Fees payable to the Company's auditor and its associates for the audit of the Company's annual accounts	60	55
	All other services	42	43
		42	43

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 8. **Employees**

Staff costs, including directors' remuneration, were as follows:

2018 £000	2017 £000
45,861	41,381
515	497
46,376	41,878
	£000 45,861 515

The average monthly number of employees, including the directors, during the year was as follows:

	2018 No.	2017 No.
Travel consultants	663	650
Management and administration	327	340
	990	990

#### 9. **Directors' remuneration**

	2018	2017
	£000	£000
Directors' emoluments	6,242	2,734
Company contributions to defined contribution pension schemes	51	88
	6,293	2,822
	<del></del>	

During the year retirement benefits were accruing to 9 directors (2017 - 13) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £3,350 thousand (2017 - £387 thousand).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £NIL (2017 - £26 thousand).

10.	Income from investments		
		2018 £000	2017 £000
	Dividends recieved from listed investments	1,044	965
		1,044	965
11.	Interest receivable		
		2018 £000	2017 £000
	Other interest receivable	2,683	2,559
		2,683	2,559
12.	Taxation		
		2018 £000	As restated 2017 £000
	Corporation tax	,	
	Current tax on profits for the year  Adjustments in respect of previous periods	4,694 -	2,490 (19)
		4,694	2,471
	Total current tax	4,694	2,471
		<del></del>	
	Deferred tax		
	Deferred tax  Movement in valuation of assets	1,084	2,161
		1,084	2,161

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

# 12. Taxation (continued)

# Factors affecting tax charge for the year

The tax assessed for the year is lower than (2017 - lower than) the standard rate of corporation tax in the UK of 19.08% (2017 - 20%). The differences are explained below:

2018 £000	As restated 2017 £000
35,834	23,613
6,838	4,723
22	235
142	136
(729)	69
(610)	(2,086)
1,738	2,300
(1,048)	(1,062)
(575)	317
5,778	4,632
	£000 35,834 6,838 22 142 (729) (610) 1,738 (1,048) (575)

# Factors that may affect future tax charges

There were no factors that may affect future tax charges.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

13.	Dividends		
		2018 £000	2017 £000
	Dividends paid	<u>.</u>	3,000
		<u></u>	3,000

# 14. Tangible fixed assets

	Freehold property £000	Long-term leasehold property £000	Short-term leasehold property £000	Plant and machinery £000	Motor vehicles £000	Fixtures and fittings £000	Computer equipment £000	Total £000
Cost or valuation								
At 1 March 2017	27,694	423	2,853	6,402	123	8,722	14,343	60,560
Additions	3,932	-	174	724	-	707	1,073	6,610
Disposals	-	-	-	-	-	(451)	(30)	(481)
At 28 February 2018	31,626	423	3,027	7,126	123	8,978	15,386	66,689
Depreciation								
At 1 March 2017	4,726	93	2,442	4,515	93	6,573	11,241	29,683
Charge for the year on owned assets	633	5	105	325	12	465	1,431	2,976
Disposals	-	-	-	-	-	(451)	(30)	(481)
At 28 February 2018	5,359	98	2,547	4,840	105	6,587	12,642	32,178
Net book value								
At 28 February 2018	26,267	325	480	2,286	18	2,391	2,744	34,511
At 28 February 2017	22,967	331	410	1,887	30	2,149	3,103	30,877

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 14. Tangible fixed assets (continued)

The net book value of land and buildings may be further analysed as follows:

	2018	2017
	£000	£000
Freehold	26,267	22,967
Long leasehold	325	325
Short leasehold	479	416
	27,071	23,708

Cost or valuation at 28 February 2018 includes £548,000 derived from professional valuations made in 1987 on the basis of open market value for continuing use in accordance with the Statement of Assets Valuation Practice No.4 and the Guidance Notes of The Royal Institution of Chartered Surveyors and £836,000 derived from professional valuations made on 26 February 1999. Valuations were made on the basis of open market value for continuing use by two firms of chartered surveyors, Lewis Craig and Harpers. These valuations have been frozen, as the company took advantage of the transitional provisions on the adoption of FRS 15 and the subsequent FRS 102 transitional provisions to permit previous valuations to be 'deemed cost' on transition date.

At the year end the cost and depreciation carried forward for long leasehold properties was £423,195 (2017: £423,195) and £97,991 (2017: £92,658) respectively.

If the land and buildings had not been included at valuation they would have been included under the historical cost convention as follows:

Net book value	26,072	22,709
Accumulated depreciation	(8,004)	(7,261)
Cost	34,076	29,970
	£000	£000

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

# 15. Fixed asset investments

	Investments in subsidiary companies £000	Listed investments £000	Unlisted investments £000	Total £000
Cost or valuation				
At 1 March 2017	9,861	57,260	195	67,316
Additions	-	5,946	-	5,946
Disposals	-	(6,048)	-	(6,048)
Revaluations	-	2,725	<b>-</b>	2,725
At 28 February 2018	9,861	59,883	195	69,939
Net book value				
At 28 February 2018	9,861	59,883	195	69,939
At 28 February 2017	9,861	57,260	195	67,316

# Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Country incorporatedH	olding	Principal activity
Trailfinders Ireland Limited	Republic of Ireland	100 %	Travel organiser
Trailfinders Pty. Limited	Australia	100 %	Investment holding
Bloomfield Wilderness Lodge Pty. Limited*	Australia	100 %	Rental property
Mount Louis Grazing Pty. Limited*	Australia	100 %	Farmland
Trailfinders (Australia) Pty. Limited*	Australia	100 %	Dormant
Hinterland Aero Engineering Pty. Limited*	Australia	100 %	Dormant

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 15. Fixed asset investments (continued)

'\* wholly owned by Trailfinders Pty Limited

Listed investments are long term investments and have therefore been classified under fixed asset investments.

Unlisted investments include £195,000 ordinary £1 shares in Britannic Group (Holdings) Limited, which represents 48.75% of the share capital of that company. As the company does not exercise significant influence over the financial and operating policy of Britannic Group (Holdings) Limited, the results of that company are not incorporated into these financial statements. Britannic Technologies Limited is a wholly owned subsidiary of Britannic Group (Holdings) Limited.

Britannic Group (Holdings) Limited is incorporated in Great Britain and registered in England and Wales. The consolidated capital and reserves of Britannic Group (Holdings) Limited at 31 March 2017 being the latest available audited accounts, amounted to £4,889,130 (2016: £3,922,964) and the profit after taxation for the year ended 31 March 2017 amounted to £1,066,166 (2016: £1,067,535).

The company owns 100% of the equity share capital of Trailfinders Ireland Limited (2017: 100%). During the year the company received dividends of £4,524m from Trailfinders Ireland Limited (2017: £4,375m).

# **Listed investments**

The fair value of the listed investments at 28 February 2018 was £60m (2017 - £57m).

The historical cost of listed investments at 28 February 2018 was £42m (2017: £42m).

#### Impairment of investment in subsidiary undertaking

	2018 £000	2017 £000
Impairment as at 1 March Impairment in the year	(12,600)	(12,600)
impairment in the year		<del></del>
Impairment as at 28 February	(12,600)	(12,600)

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 16. Investment property

Freehold investment property £000

**Valuation** 

17.

At 1 March 2017

9,280

At 28 February 2018

9,280

The 2016 valuations were made by Fifield Glyn Chartered Surveyors, on an open market value for existing use basis. The directors have reviewed the value of the properties as at 28 February 2018 and consider there to be no material difference to the external valuation carried out in the year to 29 February 2016.

#### At 28 February 2018

If the Investment properties had been accounted for under the historic cost accounting rules, the properties would have been measured as follows:

	2018	2017
	£000	£000
Historic cost	3,448	3,448
	3,448	3,448
. Stocks		
	2018 £000	2017 £000
Immunisation and travel accessories	78	89
	78	89

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

18.	Debtors		
		2018	2017
		000£	£000
	Trade debtors	1,483	1,446
	Other debtors	2,118	1,183
	Prepayments and accrued income	7,391	5,939
	Tax recoverable	<u> </u>	187
		10,992	8,755
19.	Current asset investments		
		2018 £000	2017 £000
	Unlisted investments	233,888	111,002
		233,888	111,002

Unlisted investments relate to monies held on deposit that mature in more than 3 months from the balance sheet date.

# 20. Cash and cash equivalents

	131,721	215,599
Cash at bank and in hand	131,721	215,599
	£000	£000
	2018	2017

The company established a trust on 15 June 1993 to hold and safeguard amounts received from the customers. The amounts held on trust are represented by bank balances. Amounts held on trust are only available to settle liabilities arising from the customers' travel arrangements and related services and the company's profit margin thereon. Interest arising from the funds held on trust belongs to the company. The balance held in the trust account at the balance sheet date is £77,348,247 (2017: £58,985,059).

The trust account also holds Irish funds which remain as amounts payable to Trailfinders Ireland Limited.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

# 21. Creditors: Amounts falling due within one year

		As restated
	2018	2017
	000£	£000
Trade creditors	163,725	151,138
Amounts owed to group undertakings	33,969	31,160
Corporation tax	2,567	591
Other taxation and social security	1,121	1,502
Other creditors	4,187	4,124
Accruals and deferred income	5,400	5,309
	210,969	193,824

Other creditors includes £889,607 (2017: £757,060) due to M D W Gooley, a director of the company. The amount is interest free.

# 22. Creditors: Amounts falling due after more than one year

	2,267	3,067
Deferred income	2,267	3,067
	2018 £000	2017 £000

23.

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

Financial instruments	,	
•	2018 £000	2017 £000
Financial assets		
Financial assets measured at fair value through profit or loss	131,916	215,794
Financial assets that are debt instruments measured at amortised cost	237,489	113,627
Financial assets that are equity instruments measured at cost less impairment	<b>-</b>	-
	369,405	329,421
Financial liabilities		
Financial liabilities measured at amortised cost	(207,282)	(191,728)

Financial assets measured at fair value through profit or loss comprise of unlisted investments in Britannic Group (Holdings) Limited and cash at bank.

Financial assets that are debt instruments measured at amortised cost comprise of short term investments in bonds, trade debtors and other debtors.

Financial liabilities measured at amortised cost comprise of trade creditors, amounts due to parent undertakings, other creditors and accruals.

# 24. Deferred taxation

	2018 £000	2017 £000
At beginning of year	(3,904)	(1,743)
Charged to profit or loss	(1,085)	(2,161)
At end of year	(4,989)	(3,904)
The provision for deferred taxation is made up as follows:		
•	2018 £000	2017 £000
Revaluation of investment properties	(2,900)	(2,900)
Revaluation of listed investments	(2,088)	(1,004)
	(4,988)	(3,904)
		·

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 24. Deferred taxation (continued)

On the basis that deferred tax is made up of the movement on revaluation of listed investments and investment properties and both areas have ongoing growth we expect the deferred tax liability to increase in the next reporting period as these investments continue to grow. The value of the growth cannot accurately be predicted and therefore impact on deferred tax is uncertain.

#### 25. Share capital

	2018	2017
	£000	£000
Allotted, called up and fully paid		
940,800 Ordinary shares of £0.10 each	94	94

0040

#### 26. Reserves

# Share premium account

Share premium includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

# Revaluation reserve

Revaluation reserve records the surplus arising on the vauation of property held for own use of the company in prior years.

#### Capital redemption reserve

Capital redemption reserve records the nominal value of shares repurchased by the company

#### Other reserves

Capital reserves are funds that are for capital expenditure projects only.

#### Profit and loss account

Profit and loss includes all current and prior periods retained profit.

Included within the reserve is £10,820,355 (2017: £9,735,899) of unrealised gains which are non distributable.

#### 27. Prior year adjustment

Subsequent to the year end, the directors decided to change the accounting policy on turnover recognition to departure date basis. As a result, the company has restated the comparative prior year amounts and the net impact is £116,827 on gross profit and £725,000 on taxation in the profit and loss account and £2,554,204 on shareholders funds.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

#### 28. Contingent liabilities

The company has given guarantees and indemnities at 28 February 2018 amounting to £1,801,409 (2017: £1,687,421) to travel suppliers and in respect of travel agency bonds. Barclays Bank plc holds a charge over £2.341 million of cash deposits in relation to these indemnities and bonds. Barclays Bank plc also hold a charge over £3.804 million in relation to indemnities and guarantees provided on behalf of Trailfinders Ireland Limited in respect of travel suppliers and agency bonds within Ireland.

#### 29. Pension commitments

The company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund and amounted to £514,990 (2017: £497,112). Contributions totalling £105,578 (2017: £99,651) were payable to the fund at the balance sheet date were included in creditors.

#### 30. Commitments under operating leases

At 28 February 2018 the Company had future minimum lease payments under non-cancellable operating leases as follows:

	2018	2017
	000£	£000
Not later than 1 year	2,193	2,050
Later than 1 year and not later than 5 years	6,533	6,251
Later than 5 years	1,779	2,857
	10,505	11,158

# 31. Related party transactions

The company has taken advantage of the FRS 102 exemption not to disclose related party transactions with companies that are wholly owned within the group.

A director of the company, is a partner with William Heath & Co. solicitors, whose firm is one of those instructed by the company in the ordinary course of business on legal matters. During the year the company has been charged £108,293 (2017: £14,832) by William Heath & Co for legal services.

During the year the company purchased goods and services to the value of £1,579,855 (2017: £1,316,593) from a connected company. The balance owed to the company at the year end was £nil (2016: £nil).

At the balance sheet date there is a balance due from a related company, to which sponsorship is provided amounting to £191,559 (2017: £191,559). There were no transaction during the year.

During the year the company made donations of £10,000,000 (2017: £3,700,000) to the Mike Gooley Trailfinders Charity, a registered charity. The directors of the company, are trustees of the charity.

#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 28 FEBRUARY 2018

# 32. ULTIMATE PARENT COMPANY AND CONTROLLING PARTY

The ultimate parent is Trailfinders Group Limited, a company registered in England and Wales.

The ultimate controlling party is Mike Gooley by virtue of his 100% shareholding of the parent company Trailfinders Group Limited.

The company is a wholly owned subsidiary of Trailfinders Group Limited. It is included in the consolidated financial statements of Trailfinders Group Limited. Therefore the company is exempt by virtue of section 401 of the Companies Act 2006 from the requirement to prepare consolidated financial statements. The consolidated financial statements of Trailfinders Group Limited as at 28 February 2018 may be obtained from 48 Earls Court Road, London, W8 6FT.

These financial statements are the company's separate financial statements.