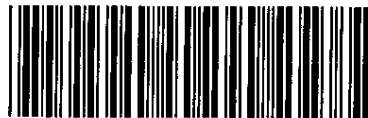


Registered Number: 02908142

Thomas Holdings Limited

Financial Statements and Directors' Report
For the year ended 31 December 2021

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Thomas Holdings Limited
Financial Statements and Directors' report
For the year ended 31 December 2021

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Thomas Holdings Limited Company Information

| | |
|-------------------|---|
| Directors | B Lünen S Bruns |
| Registered number | 02908142 |
| Registered office | Seebeck House 1A Seebeck Place Knowlhill Milton Keynes Buckinghamshire MK5 8FR |

Thomas Holdings Limited

Directors' Report

For the year ended 31 December 2021

The Directors present their report and the unaudited financial statements for the year ended 31 December 2021.

Principal activities and review of the business

The Company did not trade during the year and it is the intention of the Directors to liquidate the Company within 24 months.

Results and dividends

The Company did not trade during the current or preceding year, and accordingly no statement of comprehensive income has been presented. No dividends have been paid or proposed by the Directors for the year (2020: £nil).

Directors

The Directors who served during the year and to the date of this report are as follows:

S Bruns
B Lünge

Statement of Directors' responsibilities

The directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under Company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the directors are required to:

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and 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.

Thomas Holdings Limited
Directors' Report (continued)
For the year ended 31 December 2021

Audit Exemption for Subsidiaries

For the year ended 31 December 2021 the Company was entitled to the exemption from audit by virtue of section 479A Companies Act 2006. In accordance with section 479A Companies Act 2006, the members of the Company have agreed that it does not require an audit, and the carrying value of liabilities (£nil) at the balance sheet date have been guaranteed under section 479C of the Act by Merkur Casino UK Limited ("MCUK"), its ultimate UK parent. The results of the Company have been included in the consolidated financial statements of MCUK.

The Directors' report has been prepared in accordance with the provisions applicable to companies entitled to the small companies' exemption provided by section 414B(b) of the Companies Act 2006.

This report was approved by the board on 25 May 2022 and is signed on its behalf.



B Lingen
Director

Thomas Holdings Limited
Statement of Financial Position
As at 31 December 2021

| | Notes | 2021 £ | 2020 £ |
|--|-------|-----------|-----------|
| Current assets | | | |
| Debtors | 3 | 1 | 1 |
| Net current assets | | 1 | 1 |
| Total assets Less current liabilities | | 1 | 1 |
| Net assets | | 1 | 1 |
| Capital and reserves | | | |
| Called up share capital | 4 | 1 | 1 |
| Shareholder's funds | | 1 | 1 |

For the year ended 31 December 2021, the Company was entitled to the exemption from the requirement to have an audit under the provisions of Section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- No members have required the company to obtain an audit of its accounts for the period in question in accordance with Section 476 of the Companies Act 2006.
- the Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These financial statements were approved and authorised for issue by the board and were signed on its behalf on 25 May 2022.


B Lungen
 Director
 Thomas Holdings Limited (Registered No. 02908142).

The notes on pages 6 to 7 form part of these financial statements.

Thomas Holdings Limited
Statement of Changes in Equity
As at 31 December 2021

| | Share Capital £ | Retained Earnings £ | Total Equity £ |
|-----------------------------------|-----------------------|---------------------------|----------------------|
| As at 1 January 2021 | 1 | - | 1 |
| Comprehensive income for the year | - | - | - |
| As at 31 December 2021 | 1 | - | 1 |

Statement of Changes in Equity
As at 31 December 2020

| | Share Capital £ | Retained Earnings £ | Total Equity £ |
|-----------------------------------|-----------------------|---------------------------|----------------------|
| As at 1 January 2020 | 1 | - | 1 |
| Comprehensive income for the year | - | - | - |
| As at 31 December 2020 | 1 | - | 1 |

The notes on pages 6 to 7 form part of these financial statements.

Thomas Holdings Limited
Notes to the financial statements
For the year ended 31 December 2021

1. Principal accounting policies

Basis of accounting

These financial statements are prepared on the going concern basis, under the historical cost convention and in accordance with the Financial Reporting Standard 102, the 'Financial Reporting Standard applicable to the United Kingdom and the Republic of Ireland' and the Companies Act 2006.

The significant accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented unless otherwise stated.

Financial reporting standard 102 – reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102.

- the requirements of section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of section 7 Statement of Cash Flows;
- the requirements of section 3 Financial Statement Presentation paragraph 3.17(d); and
- the requirements of section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Merkur Casino UK Limited as at 31 December 2021 and these financial statements may be obtained from Seebeck House, 1A Seebeck Place, Knowlhill, Milton Keynes, MK5 8FR.

Statement of Comprehensive Income

The Company did not trade during the current or preceding year, and accordingly no statement of comprehensive income has been presented.

2. Directors' remuneration

There were no employees other than the Directors in the current or prior year.

All Directors are directors of other companies within the Group and their remuneration in the current and prior years has been paid by other companies. Details of their remuneration are included within the disclosures given in the financial statements of Merkur Casino UK Limited.

The Company is not able to accurately split the Directors remuneration between companies benefitting from their services.

3. Debtors

| | 2021 £ | 2020 £ |
|------------------------------------|-----------|-----------|
| Amounts owed by Group undertakings | 1 | 1 |
| | 1 | 1 |

The amounts owed by group undertakings are unsecured, interest free and have no fixed term for repayment.

Thomas Holdings Limited
Notes to the financial statements (continued)
For the year ended 31 December 2021

4. Called up share capital

| | 2021 £ | 2020 £ |
|---|-----------|-----------|
| Called up, allotted and fully paid | | |
| 1 (2020: 1) Ordinary share of £1 each | 1 | 1 |
| | 1 | 1 |

5. Immediate and ultimate parent undertaking

As at 31 December 2021 the immediate parent company was Mayfair Acquisitionco Limited, an intermediate holding company which is wholly owned by Merkur Casino UK Limited.

The immediate parent of Merkur Casino UK Limited is Merkur Casino GmbH, a Company registered in Germany.

The smallest group in which the results of the Company are consolidated is that headed by Merkur Casino UK Limited. Copies of the Merkur financial statements may be obtained from The Secretary, Merkur Casino UK Limited, Seebeck House, 1A Seebeck Place, Knowlhill, Milton Keynes, MK5 8FR.

The largest group in which the results of the Company are consolidated is that headed by Gauselmann AG, a Company registered in Germany, which is the ultimate controlling party.