

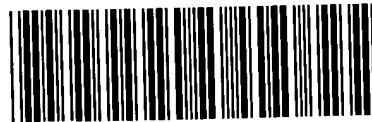
## **TNT Transport Limited**

### **Annual report and financial statements**

For the year ended 31 May 2020

Registered number 1141530

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*TNT Transport Limited  
Registered number 1141530  
For the year ended 31 May 2020*

## **Corporate Information**

### **Directors**

R Peto  
J Davies

### **Independent Auditors**

Ernst & Young LLP  
No.1 Colmore Square  
Birmingham  
B4 6HQ

### **Registered Office**

TNT Transport Limited  
Express House  
Holly Lane  
Atherstone  
Warwickshire  
CV9 2RY

## **Strategic report**

### **Strategic report for the year ended 31 May 2020**

The Directors present their Strategic report for TNT Transport Limited, for the year ended 31 May 2020.

#### **Review of business**

The results for the financial year show a profit before taxation of €nil (2019: €nil) as shown on page 7.

On 15 May 2020 the Board approved a reduction of share capital, cancelling and extinguishing 232,928 cumulative redeemable preference shares and 24,767,072 ordinary shares.

Further details of these transactions are included in note 8 and note 9.

#### **Key performance indicators ("KPIs")**

As the Company does not trade and its affairs are sufficiently simple, the Directors believe that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

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

Due to the fact that the Company does not trade, there are not deemed to be any risks or uncertainties that are not mitigated by internal financing policies.

The Strategic report was approved by the board and signed on its behalf



**R Peto**  
*Director*

16 August 2021

## **Directors' report for the year ended 31 May 2020 (continued)**

The Directors present their annual report, and the audited financial statements, for the year ended 31 May 2020.

### **Principal activities and future developments**

The principal activity of the Company during the year was that of a holding Company. The Directors do not envisage initiating any material departure from the principal activity in the foreseeable future.

### **Results and dividends**

The results for the financial year show a profit before taxation of €nil (2019: €nil) as shown on page 7.

The Company paid a dividend to its parent, TNT Holdings (UK) Limited, during the year of €6,862 (2019: €nil). The Directors recommend that no final dividend be paid (2019: €nil).

### **Financial risk management**

The Company has internal interest bearing assets and liabilities. As the Company's financing and operations are internal to the FedEx Corporation group, any financial risks are mitigated by internal policies and controls.

### **Directors**

The Directors of the Company who served during the year ended 31 May 2020, and up to the date of signing the financial statements, were as follows:

R Peto

J Davies (appointed 12 June 2020)

JN Clarke (resigned 12 June 2020)

### **Going concern**

The Company's Balance Sheet shows net assets of €70,967,000 (2019: €70,974,000), and at year end reported net current assets of €nil (2019: €7,000). The Company is expected to continue to make a positive contribution to FedEx Corporation group ("the Group") EBIT and cash flows for the foreseeable future.

The Company has received confirmation of financial support from its ultimate parent company FedEx Corporation, which confirms that the Group, if required, will provide financial support to the Company through 1 January 2023.

The Directors have made enquiries of the Directors of FedEx Corporation, reviewed group FY 2021 results and available working capital, to confirm that the Group has the ability and has intention to provide financial support to the Company if required.

The Directors, having assessed the confirmation and reviewed the latest available results of the Company's parent FedEx Corporation, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the FedEx Corporation to continue as a going concern or its ability to continue within the current banking arrangements.

On the basis of their assessment of the Company's financial position and of the enquiries made of FedEx Corporation, the Company's Directors have reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Whilst there remains uncertainty regarding the impact of COVID-19, the Directors of the Company have concluded that, if required, the Group will be able to provide financial support to the Company, for a period of at least 12 months from the date of approval of these financial statements and has the full intention of doing so. Accordingly, the Directors are satisfied that they have a reasonable basis upon which to conclude that the Company is able to meet its liabilities as they fall due in the foreseeable future and that it remains appropriate to prepare the financial statements on a going concern basis.

### **Directors' third party indemnity provision**

The Directors benefit from qualifying third party indemnity provisions in place during the financial year and at the date of this report.

## **Directors' report for the year ended 31 May 2020 (continued)**

### **Statement of Directors' responsibilities**

The Directors are responsible for preparing the Strategic report, 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 prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework (FRS 101).

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

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

In accordance with Section 418 of the Companies Act 2006, in the case of each Director in office at the date the Directors' report is approved:

- (a) As far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- (b) 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.

### **Independent Auditors**

The auditors, Ernst and Young LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

The Directors' report was approved by the board and signed on its behalf



**R Peto**  
*Director*

16 August 2021

## **Independent Auditor's report to the members of TNT Transport Limited**

### **Opinion**

We have audited the financial statements of TNT Transport Limited for the year ended 31 May 2020 which comprise statement of comprehensive income, statement of financial position, statement of changes in equity and the related notes 1 to 13, 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 FRS 101 "Reduced Disclosure Framework (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 May 2020 and of its result for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

We 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 other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained with the annual report.

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

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

We have nothing to report in this regard.

## **Independent Auditor's report to the members of TNT Transport Limited**

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

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

- the information given in the 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 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 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 statement of directors' responsibilities set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

### **Use of our report**

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

DocuSigned by:  
**Ernst & Young LLP**  
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Helen McLeod-Jones (Senior statutory auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
Birmingham

August 16, 2021



## Statement of comprehensive income

		Year ended 31 May 2020 €000	Year ended 31 May 2019 €000
	<i>Note</i>		
Administrative expenses		-	-
Operating result	4	-	-
Interest receivable and similar income		-	-
Result before taxation		-	-
Tax on result		-	-
Result for the financial period		-	-
Total comprehensive income for the period		-	-

All amounts relate to continuing operations.

The notes on pages 10 to 15 form part of these financial statements.

## Statement of financial position

		31 May 2020 €000	31 May 2019 €000
	Note	€000	€000
<b>Fixed Assets</b>			
Investments	6	70,967	70,967
<b>Current assets</b>			
Debtors	7	-	7
<b>Net current assets</b>		-	7
<b>Net assets</b>		<u>70,967</u>	<u>70,974</u>
<b>Capital and reserves</b>			
Called up share capital	8,9	-	25,822
Share premium	10	-	3
Other reserves	10	-	18,384
Retained earnings		70,967	26,765
<b>Total Equity</b>		<u>70,967</u>	<u>70,974</u>

These financial statements on pages 7 to 15 were approved by the board of Directors on 16 August 2021 and were signed on its behalf by:



**R Peto**  
Director

## Statement of changes in equity for the year ended 31 May 2020

	Attributable to owners of the parent				
	Called up share capital €000	Share premium €0	Other reserves €000	Retained earnings €000	Total Equity €000
At 31 May 2018	25,822	3	18,384	26,765	70,974
Result and total comprehensive income for the financial period	-	-	-	-	-
At 31 May 2019	<u>25,822</u>	<u>3</u>	<u>18,384</u>	<u>26,765</u>	<u>70,974</u>
Result and total comprehensive income for the financial year	-	-	-	-	-
Share capital reduction	(25,822)	(3)	(18,384)	44,209	-
Dividend	-	-	-	(7)	(7)
At 31 May 2020	<u>-</u>	<u>-</u>	<u>-</u>	<u>70,967</u>	<u>70,967</u>

## **Notes to the financial statements for year ended 31 May 2020**

### **1 General Information**

TNT Transport Limited is a private limited Company incorporated and domiciled in England and Wales. The principal activities of the Company are set out in the Directors' report on page 3 and 4. The address of the registered office is given on page 1.

### **2 Summary of Significant Accounting Policies**

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

The accounting policies that follow set out the policies that apply in preparing the financial statements for the year ended 31 May 2020. These policies have been consistently applied to all the years presented, unless otherwise stated.

These financial statements have been prepared on a going concern basis in accordance with the Companies Act 2006 (the Act) as applicable to companies using Financial Reporting Standard 101 (FRS101). FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of EU-adopted IFRS.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

The Company is a qualifying entity for the purposes of FRS 101. Note 13 gives details of the Company's parent and from where its consolidated financial statements prepared in accordance with US GAAP may be obtained.

The disclosure exemptions adopted by the Company in accordance with FRS 101 are as follows:

- (a) the requirements of IFRS 7 Financial Instruments: Disclosures;
- (b) the requirements of paragraphs 91 – 99 of IFRS 13 Fair Value Measurement;
- (c) the requirements of IAS 7 Statement of Cash Flows;
- (d) the requirements of paragraph 17 of IAS 24 Related Party Disclosures;
- (e) the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member ; and
- (f) the requirements of paragraphs 10(d), 10(f), 39(c) and 134-136 of IAS 1 Presentation of Financial Statements;
- (g) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of paragraph 79(a)(iv) of IAS 1; and
- (h) the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors.

The financial statements have been prepared under the historical cost convention.

The financial statements are prepared in Euros (presentational currency), which is the functional currency of the Company under IAS 21. All figures are rounded to the nearest thousand, except where otherwise indicated.

## **Notes to the financial statements for year ended 31 May 2020 (continued)**

### **Accounting Policies (continued)**

#### ***Foreign currency translation***

The Company's functional currency and presentation currency is Euros. Transactions in foreign currencies are initially recorded in the 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 functional currency rate of exchange ruling at the financial position date. All differences are taken to the statement of comprehensive income.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

#### ***Going concern***

The Company's Balance Sheet shows net assets of €70,967,000 (2019: €70,974,000), and at year end reported net current assets of €nil (2019: €7,000). The Company is expected to continue to make a positive contribution to FedEx Corporation group ("the Group") EBIT and cash flows for the foreseeable future.

The Company has received confirmation of financial support from its ultimate parent company FedEx Corporation, which confirms that the Group, if required, will provide financial support to the Company through 1 January 2023.

The Directors have made enquiries of the Directors of FedEx Corporation, reviewed group FY 2021 results and available working capital, to confirm that the Group has the ability and has intention to provide financial support to the Company if required.

The Directors, having assessed the confirmation and reviewed the latest available results of the Company's parent FedEx Corporation, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the FedEx Corporation to continue as a going concern or its ability to continue within the current banking arrangements.

On the basis of their assessment of the Company's financial position and of the enquiries made of FedEx Corporation, the Company's Directors have reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

Whilst there remains uncertainty regarding the impact of COVID-19, the Directors of the Company have concluded that, if required, the Group will be able to provide financial support to the Company, for a period of at least 12 months from the date of approval of these financial statements and has the full intention of doing so. Accordingly, the Directors are satisfied that they have a reasonable basis upon which to conclude that the Company is able to meet its liabilities as they fall due in the foreseeable future and that it remains appropriate to prepare the financial statements on a going concern basis.

#### ***Current and deferred income tax***

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 financial position date.

Deferred income tax is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, with the following exceptions:

- where the temporary difference arises from the initial recognition of goodwill;
- on an asset or liability in a transaction that is not a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss;
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future; and
- deferred income tax assets are recognised only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carried forward tax credits or tax losses can be utilised.

## Notes to the financial statements for year ended 31 May 2020 (continued)

### Accounting Policies (continued)

#### *Current and deferred income tax (continued)*

Deferred income tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability is settled, based on tax rates and laws enacted or substantively enacted at the financial position date.

The carrying amount of deferred income tax assets is reviewed at each financial position date. Deferred income tax assets and liabilities are offset, only if a legally enforceable right exists to set off current tax assets against current tax liabilities, the deferred income taxes relate to the same taxation authority and that authority permits the group to make a single net payment.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise income tax is recognised in the statement of comprehensive income.

#### *Investments in subsidiaries*

Investments are stated at the cost of the shares, plus all other associated acquisition costs less any provision for impairment. Investments are reviewed annually and impairments are assessed if the investment's carrying value is greater than the net assets it represents.

Where an impairment has been identified on an investment denominated in a currency other than Euros, the current value is calculated of the investment at the spot rate at that date. The impairment charge based on the currency value of the investment is also calculated and charged to the statement of comprehensive income. The difference between the two charges is deemed to be the foreign exchange element and charged accordingly.

#### *Exemption from preparation of consolidated financial statements*

The financial statements contain information about the Company as an individual Company and do not contain consolidated financial information as the parent to a group. The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare group consolidated financial statements as the results of the Company and its subsidiaries are included by full consolidation in the consolidated financial statements of its ultimate parent, FedEx Corporation, as at 31 May 2020, which is incorporated in the USA.

### 3 Critical Accounting Estimates and Judgements

The Company makes estimates and assumptions in the preparation of the financial statements in line with the applicable standards. Estimates and judgements are continually evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are discussed below:

#### *Impairment of Investments*

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and value in use. The value in use of investments is assessed on an annual basis, taking the net assets of the Company, in which there is an investment, into account (see note 6).

### 4 Operating result

Auditor's remuneration in respect of auditing of the financial statements was £7,285 (2019: £7,000). This has been borne by FedEx Corporation.

## Notes to the financial statements for year ended 31 May 2020 (continued)

### 5 Staff costs and Directors' emoluments

The Company has no employees other than the Directors (2019: none). During the current and preceding financial year the Directors have neither received nor waived any remuneration for their services to the Company and have not accrued any pension benefits under either defined benefit or contribution schemes. Remuneration is paid to the Directors by other group entities and is not recharged. The Directors do not consider the amount of time spent on the entity to be material and therefore no information is disclosed.

### 6 Investments

	Subsidiary undertakings €000
<b>Cost</b>	
At 1 June 2019 and 31 May 2020	<u>70,967</u>
<b>Provisions</b>	
At 1 June 2019 and 31 May 2020	<u>-</u>
<b>Net book value</b>	
At 1 June 2019 and 31 May 2020	<u>70,967</u>

The investment represents 100% of the ordinary share capital of FedEx UK Transportation Limited, a Company incorporated in England and Wales, whose principal activity is the provision of transportation services.

The Directors consider the value of the investments to be supported by their underlying assets.

As at 31 May 2020, the subsidiary companies owned indirectly by the Company were as follows:

Name of undertaking	Country of incorporation and residence	Principal activity	% of ordinary shares held
TNT Offshore Islands Express Limited	Jersey	Transportation	100%
TNT Transport (NI) Limited	Northern Ireland	Dormant	100%
TNT Fashion Group France SAS	France	Dormant	100%
Equity Credit Services Limited	England & Wales	Dormant	100%

### 7 Debtors

	2020 €000	2019 €000
Current amounts due from group undertakings	<u>-</u>	<u>7</u>
	<u>-</u>	<u>7</u>

Amounts due from group undertakings are unsecured and have no fixed date of repayment but can be recalled at any time. Interest is credited at the daily Euribor rate. All amounts were repaid in the year.

**Notes to the financial statements for year ended 31 May 2020 (continued)**

**8 Called up share capital**

**Ordinary shares of £1 each**

<b>Allotted and fully paid</b>	<b>No.</b>	<b>€000</b>
At 1 June 2019	24,767,073	25,580
Share capital reduction	(24,767,072)	(25,580)
At 31 May 2020	<u>1</u>	<u>-</u>

Shares were translated at the exchange rate of (£1:€1.0329) ruling at the date of transition to IFRS. As detailed within the accounting policies section of the financial statements on page 10, the Company has since transitioned to FRS101.

On 15 May 2020 the Board approved a reduction of share capital, cancelling and extinguishing ordinary shares as shown above.

The amount by which the share capital was reduced was credited to retained earnings and is considered to be distributable.

**9 Preference shares**

**Preference shares of £1 each**

<b>Allotted and fully paid</b>	<b>No.</b>	<b>€000</b>
At 1 June 2019	232,928	242
Share capital reduction	(232,927)	(242)
At 31 May 2020	<u>1</u>	<u>-</u>

**Rights of preference shareholders**

The preference shares are 5% non-cumulative dividends per annum on the capital paid up. No such dividends were paid in the year or are payable. The preference shares do not have a right to any further participation in the profits of the Company. On the winding up of the Company, the preference shareholders are entitled to receive the amount of capital paid up once all liabilities have been settled. The preference shareholders do not have any rights to vote.

The non-cumulative preference shares are treated as equity in accordance with IAS 32.

Shares were translated at the exchange rate of (£1:€1.0329) ruling at the date of transition to IFRS. As detailed within the accounting policies section of the financial statements in note 2, the Company has since transitioned to FRS 101.

On 15 May 2020 the Board approved a reduction of share capital, cancelling and extinguishing preference shares as shown above.

The amount by which the share capital was reduced was credited to retained earnings and is considered to be distributable.



## Notes to the financial statements for year ended 31 May 2020 (continued)

### 10 Reserves

#### Share premium

The share premium reserve of £nil (2019: £3,000) represents the amount previously paid for the Company above the par value of its ordinary shares. This was cancelled during the year as part of the capital reduction outlined below.

#### Other reserves

Other reserves relate to a capital contribution original made in cash and received by the Company in 2008. This capital contribution of £18,384,000 was repaid in full during the year.

The share premium reserve and other reserve balances were reduced on 15 May 2020, following the Board approved reduction of share capital.

The amount by which these reserves were reduced was credited to retained earnings and is considered to be distributable.

### 11 Dividends

	2020 €000	2019 €000
Dividends on ordinary share	7	-

### 12 Contingent liabilities

The Company has entered into a Deed of Composite Guarantee in favour of National Westminster Bank plc in respect of accounts held with NatWest by a number of its group undertakings.

As at 31 May 2020, the Company had one guarantee for a property located at Trafford Park, Manchester.

The Directors do not believe that any material liability will arise from the above contingencies.

### 13 Ultimate parent undertaking

The immediate parent undertaking of TNT Transport Limited is TNT Holdings (UK) Limited. The ultimate parent undertaking and controlling party at the financial position date was FedEx Corporation, USA, a Company incorporated in USA, which was the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the consolidated financial statements of FedEx Corporation may be obtained from 942 South Shady Grove Road, Memphis, Tennessee 38129, USA.

### 14 Subsequent events

On 11 August 2020, the company issued a dividend in specie, being 100% of the shareholding in FedEx Express UK Transportation Limited at book value of €70,966,849.