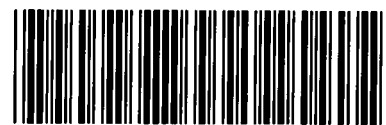


Registered no. 10685211

USD Treasury Coy (UK) Limited

**Annual report and financial statements
for the period
22 March 2017 to 30 June 2017**

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USD TREASURY COY (UK) Limited

Registered no. 10685211

Annual report and financial statements for the period 22 March 2017 to 30 June 2017

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Strategic report

The Directors present their strategic report for period 22 March 2017 to 30 June 2017.

Business review

USD Treasury Coy (UK) Limited (the "Company") was incorporated on 22 March 2017 to act as a centralised treasury function for the Corporate Travel Management Group. The Company is limited by shares. The Company is a direct subsidiary of Corporate Travel Management (UK) Limited and an indirect subsidiary of Corporate Travel Management Limited (the "Group").

Funding

The Company facilitated an earnout payment for a subsidiary of the Group, through borrowings of USD 21 million and a share issue of USD 5.2 million.

Material business risks

The Group and its subsidiaries are subject to both specific risks to its business activities and risks of a general nature. These risks include:

- Global terrorism and pandemics: International travel remains susceptible to the impact of regional terrorism and health pandemics.
- Economic conditions: Economic downturn may have an adverse impact on the operating performance of the Group's subsidiaries.
- Information technology: The Group's subsidiaries rely heavily on outsourced technology platforms. Whilst all systems are licensed, any disruption to supply or performance of systems may have a long term impact on client and supplier satisfaction.
- Competition: The Group's subsidiaries operates in a competitive market, and current competitors or new competitors may become more effective.
- Key personnel: The Group's subsidiaries are reliant on talent and experience to run their businesses. The subsidiaries' ability to retain and attract key people is important to its continued success.

Financial summary

The Company's key financial information is summarised in the following table:

All amounts in USD thousands


| | 2017 \$'000 |
|---|----------------|
| Loss before income tax | (309) |
| Loss for the financial period | (280) |
| Total dividends paid/proposed in relation to financial period | - |
| Net assets | 4,900 |

The net loss after tax of the Company for the period 22 March 2017 to 30 June 2017 amounted to USD 280,000.

Future developments

The Company will continue to act as a treasury function for the Group.

On behalf the Board


Jamie Pherous
Managing Director


Steve Fleming
Chief Financial Officer

15 May 2018

Directors' report

The Directors present their report and the audited financial statements for the period 22 March 2017 to 30 June 2017 (the "period").

Directors

The following persons were directors of USD Treasury Coy (UK) Limited during the whole of the financial period and up to the date of this report:

- Jamie Pherous, Managing Director (appointed 22 March 2017)
- Steve Fleming, Chief Financial Officer (appointed 22 March 2017)

Future developments

There are currently no proposed changes or future developments in the Company's operations or expected results of operations as discussed in the Strategic report.

Events since the balance sheet date

There have been no other matters, or circumstances, not otherwise dealt with in this report, that will significantly affect the operation of the Group, the results of those operations or the state or affairs of the Group or subsequent financial years.

Directors' liabilities

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

Going concern

The financial statements of the Company have been presented as a going-concern. After making enquiries, the Directors have reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. In addition, the Directors have received a letter of support from Corporate Travel Management Limited stating they will provide sufficient resources to enable the Company to meet its liabilities as they fall due for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the Annual report and financial statements.

Financial risk management

The Company's principal financial instrument is borrowings, with the main purpose to facilitate the operation of a centralised treasury function. The Company has other financial assets and liabilities, such as trade payables, which arise directly from its operations. It is, and has been throughout the period under review, the Company's policy that no trading in financial instruments shall be undertaken.

The main risk arising from the Company's financial instruments are interest rate risk and liquidity risk. The Company is not exposed directly to commodity trading risks.

Interest rate risk

At 30 June 2017, the Company had interest bearing borrowings of USD 21 million, therefore the Company's income and operating cash flows would be impacted by changes in market interest rates. Interest rate risk is managed by way of proactive action by management and advisors. At balance date, the Company has no interest rate cap, swap or options in place and has managed interest rate risk by fixing interest payable for short terms of 1 - 6 months on material borrowings. Under the terms of the Company's financing arrangements, interest payable is determined using an appropriate base for the currency borrowed. Changes in US LIBOR for example could therefore affect the Company in the medium or long term and accordingly, various strategies to mitigate interest payable may be adopted should material volatility or rates increases be forecast.

Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans. The Company manages liquidity risk by monitoring cash flows and estimating future operational draws on cash reserves.

Directors' report (continued)

Independent Auditors

A resolution to reappoint PricewaterhouseCoopers LLP as independent auditors will be put forth at the next Board meeting.

Statement of directors' responsibilities

The Directors who were members of the Board at the time of approving the Director's report are listed above. The Directors are responsible for preparing the Annual report and the financial statements in accordance with applicable law and regulation.

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). 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 the financial statements, the Directors are required to:

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


The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006.

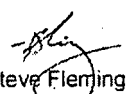
The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In the case of each Director in office at the date the Directors' Report is approved:

- So far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware; and
- They have taken all the steps that they ought to have taken as a Director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

On behalf of the Board


Jamie Pherous
Managing Director
15 May 2018


Steve Fleming
Chief Financial Officer

Independent auditors' report to the members of USD Treasury Coy (UK) Limited

Report on the audit of the financial statements

Opinion

In our opinion, USD Treasury Coy (UK) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 June 2017 and of its loss for the 14 week period ("the period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the statement of financial position as at 30 June 2017; the statement of comprehensive income, the statement of changes in equity for the period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

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

- 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.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken, in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the period ended 30 June 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities set out on page 5, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

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 FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

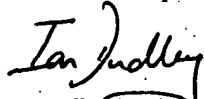
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Ian Dudley (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Gatwick

15 May 2018

Statement of Comprehensive Income

From 22 March to 30 June 2017

All amounts in USD thousands

| | Note | 2017 \$'000 |
|--|----------|----------------|
| Administrative expenses | | (163) |
| Operating loss | 3 | (163) |
| Finance income | | - |
| Finance costs | | (146) |
| Finance costs – net | | (146) |
| Loss before income tax | | (309) |
| Income tax credit | 5 | 29 |
| Loss for the financial period | | (280) |
| Other comprehensive income | | |
| <i>Items that may be reclassified to profit or loss:</i> | | |
| Exchange differences on translation of foreign operations | | - |
| Changes in the fair value of cash flow hedges | | - |
| Other comprehensive income for the period, net of tax | | - |
| Total comprehensive loss for the period | | (280) |

The notes on pages 11 to 17 are an integral part of these financial statements.

Statement of Financial Position

As at 30 June 2017

All amounts in USD thousands

| | Note | 2017 \$'000 |
|-------------------------------------|------|----------------|
| Assets | | |
| Non-current assets | | |
| Intangible assets | 8 | 3,087 |
| Receivable from related parties | 9 | 26,180 |
| | | <u>29,267</u> |
| Current assets | | |
| Income tax receivable | | 29 |
| | | <u>29</u> |
| Total assets | | <u>29,296</u> |
| Equity and liabilities | | |
| Liabilities | | |
| Non-current liabilities | | |
| Trade and other payables | 10 | 2,250 |
| Borrowings | 11 | 21,000 |
| | | <u>23,250</u> |
| Current liabilities | | |
| Trade and other payables | 10 | 1,000 |
| Payable to related parties | 9 | 146 |
| | | <u>1,146</u> |
| Total liabilities | | <u>24,396</u> |
| Equity | | |
| Ordinary shares | 12 | 5,180 |
| Retained earnings | 12 | (280) |
| Total equity | | <u>4,900</u> |
| Total equity and liabilities | | <u>29,296</u> |

The notes on pages 11 to 17 are an integral part of these financial statements.

The financial statements on pages 8 to 17 were authorised by the Board of Directors on 15 May 2018 and were signed on its behalf.


Jamie Pherous
Managing Director


Steve Fleming
Chief Financial Officer

USD Treasury Coy (UK) Limited
Registered no. 10685211

Statement of Changes in Equity From 22 March 2017 to 30 June 2017

All amounts in USD thousands

| | Note | Called-up share capital \$'000 | Retained earnings \$'000 | Total equity \$'000 |
|--|------|---|--------------------------------|------------------------|
| Balance at 22 March 2017 | | - | - | - |
| Loss for the period | | - | (280) | (280) |
| Other comprehensive income | | - | - | - |
| Total comprehensive loss for the period | | - | (280) | (280) |
| Transactions with owners in their capacity of owners: | | | | |
| Shares issued | 12 | 5,180 | - | 5,180 |
| Dividends paid | | - | - | - |
| | | 5,180 | - | 5,180 |
| Balance at 30 June 2017 | | 5,180 | (280) | 4,900 |

The notes on pages 11 to 17 are an integral part of these financial statement

Notes to the Financial Statements

1. General information

USD Treasury Coy (UK) Limited (the "Company") was incorporated in March 2017 to operate as a treasury company.

The Company's financial statements are presented in US Dollars ("USD") and all values are rounded to the nearest thousand pounds (USD '000) except when otherwise indicated.

The Company is a private limited company and is incorporated and domiciled in the UK. The address of its registered office is Hays Galleria, 1 Hays Lane, London, United Kingdom, SE1 2RD.

2. Summary of significant accounting policies

The principal accounting policies adopted are set out below. These policies have been consistently applied to the period presented.

2.1 Basis of preparation

The financial statements of USD Treasury Coy (UK) Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention in accordance with the Companies Act 2006.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101;

- IFRS 7, 'Financial Instruments: Disclosures';
- The requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67 of IFRS 3 Business Combinations provided that equivalent disclosures are included in the consolidated financial statements of the group in which the entity is consolidated;
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities);
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group;
- The requirement under IAS 7 from preparing a cash flow statement and related notes.

2.2 Critical accounting estimates and assumptions

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 standards. Those judgements involving estimations, may have an effect on the amounts recognised in the financial statements.

(a) Impairment

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the assets (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its costs is considered an indicator that the assets are impaired.

(b) Recognition of intangible assets

Costs incurred in developing products or systems that will contribute to future financial benefits through revenue generation and/or cost reduction for the Group are capitalised as intangible assets. Refer to note 8 - Intangible assets.

2.3 Going concern

The financial statements of the Company have been presented as a going-concern. After making enquiries, the Directors have reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. In addition, the Directors have received a letter of support from Corporate Travel Management Limited stating they will provide sufficient resources to enable the Company to meet its liabilities as they fall due for the foreseeable future. Accordingly, the directors considered it appropriate to continue to adopt the going concern basis in preparing the Annual report and financial statements.

Notes to the Financial Statements

2. Summary of significant accounting policies (continued)

2.4 Changes in accounting policy and disclosures

(a) New standards, amendments and interpretations

There are no new standards and amendments to standards that are mandatory for the first time for the period 22 March 2017 to 30 June 2017 that materially affect the amounts recognised in the current period or any prior period and are not likely to affect future periods.

(b) New standards, amendments and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for the reporting period ending 30 June 2017 and have not been adopted early by the Company. None of these are expected to have a significant effect on the financial statements of Company.

2.5 Consolidation

The Company is a wholly owned subsidiary of Corporate Travel Management (UK) Limited, and an indirect subsidiary of Corporate Travel Management Limited, a Company publicly listed on the Australian Stock Exchange. It is included in the consolidated financial statements of Corporate Travel Management Limited, which are publicly available.

2.6 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in US Dollars, which is the Company's functional and presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, except when deferred in other comprehensive income as qualifying cash flow hedges. All other foreign exchange gains and losses are presented in the statement of comprehensive income within "finance income".

2.7 Impairment of financial assets

Assets carried at amortised cost

The Company assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

2.8 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business, if longer). If not, they are presented as non-current liabilities.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.9 Borrowings

All loans and borrowings are initially recognised at the fair value of consideration received less directly attributable transaction costs. After initial recognition, interest-bearing loans and borrowings are subsequently measured at cost.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Notes to the Financial Statements

2. Summary of significant accounting policies (continued)

2.10 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

2.11 Amortisation expense

The useful lives of the intangible assets are assessed to be finite.

A summary of the amortisation policies applied to the Group's intangible assets is as follows:

| Item | Method | Internally generated / acquired |
|-------------------------|---------------------------|---------------------------------|
| Other intangible assets | Straight line - ten years | Acquired |

2.12 Current and deferred income tax

The tax expense for the period comprises of current income tax. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly to shareholders' funds, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; or arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.13 Dividend distribution

Dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders. Interim dividends are recognised when paid.

Notes to the Financial Statements

3. Operating loss

Operating loss is stated after charging:

| | 2017 \$'000 |
|----------------------|----------------|
| Amortisation expense | 163 |

Amortisation expense is included within Administrative expenses on the Statement of Comprehensive Income.

The Company had no employees at 30 June 2017 or in the period then ended.

4. Auditors' and directors' remuneration

In 2017 the auditors' remuneration of £10,000 was borne by another Group company.

The remuneration of the Directors was paid by the ultimate parent entity, Corporate Travel Management Limited, which makes no recharge to the Company, and the Directors receive no remuneration for their services as Directors of the Company. These Directors are also Directors of a number of companies within the Group and it is not possible to make an apportionment of their remuneration in respect of the Company and each of the Group companies for which they are a Director.

5. Income tax credit

| | 2017 \$'000 |
|------------------------------------|----------------|
| Current tax: | |
| Current tax on loss for the period | (29) |
| Total current tax | (29) |

Tax credit for the period is lower than the standard rate of corporation tax in the UK for the period ended 30 June 2017 of 19.10%. The differences are explained below:

| | 2017 \$'000 |
|--|----------------|
| Loss on ordinary activities before taxation | (309) |
| Loss before tax multiplied by the standard rate of tax in the UK of 19.10% | (59) |
| Effects of: | |
| Income not subject to tax | - |
| Expenses not deductible for tax purposes | 30 |
| Benefit of losses not recognised | - |
| Tax credit | (29) |

Changes to the UK corporation tax rates were substantively enacted as part of Finance Bill 2017 (on 6 September 2016). These include reductions to the main rate to reduce to 17% from 1 April 2020. The changes will not impact any values within these financial statements and are therefore not recognised within these financial statements.

6. Deferred income tax

During the period there were no temporary tax differences arising and accordingly, no deferred tax expense or benefit for the period; and no deferred tax asset or liability in existence as at balance date.

Notes to the Financial Statements

7. Parent entities

The immediate parent undertaking is Corporate Travel Management (UK) Limited.

The ultimate parent undertaking is Corporate Travel Management Limited.

The ultimate parent undertaking and the smallest and largest group to consolidate these financial states is Corporate Travel Management Limited, a company domiciled in Australia. Copies of the Corporate Travel Management Limited consolidated financial statements can be obtained from the Australian Stock Exchange at www.asx.com.au/asx/research/company.do#!/CTD.

8. Intangible assets

Period ended 30 June 2017

| | Other Intangible assets \$'000 | Total \$'000 |
|--------------------------|---|-----------------|
| Cost | 3,250 | 3,250 |
| Accumulated amortisation | (163) | (163) |
| | 3,087 | 3,087 |
| Opening net book amount | - | - |
| Additions | 3,250 | 3,250 |
| Disposals | - | - |
| Amortisation charge | (163) | (163) |
| Closing net book amount | 3,087 | 3,087 |

A contractual right to efficiency consultancy services for the Group resulted in an intangible asset being recognised. As the treasury function for the Group, it is expected that the Company will receive future economic benefit through management of cash flows relating to the contract and receipt of management fee and interest income from related parties across the Group.

9. Related party transactions

Balances owing from and owing to related parties result from the intercompany process of treasury funding across operating segments for the Group.

| | 2017 \$'000 |
|-----------------------------------|----------------|
| Amounts owed by related parties | 26,180 |
| Amounts owed from related parties | 146 |

There are no other related party transactions outside of those with wholly owned Group undertakings.

Notes to the Financial Statements

10. Trade and other payables

| | 2017 \$'000 |
|-----------------------------|----------------|
| <i>Current</i> | |
| Trade payables | |
| Other payables and accruals | 1,000 |
| | <u>1,000</u> |
| <i>Non-current</i> | |
| Other payables and accruals | 2,250 |
| | <u>2,250</u> |

11. Borrowings

During the period, the ultimate parent renegotiated one of its facilities and entered into a Club Facility with HSBC bank and the Commonwealth Bank of Australia. This multi-currency facility replaces the existing core facility with the ANZ Bank, and includes lines of credit up to \$148.8 million. Security has been provided over the Group's assets and subsidiary shareholding to a Security Trustee for the benefit of the financiers. As a subsidiary of the Group, the Company's assets are party to the security provided.

Bank borrowings mature until 2020 and bear an average interest rate of 2.76% annually.

A breakdown of the existing borrowings balance is set out in the following table:

| | 2017 \$'000 |
|-------------------------|----------------|
| Current Borrowings | |
| Non-current Borrowings | 21,000 |
| Total Borrowings | <u>21,000</u> |

12. Contributed equity, reserves and retained earnings

(a) Contributed equity

| | Number of shares | Ordinary shares \$'000 | Total \$'000 |
|-------------------------------------|---------------------|------------------------------|-----------------|
| Allotted and fully paid | | | |
| Opening balance as at 22 March 2017 | | | - |
| Issue during the period | 5,180,001 | 5,180 | 5,180 |
| At 30 June 2017 | <u>5,180,001</u> | <u>5,180</u> | <u>5,180</u> |

On 22 March 2017, 1 ordinary share of USD 1.00 was issued for USD 1.00 on incorporation of the Company.

On 31 March 2017, 5,180,000 ordinary shares of USD 1.00 each were issued for USD 5,180,000 to fund an acquisition related payment for a company in the Group.

Notes to the Financial Statements

13. Contributed equity, reserves and retained earnings (continued)

(a) Contributed equity (continued)

Ordinary shares have the right to receive dividends as declared and, in the event of winding up the company, to participate in the proceeds from the sale of all surplus assets in proportion to the number of and amounts paid up on shares held.

On a show of hands, every holder of ordinary shares present at a meeting, in person or by proxy, is entitled to one vote, and upon a poll each share is entitled to one vote.

Ordinary shares have par value of USD 1 and the company does not have a limited amount of authorised capital.

(b) Retained earnings

Movements in retained earnings were as follows:

Balance at 22 March

Loss for the financial period

Dividends

Balance at 30 June

| 2017 \$'000 |
|----------------|
| - |
| (280) |
| - |
| (280) |

13. Non-cash financing and investing activities

Non-cash investing activities

Receivable from related parties

| 2017 \$'000 |
|----------------|
| (26,180) |
| (26,180) |

Non-cash financing activities

Drawdown on debt facility to fund an earnout payment for a subsidiary of the Group

Issue of new shares to fund an earnout payment for a subsidiary of the Group

| |
|--------|
| 21,000 |
| 5,180 |
| 26,180 |

14. Events after the end of the reporting period

There have been no other matters, or circumstances, not otherwise dealt with in this report, that will significantly affect the operation of the Group, the results of those operations or the state or affairs of the Group or subsequent financial years.