

ATPI Limited

Report and financial statements

Year Ended

31 December 2019

Company Number 06630164

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ATPI Limited

Report and financial statements for the year ended 31 December 2019

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Directors

G J Ramsey (Chairman)
A J Waller (Chief Executive) (resigned on 19-03-2020)
I C Sinderson
P L Muller

Secretaries

M K Beacher
Oakwood Corporate Secretary Limited

Registered office

Space One, 1 Beadon Road, London, W6 0EA

Company number

06630164

Auditors

BDO LLP, 3 Hardman Street, Manchester, M3 3AT

ATPI Limited

Strategic report for the year ended 31 December 2019

The directors, in preparing this Strategic Report, have complied with s414C of the Companies Act 2006.

Principal activities

The company is a wholly owned subsidiary of ATPI Holdings (Jersey) Limited.

ATPI Limited is a holding company providing management services to other group companies under common control of the parent company, ATPI Holdings (Jersey) Limited. Income is derived from the provision of services to other group companies.

The directors are not aware, at the date of this report, of any likely major changes to the company's principal activities in the next year.

Strategy and objectives

ATPI Limited is a holding company and the directors of the business intend for this company to remain as such going forward. The company's vision is aligned to that of its ultimate parent company, ATPI Holdings (Jersey) Limited. Together the group's vision is to be the number one travel and events provider of choice for international businesses looking for sector expertise, high-touch service and innovative technology.

The Group, through a combination of international locations, network partnerships and its own pioneering management information technology, provides its clients with sector expertise, global coverage of offices and access to innovative technologies. The group is sector focussed into its core markets of expertise, as set out below:

- ATPI Corporate Travel – To be the leading specialist in travel management for mid-market multinationals where travel is critical to the business.
- ATPI Marine and Energy – To build on our specialist leadership in travel management for the global shipping, energy and resources industries.
- ATPI Corporate Events – To be the obvious specialist partner for companies needing corporate event management tailored for their target groups.
- ATPI Sports Events – To be the leading specialist provider of hospitality programmes, travel and events logistics for the international sports domain.
- Direct ATPI – To be the obvious specialist partner for multinational organisations requiring access to a global network that supports their travellers and business.

In order to maintain our vision and objectives, we are committed to investing in innovative technology and we continue to invest in providing the highest level of service for corporate travel, specialist sector travel and logistics and full service event management, together with additional services such as duty of care consultancy and arrangement of passports and visas.

Principal risks and uncertainties

Financial risk

The Company's activities expose it to a number of financial risks including cash flow risk and liquidity risk, and foreign exchange risk.

Cash flow and liquidity risk: the Company's cash flow and liquidity risk is principally affected by the combination of interest service costs and dividend income from its subsidiary investments. The directors manage these on a group-wide basis and closely monitor the underlying performance of the Group, to ensure that the company has sufficient cash to settle obligations as they arise.

The Company's financial assets and liabilities are predominantly subject to variable interest rates. The interest rate risk on the Company's financial liabilities are mitigated in part by the natural hedging of the Company's financial assets that are also interest bearing.

ATPI Limited

Strategic report for the year ended 31 December 2019 (*continued*)

Financial risk (continued)

However, as noted in the Going Concern accounting policy in note 2 to the financial statements, due to the level of net current liabilities and the increase of shareholder deficit, the directors have obtained a support letter from its ultimate parent company to ensure they can meet their financial obligations as they fall due.

Foreign exchange risk: Management continuously assesses the interest rate and exchange rate risk that the Group is subject to. The Group has a number of overseas operations resulting in foreign currency denominated receivables and payables. As part of risk management, the Group uses derivatives to hedge its exposures to changes in foreign currency exchange rates.

Covid-19

The outbreak of Covid-19 disease in the early months of 2020 resulted in a number of Governments imposing restrictions on the movement of people within and across borders. As a travel management business a restriction on travel will have an impact on trade, the effects of which are discussed further in note 2 of the accounts. The risk to the business is that Governments impose and maintain these restrictions for a prolonged period of time. Although the directors have considered this risk, they do not anticipate travel restrictions to be a long-term safety measure. The company continues monitoring the emerging situation and directors will take corrective actions as and when required.

Review of the year and key performance indicators

The company financial statements presented herein are prepared in Sterling. The company financial statements have been prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") as issued by the Financial Reporting Council.

Given the recovery in the Oil & Gas sector versus prior year, the company's subsidiaries demonstrate improved performance in the year. Whilst there still remains some uncertainty around the offshore energy and marine markets, the directors consider the measures taken as described earlier in this strategic report, as well as positive recovery of the Oil & Gas sector, will position the Group for future growth.

The company generated £9,688,645 in turnover during the year ended 31 December 2019 (2018 - £7,660,480), with an operating profit of £2,964,791 (2018 - £787,717) and loss after tax of £378,844 (2018 - £4,043,090) resulting mostly from interest on intercompany loans.

The balance sheet shows total net liabilities of £110,168,571 at 31 December 2019 (2018 - £109,789,725). The increase in net liabilities is primarily attributable to the loss for the year.

Given this is a holding company providing services to the wider group, the directors of the business do not consider that further KPIs are necessary for an understanding of the company's performance. Further detail concerning the KPIs of the company's investments is included in their respective financial statements.

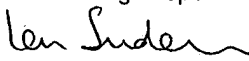
Future outlook

The future uncertainties facing the business include the UK's departure from the European Union and the effects to trade of the COVID-19 pandemic. Further commentary on both events is available in note 2 of the accounts.

Inevitably, there will be an adverse impact on the business from COVID-19, although the extent is not yet clear. The Directors are taking all steps to protect our people and mitigate the risk to the business and have a reasonable expectation that the Group should be able to operate within its current facility and meet its covenant tests.

Approval

This strategic report was approved on behalf of the Board on 07 August 2020



I C Sinderson
Director

ATPI Limited

Directors' report for the year ended 31 December 2019

The directors present their report together with the audited financial statements for the year ended 31 December 2019.

Matters included within strategic report

In accordance with s414(C) (11) of the Companies Act, included in the Strategic Report is information relating to financial risk management (included within principal risks and uncertainties) and future developments (within future outlook) which would otherwise be required by Schedule 7 of the 'large and medium sized companies and groups (accounts and reports) regulation 2008' to be contained in a Director's Report.

Going concern

After making enquiries, and on the basis outlined in note 2 to the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Financial risk management objectives and policies

Principal financial risk management objectives and policies have been included with the Strategic Report in accordance with s414C of the Companies Act 2006.

The company's supplier payment policy is to settle terms of payment with suppliers when agreeing the terms of each transaction, ensure that suppliers are made aware of the terms of payment and abide by the terms of payment.

Dividends

The directors do not recommend payment of a dividend (2018 - £nil).

Directors

The directors that served during the year and thereafter were as follows:

G J Ramsey
A J Waller (resigned 19-03-2020)
I C Sinderson
P L Muller

Auditors

Deloitte LLP resigned as auditors of the company during the year and BDO LLP were appointed as auditors of the company by the directors. BDO LLP have expressed their willingness to continue in office and a resolution to re-appoint them as auditors will be proposed at the next annual general meeting.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Political donations and expenditure

There were no political donations made or political expenditure incurred during the financial year.

Approval

This directors' report was approved on behalf of the Board on 07 August 2020



I C Sinderson
Director

ATPI Limited

Directors' responsibilities statement for the year ended 31 December 2019

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 United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS 101 'Reduced Disclosure Framework'. 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 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 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.

ATPI Limited

Independent auditor's report

INDEPENDENT AUDITOR'S REPORT TO MEMBERS OF ATPI LIMITED

Opinion

We have audited the financial statements of ATPI Limited ("the Company") for the year ended 31 December 2019 which comprise the Profit and loss Account, the Balance sheet, the Statement of changes in equity and the notes to the financial statements, 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 101 *Reduced Disclosure Framework* (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 31 December 2019 and of its result 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 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.

Material uncertainty related to going concern

We draw attention to note 2 to the financial statements, which indicates the current climate and the potential effects of COVID-19 on the ability of the company to continue as a going concern. As stated in note 2, these events or conditions indicate that a material uncertainty exists which may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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 auditor's 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 misstatement in the financial statements or a material misstatement of the other information. If, based on the work we

ATPI Limited

Independent auditor's report (*continued*)

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.

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 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 and 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, 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.

ATPI Limited

Independent auditor's report (*continued*)

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.



Stuart Wood (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Manchester, UK
10 August 2020

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

ATPI Limited

Profit and loss account for the year ended 31 December 2019

	Note	2019 £'000	2018 £'000
Turnover	4	9,689	7,660
Administrative expenses		(6,724)	(6,872)
Operating profit		<u>2,965</u>	<u>788</u>
Finance income	5	4,236	4,315
Finance costs	5	(6,743)	(9,897)
Profit/(Loss) before tax	6	<u>458</u>	<u>(4,794)</u>
Taxation	8	(837)	751
Loss for the year		<u>(379)</u>	<u>(4,043)</u>

All amounts relate to continuing activities.

There have been no other comprehensive income or expenses in the current and prior years other than the loss reported above. Consequently, a separate statement of comprehensive income has not been presented.

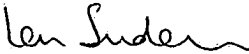
The notes on pages 11 to 26 form part of these financial statements.

ATPI Limited

Balance sheet at 31 December 2019

<i>Company number 06630164</i>	Note	2019 £'000	2019 £'000	2018 £'000	2018 £'000
Fixed assets					
Intangible assets	9		9,890		8,690
Tangible fixed assets	10		173		218
Investments in subsidiaries	11		57,643		57,643
Other Investments	12		61		-
			<u>67,767</u>		<u>66,551</u>
Current assets					
Debtors - due within one year	13	35,513		60,918	
Creditors: amounts falling due within one year	14	<u>(213,449)</u>		<u>(237,259)</u>	
Net current liabilities			<u>(177,936)</u>		<u>(176,341)</u>
Net liabilities			<u>(110,169)</u>		<u>(109,790)</u>
Capital and reserves					
Called up share capital	16		127		127
Share premium account			3,621		3,621
Profit and loss account			<u>(113,917)</u>		<u>(113,538)</u>
Shareholder's deficit			<u>(110,169)</u>		<u>(109,790)</u>

The financial statements were approved by the Board of Directors and authorised for issue on 07 August 2020


 I C Sinderson
 Director

The notes on pages 11 to 26 form part of these financial statements.

ATPI Limited

Statement of changes in equity for the year ended 31 December 2019

	Called up share capital £'000	Share premium account £'000	Profit and loss account £'000	Total £'000
Balance at 1 January 2018	127	3,621	(109,495)	(105,747)
Loss for the year	-	-	(4,043)	(4,043)
Balance at 31 December 2018	127	3,621	(113,538)	(109,790)
Loss for the year	-	-	(379)	(379)
Balance at 31 December 2019	127	3,621	(113,917)	(110,169)

The notes on pages 11 to 26 form part of these financial statements.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019

1 General information

ATPI Limited is a private company limited by shares incorporated in the United Kingdom under the Companies Act and registered in England and Wales. The address of the registered office is given on the contents page. The nature of the company's operations and its principal activities are set out in the Strategic Report on pages 1 to 3.

2 Accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

Basis of accounting

The company meets the definition of a qualifying entity under FRS 100 'Application of Financial Reporting Requirements' issued by the Financial Reporting Council. Accordingly, these financial statements were prepared in accordance with FRS 101 (Financial Reporting Standard 101) 'Reduced Disclosure Framework' as issued by the Financial Reporting Council.

The financial statements have been prepared on the historical cost basis. Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services.

These financial statements are separate financial statements. The company is exempt from the preparation of consolidated financial statements, because it is included in the group financial statements of ATPI Holdings (Jersey) Limited. Details of the parent in whose consolidated financial statements the company is included are shown in the notes to the financial statements.

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, presentation of a cash-flow statement, financial instruments, standards not yet effective and related party transactions. Where required, equivalent disclosures are given in the group financial statements of ATPI Holdings (Jersey) Limited. The group financial statements of ATPI Holdings (Jersey) Limited are available to the public and can be obtained as set out in the notes.

Going concern

The directors' make a combined assessment on going concern with respect to the Group and the company as the forecasts and range of possible scenarios on the financial position have been assessed as such, with considerations to the principal risks and uncertainties as set out in Strategic Report.

The company is loss making and in a net liabilities position, therefore the directors have considered whether this company will continue to be a going concern in future. The company has obtained a letter of support from ATPI Holdings (Jersey) Limited and the directors have assessed whether the company can provide support based on the local going concern assessment performed, and have deemed there to be no issues in respect of this and thus see this company as continuing as a going concern in the future. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

The company is party to the banking arrangements of the ATPI Holdings (Jersey) Limited Group (the 'Group'). Therefore, the directors of the company have considered the assumptions and conclusions of Group's management in making their assessment of going concern on a Group basis and are cognisant of the following disclosure which appears in the financial statements of the Group for the year ended 31 December 2019:

"The Group has bank loans of £93,723,000 excluding overdrafts as at 31 December 2019 (2018 - £95,666,000) which are subject to covenant restrictions. Of this, £4,000,000 is due within one year and the remainder is not repayable until 30 June 2021. The group's revolving credit facilities of £36,700,000, are committed until 30 June 2021. In light of the maturity of its existing bank loans, the directors are considering a number of available options for the longer term financing of the Group beyond 2021.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019

2 Accounting policies (continued)

Going concern (continued)

The board has considered and debated a range of substantial possible scenarios on the Group's operations, financial position and forecasts covering a period of at least the next 12 months to June 2021. These take into account sensitivity analysis and stress testing performed on the forecasts to assess the impact of Covid-19 including restrictions on travel and the resulting impact on revenue and cash flows together with mitigating actions taken including cost reductions and utilising government assistance programmes. Taking into account reasonable possible changes in trading performance along with other mitigating factors available to them, the Directors have a reasonable expectation that the Group should be able to operate within its current facility and to satisfy any upcoming covenant conditions. In the event an adverse scenarios from Covid-19 were to impact the Group's ability to meet a future covenant condition, management believe an amendment would be agreed with lenders and that existing facilities would remain available. If a covenant condition were to be breached, the bank loans and facilities may be repayable on demand in which case the Group would need alternative funding.

After review of the forecasts along with mitigating factors available to them, the Directors have a reasonable expectation that the Group and Company have adequate resources to continue in operational existence and to satisfy any upcoming covenant conditions in the foreseeable future. Accordingly, the Directors continue to adopt the going concern basis in preparing the annual report and financial statements. However, the Directors acknowledge that at the date of approval of these financial statements, there is a material uncertainty over the potential future impact of COVID-19 on the travel industry and potential adverse scenarios could affect the Group's ability to meet future covenants and re-finance its bank loan and facilities, which may cast significant doubt about the Group's and Company's ability to continue as a going concern and therefore they may be unable to realise their assets and discharge their liabilities in the normal course of business. The financial statements do not include the adjustments that would result if the Group and Company were unable to continue as a going concern."

Post balance sheet events

On the 29 March 2018, the United Kingdom invoked Article 50 of the Treaty of Lisbon, beginning the process of withdrawing from the European Union. On the 31 January 2020, the UK officially left the European Union beginning an 11 month transition period in which to agree exit terms. At present, there remains some uncertainty as to the exact terms of the United Kingdom's departure from the European Union, with the UK bound by existing EU relations and legislation until such time as terms are formally agreed or the transition period deadline of 31 December is reached, whichever comes earlier. Although this creates a variety of uncertainties, the company is not expecting the withdrawal to notably impact the business at this time, although the ongoing effect on the business will only become clear once negotiations have finalised.

On 7 January 2020, The World Health Organisation (WHO) announced the discovery of a virus known as COVID-19. The virus originated in China and as at 11 March 2020, had spread to 90 countries globally and was characterised as a pandemic by the WHO. The efforts of national governments to contain the virus include measures such as restricting the movements of people, issuing advice against travel to certain regions and prohibiting certain business activities. There is expected to be some short term disruption to business whilst government restrictions are in situ, the directors have taken decisive actions to mitigate against the effect of any reduced volume of trade on financial performance and liquidity. The directors expect the impact and extent of any business disruption to be short term and business critical travel to return to normalised levels quickly after government restrictions are lifted. Inevitably, there will be an adverse impact on the business as a result of COVID-19, although the extent is not yet clear. However, taking account of reasonably possible changes in trading performance along with other mitigating factors available to them, the directors have a reasonable expectation that the Group should be able to operate within its current facility and meet its covenant tests.

Intangible assets internally generated

Expenditure on research activities relating to internally generated IT software assets is recognised as an expense in the period in which it is incurred.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

2 Accounting policies (*continued*)

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised when it is probable that economic benefits will flow to the company from the asset being developed, and the cost of the asset can be reliably measured and technical feasibility can be demonstrated. Capitalisation ceases when the asset being developed is ready for use.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred. Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired in a business combination. Their estimated useful life is 5-10 years.

Tangible fixed assets

Tangible fixed assets are shown at cost less accumulated depreciation. Cost is defined as expenditure directly attributable to the acquisition of the item.

Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Plant and equipment - 3 - 5 years

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Impairment of tangible and intangible assets excluding goodwill

At each balance sheet date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated to determine the extent of the impairment loss (if any). Where the asset does not generate cash flows that are independent from other assets, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

An intangible asset with an indefinite useful life is tested for impairment at least annually and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

2 Accounting policies (*continued*)

Investments

Fixed asset investments are shown at cost less provision for impairment.

Taxation

Current tax, including UK corporation tax and foreign 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. The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the company intends to settle its current tax assets and liabilities on a net basis.

Current tax and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Retirement benefit costs

The company operates a number of defined contribution pension schemes. The pension charge for the year ended 31 December 2019 represents contributions payable to individual pension plans of employees. Differences between contributions payable in the year ended 31 December 2019 and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Foreign currencies

The financial statements are presented in pounds sterling, which is the currency of the primary economic environment in which the company operates (its functional currency).

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 *(continued)*

2 Accounting policies *(continued)*

Transactions in foreign currencies are initially recorded by the company at the functional currency rates prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange ruling at the reporting date.

All differences are taken to the profit and loss account.

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.

Cash and cash equivalents

Cash and cash equivalents includes bank balances and deposits with original maturities of 90 days or less. Bank overdrafts, where there is no right of set-off, are shown as borrowings within current liabilities.

Financial instruments

Financial instruments are recorded initially at fair value net of issue costs incurred. Subsequent measurement depends on the designation of the instrument as noted below.

All recognised financial assets and liabilities that are within the scope of IFRS 9 are required to be measured subsequently at amortised cost or fair value on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

Impairment of financial assets

In relation to the impairment of financial assets, IFRS 9 requires an expected credit loss model. The expected credit loss model requires the Company to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition of the financial assets. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised.

Specifically, IFRS 9 requires the Company to recognise a loss allowance for expected credit losses on:

- (1) Debt investments measured subsequently at amortised cost or at FVTOCI;
- (2) Lease receivables;
- (3) Trade receivables and contract assets; and
- (4) Financial guarantee contracts to which the impairment requirements of IFRS 9 apply.

In particular, IFRS 9 requires the Company to measure the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses (ECL) if the credit risk on that financial instrument has increased significantly since initial recognition, or if the financial instrument is a purchased or originated credit impaired financial asset.

However, if the credit risk on a financial instrument has not increased significantly since initial recognition (except for a purchased or originated credit impaired financial asset), the Company is required to measure the loss allowance for that financial instrument at an amount equal to 12 months ECL. IFRS 9 also requires a simplified approach for measuring the loss allowance at an amount equal to lifetime ECL for trade receivables, contract assets and lease receivables in certain circumstances.

The company applies a simplified approach and recognises lifetime ECL on trade and other receivables; all bank balances have been deemed to have a low credit risk at each reporting date as they are held with reputable institutions.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

2 Accounting policies (*continued*)

Impairment of financial assets (*continued*)

The directors have concluded that it would require undue cost and effort to determine the credit risk of each loan on their respective dates of initial recognition. These loans are also assessed to have credit risk other than low. Accordingly, the Company recognises lifetime ECL for these loans until they are derecognised.

Financial assets

The company classifies its financial assets as either at fair value through profit or loss or amortised cost. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

At fair value through profit or loss – Financial instruments at fair value through profit or loss are financial instruments held for trading. A financial instrument is classified in this category if acquired principally for the purpose of selling in the short term. Derivatives are also categorised as held for trading unless they are designated as hedges. Financial instruments in this category are classified as current assets or liabilities.

Amortised cost – Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except where expected maturity is greater than 12 months after the balance sheet date which are classified as non-current assets. The company's loans and receivables comprise trade and other debtors and cash and cash equivalent assets in the Balance Sheet.

Regular purchases and sales of financial assets are recognised on the trade-date, the date on which the company commits to purchase or sell the asset. Investments are initially recognised at fair value for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the profit and loss account. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred, the company no longer has control of the asset, and the company has transferred substantially all risks and rewards of ownership. Loans and receivables are carried at amortised cost using the effective interest method.

Gains or losses arising from changes in the fair value of the financial assets at fair value through profit or loss category are presented in the profit and loss account in the period in which they arise. Trade debtors are recognised initially at fair value with subsequent provision for impairment, which is calculated under the ECL model as discussed above.

Financial liabilities

The company classifies its financial liabilities as either at fair value through profit or loss or amortised cost. Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings are held at amortised cost and are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.. Exchange movements on long term foreign currency borrowings are taken to reserves to the extent that the borrowing is in the functional currency of the obligor and to the Income statement to the extent they are not.

Net finance costs are recognised as an expense in the year in which they are incurred. Debt issue costs are amortised proportionally over the anticipated life of the relevant debt facility using the effective interest method.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. A financial liability is a contractual obligation to deliver cash or another financial asset to a third party.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

2 Accounting policies (*continued*)

Impact of application of IFRS 15 Revenue from Contracts with Customers

In the current year, the Company has applied IFRS 15 Revenue from Contracts with Customers (as amended in April 2016) which is effective for an annual period that begins on or after 1 January 2018. IFRS 15 introduced a 5-step approach to revenue recognition. Far more prescriptive guidance has been added in IFRS 15 to deal with specific scenarios. Details of the new requirements as well as their impact on the Company's financial statements are described below. The Company has applied IFRS 15 in accordance with the fully retrospective transitional approach without using the practical expedients for completed contracts in IFRS 15:C5(a), and (b), or for modified contracts in IFRS 15:C5(c) but using the expedient in IFRS 15:C5(d) allowing both non-disclosure of the amount of the transaction price allocated to the remaining performance obligations, and an explanation of when it expects to recognise that amount as revenue for all reporting periods presented before the date of initial application, i.e. 1 January 2018. IFRS 15 uses the terms 'contract asset' and 'contract liability' to describe what might more commonly be known as 'accrued revenue' and 'deferred revenue', however the Standard does not prohibit an entity from using alternative descriptions in the statement of financial position. The Company has not adopted the terminology used in IFRS 15 to describe such balances and the terminology remains consistent with previous presentation. The Company's accounting policies for its revenue streams are disclosed in detail in note 1 above. Apart from providing more extensive disclosures for the Company's revenue transactions, the application of IFRS 15 has not had a significant impact on the financial position and/or financial performance of the Company.

3 Critical accounting judgements and key sources of estimation uncertainty

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.

The principal management judgements made in preparation of these financial statements are:

- The assessment of the impairment of investments at each balance sheet date (see note 11). This process depends on the preparation of estimates of future cash flows expected to be generated by the investment. Determining whether investments are impaired requires an estimation of the value in use of the cash-generating unit. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. The carrying amount of investments at the balance sheet date was £57.6m (2018 - £57.6m). No impairment has been identified following the value in use calculation.
- The evaluation of the recoverability of intercompany debtors (see note 7), which depends on assessment of profitability and the position of the counterparty.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (continued)

4 Turnover

Turnover represents amounts derived from contract negotiations as a part of its provision of management services which fall within the company's principal activities after deduction of value added tax. All turnover is derived from the principal activity of the company, that of providing management services to group companies which was carried out totally within the United Kingdom. Turnover by origin is not materially different to turnover by destination. Turnover is recognised from incentive agreements using booking data and historical estimates. Turnover from management services is recognised on an accruals basis as the services are provided.

5 Finance income and finance costs

	2019 £'000	2018 £'000
Finance income		
Interest on intercompany loans	4,236	4,315
	<hr/>	<hr/>
Finance costs		
Interest on intercompany loans	(5,396)	(9,482)
Exchange rate (losses)/gains	(1,120)	(146)
Bank interest	(227)	(269)
	<hr/>	<hr/>
	(6,743)	(9,897)
	<hr/>	<hr/>
Net interest finance costs	(2,507)	(5,582)
	<hr/>	<hr/>

6 Loss before taxation

	2019 £'000	2018 £'000
Loss before taxation is stated after charging:		
Depreciation of tangible fixed assets (see note 10)	105	78
Amortisation of intangible assets (see note 9)	1,499	1,231
Exchange rate (losses)/gains	(1,120)	(146)
Staff costs (see note 7)	5,135	4,129
Fees payable to the company's auditor in respect of:		
The audit of the company's annual financial statements	40	34
	<hr/>	<hr/>

Fees paid to the company's auditor, BDO LLP for services other than the statutory audit are not disclosed in the financial statements of the company as the financial statements of the company's parent, ATPI Holdings (Jersey) Limited are required to disclose non-audit fees on a consolidated basis.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

7 Staff costs

	2019	2018
	£'000	£'000
Their aggregate remuneration comprised:		
Wages and salaries	4,624	3,606
Social security costs	462	446
Other pension costs	49	77
	5,135	4,129
	5,135	4,129
The average monthly number of employees was:	Number	Number
Management and administration	55	45
	55	45
	55	45

No remuneration has been paid to the directors by the company in the current year or prior year. All emoluments have been borne by the ultimate parent company and have not been recharged (2018 - same).

The remuneration of the directors of the ATPI Holdings (Jersey) Limited Group is set out below in aggregate:

	2019	2018
	£'000	£'000
Directors' remuneration		
Emoluments	938	1,068
Company contributions to money purchase pension schemes	50	50
	988	1,118
	988	1,118
The number of directors who:	Number	Number
Are members of a money purchase pension scheme	2	2
	2	2
	2	2

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 *(continued)*

8 Taxation

The tax (charge)/credit comprises:

	2019	2018
	£'000	£'000
<i>Corporation tax</i>		
UK corporation tax	384	613
Adjustments in respect of prior years	(611)	-
	(227)	613
<i>Deferred tax</i>		
Current year (charge)/credit	(610)	138
Adjustments in respect of prior years	-	-
Effect of changes in tax rates	-	-
Total tax on profit	(837)	751

Corporation tax is calculated at 19 % (2018 - 19%) of the estimated taxable profit for the year.

The credit for the year can be reconciled to the loss in the profit and loss account as follows:

	2019	2018
	£'000	£'000
Profit/(Loss) before tax	458	(4,796)
	458	(4,796)
Tax on loss at standard UK corporation tax rate of 19% (2018 - 19%)	(87)	911
Effects of:		
Expenses not deductible/income not taxable for tax purposes	(305)	(125)
Overseas taxes	(42)	(35)
Adjustments to tax charge in respect of previous years	(611)	-
Deferred Tax	(610)	-
R&D, capital allowances and use of losses	818	-
	(837)	751
Total tax (payable)/credit for year	(837)	751

The standard rate of tax applied to the reported profit is 19%. The applicable tax rate changed from 20% to 19% from 1 April 2017 following the enactment of Finance Act (No 2) 2015. Following the enactment of Finance Act 2020 in March 2020, the standard rate of corporation tax will remain at 19%, effective from 1 April 2020 onwards. The rates are ratified within Finance Act 2020, which received Royal Assent in March 2020. Deferred tax has been calculated using these rates based on the timing of when each individual deferred tax balance is expected to reverse in the future.

ATPI Limited

Notes forming part of the financial statements
for the year ended 31 December 2019 (*continued*)

9 Intangible fixed assets	Software - internally integrated £'000
<i>Cost</i>	
At 1 January 2019	13,164
Additions	2,699
	15,863
At 31 December 2019	15,863
 <i>Amortisation</i>	
At 1 January 2019	(4,474)
Charged during the year	(1,499)
	(5,973)
At 31 December 2019	(5,973)
 <i>Net book value</i>	
At 31 December 2019	9,890
	9,890
At 31 December 2018	8,690
	8,690
 10 Tangible fixed assets	
	Plant and equipment £'000
<i>Cost</i>	
At 1 January 2019	740
Additions	60
	800
At 31 December 2019	800
 <i>Depreciation</i>	
At 1 January 2019	(522)
Charged during the year	(105)
	(627)
At 31 December 2019	(627)
 <i>Net book value</i>	
At 31 December 2019	173
	173
At 31 December 2018	218
	218

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

11 Investments in subsidiaries

Subsidiary undertakings	£'000
<i>Cost</i>	
At 1 January 2019 and 31 December 2019	57,643
<i>Provisions for impairment</i>	
At 1 January 2019 and 31 December 2019	-
<i>Net book value</i>	
At 1 January 2019 and 31 December 2019	57,643

Details of the company's subsidiaries at 31 December 2019 are as follows. Unless otherwise indicated, all ownership interests are in the ordinary share capital of the investee.

Subsidiary undertaking	Country of incorporation	Principal activity	Proportion of ownership interest %
ATP International Group Ltd	UK	Intermediate Holding Company	100%
ATP Instone Holdings Ltd	UK	Intermediate Holding Company	100%
ATP Instone Ltd*	UK	Intermediate Holding Company	100%
Seaforths Travel Ltd*	UK	Dormant	100%
Advanced Travel Partners International Ltd*	UK	Intermediate Holding Company	100%
Voyager Travel Corporation PTY Ltd*	Australia	Travel Management Company	100%
ATP Instone Australia Pty Ltd*	Australia	Travel Management Company	100%
Instone International Holding AG*	Switzerland	Intermediate Holding Company	100%
Instone International Ltd*	UK	Intermediate Holding Company	100%
Instone International (UK) Ltd*	UK	Travel Management Company	100%
Instone Nordic A/S*	Norway	Intermediate Holding Company	100%
Instone International Norway A/S*	Norway	Travel Management Company	100%
ATPI Denmark A/S*	Denmark	Travel Management Company	100%
Instone Singapore Pte Ltd*	Singapore	Travel Management Company	100%
ATPI Logistics Pte Ltd*	Singapore	Travel Management Company	100%
Instone Netherlands BV*	Netherlands	Travel Management Company	100%
Instone International Holding Inc*	USA	Intermediate Holding Company	100%
Instone (USA) International LLC*	USA	Travel Management Company	100%
ATPI Travel and Events Canada Inc	Canada	Travel Management Company	100%
Plan B Logistics Nominees Pty Ltd	Australia	Travel Management Company	100%
ATPI New Zealand Ltd	New Zealand	Travel Management Company	100%

* Held indirectly.

The investments in subsidiaries are all stated at cost less provision for impairment. The registered offices for each jurisdiction are detailed in note 19. Where undertakings in the same jurisdiction have individual addresses, these are also detailed.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

12 Other Investments

	2019 £'000	2018 £'000
Other Investments	61	-

On 17th December 2019, ATPI Limited purchased 8,623 ordinary shares in Taptripco Limited for cash consideration of £61,482. This purchase constitutes less than 5% of the share capital of Taptripco Limited. Subject to contractual agreement, ATPI Limited has committed to further purchase 49,584 shares for a consideration of £353,534 in 2020.

13 Debtors

Trade debtors disclosed below are classified as loans and receivables and are therefore measured at amortised cost. The directors consider that the carrying amount of trade and other receivables is approximately equal to their fair value.

	2019 £'000	2018 £'000
Amounts falling due within one year:		
Trade debtors	2,178	1,308
Amounts owed by other group undertakings	29,760	56,299
Amounts due from associated companies	8	17
Group Relief receivable	466	648
Deferred taxation asset (note 14)	-	320
Prepayments and accrued income	3,101	2,326
	35,513	60,918

Intercompany balances arising from trading items are due within 30 days following invoice. There is no interest payable on these unsecured balances. Other short term intercompany balances are repayable on demand and interest is charged at 4.25% above the base rate.

14 Creditors: amounts falling due within one year

	2019 £'000	2018 £'000
Bank overdraft	36,546	38,126
Trade creditors	1,649	1,263
Amounts owed to group undertakings	165,737	196,575
Amounts owed to associated companies	248	274
Other taxes and social security	324	294
Accruals and deferred income	8,655	727
Deferred taxation liability (note 14)	290	-
	213,449	237,259

The directors consider that the carrying amount of trade creditors approximates to their fair value. The bank overdraft is repayable on demand. Intercompany balances arising from trading items are due within 30 days following invoice. There is no interest payable on these unsecured balances. Other short term intercompany loans are repayable on demand and interest is charged at 4.25% above the base rate.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 *(continued)*

15 Deferred tax

Deferred tax is provided as follows:

	Accelerated tax depreciation £'000
At 1 January 2018	182
Credit to profit or loss	138
Adjustment in respect of prior years	-
	320
At 31 December 2018	320
Credit to profit or loss	(610)
Adjustment in respect of prior years	-
	(290)
At 31 December 2019	(290)

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so.

The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	2019 £'000	2018 £'000
Deferred tax (liabilities)/assets	(290)	319
	(290)	319

16 Share capital and reserves

	2019 £'000	2018 £'000
<i>Allotted and fully paid</i>		
127,000 ordinary shares of £1 each	127	127
	127	127

The ordinary shares rank equally in the distribution of the full equity funds of the company after repayment of the issue price of the £1 preference, together with any accrued dividends payable.

Reserves

All reserves are as stated in the statement of changes in equity.

ATPI Limited

Notes forming part of the financial statements for the year ended 31 December 2019 (*continued*)

17 Retirement benefit schemes

Defined contribution schemes

The company operates a defined contribution pension scheme for employees. The assets of the schemes are held separately from those of the company in funds under the control of trustees. Where there are employees who leave the schemes prior to vesting fully in the contributions, the contributions payable by the company are reduced by the amount of forfeited contributions.

The total pension cost charge represents contributions payable by the company in the year, to the scheme, and amounted to £48,621 (2018 - £77,266). There were no unpaid contributions at the balance sheet date.

18 Related party transactions

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to related party transactions between wholly-owned member companies of the ATPI Holdings (Jersey) Limited group. The outstanding balances owed to related parties are as follows:

	2019 £	2018 £
ATPI Travel LLC	248,168	274,084

Related party balances arising from trading items are due within 30 days following invoice. There is no interest payable on these unsecured balances. The transactions that fall outside the exemption for transactions with a wholly controlled subsidiary are set out below:

£44,259 of sales (2018 - £24,626) were made to ATPI Travel LLC.

19 Controlling party

The company's immediate parent undertaking is ATPI (Jersey) Limited, which is registered in Jersey. In the opinion of the directors, the company's ultimate controlling party is Intermediate Capital Group plc, a company incorporated in the United Kingdom. The ultimate parent undertaking of the largest and smallest group, which includes the company and for which group financial statements are prepared, is ATPI Holdings (Jersey) Limited, a company incorporated in Jersey, registered office Ogier House, The Esplanade, St Helier, Jersey, JE4 9WG. The non-statutory financial statements of ATPI Holdings (Jersey) Limited are publicly available from Space One, 1 Beadon Road, London, W6 0EA.

20 Registered offices of undertakings

Jurisdiction	Registered Address
UK	Space One, One Beadon Road, London, W6 0EA
Africa	Suite 2A, 2 Rydall Vale Office Park, La Lucia Ridge Office Estates, 4051 Durban, SA
Netherlands	Beechavenue 101, 1119 RB Schiphol-Rijk,
Norway	C. Sundtsgt. 39, 5004 Bergen,
Denmark	Havnegade 35 , DK 1058 Copenhagen
Australia	33-41 Agnes Street, VIC 3002, East Melbourne

ATPI Limited

Notes forming part of the financial statements
for the year ended 31 December 2019 (*continued*)

20 Registered offices of undertakings (continued)

Jurisdiction	Registered Address
Switzerland	Churerstrasse 135, 8808 Pfäffikon SZ
Singapore	10 Anson Road, #34-04 International Plaza, Singapore 079903
Hong Kong	36-03 Citicorp Centre 18 Whitfield Road
Cyprus	Sea Chefs House, Ground Floor, 2 Kosta Katselli Street, Agios Athanasios, CY-3116 Limassol
Canada	5 th Floor, 438 rue McGill, Montreal, Quebec, Canada H2Y 2G1
New Zealand	Level 5, 187 Broadway, Newmarket, Auckland
USA	c/o United Corporate Services Inc, 874 Walker Road, Suite C, Dover, Delaware 19904