

Close Number 6 Limited

**Annual report and financial statements
for the year ended 30 September 2014**

Registered number: 3234895

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Close Number 6 Limited

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Close Number 6 Limited

Directors' report

The Directors present their annual report on the affairs of Close Number 6 Limited (the "Company"), together with the financial statements for the year ended 30 September 2014.

Business review, principal activities and future developments

The Company is a wholly owned subsidiary of MyTravel Group Limited. The principal activity of the Company is to hold shares in Thomas Cook Group plc (the "Group") as a trustee for certain of the Group's employee incentive plans. During the year ended 30 September 2013, the Company changed its name to Close Number 6 Limited from Airtours Trustee Limited.

The Company did not actively trade during the year or the preceding year and made neither a profit nor a loss. Accordingly no statement of comprehensive income has been prepared.

The net assets of the Company at 30 September 2014 were £nil (2013: net liabilities of £1,519,170). The Directors consider that the financial position of the Company at the end of the year was satisfactory.

The Directors are intending to dissolve the Company in the next year, and therefore have prepared the accounts on a liquidation basis.

Principal risks and uncertainties

The principal area of risk or uncertainty is related to the carrying amount of the Company's investment which is dependent on the share price of Thomas Cook Group plc. The Directors carry out an annual assessment of the carrying value of the investment by reference to the quoted price of Thomas Cook Group plc shares.

Key performance indicators

As the Company is not actively trading, the Directors are of the opinion that an analysis using key performance indicators is not necessary for an understanding of the development, performance or position of the business.

Environment and employees

As the Company is not actively trading and has no direct employees (2013: nil), the Directors do not consider it necessary to report on environmental or employment policies.

Dividends

The Directors do not recommend the payment of an ordinary dividend for year ending 30 September 2014 (2013: nil).

Directors

The Directors of the Company who were in office during the year and up to the date of signing the financial statements, except as noted, were as follows:

N J Arthur (resigned 2nd June 2014)
S Bradley
Thomas Cook Group Management Services Limited

Company Secretary

S Bradley

Directors' indemnities

In accordance with its Articles, the Company has granted a qualifying third party indemnity, to the extent permitted by law, to each director. The Company also maintains directors' and officers' liability insurance.

Going concern

The Directors intend to dissolve the Company in the next year. Accordingly, the going concern basis of accounting is no longer appropriate and the financial statements for the year ended 30 September 2014 have been prepared on a basis other than going concern as described in note 2 to the financial statements.

Close Number 6 Limited

Directors' report (continued)

Statement of directors' responsibilities

The Directors are responsible for preparing 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 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;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 101 used in the preparation of financial statements; and
- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of accounts.

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.

Independent auditors

For the year ended 30 September 2014, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The Directors' report has been approved and is signed on behalf of the Board by:



S Bradley
Director
28th April 2015

Registered Office:

The Thomas Cook Business Park
Coningsby Road
Peterborough
Cambs
PE3 8SB

Close Number 6 Limited

Registered number: 3234895

Balance sheet as at 30 September 2014

	Note	30 September 2014 £	30 September 2013 £
Fixed assets			
Investments	3	-	-
Current assets			
Debtors	4	1,519,170	-
Total assets		<u>1,519,170</u>	<u>-</u>
Current liabilities			
Creditors	5	(1,519,170)	(1,519,170)
Total liabilities		<u>(1,519,170)</u>	<u>(1,519,170)</u>
Net assets/(liabilities)		<u>-</u>	<u>(1,519,170)</u>
Capital and reserves			
Called up share capital	6	2	1
Profit and loss account		(2)	(1,519,171)
Total shareholders' surplus/(deficit)		<u>-</u>	<u>(1,519,170)</u>

For the year ended 30 September 2014, the company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476.

The Directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements on pages 4 to 8 were approved by the Board of Directors on 28th April 2015.

Signed on behalf of the Board,



S Bradley
Director

28th April 2015

Close Number 6 Limited

Statement of changes in equity

For the year ended 30 September 2014

	Called up share capital £	Profit and loss account £	Total shareholders' surplus £
At 30 September 2012	1	(1,519,171)	(1,519,170)
Total comprehensive result for the year	-	-	-
At 30 September 2013	1	(1,519,171)	(1,519,170)
Recapitalisation	1	1,519,169	1,519,170
At 30 September 2014	2	(2)	-

During the year there was recapitalisation of £1,519,170 to return the Company's net assets to a nil position so as to enable the company to enter members voluntary liquidation.

Close Number 6 Limited

Notes to the financial statements for the year ended 30 September 2014

1. General information

Close Number 6 Limited is a limited liability company incorporated and domiciled in England and Wales under the Companies Act 2006. The address of the registered office is The Thomas Cook Business Park, Coningsby Road, Peterborough, Cambs, PE3 8SB. The nature of the Company's operations and its principal activities are set out in the Directors' report. These financial statements are presented in GBP because that is the currency of the primary economic environment in which the Company operates.

The Company is a wholly-owned subsidiary company and is included within the audited consolidated financial statements of Thomas Cook Group plc, a company incorporated in England and Wales, which have been prepared in accordance with International Financial Reporting Standards and filed with the Registrar of Companies.

Adoption of new or amended standards and interpretations in the current year

In the current year, no new or amended standards have been adopted which are relevant to the Company.

2. Significant accounting policies

Basis of preparation

The Company meets the definition of a qualifying entity under FRS 100 (Financial Reporting Standard 100) issued by the Financial Reporting Council. The financial statements have therefore been prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council and with those parts of the Companies Act 2006 applicable to companies reporting under FRS 101.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to business combinations, share-based payment, non-current assets held for sale, financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions.

Where relevant, equivalent disclosures have been given in the group financial statements of Thomas Cook Group plc. The group financial statements of Thomas Cook Group plc are available to the public and can be obtained as set out in note 7.

As a result of FRS 101 being applicable to entities with a year-end from 1 January 2015, the company made the business decision to adopt the standard early (FRS 101 para.11).

Going concern

The Directors have decided to dissolve the Company in the next financial year. Accordingly, the going concern basis of accounting is no longer appropriate as at 30 September 2014. No adjustments were required to be made to these financial statements as a result of this decision. The comparative financial information continues to be prepared on a going concern basis. The principal accounting policies, which have been applied consistently throughout the year, are set out below.

Investments

Investments are shown at cost less provision for impairment.

Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Provision is made for deferred tax so as to recognise all temporary differences which have originated but not reversed at the balance sheet date that result in an obligation to pay more tax, or a right to pay less tax in the future.

This is calculated on a non-discounted basis by reference to the average tax rates that are expected to apply in the relevant jurisdiction and for the year in which the temporary differences are expected to reverse. Deferred tax assets are assessed at each balance sheet date and are only recognised to the extent that their recovery against future taxable profits is probable.

Close Number 6 Limited

Notes to the financial statements for the year ended 30 September 2014

2. Significant accounting policies (continued)

Debtors

Debtors are recognised at their fair value and subsequently recorded at amortised cost using the effective interest method as reduced by allowances for estimated irrecoverable amounts.

Creditors

Creditors are recognised at their fair value and subsequently recorded at amortised cost using the effective interest method.

Cash flow statement

The Company had no cash flows in the current year. Its cash flow obligations were settled by fellow group undertakings. Accordingly, no separate cash statement has been presented with these financial statements.

Income Statement

The Company made neither a profit or loss in the accounting year under review (2013: £nil). The Company has no employees (2013: nil). Administrative expenses of the Company, were borne by Thomas Cook Group plc, the Company's parent undertaking, during both accounting years with no recharge made as the amounts were minimal.

Share capital

Ordinary shares are classified as equity.

Critical judgments in applying the Company's accounting policies

In the process of applying the Company's accounting policies, described above, management has made the following judgments that have the most significant effect on the amounts recognised in the financial statements.

Recoverable amounts of investments

Judgments have been made in respect of the carrying value of the investment by reference to the quoted price of Thomas Cook Group plc shares.

3. Investments

	£
Cost	
At 30 September 2013 and 2014	1,537,040
Provision for impairment	
At 30 September 2013	1,537,040
Impairment loss	-
At 30 September 2014	1,537,040
Net book value	
At 30 September 2014	-
At 30 September 2013	-

The fixed asset investment represents the Company's interest in the issued share capital of Thomas Cook Group plc. At 19 June 2007 the Company received one share in Thomas Cook Group plc for each MyTravel Group plc share held. As at 30 September 2014 and 2013 the Company held 131 Thomas Cook Group plc shares as a trustee for certain of the Group's employee incentive plans.

Close Number 6 Limited

Notes to the financial statements for the year ended 30 September 2014

4. Debtors

	Year ended 30 September 2014 £	Year ended 30 September 2013 £
Amounts owed by group undertakings	1,519,170	-
	<u>1,519,170</u>	<u>-</u>

All loan amounts owed by group undertakings are non-interest bearing and are repayable on demand.

The Directors consider that the carrying amount of debtors approximates their fair values.

5. Creditors

	Year ended 30 September 2014 £	Year ended 30 September 2013 £
Amounts owed to group undertakings	1,519,170	1,519,170
	<u>1,519,170</u>	<u>1,519,170</u>

All amounts owed to group undertakings are non-interest bearing and are repayable on demand.

The Directors consider that the carrying amount of creditors approximates their fair values.

6. Called up share capital

	Year ended 30 September 2014 £	Year ended 30 September 2013 £
Authorised		
1,000 (2013:1,000) Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
Allotted, called up and fully paid		
2 (2013:1) Ordinary share of £1 each	<u>2</u>	<u>1</u>

7. Ultimate controlling party

The Company is a direct subsidiary of MyTravel Group Limited a company incorporated in England and Wales.

The smallest group in which the results of the Company are consolidated is that headed by Thomas Cook Group plc which is incorporated in England & Wales, and which is the Company's ultimate parent undertaking and controlling party. The consolidated financial statements of Thomas Cook Group plc may be obtained from 3rd floor, south building, 200 Aldersgate, London EC1A 4HD.