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Information on the Company is available online via the internet at our website, http://corporate.ryanair.com. Information on our website does not constitute part of this Annual Report. This Annual Report and our 20-F are available on our website.

EUROPE'S LOWEST COST AIRLINE GROUP

RYANAIR HOLDINGS PLC

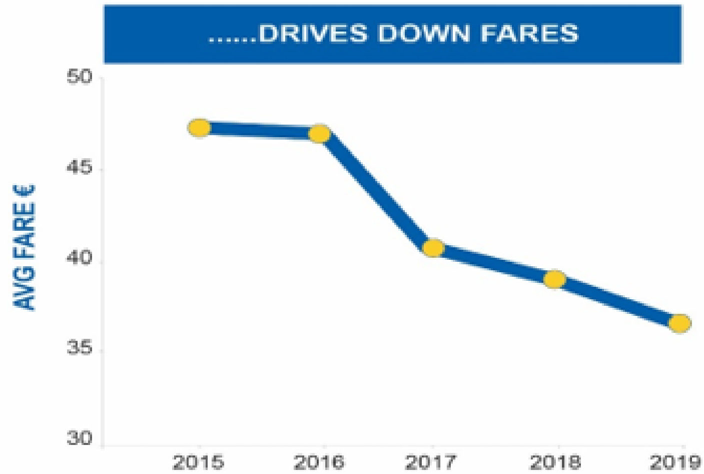
BUZZ | LAUDA | MALTA AIR | RYANAIR

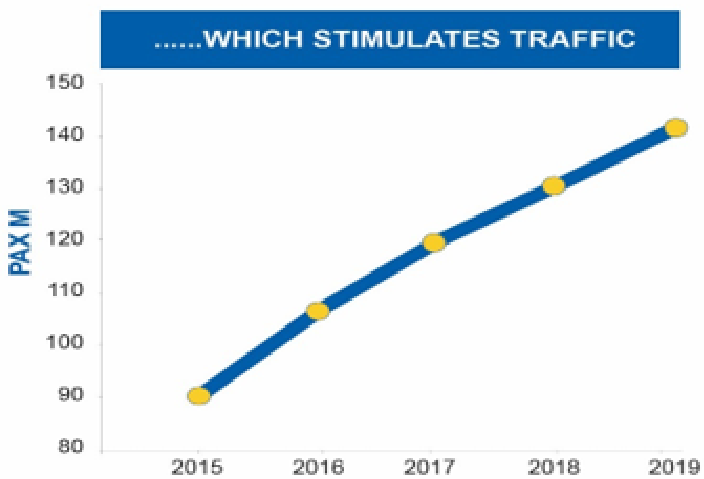
FINANCIAL SUMMARY

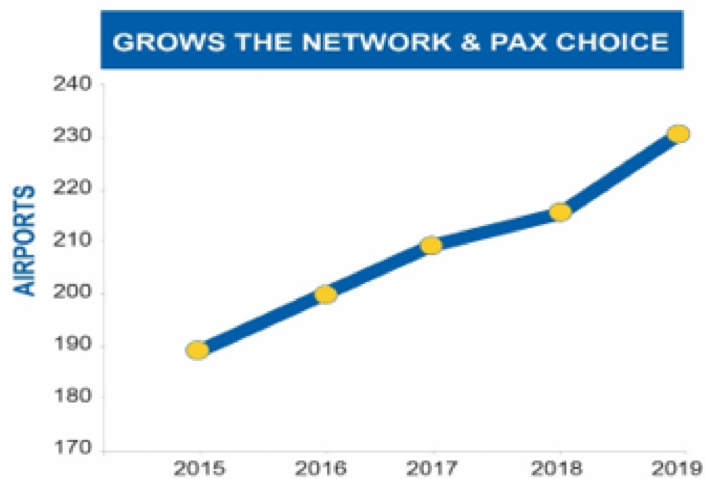
	31 MAR 2019	31 MAR 2018	31 MAR 2017
	€'m	€'m	€'m
Scheduled Rev	5,261	5,134	4,868
Ancillary Rev	2,436	2,017	1,780
Total Rev	**7,697**	**7,151**	**6,648**
Fuel	2,427	1,903	1,913
Ex-Fuel Costs	4,254	3,581	3,201
Total Op Costs	6,681	5,484	5,114
Int & Other	(68)	(56)	(64)
Profit Before Tax	948	1,611	1,470
Tax	(63)	(161)	(154)
Profit After Tax	**885**	**1,450**	**1,316**

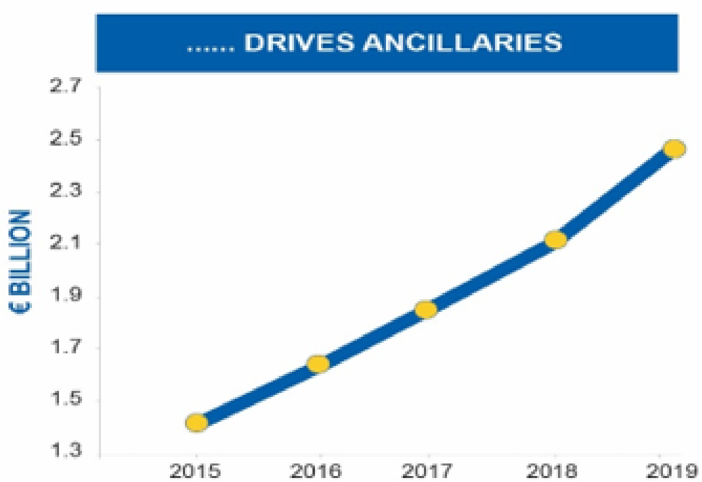
BALANCE SHEET	31 MAR 2019	31 MAR 2018	31 MAR 2017
	€'m	€'m	€'m
Non Curr Assets	9,447	8,173	7,284
Curr Assets	3,804	4,189	4,706
Total Assets	**13,251**	**12,362**	**11,990**
Curr Liab.	4,097	3,413	3,012
Non Curr Liab.	3,939	4,480	4,555
Shareholder Equity	5,215	4,469	4,423
Total Liab. & Equity	**13,251**	**12,362**	**11,990**

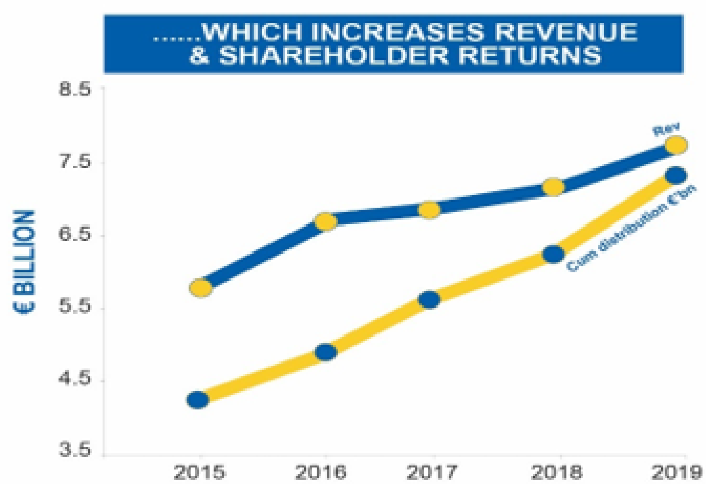
KEY STATISTICS











Chairman's Report

Dear Shareholders,

Last year we made significant progress in growing Ryanair as Europe's largest airline group. We aim to carry 200m guests per annum over the next 5 years. Highlights of the year include:

- Traffic grew 9% to over 142m guests
- Avg. air fares were cut 6% to €37
- Revenue rose 6% to €7.6bn. as ancillary revenue increased by 11% per guest
- Ryanair Sun ("Buzz") was launched and traded profitably in its first year
- We acquired 100% of Lauda, and transformed its fleet and operations
- We negotiated union agreements in most of our key markets
- We took delivery of 29 B737s and 16 A320s while investing in our business for future growth
- We took decisive actions to improve on-time-performance (despite record ATC disruptions)
- We continued to deliver our environmental targets and now publish CO_2 data monthly
- Over €560m was returned to shareholders via share buy-backs

At a time of excess capacity in the European short-haul market, Ryanair's cost leadership, and strong balance sheet, means that we are well placed to take advantage of the growth opportunities that will arise as airlines consolidate and/or exit the market. In May, your Board approved a further €700m share buy-back program which will, depending on market conditions, run for 9 to 12 months. Following this latest distribution, Ryanair will have returned €7bn to shareholders since 2008.

The Board, in conjunction with management, are closely monitoring delivery delays to the Boeing 737-MAX-200 aircraft. Subject to FAA and EASA regulatory approval, we hope to receive our first "gamechanger" aircraft sometime between January and February 2020. Ryanair is therefore planning summer 2020 capacity on the basis of having 30 MAX aircraft, rather than the 58 originally scheduled, which will slow down growth from approximately 7% to approximately 3% in fiscal year 2021 where we will now carry 157m guests instead of the 162m previously expected.

As already announced, Michael O'Leary has agreed a new 5-year contract as Group CEO, which secures his services for the Group until at least July 2024. We welcome his agreement to commit for a further 5-year period, which gives certainty to our shareholders. Both Kyran McLaughlin and I have agreed to lead the Board until summer 2020, but we do not wish to be considered for re-election at the September 2020 AGM. In order to ensure a smooth succession, Stan McCarthy (who joined the Board in May 2017) agreed to become Deputy Chairman from April 2019 and will transition to Chairman of the Board next year. Stan brings enormous international experience (as a former CEO of Kerry Group plc) and leadership skills to the development of Ryanair over the coming years. Louise Phelan (who joined the Board in December 2012) has agreed to become Senior Independent Director when Kyran McLaughlin retires from the Board in summer 2020.

I wish to thank the 16,800 highly skilled aviation professionals across the Ryanair Group who strive, on behalf of our 142m guests, each year, to deliver the lowest fares, the best on-time performance and the greenest, cleanest air travel with an ever-improving customer experience for the benefit of our customers, our people and our shareholders.

Yours sincerely,

David Bonderman
Chairman

David Bonderman

Our 2019 AGM will be the last under the Chairmanship of David Bonderman. David became an investor in, and Director of, Ryanair in August 1996 when we operated just 12 aircraft, carried 3m passengers annually, and employed just over 600 people. Under David's leadership over the last 24 years Ryanair has grown to operate a fleet of over 450 aircraft, we carry 3m passengers each week, and we employ over 16,800 highly skilled aviation professionals. None of this would have been achieved without David's experience, leadership and expertise. His guidance as Chairman was key to our flotation in May 1997, our first new aircraft order for 25 Boeing 737-800s, and every follow-on order since. He has guided the Board and Management of Ryanair over the last 24 years with great wisdom and insight making us today the world's largest international airline. The people, passengers, and shareholders of Ryanair owe David an enormous debt of gratitude, and on their behalf, I say a very sincere thank you to David for his time, his help and his support over the last 24 years. It has been a pleasure and a privilege to work with him.

Michael O'Leary
Group CEO

Group Chief Executive's Report

Dear Shareholders,

We are pleased to present Ryanair's 2019 Annual Report, which covers a year of significant challenges. Overcapacity in Europe and our continuing growth saw average fares fall 6% but this stimulated traffic growth of 9% to 142m guests. Ancillaries performed well with spend up 11% per guest. We faced a number of cost challenges including higher oil prices, a step up in payroll costs under new 5 year pay deals for pilots and cabin crew, and an extraordinary jump in our EU261 costs due to repeated ATC strikes and staff shortages through summer 2018. As a direct result of these lower air fares, our full year profits fell 39% to €885m (€1.02bn excl. Laudamotion start-up losses). This was a reasonable performance by a robust business model in difficult trading circumstances. Despite these headwinds, we delivered an industry leading 96% load factor, concluded union agreements with pilots and cabin crew in most of our major markets, and returned a further €560m to shareholders via share buy-backs.

Revenue and Growth

Over the past year the Ryanair Group has delivered traffic growth of 9% to 142m passengers, mainly thanks to a 6% cut in average fares to €37. This delivered price savings of over €310m to our guests. Ancillaries performed well as Ryanair Labs continues to improve the presentation of these services, and spend rose by 11% per guest to a total of €2.4bn. summer 2018 was a very difficult period with a heat wave in Northern Europe, the distraction of the Soccer World Cup in Russia, significant overcapacity in the EU market and an unprecedented series of ATC strikes and staff shortages, which caused thousands of flight delays and cancellations for all airlines. We responded to these conditions by judicious base closures (Bremen & Eindhoven) and capacity cuts at other underperforming bases. We reallocated this capacity to new country markets in Jordan, Turkey and Ukraine. During the past winter season, overcapacity continued to exert downward pressure on fares, particularly in Germany, where Lufthansa was allowed to buy the failed Air Berlin, and it has used this capacity to engage in below cost selling despite its dominant market position in Germany. Demand and pricing in the U.K. has also been dampened by continuing concerns over Brexit and slowing economic growth.

Cost Leadership

Ryanair continues to deliver the lowest unit cost of any EU airline and the cost gap between us and our competitors has widened over the last year. Despite this, our costs rose 16% in FY19 driven mainly by higher oil prices (our fuel bill jumped 28%, up over €500m), our payroll jumped 28% (up over €200m) mainly due to 20% pilot pay increases, and our EU261 cost jumped 44% (up over €50m) due to repeated ATC staff shortages and strikes in summer 2018. Despite these increases, we remain significantly lower cost on a per passenger basis than any of our competitors, and this enables us to offer lower fares, while still delivering industry leading margins. We expect to deliver flat or slightly lower unit costs over the coming years, particularly as the Boeing MAX deliveries ramp up, these aircraft deliver 4% more seats but 16% lower fuel consumption. They form a critical component of our cost efficiency for the next 5 years.

Europe's Lowest Costs Wins!

€ per pax	RYA	WIZ	EZJ	NOR	E'Wings	LUV
Staff/efficiency (py)	7 *(6)*	6 *(5)*	10 *(9)*	19 *(17)*	19 *(18)*	48
Airport & Hand.	7	11	21	19	33	8
Route Charges	5	5	5	7	7	0
Own'ship & maint.	6	15	9	32	21	15
S & M other	4	2*	8	8	34	18
Total	29	39	53	85	114	89
%> Ryanair		+34%	+83%	+193%	+293%	+207%

** Incl. one-off exceptional gain on aircraft disposals*

RYANAIR

Group Airlines

The past year has witnessed considerable turmoil in the airline business. Higher oil prices and lower fares caused a wave of failures last winter including Primera, Small Planet, Azur, Germania, VLM, Cobalt, Flybmi and Wow. Both Alitalia and Thomas Cook are re-structuring and are currently for sale. We expect further failures this winter if oil prices remain elevated, and air fares continue to fall. The identity and timing of these failures is difficult to predict but we expect this trend of EU airline failures will accelerate in winter 2019.

We have made good progress in developing our Group airlines. Buzz (formerly Ryanair Sun) operated 5 aircraft in the Polish charter market last year, but did so profitably. This summer, Buzz has grown to 7 aircraft in the charter market, and operates 17 of Ryanair's scheduled aircraft all based in Poland. In April 2018, we acquired a 25% interest in Laudamotion and this rose to 100% in December 2018. Lauda suffered a very difficult first year of operations due to the late delivery of 9, very expensive, lease aircraft from Lufthansa, which meant they released their summer 2018 schedule at very short notice with seats being sold at very low prices, and caused Lauda to lose almost €140m in its first full year of operation. The team at Lauda, with the support of Ryanair, have now replaced these expensive Lufthansa aircraft with a fleet of 20 lower cost A320 operating leases and this, together with significant growth in Vienna and a new base in Palma, will see Lauda significantly cut these losses in its second year. We believe Laudamotion is on track to be profitable in its 3rd year of activity, which will be a very significant turnaround in a short period of time by the small management team in Laudamotion assisted by Ryanair's low fare business model and buying power.

In June 2019, we purchased Malta Air from the Government of Malta. This airline will take over and rebrand the 6 Ryanair aircraft currently based in Malta, but they will also operate Ryanair's 737 aircraft based in Germany, Italy and France which will allow our pilots and cabin crew in those countries to pay their taxes in their country of residence, as opposed to paying them in Ireland, which was required under Irish law while these aircraft were on the Irish AOC. Moving these crews to local taxation and local contracts of employment, is central to the agreements we reached with our people and our unions in each of these countries.

We believe this new Group structure gives Ryanair more flexibility to implement local contracts and local taxation for our people, but also delivers lower operating costs for the Group. Laudamotion offers the Group future growth opportunities on Airbus aircraft, while Ryanair, Buzz and Malta Air will continue to grow using Boeing aircraft. Each of these 4 airlines will compete with each other for the allocation of aircraft and capital over the coming years, which will deliver superior returns for the Group and our shareholders.

Always Getting Better (AGB) 2019

Our AGB Customer Experience program continues to deliver real benefits for our guests. We invested heavily last year to improve punctuality and resilience despite the challenges of frequent ATC staff shortages and strikes. We replaced underperforming handling providers at Stansted, in Spain and Poland, and we invested in additional ground equipment and more spare aircraft. These efforts have already delivered a 10% point improvement in our on-time performance in the first 6 months of 2019 over 2018, with a remarkable 80% reduction in the number of cancelled flights during the same period.

In February 2019 Ryanair launched its 2019 Customer Care Improvements to enhance our customer proposition. This campaign is driven by the principle of "More Choice, Lower Fares & Great Care" and introduces a number of new value-add initiatives including:

- Lowest Fares - Credit to the customer's "MyRyanair" account if they find a cheaper fare within 3 hours;
- Punctuality - We deliver 90% OTP (excl. ATC) or we cut 5% off the following month's air fares;

- Customer Care Charter - We process EU261 claims within 10 days and customer support moves to year round 24/7 availability, 7 days a week; and,
- Care Improvements - New 48-hour grace period for changes to bookings.

Brexit

The challenge of Brexit, and in particular the risk of a "no deal" Brexit remains worryingly high. We hope that Brexit will be delivered by agreement between the U.K. and the European Union, which will minimise disruption to both the U.K. and the EU economy. However, Brexit is causing considerable political uncertainty in the U.K., it has damaged investment, economic activity, and consumer confidence, and has been a major contributor to the weakness of air fares and consumer demand for flights from/to the U.K.

We welcome the fact that the U.K. and EU have put in place temporary measures, which will allow flights to continue without disruption for a period of 9 months after a "no deal" Brexit. However, this will not remove longer term challenges over flight rights and/or ownership restrictions until a trade agreement covering aviation is concluded. As an EU airline, we believe Ryanair will be less affected by a no deal Brexit than U.K. based airlines, but we still expect adverse trading consequences. We have put in place the necessary legal measures both to restrict non-EU shareholder voting rights, and restrict non-EU share sales for a short period of months (after a hard Brexit), so we will ensure that Ryanair remains majority owned and controlled within the European Union, and therefore we expect all our 4 AOC's in Ireland, Poland, Austria and Malta will continue to operate freely.

Boeing 737 MAX Delays

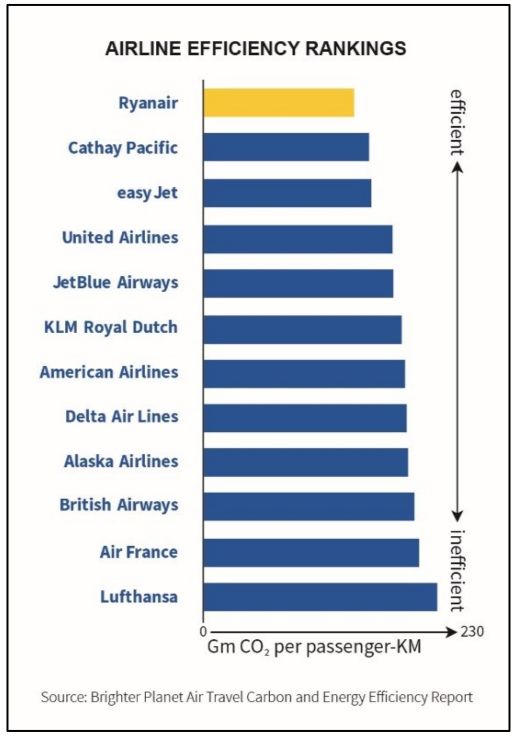
We regret the delivery delay of our first 5 Boeing 737 MAX aircraft, which were expected in spring 2019. The grounding of the MAX, and our expectation that we will now not receive the first of these aircraft until January or February 2020, means we are planning for summer 2020 on the basis of 30 new aircraft deliveries rather than the original plan of 58 deliveries. We expect this will slow our growth from 10m to 5m incremental guests in FY21 and we are working through plans for judicious base cuts and closures in winter 2019 to accommodate this curtailed summer 2020 fleet and schedule.

We remain a big supporter of the Boeing MAX aircraft. They have flown successfully for some 18 months in North America and Europe, and so we expect their grounding to be temporary, while Boeing and the Regulatory Agencies work to deliver absolute confidence in the safety of these superb aircraft. The MAX 200 delivers 4% more seats, but at 16% lower fuel consumption than our existing B737 fleet. These are truly game changing numbers, and will be critical to our ability to lower costs and pass on more savings in the form of lower fares to our customers for the next 5 years.

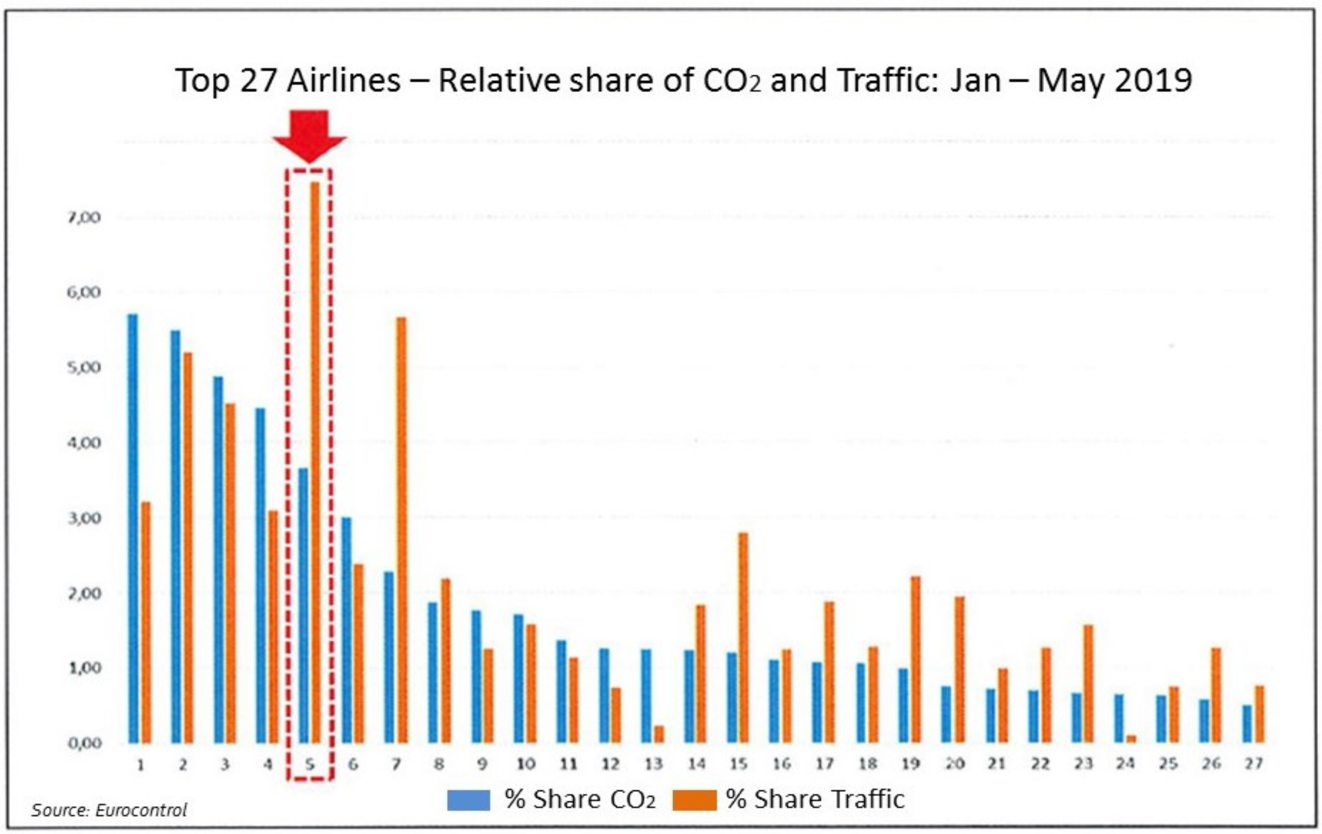
Our Environment

Over the last year, Ryanair has invested heavily in our Environmental Programs. We have committed to going plastic free within 5 years, we have launched an industry leading offset program as part of our booking process, we have moved to paperless systems most notably electronic flight bags in the cockpit, and we are investing billions of dollars in new, more efficient aircraft that will carry more guests but at significantly lower fuel consumption and noise emissions.

Ryanair is proud of its green heritage. We are independently ranked as the greenest, cleanest airline in Europe. We are the first airline to publish monthly emissions figures, which have fallen some 20% over the last 10 years, and will, we expect, fall by a further 15% over the next decade. We are also investing substantial sums with climate action partners in Africa, Portugal and Ireland.



These efforts were recently verified by Eurocontrol, who have confirmed that Ryanair, despite carrying considerably more passengers than any other EU airline, ranks only 5th in CO_2 emissions (see table below). Passengers flying on Ryanair have already chosen to minimise their impact on the environment by switching from other, less environmentally efficient airlines. We oppose environmental taxes on aviation firstly, because they don't work (the funds are simply grabbed by Government for general use), but more importantly, because it is a tax on poor people and on the peripheral regions of Europe. Citizens in Ireland, the U.K., Malta and Cyprus do not have alternative train or bicycle options. Citizens of peripheral EU countries, such as the Baltic States, Portugal and Spain, must fly if they wish to integrate with the rest of the European Union. Environmental taxes discourages this free movement of Europe's citizens, while doing nothing to cut emissions. Aviation is already Europe's most efficient form of mass transport and the European Union should encourage its citizens to fly more and drive less, as that would make a real difference to the environment and our planet.



In FY19, Ryanair paid over €540m in environmental taxes to Europe's Governments. This figure will rise to €630m in FY20. At more than €4 per passenger ticket, Ryanair's customers are already paying a disproportionate and regressive amount of environmental taxes. If Europe's Governments really want to tackle emissions on air travel then they can do so by eliminating Air Traffic Control (ATC) delays and rerouting which currently account for more than 10% of aviation CO_2 emissions in Europe.

Environmental Taxes (€m)	FY19	FY20
UK APD	330	383
German APD	88	85
Scandinavia APD	5	5
Austrian APD	5	6
BCN Tax	1	1
EU-ETS Payments	115	150
Total	**544**	**630**
Cost Per Pax (% of ave ticket)	**€3.82 (10%)**	**€4.12 (11%)**

Our People
Last year, Ryanair created 2,200 new jobs as our headcount grew to over 16,840 highly skilled aviation professionals. We promoted more than 1,000 team members to more senior positions. Our new Group Airlines in Buzz (880 people), Laudamotion (800 people) and Malta Air (270 people) will create new opportunities for internal promotions, and also create mobility for our talented professionals to develop their careers in all aspects of the airline business.

By 2024, we expect our Group airlines to carry over 200m guests p.a., and this will allow us to create a further 5,000 jobs within the Group while sustaining more than 150,000 support jobs in airports across Europe. Our people remain one of our most important assets, and we continue to invest heavily in recruitment and training so that we hire the best talent available, but also try to reach the highest possible standards both professionally and in the delivery of Ryanair's customer experience, while we bring low fare competition and choice to new and existing markets across Europe.

Our Shareholders
Last year was a challenging one for our shareholders. Despite the decline in the share price, which was better than and/or in line with industry peers, we delivered further share buy-backs of over €560m. In March 2019, we announced another €700m share buy-back. When this latest buy-back is completed, we will, over the last decade, have bought and retired some 31% of Ryanair's equity at an average price of just over €10.

We remain confident that the cyclical factors, which have affected our earnings and profitability over the last year, namely higher oil prices, over capacity and lower air fares, will work its way out of the system over the next year or two and those shareholders who continued to support our business, will be rewarded with better returns. Rest assured, we will continue to strive to grow our low fare airline group safely, and in the best interest of our customers, our people and our shareholders. Thank you all for your continuing support.

Michael O'Leary
Group CEO

Directors' Report

Introduction

The Directors present their Annual Report and financial statements of Ryanair Holdings plc ("the Company"), incorporated in the Republic of Ireland, and its subsidiaries (with the Company and the subsidiaries being together "the Group") for the year ended March 31, 2019.

Review of business activities and future developments in the business

The Company operates a low fares/low cost, short haul airline business and plans to develop this activity by expanding its successful formula on new and existing routes. Information on the Company is set out on pages 73 to 96. A review of the Company's operations for the year is set out on pages 96 to 110.

Results for the year

Results for the year are set out in the consolidated income statement on page 147 and in the related notes.

Principal risks and uncertainties

Details of the principal risks and uncertainties facing the Company are detailed on pages 59 to 73.

Key performance indicators

The key performance indicators of the business are set out on pages 58; 73 to 96; and 96 to 110.

Financial risk management

Details of the Company's financial risk management policies and exposures to market risk are set out in Note 11 on pages 169 to 179.

Share capital

The number of ordinary shares in issue at March 31, 2019 was 1,133,395,322 (2018: 1,171,142,985; and 2017: 1,217,870,999). Details of the classes of shares in issue and the related rights and obligations are set out in Note 15 on pages 182 to 184.

Accounting records

The Directors believe that they have complied with the requirements of Section 281 to 285 of the Companies Act, 2014 with regard to adequate accounting records by employing financial personnel with appropriate expertise and by providing adequate resources to the financial function. The accounting records of the Company are maintained at its registered office, Airside Business Park, Swords, Co. Dublin, K67 NY94, Ireland.

Company information

The Company was incorporated on August 23, 1996 with a registered number of 249885. It is domiciled in the Republic of Ireland and has its registered offices at Ryanair, Dublin Office, Airside Business Park, Swords, Co. Dublin, K67 NY94, Ireland. It is a public limited company and operates under the laws of Ireland.

People

At March 31, 2019, the Company had a team of 16,840 aviation professionals, compared to 14,583 at March 31, 2018 and 13,026 at March 31, 2017.

Substantial interests in share capital

Details of substantial interests in the share capital of the Company, which represent over 3% of the issued share capital, are set out on page 119. At March 31, 2019 the free float in shares was 95.3%.

Directors and Company Secretary

The names of the Directors are listed on pages 111 and 112. The Company Secretary is listed on page 116. Details of the appointment and re-election of Directors are set out on page 16.

Interests of Directors and Company Secretary

The Directors and Company Secretary who held office at March 31, 2019 had no interests other than those outlined in Note 19(d) on page 188 in the shares of the Company or other group companies.

Directors' and Senior Executives' remuneration

The Company's policy on Senior Executive remuneration is to reward its Executives competitively, but in the context of a low cost airline, having regard to the comparative marketplace in Europe, in order to ensure that they are motivated to perform in the best interests of the shareholders. Details of remuneration paid to senior key management (defined as the Executive team reporting to the Board of Directors) is set out in Note 27 on page 194. Details of total remuneration paid to the Directors is set out in Note 19 on pages 187 to 189.

Executive Director's service contract

In February 2019, Michael O'Leary signed a 5-year contract as Group CEO, commencing on April 1, 2019, which commits him to the Company until July 31, 2024. Mr. O'Leary is subject to a covenant not to compete with the Company within the EU for a period of two years after the termination of his employment. Mr. O'Leary's employment agreement does not contain provisions providing for compensation on its termination.

Dividend policy

Details of the Company's dividend policy are disclosed on page 121.

Share buy-back

In the year ended March 31, 2019 the Company bought back 37.8m ordinary shares at a total cost of €561m. These buy-backs were equivalent to approximately 3.2% of the Company's issued share capital at March 31, 2018. All of these repurchased shares were cancelled at March 31, 2019.

In the year ended March 31, 2018 the Company bought back 44.7m shares at a total cost of €790m under its share buy-back program and 2.0m shares underlying ADRs at a total cost of €39m under its €150m "Evergreen" ADR buy-back program. These buy-backs were equivalent to approximately 3.8% of the Company's issued share capital at March 31, 2017. All of these repurchased shares were cancelled at March 31, 2018.

As a result of the share buy-backs, in the year ended March 31, 2019, share capital decreased by 37.8m ordinary shares (46.7M ordinary shares in the year ended March 31, 2018) with a nominal value of €0.2m (€0.3m in the year ended March 31, 2018) and the capital redemption reserve increased by a corresponding €0.2m (€0.3m in the year ended March 31, 2018). The capital redemption reserve is required to be created under Irish law to preserve permanent capital in the Parent Company.

Directors' Compliance Statement

The Company complies with its relevant obligations (as defined in the Companies Act 2014). The Directors have drawn up a compliance policy statement (as defined in section 225(3)(a) of the Companies Act 2014) and appropriate arrangements and structures are in place that are, in the Directors' opinion, designed to secure material compliance with the Company's relevant obligations. The Directors confirm that these arrangements and structures were reviewed during the financial year. As required by Section 225(2) of the Companies Act 2014, the Directors acknowledge that they are responsible for the Company's compliance with the relevant obligations. In discharging their responsibilities under Section 225, the Directors relied on the advice both of persons employed by the Company and of persons retained by the Company under contract, who they believe have the requisite knowledge and experience to advise the Company on compliance with its relevant obligations.

Relevant audit information

The Directors believe that they have taken all steps necessary to make themselves aware of any relevant audit information and have established that the Company's statutory auditors are aware of that information. In so far as they are aware, there is no relevant audit information of which the Group's statutory auditors are unaware.

Accountability and audit

The Directors have set out their responsibility for the preparation of the financial statements on page 41 to 42. They have also considered the going concern position of the Company and their conclusion is set out on page 28.

The Board established an Audit Committee whose principal tasks are to consider financial reporting and internal control issues. The Audit Committee, which consists exclusively of independent Non-Executive Directors, meets at least quarterly to review the financial statements of the Company, to consider internal control procedures and to liaise with internal and external auditors. In the year ended March 31, 2019 the Audit Committee met on five occasions. At least quarterly, the Audit Committee receives an extensive report from the Head of Internal Audit detailing the reviews performed in the year to date, and a risk assessment of the Company. This report is used by the Audit Committee and the Board of Directors, as a basis for determining the effectiveness of internal control. The Audit Committee regularly considers the performance of internal audit and how best financial reporting and internal control principles should be applied.

In addition, the Audit Committee has responsibility for appointing, setting compensation and overseeing the work of the independent auditor. The Audit Committee pre-approves all audit and permissible non-audit services provided by the independent auditor.

Social, environmental and ethical report

See pages 117 to 118 for details of employee and labor relations.
See pages 93 to 95 for details on environmental policies.
See page 143 for details of Ryanair's Code of Ethics.

Air safety

Commitment to air safety is a priority of the Company. See page 83 for details.

Critical accounting policy

Details of the Company's critical accounting policy is set out on page 99.

Subsidiary companies

Details of the principal subsidiary undertakings are disclosed in Note 27 on page 194.

Political contributions

During the financial years ended March 31, 2019, 2018 and 2017 the Company made no political contributions which require disclosure under the Electoral Act, 1997.

Corporate Governance Statement

The Corporate Governance Statement on pages 15 to 29 forms part of the Directors' Report.

Post balance sheet events

Details of significant post balance sheet events are set out in Note 26 on page 194.

Auditor

In accordance with Section 383(2) of the Companies Act 2014, the auditor, KPMG, Chartered Accountants, will continue in office.

Annual General Meeting

The Annual General Meeting will be held at 9 a.m. on September 19, 2019 in the CityNorth Hotel and Conference Centre, Gormanstown, Co. Meath, K32 W562, Ireland.

On behalf of the Board

David Bonderman	**Michael O'Leary**
Chairman	Group Chief Executive
July 26, 2019	

Corporate Governance Report

Ryanair has its primary listing on Euronext Dublin, a standard listing on the London Stock Exchange and its American Depositary Shares are listed on the NASDAQ. The Directors are committed to maintaining the highest standards of corporate governance and this statement describes how Ryanair has applied the main and supporting principles of the 2016 U.K. Corporate Governance Code (the “2016 Code”), the version of the Code in force during the year ended March 31, 2019. This Report also covers the disclosure requirements set out in the Irish Corporate Governance Annex to the Listing Rules of Euronext Dublin, which supplements the 2016 Code with additional corporate governance provisions and is also applicable to Ryanair.

A copy of the 2016 Code can be obtained from the Financial Reporting Council’s website, www.frc.org.uk. The Irish Corporate Governance Annex is available on Euronext Dublin’s website, www.euronext.com. In July 2018, the Financial Reporting Council released the 2018 U.K. Corporate Governance Code (The “2018 Code”). The 2018 Code applies to accounting periods beginning on or after January 1, 2019, and therefore will be applicable to Ryanair for the year ended March 31, 2020.

The Board of Directors (“the Board”)

Roles

The Board of Ryanair is responsible for the leadership, strategic direction and oversight of management of the Group. The Board’s primary focus is on strategy formulation, policy and control. It has a formal schedule of matters specifically reserved to it for its attention, including matters such as approval of the annual budget, large capital expenditure, and key strategic decisions.

Other matters reserved to the Board include treasury policy, internal control, audit and risk management, remuneration of the Non-Executive Directors and Executive management and corporate governance. The Board has delegated responsibility for the management of the Group to the Group CEO and the Senior Management team. There is a clear division of responsibilities between the Chairman and the Group CEO, which is set out in writing and has been approved by the Board.

Chairman

David Bonderman has served as the Chairman of the Board since 1996. The Chairman’s primary responsibility is to lead the Board, to ensure that it has a common purpose, is effective as a group and at individual Director level and that it upholds and promotes high standards of integrity and corporate governance. He ensures that Board agendas cover the key strategic issues confronting the Group; that the Board reviews and approves management’s plans for the Group; and that Directors receive accurate, timely, clear and relevant information.

The Chairman is the link between the Board and the Company. He is specifically responsible for establishing and maintaining an effective working relationship with the Group CEO, for ensuring effective and appropriate communications with shareholders and for ensuring that members of the Board develop and maintain an understanding of the views of shareholders.

While David Bonderman holds a number of other Directorships (see page 111), the Board considers that these do not interfere with the discharge of his duties to Ryanair. Mr. Bonderman has notified the Company that he plans to retire from the Board in summer 2020 and he will not seek reelection at the September 2020 AGM.

Deputy Chairman

The Board appointed Stan McCarthy as Deputy Chairman from April 1, 2019. Mr. McCarthy has served as a Director since May 2017.

Senior Independent Director

The Board has appointed Kyran McLaughlin as the Senior Independent Director. Mr McLaughlin is available to shareholders who have concerns that cannot be addressed through the Chairman, Group CEO or CFO and leads the annual Board review of the performance of the Chairman. Mr. McLaughlin has advised the Company that he plans to retire from the Board in summer 2020 and he will not seek reelection at the September 2020 AGM. He will be replaced as Senior Independent Director by Ms. Louise Phelan in summer 2020.

Company Secretary

The appointment and removal of the Company Secretary is a matter for the Board. All Directors have access to the advice and services of the Company Secretary, who is responsible to the Board for ensuring that Board procedures are complied with.

Membership

The Board consists of one Executive and eleven Non-Executive Directors. It is the practice of Ryanair that a majority of the Board will be Non-Executives, each considered by the Board to be independent, and the Chairman is Non-Executive. The Board considers the current size, composition and diversity of the Board to be appropriate, and 33% of the current board are female. The composition of the Board and the principal Board Committees are set out in the table below as of June 30, 2019. Biographies of the Directors are set out on pages 111 and 112. The Board, with the assistance of the Nomination Committee, keeps Board composition under review to ensure that it includes the necessary mix of relevant skills and experience required to perform its role.

Each Director has extensive business experience, which they bring to bear in governing the Company. The Board considers that, between them, the Directors bring the range of skills, knowledge, diversity, and experience, including international experience, necessary to lead the Company. The Chairman has an extensive background in this industry and significant public company experience. Historically, the Company has always separated the roles of Chairman and CEO for the running of the business and implementation of the Board's strategy and policy.

Name	Role	Independent	Years	Committees				
				Audit	Executive	Nomination	Remuneration	Safety
Mr. D. Bonderman	Chairman	Yes	23	-	Member	Member	-	-
Mr. S. McCarthy	Dep-Chairman	Yes	2	-	Member	-	Member	-
Mr. K. McLaughlin	Senior Indep.	Yes	18	-	Chair	-	-	-
Ms. R. Brennan (i)	Non-Exec.	Yes	1	Member	-	-	-	-
Mr. M. Cawley	Non-Exec.	Yes	5	-	-	Chair	-	-
Ms. E. Daly	Non-Exec.	Yes	1	Member	-	-	-	-
Mr. H. Millar	Non-Exec.	Yes	4	-	-	-	Chair	-
Mr. D. Milliken	Non-Exec.	Yes	6	Chair	-	-	-	-
Mr. M. O'Brien	Non-Exec.	Yes	3	-	-	-	-	Co. Chair
Mr. M. O'Leary	Exec/Group CEO	No	23	-	Member	-	-	-
Ms. J. O'Neill	Non-Exec.	Yes	6	-	-	-	Member	-
Ms. L. Phelan	Non-Exec.	Yes	6	-	-	Member	-	-

(i) Roisin Brennan was appointed to the Board in May 2018.

Appointment

Directors are appointed following selection by the Nomination Committee and approval by the Board and must be elected by the shareholders at the following Annual General Meeting. The focus of the Board, through the Nomination Committee, is to maintain a Board with the relevant expertise, quality and experience required by Ryanair to advance the Company and shareholder value. Roisin Brennan was appointed to the Board in May 2018. Ryanair recognises the benefits of diversity, including gender diversity. Ryanair's Articles of Association require that all of the Directors retire and offer themselves for re-election within a three-year period. All Directors will be offering themselves for re-election at the AGM on September 19, 2019.

Dick Milliken is Chairman of the Audit Committee, Howard Millar is Chairman of the Remuneration Committee ("Remco") and Michael Cawley is Chairman of the Nomination Committee ("Nomco").

Senior Management regularly briefs the Board, including new members, in relation to operating, financial and strategic issues concerning the Company. The Board also has direct access to senior management as required in relation to any issues they have concerning the operation of the Company. The terms and conditions of appointment of Non-Executive Directors are set out in their letters of appointment, which are available for inspection at the Company's registered office during normal office hours and at the Annual General Meeting of the Company.

Independence

The Board has carried out its annual evaluation of the independence of each of its Non-Executive Directors, taking account of the relevant provisions of the 2016 Code, namely, whether each Director is independent in character and judgement and free from relationships or circumstances which are likely to affect, or could appear to affect, the Director's judgement. The Board regards all of the Non-Executive Directors as independent and has concluded that no one individual or group exerts an undue influence on others.

Within its independence review, the Board has considered the following items with respect to certain individual Non-Executive Directors.

Director	Role	Circumstances of relevance under the 2016 Code in determining independence	Basis upon which the Board has determined independence	Status within the spirit and meaning of the 2016 Code
D. Bonderman	Chairman & Non-Exec.	Length of service (23 years)	David Bonderman is independent in character and judgement and the Board views his depth of experience and service as enhancing his independence in representing shareholder interests.	Independent Will not seek reelection at the 2020 AGM
		Material Holding – As at March 31, 2019 D. Bonderman had a beneficial shareholding in the Company of 7,535,454 ord. shares, equivalent to 0.6% of the issued shares.	In light of the number of issued shares in Ryanair Holdings plc and the personal financial interests of the Director, the Board concludes that this interest is not material and Mr. Bonderman's independence is not compromised.	
K. McLaughlin	Senior Independent Director	Length of service (18 years)	Kyran McLaughlin is independent in character and judgement and the Board views his depth of experience and service as enhancing his independence in representing shareholder interests.	Independent Will not seek reelection at the 2020 AGM
		Business relationship – Deputy Chairman and Head of Capital Markets at Davy Stockbrokers (Joint Corporate Broker to Ryanair)	The fees paid to Davy Stockbrokers in respect of corporate advisory services provided to Ryanair are immaterial to both Ryanair and Davy Stockbrokers given the size of each organisation's business operations and financial results.	
M. Cawley	Non-Exec.	Previous employment - served as Deputy CEO of Ryanair from 2003 to March 2014.	The Board has considered Michael Cawley's outside business interests, as well as the gap (6 months) between finishing his Executive role with Ryanair and his election to the Board in 2014 and concluded that his previous employment with Ryanair in no way compromises his independence of judgement and character.	Independent

Director	Role	Circumstances of relevance under the 2016 Code in determining independence	Basis upon which the Board has determined independence	Status within the spirit and meaning of the 2016 Code
H. Millar	Non-Exec.	Previous employment - served as Deputy Chief Executive of Ryanair from January 2003 to December 2014.	The Board has considered Howard Millar's outside business interests and the gap (9 months) between finishing his Executive role with Ryanair in 2014 and his election to the Board in 2015 and concluded that his previous employment with Ryanair in no way compromises his independence of judgement and character.	Independent
M. O'Brien	Non-Exec.	Previous employment – served as the Chief Pilot and Flight Ops Manager of Ryanair from 1987 to 1991.	The Board has considered Mike O'Brien's outside business interests, as well as the gap (25 years) between finishing his Executive role with Ryanair and his election to the Board in 2016 and concluded that his previous employment with Ryanair in no way compromises his independence of judgement and character.	Independent
L. Phelan	Non-Exec.	Business relationship – former Vice President for PayPal for Continental Europe, Middle East and Africa (service provider to Ryanair).	The fees chargeable for services provided by PayPal to Ryanair are immaterial to both Ryanair and PayPal given the size of each organisation's business operations and financial results.	Independent

Other relevant factors

Non-Executive Directors hold share options over a small quantity of shares as set out on page 188. Whilst the 2016 Code notes that the remuneration of Non-Executive Directors should not ordinarily include share options, the Company has a NASDAQ listing and has a substantial U.S. shareholder base. The granting of share options to Non-Executive Directors to align interests of shareholders and Directors is an established market practice in the U.S. which is generally encouraged by U.S. investors. The Company in accordance with the 2016 Code sought and received shareholder approval to make these share option grants to its Non-Executive Directors and the Board believes the modest number of options granted to Non-Executive Directors does not impair their independence of judgement and character.

In relation to the remaining Non-Executive Directors, with the exception of a modest grant of share options, there were no relationships or circumstances of relevance under the 2016 Code impacting their independence.

Furthermore, in line with best governance practices, Ryanair has adopted a policy whereby all Directors retire on an annual basis and being eligible for re-election, offer themselves for election. This therefore affords Ryanair's shareholders an annual opportunity to vote on the suitability of each Director.

The Nomination Committee has confirmed to the Board that it considers all Directors offering themselves for re-election at the 2019 AGM to be independent and that they continue to effectively contribute to the work of the Board. The Nomination Committee recommends that the Company accept the re-election of the Directors.

Board Procedures

All Directors have access to the advice and services of the Company Secretary and the Board has established a procedure whereby Directors wishing to obtain advice in the furtherance of their duties may take independent professional advice at the Company's expense.

Directors meet with key Executives with a particular focus on ensuring Non-Executive Directors are fully informed on issues of relevance to Ryanair and its operations. Extensive papers on key business issues are provided to all Directors in connection with the Board meetings. All Directors are encouraged to update and refresh their skills and knowledge, for example, through attending courses on technical areas or external briefings for Non-Executive Directors.

The Company has Directors' and Officers' liability insurance in place in respect of any legal actions taken against the Directors in the course of the exercise of their duties. New Non-Executive Directors are encouraged to meet the Executive Director and senior management for briefing on the Company's developments and plans.

Meetings

The Board meets at least on a quarterly basis and in the year to March 31, 2019 the Board convened meetings on 13 occasions. Individual attendance at these meetings is set out in the table on page 24. Detailed Board papers are circulated in advance so that Board members have adequate time and information to be able to participate fully at the meeting.

The holding of detailed Board meetings and the fact that many matters require Board approval, demonstrates that the running of the Company is firmly in the hands of the Board. The Non-Executive Directors meet periodically without Executives being present. Led by the Senior Independent Director, the Non-Executive Directors meet without the Chairman present at least annually to appraise the Chairman's performance and on such other occasions as are deemed appropriate.

Remuneration

Details of remuneration paid to the Directors are set out in Note 19. Also, please see the Report of the Remuneration Committee on Directors' Remuneration on page 37.

Non-Executive Directors

Non-Executive Directors are remunerated primarily by way of modest Directors' fees and, from time to time, a modest number of share options. Full details are disclosed in Note 19(b) and 19(d) on pages 188 to 189.

Executive Director Remuneration

The Group CEO is the only Executive Director on the Board. In addition to his base salary he is eligible for a performance bonus of up to 100% of base salary dependent upon the achievement of certain financial and personal targets. It is considered that the significant shareholding of the Group CEO as well as share options granted as part of his contract extension, acts to align his interests with those of shareholders and gives him a keen incentive to perform to the highest levels. Full details of the Executive Director's remuneration are set out in Note 19(a) on page 187.

Share Ownership and Dealing

Details of the Directors' interests in Ryanair shares are set out in Note 19(d) on page 188.

The Board has adopted a code of dealing, to ensure compliance with the Listing Rules of Euronext Dublin and the U.K. Financial Conduct Authority, applicable to transactions in Ryanair shares, debt instruments, derivatives or other financial instruments by persons discharging managerial responsibilities ("PDMRs") (e.g. Directors), persons closely associated with persons discharging managerial responsibilities ("PCAs") and relevant Company employees (together, "Covered Persons"). The code of dealing also includes provisions which are intended to ensure compliance with U.S. securities laws and regulations of the NASDAQ National market. Under the code, Covered Persons are required to notify the Company and in the case of PDMRs and PCAs only, the Central Bank, of any transaction conducted on their own account in Ryanair shares, debt instruments, derivatives or other financial instruments. Directors are also required to obtain clearance from the Chairman or Group CEO (or other person designated for such purpose) before undertaking such transactions, whilst Covered Persons who are not Directors must obtain clearance from designated senior management. Covered Persons are prohibited from undertaking such transactions during Closed Periods as defined by the code and at any time during which the individual is in possession of inside information (as defined in the E.U. Market Abuse Regulation (596/2014)).

Board Succession and Structure

The Board plans for its own succession with guidance from the Nomination Committee. The Nomination Committee regularly reviews the structure, size and composition (including the skills, knowledge and experience) required of the Board compared to its current position with regard to the strategic needs of Ryanair and recommends changes to the Board. There is a formal, thorough and transparent procedure for the appointment of new Directors to the Board. The Nomination Committee identifies and selects candidates on merit against objective criteria, to ensure that the Board has the skills, knowledge and expertise required.

The Board currently comprises twelve Directors. The Group CEO is the only Executive Director. The eleven Non-Executive Directors include Chairman David Bonderman and Deputy Chairman Stan McCarthy. Biographies of all current Directors are set out on pages 111 to 112. Ryanair considers that the Board has the correct balance and depth of skills, knowledge, expertise and experience to optimally lead the Company and that all Directors give adequate time to the performance of their duties and responsibilities.

Ryanair considers that all Directors discharge their Directorial duties with the objectivity and impartiality they have demonstrated since commencing their respective roles and has determined that each of the Non-Executive Directors is independent. In reaching that conclusion, Ryanair considered the character, judgement, objectivity and integrity of each Director and had due regard for the 2016 Code. Ryanair continually endeavours to maintain the quality and independence of its Board.

Diversity Report

The Board is supportive of the Lord Davies' Report and Hampton-Alexander Review target for women to represent 33% of boards by 2020, and is pleased that as at March 31, 2019, 33% of Directors were female. Following the Board changes effective from the 2020 AGM, this percentage will increase further. Diversity is a key criteria for the Board as part of its renewal and succession plans, and the Board appoints members based on merit without discriminating on age, gender, race, colour, religious or social beliefs, sexual orientation, disability or any other factors.

Board Committees

The Board of Directors has established a number of committees, including the following:

Executive Committee

The Board of Directors established the Executive Committee in August 1996. The Executive Committee can exercise the powers exercisable by the full Board of Directors in circumstances in which action by the Board of Directors is required but it is impracticable to convene a meeting of the full Board of Directors. Kyran McLaughlin (Chairman), David Bonderman, Stan McCarthy, and Michael O'Leary are the members of the Executive Committee.

Audit Committee

The Board of Directors established the Audit Committee in September 1996.

Names and qualifications of members of the Audit Committee

The Audit Committee currently comprises 3 Non-Executive Directors who are independent for the purposes of the listing rules of the NASDAQ and the U.S. federal securities laws: Dick Milliken (Chairman), Emer Daly and Roisin Brennan. The Board has determined that Dick Milliken is the Committee's financial expert. It can be seen from the Directors' biographies appearing on page 111 and 112, that the members of the committee bring to it a wide range of experience and expertise, much of which is particularly appropriate for membership of the Audit Committee.

Number of Audit Committee meetings

The Committee met five times during the year ended March 31, 2019. Individual attendance at these meetings is set out in the table on page 24. The CFO, the Head of Internal Audit and other senior Finance managers (as required) normally attend meetings of the Committee. The external auditors attend as required and have direct access to the Committee Chairman at all times. The Committee also meets separately at least once a year with the external auditors and with the Head of Internal Audit without Executive management being present. The Head of Internal Audit has direct access to the Audit Committee Chairman at all times.

Summary of the role of the Audit Committee

The role and responsibilities of the Committee are set out in its written terms of reference, which are available on the Company's website at https://investor.ryanair.com/governance, and include:

- monitoring the integrity of the financial statements of the Group and any formal announcements relating to the Group's financial performance, profit guidance and reviewing significant financial reporting judgements contained therein;
- considering significant issues in relation to the financial statements, having regard to matters communicated to it by the auditors;
- reviewing the interim and annual financial statements, Annual Report and Form 20-F before submission to the Board including advising the Board whether, taken as a whole, the content of the Annual Report and Form 20-F is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's performance, business model and strategy;
- reviewing the effectiveness of the Group's internal financial controls and risk management systems;
- monitoring and reviewing the effectiveness of the Group's Internal Audit function;
- considering and making recommendations to the Board in relation to the appointment, reappointment and removal of the external auditors and approving their terms of engagement;
- reviewing with the external auditors the plans for and scope of each annual audit, the audit procedures to be utilised and the results of the audit;
- approving the remuneration of the external auditors, in particular ensuring that the pre-approval of non-audit services pertains only to those services deemed permissible under Statutory Instrument No. 312 of 2016 and U.S. SEC rules;
- assessing annually the independence and objectivity of the external auditors and the effectiveness of the audit process, taking into consideration relevant professional and regulatory requirements and the relationship with the external auditors as a whole, including the provision of any non-audit services;
- reviewing the Group's arrangements for its employees to raise concerns, in confidence, about possible wrongdoing in financial reporting or other matters and ensuring that these arrangements allow proportionate and independent investigation of such matters and appropriate follow up action; and
- reviewing the terms of reference of the Committee annually.

These responsibilities of the Committee are discharged in the following ways:

- The Committee reviews the interim and Annual Reports as well as any formal announcements relating to the financial statements and guidance before submission to the Board. The review focuses particularly on any changes in accounting policy and practices, major judgemental areas and compliance with stock exchange, legal and regulatory requirements. The Committee receives reports from the external auditors identifying any accounting or judgemental issues requiring its attention;
- The Committee also meets with management and external auditors to review the Annual Report and Form 20-F, which is filed annually with the Irish Companies Office and with the United States Securities and Exchange Commission respectively;
- The Committee regularly reviews risk management reports completed by management;
- The Committee conducts an annual assessment of the operation of the Group's system of internal control based on a detailed review carried out by the internal audit function. The results of this assessment are reviewed by the Committee and are reported to the Board;
- The Committee makes recommendations to the Board in relation to the appointment of the external auditor. Each year, the Committee meets with the external auditor and reviews their procedures and the safeguards which have been put in place to ensure their objectivity and independence in accordance with regulatory and professional requirements;
- The Committee reviews and approves the external audit plan and the findings from the external audit of the financial statements;

- The Committee receives reports from the Head of Internal Audit detailing the reviews performed during the year and a risk assessment of the Company;
- The Committee has a process in place to ensure the independence of the external auditor is not compromised, which includes monitoring the nature and extent of services provided by the external auditor through its annual review of fees paid to the external auditor for audit and non-audit services. Pre-approval from the Committee is required for all non-audit services to be provided by the external auditor. The Committee's review process was reviewed and updated during fiscal year 2017 to ensure full compliance with EU Audit Reform legislation which is applicable to the Company's financial year commencing April 1, 2017. Only those services deemed permissible under Statutory Instrument No. 312 of 2016 and U.S. SEC rules, may be provided by the external auditor. Accordingly, the external auditor is permitted to provide non-audit services that are not, or not perceived to be, in conflict with auditor independence, provided it has the skill, experience, competency and integrity to perform the work, and is considered by the Committee to be the most appropriate party to provide such services in the best interests of the Company. Furthermore, effective for the Company's financial year commencing April 1, 2020, permitted non-audit services will be capped at 70% of the average statutory audit fees over the preceding three years. Details of the amounts paid to the external auditors during the year for audit and other services are set out in Note 19 on page 187; and
- The Committee receives presentations in areas such as treasury operations, information systems and security, including cyber security, and specifically in relation to the Group.

In addition, the Committee was requested by the Board to consider whether the Annual Report, taken as a whole, is fair, balanced and understandable, and provides the information necessary for shareholders to assess the Company's performance, business model and strategy. In doing so, the Committee considered whether the financial statements are consistent with the Chairman's Report, the Group Chief Executive's Report and operating and financial information elsewhere in the Annual Report.

In considering the fairness, balance and understandability of the Annual Report, the Committee had regard to the significant issues considered by the Committee in relation to the financial statements, set out below. Each of these significant issues was addressed in the report received from the external auditor and was discussed with management and the external auditor.

The Committee reported to the Board its conclusion that the Annual Report, taken as a whole is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's performance, business model and strategy.

Significant issues considered by the Committee in relation to the financial statements and how these issues were addressed, having regard to matters communicated to it by the auditors

- On page 99, the critical accounting policy referred to is that for long lived assets. There is a detailed description of the matters of estimate and the judgemental issues arising from the application of the Company's policy for accounting for such assets and how the Company dealt with these. The Audit Committee had detailed discussions with management around its conclusions in relation to the expected useful lives of the assets, the expected residual value of the assets, the estimated cost of major airframe and engine overhaul, and whether there are impairment indicators in respect of the assets. In particular, the Audit Committee considered manufacturers' recommendations, expert valuation analysis and other available marketplace information in respect of the expected useful and residual lives of the assets, and whether there were any impairment indicators associated with Ryanair's aircraft fleet. The Committee agreed with management's approach and conclusions in relation to the accounting for long lived assets.
- In considering management's assessment of the Group's ability to continue as a going concern, the Committee had regard to available sources of finance including access to the capital markets, the cash on hand of approximately €3.2bn at March 31, 2019 and the sensitivity to changes in these items. The Committee considered the Group's cash generation projections through to the end of the current aircraft purchase program in the financial year ending March 31, 2024. On the basis of the review performed, and the discussions held with management, the Committee was satisfied that it was appropriate that the financial statements should continue to be prepared on a going concern basis, and that there were no material uncertainties that may cast significant doubt on the Group's ability to continue as a going concern which need to be disclosed in the Annual Report. Please also refer to the Company's Viability Statement on page 28.

The Committee considered the requirements under section 225 of the Irish Companies Act 2014 in relation to the Directors' Compliance Statement which applied to the Company for the year ended March 31, 2019 and has ensured that the Directors are aware of their responsibilities and fully comply with this provision.

In addition, the Committee updated the prior year evaluation of the external audit process. The Committee considered a range of factors including the quality of service provided, the specialist expertise of the external auditor, the level of audit fees and independence. The Committee have evaluated the work completed by the external auditor in the year to March 31, 2019, taking into account the fees paid to KPMG, and are satisfied with their effectiveness, objectivity and their independence.

The Committee typically meets the external auditors four times per year. At these meetings:

- the external audit plan is considered and approved;
- the quarterly, interim and annual results are considered and are recommended to the Board for approval, following consideration of the significant issues relating to these matters, having regard to matters communicated to the Audit Committee by the external auditors;
- the Annual Report and Form 20-F, which is filed annually with the United States Securities and Exchange Commission, Euronext Dublin and the London Stock Exchange, is considered and recommended to the Board for approval;
- the procedures and safeguards which the external auditors have put in place to ensure their objectivity and independence in accordance with regulatory and professional requirements are reviewed;
- the letters of engagement and representation are reviewed; and
- the fees paid to the external auditor for audit and non-audit work are reviewed, to ensure that the fee levels are appropriate and that audit independence is not compromised through the level of non-audit fees and the nature of non-audit work carried out by the external auditor. The Committee's policy is to expressly pre-approve every engagement of Ryanair's independent auditor for all audit and non-audit services provided to the Company. Only those services deemed permissible under Statutory Instrument No. 312 of 2016 and U.S. SEC rules may be provided by the external auditor.

KPMG have been auditor to Ryanair since the incorporation of Ryanair DAC in 1985. The last external audit tender was conducted in 2010. Detailed consideration was given to the external audit arrangements in 2013. Under the requirements imposed by EU Audit Reform legislation for the rotation of the external auditor, KPMG will be required to cease acting as statutory auditor effective for the Company's financial year ending March 31, 2024.

Remuneration Committee

The Board of Directors established the Remuneration Committee in September 1996. This committee has authority to determine the remuneration of Senior Executives of the Company and to administer the stock option plans described below. Senior Management remuneration is comprised of a fixed basic pay and performance related bonuses which are awarded based on a combination of the achievement of individual objectives and the Company's financial performance measured against the annual budget. The Board of Directors as a whole determines the remuneration and bonuses of the Group CEO, who is the only Executive Director. Howard Millar (Chairman), Stan McCarthy and Julie O'Neill are the members of the Remuneration Committee.

The role and responsibilities of the Remuneration Committee are set out in its written terms of reference, which are available on the Company's website, https://investor.ryanair.com/governance. The terms of reference of the Remuneration Committee are reviewed annually.

Nomination Committee

Michael Cawley (Chairman), David Bonderman and Louise Phelan are the members of the Nomination Committee. The Nomination Committee assists the Board in ensuring that the composition of the Board and its Committees is appropriate to the needs of the Company by:

- assessing the skills, knowledge, experience and diversity required on the Board and the extent to which each are represented;

- establishing processes for the identification of suitable candidates for appointment to the Board; and
- overseeing succession planning for the Board and senior management.

The role and responsibilities of the Nomination Committee are set out in its written terms of reference, which are available on the Company's website, https://investor.ryanair.com/governance. The Nomination Committee uses its members' extensive business and professional contacts to identify suitable candidates. The Terms of Reference of the Nomination Committee are reviewed annually. The focus of the Nomination Committee is to maintain a Board which comprises the necessary expertise, quality and experience required by Ryanair to advance the Company and shareholder value. Ryanair recognises the benefits of gender diversity.

Safety and Security Committee

The Board of Directors established the Air Safety and Security Committee in March 1997 to review and discuss air safety and related issues. The Safety and Security Committee reports to the full Board of Directors each quarter. The Safety and Security Committee is composed of a main board Director, Mike O'Brien and the Ryanair DAC Accountable Manager, Neil Sorahan (who both act as co-chairman), as well as the following Executive Officers of Ryanair: Messrs. Bellew, Wilson, the Chief Pilot, Capt. Ray Conway and the Chief Risk Officer, Ms. Carol Sharkey. A number of other managers are invited to attend, as required, from time to time.

Code of Business Conduct

Ryanair's standards of integrity and ethical values have been established and are documented in Ryanair's Code of Business Conduct. This code is applicable to all Ryanair employees. There are established channels for reporting code violations or other concerns in a confidential manner. The Personnel Department investigates any instances and the Head of Internal Audit reports findings directly to the Audit Committee. The Code is available on the Company's website, https://investor.ryanair.com/governance.

Attendance at Board and Committee meetings during the year ended March 31, 2019:

Name	Board	Audit	Executive	Nomination	Remuneration	Safety & Security
Mr. D. Bonderman	11/13	-	3/3	2/2	-	-
Mr. S. McCarthy	12/13	-	3/3	-	5/5	-
Ms. R. Brennan (i)	12/13	4/5	-	-	-	-
Mr. M. Cawley	10/13	-	-	2/2	-	-
Ms. E. Daly	12/13	5/5	-	-	-	-
Mr. K. McLaughlin	12/13	-	3/3	-	-	-
Mr. H. Millar	10/13	-	-	-	5/5	-
Mr. D. Milliken	13/13	5/5	-	-	-	-
Mr. M. O'Brien	13/13	-	-	-	-	4/4
Mr. M. O'Leary	13/13	-	3/3	-	-	-
Ms. J. O'Neill	13/13	-	-	-	5/5	-
Ms. L. Phelan	8/13	-	-	1/2	-	-

(i) Roisin Brennan was appointed to the Board in May 2018.

Performance Evaluation

The Board has established a formal process to annually evaluate the performance of the Board, that of its principal Committees, the Audit, Nomination and Remuneration committees, and that of the Group CEO, the Chairman and individual Non-Executive Directors. Based on the evaluation process completed, the Board considers that the principal Committees have performed effectively throughout the year. As part of the Board evaluation of its own performance, questionnaires are circulated to all Directors. The questionnaire is designed to obtain Directors' comments regarding the performance of the Board, the effectiveness of Board communications, the ability of Directors to contribute to the development of strategy and the effectiveness with which the Board monitors risk and oversees Ryanair's progress. Directors are also invited to make recommendations for improvement. The Board of Directors considered that the self-assessment process followed by Ryanair provides sufficient insights into the effectiveness of the Board, creates a roadmap of areas for improvement, and enhances the performance and effectiveness of the Board.

The Chairman, on behalf of the Board, reviews the evaluations of performance of the Non-Executive Directors on an annual basis. The Non-Executive Directors, led by the Senior Independent Director, meet annually without the Chairman present to evaluate his performance, having taken into account the views of the Executive Director. The Non-Executive Directors also evaluate the performance of the Executive Director. These evaluations are designed to determine whether each Director continues to contribute effectively and to demonstrate commitment to the role.

The Board considers the results of the evaluation process and any issues identified. The above evaluations were conducted in May 2018 and were presented to the Board at the September 2018 Board meeting in respect of the year under review. The May 2019 evaluations will be presented to the Board at the September 2019 Board meeting.

Shareholders

Ryanair recognises the importance of communications with shareholders. Ryanair communicates with all of its shareholders following the release of quarterly and annual results directly via road shows, investor days, and/or by conference calls. The Group CEO, CFO, Head of Investor Relations, and other senior managers participate in these events.

During the year ended March 31, 2019 the Company held discussions with a substantial number of institutional investors, analysts, The Investor Forum, ESG advisors incl. (MSCI, Sustainalytics and ISS-Ethics) and proxy advisor firms (incl. ISS, Glass Lewis and PIRC).

The Board is kept informed of the views of shareholders through the Executive Director and Senior Management's attendance at investor presentations and results presentations. Furthermore, relevant feedback from such meetings and investor relations analyst reports are provided to the entire Board on a regular basis. In addition, the Board determines, on a case by case basis, specific issues where it would be appropriate for the Chairman, Deputy Chairman, Senior Independent Director and/or Chairs of other Board Committees to communicate directly with shareholders or to indicate that they are available to communicate if shareholders so wish. If any of the Non-Executive Directors wishes to attend meetings with major shareholders, arrangements are made accordingly.

General Meetings

All shareholders are given adequate notice of the Annual General Meeting ("AGM") at which a Director reviews the results and comments on current business activity. Financial, operational and other information on the Company is provided on the Company website, https://investor.ryanair.com.

Ryanair will continue to propose a separate resolution at the AGM on each substantially separate issue, including a separate resolution relating to the Directors' Report and financial statements. In order to comply with the 2016 Code, proxy votes will be announced at the AGM, following each vote on a show of hands, except in the event of a poll being called. The Board Chairman and the Chairmen of the Audit and Remuneration Committees are available to answer questions from all shareholders.

The Group CEO makes a presentation at the Annual General Meeting on the Group's business and its performance during the prior year and answers questions from shareholders. The AGM affords shareholders the opportunity to question the Chairman and the Board.

All holders of Ordinary Shares are entitled to attend, speak and vote at general meetings of the Company, subject to limitations described under note "Limitations on the Right to Own Shares" on page 128. In accordance with Irish company law, the Company specifies record dates for general meetings, by which date shareholders must be registered in the Register of Members of the Company to be entitled to attend. Record dates are specified in the notes to the Notice convening the meeting.

Shareholders may exercise their right to vote by appointing a proxy or proxies, by electronic means or in writing, to vote some or all of their shares. The requirements for the receipt of valid proxy forms are set out in the notes to the Notice convening the Meeting.

A shareholder or group of shareholders, holding at least 5% of the issued share capital, has the right to requisition an extraordinary general meeting. A shareholder, or a group of shareholders, holding at least 3% of the issued share capital of the Company, has the right to put an item on the agenda of an AGM or to table a draft resolution for an item on the agenda of any general meeting (whether an AGM or an EGM) provided that such item is accompanied by reasons justifying its inclusion or the full text of any draft resolution proposed to be adopted at the general meeting. A request by a member to put an item on the agenda or to table a draft resolution shall be received by the Company in hardcopy form or in electronic form at least 42 days before the meeting to which it relates.

Notice of the Annual General Meeting and the Form of Proxy are sent to shareholders at least 21 days before the meeting. The Company's Annual Report is available on the Company's website, https://investor.ryanair.com. The Annual General Meeting will be held at 9 a.m. on September 19, 2019 in the City North Hotel and Conference Centre, Gormanston, Co. Meath, K32W562, Ireland.

All general meetings other than the Annual General Meeting are called Extraordinary General Meetings ("EGM"). An EGM must be called by giving at least 21 clear days' notice. Except in relation to an adjourned meeting, three members, present in person or by proxy, entitled to vote upon the business to be transacted, shall be a quorum. The passing of resolutions at a general meeting, other than special resolution, requires a simple majority. To be passed, a special resolution requires a majority of at least 75% of the votes cast. Votes may be given in person by a show of hands, or by proxy.

At the Meeting, after each resolution has been dealt with, details are given of the level of proxy votes cast on each resolution and the numbers for, against and withheld. This information is made available on the Company's website following the meeting. At the 2018 AGM, discretionary proxies representing approximately 3.4% of shares were voted in favour of all resolutions by the meeting's Chairman. The Company will continue to report such discretionary proxy voting in future Annual Reports.

Risk Management and Internal Control

The Directors have overall responsibility for the Company's system of risk management and internal control and for reviewing its effectiveness. The Directors acknowledge their responsibility for the system of risk management and internal control which is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against material misstatement or loss.

In accordance with the Financial Reporting Council's "Guidance on Risk Management, Internal Control and Related Financial and Business Reporting", most recently revised in September 2014, the Board confirms that there is an ongoing process for identifying, evaluating and managing any significant risks faced by the Group, that it has been in place for the year under review and up to the date of approval of the financial statements and that this process is regularly reviewed by the Board.

In accordance with the provisions of the 2016 Code, the Directors review the effectiveness of the Company's system of internal control including:

- Financial
- Operational
- Compliance
- Risk Management

The Board is ultimately responsible for the Company's system of risk management and internal controls and for monitoring its effectiveness. The key procedures that have been established to provide effective risk management and internal control include:

- a strong and independent Board which meets at least four times per year and has separate Group CEO and Chairman roles;
- a clearly defined organisational structure along functional lines and a clear division of responsibility and authority in the Company, including the appointment of a Chief Risk Officer in May 2018;
- a comprehensive system of internal financial reporting which includes preparation of detailed monthly management accounts, providing key performance indicators and financial results for each major function within the Company;
- preparation and issue of financial reports to shareholders and the markets, including the Annual Report and consolidated financial statements, is overseen by the Audit Committee. The Company's financial reporting process is controlled using documented accounting policies and reporting formats, supplemented by detailed instructions and guidance on reporting requirements. The Company's processes support the integrity and quality of data, including appropriate segregation of duties. The financial information of the parent entity and all subsidiary entities, which form the basis for the preparation of the consolidated financial statements are subject to scrutiny by Group level senior management. The Company's financial reports, financial guidance, and Annual Report and consolidated financial statements are also reviewed by the Audit Committee of the Board in advance of being presented to the full Board for their review and approval;
- quarterly reporting of the financial performance with a management discussion and analysis of results;
- weekly Management Committee meetings, comprising of heads of departments, to review the performance and activities of each department in the Company;
- detailed budgetary process which includes identifying risks and opportunities and which is ultimately approved at Board level;
- Board approved capital expenditure and Audit Committee approved treasury policies which clearly define authorisation limits and procedures;
- an internal audit function which reviews key financial and business processes and controls, and which has full and unrestricted access to the Audit Committee;
- an Audit Committee which approves audit plans, considers significant control matters raised by management and the internal and external auditors and which is actively monitoring the Company's compliance with section 404 of the Sarbanes Oxley Act of 2002;
- established systems and procedures to identify, control and report on key risks. Exposure to these risks is monitored by the Audit Committee and the Management Committee; and
- a risk management program is in place throughout the Company whereby Executive management review and monitor the controls in place, both financial and non-financial, to manage the risks facing the business.

The Board has satisfied itself on the effectiveness of the internal control systems in operation and it has reviewed and approved the reporting lines to ensure the ongoing effectiveness of the internal controls and reporting structures.

On behalf of the Board, the Audit Committee has reviewed the effectiveness of the Company's system of risk management and internal control for the year ended March 31, 2019 and has reported thereon to the Board. The Audit Committee monitors management's response to significant control failure or weakness in the risk management process, receives regular progress updates, and ensures issues are sufficiently remediated.

The Board has delegated to Executive management the planning and implementation of the systems of internal control within an established framework which applies throughout the Company.

Takeover Bids Directive

Information regarding rights and obligations attached to shares are set forth in Note 15 on pages 182 to 184.

Shares in the Ryanair employee share schemes carry no control rights and shares are only issued (and gain voting rights) when options are exercised by employees.

Ryanair's Articles of Association do not contain any restrictions on voting rights. However, there are provisions in the Articles which allow the Directors to (amongst other things) restrict the voting rights of shares held by non-EU nationals if the Board believes the number of non-EU nationals holding shares in Ryanair would put it in breach of the regulations, licences and permits which allow it to operate.

Ryanair has not received any notifications from shareholders (as shareholders are obliged to do) regarding any agreements between shareholders which might result in restrictions on the transfer of shares.

Details of the rules concerning the removal and appointment of the Directors are set out above as part of the Directors' Report. There are no specific rules regarding the amendment of the Company's Articles of Association.

Details of the Company's share buy-back program are set forth on page 121. The shareholders approved the power of the Company to buy-back shares at the 2006 AGM and at subsequent general meetings.

None of the significant agreements to which the Company is party to, contain change of control provisions. As referred to above in the Directors' Report, the Group CEO's employment agreement does not contain provisions providing for compensation on his termination.

Going Concern

After making enquiries, the Directors have formed a judgement, at the time of approving the financial statements, that there is a reasonable expectation that the Company and the Group as a whole have adequate resources to continue in operational existence for a period of at least twelve months from the date of approval of the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements. The Directors' responsibility for preparing the financial statements is explained on page 41 and the reporting responsibilities of the auditor are set out in their report on page 43.

Viability Statement

The Company's internal strategic planning processes currently extend to March 2024 which covers the delivery timeframe for the Company's existing aircraft orders and its long-term passenger growth target to 200m customers p.a. Future assessments of the Company's prospects are subject to uncertainty that increases with time and cannot be guaranteed or predicted with certainty.

The Directors have taken account of the Company's strong financial and operating condition, its BBB+ (stable) credit rating (with both standard & Poor's and Fitch ratings), the principal risks and uncertainties facing the Company, as outlined in the Principal Risks and Uncertainties section starting on page 59, and the Company's ability to mitigate and manage those risks. Appropriate stress-testing of the Company's internal budgets are undertaken by management on an ongoing basis to consider the potential impact of severe but plausible scenarios in which combinations of principal risks materialise together.

Based on this assessment, the Directors have a reasonable expectation that the Company will be able to continue in operation and meet its liabilities as they fall due over the course of the existing Boeing aircraft orders.

Compliance Statement

Ryanair has complied, throughout the year ended March 31, 2019, with the provisions set out in the U.K. Corporate Governance Code and the requirements set out in the Irish Corporate Governance Annex, except as outlined below. The Group has not complied with the following provisions of the 2016 Code, but continues to review these situations on an ongoing basis:

- Non-Executive Directors participate in the Company's share option plans. The 2016 Code requires that, if exceptionally, share options are granted to Non-Executive Directors that shareholder approval should be sought in advance and any shares acquired by exercise of the options should be held until at least one year after the Non-Executive Director leaves the board. In accordance with the 2016 Code, the Company sought and received shareholder approval to make certain stock option grants to its Non-Executive Directors and as described above, the Board believes the quantum of options granted to Non-Executive Directors is not so significant as to impair their independence.
- Certain Non-Executive Directors, namely Messrs. Bonderman and McLaughlin, having been offered for annual re-election for the duration of their tenure, have each served more than nine years on the Board. As described further above, given the other significant commercial and professional commitments of these Non-Executive Directors, and taking into account that their independence is considered annually by the Board, the Board does not consider their independence to be impaired in this regard.

On behalf of the Board

David Bonderman
Chairman
July 26, 2019

Michael O'Leary
Group Chief Executive

Environmental and Social Report

Ryanair's Environmental and Social Policy facilitates our growth objectives while reducing our environmental impact. Ryanair management is responsible for implementing our priorities, including those that ensure compliance, enable the achievement of our targets, and manage environmental risk. The Board of Ryanair has oversight to ensure management fulfils Company policy, including environmental and social policy. For a detailed description of corporate governance procedures and structures in place within the Group, please refer to the Corporate Governance statement on page 15.

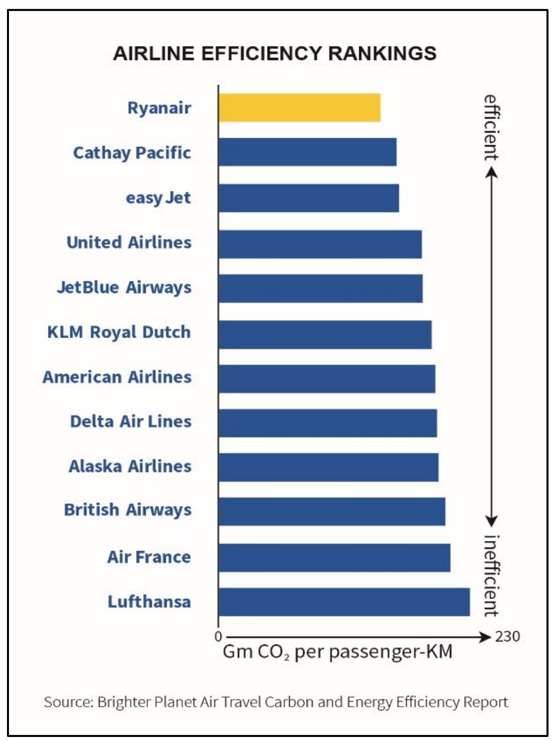
1. Environmental Policy and Carbon Emissions

Ryanair's low fare, customer friendly growth is being delivered in an environmentally sustainable way with industry leading load factors and through investing in new aircraft and engine technology while adopting the most efficient operations to give Ryanair the lowest CO_2 per passenger km of any major EU airline. Since launching its Environmental Policy document in March 2018, Ryanair has been committed to ambitious future environmental targets that build on our impressive achievements to date, including commitments to address climate change.

Europe's Greenest & Cleanest Airline

As well as being Europe's favourite airline, with the best customer service, Ryanair is Europe's cleanest, greenest major airline because we:

- Operate only point-to-point routes with industry-leading (96%) load factors;
- Continuously invest in fuel-efficient new aircraft and improved engine technology;
- Conduct the most efficient operational procedures in the industry;
- Reduce our noise footprint by 86% with the introduction of the Boeing 737-800NG and will reduce it by 93% with the introduction of the Boeing 737-MAX.



Aviation is the most efficient form of mass point-to-point transport, accounting for just 2% of EU man-made CO_2 emissions. Even as a very small part of a big problem, aviation must play its role in addressing climate change; and Ryanair, as Europe's largest and most successful airline group, is committed to leading the way. We support the Paris Agreement to limit global temperature rise to less than 2°C above pre-industrial levels. We support IATA's 2050 target for an aviation sector that emits a net 50% less CO_2 against 2005 levels.

Ryanair is a member of the United Nations Global Compact initiative, which advocates that:

1. Business should support a precautionary approach to environmental challenges;
2. Business should undertake initiatives to promote greater environmental responsibility; and
3. Businesses should encourage the development and diffusion of environmentally friendly technologies.

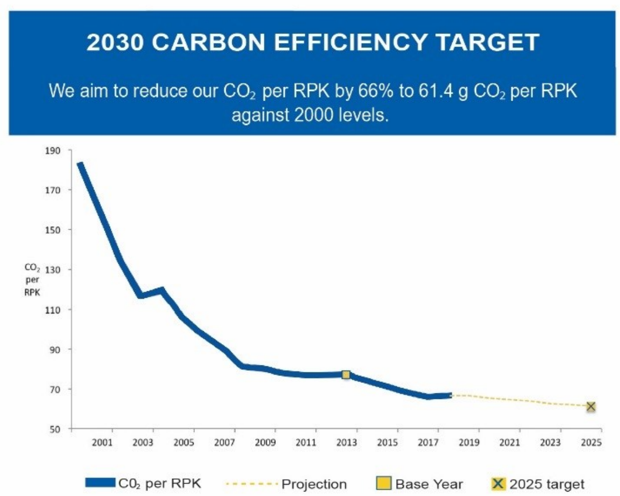
Environmental Priorities

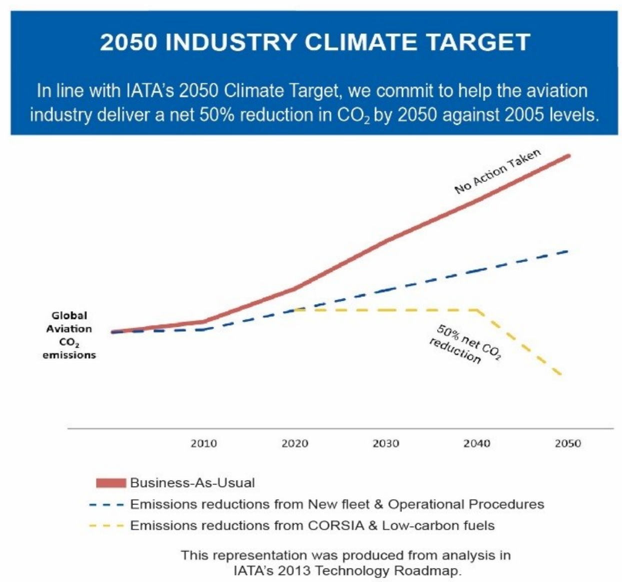
Through a process of continuous improvement, we will:

- Continue to comply fully with the environmental rules, regulations, standards, and codes of practice that apply to our sites, our people and our operations;
- Limit the impact of aircraft noise on local environments; our new Boeing 737-MAX aircraft (expected to arrive in fiscal year 2020) will further reduce noise by up to 40% per seat;
- Minimise fuel and energy consumption to limit our emissions of greenhouse gases and pollutants impacting air quality;
- Commit to achieving an emissions rate of 60 grams of CO_2 per passenger km by 2030, which is 10% lower than our current rate and 31% lower than the average of the four other biggest European airlines;
- Offer our customers an easy-to-use voluntary mechanism to offset the carbon cost of their journeys;
- Work with our environmental partners to invest voluntary customer carbon offsets in nature based projects;
- Work to remove all non-recyclable plastics from our operations over a 5 year timeframe; and
- Continue to report monthly CO_2 emissions (Ryanair was the first EU airline to do so).

Our Climate Targets

To deliver on our environmental commitment, Ryanair has announced a 2030 carbon efficiency target and an absolute climate target for 2050.





The use of alternative fuels:

- Alternative fuels are an opportunity for the aviation sector due to their potential to reduce lifecycle greenhouse gas emissions.
- Governments and fuel suppliers must prioritise the development of alternative fuels that deliver significant lifecycle CO_2 savings.
- Alternative fuels in aviation should be regulated by one set of global rules that treat all airlines equally.

- The methods of quantifying lifecycle CO_2 savings from alternative fuels should apply uniformly to all airlines.
- The CO_2 savings from an airline's use of alternative fuels must be traceable and verifiable.

Ryanair's five-year plan to eliminate non-recyclable plastics

- Ryanair is committed to minimising our environmental impact, and over a five-year timeframe, we will work to eliminate all non-recyclable plastics from our operations.
- We will work with our suppliers to replace our current non-recyclable plastics with environmentally friendly alternatives such a bio-degradable cups, wooden cutlery and paper packaging.
- We will roll out our plastics-free policy across our entire operation – ground operations, engineering, inflight, at our bases and at our Head Office.

Carbon Offset Scheme

In 2018 we introduced a voluntary option within our booking process which allows customers to make a donation to offset their carbon emissions. The funds raised from these voluntary customer donations (over 2% of our customers contributed €1m in fiscal year 2019 alone) are distributed annually to our environmental partners for investment in nature-based projects in Africa, Ireland and Portugal.

Environmental Taxes

In fiscal year 2019, Ryanair paid more than €540m in environmental taxes and this will rise to €630m in fiscal year 2020 (approximately 11% of the average ticket price at €4.12 per passenger).

Environmental Taxes (€m)	FY19	FY20
UK APD	330	383
German APD	88	85
Scandinavia APD	5	5
Austrian APD	5	6
BCN Tax	1	1
EU-ETS Payments	115	150
Total	**544**	**630**
Cost Per Pax (% of ave ticket)	**€3.82 (10%)**	**€4.12 (11%)**

ETS and CORSIA

Market Based Measures: Ryanair has participated in the EU Emissions Trading System (ETS) since 2012 and will continue to comply fully with current and future emissions regulations. As a short-haul airline operating almost entirely within the EU, 84% of Ryanair's emissions are subject to the EU ETS. This is a much higher proportion than legacy carriers, due to the EU's decision to suspend the operation of the ETS on flights to / from non-EU countries. We believe that a single global market-based mechanism is the best way to govern emissions across the entire aviation industry. Accordingly, we support the replacement of ETS with ICAO's CORSIA.

Action Plan

Environmental policy is an integral part of Ryanair's business, not a stand-alone issue. Our Environmental Policy Action Plan is, therefore, central to what we do. As part of our Action Plan we undertake to do the following:

1. Report our progress toward the 2030 climate target at least annually;
2. Procure new fuel efficient, aircraft that deliver improvements in our fleet's fuel efficiency;

3. Deliver fuel efficient operations and report on the savings from these activities;
4. Engage aircraft manufacturers on the need for ambitious low emissions aircraft designs;
5. Monitor the opportunities and risks posed by the emerging low carbon aviation fuels market;
6. Monitor the opportunities and risks posed by the implementation of the ICAO CORSIA system;
7. Include in our corporate risk register a full set of climate related and environmental risks, including weather and physical events (e.g. volcanic activity), and geopolitical disruptions; and
8. Offer our customers an easy-to-use transparent mechanism to offset the carbon cost of their journeys.

Noise, Emissions and Fuel Efficiency

Ryanair is committed to reducing emissions and noise through investments in "next generation" aircraft and engine technologies. We are installing winglets on our aircraft that save fuel by reducing drag and new light weight seats that lower fuel consumption by reducing weight. Ryanair cuts noise and emissions through optimised flight operations, these initiatives include:

- Our "one engine taxi" policy means we turn off one engine when taxiing-in on the runway which reduces emissions and noise.
- Our aircraft fly at a low 'Cost Index' which means slower speeds that result in reduced fuel burn and emissions.
- Continuous Descent Operations (CDO) keep our aircraft higher for longer before descending at a continuous rate to the runway for landing. This results in less time at lower altitudes which means less fuel is burnt, less emissions are produced and noise is reduced by avoiding the use of engine thrust.
- Continuous Climb Operations (CCO) optimise our aircrafts take off profile to climb to the most fuel efficient level with optimal air speed and optimal engine thrust settings resulting in significant fuel economy and reduced noise and emissions.
- Our fleet is equipped and our crew are trained to use Performance Based Navigation (PBN) to ensure we fly the most accurate flight paths for greater fuel efficiency and noise abatement.

Ryanair's current fleet of Boeing 737-800s have a reduced noise footprint of 86% over the Boeing 737-200 on a per passenger basis. The Boeing 737-MAX-200 will further reduce this to 93% over the Boeing 737-200.

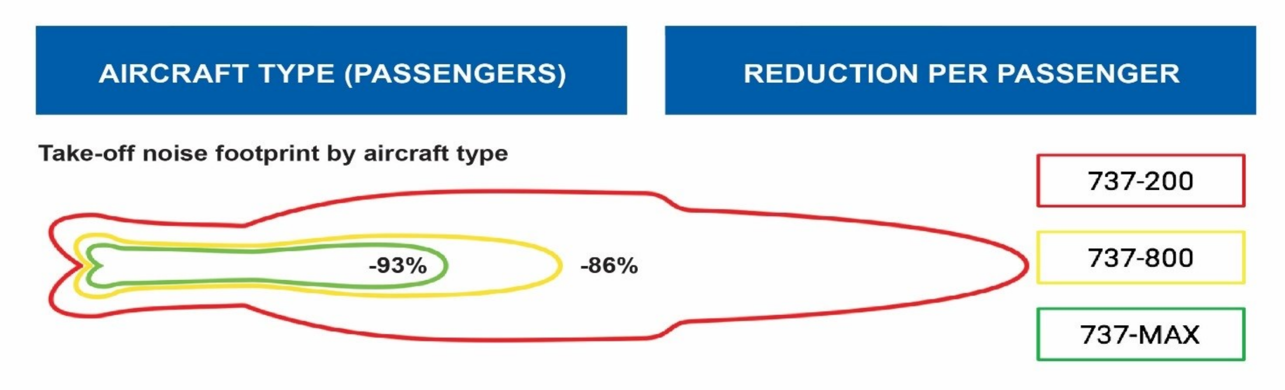
Ryanair was ranked No.1 of 30 airlines for Noise Abatement Compliance at London Stansted Airport routinely delivering over 99% compliance and No.1 for Continual Descent Arrival at 7 U.K. airports

- 100% of Ryanair aircraft meet ICAO Environmental Protection NOx Standard (Chapter 6)
- 100% of Ryanair aircraft meet ICAO Environmental Protection Noise Standard (Chapter 4)

Boeing 737- MAX-200 ("Gamechanger")

The Boeing 737-MAX aircraft, which are due to start delivering in fiscal year 2020, represent the newest generation of Boeing's 737 aircraft. It is a short-to-medium range aircraft and seats 197 passengers (4% more than the 189 seat Boeing 737-800NG fleet). Ryanair has 135 firm orders and 75 options for the Gamechanger.

The new CFM LEAP-1B engines, combined with Scimitar winglets and other aerodynamic improvements, will reduce fuel consumption by approximately 16% per seat compared to the Boeing 737-800NGs and will also cut noise emissions by up to 40% per seat.



Dublin Head Office

In 2014 Ryanair moved into a new 100,000 sq. ft. office building in Airside Business Park, Co. Dublin, Ireland which houses its Irish operations including Ryanair Labs, the state-of-the-art digital and IT innovation hub. A further 120,000 sq. ft. energy efficient facility is currently under construction within the Ryanair Campus at Airside and will be completed in the first half of 2020.

Other initiatives include:

- The use of solar panels to heat water in the building;
- Moving to a paperless office, to reduce the need for printing;
- Electronic flight bags mean that our cockpits are already paperless
- Recycling paper, toner, computer equipment and other waste;
- A canteen with a focus on healthy food and nutrition;
- Discounted gym membership for staff, to promote exercise and a healthy work/life balance; and
- Operating the "Cycle to Work" Scheme, which allows staff to purchase a bicycle in a tax efficient manner. This contributes to lowering carbon emissions, reducing traffic congestion and improving the health and fitness levels of its people.

2. Safety and Quality

Ryanair has an industry leading 34-year safety record. Safety is Ryanair's No.1 priority and we invest heavily in safety-related equipment, training and internal (confidential) reporting systems. Ryanair has:

- over 16,800 skilled aviation professionals;
- an industry leading Safety Management System;
- a Board Air Safety and Security Committee to review and discuss air safety and related issues;
- launched its current Safety Strategy in December 2016 which will ensure that safety and security remain at the heart of everything we do in Ryanair;
- a world leading operational flight data monitoring ("OFDM") system;
- a Local Air Safety Group ("LASG") at each of the 86 bases across Europe. The LASGs operate independently of Ryanair Management. De-identified minutes are sent to the Safety Services Office in Dublin who are responsible for ensuring that matters raised are appropriately addressed by management;
- state of the art simulator training centers in the U.K., Italy and Dublin, including 11 Full Motion simulators;
- installed 7 Fixed Base simulators in its training centers, with another 3 on order;
- installed 1 Boeing MAX simulators, with another 4 on order;
- the industry's first full size Boeing NG maintenance training aircraft based at London Stansted;
- acquired a Boeing 737-700 aircraft for pilot training;
- equipped most of its fleet with the Runway Awareness and Advisory System ("RAAS"), which is an electronic detection system that provides aircraft crews with information relating to the aircraft's position relative to the airport's runway.

- a 24-hour Safety Office and training and reporting systems;
- independent safety audits and safety reporting channels from front line to Board level; and
- implemented industry leading fixed 5/4 rosters which consists of 5 days on, followed by 4 days off for pilots and 5/3 for Cabin Crew, 5 days on followed by 3 days off which provides an excellent work life balance.

3. Social and People Management

Training, career development and promotion opportunities are available and encouraged for all of Ryanair's people. Ryanair remains a committed equal opportunities employer regardless of nationality, race, gender, marital status, disability, age, sexual orientation, religious or political beliefs. The Group selects and promotes its people on the basis of merit and capability, providing the most effective use of resources.

In December 2017 Ryanair announced that it would recognise pilot and cabin crew trade unions for collective bargaining purposes. Since then, Ryanair has concluded agreements with trade unions in its major markets. Ryanair considers its relations with its people to be good.

Job Creation, Economic Growth & Integration

Ryanair has more than 16,800 aviation professionals from over 60 different nationalities who crew and support Ryanair's aircraft fleet. Last year over 1,000 of its people were promoted and we created approximately 2,200 new jobs. Ryanair has also created over 100,000 indirect jobs based on Airport Council International figures.

In May 2018 CEPS (Centre for European Policy Studies) released the findings of a research project exploring the impact of low-cost carriers in Europe in terms of integration and patterns of mobility. The report, titled 'Low-Cost Airlines: Bringing the EU Closer Together', considered several channels to assess the extent of the contribution of low-cost carriers like Ryanair to European integration including labour and student mobility, business travel and leisure tourism. The report found that LCC's played a vital role in bringing Europe closer together by fostering mobility and making air travel affordable to a wider public.

Charities

Ryanair supports numerous charities across Europe. Each year Ryanair's people select nominated charities and the Company has recently selected ISPCC / Childline as its chosen Irish charity partner and Fundación Pequeño Deseo as its official European partner for 2019. The Group also regularly makes donations to various charities from the proceeds of sales of its onboard scratch cards. In 2017 the Company established the Ryanair Foundation to work with selected charitable partners and educational projects across Europe. Between 2008 and 2019, the Ryanair contributed over €8m to designated charities across Europe.

This foundation sponsors the Ryanair Professor of Entrepreneurship (a €1.5m commitment over 5-years) at Trinity College Dublin's Business School. Ryanair also has a 3-year Premier Corporate Partnership with the National Gallery of Ireland in Dublin. The partnership, which runs until 2020, enables Ryanair to support the arts under its "Always Getting Better" ("AGB") program.

4. Ethics and Transparency

Ryanair's Code of Business Conduct and Ethics

Ryanair is committed to conducting business in an ethical fashion that complies with all laws and regulations in all of the countries in which Ryanair operates. Employees and representatives of Ryanair must consider how their actions affect the integrity and credibility of the Group as a whole. Ryanair's Code of Business Conduct and Ethics ("Code") sets out the principles that constitute Ryanair's way of doing business. The Code is reviewed and approved by the Audit Committee of the Board at least annually. The Group CEO and management at all levels of Ryanair are responsible for ensuring adherence to this Code. They are expected to promote an "open door" policy so that they are available to anyone with ethical concerns, questions or complaints. All concerns, questions, and complaints are taken seriously and handled promptly, confidentially and professionally.

Modern Slavery Act 2015

Ryanair does not tolerate any infringement of human rights, including the use of forced, compulsory or trafficked labor, or anyone held in slavery or servitude (whether adults or children) in any part of our business or supply chain. We endeavour to only use suppliers that adhere to these principles and provide a safe and healthy working environment for their employees.

Anti-Bribery and Corruption

Ryanair has an anti-bribery and corruption policy which does not condone bribery or corruption in any form. Employees must not give or offer anything of material value to any customer or supplier as an inducement to obtain business or favourable treatment. Similarly, employees must not accept anything with a monetary value for themselves or others, in return for giving favourable treatment to customers or suppliers.

Report of the Remuneration Committee on Directors' Remuneration

1. The Remuneration Committee ("Remco")

The Board of Directors established Remco in September 1996. This committee has the authority to determine the remuneration of Senior Management of the Company and to administer the Company's stock options plans as described on page 126. The members of Remco are Howard Millar (Chairman), Julie O'Neill and Stan McCarthy. The role and responsibilities of Remco are set out in its written terms of reference, which are available on the Company's website, https://investor.ryanair.com/governance. All members of Remco have access to the advice of the Group CEO and may, in the furtherance of their duties, obtain independent professional advice at the Company's expense.

2. Remuneration Policy

The policy of the Company is to ensure that the Group CEO and the senior management team are rewarded competitively, but in keeping with the ethos of a low-cost airline, having regard to the comparative marketplace in Ireland and the U.K. to ensure that they are motivated to deliver in the best interests of the shareholders.

The remuneration of senior management is structured towards a relatively low basic salary (by EU airline comparatives) and a bonus scheme which allows senior managers to earn up to a maximum of 100% of their base pay each year by way of performance related bonus. In selecting annual performance targets, Remco takes into account the Group's strategic objectives, short and long-term business priorities. The Group CEO and each senior manager's bonus is determined annually with up to 50% of the total quantum being determined by reference to achieving the Company's budgeted profit after tax ("PAT") for the fiscal year, and up to 50% of the total quantum being determined by reference to a written assessment of the Group CEO and each senior manager's personal performance against a list of rigorous performance targets for their individual department or areas of responsibility for that fiscal year. These personal performance targets focus on strategic objectives such as traffic targets, ancillary revenue growth, cost control, customer service metrics, and operational performance (including punctuality). Historically, senior managers have rarely received 100% of their bonus entitlement, the average in recent years (when budgeted PAT has been achieved) is between 70% to 90%. As part of the Company's cost saving initiatives, and in recognition of the reduced profitability in fiscal year 2019, the senior management team (excluding the Group CEO who has agreed to a 50% reduction in both his base pay and annual performance bonus for the 5-year term of his new Group CEO contract) accepted a pay freeze for fiscal year 2020.

The Company has a policy of minimising management expenses and accordingly it does not provide defined benefit pensions, company cars, or unvouched expenses to senior managers. All expense claims must be fully vouched and are rigorously vetted on a monthly basis by the CFO and Group CEO.

The total remuneration paid to senior management (defined as the Executive team reporting to the Board of Directors) is set out in Note 27 of the consolidated Financial Statements. Company policy in respect of granting share options is dealt with in section 6 below.

The Group CEO is the only Executive Director of the Board. In the year ended March 31, 2019, the Group CEO's base pay was unchanged at €1.058m per annum. His maximum bonus was fixed at €990,000 of which he received €768,000 or 78% of the maximum entitlement. As the airline only achieved 65% of its budgeted PAT he received 65% of the €495,000 payable by reference to achieving budgeted PAT. He also received 90% of the €495,000 payable by reference to the Board's assessment of the CEO's personal performance against a written list of 9 performance objectives for the year to March 31, 2019. These performance objectives, which were both strategic and operational, included traffic growth, customer service, cost control, operational efficiency (including punctuality) and other targets. The Group CEO's pay and bonus, compared against the CEO pay of other large European airlines, is set out below.

Comparable EU Airline CEO Pay

Fiscal 2019	Base Pay €'000	Bonus €'000	Pension €'000	Other €'000	Subtotal €'000	Share Based €'000	Total Pay €'000
Lufthansa	1,380	1,385	436	115	3,316	517	3,833
IAG	962	1,189	241	31	2,423	1,006	3,429
Ryanair	1,058	768	-	-	1,826	1,547	3,373
Easyjet	671	982	42	-	1,695	-	1,695

Source: latest company accounts

Fiscal 2018	Base Pay €'000	Bonus €'000	Pension €'000	Other €'000	Subtotal €'000	Share Based €'000	Total Pay €'000
IAG	974	1,810	244	29	3,057	1,474	4,531
Lufthansa	1,380	1,551	318	117	3,366	827	4,193
Ryanair (1)	1,058	(Waived)	-	-	1,058	1,250	2,308
Easyjet (2)	894	-	62	2	958	-	958

(1) The Ryanair Group CEO waived his full bonus entitlement in fiscal year 2018 following the 2017 rostering failure
(2) The easyJet CEO announced her intention to resign after year-end and did not receive a bonus or share based payments

The Company does not provide the Group CEO with any pension contributions which is in keeping with the low-cost ethos of the airline.

3. Group CEO New 5-year Contract

In February 2019 Ryanair announced that Michael O'Leary had signed a new five-year contract as Group CEO commencing April 1, 2019 and expiring on July 31, 2024. As part of this contract the Group CEO has agreed to a 50% cut in base pay from approximately, €1m to €500,000 per annum, a 50% cut to his maximum annual bonus (to €500,000) and, inline with best practice in the updated Corporate Governance Code, he does not receive any pension benefits from Ryanair. This new contract also includes 10m share options, which are exercisable at a price of €11.12 if the net income of Ryanair Holdings plc exceeds €2bn in any year up to 2024 and/or the share price of Ryanair Holdings plc exceeds €21 for a period of 28 days between April 1, 2021 and March 31, 2024. These ambitious profit and share price targets means that the Group CEO is fully aligned with, and committed to delivering superior returns for shareholders over the next 5 years. The Group CEO is subject to a covenant not to compete with the Company within the E.U. for two years after the termination of his employment. The options grant contains malus and clawback provisions and does not contain provisions providing for compensation on termination.

The maximum annual accounting cost of the Group CEO's remuneration is €2.8m over the 5-year term, comprising of base pay of €500,000 per annum, maximum performance bonus of up to €500,000 per annum and a €1.8m charge for 10m share options granted. This maximum payout will only arise if the Group CEO is awarded 100% of his performance bonus and that the long-term share option vesting targets of a €21 share price and/or €2bn net income are achieved. Ryanair Group CEO's remuneration is considerably lower than many other European airline CEOs and less than Mr O'Leary was paid in fiscal year 2016, 2017 and 2019.

4. Performance

Profit after tax for the fiscal year 2019 declined by 39% to €885m, due to a weak fare environment (6% fall in average airfares), excess capacity in European short-haul, one-off 20% pilot pay increases to combat high pilot turnover in late 2017/early 2018, higher EU261 compensation costs due to record ATC staff shortages/strikes in summer 2018, fuel costs which rose by €450m for the full year, and year-one start up losses in Laudamotion.

5. Non-Executive Directors

Details of remuneration paid to Non-Executive Directors is set out in Note 19 (b) on page 188 of the consolidated Financial Statements. In keeping with the Company's low-cost ethos, the level of Non-Executive Director fees is low by EU airline industry comparatives.

Directors are appointed following selection by the Nomination Committee and approval by the Board and must be elected by the shareholders at the AGM following their appointment. Ryanair's Articles of Association require that all Directors retire after a fixed period not exceeding 3 years. Ryanair has adopted a policy whereby all Directors retire on an annual basis and being eligible for re-election, offer themselves for election. This therefore gives Ryanair's shareholders an annual opportunity to vote on the suitability of each Director.

None of the Non-Executive Directors hold a service agreement with the Company that provides for benefits upon termination.

6. Share Options

A description of the Company's share options scheme is available on page 126. Details of the share options granted to Executive and Non-Executive Directors are set forth in Note 19(d) to the consolidated Financial Statements.

Share options are granted occasionally (under Options Plan 2013), at the discretion of the Board and Remco to incentivise superior performance by the management team, to encourage their long-term commitment to Ryanair and to align the objectives of management with those of the shareholders. We encourage management, through share options, to think and act like long term shareholders and prioritize shareholder returns. Options will only be exercisable where exceptional profit or share price targets have been achieved over a 5-year period from date of grant. Managers must remain in full time employment with the Group for a 5-year period from the grant date in order to exercise these options. The 5-year targets set by Remco are ambitious, with the most recent grant (fiscal year 2019) setting performance vesting targets of a €21 share price and/or €2bn net income by fiscal year 2024. The fiscal year 2019 options grant contains malus and clawback provisions.

As at March 31, 2019, Non-Executive Directors held a modest number of share options as set out on page 188. Whilst the 2016 Code discourages the grant of options to Non-Executive Directors, the Company has a policy of complying with these codes or explaining why it does not. In this case, because of its substantial NASDAQ listing and US shareholder base, where US investors generally encourage and promote modest Non-Executive Directors' options, the Company has granted a small amount of share options to certain Non-Executive Directors. The Company, in accordance with the 2016 Code, sought and received shareholder approval to make these share option grants and Remco believes that this very modest number of options does not impair the independence of judgement or character of Non-Executive Directors.

Ryanair fully complies with the Investment Association's Principles of Remuneration whereby the Company's share options schemes do not exceed 10% of the issued share capital in any rolling 10 year period.

Details of employee share option plans are set forth on pages 183 to 184 in Note 15(c) to the consolidated Financial Statements.

7. LTIP 2019

The current share options plan, which was approved by shareholders at the 2013 AGM ("Options Plan 2013"), encouraged our people to think and act like long-term shareholders and prioritise sustainable returns. While this plan has been successful, following a broad review of our variable pay arrangements during the past year, it became clear that there is a need to put in place a more regular, formalized, long-term incentive arrangements for our senior managers. As such, at the 2019 AGM we will be putting forward for shareholder approval the 2019 Long-Term Incentive Plan ("LTIP 2019"). Under this new framework, senior managers may be eligible to receive regular annual awards, typically of whole shares rather than share options, with vesting based on performance against stretching three-year targets. In light of the award of options in February 2019 to the Group CEO under Options Plan 2013, Remco has determined that no awards will be made to the Group CEO under the new incentive plan for the duration of his existing five-year contract out to July 2024. It is proposed that Non-Executive Directors be permitted to receive share awards (but not options) under the new plan but in line with good corporate governance, such awards will not be subject to performance conditions.

This more formal framework will over time provide senior managers with a schedule of overlapping awards, each aligned with key performance goals for their respective periods. In this manner Remco considers that it will act as a more effective driver of sustainable returns than the current framework. It is also recognized that the framework is more aligned with the general direction of the market, with arrangements in close peers, and with the expectations of many shareholders.

The performance conditions attached to LTIP 2019 awards are currently expected to be an equal weighting of three-year EPS growth and three-year relative TSR performance against airline peers. EPS provides a direct measure of bottom-line financial performance and is a key performance indicator for Ryanair, while TSR measures the Company's relative performance against peers and reflects the overall shareholder experience.

8. Directors' Pension Benefits

None of the Directors, including the Executive Director, receive any pension benefits as set forth in Note 19(c) to the consolidated Financial Statements.

9. Directors' Shareholdings

The interests of each Director, that held office at the end of fiscal year 2019, in the share capital of the Company as at March 31, 2019, are set forth in Note 19(d) to the consolidated Financial Statements.

10. Shareholders' Vote on Remuneration

A resolution to approve the Remuneration Report is put to shareholders at the Company's AGM. This advisory and non-binding resolution is often referred to as a "say on pay". Details of the voting outcomes at the 2016, 2017 and 2018 AGMs are set out below:

	2016 VOTES(m) (%)	2017 VOTES(m) (%)	2018 VOTES(m) (%)
For	701 (85)	692 (89)	709 (88)
Against	122 (15)	88 (11)	98 (12)
Total*	**823**	**780**	**807**

*Between August 31,2016 and August 31, 2018, the Company repurchased or cancelled over 211m ordinary shares.

At the 2018 AGM discretionary proxies representing approximately 3.4% of shares were voted in favour of the resolutions by the meeting's Chairman.

The Company has actively engaged with shareholders, The Investor Forum, and the large ESG proxy advisor firms (ISS, Glass Lewis, MSCI, Sustainalytics, and PIRC) on corporate governance matters in recent years.

Statement of Directors' Responsibilities in respect of the Annual Report and the Financial Statements

The Directors are responsible for preparing the Annual Report and the Group and Company financial statements, in accordance with applicable law and regulations.

Company law requires the Directors to prepare Group and Company financial statements for each financial year. Under that law, the Directors are required to prepare the Group financial statements in accordance with IFRS as adopted by the European Union and applicable law including Article 4 of the IAS Regulation. The Directors have elected to prepare the Company financial statements in accordance with IFRS as adopted by the European Union as applied in accordance with the provisions of Companies Act 2014. In preparing the Group Financial Statements the Directors have also elected to comply with IFRS as issued by the International Accounting Standards Board ("IASB").

Under company law the Directors must not approve the Group and Company financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the Group and Company and of the Group's profit or loss for that year.

In preparing each of the Group and Parent Company financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Group and Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Group or Company or to cease operations, or have no realistic alternative but to do so.

The Directors are also required by the Transparency (Directive 2004/109/EC) Regulations 2007 and the Transparency Rules of the Central Bank of Ireland to include a management report containing a fair review of the business and a description of the principal risks and uncertainties facing the Group.

The Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and which enable them to ensure that the financial statements comply with the provision of the Companies Act 2014. The Directors are also responsible for taking all reasonable steps to ensure such records are kept by its subsidiaries which enable them to ensure that the financial statements of the Group comply with the provisions of the Companies Act 2014 including Article 4 of the IAS Regulation. They are responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for safeguarding the assets of the Group, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities. The Directors are also responsible for preparing a Directors' Report that complies with the requirements of the Companies Act 2014.

The Directors are responsible for the maintenance and integrity of the corporate and financial information included on the Group's and Company's website, https://investor.ryanair.com. Legislation in the Republic of Ireland concerning the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Responsibility Statement as required by the Transparency Directive and U.K. Corporate Governance Code

Each of the Directors, whose names and functions are listed on pages 111 to 112 of this annual report, confirm that, to the best of each person's knowledge and belief:

- The Group financial statements, prepared in accordance with IFRS as adopted by the European Union and IFRS as issued by the IASB, and the Company financial statements prepared in accordance with IFRS as adopted by the European Union and IFRS as issued by the IASB, as applied in accordance with the provisions of Companies Act 2014, give a true and fair view of the assets, liabilities, and financial position of the Group and Company at March 31, 2019 and of the profit or loss of the Group for the year then ended;

- The Directors' Report contained in the Annual Report includes a fair review of the development and performance of the business and the position of the Group and Company, together with a description of the principal risk and uncertainties that they face; and The Annual Report and financial statements, taken as a whole, provides the information necessary to assess the Group's performance, business model and strategy and is fair, balanced and understandable and provides the information necessary for shareholders to assess the Company's position and performance, business model and strategy.

On behalf of the Board

David Bonderman	**Michael O'Leary**
Chairman	Group Chief Executive
July 26, 2019	

Independent auditor’s report to the members of Ryanair Holdings plc

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Ryanair Holdings plc (‘the Company’) and subsidiaries (together, “the Group”) for the year ended March 31, 2019 which comprise the Consolidated and Company Balance Sheets, the Consolidated Income Statement, the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statements of Changes in Shareholder’s Equity, the Consolidated and Company Statements of Cash Flows, and related notes, including the summary of significant accounting policies set out in Note 1. The financial reporting framework that has been applied in their preparation is Irish Law and International Financial Reporting Standards (“IFRS”) as adopted by the European Union and, as regards the Parent Company financial statements, as applied in accordance with the provisions of the Companies Act 2014.

In our opinion:

- the Consolidated Financial Statements give a true and fair view of the assets, liabilities and financial position of the Group as at March 31, 2019 and of its profit for the year then ended;
- the Company Financial Statements give a true and fair view of the assets, liabilities and financial position of the Company as at March 31, 2019;
- the Consolidated Financial Statements have been properly prepared in accordance with IFRS as adopted by the European Union;
- the Company Financial Statements have been properly prepared in accordance with IFRS as adopted by the European Union, as applied in accordance with the provisions of the Companies Act 2014; and
- the Consolidated Financial Statements and Company Financial Statements have been properly prepared in accordance with the requirements of the Companies Act 2014 and, as regards the Consolidated Financial Statements, Article 4 of the IAS Regulation.

Our separate opinion in relation to IFRS as issued by the IASB is unmodified

As explained in note 1 on page 151 of the Consolidated Financial Statements, the Group, in addition to complying with its legal obligation to comply with IFRS as adopted by the European Union, has also prepared its Consolidated Financial Statements in compliance with IFRS as issued by the International Accounting Standards Board (“IASB”).

In our opinion:

- the Consolidated Financial Statements give a true and fair view of the assets, liabilities and financial position of the Group as at March 31, 2019 and of its profit for the year then ended; and
- the Consolidated Financial Statements have been properly prepared in accordance with IFRS as issued by the IASB.

Basis for opinions

We conducted our audit in accordance with International Standards on Auditing (Ireland) (“ISAs (Ireland)”) and applicable law. Our responsibilities under those standards are further described in the Auditor’s Responsibilities section of our report. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion. Our audit opinion is consistent with our report to the audit committee.

We were appointed as auditor by the Directors on December 31, 1985. The period of total uninterrupted engagement is the 33 years ended March 31, 2019. We have fulfilled our ethical responsibilities under, and we remained independent of the Group in accordance with, ethical requirements applicable in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA) as applied to public interest entities. No non-audit services prohibited by that standard were provided.

Key audit matters: our assessment of risks of material misstatement

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the financial statements and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by us, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

In arriving at our audit opinion above, the key audit matter was as follows (unchanged from 2018):

Aircraft residual values, estimated useful lives, and estimated cost of major airframe and engine overhaul – carrying value of aircraft €8,912.5m (2018 - €8,052.2m).

Refer to page 20 (Audit Committee Report), pages 153 to 154 (accounting policy) and pages 161 to 162 (financial disclosures)

The key audit matter

The Group has aircraft with a carrying value of €8,912.5m as at March 31, 2019 (2018: €8,052.2m) including engines and related equipment. Aircraft are depreciated on a straight-line basis over their estimated useful lives, of 23 years from date of manufacture, to estimated residual values, of 15% of current market value of new aircraft, determined periodically, based on independent valuations and actual aircraft disposals during prior periods. On acquisition, an element of the cost of the acquired aircraft is attributed to its service potential, reflecting the maintenance condition of its engines and airframe and is depreciated over the period until its next major overhaul (component accounting).

The Group makes estimates about its expected useful lives, expected residual values and the estimated cost of major airframe and engine overhaul. The Group operates a fleet primarily comprising of owned Boeing 737-800 'next generation' aircraft, all of which are aged between one and 16 years. There is an active and established market for this asset class. However, changes to the expected useful lives, residual values or estimated major airframe and engine overhaul costs, of the Group's owned aircraft fleet, could have a material impact on the depreciation charge and consequently the profit for the year.

How the matter was addressed in our audit

Our audit procedures included, amongst others, testing the design, implementation and effectiveness of the key controls over the estimates of aircraft useful economic life and residual value, and the estimated cost of major airframe and engine overhaul.

We compared the Group's estimates of expected useful life and residual value to manufacturers' recommendations, to published estimates of other international airlines and to independent expert commentary.

We assessed the allocation of purchase price to the various components of the aircraft to ensure that the value allocated to its service potential compares with actual historic invoiced costs.

We agreed the fair value of this aircraft type to independent third party valuation reports prepared by specialist aircraft valuation experts to assess the accuracy of the residual value estimate.

We considered the key assumptions underpinning the Group's near and medium term financial projections and compared against historical performance and estimates of the likely economic conditions in its principal markets.

We assessed the adequacy of the related disclosures.

Our procedures in respect of this risk were performed as planned. We are satisfied that the Group's judgements with regard to estimates of aircraft residual values, useful life and cost of major airframe and engine overhaul were reasonable.

Due to the nature of the Company's activities, there are no key audit matters that we are required to communicate in accordance with ISAs (Ireland).

Our application of materiality and an overview of the scope of our audit

Materiality for the Consolidated Financial Statements as a whole was set at €47.3m (2018: €80m). Materiality for the Company financial statements was set at €10m (2018: €15m).

Materiality has been calculated as 5% of the benchmark of Group profit before tax which we have determined in our professional judgement, to be one of the principal benchmarks within the financial statements relevant to members of the Company in assessing the financial performance of the Group. For the Parent Company, materiality has been calculated based on 1% of the benchmark of net assets.

We report to the Audit Committee all corrected and uncorrected misstatements we identified through our audit with a value in excess of €2.4m (Group) and €0.5m (Parent Company) in addition to other audit misstatements below that threshold that we believe warranted reporting on qualitative grounds.

The Group is headquartered, managed and controlled from Ireland, and all of the audit work covering the Group's revenues, profit for the year and its assets and liabilities and the audit work covering the Company is undertaken and performed by the audit engagement team based in Dublin.

We have nothing to report on going concern

We are required to report to you if:

- we have anything material to add or draw attention to in relation to the Directors' Statement on page 28 of the Corporate Governance Report on the use of the going concern basis of accounting with no material uncertainties that may cast significant doubt over the Group and Company's use of that basis for a period of at least twelve months from the date of approval of the financial statements; or
- if the related statement under the Listing Rules is materially inconsistent with our audit knowledge.

We have nothing to report in these respects.

Other information

The Directors are responsible for the preparation of the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the Annual Report other than the financial statements and our auditor's report thereon.

The financial statements and our auditor's report thereon do not comprise part of 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 as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information we report that, in those parts of the Directors' Report specified for our consideration:

- we have not identified material misstatements in the Directors' Report;
- in our opinion, the information given in the Directors' Report is consistent with the financial statements; and
- in our opinion, the Directors' Report has been prepared in accordance with the Companies Act 2014.

Disclosures of principal risks and longer-term viability

Based on the knowledge we acquired during our financial statements audit, we have nothing material to add or draw attention to in relation to:

- the Principal Risks and Uncertainties disclosures describing these risks and explaining how they are being managed and mitigated;
- the Directors' confirmation within the Viability Statement included in the Corporate Governance Report on page 28 that they have carried out a robust assessment of the principal risks facing the Group, including those that would threaten its business model, future performance, solvency and liquidity; and

- the Directors' explanation in the Viability Statement of how they have assessed the prospects of the Group, over what period they have done so and why they considered that period to be appropriate, and their statement as to whether they have a reasonable expectation that the Group will be able to continue in operation and meet its liabilities as they fall due over the period of their assessment, including any related disclosures drawing attention to any necessary qualifications or assumptions.

Other corporate governance disclosures

We are required to address the following items and report to you in the following circumstances:

- *Fair, balanced and understandable*: if we have identified material inconsistencies between the knowledge we acquired during our financial statements audit and the Directors' statement that they consider that the Annual Report and financial statements taken as a whole is fair, balanced and understandable and provides the information necessary for shareholders to assess the Group's position and performance, business model and strategy;

- *Report of the Audit Committee*: if the section of the Annual Report describing the work of the Audit Committee does not appropriately address matters communicated by us to the Audit Committee;

- *Statement of compliance with U.K. Corporate Governance Code*: if the directors' statement does not properly disclose a departure from provisions of the U.K. Corporate Governance Code specified by the Listing Rules for our review.

We have nothing to report in these respects.

In addition as required by the Companies Act 2014, we report, in relation to information given in the Corporate Governance Report on pages 15 to 29, that:

- based on the work undertaken for our audit, in our opinion, the description of the main features of internal control and risk management systems in relation to the financial reporting process, and information relating to voting rights and other matters required by the European Communities (Takeover Bids (Directive 2004/EC) Regulations 2006 and specified for our consideration, is consistent with the financial statements and has been prepared in accordance with the Act;

- based on our knowledge and understanding of the Company and its environment obtained in the course of our audit, we have not identified any material misstatements in that information; and

- the Corporate Governance Report contains the information required by the European Union (Disclosure of Non-Financial and Diversity Information by certain large undertakings and groups) Regulations 2017.

We also report that, based on work undertaken for our audit, the information required by the Act is contained in the Corporate Governance Report.

Our opinions on other matters prescribed by the Companies Act 2014 are unmodified

We have obtained all the information and explanations which we consider necessary for the purpose of our audit.

In our opinion, the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited and the financial statements are in agreement with the accounting records.

We have nothing to report on other matters on which we are required to report by exception

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of Directors' remuneration and transactions required by Sections 305 to 312 of the Act are not made.

The Companies Act 2014 also requires us to report to you if, in our opinion, the Company has not provided the information required by section 5(2) to (7) of the European Union (Disclosure of Non-Financial and Diversity Information by certain large undertakings and groups) Regulations 2017 for the year ended March 31, 2019 as required by the European Union (Disclosure of Non-Financial and Diversity Information by certain large undertakings and groups) (amendment) Regulations 2018.

The Listing Rules of the Euronext Dublin and U.K. Listing Authority require us to review:

- the Directors' Statement, set out on page 28, in relation to going concern and longer-term viability;
- the part of the Corporate Governance Report on page 29 relating to the Company's compliance with the provisions of the U.K. Corporate Governance Code and the Irish Corporate Governance Annex specified for our review; and
- certain elements of disclosures in the report to shareholders by the Board of Directors' remuneration committee.

Respective responsibilities and restrictions on use

Directors' responsibilities

As explained more fully in their statement set out on page 41, the Directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; 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; assessing the Group and 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 they either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud, other irregularities or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements. The risk of not detecting a material misstatement resulting from fraud or other irregularities is higher than for one resulting from error, as they may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control and may involve any area of law and regulation and not just those directly affecting the financial statements.

A fuller description of our responsibilities is provided on IAASA's website at:
https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description_of_auditors_responsiblities_for_audit.pdf.

The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the Company's members, as a body, in accordance with Section 391 of the Companies Act 2014. 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 our report, or for the opinions we have formed.

July 26, 2019

Emer McGrath
for and on behalf of
KPMG
Chartered Accountants, Statutory Audit Firm
1 Stokes Place
St. Stephen's Green
Dublin 2
Ireland

Presentation of Financial and Certain Other Information

As used herein, the term “Ryanair Holdings” refers to Ryanair Holdings plc. The term the “Company” refers to Ryanair Holdings or Ryanair Holdings together with its consolidated subsidiaries, as the context requires. The term “Ryanair” refers to Ryanair DAC, a wholly owned subsidiary of Ryanair Holdings, together with its consolidated subsidiaries, unless the context requires otherwise. The term “fiscal year” refers to the 12-month period ended on March 31 of the quoted year. The term “Ordinary Shares” refers to the outstanding par value 0.600 euro cent per share common stock of the Company. All references to “Ireland” herein are references to the Republic of Ireland. All references to the “U.K.” herein are references to the United Kingdom and all references to the “United States” or “U.S.” herein are references to the United States of America. References to “U.S. dollars,” “dollars,” “$” or “U.S. cents” are to the currency of the United States, references to “U.K. pound sterling,” “U.K. £” and “£” are to the currency of the U.K. and references to “€,” “euro,” “euros” and “euro cent” are to the euro, the common currency of nineteen member states of the European Union (the “EU”), including Ireland. Various amounts and percentages set out in this Annual Report have been rounded and accordingly may not total.

The Company owns or otherwise has rights to the trademark Ryanair® in certain jurisdictions. See “Item 4. Information on the Company—Trademarks.” This report also makes reference to trade names and trademarks of companies other than the Company.

The Company publishes its annual and interim consolidated financial statements in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (“IASB”). Additionally, in accordance with its legal obligation to comply with the International Accounting Standards Regulation (EC 1606 (2002)), which applies throughout the EU, the consolidated financial statements of the Company must comply with International Financial Reporting Standards as adopted by the EU. Accordingly, the Company’s consolidated financial statements and the selected financial data included herein comply with International Financial Reporting Standards as issued by the IASB and also International Financial Reporting Standards as adopted by the EU, in each case as in effect for the year ended and as of March 31, 2019 (collectively referred to as “IFRS” throughout).

The Company publishes its consolidated financial statements in euro. Solely for the convenience of the reader, this report contains translations of certain euro amounts into U.S. dollars at specified rates. These translations should not be construed as representations that the converted amounts actually represent such U.S. dollar amounts or could be converted into U.S. dollars at the rates indicated or at any other rate. Unless otherwise indicated, such U.S. dollar amounts have been translated from euro at a rate of €1.00 = $1.228, or $1.00 = €0.891, the official rate published by the U.S. Federal Reserve Board in its weekly “H.10” release (the “Federal Reserve Rate”) on March 31, 2019. The Federal Reserve Rate for euro on July 19, 2019 was €1.00 = $1.122 or $1.00 = €0.891. See “Item 3. Key Information—Exchange Rates” for information regarding historical rates of exchange relevant to the Company, and “Item 5. Operating and Financial Review and Prospects” and “Item 11. Quantitative and Qualitative Disclosures About Market Risk” for a discussion of the effects of changes in exchange rates on the Company.

Cautionary Statement Regarding Forward-Looking Information

Except for the historical statements and discussions contained herein, statements contained in this report constitute "forward-looking statements" within the meaning of Section 27A of the U.S. Securities Act of 1933, as amended (the "Securities Act"), and Section 21E of the U.S. Securities Exchange Act of 1934, as amended (the "Exchange Act"). Forward-looking statements may include words such as "expect," "estimate," "project," "anticipate," "should," "intend," and similar expressions or variations on such expressions. Any filing made by the Company with the U.S. Securities and Exchange Commission (the "SEC") may include forward-looking statements. In addition, other written or oral statements which constitute forward-looking statements have been made and may in the future be made by or on behalf of the Company, including statements concerning its future operating and financial performance, the Company's share of new and existing markets, general industry and economic trends and the Company's performance relative thereto and the Company's expectations as to requirements for capital expenditures and regulatory matters. The Company's business is to provide a low-fares airline service in Europe, and its outlook is predominantly based on its interpretation of what it considers to be the key economic factors affecting that business and the European economy. Forward-looking statements with regard to the Company's business rely on a number of assumptions concerning future events and are subject to a number of uncertainties and other factors, many of which are outside the Company's control, that could cause actual results to differ materially from such statements. It is not reasonably possible to itemize all the many factors and specific events that could affect the outlook and results of an airline operating in the European economy. Among the factors that are subject to change and could significantly impact Ryanair's expected results are the airline pricing environment, fuel costs, competition from new and existing carriers, market prices for replacement aircraft and aircraft maintenance services, aircraft availability, "Brexit" (as defined below), costs associated with environmental, safety and security measures, significant outbreaks of airborne disease, terrorist attacks, cyber-attacks, actions of the Irish, U.K., EU and other governments and their respective regulatory agencies, dependence on external service providers and key personnel, fluctuations in currency exchange rates and interest rates, fluctuations in corporate tax rates, changes to the structure of the European Union and the euro, airport handling and access charges, litigation, labor relations, the economic environment of the airline industry, the general economic environment in Europe, the general willingness of passengers to travel, continued acceptance of low fares airlines and flight interruptions caused by Air Traffic Controllers ("ATC") strikes and staff shortages, extreme weather events or other atmospheric disruptions. The Company disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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PART I

PART II

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PART I

Item 1. ***Identity of Directors, Senior Management and Advisers***

Not applicable.

Item 2. ***Offer Statistics and Expected Timetable***

Not applicable.

Item 3. ***Key Information***

THE COMPANY

Ryanair operates a low fare, low cost scheduled airline group serving short-haul, point-to-point routes from 86 bases to airports across Europe, which together are referred to as "Ryanair's bases." For a list of these bases, see "Item 4. Information on the Company—Route System, Scheduling and Fares." Ryanair pioneered the low-fares air travel model in Europe in the early 1990s. As of June 30, 2019, the Company offered over 2,500 short-haul flights per day serving over 200 airports across Europe, with a fleet of 455 Boeing 737 aircraft and 20 Airbus A320 aircraft. A detailed description of the Company's business can be found in "Item 4. Information on the Company."

SELECTED FINANCIAL DATA

The following tables set forth certain of the Company's selected consolidated financial information as of and for the periods indicated. Financial information presented in euro in the table below has been derived from the consolidated financial statements that are prepared in accordance with IFRS. The financial information for fiscal year 2019 has been translated from Euro€ to U.S.$ using the Federal Reserve Rate on March 31, 2019. This information should be read in conjunction with: (i) the audited consolidated financial statements of the Company and related notes thereto included in Item 18 and (ii) "Item 5. Operating and Financial Review and Prospects."

Income Statement Data:

	Fiscal year ended March 31,					
	2019(a)	2019	2018	2017	2016	2015
	(in millions, except per-Ordinary Share data)					
Total operating revenues	$ 8,642.6	€ 7,697.4	€ 7,151.0	€ 6,647.8	€ 6,535.8	€ 5,654.0
Total operating expenses	$ (7,501.0)	€ (6,680.6)	€ (5,483.7)	€ (5,113.8)	€ (5,075.7)	€ (4,611.1)
Operating income	$ 1,141.6	€ 1,016.8	€ 1,667.3	€ 1,534.0	€ 1,460.1	€ 1,042.9
Net interest/(expense)	$ (62.2)	€ (55.4)	€ (58.1)	€ (63.0)	€ (53.2)	€ (56.3)
Other non-operating (expense)/income	$ (14.9)	€ (13.3)	€ 2.1	€ (0.7)	€ 315.0	€ (4.2)
Profit before taxation	$ 1,064.5	€ 948.1	€ 1,611.3	€ 1,470.3	€ 1,721.9	€ 982.4
Tax expense on profit on ordinary activities	$ (70.8)	€ (63.1)	€ (161.1)	€ (154.4)	€ (162.8)	€ (115.7)
Profit after taxation	$ 993.7	€ 885.0	€ 1,450.2	€ 1,315.9	€ 1,559.1	€ 866.7
Ryanair Holdings basic earnings per Ordinary Share (U.S. dollars)/(euros)	$ 0.8689	€ 0.7739	€ 1.2151	€ 1.0530	€ 1.1626	€ 0.6259
Ryanair Holdings diluted earnings per Ordinary Share (U.S. dollars)/(euros)	$ 0.8606	€ 0.7665	€ 1.2045	€ 1.0464	€ 1.1563	€ 0.6246
Ryanair Holdings dividend paid per Ordinary Share (U.S. dollars)/(euros)	n/a	n/a	n/a	n/a	€ 0.2940	€ 0.3750

Balance Sheet Data:

	As of March 31,					
	2019(a)	2019	2018	2017	2016	2015
	(in millions)					
Cash and cash equivalents	$ 1,881.4	€ 1,675.6	€ 1,515.0	€ 1,224.0	€ 1,259.2	€ 1,184.6
Total assets	$ 14,877.9	€ 13,250.7	€ 12,361.8	€ 11,989.7	€ 11,218.3	€ 12,185.4
Current and long-term debt, including capital lease obligations	$ 4,091.9	€ 3,644.4	€ 3,963.0	€ 4,384.5	€ 4,023.0	€ 4,431.6
Shareholders' equity	$ 5,855.3	€ 5,214.9	€ 4,468.9	€ 4,423.0	€ 3,596.8	€ 4,035.1
Issued share capital	$ 7.6	€ 6.8	€ 7.0	€ 7.3	€ 7.7	€ 8.7
Weighted Average Number of Ordinary Shares in issue during the year	1,143.6	1,143.6	1,193.5	1,249.7	1,341.0	1,384.7

Cash Flow Statement Data:

	Fiscal year ended March 31,					
	2019(a)	2019	2018	2017	2016	2015
	(in millions)					
Net cash inflow from operating activities	$ 2,265.2	€ 2,017.5	€ 2,233.2	€ 1,927.2	€ 1,846.3	€ 1,689.4
Net cash (outflow)/inflow from investing activities	$ (1,125.5)	€ (1,002.4)	€ (719.4)	€ (1,290.8)	€ (283.6)	€ (2,888.2)
Net cash (outflow)/inflow from financing activities	$ (959.4)	€ (854.5)	€ (1,222.8)	€ (671.6)	€ (1,488.1)	€ 653.3
Increase/(decrease) in cash and cash equivalents	$ 180.3	€ 160.6	€ 291.0	€ (35.2)	€ 74.6	€ (545.5)

(a) Dollar amounts are initially measured in euro in accordance with IFRS and then translated to U.S.$ solely for convenience at the Federal Reserve Rate on March 31, 2019 of €1.00 = $1.1228 or $1.00 = €0.891.

EXCHANGE RATES

The following table sets forth, for the periods indicated, certain information concerning the exchange rate between: (i) the U.S. dollar and the euro; (ii) the U.K. pound sterling and the euro; and (iii) the U.K. pound sterling and the U.S. dollar. Such rates are provided solely for the convenience of the reader and are not necessarily the rates used by the Company in the preparation of its consolidated financial statements included in Item 18. No representation is made that any of such currencies could have been, or could be, converted into any other of such currencies at such rates or at any other rate.

***U.S. dollars per €1.00*(a)**

Year ended December 31,	End of Period	Average (b)	Low	High
2014	1.210	1.330	1.210	1.393
2015	1.086	1.103	1.052	1.202
2016	1.055	1.107	1.038	1.152
2017	1.202	1.130	1.042	1.204
2018	1.146	1.182	1.128	1.249
Month ended				
January 31, 2019	1.145	1.142	1.132	1.152
February 28, 2019	1.138	1.135	1.127	1.147
March 31, 2019	1.123	1.130	1.121	1.138
April 30, 2019	1.120	1.123	1.114	1.130
May 31, 2019	1.115	1.119	1.114	1.125
June 30, 2019	1.137	1.130	1.120	1.139
Period ended July 19, 2019	1.122	1.125	1.121	1.131

***U.K. pounds sterling per €1.00*(c)**

Year ended December 31,	End of Period	Average (b)	Low	High
2014	0.776	0.806	0.776	0.840
2015	0.737	0.723	0.694	0.785
2016	0.852	0.823	0.732	0.912
2017	0.888	0.876	0.835	0.926
2018	0.898	0.885	0.863	0.908
Month ended				
January 31, 2019	0.873	0.885	0.864	0.903
February 28, 2019	0.857	0.872	0.854	0.882
March 31, 2019	0.861	0.858	0.849	0.868
April 30, 2019	0.861	0.862	0.853	0.868
May 31, 2019	0.885	0.871	0.850	0.885
June 30, 2019	0.895	0.891	0.884	0.897
Period ended July 25, 2019	0.895	0.897	0.892	0.903

***U.K. pounds sterling per U.S.$1.00*(d)**

Year ended December 31,	End of Period	Average (b)	Low	High
2014	0.642	0.607	0.583	0.644
2015	0.678	0.656	0.630	0.683
2016	0.811	0.741	0.676	0.823
2017	0.739	0.776	0.736	0.825
2018	0.784	0.748	0.698	0.798
Month ended				
January 31, 2019	0.761	0.775	0.759	0.794
February 28, 2019	0.753	0.768	0.751	0.782
March 31, 2019	0.767	0.759	0.753	0.769
April 30, 2019	0.767	0.767	0.759	0.775
May 31, 2019	0.792	0.778	0.761	0.792
June 30, 2019	0.787	0.789	0.785	0.797
Period ended July 19, 2019	0.800	0.799	0.791	0.806

(a) Based on the Federal Reserve Rate for euro.
(b) The average of the relevant exchange rates on the last business day of each month during the relevant period.
(c) Based on the composite exchange rate as quoted at 5 p.m., New York time, by Bloomberg/Reuters.
(d) Based on the Federal Reserve Rate for U.K. pound sterling.

As of July 19, 2019, the exchange rate between the U.S. dollar and the euro was €1.00 = $1.122, or $1.00 = € 0.891 and the exchange rate between the U.K. pound sterling and the U.S. dollar was U.K. £1.00 = $1.249, or $1.00 = U.K. £0.800. As of July 25, 2019 the exchange rate between the U.K. pound sterling and the euro was U.K. £1.00 = € 1.117, or €1.00 = U.K. £0.895. For a discussion of the impact of exchange rate fluctuations on the Company's results of operations, see "Item 11. Quantitative and Qualitative Disclosures About Market Risk."

SELECTED OPERATING AND OTHER DATA

The following tables set forth certain operating data of Ryanair for each of the fiscal years shown. Such data are derived from the Company's consolidated financial statements prepared in accordance with IFRS and from certain other data, and are not audited. For definitions of the terms used in this table, see the Glossary in Appendix A.

	Fiscal Year Ended March 31,				
Operating Data:	**2019**	**2018**	**2017**	**2016**	**2015**
Operating Margin	13%	23%	23%	22%	18%
Break-even Load Factor	83%	73%	73%	72%	72%
Average Booked Passenger Fare (€)	37.03	39.40	40.58	46.67	47.05
Ancillary Rev. per Booked Passenger (€)	17.15	15.48	14.83	14.74	15.39
Total Rev. per Booked Passenger (€)	54.17	54.88	55.41	61.41	62.44
Cost Per Booked Passenger (€)	47.02	42.08	42.62	47.69	50.92
Average Fuel Cost per U.S. Gallon (€)	1.79	1.65	1.83	2.21	2.34

	Fiscal Year Ended March 31,				
Other Data:	**2019**	**2018**	**2017**	**2016**	**2015**
Revenue Passengers Booked (millions)	142.1	130.3	120.0	106.4	90.6
Booked Passenger Load Factor	96%	95%	94%	93%	88%
Average Sector Length (miles)	774	775	770	762	776
Sectors Flown	789,771	725,044	675,482	609,501	545,034
Number of Airports Served at Period End	219	216	207	200	189
Average Daily Flight Hour Utilization (hours)	9.02	9.13	9.33	9.36	9.03
Team Members at Period End	16,840	14,583	13,026	11,458	9,394
Team Members per Aircraft at Period End	36	34	34	34	31

RISK FACTORS

Risks Related to the Company

Changes in Fuel Costs and Availability Affect the Company's Results. Jet fuel is subject to wide price fluctuations as a result of many economic and political factors and events occurring throughout the world that Ryanair can neither control nor accurately predict, including increases in demand, sudden disruptions in supply and other concerns about global supply, as well as market speculation. Oil prices in fiscal year 2019 increased when compared to fiscal year 2018. As international prices for jet fuel are denominated in U.S. dollars, Ryanair's fuel costs are also subject to certain exchange rate risks. Substantial price increases, adverse exchange rates, or the unavailability of adequate fuel supplies, including, without limitation, any such events resulting from international terrorism, prolonged hostilities in the Middle East or other oil-producing regions or the suspension of production by any significant producer, may adversely affect Ryanair's profitability. In the event of a fuel shortage resulting from a disruption of oil imports or otherwise, additional increases in fuel prices or a curtailment of scheduled services could result.

Ryanair has historically entered into hedging arrangements providing for substantial protection against fluctuations in fuel prices, generally through forward contracts covering periods of up to 18 months of anticipated jet fuel requirements. Ryanair is exposed to risks arising from fluctuations in the price of fuel, and movements in the euro/U.S. dollar exchange rate because of the limited nature of its hedging program, especially in light of recent volatility in the relevant currency and commodity markets. Any movements in fuel costs could have a material adverse effect on Ryanair's financial performance. In addition, any strengthening of the U.S. dollar against the euro could have an adverse effect on the cost of buying fuel in euro.

No assurances whatsoever can be given about trends in fuel prices. Average fuel prices for future years may be significantly higher than current prices. There also cannot be any assurance that Ryanair's current or any future arrangements will be adequate to protect Ryanair from increases in the price of fuel or that Ryanair will not incur losses due to high fuel prices, either alone or in combination with other factors. Because of Ryanair's low fares and its no-fuel-surcharges policy, as well as Ryanair's expansion plans, which could have a negative impact on yields, its ability to pass on increased fuel costs to passengers through increased fares or otherwise is somewhat limited. The expansion of Ryanair's fleet has resulted and will likely continue to result in an increase in Ryanair's aggregate fuel consumption.

Additionally, declines in the price of oil may expose Ryanair to some risk of hedging losses that could lead to negative effects on Ryanair's financial condition and/or results of operations.

Ryanair is Subject to Cyber Security Risks and May Incur Increasing Costs in an Effort to Minimize Those Risks. As almost all of Ryanair's reservations are made through its website and mobile app, security breaches could expose it to a risk of loss or misuse of customer information, litigation and potential liability. A third party service organization is used for the reservation process which is also subject to cyber security risks. Ryanair takes steps to secure its website and is fully compliant with the Payment Card Industry Data Security Standard "PCI DSS". Nevertheless, the security measures which have been or will be implemented may not be effective, and Ryanair's systems may be vulnerable to theft, loss, damage and interruption from a number of potential sources and events, including unauthorized access or security breaches, cyber-attacks, computer viruses, power loss, or other disruptive events. Ryanair may not have the resources or technical sophistication to anticipate or prevent rapidly evolving types of cyber-attacks. Attacks may be targeted at Ryanair, its customers and suppliers, or others who have entrusted it with information.

In addition, data and security breaches can also occur as a result of non-technical issues, including breaches by Ryanair or by persons with whom it has commercial relationships that result in the unauthorized release of personal or confidential information. Any such cyber-attack or other security issue could result in a significant loss of reservations and customer confidence in the website and its business which, in turn, could have a material adverse effect on Ryanair's operating results or financial condition and potentially entail its incurring significant litigation or other costs.

Ryanair is subject to increasingly complex data protection laws and regulations. Ryanair's business involves the processing and storage on a large scale of personal data relating to its customers, employees, business partners and others and is therefore subject to new and increasingly complex data protection laws and regulations. Ryanair is subject to the

European Union's General Data Protection regulation 2016/679 (the "GDPR") (which became fully applicable on May 25, 2018) as well as relevant national implementing legislation (Irish Data Protection Act 2018), which introduced a number of new significant obligations and requirements upon subject companies. Ryanair has set up a Privacy Working Group, which assists the Company Data Protection Officer, to ensure data protection compliance and to implement any additional controls to facilitate compliance with the GDPR and other data protection laws in the future. Ensuring compliance with data protection laws is an ongoing commitment which involves substantial costs, and it is possible that, despite Ryanair's efforts, governmental authorities or third parties will assert that Ryanair's business practices fail to comply with these laws and regulations. If its operations are found to be in violation of any of such laws and regulations, Ryanair may be subject to significant civil, criminal and administrative damages, penalties and fines, as well as reputational harm, which could have a material adverse effect on its business, financial condition or results of operations.

Ryanair Has Seasonally Grounded Aircraft. In prior years, in response to typically lower traffic and yields from November to March (inclusive) ("winter"), higher airport charges and/or taxes and, at times, higher fuel prices, Ryanair adopted a policy of grounding a certain portion of its fleet during the winter months. Ryanair carries out its scheduled heavy maintenance during the winter months which also results in the grounding of aircraft. In the winter of fiscal year 2019, Ryanair grounded approximately 65 aircraft (compared with 60 aircraft in fiscal year 2018) and the Company intends to again ground a similar number of aircraft in fiscal year 2020. Ryanair's policy of seasonally grounding aircraft presents some risks. While Ryanair seeks to implement its seasonal grounding policy in a way that will allow it to reduce the negative impact on operating income by operating flights during periods of high oil prices to high cost airports at low winter yields, there can be no assurance that this strategy will be successful.

While seasonal grounding does reduce Ryanair's variable operating costs, it does not avoid fixed costs such as aircraft ownership costs, and it also decreases Ryanair's potential to earn ancillary revenues. Decreasing the number and frequency of flights may also negatively affect Ryanair's labor relations, including its ability to attract flight personnel only interested in year round employment. Such risks could lead to negative effects on Ryanair's financial condition and/or results of operations.

Currency Fluctuations Affect the Company's Results. Although Ryanair is headquartered in Ireland, a significant portion of its operations are conducted in the U.K. Consequently, the Group has significant operating revenues and operating expenses, as well as assets and liabilities, denominated in U.K. pounds sterling. In addition, fuel, aircraft, insurance, and some maintenance obligations are denominated in U.S. dollars. Ryanair's operations and financial performance can therefore be significantly affected by fluctuations in the values of the U.K. pound sterling and the U.S. dollar. Ryanair is particularly vulnerable to direct exchange rate risks between the euro and the U.S. dollar because a significant portion of its operating costs are incurred in U.S. dollars and substantially none of its revenues are denominated in U.S. dollars.

Although the Company engages in foreign currency hedging transactions between the euro and the U.S. dollar and, from time to time, between the euro and the U.K. pound sterling, hedging activities are not expected to eliminate currency risks. See "Item 11. Quantitative and Qualitative Disclosures About Market Risk."

The continuing uncertainty associated with the Brexit process could adversely affect Ryanair's business. The withdrawal/transition agreement negotiated by the EU and the U.K. government has not been approved by the U.K. parliament. As an outcome from this impasse, the EU has granted an extension period to the Article 50 negotiation process, which will run until October 31, 2019 unless an agreement is concluded in the interim.

There remain two fundamental steps to effect an orderly exit of the U.K. from the EU: (i) agreement on the withdrawal/transition process, including an agreed political declaration on the future trading framework; and (ii) detailed agreement on the full set of future trading arrangements. The future arrangements between the EU and the U.K. could directly impact Ryanair's business in a number of ways. Arrangements which may impact Ryanair's business include, inter alia, the status of the U.K. in relation to the EU's open air transport market, freedom of movement between the U.K. and the EU, employment rules governing the relationship between the U.K. and the EU, and the tax status of EU member state entities operating in the U.K. Adverse changes to any of these arrangements, and even uncertainty over potential changes during any period of negotiation, could potentially materially impact on Ryanair's financial condition and results of operations in the U.K. or other markets Ryanair serves.

As a result of no-deal contingency measures unilaterally implemented by both the EU and U.K., the risk of a cessation of flights between the U.K. and the EU27 in a no-deal scenario has been substantially reduced. In the event of market access restrictions between the U.K. and non-EU destinations (and in respect of U.K. domestic traffic), Ryanair expects to be able to use its U.K. subsidiary Ryanair U.K. Limited ("Ryanair U.K."), which received an Air Operator Certificate and Operating Licence ("U.K. AOC") from the U.K. Civil Aviation Authority ("U.K. CAA") in December 2018. Alternatively, the Company may decide to cancel such routes.

Ryanair is exposed to Brexit-related risks and uncertainties, as approximately 22% of revenue in fiscal year 2019 came from operations in the U.K., although this was offset somewhat by approximately 18% of Ryanair's non-fuel costs in fiscal year 2019 which were related to operations in the U.K.

Brexit could also present Ryanair with a number of potential regulatory challenges. Brexit could lead to potentially divergent national laws and regulations as the U.K. determines which EU laws to replace or replicate. It also requires special efforts to ensure Ryanair's continuing compliance with EU Regulation No. 1008/2008, which requires that air carriers registered in EU member states be majority-owned and effectively controlled by EU nationals. The Board of Directors has taken action to ensure continuing compliance with EU Regulation No. 1008/2008 if U.K. holders of the Company's shares are no longer designated as EU nationals. For additional information, please see "Item 3 – Risks Related to Ownership of the Company's Ordinary Shares or ADRs".

Brexit has caused, and may continue to cause, both significant volatility in global stock markets and currency exchange rate fluctuations, as well as create significant uncertainty among U.K. businesses and investors. In particular, the pound sterling has lost approximately 12% and 11% of its value against the U.S. Dollar and the euro respectively since the Referendum. Further, the Bank of England and other observers have warned of a significant probability of a Brexit-related recession in the U.K. The Company earns a significant portion of its revenues in pounds sterling, and any significant decline in the value of the pound and/or recession in the U.K. would materially impact its financial condition and results of operations. For the remainder of fiscal year 2020, taking account of timing differences between the receipt of sterling denominated revenues and the payment of sterling denominated costs, Ryanair estimates that every 1 pence sterling movement in the €/£ exchange rate will impact income by approximately €7 million. For additional information, please see "Item 3 – Currency Fluctuations Affect the Company's Results".

The Company May Not Be Successful in Increasing Fares to Cover Rising Business Costs. Ryanair operates a low-fares airline. The success of its business model depends on its ability to control costs so as to deliver low fares while at the same time earning a profit. Ryanair has limited control over its fuel costs and already has comparatively low operating costs. In periods of high fuel costs, if Ryanair is unable to further reduce its other operating costs or generate additional revenues, operating profits are likely to fall. Furthermore, as part of its change in marketing and airport strategy, the Company expects increased marketing and advertising costs along with higher airport charges due to the increasing number of primary airports to which it operates. Ryanair cannot offer any assurances regarding its future profitability. Changes in fuel costs and availability could have a material adverse impact on Ryanair's results. See "—The Company Faces Significant Price and Other Pressures in a Highly Competitive Environment" below and "—Changes in Fuel Costs and Availability Affect the Company's Results" above.

The Company Faces Significant Price and Other Pressures in a Highly Competitive Environment. Ryanair operates in a highly competitive marketplace, with a number of low-fare, traditional and charter airlines competing throughout its route network. Airlines compete primarily in respect of fare levels, frequency and dependability of service, name recognition, passenger amenities (such as access to frequent flyer programs), and the availability and convenience of other passenger services. Unlike Ryanair, certain competitors are state-owned or state-controlled flag carriers and in some cases may have greater name recognition and resources and may have received, or may receive in the future, significant amounts of subsidies and other state aid from their respective governments. In addition, the EU-U.S. Open Skies Agreement allows U.S. carriers to offer services in the intra-EU market, which could eventually result in increased competition in the EU market. See "Item 4. Information on the Company—Government Regulation—Liberalization of the EU Air Transportation Market."

The airline industry is highly susceptible to price discounting, in part because airlines incur very low marginal costs for providing service to passengers occupying otherwise unsold seats. Both low-fare and traditional airlines sometimes offer low fares in direct competition with Ryanair across a significant proportion of its route network as a result of the liberalization of the EU air transport market and greater public acceptance of the low-fares model. Any decrease in fuel prices may enable weaker, unhedged, airlines to pass through fuel savings via lower fares. There is no guarantee that lower fuel prices will not lead to greater price competition and encourage new entrants to the market in the short to medium term.

In addition to traditional competition among airline companies and charter operators who have entered the low-fares market, the industry also faces competition from ground transportation (including high-speed rail systems) and sea transportation alternatives, as businesses and recreational travelers seek substitutes for air travel.

Although Ryanair intends to assert its rights against any predatory pricing or other similar conduct, price competition both among airlines and between airlines and ground and sea transportation alternatives could reduce the level of fares and/or passenger traffic on Ryanair's routes to the point where profitability may not be achievable.

The Company Will Incur Significant Costs Acquiring New Aircraft and Any Instability in the Credit and Capital Markets Could Negatively Impact Ryanair's Ability to Obtain Financing on Acceptable Terms. Ryanair's continued growth is dependent upon its ability to acquire additional aircraft to meet additional capacity needs and to replace older aircraft. Ryanair had over 470 aircraft in its fleet as at June 30, 2019 and has ordered an additional 210 737-MAX-200 aircraft (including 135 firm and 75 option aircraft) for delivery post June 30, 2019 to fiscal year 2024 pursuant to contracts with the Boeing Company (""Boeing," and such contract, the "2014 Boeing Contract"). Ryanair expects to have approximately 585 narrow body aircraft in its fleet by March 31, 2024, depending on the level of lease returns, Boeing's ability to fulfill the 2014 Boeing Contract and aircraft disposals. For additional information on the Company's aircraft fleet and expansion plans, see "—A majority of Ryanair's aircraft and certain parts are sourced from a single supplier; therefore, Ryanair would be materially and adversely affected if such supplier were unable to provide additional equipment or support," and "Item 4. Information on the Company—Aircraft" and "Item 5. Operating and Financial Review and Prospects - Liquidity and Capital Resources." There can be no assurance that this planned expansion will not outpace the growth of passenger traffic on Ryanair's routes or that traffic growth will not prove to be greater than the expanded fleet can accommodate. In either case, such developments could have a material adverse effect on the Company's business, results of operations, and financial condition.

As a result of a 2013 purchase agreement with Boeing (the "2013 Boeing Contract"), the 2014 Boeing Contract and other general corporate purposes, Ryanair DAC has raised and expects to continue to raise substantial debt financing, including Ryanair's issuance of €750m in 1.125% unsecured Eurobonds with a 6.5-year tenor in February 2017 that is guaranteed by Ryanair Holdings, and a €750m unsecured (5-year term) syndicated bank loan facility entered into in May 2019. Ryanair's ability to raise unsecured or secured debt to pay for aircraft is subject to potential volatility in the worldwide financial markets. Additionally, Ryanair's ability to raise unsecured or secured debt to pay for aircraft as they are delivered is subject to various conditions imposed by the counterparties and debt markets to such loan facilities and related loan guarantees, and any future financing is expected to be subject to similar conditions. Any failure by Ryanair to comply with such conditions and any failure to raise necessary amounts of unsecured or secured debt to pay for aircraft, would have a material adverse effect on its results of operations and financial condition.

Using the debt capital markets to finance the Company requires the Company to retain its investment grade credit ratings (the Company has a BBB+ (stable) credit rating from both S&P and Fitch Ratings). There is a risk that the Company will be unable, or unwilling, to access these markets if it is downgraded or is unable to retain its investment grade credit ratings and this could lead to a higher cost of finance for Ryanair and a material adverse effect on its results of operations and financial condition.

Ryanair has also entered into significant derivative transactions intended to hedge some of its aircraft acquisition-related debt obligations. These derivative transactions expose Ryanair to certain risks and could have adverse effects on its results of operations and financial condition. See "Item 11. Quantitative and Qualitative Disclosures About Market Risk."

A majority of Ryanair's aircraft and certain parts are sourced from a single supplier; therefore, Ryanair would be materially and adversely affected if such supplier were unable to provide additional equipment or support. Because Ryanair currently sources the majority of its aircraft and many related aircraft parts from Boeing, if Ryanair was unable to acquire additional aircraft from Boeing, or if Boeing was unable or unwilling to make timely deliveries of aircraft or to provide adequate support for its products, Ryanair's operations could be materially and adversely affected. For example, in 2019 certain global aviation regulators and airlines grounded the Boeing 737-MAX-8 in response to accidents involving aircraft flown by Lion Air and Ethiopian Airlines (the "Directives"). It is unclear when or if such Directives will be lifted. As of March 31, 2019, Ryanair has up to 210 (135 firm and 75 options) Boeing 737-MAX-200 on order from Boeing under the 2014 Boeing Contract, and Ryanair had expected, given the planned delivery schedule, to operate approximately 30 of such aircraft by summer 2020. In connection with the Directives, the initial delivery of the Boeing 737-MAX-200 aircraft under the 2014 Boeing Contract has been delayed by Boeing, possibly to between January and February 2020 (subject to U.S. Federal Aviation Administration ("FAA") and EASA certification). There can be no assurances regarding when Ryanair's deliveries of the Boeing 737-MAX-200 will commence. The long-term operational and financial impact of the Directives is uncertain and could negatively affect Ryanair based on a number of factors, including, among others, public perception of the safety of the Boeing 737-MAX-200 (and Boeing aircraft generally), the period of time the ordered aircraft are unavailable and the associated loss of anticipated flight capacity. As such, the Directives and their impact on Boeing have caused, and are expected to continue to cause, significant disruption to Ryanair's customers and financial costs to Ryanair.

The Company's Growth May Expose it to Risks. Ryanair's operations have grown rapidly since it pioneered the low-fares operating model in Europe in the early 1990s. Ryanair intends to continue to expand its fleet and add new destinations and additional flights, with the goal of increasing Ryanair's booked passenger volumes to approximately 200m passengers per annum by March 31, 2024, an increase of approximately 41% from the approximately 142m passengers booked in fiscal year 2019. However, no assurance can be given that this target will be met. If growth in passenger traffic and Ryanair's revenues do not keep pace with the planned expansion of its fleet, Ryanair could suffer from overcapacity and its results of operations and financial condition (including its ability to fund scheduled purchases of the new aircraft and related debt repayments) could be materially adversely affected.

The continued expansion of Ryanair's fleet and operations combined with other factors, may also strain existing management resources and related operational, financial, management information and information technology systems. Expansion will generally require additional skilled personnel, equipment, facilities and systems. An inability to hire skilled personnel or to secure required equipment and facilities efficiently and in a cost-effective manner may have a material adverse effect on Ryanair's ability to achieve its growth plans and sustain or increase its profitability.

Ryanair's New Routes and Expanded Operations May Have an Adverse Financial Impact on its Results. When Ryanair commences new routes, its load factors and fares tend to be lower than those on its established routes and its advertising and other promotional costs tend to be higher, which may result in initial losses that could have a material negative impact on Ryanair's results of operations as well as require a substantial amount of cash to fund. In addition, there can be no assurance that Ryanair's low-fares service will be accepted on new routes. Ryanair also periodically runs special promotional fare campaigns, in particular in connection with the opening of new routes. Promotional fares may have the effect of increasing load factors and reducing Ryanair's yield and passenger revenues on such routes during the periods that they are in effect. Ryanair has significant cash needs as it expands, including the cash required to fund aircraft purchases or aircraft deposits related to the acquisition of aircraft. There can be no assurance that Ryanair will have sufficient cash to make such expenditures and investments, and to the extent Ryanair is unable to expand its route system successfully, its future revenue and earnings growth will in turn be limited. See "—The Company Will Incur Significant Costs Acquiring New Aircraft and Any Instability in the Credit and Capital Markets Could Negatively Impact Ryanair's Ability to Obtain Financing on Acceptable Terms" above.

Ryanair's Continued Growth is Dependent on Access to Suitable Airports; Charges for Airport Access are Subject to Increase. Airline traffic at certain European airports is regulated by a system of grandfathered "slot" allocations. Each slot represents authorization to take-off and land at the particular airport at a specified time. As part of Ryanair's recent strategic initiatives, which include more flights to primary airports, Ryanair is operating to an increasing number of slot coordinated airports, a number of which have constraints at particular times of the day. There can be no assurance that Ryanair will be able to obtain a sufficient number of slots at slot-coordinated airports that it may wish to serve in the future, at the time it needs them, or on acceptable terms. There can also be no assurance that its non-slot constrained bases, or the other non-slot constrained airports Ryanair serves, will continue to operate without slot allocation restrictions in the future. See "Item 4. Information on the Company—Government Regulation—Slots." Airports may impose other operating restrictions such as curfews, limits on aircraft noise levels, mandatory flight paths, runway restrictions, and limits on the number of average daily departures. Such restrictions may limit the ability of Ryanair to provide service to or increase service at such airports.

Ryanair's future growth also materially depends on its ability to access suitable airports located in its targeted geographic markets at costs that are consistent with Ryanair's strategy. Any condition that denies, limits, or delays Ryanair's access to airports it serves or seeks to serve in the future would constrain Ryanair's ability to grow. A change in the terms of Ryanair's access to these facilities or any increase in the relevant charges paid by Ryanair as a result of the expiration or termination of such arrangements and Ryanair's failure to renegotiate comparable terms or rates could have a material adverse effect on the Company's financial condition and results of operations. For additional information, see "Item 4. Information on the Company—Airport Operations—Airport Charges." See also "—The Company Is Subject to Legal Proceedings Alleging State Aid at Certain Airports" below.

Labour Relations Could Expose the Company to Risk. Ryanair announced in December 2017 its decision to recognise trade unions for collective bargaining purposes. Since then, Ryanair has concluded Collective Labour Agreements ("CLA's") with Trade Unions in most of its major markets. The CLA's concluded to date vary by country but include agreements on recognition, seniority, base transfers, promotions, pay and rostering arrangements. Negotiations with unions representing both pilots and cabin crew throughout Europe are continuing and further CLA's are expected to be concluded this year.

As of March 31, 2019, over 99% of Ryanair pilots have already accepted an updated pay deal but there is still the potential for claims from unions to increase pay over and above what has already been agreed. There may be a push for legacy type working conditions which if acceded to could decrease the productivity of pilots, increase costs and have an adverse effect on profitability. Ryanair intends to retain its low fare high people productivity model; however, there may be periods of labour unrest as unions challenge the existing high people productivity model which may have an adverse effect on customer sentiment and profitability.

Ryanair is currently in the process of transitioning from Irish to local contracts of employment in a number of EU countries which could impact on costs, productivity and complexity of the business. Any subsequent decision to switch to lower cost locations could result in redundancies and a consequent deterioration in labour relations.

The Company is Dependent on External Service Providers. Ryanair currently assigns its engine overhauls and "rotable" repairs to outside contractors approved under the terms of Part 145, the European regulatory standard for aircraft maintenance ("Part 145") established by the European Aviation Safety Agency ("EASA"). The Company also assigns its passenger, aircraft and ground handling services at airports (other than Dublin, London Stansted and certain airports in Poland, Spain and Portugal) to established external service providers. See "Item 4. Information on the Company—Maintenance and Repairs—Heavy Maintenance" and "Item 4. Information on the Company—Airport Operations - Airport Handling Services."

The termination or expiration of any of Ryanair's service contracts or any inability to renew them or negotiate replacement contracts with other service providers at comparable rates could have a material adverse effect on the Company's results of operations. Ryanair will need to enter into airport service agreements in any new markets it enters, and there can be no assurance that it will be able to obtain the necessary facilities and services at competitive rates. In addition, although Ryanair seeks to monitor the performance of external parties that provide passenger and aircraft handling services, the efficiency, timeliness, and quality of contract performance by external providers are largely beyond Ryanair's direct control. Ryanair expects to be dependent on such outsourcing arrangements for the foreseeable future.

The Company is Dependent on Key Personnel. Ryanair's success depends to a significant extent upon the efforts and abilities of its senior management team, including Michael O'Leary, the Group CEO, and key financial, commercial, operating, IT and maintenance personnel. See "Item 6. Directors, Senior Management and Employees—Compensation of Directors and Executive Officers—Employment and Bonus Agreement with Mr. O'Leary." Ryanair's success also depends on the ability of its Executive Officers and other members of senior management to operate and manage effectively, both independently and as a group. Although Ryanair's employment agreements with Mr. O'Leary and several of its other Senior Executives contain non-competition and non-disclosure provisions, there can be no assurance that these provisions will be enforceable in whole or in part. Competition for highly qualified personnel is intense, and either the loss of any Executive Officer, senior manager, or other key employee without adequate replacement or the inability to attract new qualified personnel could have a material adverse effect upon Ryanair's business, operating results, and financial condition.

The Company Faces Risks Related to its Internet Reservations Operations and its Elimination of Airport Check-in Facilities. Ryanair's flight reservations are made through its website, mobile app and Global Distribution Systems including Travelport (which operates the Galileo and Worldspan GDS) and Sabre (collectively, the "GDSs") (GDSs). Ryanair has established contingency programs which include hosting its website in multiple locations and having a back-up booking engine available to support its existing booking platform in the event of a breakdown in this facility. Nonetheless, the process of switching over to the back-up engine could take some time and there can be no assurance that Ryanair would not suffer a significant loss of reservations in the event of a major breakdown of its booking engine or other related systems, which, in turn, could have a material adverse effect on Ryanair's operating results or financial condition.

All Ryanair passengers are required to use Internet check-in. Internet check-in is part of a package of measures intended to reduce check-in lines and passenger handling costs and pass on these savings by reducing passenger airfares. Ryanair has deployed this system across its network. Any disruptions to the Internet check-in service as a result of a breakdown in the relevant computer systems or otherwise could have a material adverse impact on these service-improvement and cost-reduction efforts. There can be no assurance, however, that this process will continue to be successful or that consumers will not switch to other carriers that provide standard check-in facilities, which would negatively affect Ryanair's results of operations and financial condition.

The Company is Subject to Legal Proceedings Alleging State Aid at Certain Airports. Formal investigations are ongoing by the European Commission into Ryanair's agreements with the Paris (Beauvais), La Rochelle, Carcassonne, Girona, Reus, Târgu Mures and Montpellier airports, and Ryanair's agreements from 2009 with Frankfurt (Hahn) airport. The investigations seek to determine whether the agreements constitute illegal state aid under EU law. The investigations are currently expected to be completed in 2019, with the European Commission's decisions being appealable to the EU General Court. Between 2010 and 2019, investigations into Ryanair's agreements with the Bratislava, Tampere, Marseille, Berlin (Schönefeld), Aarhus, Dusseldorf (Weeze), Brussels (Charleroi), Alghero, Stockholm (Västerås) and Lübeck airports, and into Ryanair's agreements prior to 2009 with Frankfurt (Hahn) concluded with findings that these agreements contained no state aid. Between 2014 and 2016, the European Commission announced findings of state aid to Ryanair in its arrangements with Pau, Nimes, Angouleme, Altenburg, Zweibrücken, Cagliari and Klagenfurt airports, ordering Ryanair to repay a total of approximately €22.5m of alleged state aid. Ryanair appealed these seven "aid" decisions to the EU General Court. In late 2018, the General Court upheld the Commission's findings regarding Ryanair's arrangements with Pau, Nimes, Angouleme and Altenburg airports, and overturned the Commission's finding regarding Ryanair's arrangement with Zweibrücken airport. Ryanair has appealed these four negative findings to the European Court of Justice. These appeals are expected to take at least two years. The appeal proceedings before the General Court regarding Ryanair's arrangements with Cagliari and Klagenfurt airports are also expected to take approximately two years. In addition to the European Commission investigations, Ryanair is facing an allegation that it has benefited from unlawful state aid in a German court case in relation to its arrangements with Frankfurt (Hahn). Adverse rulings in the above state aid matters could be used as precedents by competitors to challenge Ryanair's agreements with other publicly owned airports and could cause Ryanair to strongly reconsider its growth strategy in relation to public or state-owned airports across Europe. This could in turn lead to a scaling-back of Ryanair's overall growth strategy due to the smaller number of privately owned airports available for development.

No assurance can be given as to the outcome of these legal proceedings, nor as to whether any unfavorable outcomes may, individually or in the aggregate, have a material adverse effect on the results of operations or financial condition of Ryanair.

For additional information, please see "Item 8. Financial Information—Other Financial Information—Legal Proceedings."

The Company Faces Risks Related to Unauthorized Use of Information from the Company's Website. Screenscraper websites gain unauthorized access to Ryanair's website and booking system, extract flight and pricing information and display it on their own websites for sale to customers at prices which may include hidden intermediary fees on top of Ryanair's fares. Ryanair does not allow any such commercial use of its website and objects to the practice of screenscraping also on the basis of certain legal principles, such as database rights and copyright protection, etc. Ryanair is currently involved in a number of legal proceedings against the proprietors of screenscraper websites in Ireland, Germany, The Netherlands, France, Spain, Italy, Switzerland and the U.S.. Ryanair's objective is to prevent any unauthorized use of its website. Ryanair does allow certain companies who operate fare comparison (i.e. not reselling) websites to access its schedule and fare information for the purposes of price comparison provided they sign a licence and use the agreed method to access the data. Ryanair also permits Travelport (trading as Galileo and Worldspan) and Sabre, GDS operators, to provide access to Ryanair's fares to traditional and corporate travel agencies. Ryanair has obtained both favorable and unfavorable rulings in its actions in EU member states against screenscrapers. However, pending the outcome of these legal proceedings and if Ryanair were to be ultimately unsuccessful in them, the activities of screenscraper websites could lead to a reduction in the number of customers who book directly on Ryanair's website and consequently to a reduction in Ryanair's ancillary revenue stream. Also, some customers may be lost to Ryanair once they are presented by a screenscraper website with a Ryanair fare inflated by the screenscraper's intermediary fee. This could also adversely affect Ryanair's reputation as a low-fares airline, which could negatively affect Ryanair's results of operations and financial conditions.

For additional details, see "Item 8. Financial Information—Other Financial Information—Legal Proceedings—Legal Proceedings Against Internet Ticket Touts."

The Irish Corporation Tax Rate Could Rise. The majority of Ryanair Holding's profits are subject to Irish corporation tax at a statutory rate of 12.5%. There remains a risk that the Irish government could increase Irish corporation tax rates above 12.5% in order to repay current or future loans or to increase tax revenues.

At 12.5%, the rate of Irish corporation tax is lower than that applied by most of the other European Union member states, and has periodically been subject to critical comment by the governments of other EU member states. Although the Irish government has repeatedly publicly stated that it will not increase corporation tax rates, there can be no assurance that such an increase in corporation tax rates will not occur.

In the event that the Irish government increases corporation tax rates or changes the basis of calculation of corporation tax from the present basis, any such changes would result in the Company paying higher corporation taxes and would have an adverse impact on Ryanair's cash flows, financial position and results of operations.

Change in EU Regulations in Relation to Employers and Employee Social Insurance Could Increase Costs. European legislation governs the country in which employees and employers must pay social insurance costs. Under the terms of legislation introduced in 2012, employees and employers must pay social insurance in the country where the employee is based. Prior to June 2012, Ryanair paid employee and employer social insurance in the country under whose laws the employee's contract of employment was governed, which was either the U.K. or Ireland. The legislation introduced in 2012 included grandfathering rights whereby existing employees (i.e. those employed prior to the introduction of the new legislation in June 2012) were exempt from the effects of the new legislation for a period of 10 years up until 2022 provided they did not transfer between bases. Each country within the EU has different rules and rates in relation to the calculation of employee and employer social insurance contributions and any increase in the rates of contributions will have a material adverse effect on Ryanair's cash flows, financial position and results of operations.

Ryanair is Subject to Tax Audits. The Company operates in many jurisdictions and is, from time to time, subject to tax audits, which by their nature are often complex and can require several years to conclude. While the Company is of the view that it is tax compliant in the various jurisdictions in which it operates, there can be no guarantee, particularly in the current economic environment, that it will not receive tax assessments following the conclusion of the tax audits. In the event that the Company is unsuccessful in defending its position, it is possible that the effective tax rate, employment and other costs of the Company could materially increase. See "—The Irish Corporation Tax Rate Could Rise" above.

Risks Associated with the euro. The Company is headquartered in Ireland and its reporting currency is the euro. As a result of the uncertainty arising from the Eurozone debt crisis, there was widespread speculation regarding the future of the Eurozone. In addition, following the 2016 Brexit Referendum, the U.K. invoked the declaration required by Article 50 of the Lisbon Treaty to begin the process by which the U.K. will leave the EU. As a result, the pound sterling has been volatile against the euro and could become more volatile as we approach the Brexit date (currently October 31, 2019). Ryanair predominantly operates to/from countries within the Eurozone and has significant operational and financial exposures to the Eurozone that could result in a reduction in the operating performance of Ryanair or the devaluation of certain assets. Ryanair has taken certain risk management measures to minimize any disruptions; however, these risk management measures may be insufficient.

The Company has cash and aircraft assets and debt liabilities that are denominated in euro on its balance sheet. In addition, the positive/negative mark-to-market value of derivative-based transactions are recorded in euro as either assets or liabilities on the Company's balance sheet. Uncertainty regarding the future of the Eurozone could have a materially adverse effect on the value of these assets and liabilities. In addition to the assets and liabilities on Ryanair's balance sheet, the Company has a number of cross currency risks as a result of the jurisdictions of the operating business including non-euro revenues, fuel costs, certain maintenance costs and insurance costs. A strengthening in the value of the euro primarily against U.K. pound sterling and other non-Eurozone currencies such as Polish zloty or a weakening against the U.S. dollar could have a material adverse impact the operating results of the Company.

Recession, austerity and uncertainty in connection with the euro could also mean that Ryanair is unable to grow. The recent European recession, austerity measures still in effect in several European countries and social and political instability associated with the influx of refugees related to the wars in Syria and Afghanistan could mean that Ryanair may be unable to expand its operations due to lack of demand for air travel.

Risks associated with the Company's restructuring. Over the course of fiscal year 2019 and into fiscal year 2020, the Company has undergone a corporate restructuring which resulted in the transition from a single airline operating model (i.e. Ryanair DAC) to an airline modeled through five entities: Ryanair DAC, Ryanair Sun (to be rebranded as Buzz in late 2019), Laudamotion GmbH ("Laudamotion"), Ryanair U.K. and, in June 2019, Malta Air Limited ("Malta Air" and, collectively the "Airline Entities").

The cost of implementing these plans has been material, and the Company may continue to incur additional material expenses in relation thereto. In addition, the implementation of the changes involves a number of risks related to both the revised structure and also the process of transition to such new structure. For example:

- Increased costs and complexity related to establishing and maintaining intra-company agreements for management, funding, shared services and customer support between the Airline Entities;
- Increased costs and complexity related to compliance with the applicable regulatory authorities and legal regimes governing each Airline Entity;
- Operational risks related to the addition of Airbus aircraft to the Company's predominantly Boeing fleet, including impacts related to expanding the Company's aircraft maintenance programs;
- Development and implementation of consistent and efficient operating models across the Airline Entities; and
- Potential accounting consequences, including tax costs, as a result of asset transfers in connection with the restructuring.

As a result, the implementation of the restructuring could have a material adverse effect on the Company's business, its financial condition, results of operations and prospects.

Entry into service of the Boeing 737-MAX-200. Ryanair has 135 Boeing 737-MAX-200 aircraft on firm order from Boeing. These aircraft were originally due to commence delivery in April 2019. However, an airworthiness directive from the FAA has grounded the Boeing 737-MAX-8 aircraft until further notice. Due to its larger seat density and the addition of two additional emergency doors, the Boeing 737-MAX-200 will require a unique certification permit from the FAA and EASA prior to its release to service. There can be no assurance that the 737-MAX-8 and the 737-MAX-200 will receive FAA and EASA regulatory approval or on what date any such approval will be granted.

There also can be no assurance that EASA will not, now or in the future, apply additional maintenance and/or, simulator training in relation to the operation of the 737-MAX-200 aircraft, that will materially increase the cost of operating this aircraft type. In addition, should any negative public perception develop in relation to the safety of the Boeing 737-MAX aircraft series, Ryanair's growth plans and profitability could be materially adversely affected.

Risks Related to the Airline Industry

The Airline Industry Is Particularly Sensitive to Changes in Economic Conditions: A Continued Recessionary Environment Would Negatively Impact Ryanair's Result of Operations. Ryanair's operations and the airline industry in general are sensitive to changes in economic conditions. Unfavorable economic conditions such as government austerity measures, the uncertainty relating to the Eurozone and the U.K. following Brexit, high unemployment rates, constrained credit markets and increased business operating costs could lead to reduced spending by both leisure and business passengers. Unfavorable economic conditions, such as the conditions persisting as of the date hereof, also tend to impact Ryanair's ability to raise fares to counteract increased fuel and other operating costs. A continued recessionary environment, combined with austerity measures by European governments and increased Brexit-related uncertainty in the U.K., will likely negatively impact Ryanair's operating results. It could also restrict the Company's ability to grow passenger volumes, secure new airports and launch new routes and bases, and could have a material adverse effect on its financial results.

The Introduction of Government/Environmental Taxes on Travel Could Damage Ryanair's Ability to Grow and Could Have a Material Adverse Impact on Operations. Travel taxes are levied on a per passenger basis in a number of Ryanair markets. In the U.K., Air Passenger Duty (APD) is charged at £13 per adult passenger. In Germany there is an air passenger tax of €7.50. Similar taxes exist in Morocco (€9), Norway (NOK80), Sweden (SEK60), Italy (municipal taxes of €6.50) and Austria (€3.50). These taxes are levied as a flat amount per departing passenger and account for a higher percentage when applied to low fares. In Ryanair's experience the imposition of travel taxes reduces the growth potential of a market as fares do not increase by the amount of the tax. In most markets transfer passengers are exempt from these taxes and as a result they distort the market by giving an unfair subsidy to inefficient high cost airlines who operate connecting flight networks.

Other governments have also introduced or may introduce similar taxes, including additional environmental air travel levies such as the proposed French departure tax of €1.50 for flights within the EU announced in July 2019. See "Item 4. Information on the Company—Airport Operations—Airport Charges." The introduction of government taxes on travel has had a negative impact on passenger volumes, particularly given the current period of decreased economic activity. The introduction of further government taxes on travel across Europe could have a material adverse effect on Ryanair's financial results.

Political uncertainty and an increase in trade protectionism could have a material adverse effect on Ryanair's business, results of operation and financial condition. The current U.S. administration has voiced strong concerns about imports from countries that it perceives as engaging in unfair trade practices, and has imposed tariffs on certain goods imported into the United States and raised the possibility of imposing significant, additional tariff increases. The announcement of unilateral tariffs on imported products by the U.S. has triggered retaliatory actions from certain foreign governments and may trigger retaliatory actions by other foreign governments, potentially resulting in a "trade war". Certain foreign governments have instituted or are considering imposing trade sanctions on certain U.S. goods. Others are considering the imposition of sanctions that will deny U.S. companies access to critical raw materials. These measures could increase the price of goods and services globally and may affect Ryanair, which has exposure, either directly or indirectly, to certain raw materials, including steel used for aircraft it purchases and jet fuel. A "trade war" of this nature or other governmental action related to tariffs or international trade agreements could have a material adverse effect on demand for Ryanair's services, its costs, customers, suppliers and/or the Irish, EU, U.S. or world economy or certain sectors thereof and, thus, Ryanair's business and financial results.

The Company is Substantially Dependent on Discretionary Air Travel. Because a substantial portion of airline travel (both business and personal) is discretionary and because Ryanair is substantially dependent on discretionary air travel, any prolonged general reduction in airline passenger traffic could have a material adverse effect on the Company's profitability or financial condition. Similarly, any significant increase in expenses related to security, insurance or related costs could have a material adverse effect on the Company's profitability or financial condition. As a consequence, any future aircraft safety incidents (particularly involving other low-fare airlines or aircraft models flown by Ryanair), changes in public opinion regarding the environmental impacts of air travel, terrorist attacks in Europe, the U.S. or elsewhere, significant military actions by the United States or EU nations, or any related economic downturn may have a material adverse effect on demand for air travel and thus on Ryanair's business, operating results, and financial condition. See "—The Company is Dependent on the Continued Acceptance of Low-fares Airlines."

EU Regulation on Passenger Compensation Could Significantly Increase Related Costs. EU Regulation (EC) No. 261/2004 requires airlines to compensate passengers (holding a valid ticket) who have been denied boarding or whose flight has been cancelled or delayed more than 3 hours on arrival. The regulation calls for compensation of €250, €400, or €600 per passenger, depending on the length of the flight and the cause for the cancellation or delay, i.e. whether it is caused by "extraordinary circumstances". As Ryanair's average flight length is less than 1,500 km – the upper limit for short-haul flights – the amount payable is generally €250 per passenger. Passengers subject to flight delays over two hours are also entitled to "assistance," including meals, drinks and telephone calls, as well as hotel accommodation if the delay extends overnight. For delays of over five hours, the airline is also required to offer the option of a refund of the cost of the unused ticket. There can be no assurance that the Company will not incur a significant increase in costs in the future due to the impact of this regulation if Ryanair experiences a large number of delays or cancelled flights, which could occur as a result of certain types of events beyond its control. Further, recently courts in several jurisdictions have been narrowing the definition of the term "extraordinary circumstances", thus allowing increased consumer claims for compensation. In September 2015, the Court of Justice of the EU, in Van der Lans v KLM, held that airlines are required to provide compensation to passengers even in the event of a flight cancellation on account of unforeseen technical defects. Further, in April 2018, the Court of Justice of the EU found in Krusemann v TUIfly that "wildcat" strikes which stem from restructuring measures taken by an air carrier do not constitute extraordinary circumstances. Ryanair considers that the union-led strikes which it experienced during 2018 can be differentiated from the Krusemann case, because it believes the union-led strikes were beyond Ryanair's control and did not stem from a decision taken by Ryanair, but there is a risk that courts may find differently. See "—Risks Related to the Airline Industry— Extreme Weather Events Could Affect the Company and Have a Material Adverse Effect on the Company's Results of Operations" below.

Under the terms of Regulation (EC) No. 261/2004, described above, in addition to the payment of compensation, Ryanair has certain duties to passengers whose flights are cancelled. In particular, Ryanair is required to reimburse passengers who have had their flights cancelled for certain reasonable, documented expenses – primarily for accommodation and food. Passengers must also be given a re-routing option if their flight is delayed over three hours or if it is cancelled. Such re-routing options are not limited to Ryanair flights and other carriers must be considered if no suitable Ryanair flight can be sourced. If a passenger elects for a refund, Ryanair's re-routing obligations cease.

Environmental Regulation such as EU Regulation of Emissions Trading Will Increase Costs. Many aspects of Ryanair's operations are subject to increasingly stringent national and international laws, regulations and levies protecting the environment, including those relating to carbon emissions, clean water, management of hazardous materials and climate change. Compliance with existing and future environmental laws, regulations and levies can require significant expenditures, and violations can lead to significant fines, penalties and reputational damage.

In particular, the EU Emissions Trading Scheme ("ETS"), is a cap-and-trade system for CO_2 emissions to encourage industries to improve their CO_2 efficiency. Under the legislation, airlines are granted initial CO_2 allowances based on historical performance and a CO_2 efficiency benchmark. Any shortage of allowances has to be purchased in the open market and/or at government auctions. The cost of such allowances increased significantly during fiscal year 2019 and has continued to rise in the fiscal year 2020. There can be no assurance that Ryanair will be able to obtain sufficient carbon credits or that the cost of the credits will not have a material adverse effect on the Company's business, operating results, and financial condition.

Extreme Weather Events Could Affect the Company and Have a Material Adverse Effect on the Company's Results of Operations. In 2010 and 2011 a significant portion of the airspace over northern Europe was closed by authorities as a result of safety concerns presented by emissions of ash from an Icelandic volcano, which resulted in the cancellation of a significant number of flights.

Extreme weather events may happen again and could lead to further significant flight cancellation costs which could have a material adverse impact on the Company's financial condition and results of operations. Furthermore, the occurrence of such events and the resulting cancellations due to the closure of airports could also have a material adverse effect on the Company's financial performance indirectly, as a consequence of changes in the public's willingness to travel within Europe due to the risk of flight disruptions.

Any Significant Outbreak of any Airborne Disease Could Significantly Damage Ryanair's Business. Worldwide, there has, from time to time, been substantial publicity in recent years regarding certain potent influenza viruses and other disease epidemics. Publicity of this type may have a negative impact on demand for air travel in Europe. Past outbreaks of MERS, SARS, foot-and-mouth disease, avian flu, swine flu and the Zika virus have adversely impacted the travel industries, including aviation, in certain regions of the world, including Europe. The Company believes that if any influenza or other pandemic becomes severe in Europe, its effect on demand for air travel in the markets in which Ryanair operates could be material, and it could therefore have a significantly adverse effect on the Company's financial performance. A severe outbreak of swine flu, MERS, SARS, foot-and-mouth disease, avian flu or another pandemic or livestock-related disease may also result in European or national authorities imposing restrictions on travel, further damaging Ryanair's business. A serious pandemic could therefore severely disrupt Ryanair's business, resulting in the cancellation or loss of bookings, and adversely affecting Ryanair's financial condition and results of operations.

The Company is Dependent on the Continued Acceptance of Low-fares Airlines. In past years, accidents or other safety-related incidents involving certain other low-fares airlines have had a negative impact on the public's acceptance of such airlines. Any adverse event potentially relating to the safety or reliability of low-fares airlines (including accidents or negative reports from regulatory authorities) could adversely impact the public's perception of, and confidence in, low-fares airlines like Ryanair (regardless of Ryanair's own safety record), and could have a material adverse effect on Ryanair's financial condition and results of operations. In particular, an accident or other safety-related incident involving an aircraft operated by another airline of the same model or manufacturer as operated by Ryanair could have a material adverse effect on Ryanair if such accident or other safety-related incident resulted in actions or investigations by global aviation authorities or created a public perception that Ryanair's operations are not safe or reliable, or are less safe or reliable than other airlines. Such regulatory actions and/or public perceptions could, in turn, result in adverse publicity for Ryanair, cause harm to Ryanair's brand and reduce travel demand on Ryanair's flights, resulting in a material adverse effect on the Company's financial condition and results of operations. For additional information, see "—Risks Related to the Company—A majority of Ryanair's aircraft and certain parts are sourced from a single supplier; therefore, Ryanair would be materially and adversely affected if such supplier were unable to provide additional equipment or support."

The Company Faces the Risk of Loss and Liability. Ryanair is exposed to potential catastrophic losses that may be incurred in the event of an aircraft accident or terrorist incident. Any such accident or incident could involve costs related to the repair or replacement of a damaged aircraft and its consequent temporary or permanent loss from service. In addition, an accident or incident could result in significant legal claims against the Company from injured passengers and others who experienced injury or property damage as a result of the accident or incident, including ground victims. Ryanair currently maintains passenger liability insurance, employer liability insurance, aircraft insurance for aircraft loss or damage, and other business insurance in amounts per occurrence that are consistent with industry standards.

Ryanair currently believes its insurance coverage is adequate (although not comprehensive). However, there can be no assurance that the amount of insurance coverage will not need to be increased, that insurance premiums will not increase significantly, or that Ryanair will not be forced to bear substantial losses from any accidents not covered by its insurance. Airline insurance costs increased dramatically following the September 2001 terrorist attacks on the United States. See "The Company is Substantially Dependent on Discretionary Air Travel" above. Substantial claims resulting from an accident in excess of related insurance coverage could have a material adverse effect on the Company's results of operations and financial condition. Moreover, any aircraft accident, even if fully insured, could lead to the public perception that Ryanair's aircraft were less safe or reliable than those operated by other airlines, which could have a material adverse effect on Ryanair's business.

EU Regulation No. 2027/97, as amended by Regulation No. 889/2002, governs air carrier liability. See "Item 4. Information on the Company—Insurance" for details of this regulation. This regulation increased the potential liability exposure of air carriers such as Ryanair. Although Ryanair has extended its liability insurance to meet the requirements of the regulation, no assurance can be given that other laws, regulations, or policies will not be applied, modified or amended in a manner that has a material adverse effect on Ryanair's business, operating results, and financial condition.

Airline Industry Margins are Subject to Significant Uncertainty. The airline industry is capital intensive and is characterized by high fixed costs and by revenues that generally exhibit substantially greater elasticity than costs. Although fuel accounted for approximately 36% of total operating expenses in fiscal year 2019, management anticipates that this percentage may vary significantly in future years. See "—Changes in Fuel Costs and Availability Affect the Company's Results" above. The operating costs of each flight do not vary significantly with the number of passengers flown, and therefore, a relatively small change in the number of passengers, fare pricing, or traffic mix could have a disproportionate effect on operating and financial results. Accordingly, a relatively minor shortfall from expected revenue levels could have a material adverse effect on the Company's growth or financial performance. See "Item 5. Operating and Financial Review and Prospects." The very low marginal costs incurred for providing services to passengers occupying otherwise unsold seats are also a factor in the industry's high susceptibility to price discounting. See "Risks Related to the Company—The Company Faces Significant Price and Other Pressures in a Highly Competitive Environment" above.

Safety-Related Undertakings Could Affect the Company's Results. Aviation authorities in Europe and the United States periodically require or suggest that airlines implement certain safety-related procedures on their aircraft. In recent years, the FAA and EASA have required a number of such procedures with regard to Boeing 737 aircraft, including major modifications to implement changes to the take-off configuration warning lights, cabin pressurization system, pitot system heating, CFM fan blade nondestructive testing (NDT) on certain production CFM-56 engines, fuel tank boost pump electrical arcing protection, and the European Commission's Datalink mandate. Additionally, global aviation authorities are currently undertaking certain safety reviews of the Boeing 737-MAX-8 as a result of the grounding of such aircraft due to safety concerns in March 2019, which has delayed the delivery of 737-MAX-200 aircraft ordered from Boeing. Ryanair's policy is to implement any required safety procedures in accordance with FAA and EASA guidance and to perform such procedures in close collaboration with Boeing. To date, all such procedures have been conducted as part of Ryanair's standard maintenance program and have not interrupted flight schedules nor required any material increases in Ryanair's maintenance expenses. However, there can be no assurance that the FAA and EASA or other regulatory authorities will not recommend or require other safety-related undertakings or that such undertakings would not adversely impact Ryanair's operating results or financial condition.

There also can be no assurance that new regulations will not be implemented in the future that would apply to Ryanair's aircraft and result in an increase in Ryanair's cost of maintenance, delays in the delivery of aircraft or other costs beyond management's current estimates. In addition, should Ryanair's aircraft cease to be sufficiently reliable or should any public perception develop that Ryanair's aircraft are less than completely reliable, Ryanair's business could be materially adversely affected.

Risks Related to Ownership of the Company's Ordinary Shares or ADRs

EU Rules Impose Restrictions on the Ownership of Ryanair Holdings' Ordinary Shares by Non-EU Nationals, and the Company has Instituted a Ban on the Purchase of Ordinary Shares by Non-EU Nationals. EU Regulation No. 1008/2008 requires that, in order to obtain and retain an operating license, an EU air carrier must be majority-owned and effectively controlled by EU nationals. The Board of Directors of Ryanair Holdings is given certain powers under Ryanair Holdings' articles of association (the "Articles") to take action to ensure that the number of Ordinary Shares held in Ryanair Holdings by non-EU nationals ("Affected Shares") does not reach a level that could jeopardize the Company's entitlement to continue to hold or enjoy the benefit of any license, permit, consent, or privilege which it holds or enjoys and which enables it to carry on business as an air carrier. The Directors, from time to time, set a "Permitted Maximum" on the number of the Company's Ordinary Shares that may be owned by non-EU nationals at such level as they believe will comply with EU law. The Permitted Maximum is currently set at 49.9%. In addition, under certain circumstances, the Directors can take action to safeguard the Company's ability to operate by identifying those Ordinary Shares, ADSs or Affected Shares which give rise to the need to take action and treat such Ordinary Shares, the American Depositary Receipts ("ADRs") evidencing such ADSs, or Affected Shares as "Restricted Shares."

The Board of Directors may, under certain circumstances, deprive holders of Restricted Shares of their rights to attend, vote at, and speak at general meetings, and/or require such holders to dispose of their Restricted Shares to an EU national within as little as 21 days. The Directors are also given the power to transfer such Restricted Shares themselves if a holder fails to comply. In 2002, the Company implemented measures to restrict the ability of non-EU nationals to purchase Ordinary Shares, and non-EU nationals are currently effectively barred from purchasing Ordinary Shares, and will remain so for as long as these restrictions remain in place. There can be no assurance that these restrictions will ever be lifted. Additionally, these foreign ownership restrictions could result in Ryanair's exclusion from certain stock tracking indices. Any such exclusion may adversely affect the market price of the Ordinary Shares and ADRs. Since April 2012, the Company has had the necessary authorities in place to repurchase ADRs as part of its general authority to repurchase up to 10% of the issued share capital in the Company. See "Item 10. Additional Information—Limitations on Share Ownership by Non-EU Nationals" for a detailed discussion of restrictions on share ownership and the current ban on share purchases by non-EU nationals.

In light of the uncertainty surrounding Brexit, on 8 March 2019 the Board of Directors passed a number of resolutions which will become effective from the date on which U.K. nationals cease to qualify as nationals of Member States for the purposes of Article 4 of EU Regulation No. 1008/2008 ("Hard Brexit Day"). In accordance with the powers delegated to the Board of Directors pursuant to the Articles, the Board has resolved that with effect from Hard Brexit Day:

(i) All Ordinary Shares and Depositary Shares held by or on behalf of non-EU (including U.K.) shareholders will be treated as "Restricted Shares" (within the meaning of the Articles);

(ii) Restricted Share Notices will be issued to the registered holder(s) of each Restricted Share, specifying that the holder(s) of such shares shall not be entitled to attend, speak or vote at any general meeting of the Company for so long as those shares are treated as Restricted Shares;

(iii) Notwithstanding the powers vested in the chairman of general meetings of the Company pursuant to Article 41(J)(i) of the Articles, the chairman will not vote any Restricted Shares at any meeting of the Company.

Licensing authorities in Austria, Ireland and Poland have confirmed respectively in the case of Laudamotion, Ryanair DAC and Ryanair Sun that these resolutions ensure that the Company's subsidiaries will remain complaint with EU Regulation No. 1008/2008 should Hard Brexit Day occur. These resolutions will remain in place until the Board determines that the ownership and control of the Company is no longer such that there is any risk to the airline licences held by the Company's subsidiaries pursuant to EU Regulation No. 1008/2008. For the avoidance of doubt, the prohibition (referred to in the second paragraph of this section) on non-EU nationals acquiring Ordinary Shares in Ryanair Holdings plc, as announced by the Company on 5 February 2002, continues to apply. Consequently, with effect from Hard Brexit Day, U.K. nationals will not be permitted to acquire Ordinary Shares in the Company. In addition, in order to provide contingency in the event of disruption to existing traffic rights on Brexit, in December 2018 the Company's subsidiary, Ryanair U.K., secured a U.K. AOC.

As of June 30, 2019, ADRs accounted for approximately 44.3% of Ryanair Holdings' issued ordinary shares (assuming conversion of all outstanding ADRs into Ordinary Shares).

Holders of Ordinary Shares are Currently Unable to Convert those Shares into ADRs. In an effort to increase the percentage of its share capital held by EU nationals, on June 26, 2001, Ryanair Holdings instructed The Bank of New York Mellon, the depositary for its ADR program (the "Depositary"), to suspend the issuance of new ADRs in exchange for the deposit of Ordinary Shares until further notice. Holders of Ordinary Shares cannot convert their Ordinary Shares into ADRs during this suspension, and there can be no assurance that the suspension will ever be lifted. See also "—EU Rules Impose Restrictions on the Ownership of Ryanair Holdings' Ordinary Shares by Non-EU nationals and the Company has Instituted a Ban on the Purchase of Ordinary Shares by Non-EU Nationals" above.

The Company's Results of Operations May Fluctuate Significantly. The Company's results of operations have varied significantly from quarter to quarter, and management expects these variations to continue. See "Item 5. Operating and Financial Review and Prospects—Seasonal Fluctuations." Among the factors causing these variations are the airline industry's sensitivity to general economic conditions, the seasonal nature of air travel, accounting standards in relation to the timing of recognition of revenue and trends in airlines' costs, especially fuel costs. Because a substantial portion of airline travel (both business and personal) is discretionary, the industry tends to experience adverse financial results during general economic downturns. The Company is substantially dependent on discretionary air travel.

The trading price of Ryanair Holdings' Ordinary Shares and ADRs may be subject to wide fluctuations in response to quarterly variations in the Company's operating results and the operating results of other airlines. In addition, the global stock markets from time to time experience extreme price and volume fluctuations that affect the market prices of many airline company stocks. These broad market fluctuations may materially adversely affect the market price of the Ordinary Shares and ADRs.

Ryanair Holdings May or May Not Pay Dividends. Since its incorporation in 1996, Ryanair Holdings, has only occasionally declared special dividends on both its Ordinary Shares and ADRs. Ryanair Holdings' ability to pay dividends in the future will be dependent on the financial performance of the Company and there is no guarantee that any further dividends will be paid. See "Item 8. Financial Information—Other Financial Information—Dividend Policy." As a holding company, Ryanair Holdings does not have any material assets other than its shares in the Company's operating airlines and in other entities within the Ryanair Holdings group structure.

Increased Costs for Possible Future ADR and Share Repurchases. As the ADRs have historically traded on the NASDAQ Stock Market ("NASDAQ") at a premium compared to Ordinary Shares, the inclusion of ADRs in buy-back programs may result in increased costs in performing share buy-backs. Over the past five years the Company has repurchased shares as follows:

Fiscal Year	Ordinary Shares M'	Ordinary Shares Underlying ADR M'	Total Share M'	Total Spent €'M	Average Price per Share €
2015	10.9	—	10.9	112	10.28
2016	33.8	19.9	53.7	706	13.15
2017	50.7	21.6	72.3	1,018	14.08
2018	44.7	2.0	46.7	829	17.75
2019	37.8	—	37.8	561	14.84

Item 4. *Information on the Company*

INTRODUCTION

Ryanair Holdings was incorporated in 1996 as a holding company for Ryanair Limited, now known as Ryanair Designated Activity Company ("DAC"). The latter operates a low fare, scheduled-passenger airline serving short- haul, point-to-point routes mainly within Europe. In fiscal year 2019, the Company set up Ryanair Sun (a Polish charter and scheduled passenger airline with a Polish AOC), acquired Laudamotion (an Austrian scheduled passenger airline with an Austrian AOC), and set-up Ryanair U.K. (with a U.K. AOC). In June 2019, Malta Air became the fifth airline in the Ryanair Group. See "Item 5. Operating and Financial Review and Prospects—History" for detail on the history of the company. As of June 30, 2019, Ryanair had a principal fleet of over 455 Boeing 737 aircraft and 20 Airbus A320 aircraft, and offered over 2,500 scheduled short-haul flights per day serving over 200 airports (including 86 bases) largely throughout Europe. See Item 4. "Route System, Scheduling and Fares—Route System and Scheduling" for more details of Ryanair's route network. See "Item 5. Operating and Financial Review and Prospects—Seasonal Fluctuations" for information about the seasonality of Ryanair's business.

Ryanair recorded a profit on ordinary activities after taxation of €885.0m in fiscal year 2019, as compared with a profit of €1,450.2m in fiscal year 2018. This 39% decrease was primarily attributable to lower fares due to over-capacity in European short-haul, a 28% increase in fuel costs, a 33% increase in staff costs and a €139.5m start-up loss in Laudamotion. Ryanair generated an average booked passenger load factor of approximately 96% in fiscal year 2019, compared to 95% in fiscal year 2018, and average booked passenger fare of €37.18 per passenger in fiscal year 2019, down from €39.40 in the prior fiscal year. The Company has focused on maintaining low operating costs (€47.02 per passenger in fiscal year 2019, an increase from €42.08 in fiscal year 2018).

Management believes that the market's acceptance of Ryanair's low-fares service is reflected in the "Ryanair Effect" – Ryanair's history of stimulating significant annual passenger traffic growth on the routes where it commences service. For example, the number of scheduled airline passengers traveling on Ryanair routes increased from 0.7 million passengers in 1991 to 142.1 million passengers in fiscal year 2019. Most international routes Ryanair has begun serving have recorded significant traffic growth in the period following Ryanair's commencement of service, with Ryanair typically capturing the largest portion of such growth on each route. A variety of factors contributed to this increase in air passenger traffic, including the development of the Irish, U.K., and European economies in past years. However, management believes that the most significant factors driving such growth across all its European routes have been Ryanair's low-fares policy and its favorable results compared to many competitors in terms of flight punctuality, levels of lost baggage, and rates of flight cancellations.

The address of Ryanair Holdings' registered office is: c/o Ryanair DAC, Dublin Office, Airside Business Park, Swords, County Dublin, K67 NY94, Ireland. The Company's contact person regarding this Annual Report on Form 20-F is: Neil Sorahan, Chief Financial Officer (same address as above). The telephone number is +353-1-945-1212 and facsimile number is +353-1-945-1213. Under its current Articles, Ryanair Holdings has an unlimited corporate duration.

STRATEGY

Ryanair's objective is to establish itself as Europe's biggest scheduled passenger airline group, through continued improvements and expanded offerings of its low-fares service. In the highly challenging current operating environment, Ryanair seeks to offer low fares that generate increased passenger traffic while maintaining a continuous focus on cost-containment and operating efficiencies. The key elements of Ryanair's long-term strategy are:

Low Fares. Ryanair's low fares are designed to stimulate demand, particularly from fare-conscious leisure and business travelers who might otherwise use alternative forms of transportation or choose not to travel at all. Ryanair sells seats on a one-way basis, thus eliminating minimum stay requirements from all travel on Ryanair scheduled services. Ryanair sets fares on the basis of the demand for particular flights and by reference to the period remaining to the date of departure of the flight, with higher fares typically charged on flights with higher levels of demand and for bookings made nearer to the date of departure. Ryanair also periodically runs special promotional fare campaigns. See Item 4. "Route System, Scheduling and Fares—Widely Available Low Fares" below.

Customer Service. Ryanair's strategy is to deliver the best customer service performance in its peer group. According to airlines' own published statistics, Ryanair delivers industry leading punctuality (target >90%) and fewer lost bags than its peer group in Europe. Ryanair achieves this by focusing strongly on the execution of these services. Ryanair conducts a daily conference call with airport personnel at each of its base airports, during which the reasons for each "first wave" flight delay and baggage short-shipment are discussed in detail and logged to ensure that the root cause is identified and rectified. Subsequent (consequential) delays and short shipments are investigated by Ryanair ground operations personnel. Customer satisfaction is also measured by regular online, "mystery-passenger" and "by passenger" surveys.

Ryanair is continuously implementing new strategic initiatives that are expected to improve its customer service offering. In recent years, Ryanair introduced a series of customer-service related initiatives under the AGB customer experience program, including an easy-to-navigate website, a mobile app, reduced penalty fees, allocated seating, security fast track at selected airports and more customer-friendly baggage allowances and change flight policies. Ryanair has also introduced several important products and bundles that improve its offering to customers. Ryanair Groups is a dedicated booking service designed for groups travelling together. Furthermore, these customer-service related initiatives include scheduling more flights to primary airports, selling flights via travel agents on GDS, marketing spending to support these initiatives, and adjusting the airline's yield management strategy with the goal of increasing load factors and yield.

Frequent Point-to-Point Flights on Short-Haul Routes. Ryanair provides frequent point-to-point service on short-haul routes. In fiscal year 2019, Ryanair flew an average route length of 774 miles and an average flight duration of approximately 1.9 hours. Short-haul routes allow Ryanair to offer its low fares and frequent service, while eliminating the need to provide unnecessary "frills," like free in-flight meals and movies, otherwise expected by customers on longer flights. Point-to-point flying (as opposed to hub-and-spoke service) allows Ryanair to offer direct, non-stop routes and avoid the costs of providing "through service," for connecting passengers, including baggage transfer and transit passenger assistance.

Low Operating Costs. Management believes that Ryanair's operating costs are among the lowest of any European scheduled-passenger airline group. Ryanair strives to reduce or control four of the primary expenses involved in running a major scheduled airline: (i) aircraft equipment and finance costs; (ii) personnel costs; (iii) customer service costs; and (iv) airport access and handling costs:

(i) Aircraft Equipment and Finance Costs. Ryanair currently operates "next generation" Boeing 737-800s and expects to commence operating the updated Boeing 737-MAX-200 aircraft in fiscal year 2020. The operation of primarily a single aircraft type (mainly B737s) enables Ryanair to limit the costs associated with personnel training, maintenance, and the purchase and storage of spare parts while also affording the Company greater flexibility in the scheduling of crews and equipment. Management also believes that the terms of Ryanair's contracts with Boeing are very favorable to Ryanair. The strength of Ryanair's balance sheet and cashflows also enables the group to lease aircraft at attractive rates (such as the A320s leased by Laudamotion). See Item 4. "Aircraft" below for additional information on Ryanair's fleet. The Company has a BBB+ (stable) rating from both S&P and Fitch Ratings (see Item 3. "The Company Will Incur Significant Costs Acquiring New Aircraft and Any Instability in the Credit and Capital Markets Could Negatively Impact Ryanair's Ability to Obtain Financing on Acceptable Terms" above) and can raise inexpensive unsecured debt in the Capital Markets. The Company also finances aircraft from its strong cashflows.

(ii) Personnel Costs. Ryanair endeavors to control its labor costs through incentivizing high productivity. Compensation for personnel emphasizes productivity-based pay incentives. These incentives include sales bonus payments for onboard sales of products for cabin crew and payments based on the number of hours or sectors flown by pilots and cabin crew within strict limits set by industry standards or regulations fixing maximum working hours.

(iii) Customer Service Costs. Ryanair has entered into agreements with external contractors at certain airports for ticketing, passenger and aircraft handling, and other services that management believes can be more cost-efficiently provided by third parties. Ryanair negotiates competitive rates for such services by negotiating fixed-price, multi-year contracts. The development of its own Internet booking facility has allowed Ryanair to eliminate travel agent commissions. As part of its strategic initiatives, and the AGB customer experience program, the Company has broadened its distribution base by making Ryanair's fares available to Travelport (trading as Galileo and Worldspan) and Sabre at nominal cost to the Company. Direct sales via the Ryanair website and mobile app continues to be the prime generator of scheduled passenger revenues.

(iv) Airport Access and Handling Costs. Ryanair prioritizes airports that offer competitive prices. Ryanair's record of delivering a consistently high volume of passenger traffic growth at many airports has allowed it to negotiate favorable growth contracts with such airports, although the recent change in strategy by the Company has seen it access more primary airports, which typically have higher airport charges and greater competition along with slot limitations. Secondary and regional airports also generally do not have slot requirements or other operating restrictions that can increase operating expenses and limit the number of allowed take-offs and landings. Ryanair endeavors to reduce its airport charges by opting, when practicable, for less expensive gate locations as well as outdoor boarding stairs, rather than jetways, which are more expensive and operationally less efficient to use. Ryanair requires all passengers to check-in on the Internet, which reduces waiting times at airports and speeds a passenger's journey from arrival at the airport to boarding, as well as significantly reducing airport handling costs. Ryanair has also introduced a checked-bag fee, which is payable on the Internet at the time of booking or post booking and is aimed at reducing the number of bags carried by passengers in order to further reduce handling costs. See "Item 3. Risk Factors—Risks Related to the Company—The Company Faces Risks Related to its Internet Reservations Operations and its Elimination of Airport Check-in Facilities."

Taking Advantage of the Internet. Ryanair's reservation system operates under a hosting agreement with Navitaire which currently extends to November 2025. As part of the implementation of the reservation system, Navitaire developed an Internet booking facility. The Ryanair system allows Internet users to access its host reservation system and to make and pay for confirmed reservations in real time through the Ryanair.com website. The Company also has a mobile app which makes it simpler and easier for customers to book Ryanair flights. The website and app also offer customers the ability to add additional ancillary products on day of travel (e.g. bags, priority boarding and fast track). Ryanair has continued to invest in its website with the key features being personalization, a "My Ryanair" account, easier booking flow, more content, faster, intuitive and fully responsive for mobile devices. The "My Ryanair" registration service, which allows customers to securely store their personal and payment details, has also significantly quickened the booking process and made it easier for customers to book a flight. Membership of "My Ryanair" is automatic for all bookings. Ryanair will endeavor to continue to improve its website and mobile app through a series of ongoing upgrades.

Commitment to Safety and Quality Maintenance. Safety is the primary priority of Ryanair. This commitment begins with the hiring and training of Ryanair's pilots, flight attendants, and maintenance personnel and includes a policy of maintaining its aircraft in accordance with the highest European industry standards. Ryanair has not had a single passenger or flight crew fatality as a result of an accident with one of its aircraft in its 34-year operating history. Although Ryanair seeks to maintain its fleet in a cost-effective manner, management does not seek to extend Ryanair's low-cost operating strategy to the areas of safety, maintenance, training or quality assurance. Routine aircraft maintenance and repair services are performed primarily by Ryanair, at Ryanair's main bases, but are also performed at other base airports by maintenance contractors approved under the terms of an EASA Part 145 approval. Ryanair currently performs the majority of heavy airframe maintenance in-house, but contracts with other parties who perform engine overhaul services and rotable repairs. Ryanair also outsources some heavy maintenance activity. These contractors also provide similar services to a number of other airlines, including Southwest Airlines, British Airways, Air France, Alitalia, Turkish Airlines, Norwegian Airlines, Aer Lingus and SAS.

Enhancement of Operating Results through Ancillary Services. Ryanair distributes accommodation services and travel insurance primarily through its website. For accommodation services (hotels, B&Bs, apartments, hostels, etc.), Ryanair currently has a contract with five providers (Hotels.com, Hotelopia.com, HRS.com, Ryanair Rooms Direct and Hostelsclub) to market hotels and other accommodation offerings during and after the booking process. Ryanair also offers airport transfers and car park services through its website and on board its aircraft. Ryanair offers car hire services via a contract with CarTrawler. Ancillary revenues accounted for approximately 32% of Ryanair's total operating revenues in fiscal year 2019 and approximately 28% of Ryanair's total operating revenues in fiscal year 2018. See "—Ancillary Services" below and "Item 5. Operating and Financial Review and Prospects—Results of Operations—Fiscal Year 2019 Compared with Fiscal Year 2018—Ancillary Revenues" for additional information.

Focused Criteria for Growth. Ryanair believes it will have opportunities for continued growth by: (i) using aggressive fare promotions to stimulate demand; (ii) initiating additional routes in the EU; (iii) initiating additional routes in countries party to a European Common Aviation Agreement with the EU that are currently served by higher-cost, higher-fare carriers; (iv) increasing the frequency of service on its existing routes; (v) starting new domestic routes within individual EU countries; (vi) considering acquisition opportunities that may become available in the future; (vii) connecting airports within its existing route network; (viii) establishing new bases; and (ix) initiating new routes not currently served by any carrier.

Responding to Market Challenges. In recent periods, Ryanair's low-fares business model faced substantial pressure due to significantly increased fuel costs and reduced economic growth (or economic contraction) in some of the economies in which it operates. The Company has aimed to meet these challenges by: (i) grounding approximately 65 aircraft in fiscal year 2019 during the winter season; (ii) disposing of aircraft (lease hand backs totaled 5 in fiscal year 2019); (iii) controlling costs; and (iv) renegotiating contracts with existing suppliers, airports and handling companies. There can be no assurance that the Company will be successful in achieving all of the foregoing or taking other similar measures, or that doing so will allow the Company to earn profits in any period. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—Changes in Fuel Costs and Availability Affect the Company's Results" and "—The Company May Not Be Successful in Increasing Fares and Revenues to Cover Rising Business Costs."

In prior years, in response to an operating environment characterized by high fuel prices, typically lower seasonal yields and higher airport charges and/or taxes, Ryanair adopted a policy of grounding a certain portion of its fleet during the winter months. Ryanair also carries out its scheduled aircraft maintenance at this quieter time of the year. While seasonal grounding does reduce the Company's operating costs, it also decreases Ryanair's winter season flight and non-flight revenues. Decreasing the number and frequency of flights may also negatively affect the Company's labor relations, including its ability to attract flight personnel interested in full-time employment. See "Item 3. Key Information—Risk Factors—Ryanair has Seasonally Grounded Aircraft."

ROUTE SYSTEM, SCHEDULING AND FARES

Route System and Scheduling

As of July 25, 2019, the Company offered over 2,500 scheduled short-haul flights per day serving over 200 airports largely throughout Europe. The following table lists Ryanair's operating bases:

Operating Bases

Alicante	Frankfurt Main	Paphos
Athens	Gdansk	Pescara
Baden-Baden	Glasgow (Prestwick)	Pisa
Barcelona (Girona)	Gothenburg	Ponta Delgada
Barcelona (El Prat)	Gran Canaria	Porto
Bari	Hamburg	Poznan
Belfast	Ibiza	Prague
Berlin	Katowice (b)	Rome (Ciampino)
Birmingham	Kaunas	Rome (Fiumicino)
Bologna	Krakow	Santiago
Bordeaux	Lamezia	Seville
Bournemouth	Lanzarote	Shannon
Bratislava	Leeds Bradford	Sofia
Brindisi	Lisbon	Stockholm (Skavsta)
Bristol	Liverpool	Stuttgart
Brussels (Charleroi)	London (Luton)	Tegel
Brussels (Zaventem)	London (Southend)	Tenerife South
Bucharest	London (Stansted)	Thessaloniki
Budapest	Madrid	Toulouse (a)
Cagliari	Malaga	Valencia
Catania	Malta	Vienna
Cologne	Manchester	Vilnius
Cork	Marrakech	Warsaw (Modlin)
Dublin	Marseille	Wroclaw
Dusseldorf	Memmingen	
Dusseldorf (Weeze)	Milan (Bergamo)	
East Midlands	Milan (Malpensa)	
Edinburgh	Naples	
Faro	Nuremburg	
Fez	Palermo	
Frankfurt (Hahn)	Palma Mallorca	

(a) In February 2019, Ryanair announced that it would open a base in Toulouse from October 2019.
(b) In March 2019, Ryanair announced that it would open a base in Katowice from October 2019.

See Note 17, "Analysis of operating revenues and segmental analysis," to the consolidated financial statements included in Item 18 for more information regarding the geographical sources of the Company's revenue.

Ryanair's objective is to schedule a sufficient number of flights per day on each of Ryanair's routes to satisfy demand for Ryanair's low-fares service. Ryanair schedules departures on its most popular routes at frequent intervals normally between approximately 6:00 a.m. and 11:30 p.m. Management regularly reviews the need for adjustments in the number of flights on all of its routes.

As part of Ryanair's AGB customer experience program Ryanair has focused on high frequency and business friendly timings between Europe's main business centers.

During fiscal year 2019, Ryanair launched 316 new routes across its network. See "Item 3. Risk Factors—Risks Related to the Company—Ryanair's New Routes and Expanded Operations May Have an Adverse Financial Impact on Its Results."

Widely Available Low Fares

Ryanair offers low fares, with prices generally varying on the basis of advance booking, seat availability and demand. Ryanair sells seats on a one-way basis, thus removing minimum stay requirements from all travel on Ryanair scheduled services. All tickets can be changed, subject to certain conditions, including fee payment and applicable upgrade charges. However, tickets are generally non-cancelable and non-refundable and must be paid for at the time of reservation.

Ryanair's discounted fares are driven by Ryanair's "load factor active – yield passive" policy whereby seats are priced to ensure that high load factor targets are achieved.

Ryanair also periodically runs special promotional fare campaigns, in particular in connection with the opening of new routes, and endeavors to always offer the lowest fare on any route it serves. Promotional fares may have the effect of increasing load factors and reducing Ryanair's yield and passenger revenues on the relevant routes during the periods they are in effect. Ryanair expects to continue to offer significant fare promotions to stimulate demand in periods of lower activity or during off-peak times for the foreseeable future.

MARKETING AND ADVERTISING

Ryanair's primary marketing strategy is to emphasize its widely available low fares, route choice and great service. In doing so, Ryanair primarily advertises its services in national and regional media across Europe. In addition, Ryanair uses advertising and social media. Other marketing activities include the distribution of advertising and promotional material and cooperative advertising campaigns with other travel-related entities, including local tourist boards. Ryanair also regularly contacts people registered in its database to inform them about promotions and special offers.

RESERVATIONS ON RYANAIR.COM

Passenger airlines generally rely on travel agents (whether traditional or online) for a significant portion of their ticket sales and pay travel agents' commissions for their services, as well as reimbursing them for the fees charged by reservation systems providers. In contrast, Ryanair requires passengers to make reservations and purchase tickets directly through the Company (Ryanair.com, Lauda.com and Ryanairsun.com). The vast majority of such reservations and purchases are made through the website Ryanair.com although an increasing number of customers are also booking via Lauda.com and Ryanairsun.com. Ryanair is therefore not reliant on travel agents. See "—Strategy—Taking Advantage of the Internet" above for additional information.

Ryanair's reservations system is hosted under an agreement with the system provider, Navitaire. Under the agreement, the system serves as Ryanair's core seating inventory and booking system. In return for access to these system functions, Ryanair pays transaction fees that are generally based on the number of passenger seat journeys booked through the system. Navitaire also retains a back-up booking engine to support operations in the event of a breakdown in the main system. Over the last several years, Ryanair has introduced a number of Internet-based customer service enhancements such as Internet check-in, security fast-track, priority boarding service and fully allocated seating as part of the AGB customer experience program. Ryanair also requires Internet check-in for all passengers. These enhancements and changes have been made to reduce waiting time at airports and speed a passenger's journey from arrival at the airport to boarding, as well as significantly reduce airport handling costs. The Company has also entered into an agreement with the GDSs Travelport (which operates the Galileo and Worldspan GDS) and Sabre. The Company's fares (except for the three lowest fare categories) are currently distributed on the GDSs' systems. Ryanair has negotiated an attractive per segment price which enables it to sell tickets via travel agents at no commission to a mix of largely business/corporate travelers. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—Ryanair Faces Risks Related to Unauthorized Use of Information from the Company's Website."

AIRCRAFT

Boeing Aircraft

As of June 30, 2019, the Company had a fleet of 455 Boeing 737 aircraft which are currently operated by Ryanair, Ryanair Sun (soon to be rebranded Buzz) and Malta Air. The fleet was composed of Boeing 737-800 “next generation” aircraft, each having 189 seats. The Company’s fleet totaled 455 Boeing 737-800s at March 31, 2019.

Between March 1999 and June 2019, Ryanair took delivery of 531 new Boeing 737-800 “next generation” aircraft under its contracts with Boeing and disposed of 76 such aircraft, including 51 lease handbacks.

Under the terms of the 2013 Boeing Contract, Ryanair agreed to purchase 183 Boeing 737-800 aircraft over a five year period from fiscal years 2015 to 2019, with delivery beginning in September 2014 and ending in December 2018. These aircraft benefited from a net effective price not dissimilar to that under the 2005 Boeing Contract. Under the terms of the 2014 Boeing contract, Ryanair has agreed to purchase up to 210 new Boeing 737-MAX-200 aircraft (135 firm orders and 75 aircraft subject to option) over a five year period from fiscal year 2020 to 2024, with delivery expected to begin in fiscal 2020 (subject to delays related to safety reviews by global regulators of the Boeing 737-MAX aircraft). The new aircraft will be used on new and existing routes to grow the Company’s business.

The Boeing 737-800 is a short-to-medium range aircraft and seats 189 passengers. The basic price (equivalent to a standard list price for an aircraft of this type) for each of the Boeing 737-800 series aircraft under the 2013 Boeing Contract was approximately US$78.5m and this basic price was increased for certain “buyer-furnished” equipment, amounting to approximately US$2.9m per new aircraft, which the Company asked Boeing to purchase and install on each of the new aircraft. In addition, an “Escalation Factor” was applied to the basic price to reflect increases in the Employment Cost Index and Producer Price Index between the time the basic price was set in the 2013 Boeing Contract and the period 18 to 24 months prior to the delivery of any such new aircraft.

Boeing granted the Company certain price concessions as part of the 2013 Boeing Contract. These took the form of credit memoranda to the Company for the amount of such concessions, which were applied toward the purchase of goods and services from Boeing or toward certain payments, other than advance payments, in respect of the new aircraft. Boeing and CFMI (the manufacturer of the engines fitted on the 2013 Boeing Contract aircraft) also agreed to provide Ryanair with certain allowances for promotional and other activities, as well as providing certain other goods and services to Ryanair on concessionary terms. Those credit memoranda and promotional allowances effectively reduced the price of each new aircraft payable by the Company. As a result, the “effective price” (the purchase price of the aircraft net of discounts received from Boeing) of each aircraft under the 2013 Boeing Contract was significantly below the basic price mentioned above. The effective price applied to all Boeing 737-800 aircraft delivered under the 2013 Boeing Contract.

The Boeing 737-MAX-200 represents the newest generation of Boeing's 737 aircraft. It is a short-to-medium range aircraft and seats 197 passengers (eight more than Ryanair’s existing 189 seat fleet). The basic price (equivalent to a standard list price for an aircraft of this type) for each of the Boeing 737-MAX-200 series aircraft under the 2014 Boeing Contract is approximately US$102m and the basic price will be increased for certain "buyer-furnished" equipment, amounting to approximately US$1.6m per new aircraft, which the Company has asked Boeing to purchase and install on each of the new aircraft. In addition, an “Escalation Factor” will be applied to the basic price to reflect increases in the Employment Cost Index and Producer Price Index between the time the basic price was set in the 2014 Boeing Contract and the planned month of delivery of any such new aircraft.

In a similar manner to the 2013 Boeing Contract, Boeing has granted Ryanair certain price concessions as part of the 2014 Boeing Contract. As a result, the "effective price" (the purchase price of the new aircraft net of discounts received from Boeing) of each new aircraft will be significantly below the basic price mentioned above. The effective price applies to all new aircraft due for delivery from fiscal year 2020.

For additional details on the Boeing contracts, scheduled aircraft deliveries and related expenditures and their financing, as well as the terms of the arrangements under which the Company currently leases 26 of the aircraft in its operating fleet, see “Item 5. Operating and Financial Review and Prospects—Liquidity and Capital Resources.”

The Boeing 737 is the world's most widely used commercial aircraft and exists in a number of generations, the Boeing 737-MAX-200 being the most recent in current production.

The Boeing 737-800s are fitted with CFM 56-7B engines and have advanced CAT III Autoland capability, advanced traffic collision avoidance systems, and enhanced ground-proximity warning systems. The Boeing 737-MAX-200 CFM LEAP-1B engines which, combined with the Advanced Technology winglet and other aerodynamic improvements, will reduce fuel consumption by up to approximately 16% on a per seat basis compared to the Boeing 737-800s in Ryanair's configuration and reduce operational noise emissions by approximately 40%.

The Boeing 737-MAX-200 aircraft could impact the Company insofar as the residual value of its Boeing 737-800 aircraft could be reduced when it enters production, currently expected to be in fiscal year 2020. For additional information, please see "Item 3 – A majority of Ryanair's aircraft and certain parts are sourced from a single supplier; therefore, Ryanair would be materially and adversely affected if such supplier were unable to provide additional equipment or support".

At March 31, 2019, the average aircraft age of the Company's Boeing 737-800 fleet was approximately 7 years.

Airbus Aircraft

As of March 31, 2019 the Company had a fleet of 16 leased Airbus A320 aircraft. The Company expects to operate approximately 35 leased A320 aircraft by summer 2020. These aircraft are operated by Laudamotion and have 180 seats. They are powered by a mix of CFM 56-7B and Pratt & Whitney V2500 engines. The average lease term on the agreements is 5 years and the average aircraft age at March 31, 2019 was approximately 12 years.

Summary

The Company expects to have an operating fleet comprising approximately 585 narrow body aircraft at March 31, 2024, depending on the level of lease handbacks and aircraft disposals. The operating fleet will comprise of a mix of Boeing 737-800, Boeing 737-MAX-200 and Airbus A320 aircraft. The Boeing 737-MAX-200 aircraft are expected to be delivered in fiscal year 2020 and will have 197 seats.

Training and Regulatory Compliance

Ryanair currently owns and operates 11 Boeing 737-800NG and 1 Boeing 737-MAX full flight simulators for pilot training. The simulators were purchased from CAE Electronics Ltd. of Quebec, Canada ("CAE"). Ryanair has ordered 4 new Boeing 737-MAX full flight simulators from CAE which will deliver in fiscal year 2020 and 2021. In addition, Ryanair has also purchased 7 new state of the art fixed base simulators from Multi Pilot Simulations ("MPS") which are used for pilot assessments and pilot training. Ryanair has 3 additional fixed base simulators on order from MPS.

Management believes that Ryanair is currently in compliance with all applicable regulations and EU directives concerning its fleet of Boeing 737 and Airbus A320 aircraft and will comply with any regulations or EU directives that may come into effect in the future. However, there can be no assurance that the FAA or other regulatory authorities will not recommend or require other safety-related undertakings that could adversely impact the Company's results of operations or financial condition, in particular safety-related undertakings related to the Boeing 737-MAX-200. See "Item 3. Key Information—Risk Factors—Risks Related to the Airline Industry— Safety-Related Undertakings Could Affect the Company's Results."

ANCILLARY SERVICES

Ryanair provides various ancillary services and engages in other activities connected with its core air passenger service, including non-flight scheduled services, internet-related services, and the in-flight sale of beverages, food, and merchandise. See "Item 5. Operating and Financial Review and Prospects—Results of Operations—Fiscal Year 2019 Compared with Fiscal Year 2018—Ancillary Revenues" for additional information.

Ryanair primarily markets accommodation services, holidays, car hire and travel insurance through its website and mobile app. For hotel and accommodation services, Ryanair launched Ryanair Rooms in October 2016 to market hotels, hostels, B&Bs, homestays and villas during and after the booking process. Ryanair receives a commission on these sales and is currently re-investing the commission into the development of this business by providing travel credits (redeemable against future flights) to the "My Ryanair" account of customers who book a room via Ryanair Rooms. Ryanair offers car hire services via a contract with CarTrawler.

Ryanair markets car parking, attractions and activities on its website & mobile app. Ryanair also sells gift vouchers, which are redeemable online.

MAINTENANCE AND REPAIRS

General

As part of its commitment to safety, Ryanair endeavors to hire qualified maintenance personnel, provide proper training to such personnel, and maintain its aircraft in accordance with EASA Regulations and European industry standards. While Ryanair seeks to maintain its fleet in a cost-effective manner, management does not seek to extend Ryanair's low-cost operating strategy to the areas of maintenance, training or quality control.

Ryanair's quality assurance department deals with oversight of all maintenance activities in accordance with EASA Part 145. EASA, which established Part 145, came into being on September 28, 2003; through the adoption of Regulation (EC) No. 1592/2002 of the European Parliament, and its standards superseded the previous Joint Aviation Authority ("JAA") requirements. See "—Government Regulation—Regulatory Authorities" below. Ryanair is licenced to operate approved maintenance training courses under a Part 147 approval from the U.K. CAA in its training school at London Stansted Airport and Glasgow Prestwick. It is also licenced to operate approved maintenance training courses under a Part 147 approval by the Irish Aviation Authority ("IAA") in Dublin and by the Italian Civil Aviation Authority ("ENAC") in Bergamo.

Ryanair is itself an EASA Part 145-approved maintenance organization and provides its own routine aircraft maintenance and repair services. Ryanair also performs certain checks on its aircraft, including pre-flight and daily checks at some of its bases, as well as A-checks at its Dublin, London (Stansted), Glasgow (Prestwick), Kaunas, Madrid, Wroclaw, Seville and Bergamo facilities. Ryanair performs the majority of Boeing 737-800 heavy airframe maintenance inhouse with a seasonal use of third party maintenance repair and overhaul (the "MRO") facilities. Ryanair operates a three-bay hangar facility at its base at Glasgow (Prestwick) in Scotland. In addition, Ryanair has hangar facilities in Kaunas, Lithuania and Wroclaw, Poland which are used for C-check maintenance activities.

Ryanair has a five-bay hangar and stores facility at its London (Stansted) airport base to allow Ryanair to carry out additional line maintenance on its expanding fleet. This facility also incorporates four flight simulator devices, together with a cabin crew trainer and associated training rooms. The Stansted facility was extended to accommodate an additional four full flight simulators which was completed in September 2018. Ryanair installed its first Boeing 737-MAX-200 full flight simulator in Stansted in March 2019. Ryanair has completed the building of a separate training facility adjacent to the hangar to accommodate a full size Boeing 737NG training aircraft to allow for cabin crew and engineering training. Ryanair carries out A-checks and line maintenance in its single-bay aircraft hangar facility in Bremen. Ryanair has a 30-year sole-tenancy agreement with Frankfurt (Hahn) airport and has taken acceptance of a two-bay hangar and stores facility. This facility allows Ryanair to carry out additional line maintenance including A-checks. Ryanair has a single bay hangar, has leased a second hangar and is constructing a third hangar in Bergamo, Italy which are used for line maintenance activities and A-checks. Ryanair has also built a technological centre of excellence in Bergamo to accommodate two full motion simulators, two fixed base simulators and a full size Boeing 737NG training aircraft to allow for pilot, engineering and cabin crew training.

Maintenance and repair services that may become necessary while an aircraft is located at some of the other airports served by Ryanair are provided by other EASA Part 145-approved contract maintenance providers. Aircraft return each evening to Ryanair's bases, where they are examined by either Ryanair's approved personnel or by local EASA Part 145-approved companies.

Heavy Maintenance

As noted above, Ryanair currently has sufficient capacity itself to be able to carry out all of the routine maintenance work required on its Boeing 737-800 and Airbus A320 fleet.

Ryanair contracts out engine overhaul service for its Boeing 737-800 aircraft to CFM under a ten year agreement from December 2017, with an option for extension, which is pursuant to the previous General Electric Engine Services agreement. This comprehensive maintenance contract provides for the repair and overhaul of the CFM56-7B series engines fitted to Ryanair's Boeing 737-800 aircraft, the repair of parts and general technical support for the fleet of engines. CFM mainly uses its EASA Part 145-approved repair facility in Cardiff, Wales for this work, but also uses its EASA Part 145-approved facility in Celma, Brazil. By contracting with experienced EASA Part 145-approved maintenance providers, management believes it is better able to ensure the quality of its aircraft and engine maintenance. Ryanair assigns a EASA Part 145-certified mechanic to oversee all heavy maintenance and to authorize all engine overhauls performed by third parties. Maintenance providers are also monitored closely by the national authorities under EASA and national regulations. Ryanair has been training engineering staff over the past year with Boeing and CFM in advance of the introduction of the Boeing 737-MAX-200 aircraft in fiscal year 2020.

Ryanair expects to be dependent on external service contractors for A320 and B737 heavy maintenance, particularly for engine and component maintenance, for the foreseeable future, notwithstanding the additional capabilities provided by its maintenance facilities at Dublin, Glasgow (Prestwick), London (Stansted), Frankfurt (Hahn), Kaunas, Wroclaw, Madrid, Bremen, Seville and Bergamo. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—The Company Is Dependent on External Service Providers."

SAFETY RECORD

Ryanair has not had a single passenger or flight crew fatality in its 34-year operating history. Ryanair demonstrates its commitment to safe operations through its safety training procedures, its investment in safety-related equipment, and its adoption of an internal open and confidential reporting system for safety issues. The Company's Board of Directors also has a Safety and Security Committee to review and discuss air safety and related issues. Mike O'Brien, a Non-Executive Director, is the joint chairman of this committee, (along with the Ryanair DAC Accountable Manager, Neil Sorahan), and reports to the Board of Directors. Ryanair's Chief Risk Officer, Carol Sharkey, chairs quarterly meetings of the Group airlines Accountable Managers. This forum facilitates the sharing of best Safety and Security practice across the Group.

Ryanair's flight crew training is oriented towards accident prevention and integrates with the Safety Management System to cover all aspects of flight operations. Threat and Error Management ("TEM") is at the core of all flight crew training programs. Ryanair maintains full control of the content and delivery of all flight crew training, including initial, recurrent, and upgrade phases. All training programs are approved by the IAA, which regularly audits operations control standards and flight crew training standards for compliance with EU legislation. All Boeing 737-800s that Ryanair has bought or committed to buy are certified for Category IIIA landings (automatic landings with minimum horizontal visibility of 200 meters and a 50 feet decision height).

Ryanair has a comprehensive and documented Safety Management System. Management encourages flight crews to report any safety-related issues through the Air Safety Report ("ASR") reporting program, which is available online through Ryanair's Crewdock system. Also available to crew is Ryanair's Confidential Reporting System ("RCRS") which affords personnel the opportunity to report directly to the Flight Safety Officer any event, error, or discrepancy in operations that they do not wish to report through standard reporting channels. RCRS is designed to increase management's awareness of problems that may be encountered by personnel in their day-to-day operations. Management uses the de-identified information reported through all reporting systems to modify operating procedures and improve flight operation standards. Additionally, Ryanair promotes the use of *CHIRP*, a confidential reporting system that is endorsed by the U.K. CAA as an alternative confidential reporting channel.

Ryanair has installed an automatic data capturing system on each of its Boeing 737 and A320 aircraft. This system captures and downloads aircraft performance information for use as part of Operational Flight Data Monitoring ("OFDM") which automatically provides a confidential report on exceedances from normal operating limitations detected during the course of each flight. The purpose of this system is to monitor operational trends and inform management of any instance of an operational limit being exceeded. By analyzing these reports, management can identify undesirable trends and potential areas of operational risk, so as to take steps to rectify such deviations, thereby ensuring adherence to Ryanair's flight safety standards.

AIRPORT OPERATIONS

Airport Handling Services

Ryanair provides its own aircraft and passenger handling and ticketing services at Dublin Airport. Third parties provide these services to Ryanair at most other airports it serves. Blue Handling (part of the Omniserve Group) provides Ryanair's ticketing, passenger and aircraft handling, and ground handling services at Ryanair's largest base, Stansted, while similar services in continental Europe are generally provided by the local airport authorities, either directly through sub-contractors, or partners in self-handling at airports in Spain (including the Canary Islands), Portugal and Poland. Management attempts to obtain competitive rates for such services by negotiating multi-year contracts at fixed prices. These contracts are generally scheduled to expire in one to five years, unless renewed, and certain contracts may be terminated by either party before their expiry upon prior notice. Ryanair will need to enter into similar agreements in any new markets it may enter. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—The Company Is Dependent on External Service Providers."

Airport Charges

As with other airlines, Ryanair must pay airport charges each time it lands and accesses facilities at the airports it serves. Depending on the policy of the individual airport, such charges can include landing fees, passenger loading fees, security fees and parking fees. Ryanair attempts to negotiate discounted fees by delivering annual increases in passenger traffic and/or access to new destinations, and opts, when practicable, for less expensive facilities, such as less convenient gates and the use of outdoor boarding stairs rather than more expensive jetways. Nevertheless, there can be no assurance that the airports Ryanair uses will not impose higher airport charges in the future and that any such increases would not adversely affect the Company's operations.

Over time, various governments have introduced or planned to introduce additional taxes or levies on departing passengers that would have made air travel more expensive and likely reduced demand. While a number of these taxes have been reduced or cancelled since introduction, or not introduced at all, no assurance can be given that these or similar taxes or levies will not be reintroduced in the future at similar levels or higher levels, which could have a negative impact on demand for air travel.

In addition, Ryanair has a 10 year growth agreement with Manchester Airports Group plc, the owners of London (Stansted), in relation to an expansion of capacity at London (Stansted) in return for significant airport charge reductions for the incremental passenger volumes delivered. Once this 10 year growth deal expires (2023), Ryanair may be subject to increased airport charges at London (Stansted) as the airport is no longer subject to regulation.

See "Item 3. Risk Factors—Risks Related to the Company—Ryanair's Continued Growth is Dependent on Access to Suitable Airports; Charges for Airport Access are Subject to Increase." See also "Item 8. Financial Information—Other Financial Information—Legal Proceedings—EU State Aid-Related Proceedings" for information regarding legal proceedings in which Ryanair's economic arrangements with several publicly owned airports are being contested.

FUEL

The cost of jet fuel accounted for approximately 36% and 35% of Ryanair's total operating expenses in the fiscal years ended March 31, 2019 and 2018, respectively. In each case, this accounts for costs after giving effect to the Company's fuel hedging activities but excludes de-icing costs, which accounted for approximately 1.0% and 1.0% of total fuel costs in the fiscal years ended March 31, 2019 and 2018 respectively. The future availability and cost of jet fuel cannot be predicted with any degree of certainty, and Ryanair's low-fares policy limits its ability to pass on increased fuel costs to passengers through increased fares. Jet fuel prices are dependent on crude oil prices, which are quoted in U.S. dollars. If the value of the U.S. dollar strengthens against the euro, Ryanair's fuel costs, expressed in euro, may increase even in absence of any increase in the U.S. dollar price of jet fuel. Ryanair has also entered into foreign currency forward contracts to hedge against some currency fluctuations. See "Item 11. Quantitative and Qualitative Disclosures About Market Risk—Foreign Currency Exposure and Hedging."

Ryanair has historically entered into arrangements providing for significant protection against fluctuations in fuel prices, generally through forward contracts covering periods of up to 18 months of anticipated jet fuel requirements. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—Changes in Fuel Costs and Availability Affect the Company's Results" and "Item 11. Quantitative and Qualitative Disclosures About Market Risk—Fuel Price Exposure and Hedging" for additional information on recent trends in fuel costs and the Company's related hedging activities, as well as certain associated risks. See also "Item 5. Operating and Financial Review and Prospects—Fiscal Year 2019 Compared with Fiscal Year 2018—Fuel and Oil."

INSURANCE

Ryanair is exposed to potential catastrophic losses that may be incurred in the event of an aircraft accident or terrorist incident. Any such accident or incident could involve costs related to the repair or replacement of a damaged aircraft and its consequent temporary or permanent loss from service. In addition, an accident or incident could result in significant legal claims against the Company from injured passengers and others who experienced injury or property damage as a result of the accident or incident, including ground victims. Ryanair maintains aviation third-party liability insurance, passenger liability insurance, employer liability insurance, Directors' and officers' liability insurance, aircraft insurance for aircraft loss or damage, and other business insurance in amounts per occurrence consistent with industry standards. Ryanair believes its insurance coverage is adequate, although not comprehensive. There can be no assurance that the amount of such coverage will not need to be increased, that insurance premiums will not increase significantly or that Ryanair will not be forced to bear substantial losses from accidents. Ryanair's insurance does not cover claims for losses incurred when, due to unforeseen events, airspace is closed and aircraft are grounded, such as the airspace closures described in "Item 3. Risk Factors – Risks Related to the Airline Industry – Extreme Weather Events Could Affect the Company and Have a Material Adverse Effect on the Company's Results of Operations.

The cost of insurance coverage for certain third-party liabilities arising from "acts of war" or terrorism increased dramatically as a result of the September 11, 2001 terrorist attacks. Ryanair's insurers have indicated that the scope of the Company's current war-related insurance coverage may exclude certain types of catastrophic incidents, which may result in the Company seeking alternative coverage.

Ryanair has established Aviation Insurance (IOM) Limited ("AIL"), a wholly owned insurance company subsidiary, to provide the Company with self-insurance as part of its ongoing risk-management strategy. AIL underwrites a portion of the Company's aviation insurance program, which covers not only the Company's aircraft but also its liability to passengers and to third parties. AIL reinsures virtually all of the aviation insurance risk it underwrites with recognized third parties in the aviation reinsurance market, with the amount of AIL's maximum aggregate exposure not currently subject to such reinsurance agreements being equal to approximately $15.0m. In addition to aviation insurance, AIL underwrites most of the single and multi-trip travel insurance policies sold on Ryanair.com.

Council Regulation (EC) No. 2027/97, as amended by Council Regulation (EC) No. 889/2002, governs air carrier liability. This legislation provides for unlimited liability of an air carrier in the event of death or bodily injuries suffered by passengers, implementing the Warsaw Convention of 1929 for the Unification of Certain Rules Relating to Transportation by Air, as amended by the Montreal Convention of 1999. Ryanair has extended its liability insurance to meet the appropriate requirements of the legislation. See "Item 3. Key Information—Risk Factors—Risks Related to the Airline Industry—The Company Faces the Risk of Loss and Liability" for information on the Company's risks of loss and liability.

FACILITIES

The following are the principal facilities owned or leased by the Ryanair Group:

Location	Site Area (Sq. Meters)	Floor Space (Sq. Meters)	Tenure	Activity
Dublin Airport	1,370	1,649	Leasehold	Administrative Offices
Airside Business Park, Dublin	12,286	9,443	Freehold	Office & Simulator Training Center
Vienna Airport (Hangar)	10,467	5,597	Leasehold	Aircraft Maintenance
Vienna Airport (Hangar)	225	225	Leasehold	Aircraft Maintenance
Vienna Airport (Hangar)	635	635	Leasehold	Aircraft Maintenance and Administration
Vienna Airport	1,239	1,239	Leasehold	Aircraft Maintenance
Vienna, Austria	1,325	1,325	Leasehold	Administrative Offices
Dublin Airport (Hangar No. 1)	1,620	1,620	Leasehold	Aircraft Maintenance
Dublin Airport (Hangar No. 2)	5,200	5,000	Leasehold	Aircraft Maintenance
Enterprise House, Stansted	516	516	Leasehold	Administrative Offices
Satellite 3, Stansted Airport	605	605	Leasehold	Operations Center
Stansted Airport (Hangar)	12,161	10,301	Leasehold	Aircraft Maintenance and Simulator Training Center
Stansted Airport	375	375	Leasehold	Training Center
Stansted Storage Facilities	378	531	Leasehold	Aircraft Maintenance
East Midlands Airport	3,890	2,801	Freehold	Simulator Training Center
East Midlands Airport	2,045	634	Leasehold	Training Center
Prestwick Airport (Hangar)	10,052	10,052	Leasehold	Aircraft Maintenance
Bremen Airport	5,952	5,874	Leasehold	Terminal and Aircraft Maintenance Hangar
Frankfurt (Hahn) Airport (Hangar)	5,064	5,064	Leasehold	Aircraft Maintenance & Simulator Training Center
Bergamo Airport (Hangar)	4,125	2,200	Leasehold	Aircraft Maintenance
Bergamo Airport Technological Centre of Excellence	5,000	2,500	Freehold	Cabin Crew, Engineering & Simulator Training Center
Wroclaw Airport, Poland (Hangar)	8,701	7,484	Leasehold	Aircraft Maintenance
Wroclaw, Poland	1,935	1,935	Leasehold	Travel Labs Poland
Warsaw, Poland	512	512	Leasehold	Administrative Offices
Skavsta Airport (Hangar)	1,936	1,936	Leasehold	Aircraft Maintenance
Kaunas Airport (Hangar)	4,500	4,500	Leasehold	Aircraft Maintenance
Madrid Airport (Hangar)	1,850	1,850	Leasehold	Aircraft Maintenance
Madrid, Spain	1,914	1,914	Leasehold	Travel Labs Madrid
Seville, Spain (Hangar)	9,800	8,000	Leasehold	Aircraft Maintenance

Ryanair has agreements with the DAA, the Irish government authority charged with operating Dublin Airport, to lease check-in counters and other space at the passenger and cargo terminal facilities at Dublin Airport. The airport office facilities used by Ryanair at London (Stansted) are leased from the airport authority; similar facilities at each of the other airports Ryanair serves are provided by third party service providers.

TRADEMARKS

Ryanair's name and logo are registered as European Union Trade Marks ("EUTMs"). Ryanair has also registered the slogans "Ryanair.com The Low Fares Website" and "Low Fares. Made Simple" and the domain name "Ryanairhotels.com" as EUTMs. An EUTM allows a trademark owner to obtain a single registration of its trademark, which registration affords uniform protection for that trademark in all EU member states. The registration gives Ryanair an exclusive monopoly over the use of its trade name in respect of similar services and the right to sue for trademark infringement should another party use an identical or similar mark in relation to identical or similar services.

Ryanair may be required to apply to the U.K. Intellectual Property Office to register its trademarks in the U.K. post-Brexit.

Ryanair's trademarks include:

- European Union (Word) Trade Mark registration number 004168721 comprised of the word "Ryanair" in classes 16, 28, 35, 36, 37, 38, 39 and 42 (Nice Classification) (registered);

- European Union (Figurative) Trade Mark registration number 00338301 comprising the following graphic representation:

  RYANAIR THE LOW FARES AIRLINE

  in classes 16, 35, 36, 37, 38, 39 and 42 (Nice Classification) and class 22.1.16 (Vienna classification) (registered);

- European Union (Word) Trade Mark registration number 004187721 comprised of the word "Ryanairhotels.com" in classes 16, 39 and 43 (Nice Classification) (registered); and

- European Union (Word) Trade Mark registration number 013185988 comprised of the word "LOW FARES. MADE SIMPLE" in classes 16, 28, 35, 36, 37, 38, and 42 (Nice Classification) (registered).

THE ENVIRONMENT

In March 2018, Ryanair launched a new Environmental Policy, which commits to what management believes are ambitious future environmental targets building on impressive achievements to date, including commitments to address climate change, and the priorities and policies which will allow Ryanair to continue to lower CO_2 emissions and noise pollution.

Ryanair's Environmental Policy illustrates Ryanair's commitment to managing its impact on the environment by:

- Leading the way as Europe's greenest, cleanest airline;
- Committing to ambitious environmental targets;
- Investing billions of euro in new, fuel efficient aircraft;
- Committing to eliminate non-recyclable plastics within a 5 year timeframe; and
- Allowing customers to voluntarily offset the carbon cost of their flights.

Ryanair manages its impact on the environment and lowers CO_2 emissions by operating the youngest fleet in Europe, achieving high load factors and efficient fuel burn. These enable Ryanair to minimise fuel and energy consumption and reduce noise pollution.

GOVERNMENT REGULATION

Regulatory Authorities

EU air carriers such as the Company and the Airline Entities are generally able to provide passenger services on domestic routes within any EU member state outside their home country of operations without restriction, subject to applicable EU regulations implemented by the European Commission and EASA, as well as oversight by the European Organization for the Safety of Air Navigation ("Eurocontrol"). The Airline Entities are also subject to national regulation in their home countries, which is implemented primarily by (i) in Ireland, the Irish Commission for Aviation Regulation ("CAR"), the IAA and the Irish Department of Transport, Tourism and Sport ("DTTAS") in the case of Ryanair DAC, (ii) in Poland, the Polish Civil Aviation Authority ("Polish CAA") in the case of Ryanair Sun, (iii) in Austria, *Österreichische Gesellschaft für Zivilluftfahrt* ("Austro Control") and the Austrian Federal Ministry for Transport, Innovation and Technology ("Austrian BMVIT") in the case of Laudamotion, (iv) in the United Kingdom, the UK CAA and the UK Department for Transport ("U.K. DfT") in the case of Ryanair U.K., and (v) in Malta, Transport Malta and the Maltese Civil Aviation Directorate ("Maltese CAD") in the case of Malta Air.

Management believes that the present regulatory environment in the EU is generally characterized by high sensitivity to safety and security issues, which is demonstrated by intensive reviews of safety-related procedures, training, and equipment by the national and EU regulatory authorities.

Ireland

Commission for Aviation Regulation. The CAR is responsible for issuing operating licences to Irish air carriers under the provisions of EU Regulation 1008/2008. The criteria for granting an operating licence include, *inter alia*, an air carrier's financial fitness, the adequacy of its insurance, and the fitness of its management. In addition, Irish and EU regulations require that (i) the air carrier must be owned, for the purposes of EU Regulation 1008/2008, and continue to be owned (directly or through majority ownership) by EU member states and/or EU nationals and (ii) the air carrier must at all times be effectively controlled by such EU member states or EU nationals. The CAR has broad authority to revoke an operating licence. See "Item 10. Additional Information—Limitations on Share Ownership by Non-EU Nationals." See also "Item 3. Risk Factors—Risks Related to Ownership of the Company's Ordinary Shares or ADRs—EU Rules Impose Restrictions on the Ownership of Ryanair Holdings' Ordinary Shares by Non-EU nationals and the Company has Instituted a Ban on the Purchase of Ordinary Shares by Non-EU Nationals" above.

Ryanair's current operating licence (No 05/16) was issued by the CAR on September 20, 2016 and is subject to periodic review.

Irish Aviation Authority. The IAA is primarily responsible for regulating the safety, security and technical aspects of aviation in Ireland. The IAA has broad regulatory and enforcement powers, including the authority to require reports and investigate and institute enforcement proceedings.

To operate in the EU, an Irish air carrier is required to hold an AOC granted by the IAA attesting to the air carrier's operational and technical competence to conduct airline services with specified types of aircraft. The IAA has broad authority to amend or revoke an AOC, with Ryanair's ability to continue to hold its AOC being subject to ongoing compliance with current and future applicable statutes, rules and regulations pertaining to the airline industry. Ryanair's DAC's current AOC (No IE 07/94) was issued by the IAA on October 3, 2016.

Each aircraft operated by Ryanair DAC is required to have a Certificate of Airworthiness issued by the IAA. The validity of each Certificate of Airworthiness, and the Company's Flight Operations Department, flight personnel, flight and emergency procedures, aircraft, and maintenance facilities are each subject to periodic review and inspections by the IAA.

Department of Transport, Tourism and Sport. The DTTAS is responsible for implementation of certain EU and Irish legislation and international standards relating to air transport.

Poland

Polish Civil Aviation Authority. The Polish CAA is a government body and the civil aviation supervisory authority in Poland. Apart from certification and licencing of airlines, the Polish CAA performs operational and regulatory functions in all matters relating to qualifications of personnel, safety, security, as well as maintaining registers of aircraft, personnel and training entities, amongst others.

The Company's subsidiary, Ryanair Sun, obtained an AOC (No PL-066) and operating licence (No ULC-LER-1/4000-0156/06/17) from the Polish CAA in April 2018.

Austria

Österreichische Gesellschaft für Zivilluftfahrt. Austro Control is - among others - responsible for the management of the Austrian aircraft register, ensuring compliance with national and European civil aviation standards, ensuring compliance with air traffic regulations, supervising maintenance and aviation operations and issuing pilot licenses. Laudamotion's flight operations, aircraft, maintenance facilities and flight crew are subject to ongoing review and inspections by Austro Control.

Austrian Federal Ministry for Transport, Innovation and Technology. The Austrian BMVIT is the supreme authority for civil aviation in Austria and is, among others, responsible for issuing airline licences and overseeing compliance with the requirements of EU Regulation 1008/2008.

The Company's subsidiary, Laudamotion, holds an AOC (No A-089) issued by the Austro Control on February 03, 2016 and an operating licence (GZ. BMVIT-51.335/0003-IV/L2/2019) issued by the Austrian BMVIT on May 5, 2019.

U.K.

U.K. Civil Aviation Authority. The U.K. CAA is primarily responsible for: ensuring safety standards, consumer protection, efficient use of airspace and security risks. To operate in the EU, a U.K. air carrier is required to hold an AOC granted by the CAA attesting to the air carrier's operational and technical competence to conduct airline services with specified types of aircraft. The CAA has an authority to amend or revoke the AOC, with Ryanair U.K.'s ability to continue to hold its AOC being subject to ongoing compliance with applicable statutes. Ryanair U.K.'s flight operations, aircraft, maintenance facilities and air crew are subject to ongoing review and inspections by the CAA.

The Company's subsidiary, Ryanair U.K., obtained an AOC (No GB 2451) and an operating license (No GB 2451) from the U.K. CAA on December 20, 2018.

U.K. Department for Transport. The U.K. DfT is responsible for implementation of certain EU and U.K. legislation and international standards relating to air transport.

Malta

Maltese Civil Aviation Directorate. The Maltese CAD is Malta's aviation regulator, assisting the Maltese Director General for Civil Aviation in fostering the development of civil aviation in Malta within a safety oversight system. The Maltese CAD is responsible for: the safety of aircraft, aircraft and aerodrome operators, air navigation service providers, licensing of aeronautical personnel and the conclusion of international air services agreements. To operate in the EU, a Maltese air carrier is required to hold an AOC granted by the Maltese CAD attesting to the air carrier's operational and technical competence to conduct airline services with specified types of aircraft. The Maltese CAD has an authority to amend or revoke the AOC, with Malta Air's ability to continue to hold its AOC being subject to ongoing compliance with applicable statutes. Malta Air's flight operations, aircraft, maintenance facilities and air crew are subject to ongoing review and inspections by the Maltese CAD.

The Company's subsidiary, Malta Air, obtained an AOC (No MT-57) and operating license (No (CAD/MT-57) from the Maltese CAD on June 12, 2019.

Transport Malta. Transport Malta is a government body overseeing transport in Malta, including the work of the Maltese CAD. It is responsible for implementation of certain EU and Maltese legislation and international standards relating to air transport.

European Union

The European Aviation Safety Agency. EASA is an agency of the EU that has been given specific regulatory and executive tasks in the field of aviation safety. The purpose of EASA is to draw-up common standards to ensure the highest levels of safety, oversee their uniform application across Europe and promote them at the global level.

The European Organization for the Safety of Air Navigation. Eurocontrol is an autonomous international organization established under the Eurocontrol Convention of December 13, 1960. Eurocontrol is responsible for, *inter alia*, the safety of air navigation and the collection of route charges for *en route* air navigation facilities and services throughout Europe.

Ireland is a party to several international agreements concerning Eurocontrol. These agreements have been implemented in Irish law, which provides for the payment of charges to Eurocontrol in respect of air navigation services for aircraft in airspace under the control of Eurocontrol. The relevant legislation imposes liability for the payment of any charges upon the operators of the aircraft in respect of which services are provided and upon the owners of such aircraft or the managers of airports used by such aircraft. Ryanair, as an aircraft operator, is primarily responsible for the payment to Eurocontrol of charges incurred in relation to its aircraft. The legislation also authorizes the detention of aircraft in the case of default in the payment of any charge for air navigation services by the aircraft operator or the aircraft owner, as the case may be. This power of detention extends to any equipment, stores or documents, which may be onboard the aircraft when it is detained, and may result in the possible sale of the aircraft.

European Commission. The European Commission is in the process of introducing an updated legislative package to its "single European sky" policy called "SES2+", which would lead to changes to air traffic management and control within the EU. The "single European sky" policy currently consists of the Framework Regulation (Reg. (EC) No. 549/2004) plus three technical regulations on the provision of air navigation services, organization and use of the airspace and the inter-operability of the European air traffic management network. These regulations were amended by the so-called "Single European Sky II" regulation (EU Regulation 1070/09), which focused on air traffic control ("ATC") performance and extended the authority of EASA to include Airports and Air Traffic Management. The objective of the policy is to enhance safety standards and the overall efficiency of air traffic in Europe, as well as to reduce the cost of air traffic control services.

The European Commission has published guidelines on the financing of airports and start-up aid to airlines by regional airports that place restrictions on the incentives public airports can offer to airlines delivering traffic, when compared with the commercial freedom available to private airports.

The European Union has also adopted legislation on airport charges (EU Directive 2009/12), which was originally intended to address abusive pricing at monopoly airports. However, the legislation includes all European airports with over five million passengers per year. Management believes that this will likely increase the administrative burdens on smaller airports and may lead to higher airport charges, while the scope that exists within this Directive to address abuses of their dominant positions by Europe's larger airports is very limited. See "Item 8. Financial Information—Other Financial Information—Legal Proceedings—EU State Aid-Related Proceedings."

The European Union has passed legislation calling for increased transparency in airline fares, which requires the inclusion of all mandatory taxes, fees, and charges in advertised prices. Ryanair includes this information in its advertised fares in all markets where it operates.

Registration of Aircraft

Pursuant to the Irish Aviation Authority (Nationality and Registration of Aircraft) Order 2015 (the "Order"), the IAA regulates the registration of aircraft in Ireland. In order to be registered or continue to be registered in Ireland, an aircraft must be wholly owned by either (i) a citizen of Ireland or a citizen of another member state of the EU having a place of residence or business in Ireland or (ii) a company registered in and having a place of business in Ireland and having its principal place of business in Ireland or another member state of the EU and not less than two-thirds of the Directors of which are citizens of Ireland or of another member state of the EU. As of the date of this report, eleven of the twelve Directors of Ryanair Holdings are citizens of Ireland or of another member state of the EU. An aircraft will also fulfill these conditions if it is wholly owned by such citizens or companies in combination. Notwithstanding the fact that these particular conditions may not be met, the IAA retains discretion to register an aircraft in Ireland so long as it is in compliance with the other conditions for registration under the Order. Any such registration may, however, be made subject to certain conditions. In order to be registered, an aircraft must also continue to comply with any applicable provisions of Irish law. The registration of any aircraft can be cancelled if it is found that it is not in compliance with the requirements for registration under the Order and, in particular: (i) if the ownership requirements are not met; (ii) if the aircraft has failed to comply with any applicable safety requirements specified by the IAA in relation to the aircraft or aircraft of a similar type; or (iii) if the IAA decides in any case that it is not in the public interest for the aircraft to remain registered in Ireland.

The Company's aircraft operated by Ryanair Sun are registered in Poland, the aircraft operated by Ryanair U.K. are registered in the U.K., the aircraft operated by Laudamotion are registered in Austria and the aircraft operated by Malta Air are registered in Malta. In each of these countries similar regulations apply to the registration of aircraft as those described above in relation to aircraft operated by Ryanair DAC, which are registered in Ireland.

Regulation of Competition

Competition/Antitrust Law. It is a general principle of EU competition law that no agreement may be concluded between two or more separate economic undertakings that prevents, restricts or distorts competition in the common market or any part of the common market. Such an arrangement may nevertheless be exempted by the European Commission, on either an individual or category basis. The second general principle of EU competition law is that any business or businesses having a dominant position in the EU common market or any substantial part of the common market may not abuse such dominant position. Similar competition laws apply at national level in EU member states. Ryanair is subject to the application of the general rules of EU competition law as well as specific rules on competition in the airline sector.

An aggrieved person may sue for breach of EU competition law in the courts of a member state and/or petition the European Commission for an order to put an end to the breach of competition law. The European Commission also may impose fines and daily penalties on businesses and the courts of the member states may award damages and other remedies (such as injunctions) in appropriate circumstances.

Competition law in Ireland is primarily embodied in the Competition Acts 2002 to 2017. This legislation is modeled on the EU competition law system. The Irish rules generally prohibit anti-competitive arrangements among businesses and prohibit the abuse of a dominant position. These rules are enforced either by public enforcement (primarily by the Competition and Consumer Protection Commission) through both criminal and civil sanctions or by private action in the courts. These rules apply to the airline sector, but are subject to EU rules that override any contrary provisions of Irish competition law. Ryanair has been subject to an abuse-of-dominance investigation by the Competition and Consumer Protection Commission in relation to service between Dublin and Cork. The Competition and Consumer Protection Commission (then known as the Competition Authority) closed its investigation in July 2009 with a finding in favor of Ryanair.

State Aid. The EU rules control aid granted by member states to businesses on a selective or discriminatory basis. The EU Treaty prevents member states from granting such aid unless approved in advance by the EU. Any such grant of state aid to an airline is subject to challenge before the EU or, in certain circumstances, national courts. If aid is held to have been unlawfully granted it may have to be repaid by the airline to the granting member state, together with interest thereon. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—The Company Is Subject to Legal

Proceedings Alleging State Aid at Certain Airports” and “Item 8. Financial Information—Other Financial Information—Legal Proceedings.”

Data Protection

Ryanair’s processing of personal data is subject to increasingly complex data protection laws including the EU’s GDPR as well as relevant national implementing legislation (Irish Data Protection Act 2018). The GDPR became directly applicable across the member states of the European Economic Area on May 25, 2018 replacing the former data protection regime under Directive 95/46/EC. The GDPR imposes strict obligations on persons who process personal data, including requirements to implement appropriate security measures to ensure transfers of personal data are made securely and only where the transferor can guarantee that such personal data will be treated in accordance with the GDPR. There is an obligation to report data breaches which are likely to result in a risk to the rights and freedoms of natural persons (and in some instances an obligation to inform the data subjects) within stipulated timeframes. The GDPR also provides data subjects with enhanced rights in respect of their personal data. It introduces new data subject rights, such as the “right to be forgotten” (to be erased from the databases of organisations holding their personal data, including erased from third party providers databases, provided there are no legitimate grounds for retaining the personal data) and the right to “data portability” (the right to receive the personal data concerning the data subject in a structured and commonly used and machine-readable format and to transmit that data to a nominated third party).

A breach of the GDPR may result in the imposition of fines by supervisory authorities up to €20m or 4% of annual group-wide turnover (whichever is higher). Supervisory authorities also have the power to audit businesses and require measures be taken by businesses to rectify any non-compliance (which can include orders to suspend data processing activities). Additionally, data subjects are entitled to seek compensation for any damage (including non-material damage) suffered in the event that the processing of their personal data is in breach of the GDPR’s requirements. See “*Item 3. Key Information – Risk Factors* – Ryanair is subject to increasingly complex data protection laws and regulations*”*

Environmental Regulation

Aircraft Noise Regulations. Ryanair is subject to international, national and, in some cases, local noise regulation standards. EU and Irish regulations have required that all aircraft operated by Ryanair comply with Stage 3 noise requirements. All of Ryanair’s aircraft currently comply with these regulations. Certain airports in the U.K. (including London Stansted and London Gatwick) and continental Europe have established local noise restrictions, including limits on the number of hourly or daily operations or the time of such operations.

Company Facilities. Environmental controls are generally imposed under Irish law through property planning legislation, specifically the Local Government (Planning and Development) Acts of 1963 to 1999, the Planning and Development Acts 2000 to 2016 and regulations made thereunder. At Dublin Airport, Ryanair operates on land controlled by the DAA. Planning permission for its facilities has been granted in accordance with both the zoning and planning requirements of Dublin Airport. There is also specific Irish environmental legislation implementing applicable EU directives and regulations, to which Ryanair adheres. From time to time, noxious or potentially toxic substances are held on a temporary basis within Ryanair’s engineering facilities at Dublin Airport, Glasgow (Prestwick), London (Stansted), Frankfurt (Hahn), Stockholm (Skavsta), Bergamo, Wroclaw, Kaunas, Sevilla, Madrid and Vienna. However, at all times Ryanair’s storage and handling of these substances complies with the relevant regulatory requirements. At all Ryanair’s Glasgow (Prestwick) and London (Stansted) maintenance facilities, all normal waste is removed in accordance with the Environmental Protection Act of 1996 and Duty of Care Waste Regulations. For special waste removal, Ryanair operates under the Special Waste Regulations 1998. At all other non-U.K. facilities Ryanair adheres to all local and EU regulations.

Ryanair’s Policy on Noise and Emissions. Ryanair is committed to reducing emissions and noise through investments in “next generation” aircraft and engine technologies and the implementation of certain operational and commercial decisions to minimize the environmental impact of its operations. According to the Air Travel Carbon and Energy Efficiency Report published by Brighter Planet, Ryanair is the industry leader in terms of environmental efficiency, and the Company is constantly working towards improving its performance.

In December 2005, Ryanair completed the fleet replacement program it commenced in 1999. All of Ryanair's older Boeing 737-200A aircraft were replaced with Boeing 737-800 "next generation" aircraft, and Ryanair now operates a fleet of mainly Boeing 737-800 "next generation" aircraft with an average age of 7 years. The design of the new aircraft is aimed at minimizing drag, thereby reducing the rate of fuel burn and noise levels. The engines are also quieter and more fuel-efficient. Furthermore, by moving to a younger Boeing 737-800 "next generation" fleet, Ryanair reduced the unit emissions per passenger due to the inherent capacity increase in the Boeing 737-800 aircraft. The Boeing 737-800 "next generation" aircraft have a significantly superior fuel-burn to passenger-kilometer ratio than Ryanair's former fleet of Boeing 737-200A aircraft. In September 2014, Ryanair entered into an agreement with Boeing to purchase up to 200 Boeing 737-MAX-200 aircraft (including 100 firm orders and 100 aircraft subject to option). The Boeing 737-MAX-200 aircraft are expected to deliver between fiscal year 2020 and fiscal year 2024. The contract was approved by the shareholders of the Company at an extraordinary general meeting ("EGM") on November 28, 2014. In June 2017, the Group agreed to purchase an additional 10 Boeing 737-MAX-200 aircraft. This brings the total number of 737-MAX-200 aircraft on order to 210, with a list value of approximately $21.5bn (assuming all options are exercised). In April 2018, the Company announced that it has converted 25 Boeing 737-Max-200 options into firm orders. This brings the Company's firm order to 135 Boeing 737-Max-200s with a further 75 options remaining. These aircraft have 197 seats and are fitted with CFM-LEAP-1B engines which, combined with the Advanced Technology winglet and other aerodynamic improvements, will reduce fuel consumption by up to approximately 16% on a per seat basis compared to the Boeing 737-800s in Ryanair's configuration and reduce operational noise emissions by approximately 40%. See "—Aircraft" above for details on Ryanair's fleet plan.

Ryanair has also installed winglets on all of its existing Boeing 737 aircraft and all future Boeing 737s will also be fitted with winglets. Winglets reduce both the rate of fuel burn and carbon dioxide emissions by approximately 4% and also reduce noise emissions.

In addition, Ryanair has distinctive operational characteristics that management believes are helpful to the general environment. In particular, Ryanair:

- operates with a high-seat density of 189 seats (which will increase to 197 when the Boeing 737-MAX-200 starts being delivered in fiscal year 2020) and an all-economy configuration, as opposed to the 162 seats and two-class configuration of the Boeing 737-800 aircraft used by traditional network airlines, reducing fuel burn and emissions per seat-kilometer flown. The Laudamotion A320 fleet has a high density of 180 seats;
- has reduced per-passenger emissions through higher load factors (96% in fiscal year 2019);
- better utilizes existing infrastructure by operating out of underutilized secondary and regional airports throughout Europe, which limits the use of holding patterns and taxiing times, thus reducing fuel burn and emissions and reducing the need for new airport infrastructure;
- provides mainly direct services as opposed to connecting flights, in order to limit the need for passengers to transfer at main hubs and thus reduces the number of take-offs and landings per journey from four to two, reducing fuel burn and emissions per journey; and
- has no scheduled late-night departures of aircraft, reducing the impact of noise emissions.

Emissions Trading. On November 19, 2008, the European Union adopted legislation to add aviation to the EU Emissions Trading Scheme as of 2012. This scheme, which has thus far applied mainly to energy producers, is a cap-and-trade system for CO_2 emissions to encourage industries to improve their CO_2 efficiency. Under the legislation, airlines were granted initial CO_2 allowances based on historical "revenue ton kilometers" and a CO_2 efficiency benchmark. Any shortage of allowances has to be purchased in the open market and/or at government auctions. Management believes that this legislation is likely to have a negative impact on the European airline industry. Ryanair takes its environmental responsibilities seriously and intends to continue to improve its environmental efficiency and to minimize emissions. Under Regulation 7 of The U.K. Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013, Ryanair is obliged to state its annual quantity of emissions in tons of carbon dioxide equivalent. Ryanair's EU Emissions Trading Scheme monitoring, reporting and allowance surrender obligations are mandated on a calendar year basis. During calendar year 2018, Ryanair emitted 11,710,635 tCO_2 (Calendar 2017: 10,765,881), which equates to 0.085 tCO_2 (Calendar 2017: 0.084) per passenger.

Aviation Taxes. Ryanair is fundamentally opposed to the introduction of additional aviation taxes, including new environmental taxes, fuel taxes or emissions levies. Ryanair has offered, and continues to offer, among the lowest fares in Europe, to make passenger air travel affordable and accessible to European consumers. Ryanair paid over €540m in various environmental taxes in fiscal year 2019 and this amount will grow to circa €630m in fiscal year 2020. Ryanair believes that the imposition of additional taxes on airlines will not only increase airfares, but will discourage new entrants into the market, resulting in less choice for consumers. Ryanair believes this would ultimately have adverse effects on the European economy in general.

As a company, Ryanair believes in free market competition and that the imposition of aviation taxation would favor the less efficient flag carriers – which generally have smaller and older aircraft, lower load factors, and a much higher fuel burn per passenger, and which operate primarily into congested airports – and reduce competition. Furthermore, the introduction of a tax at a European level only would distort competition between airlines operating solely within Europe and those operating also outside of Europe. Ryanair believes that the introduction of such a tax would also be incompatible with international law.

Airport charges

The EU Airport Charges Directive of March 2009 sets forth general principles that are to be followed by airports with more than five million passengers per annum, and to the airport with the highest passenger movement in each Member State, when setting airport charges, and provides for an appeals procedure for airlines in the event that they are not satisfied with the level of charges. However, Ryanair does not believe that this procedure is effective or that it constrains those airports that are currently abusing their dominant position, in part because the legislation was transposed improperly in certain countries, such as Ireland and Spain, thereby depriving airlines of even the basic safeguards provided for in the Directive. This legislation may in fact lead to higher airport charges, depending on how its provisions are applied by EU member states and subsequently by the courts.

Slots

Currently, many of Ryanair's airports have no "slot" allocation restrictions; however, traffic at a substantial number of the airports Ryanair serves, including its primary bases is regulated by means of "slot" allocations, which represent authorizations to take off or land at a particular airport within a specified time period. In addition, EU law currently regulates the acquisition, transfer and loss of slots. The European Commission adopted a regulation in April 2004 (Regulation (EC) No. 793/2004) that made some minor amendments to the then existing allocation system. Slots may be transferred from one route to another by the same carrier, transferred within a group or as part of a change of control of a carrier, or swapped between carriers. In April 2008, the European Commission issued a communication on the application of the slot allocation regulation, signaling the acceptance of secondary trading of airport slots between airlines. This is expected to allow more flexibility and mobility in the use of slots and will further enhance possibilities for market entry at slot constrained airports. Any future legislation that might create an official secondary market for slots could create a potential source of revenue for certain of Ryanair's current and potential competitors, many of which have many more slots allocated at primary airports at present than Ryanair. The European Commission proposed a revision to the slots legislation reflecting the principle of secondary trading. This revision has been negotiated by the EU institutions since 2014 and is currently stalled. Slot values depend on several factors, including the airport, time of day covered, the availability of slots and the class of aircraft. Ryanair's ability to gain access to and develop its operations at slot-controlled airports will be affected by the availability of slots for takeoffs and landings at these specific airports. New entrants to an airport are currently given certain privileges in terms of obtaining slots, but such privileges are subject to the grandfathered rights of existing operators that are utilizing their slots. There is no assurance that Ryanair will be able to obtain a sufficient number of slots at the slot-controlled airports that it desires to serve in the future at the time it needs them or on acceptable terms.

Other

Health and occupational safety issues relating to Ryanair DAC are largely addressed in Ireland by the Safety, Health and Welfare at Work Act, 2005 (as amended) and other regulations under that act. Although licences or permits are not issued under such legislation, compliance is monitored by the Health and Safety Authority (the "Authority"), which is the regulating body in this area. The Authority periodically reviews Ryanair DAC's health and safety record and when appropriate, issues improvement notices or prohibition notices. Ryanair DAC has responded to all such notices to the satisfaction of the Authority. Other safety issues are covered by the Irish Aviation Orders, which may vary from time to time.

The Austrian Employment Protection Act (Arbeitnehmerschutzgesetz), published in BGBl. 450/1994, with amendments and other regulations under that Act, applies to Laudamotion. Compliance is monitored by the Austrian Department of Labour, Social Affairs, Health and Consumer Protection.

For Malta Air, health and occupational safety issues are addressed in the Maltese Occupational Health and Safety Authority Act XXVII of 2000. Compliance is monitored by the Occupational Health and Safety Authority ("OHSA"), which enforces the law in workplaces. OHSA advises the Minister responsible for occupational health and safety regarding the making of regulations to promote, maintain and protect a high level of occupational health and safety, as well as takes enforcement action. OHSA can also carry out investigations on any matter concerning occupational health and safety.

Health and occupational safety issues relating to Ryanair U.K. are addressed by the Health and Safety at Work Act. Compliance is monitored by the Health and Safety Executive ("HSE"), which enforces the law in workplaces.

The Polish Labour Code (Journal of Laws of 2019, item 1040, with amendments) covers health and occupational safety issues. Under Article 18 of the Labour Code, compliance with provisions on health and occupational safety is monitored by the National Labour Inspectorate ("Państwowa Inspekcja Pracy") and the National Sanitary Inspectorate ("Państwowa Inspekcja Sanitarna"). The Company's operations are subject to the general laws of Ireland, Austria, Malta, Poland, and the United Kingdom, and, insofar as they are applicable, the laws of the EU. The Company may also become subject to additional regulatory requirements in the future. The Company is also subject to local laws and regulations at locations where it operates and the regulations of various local authorities that operate the airports it serves.

DESCRIPTION OF PROPERTY

For certain information about each of the Company's key facilities, see "—Facilities" above. Management believes that the Company's facilities are suitable for its needs and are well maintained.

Item 4A. *Unresolved Staff Comments*

There are no unresolved staff comments.

Item 5. *Operating and Financial Review and Prospects*

The following discussion should be read in conjunction with the audited consolidated financial statements of the Company and the notes thereto included in Item 18. Those consolidated financial statements have been prepared in accordance with IFRS.

HISTORY

Ryanair's current business strategy dates to the early 1990s, when Ryanair became the first European airline to replicate the low-fares, low-cost operating model pioneered by Southwest Airlines Co. in the United States. During the period between 1992 and 1994, Ryanair expanded its route network to include scheduled passenger services between Dublin and Birmingham, Manchester and Glasgow (Prestwick). In 1994, Ryanair began standardizing its fleet by purchasing used Boeing 737-200A aircraft to replace substantially all of its leased aircraft. Beginning in 1996, Ryanair continued to expand its service from Dublin to new provincial destinations in the U.K. In August 1996, Irish Air, L.P., an investment vehicle led by David Bonderman and certain of his associates at the Texas Pacific Group, acquired a minority interest in the Company. Ryanair Holdings completed its initial public offering in June 1997.

From 1997 through June 30, 2019, Ryanair launched service on more than 2,100 routes throughout Europe and also increased the frequency of service on a number of its principal routes. During that period, Ryanair established 86 airports as bases of operations. During fiscal years 2019 and 2020 the Company established a low cost airline Group adding startup airlines in Poland (Ryanair Sun) and the U.K. (Ryanair U.K.) along with the acquisition of Laudamotion (Austria) and Malta Air (Malta) to Ryanair DAC in Ireland. See "Item 4. Information on the Company—Route System, Scheduling and Fares" for a list of these bases. Ryanair has increased the number of booked passengers from approximately 4.9m in fiscal year 1999 to approximately 142.1m in fiscal year 2019. As of June 30, 2019, Ryanair had a principal fleet of 455 Boeing 737-800 aircraft and 20 Airbus A320 aircraft and now serves over 200 airports.

Ryanair expects to have approximately 585 narrow body aircraft in its operating fleet by March 31, 2024. This is subject to lease handbacks and disposals over the period to March 31, 2024 meeting current expectations. See "—Liquidity and Capital Resources" and "Item 4. Information on the Company—Aircraft" for additional details.

BUSINESS OVERVIEW

Since Ryanair pioneered its low cost operating model in Europe in the early 1990s, its passenger volumes and scheduled passenger revenues have increased significantly because the Company has substantially increased capacity and demand has been sufficient to match the increased capacity. Ryanair's annual booked passenger volume has grown from approximately 0.9m passengers in the calendar year 1992 to approximately 142.1m passengers in fiscal year 2019.

Ryanair's revenue passenger miles ("RPMs") increased approximately 9% from 101,022m in fiscal year 2018 to 109,976m in fiscal year 2019 due to an increase of approximately 9% in scheduled available seat miles ("ASMs") from 105,735m in fiscal year 2018 to 115,524m in fiscal year 2019. Scheduled passenger revenues increased from €5,134.0m in fiscal year 2018 to €5,261.1m in fiscal year 2019. Average booked passenger fare decreased from €39.40 in fiscal year 2018 to €37.03 in fiscal year 2019.

Expanding passenger volumes and capacity, high load factors and aggressive cost containment have enabled Ryanair to continue to generate operating profits despite increasing price competition and increases in certain costs. Ryanair's total break-even load factor was 73% in fiscal year 2018 and 83% in fiscal year 2019. Cost per passenger was €42.08 in fiscal year 2018 and €47.02 in fiscal year 2019, with the higher fuel cost per passenger of €17.08 in fiscal year 2019 as compared to €14.60 in fiscal year 2018 being the most significant factor behind this increase. Ryanair recorded operating profits of €1,667.3m in fiscal year 2018 and €1,016.8m in fiscal year 2019. The Company recorded a profit after taxation of €1,450.2m in fiscal year 2018 and €885.0m in fiscal year 2019. Ryanair took delivery of 29 Boeing 737-800 aircraft in fiscal year 2019. The Company is planning on the basis of taking delivery of approximately 30 Boeing 737-MAX-200 aircraft in advance of summer 2020 and expects that these deliveries, net of lease handbacks and aircraft sales, will allow for an approximately 3% increase in fiscal year 2020 traffic. See "Item 3. Key Information—Risk Factors—Risks Related to the Company— Ryanair Has Seasonally Grounded Aircraft."

Historical Results Are Not Predictive of Future Results

The historical results of operations discussed herein may not be indicative of Ryanair's future operating performance. Ryanair's future results of operations will be affected by, among other things, overall passenger traffic volume; the availability of new airports for expansion; fuel prices; the airline pricing environment in a period of increased competition; the ability of Ryanair to finance its planned acquisition of aircraft and to discharge the resulting debt service obligations; economic and political conditions in Ireland, the U.K. and the EU; the ability of the Company to generate profits for new acquisitions; terrorist threats or attacks within the EU; seasonal variations in travel; developments in government regulations, litigation and labor relations; foreign currency fluctuations, the impact of the banking crisis and potential break-up of the Eurozone; Brexit; the availability of aircraft; competition and the public's perception regarding the safety of low-fares airlines; changes in aircraft acquisition, leasing, and other operating costs; flight interruptions caused by extreme weather events or other atmospheric disruptions; aircraft safety concerns; flight disruptions caused by periodic and prolonged ATC strikes in Europe; the rates of income and corporate taxes paid, and the impact of the financial and Eurozone crisis. Ryanair expects its depreciation, staff and fuel charges to increase as additional aircraft and related flight equipment are acquired. Future fuel costs may also increase as a result of the depletion of petroleum reserves, the shortage of fuel production capacity and/or production restrictions imposed by fuel oil producers. Maintenance expenses may also increase as a result of Ryanair's fleet expansion and replacement program. In addition, the financing of new Boeing 737-800 and Boeing 737-MAX-200 aircraft will increase the total amount of the Company's outstanding debt and the payments it is obliged to make to service such debt. The cost of insurance coverage for certain third-party liabilities arising from "acts of war" or terrorism increased dramatically following the September 11, 2001 terrorist attacks. See "Item 3. Key Information—Risk Factors—Risks related to the Airline Industry— The Company is Substantially Dependent on Discretionary Air Travel."

RECENT OPERATING RESULTS

The Company's profit after tax for the quarter ended June 30, 2019 (the first quarter of the Company's fiscal year 2019) was €242.9m as compared to €309.2m for the corresponding period of the previous year. The Company recorded a decrease in operating profit, from €370.5m in the first quarter of fiscal year 2019 to €275.2m in the recently completed quarter. Total operating revenues increased from €2,078.9m in the first quarter of fiscal year 2019 to €2,312.4m in the first quarter of fiscal year 2020. Operating expenses increased from €1,708.4m in the first quarter of fiscal year 2019 to €2,037.2m in the first quarter of fiscal year 2020, due primarily to increases in the cost of fuel and the increased costs associated with the growth of the airline group. The Company's cash and cash equivalents, restricted cash and financial assets with terms of less than three months amounted to €4,115.8m at June 30, 2019 as compared with €3,635.1m at June 30, 2018.

CRITICAL ACCOUNTING POLICIES

The following discussion and analysis of Ryanair's financial condition and results of operations is based on its consolidated financial statements, which are included in Item 18 and prepared in accordance with IFRS.

The preparation of the Company's financial statements requires the use of estimates, judgments, and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the periods presented. Actual results may differ from these estimates.

The Company believes that its critical accounting policy, which requires management's most difficult, subjective and complex judgments, is that which is described in this section. This critical accounting policy, the judgments and other uncertainties affecting application of this policy and the sensitivity of reported results to changes in conditions and assumptions are factors to be considered in reviewing the consolidated financial statements included in Item 18 and the discussion and analysis below. For additional detail on this policy, see Note 1, "Basis of preparation and significant accounting policies," to the consolidated financial statements included in Item 18.

Long-lived Assets

As of March 31, 2019, Ryanair had €9.0bn of long-lived assets, of which €8.9bn were aircraft. In accounting for long-lived assets, Ryanair must make estimates about the expected useful lives of the assets, the expected residual values of the assets, the cost of major airframe and engine overhaul and the potential for impairment based on the fair value of the assets and the cash flows they generate.

In estimating the lives, expected residual values of its aircraft and the cost of major airframe and engine overhaul, Ryanair has primarily relied on its own and industry experience, recommendations from Boeing, the manufacturer of all of the Company's aircraft, valuations from appraisers and other available marketplace information. Subsequent revisions to these estimates, which can be significant, could be caused by changes to Ryanair's maintenance program, changes in utilization of the aircraft, governmental regulations on aging of aircraft, changes in new aircraft technology, changes in governmental and environmental taxes, changes in new aircraft fuel efficiency and changing market prices for new and used aircraft of the same or similar types. Ryanair evaluates its estimates and assumptions in each reporting period, and, when warranted, adjusts these assumptions. Generally, these adjustments are accounted for on a prospective basis, through depreciation expense.

Ryanair periodically evaluates its long-lived assets for impairment. Factors that would indicate potential impairment would include, but are not limited to, significant decreases in the market value of an aircraft, a significant change in an aircraft's physical condition and operating or cash flow losses associated with the use of the aircraft. While the airline industry as a whole has experienced many of these factors from time to time, Ryanair has not yet been seriously impacted and continues to record positive cash flows from these long-lived assets. Consequently, Ryanair has not yet identified any impairments related to its existing aircraft fleet. The Company will continue to monitor its long-lived assets and the general airline operating environment.

The Company's estimate of the recoverable amount of aircraft residual values is 15% of current market value of new aircraft, determined periodically, based on independent valuations and actual aircraft disposals during prior periods. Aircraft are depreciated over a useful life of 23 years from the date of manufacture to residual value.

RESULTS OF OPERATIONS

The following table sets forth certain income statement data (calculated under IFRS) for Ryanair expressed as a percentage of Ryanair's total revenues for each of the periods indicated:

	Fiscal Year Ended March 31,		
	2019	2018	2017
Total revenues	100 %	100 %	100 %
Scheduled revenues	68	72	73
Ancillary revenues	32	28	27
Total operating expenses	87	77	77
Fuel and oil	32	27	29
Airport and handling charges	14	13	13
Staff costs	13	10	10
Route charges	10	10	10
Depreciation	8	8	7
Marketing, distribution and other	7	6	5
Maintenance, materials and repairs	2	2	2
Aircraft rentals	1	1	1
Operating profit	13	23	23
Net interest expense	(1)	(1)	(1)
Other income	—	—	—
Profit before taxation	12	22	22
Taxation	(1)	(2)	(2)
Profit after taxation	11	20	20

FISCAL YEAR 2019 COMPARED WITH FISCAL YEAR 2018

Profit after taxation. Ryanair recorded a profit on ordinary activities after taxation of €885.0m in fiscal year 2019, as compared with a profit of €1,450.2m in fiscal year 2018. This 39% decrease was primarily attributable to higher fuel prices, pilot pay increases, higher EU261 compensation costs due to the high level of ATC strikes/disruptions and year 1 start up losses in Laudamotion which became a subsidiary in August 2018.

Scheduled revenues. Ryanair's scheduled passenger revenues increased by 2%, from €5,134.0m in fiscal 2018 to €5,261.1m in fiscal year 2019, primarily reflecting the 9% increase in the number of booked passengers from 130.3m to 142.1m, offset by the 6% decrease in average fare from €39.40 to €37.03. Booked passenger load factors increased to 96% in fiscal year 2019 compared with 95% in fiscal year 2018.

Passenger capacity during fiscal year 2019 increased by 9% due to an increase in the average number of aircraft in the fleet. Scheduled passenger revenues accounted for 68% of Ryanair's total revenues in fiscal year 2019 and 72% in fiscal year 2018.

Ancillary revenues. Ryanair's ancillary revenues, which comprise revenues from non-flight scheduled operations, in-flight sales and internet-related services, increased by 21%, from €2,017.0m in fiscal year 2018 to €2,436.3m in fiscal year 2019, while ancillary revenues per booked passenger increased by 11% to €17.15 from €15.48. The overall increase in ancillary revenues was stimulated by an increase in the sales of reserved seating and priority boarding offset by the timing of revenue recognition on certain fees (approximately €38m) following the transition to IFRS 15.

Operating expenses. As a percentage of total revenues, Ryanair's operating expenses increased from 77% in the fiscal year 2018 to 87% in fiscal year 2019. Total revenues increased by 8%, slower than the 22% increase in operating expenses. In absolute terms, total operating expenses increased by 22%, from €5,483.7m in fiscal year 2018 to €6,680.6m in fiscal year 2019, principally as a result of increased costs associated with the growth of the airline group. Route charges, depreciation, maintenance, materials and repairs and aircraft rentals all remained flat as a percentage of total revenues. while fuel and oil expenses, airport and handling charges, staff costs (reflecting pilot pay increases and higher engineering headcount) and marketing, distribution and other (which includes EU261 compensation costs) increased. Total operating cost per passenger increased by 12%, with the increase reflecting, principally, a 17% increase in per passenger fuel costs, with an increase in non-fuel costs of 9%.

The Company's decision to ground aircraft during the winter months did not have a material impact on the results of the Company for fiscal year 2019 and, at present, is not anticipated to have a material impact on future operations. The Company anticipates that any revenues which could have been generated had the Company operated the grounded aircraft would have been lower than the operating costs associated with operating these aircraft, including fuel costs, airport charges and taxes. The Company does not anticipate that any material staff costs will be incurred during future periods of the grounding of aircraft, as the relevant crews can be furloughed under the terms of their contracts without compensation and the maintenance costs associated with the grounded aircraft will be minimal. However, the Company will still incur aircraft ownership costs comprised of depreciation and amortization costs, lease rentals costs and financing costs.

The following table sets forth the amounts in euro cent of, and percentage changes in, Ryanair's operating expenses (on a per-passenger basis) for fiscal years 2019 and 2018 under IFRS. These data are calculated by dividing the relevant expense amount (as shown in the consolidated financial statements) by the number of booked passengers in the relevant year as shown in the table of "Selected Operating and Other Data" in Item 3 and rounding to the nearest euro cent; the percentage change is calculated on the basis of the relevant figures before rounding.

	Fiscal Year Ended March 31, 2019	**Fiscal Year Ended March 31, 2018**	**% Change**
	€	**€**	
Fuel and oil	17.08	14.60	17 %
Airport and handling charges	7.47	7.19	4 %
Staff costs	6.93	5.67	22 %
Route charges	5.24	5.39	(3)%
Depreciation	4.51	4.31	5 %
Marketing, distribution and other	3.86	3.15	22 %
Maintenance, materials and repairs	1.34	1.14	18 %
Aircraft rentals	0.59	0.63	(7)%
Total operating expenses	47.02	42.08	12 %

Fuel and oil. Ryanair's fuel and oil costs per passenger increased by 17%, while in absolute terms, these costs increased by 28% from €1,902.8m in fiscal year 2018 to €2,427.3m in fiscal year 2019, in each case after giving effect to the Company's fuel hedging activities. The 28% increase reflected higher hedged fuel prices and a 9% increase in block hours. Fuel and oil costs include the direct cost of fuel, the cost of delivering fuel to the aircraft, aircraft de-icing and EU emissions trading costs. The average fuel price paid by Ryanair (calculated by dividing total fuel costs by the number of U.S. gallons of fuel consumed) increased by 8% from €1.65 per U.S. gallon in fiscal year 2018 to €1.79 per U.S. gallon in fiscal year 2019, in each case after giving effect to the Company's fuel hedging activities.

Airport and handling charges. Ryanair's airport and handling charges per passenger increased by 4% in fiscal year 2019 compared to fiscal year 2018. In absolute terms, airport and handling charges increased by 13%, from €938.6m in fiscal year 2018 to €1,061.5m in fiscal year 2019, broadly reflecting the 9% increase in passenger numbers.

Staff costs. Ryanair's staff costs, which consist primarily of salaries, wages and benefits, increased by 22% on a per-passenger basis, while in absolute terms, these costs increased by 33%, from €738.5m in fiscal year 2018 to €984.0 million in fiscal year 2019. The increase in absolute terms was primarily attributable the 9% increase in block hours, pilot pay increases, additional engineering headcount and the impact of a 3% pay increase for non-flight-staff awarded in April 2018.

Route charges. Ryanair's route charges per passenger decreased by 3%. In absolute terms, route charges increased by 6%, from €701.8m in fiscal year 2018 to €745.2m in fiscal year 2019, primarily as a result of the 9% increase in sectors offset by a decrease in unit rates.

Depreciation. Ryanair's depreciation per passenger increased by 5%, while in absolute terms these costs increased by 14% from €561.0m in fiscal year 2018 to €640.5m in fiscal year 2019. The increase was primarily attributable to 29 additional owned aircraft in the fleet compared to fiscal year 2018.

Marketing, distribution and other expenses. Ryanair's marketing, distribution and other operating expenses, including those applicable to the generation of ancillary revenues, increased by 22% on a per-passenger basis in fiscal year 2019, while in absolute terms, these costs increased by 33%, from €410.4m in fiscal year 2018 to €547.3m in fiscal year 2019, with the overall increase reflecting higher EU261 costs arising mainly from ATC strikes/disruptions and related cancellations during the year.

Maintenance, materials and repairs. Ryanair's maintenance, materials and repair expenses, which consist primarily of the cost of routine maintenance provision for leased aircraft and the overhaul of spare parts, increased by 18% on a per-passenger basis, while in absolute terms these expenses increased by 29% from €148.3m in fiscal year 2018 to €190.9m in fiscal year 2019. The increase in absolute terms during the fiscal year was due to the higher number of shop visits for older aircraft and the timing of lease handbacks.

Aircraft rentals. Aircraft rental expenses amounted to €83.9m in fiscal year 2019, a 2% increase from the €82.3m reported in fiscal year 2018, reflecting the increase in leases due to the addition of the Laudamotion A320 fleet offset by the handback of 6 B737 leases.

Operating profit. As a result of the factors outlined above, operating profit decreased by 44% on a per-passenger basis in fiscal year 2019, while, in absolute terms, it decreased by 39% from €1,667.3m in fiscal year 2018 to €1,016.8m in fiscal year 2019.

Finance expense. Ryanair's interest and similar charges decreased by €1.0m, from €60.1m in fiscal year 2018 to €59.1m in fiscal year 2019 primarily due to lower gross debt.

Finance income. Ryanair's interest income increased by €1.7m from €2.0m in fiscal year 2018 to €3.7m in fiscal year 2019, primarily due to higher interest rates on deposits.

Foreign exchange gains/losses. Ryanair recorded foreign exchange losses of €3.5m in fiscal year 2019, and gains of €2.1m in fiscal year 2018, primarily due to the impact of change in euro exchange rates against the U.S. dollar.

Taxation. The effective tax rate for fiscal year 2019 was 6.7%, as compared to an effective tax rate of 10.0% in fiscal year 2018, reflecting the recognition of a deferred tax asset in Laudamotion.

FISCAL YEAR 2018 COMPARED WITH FISCAL YEAR 2017

Profit after taxation. Ryanair recorded a profit on ordinary activities after taxation of €1,450.2m in fiscal year 2018, as compared with a profit of €1,315.9m in fiscal year 2017. This 10% increase was primarily attributable to an 8% increase in revenues (due to a 9% increase in traffic) and an 8% fuel saving per passenger

Scheduled revenues. Ryanair's scheduled passenger revenues increased by 5%, from €4,868.2m in fiscal year 2017 to €5,134.0m in fiscal year 2018, primarily reflecting the 9% increase in the number of booked passengers from 120.0m to 130.3m, partially offset by the 3% decrease in average fare from €40.58 to €39.40. Booked passenger load factors increased to 95% in fiscal year 2018 compared with 94% in fiscal year 2017.

Passenger capacity during fiscal year 2018 increased by 7% due to the increase in the average number of aircraft in the fleet. Scheduled passenger revenues accounted for 72% of Ryanair's total revenues for fiscal year 2018, compared with 73% of total revenues in fiscal year 2017.

Ancillary revenues. Ryanair's ancillary revenues, which comprise revenues from non-flight scheduled operations, in-flight sales and internet-related services, increased by 13%, from €1,779.6m in fiscal year 2017 to €2,017.0m in fiscal year 2018, while ancillary revenues per booked passenger increased by 4% to €15.48 from €14.83. The overall increase in ancillary revenues reflects the higher uptake of reserved seating, priority boarding and car hire offset by lower travel insurance and hotels.

Operating expenses. As a percentage of total revenues, Ryanair's operating expenses remained flat at 77% in fiscal year 2018. Total revenues increased by 8%, faster than the 7% increase in operating expenses. In absolute terms, total operating expenses increased by 7%, from €5,113.8m in fiscal year 2017 to €5,483.7m in fiscal year 2018, principally as a result of increased costs associated with the airline. Airport and handling charges, staff costs, route charges, maintenance, materials and repairs and aircraft rentals all remained flat as a percentage of total revenues, while fuel and oil expenses decreased and depreciation and marketing, distribution and other increased. Total operating cost per passenger decreased by 1%, with the decrease reflecting, principally, an 8% reduction in per passenger fuel costs offset by an increase in non-fuel costs of 3%.

The Company's decision to ground aircraft during the winter months did not have a material impact on the results of the Company for fiscal year 2018 and, at present, is not anticipated to have a material impact on future operations. The Company anticipates that any revenues which could have been generated had the Company operated the grounded aircraft would have been lower than the operating costs associated with operating these aircraft, including fuel costs, airport charges and taxes. The Company does not anticipate that any material staff costs will be incurred during future periods of the grounding of aircraft, as the relevant crews can be furloughed under the terms of their contracts without compensation and the maintenance costs associated with the grounded aircraft will be minimal. However, the Company will still incur aircraft ownership costs comprised of depreciation and amortization costs, lease rentals costs and financing costs.

The following table sets forth the amounts in euro cent of, and percentage changes in, Ryanair's operating expenses (on a per-passenger basis) for fiscal years 2018 and 2017 under IFRS. These data are calculated by dividing the relevant expense amount (as shown in the consolidated financial statements) by the number of booked passengers in the relevant year as shown in the table of "Selected Operating and Other Data" in Item 3 and rounding to the nearest euro cent; the percentage change is calculated on the basis of the relevant figures before rounding.

	Fiscal Year Ended March 31, 2018	Fiscal Year Ended March 31, 2017	% Change
	€	€	
Fuel and oil	14.60	15.95	(8)%
Airport and handling charges	7.19	7.20	—
Route charges	5.67	5.27	7 %
Staff costs	5.39	5.47	(1)%
Depreciation	4.31	4.15	4 %
Marketing, distribution and other	3.15	2.68	17 %
Maintenance, materials and repairs	1.14	1.18	(3)%
Aircraft rentals	0.63	0.72	(12)%
Total operating expenses	42.08	42.62	(1)%

Fuel and Oil. Ryanair's fuel and oil costs per passenger decreased by 8%, while in absolute terms, these costs decreased by 1% from €1,913.4m in fiscal year 2017 to €1,902.8m in fiscal year 2018, in each case after giving effect to the Company's fuel hedging activities. The 1% decrease reflected lower hedged fuel prices offset by a 10% increase in block hours. Fuel and oil costs include the direct cost of fuel, the cost of delivering fuel to the aircraft, aircraft de-icing and EU emissions trading costs. The average fuel price paid by Ryanair (calculated by dividing total fuel costs by the number of U.S. gallons of fuel consumed) decreased by 10% from €1.83 per U.S. gallon in fiscal year 2017 to €1.65 per U.S. gallon in fiscal year 2018, in each case after giving effect to the Company's fuel hedging activities.

Airport and handling charges. Ryanair's airport and handling charges per passenger remained flat in fiscal year 2018 compared to fiscal year 2017. In absolute terms, airport and handling charges increased by 9%, from €864.8m in fiscal year 2017 to €938.6m in fiscal year 2018, reflecting the 9% increase in passenger numbers.

Route charges. Ryanair's route charges per passenger decreased by 1%. In absolute terms, route charges increased by 7%, from €655.7m in fiscal year 2017 to €701.8m in fiscal year 2018, primarily as a result of the 7% increase in sectors.

Staff costs. Ryanair's staff costs, which consist primarily of salaries, wages and benefits, increased by 7% on a per-passenger basis, while in absolute terms, these costs increased by 17%, from €633.0m in fiscal year 2017 to €738.5m in fiscal year 2018. The increase in absolute terms was primarily attributable to the 10% increase in block hours, pilot salary increases, and the impact of a 2% pay increase in April 2017 offset by weaker sterling against the euro.

Depreciation. Ryanair's depreciation per passenger increased by 4%, while in absolute terms these costs increased by 13% from €497.5m in fiscal year 2017 to €561.0m in fiscal year 2018. The increase was primarily attributable to 50 additional owned fleet in the fleet compared to fiscal year 2017. See "-Critical Accounting Policies- Long-lived Assets" above.

Marketing, distribution and other expenses. Ryanair's marketing, distribution and other operating expenses, including those applicable to the generation of ancillary revenues, increased by 17% on a per-passenger basis in fiscal year 2018, while in absolute terms, these costs increased by 27%, from €322.3m in fiscal year 2017 to €410.4m in fiscal year 2018, with the overall increase reflecting an additional €25m in EU261 costs arising from September/October 2017 flight cancellations. EU261 costs increased as passengers have a higher propensity to claim than in prior years. Marketing costs were broadly flat compared to fiscal year 2017 and distribution costs increased at a slower rate than onboard sales.

Maintenance, materials and repairs. Ryanair's maintenance, materials and repair expenses, which consist primarily of the cost of routine maintenance provision for leased aircraft and the overhaul of spare parts, decreased by 3%

on a per-passenger basis, while in absolute terms these expenses increased by 5% from €141.0m in fiscal year 2017 to €148.3m in fiscal year 2018. The increase in absolute terms during the fiscal year was due to the timing of maintenance checks partially offset by fewer leased aircraft in the fleet.

Aircraft rentals. Aircraft rental expenses amounted to €82.3m in fiscal year 2018, a 4% decrease from the €86.1 million reported in fiscal year 2017, reflecting the smaller leased fleet.

Operating profit. As a result of the factors outlined above, operating profit remained flat on a per-passenger basis in fiscal year 2018, while, in absolute terms, it increased by 9% from €1,534.0m in fiscal year 2017 to €1,667.3m in fiscal year 2018.

Finance expense. Ryanair's interest and similar charges decreased by 11%, from €67.2m in fiscal year 2017 to €60.1m in fiscal year 2018, primarily due to lower interest rates and repayments of debt.

Finance income. Ryanair's interest income decreased by €2.2m from €4.2m in fiscal year 2017 to €2.0m in fiscal year 2018, primarily due to significantly lower deposit interest rates.

Foreign exchange gains/losses. Ryanair recorded foreign exchange gains of €2.1m in fiscal year 2018, and €0.7m losses in fiscal year 2017, primarily due to the impact of change in euro exchange rates against the U.S. dollar and U.K. pound sterling.

Taxation. The effective tax rate for fiscal year 2018 was 10.0%, as compared to an effective tax rate of 10.5% in fiscal year 2017. The effective tax rate reflects the statutory rate of Irish corporation tax of 12.5%. Ryanair recorded an income tax charge of €161.1m in fiscal year 2018, compared with a tax charge of €154.4m in fiscal year 2017.

SEASONAL FLUCTUATIONS

The Company's results of operations have varied significantly from quarter to quarter, and management expects these variations to continue. Among the factors causing these variations are the airline industry's sensitivity to general economic conditions and the seasonal nature of air travel. Ryanair typically records higher revenues and income in the first half of each fiscal year ended March 31 than the second half of such year.

RECENTLY ISSUED ACCOUNTING STANDARDS

Please see Note 1 to the consolidated financial statements included in Item 18 for information on recently issued accounting standards that are material to the Company.

LIQUIDITY AND CAPITAL RESOURCES

Liquidity. The Company finances its working capital requirements through a combination of cash generated from operations, debt capital market issuances and bank loans for the acquisition of aircraft. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—The Company Will Incur Significant Costs Acquiring New Aircraft and any instability in the Credit and Capital Markets Could Negatively Impact Ryanair's Ability to Obtain Financing on Acceptable Terms" for more information about risks relating to liquidity and capital resources. The Company had cash and liquid resources at March 31, 2019 and 2018 of €3,160.0m and €3,645.5m, respectively. The decrease at March 31, 2019 primarily reflects net capital expenditure of €1,546.7m, shareholders returns of €560.5m and debt repayments of €422.8m, offset by a profit after tax of €885.0m.

The Company's net cash inflows from operating activities in fiscal years 2019 and 2018 amounted to €2,017.5m and €2,233.2m, respectively. The €215.7m decrease in net cash flows from operating activities for fiscal year 2019 compared to fiscal year 2018 was principally due to a lower profit after tax of €565.2m offset by an increase in trade payables.

During the last two fiscal years, Ryanair's primary cash requirements have been for operating expenses, additional aircraft including advance payments in respect of new Boeing 737 aircraft and related flight equipment, payments on related indebtedness and payments of corporation tax as well as share buy-backs of €560.5m in fiscal year 2019 and €829.1m in fiscal year 2018. Cash generated from operations and the issuance of a €750m in 1.125% unsecured Eurobonds with a 6.5 year tenor in February 2017 have been the primary source for these cash requirements.

The Company's net cash inflows from operating activities in fiscal years 2018 and 2017 amounted to €2,233.2m and €1,927.2m, respectively. The €306.0m increase in net cash flows from operating activities for fiscal year 2018 compared to fiscal year 2017 was principally due to higher profit after tax of €134.3m, depreciation and receipts for future flights offset by a decrease in trade payables.

The Company's net cash used in investing activities in fiscal year 2019 totaled €1,002.4m, primarily reflecting the Company's capital expenditures, as described in more detail below.

The Company's net cash used in investing activities in fiscal year 2018 totaled €719.4m, primarily reflecting the Company's capital expenditures.

Net cash used in financing activities totaled €854.5m in fiscal year 2019, largely reflecting shareholders returns of €531.6m and repayments of long term borrowings of €422.8m.

Net cash used in financing activities totaled €1,222.8m in fiscal year 2018, largely reflecting shareholders returns of €829.1m and repayments of long term borrowings of €458.9m.

Capital Expenditures. The Company's net cash outflows for capital expenditures in fiscal years 2019 and 2018 were €1,546.7m and €1,470.6m respectively. Ryanair has traditionally funded a significant portion of its acquisition of new Boeing 737-800 aircraft and related equipment through borrowings under facilities provided by international financial institutions on the basis of guarantees issued by the Export-Import Bank of the United States ("Ex-Im Bank"). At March 31, 2019, Ryanair had a fleet of 455 Boeing 737-800 aircraft, 144 of which were funded by Ex-Im Bank-guaranteed financing. Other sources of on-balance-sheet aircraft financing utilized by Ryanair are Japanese Operating Leases with Call Options ("JOLCOs"), which are treated as finance leases (12 of the aircraft in the fleet as of March 31, 2019) and commercial debt financing (3 of the aircraft in the fleet as of March 31, 2019). Of Ryanair's total fleet of 455 Boeing 737-800 aircraft at March 31, 2019 there were 26 aircraft which were financed through operating lease arrangements, 183 aircraft were financed from Ryanair's own resources on an unsecured basis and the remaining 87 aircraft have no outstanding debt remaining. Ryanair has generally been able to generate sufficient funds from operations to meet its non-aircraft acquisition-related working capital requirements. Management believes that the working capital available to the Company is sufficient for its present requirements and will be sufficient to meet its anticipated requirements for capital expenditures and other cash requirements for fiscal year 2020.

The following table sets forth the dates on which and the number of aircraft that will be delivered to the Company:

Fiscal Year End	**Mar 31, 2019**	**Mar 31, 2020**	**Mar 31, 2021**	**Mar 31, 2022**	**Mar 31, 2023**	**Mar 31, 2024**	**Total**
Opening Fleet	431	471	499	529	556	577	431
Deliveries under 2013 Boeing Contract	29	—	—	—	—	—	29
Firm deliveries under 2014 Boeing Contract	—	20	52	29	24	10	135
Option Aircraft under 2014 Boeing Contract	—	—	8	28	25	14	75
Planned returns or disposals	(5)	(11)	(30)	(30)	(28)	(16)	(120)
A320 operating leases	16	19	—	—	—	—	35
Closing Fleet	471	499	529	556	577	585	585

Best estimates, subject to FAA & EASA regulation approval of the MAX-200 aircraft

Capital Resources. Ryanair's long-term debt (including current maturities) totaled €3,644.4m at March 31, 2019 and €3,963.0m at March 31, 2018, with the change being primarily attributable to debt repayments. Please see the table "Obligations Due by Period" below for more information on Ryanair's long-term debt (including current maturities) and finance leases as of March 31, 2019. See also Note 11 to the consolidated financial statements included in Item 18 for further information on the maturity profile of the interest rate structure and other information on the Company's borrowings.

At March 31, 2019, 144 of the aircraft in Ryanair's fleet had been financed through loan facilities with various financial institutions active in the structured export finance sector and supported by a loan guarantee from Ex-Im Bank. Each of these facilities takes essentially the same form and is based on the documentation developed by Ryanair and Ex-Im Bank, which follows standard market forms for this type of financing. In November 2010, Ryanair financed 7 aircraft through a U.S. dollar-denominated Ex-Im Bank Capital Markets Product ("Eximbond"). The Eximbond has essentially the same characteristics as all previous Ex-Im Bank guaranteed financings with no additional obligations on Ryanair. On the basis of an Ex-Im Bank guarantee with regard to the financing of up to 85% of the eligible U.S. and foreign content represented in the net purchase price of the relevant aircraft, the financial institution investor enters into a commitment letter with the Company to provide financing for a specified number of aircraft benefiting from such guarantee; loans are then drawn down as the aircraft are delivered and payments to Boeing become due. Each of the loans under the facilities are on substantially similar terms, having a maturity of 12 years from the drawdown date and being secured by a first priority mortgage in favor of a security trustee on behalf of Ex-Im Bank.

At March 31, 2019, there were 16 A320 leased aircraft in the Laudamotion fleet. 6 of these aircraft were operating leases provided by Lufthansa. These 6 aircraft were ready for hand back/were handed back to Lufthansa at June 30, 2019. There were 20 operating leased A320 aircraft in the Laudamotion fleet at June 30, 2019.

Through the use of interest rate swaps or cross currency interest rate swaps, Ryanair has effectively converted a portion of its floating-rate debt under its financing facilities into fixed-rate debt. Approximately 15% of the loans for the aircraft acquired under the above facilities are not covered by such swaps and have therefore remained at floating rates linked to EURIBOR, this is currently managed as part of the Ryanair risk management strategy. The net result is that Ryanair has effectively swapped or drawn down fixed-rate euro-denominated debt with remaining maturities of up to 5 years in respect of approximately 85% of its outstanding aircraft debt financing at March 31, 2019 and approximately 15% of total debt was floating rate at that date.

Ryanair's ability to obtain additional loans pursuant to each of the facilities to finance the price of future Boeing 737-800 and Boeing 737-MAX-200 aircraft purchases is subject to the issuance of further bank commitments and the satisfaction of various contractual conditions. These conditions include, among other things, the execution of satisfactory documentation, the requirement that Ryanair perform all of its obligations under the Boeing agreements and provide satisfactory security interests in the aircraft (and related assets) in favor of the lenders and Ex-Im Bank, and that Ryanair not suffer a material adverse change in its conditions or prospects (financial or otherwise). In addition, as a result of the Company obtaining a BBB+ (stable) credit rating from Standard & Poor's ("S&P") and Fitch Ratings and following Ryanair's issuance of €850m in 1.875% unsecured Eurobonds with a 7-year tenor in June 2014, issuance of €850m in 1.125% unsecured Eurobonds with an 8-year tenor in March 2015 and issuance of €750m in 1.125% unsecured Eurobonds with an 6.5-year tenor in February 2017 under its EMTN program, the Company may decide in the future to issue additional debt from capital markets to finance future aircraft deliveries. As part of its Ex-Im Bank guarantee-based financing of the Boeing 737-800s, Ryanair has entered into certain lease agreements and related arrangements. Pursuant to these arrangements, legal title to 144 aircraft delivered and remaining in the fleet as of March 31, 2019 rests with a number of United States special purpose vehicles (the "SPVs"). The SPVs are the borrowers of record under the loans made or to be made under the facilities, with all of their obligations under the loans being guaranteed by Ryanair Holdings.

These aircraft are financed using a standard Ex-Im Bank "orphan" ownership structure. The shares of the SPVs (which are owned by an unrelated charitable association and not by Ryanair) are in turn pledged to a security trustee in favor of Ex-Im Bank and the lenders. Ryanair operates each of the aircraft pursuant to a finance lease it has entered into with the SPVs, the terms of which mirror those of the relevant loans under the facilities. Ryanair has the right to purchase the aircraft upon termination of the lease for a nominal amount. Pursuant to this arrangement, Ryanair is considered to own the aircraft for accounting purposes under IFRS. Ryanair does not use special purpose entities for off-balance sheet financing or any other purpose which results in assets or liabilities not being reflected in Ryanair's consolidated financial statements. In addition to its purchase option under the finance lease, Ryanair is entitled to receive the balance of any proceeds received in respect of the aircraft that remain after Ex-Im Bank and the lenders are paid what they are owed under the loan guarantees.

Ryanair has a track record in securing finance for similar sized aircraft purchases. The 1998, 2002, 2003 and 2005 Boeing Contracts totaling 348 aircraft were financed with approximately 66% U.S. Ex-Im Bank loan guarantees and capital markets (with 85% loan to value) financing, 24% through sale and operating leaseback financing, and 10% through JOLCOs and commercial debt. See "Item 5. Operating and Financial Review and Prospects—Liquidity and Capital Resources."

Under the Aviation Sector Understanding which came into effect from January 1, 2013, the fees payable to Ex-Im Bank for the provision of loan guarantees have significantly increased, thereby making it more expensive than more traditional forms of financing. As a result, Ryanair intends to finance the new aircraft obtained under the 2013 and 2014 Boeing Contracts through a combination of internally generated cash flows, debt financing from commercial banks, debt financing through the capital markets in a secured and unsecured manner, JOLCOs and sale and operating leasebacks. These forms of financing are generally accepted in the aviation industry and are currently widely available for companies who have the credit quality of Ryanair. Ryanair may periodically use Ex-Im Bank loan guarantees when appropriate. Ryanair intends to finance pre-delivery payments ("Aircraft Deposits") to Boeing in respect of the new aircraft via internally generated cash flows similar to all previous Aircraft Deposit payments.

At March 31, 2019, Ryanair had 42 operating lease aircraft in the fleet including the 16 Laudamotion Airbus A320 leases. As a result, Ryanair operates, but does not own, these aircraft, which were leased to provide flexibility for the aircraft delivery program. Ryanair has no right or obligation to acquire these aircraft at the end of the relevant lease terms. All 42 operating leases are U.S. dollar-denominated and require Ryanair to make fixed rental payments. 32 of these leases are due to mature in the next 2 years. In addition to the above, the Company financed 30 of the Boeing 737-800 aircraft delivered between March 2005 and March 2014 with 13-year euro-denominated JOLCOs. 12 of these JOLCO arrangements are still outstanding as of March 31, 2019. These structures are accounted for as finance leases and are initially recorded at fair value on the Company's balance sheet. Under each of these contracts, Ryanair has a call option to purchase the aircraft at a pre-determined price after a period of 10.5 years, which it may exercise. Ryanair exercised this option for 12 of these aircraft in fiscal year 2019. 3 aircraft have been financed through euro-denominated 12-year amortizing commercial debt transactions.

Since, under each of the Company's operating leases, the Company has a commitment to maintain the relevant aircraft, an accounting provision is made during the lease term for this obligation based on estimated future costs of major airframe, engine maintenance checks and restitution of major life limited parts by making appropriate charges to the income statement calculated by reference to the number of hours or cycles operated during the year. Under IFRS, the accounting treatment for these costs with respect to leased aircraft differs from that for aircraft owned by the Company, for which such costs are capitalized and amortized.

Ryanair currently has corporate ratings of BBB+ (stable) from both S&P and Fitch Ratings and a €5bn EMTN program. Ryanair issued €850m in unsecured Eurobonds with a 7-year tenor at a coupon of 1.875% in June 2014, €850m in unsecured Eurobonds with an 8-year tenor at a coupon of 1.125% in March 2015 and €750m in unsecured Eurobonds with a 6.5-year tenor at a coupon of 1.125% in February 2017 under this program. All of these issuances are guaranteed by Ryanair Holdings. The Company used the proceeds from these issuances for general corporate purposes.

In May 2019 Ryanair DAC entered into a €750m unsecured term loan facility, with a syndicate of 10 banks. The facility is at a cost of 0.65% per annum and has a 5 year tenor. The facility is for general corporate purposes.

CONTRACTUAL OBLIGATIONS

The table below sets forth the contractual obligations and commercial commitments of the Company with definitive payment terms, which will require significant cash outlays in the future, as of March 31, 2019. These obligations primarily relate to Ryanair's aircraft purchase and related financing obligations, which are described in more detail above, and do not reflect the Eurobond issuances in June 2014, March 2015 and February 2017. For additional information on the Company's contractual obligations and commercial commitments, see Note 23 to the consolidated financial statements included in Item 18.

The amounts listed under "Finance Lease Obligations" reflect the Company's obligations under its JOLCOs. See "Item 5. Operating and Financial Review and Prospects— Liquidity and Capital Resources."

The amounts listed under "Purchase Obligations" in the table reflect obligations for aircraft purchases and are calculated by multiplying the number of aircraft the Company is obligated to purchase under its current agreements with Boeing during the relevant period by the Basic Price for each aircraft pursuant to the relevant contract, with the dollar-denominated Basic Price being converted into euro at an exchange rate of $1.1217= €1.00 (based on the European Central Bank Rate on March 31, 2019). The relevant amounts therefore exclude the effect of the price concessions granted to Ryanair by Boeing and CFM, as well as any application of the Escalation Factor described below. As a result, Ryanair's actual expenditures for aircraft during the relevant periods will be lower than the amounts listed under "Purchase Obligations" in the table.

With respect to purchase obligations under the terms of the 2013 Boeing Contract and 2014 Boeing Contract, the Company was required to pay Boeing 1.0% of the Basic Price of each of the 318 firm-order Boeing 737 aircraft at the time the contracts were signed (such deposit being fully refundable if the Company had not received the shareholder approval at the EGMs on June 18, 2013 and November 28, 2014), and will be required to make periodic advance payments of the purchase price for each aircraft it has agreed to purchase during the course of the two-year period preceding the delivery of each aircraft. As a result of these required advance payments, the Company will have paid up to 30% of the Basic Price of each aircraft prior to its delivery (including the addition of an estimated "Escalation Factor" but before deduction of any credit memoranda and other concessions); the balance of the net price is due at the time of delivery. The Company has suspended the payment of advance payments to Boeing pending confirmation of the return to service date of the Boeing MAX fleet, which was grounded by EASA and the FAA in March 2019, and the delivery of Ryanair's Boeing 737-MAX-200 firm orders.

The amounts listed under "Operating Lease Obligations" reflect the Company's obligations under its aircraft operating lease arrangements at March 31, 2019.

	Obligations Due by Period				
Contractual Obligations	**Total**	**Less than 1 year**	**1-2 years**	**2-5 years**	**After 5 years**
			(in millions of euro)		
Long-term Debt (a)	3,447.3	290.9	259.2	2,897.2	—
Finance Lease Obligations	197.1	18.5	178.6	—	—
Purchase Obligations (b)	12,336.1	4,294.8	3,289.6	4,751.7	—
Operating Lease Obligations	290.1	103.5	60.7	116.0	9.9
Future Interest Payments (c)	159.9	47.0	44.8	67.9	0.2
Total Contractual Obligations	€ 16,430.5	€ 4,754.7	€ 3,832.9	€ 7,832.8	€ 10.1

(a) For additional information on Ryanair's long-term debt obligations, see Note 11 and Note 23 to the consolidated financial statements included in Item 18.
(b) These are noted at a non-discounted "list" price. For additional information on Ryanair's purchase obligation, see Note 23 to the consolidated financial statements included in Item 18.
(c) In determining an appropriate methodology to estimate future interest payments Ryanair has applied either the applicable fixed rate or currently applicable variable rate where appropriate. These interest rates are subject to change and amounts actually due may be higher or lower than noted in the table above.

TREND INFORMATION

For information concerning the principal trends and uncertainties affecting the Company's results of operations and financial condition, see "Item 3. Key Information—Risk Factors," "Item 5. Operating and Financial Review and Prospects—Business Overview," "—Results of Operations," "—Liquidity and Capital Resources" and "Item 4. Information on the Company—Strategy—Responding to Current Challenges" above.

OFF-BALANCE SHEET TRANSACTIONS

Ryanair uses certain off-balance sheet arrangements in the ordinary course of business, including financial guarantees and operating lease commitments. Details of each of these arrangements that have or are reasonably likely to have a current or future material effect on the Company's financial condition, results of operations, liquidity or capital resources are discussed below.

Operating Lease Commitments. The Company has entered into a number of sale-and-leaseback transactions in connection with the financing of a number of aircraft in its fleet. See "—Liquidity and Capital Resources—Capital Resources" above for additional information on these transactions.

Guarantees. Ryanair Holdings has provided an aggregate of €3,796.7m (as at March 31, 2019) in letters of guarantee to secure obligations of certain of its subsidiaries in respect of loans, capital market transactions and bank advances, including those relating to aircraft financing and related hedging transactions. This amount excludes guarantees given in relation to the 2014 Boeing contract under which there was a total of 210 aircraft (135 firm orders and 75 options) outstanding as at March 31, 2019 amounting to approximately $21bn at list prices.

INFLATION

Inflation did not have a significant effect on the Company's results of operations and financial condition during the three fiscal years ended March 31, 2019.

Item 6. ***Directors, Senior Management and Employees***

Ryanair Holdings was established in 1996 as a holding company for Ryanair. The management of Ryanair Holdings and Ryanair are integrated, with the two companies having the same Directors and Executive Officers.

DIRECTORS

The following table sets forth certain information concerning the Directors of Ryanair Holdings and Ryanair as of July 25, 2019:

Name	Age	Positions
David Bonderman (a)(b)	76	Chairman and Director
Roisin Brennan (c)	54	Director
Michael Cawley (b)	65	Director
Emer Daly (c)	56	Director
Stan McCarthy (a)(e)	61	Director
Kyran McLaughlin (a)	75	Director
Howard Millar (e)	58	Director
Dick Milliken (c)	68	Director
Mike O'Brien (d)	75	Director
Michael O'Leary (a)	58	Director and Group CEO
Julie O'Neill (e)	64	Director
Louise Phelan (b)	52	Director

(a) Executive Committee.
(b) Nomination Committee.
(c) Audit Committee.
(d) Safety Committee.
(e) Remuneration Committee.

David Bonderman (Chairman) is co-founder and chairman of TPG. TPG is a leading global alternative asset firm which manages more than $105bn in assets and has offices around the world. Mr. Bonderman has served as a director for Ryanair since August 1996, and as chairman since December 1996. Mr. Bonderman also serves on the boards of the following public companies: Allogene Therapeutics, Inc.; China International Capital Corporation Limited; and TPG Pace Holdings Corp. In addition, he serves on the boards of The Wilderness Society, the Grand Canyon Trust; the American Himalayan Foundation; and the Rock and Roll Hall of Fame Foundation, Inc. He is a U.S. citizen.

Roisin Brennan has served as a Director since May 2018. Ms. Brennan is a former Chief Executive of IBI Corporate Finance Ltd where she had extensive experience advising public companies in Ireland. She is currently a Non-Executive Director of Hibernia REIT plc, Musgrave Group plc and Dell Bank International DAC having previously been a Non-Executive Director of DCC plc from 2005 until 2016. She is an Irish Citizen.

Michael Cawley has served as a Director since September 2014. Mr. Cawley previously worked with Ryanair for 17 years as Ryanair's Deputy CEO and Chief Operating Officer and contributed significantly to Ryanair's growth and success until he retired in March 2014. Mr. Cawley's other Non-Executive Directorships include Paddy Power plc, Kingspan Group plc, Hostelworld Group plc and he is also Chairman of Fáilte Ireland, the Irish tourism authority. He is an Irish citizen.

Emer Daly has served as a Director of Ryanair since December 2017. Ms. Daly is currently Board Chairman at RSA Insurance Ireland DAC and a Non-Executive Director of Chetwood Financial Limited and RGA International Reinsurance Company DAC. Ms. Daly previously served as a Non-Executive Director of Permanent TSB Group plc and as a Director of Payzone Plc. Ms. Daly also held senior roles with PricewaterhouseCoopers and AXA Insurance for over 20 years. She is an Irish citizen.

Stan McCarthy was appointed as a Director of Ryanair in May 2017 and Deputy Chairman in April 2019. Mr. McCarthy was Chief Executive of Kerry Group from January 2008 until September 2017. Mr. McCarthy joined Kerry Group in 1976 and worked in a number of finance roles before being appointed as Vice President of Sales and Marketing in the USA in

1991, as President of Kerry North America in 1996 and as a Director of Kerry Group in 1999. He has dual Irish and U.S. citizenship.

Kyran McLaughlin has served as a Director since January 2001, and is Deputy Chairman at Davy Stockbrokers. Mr. McLaughlin advised Ryanair during its initial flotation on the Dublin and NASDAQ stock markets in 1997. Mr. McLaughlin also serves as a Director of a number of Irish private companies. He is an Irish citizen.

Howard Millar was appointed as a Director of Ryanair in August 2015. Mr. Millar had served as Deputy Chief Executive Officer and Chief Financial Officer from 2003 to December 2014 having previously been Director of Finance from 1993 and Financial Controller in 1992. Mr. Millar is Chairman of BDO Ireland, a member of Irelandia Aviation's advisory board and a Non-Executive Director of Applegreen plc. Mr. Millar currently serves as Chief Executive Officer of Sirius Aviation Capital Holdings Ltd. He is an Irish citizen.

R.A. (Dick) Milliken has served as a Director since July 2013 having previously been Chief Financial Officer of the Almac Group and former Chief Executive Officer of Lamont plc. Mr. Milliken serves as a Director of Bank of Ireland Mortgage Bank, where he is Chairman of the Audit Committee. Mr. Milliken is also Chairman of Northern Ireland Science Park and a Director of a number of private companies. He is a British citizen.

Mike O'Brien was appointed as a Director of Ryanair in May 2016. Mr. O'Brien has a long and distinguished career in the aviation industry having retired in 2016 as Head of Flight Operations Inspectorate with the Maltese Civil Aviation Authority where he served from 2001 having previously spent 10 years as the Head of Operations Standards with the Irish Aviation Authority. Mr. O'Brien served 4 years as the Chief Pilot and Flight Operations Manager of Ryanair from 1987 to 1991. He has also operated many different commercial aircraft types throughout the years ranging from the Douglas DC3 to the Airbus A330 as an instructor and examiner with Aer Turas, GPA/Air Tara and Gulf Air. Mr. O'Brien is the co-chairman of the Company's Safety and Security Committee. He is an Irish citizen.

Michael O'Leary has served as a Director of Ryanair since 1988 and as CEO since 1994. Mr. O'Leary was appointed Group CEO in April 2019. He is an Irish citizen.

Julie O'Neill has served as a Director since December 2012 having previously served as Secretary General of the Irish Department of Transport from 2002 to 2009 and, in a career that spanned 37 years in the Irish public service, worked in strategic policy development and implementation in eight Government Departments. She chairs the Sustainable Energy Authority of Ireland and is a Senior Independent Director of Permanent Group TSB plc and an independent Non-Executive Director of AXA Life Europe. She is an Irish citizen.

Louise Phelan has served as a Director since December 2012. Ms. Phelan is a former Vice-President for PayPal (Global Operations, Europe, Middle East & Africa) and is a member of the Board of Voxpro since January 2016. She is an Irish citizen.

The Board of Directors has established a number of committees, including the following:

Executive Committee. The Board of Directors established the Executive Committee in August 1996. The Executive Committee can exercise the powers exercisable by the full Board of Directors in circumstances in which action by the Board of Directors is required but it is impracticable to convene a meeting of the full Board of Directors. Messrs. Bonderman, McCarthy, McLaughlin and O'Leary are the members of the Executive Committee.

Remuneration Committee. The Board of Directors established the Remuneration Committee in September 1996. This committee has authority to determine the remuneration of Senior Executives of the Company and to administer the stock option plans described below. Senior Management remuneration is comprised of a fixed basic pay and performance related bonuses which are awarded based on a combination of budget and non-budget performance criteria. The Board of Directors as a whole determines the remuneration and bonuses of the Group CEO, who is the only Executive Director. Mr. McCarthy, Mr. Millar and Ms. O'Neill are the members of the Remuneration Committee.

Audit Committee. The Board of Directors established the Audit Committee in September 1996 to make recommendations concerning the engagement of independent external auditors; to review with the auditors the plans for and scope of each annual audit, the audit procedures to be utilized and the results of the audit; to approve the professional services provided by the auditors; to review the independence of the auditors; and to review the adequacy and effectiveness of the Company's internal accounting controls. Mr. Milliken, Ms. Daly and Ms. Brennan are the members of the Audit Committee. In accordance with the recommendations of the Irish Combined Code of Corporate Governance (the "Combined Code"), a senior independent Non-Executive Director, Mr. Milliken, is the chairman of the Audit Committee. All members of the Audit Committee are independent for the purposes of the listing rules of the NASDAQ and the U.S. federal securities laws.

Nomination Committee. The Board of Directors established the Nomination Committee in May 1999 to make recommendations and proposals to the full Board of Directors concerning the selection of individuals to serve as Executive and Non-Executive Directors. The Board of Directors as a whole then makes appropriate determinations regarding such matters after considering such recommendations and proposals. Messrs. Bonderman, Cawley and Ms. Phelan are the members of the Nomination Committee.

Safety and Security Committee. The Board of Directors established the Safety and Security Committee in March 1997 to review and discuss air safety and related issues. The Safety and Security Committee reports to the full Board of Directors each quarter. The Safety and Security Committee is composed of Mr. O'Brien and Mr. Sorahan, Accountable Manager Ryanair DAC (who both act as co-chairman), as well as the following Executive Officers of Ryanair: Messrs. Bellew, Wilson, the Chief Pilot, Captain Ray Conway and the Chief Risk Officer, Ms. Carol Sharkey. A number of other managers are invited to attend, as required, from time to time.

Powers of, and Action by, the Board of Directors

The Board of Directors is empowered by the Articles of Association of Ryanair Holdings (the "Articles") to carry on the business of Ryanair Holdings, subject to the Articles, provisions of general law and the right of stockholders to give directions to the Directors by way of ordinary resolutions. Every Director who is present at a meeting of the Board of Directors of Ryanair Holdings has one vote. In the case of a tie on a vote, the chairman of the Board of Directors has a second or tie-breaking vote. A Director may designate an alternate Director to attend any Board of Directors meeting, and such alternate Director shall have all the rights of a Director at such meeting.

The quorum for a meeting of the Board of Directors, unless another number is fixed by the Directors, consists of three Directors, a majority of whom must be EU nationals. The Articles require the vote of a majority of the Directors (or alternates) present at a duly convened meeting for the approval of any action by the Board of Directors.

Composition and Term of Office

The Articles provide that the Board of Directors shall consist of no fewer than three and no more than 15 Directors, unless otherwise determined by the stockholders. There is no maximum age for a Director and no Director is required to own any shares of Ryanair Holdings.

Directors are elected (or have their appointments confirmed) at the annual general meetings of stockholders.

Exemptions from NASDAQ Corporate Governance Rules

The Company relies on certain exemptions from the NASDAQ corporate governance rules. These exemptions, and the practices the Company adheres to, are as follows:

- The Company is exempt from NASDAQ's quorum requirements applicable to meetings of shareholders, which require a minimum quorum of 33% for any meeting of the holders of common stock, which in the Company's case are its Ordinary Shares. In keeping with Irish generally accepted business practice, the Articles provide for a quorum for general meetings of shareholders of three shareholders, regardless of the level of their aggregate share ownership.

- The Company is exempt from NASDAQ's requirement with respect to Audit Committee approval of related-party transactions, as well as its requirement that shareholders approve certain stock or asset purchases when a Director, officer or substantial shareholder has an interest. The Company is subject to extensive provisions under the Listing Rules of the Euronext Dublin governing transactions with related parties, as defined therein, and the Irish Companies Act also restricts the extent to which Irish companies may enter into related-party transactions. In addition, the Articles contain provisions regarding disclosure of interests by the Directors and restrictions on their votes in circumstances involving conflicts of interest. The concept of a related party for purposes of NASDAQ's Audit Committee and shareholder approval rules differs in certain respects from the definition of a transaction with a related party under the Irish Listing Rules.

- NASDAQ requires shareholder approval for certain transactions involving the sale or issuance by a listed company of common stock other than in a public offering. Under the NASDAQ rules, whether shareholder approval is required for such transactions depends, among other things, on the number of shares to be issued or sold in connection with a transaction, while the Irish Listing Rules require shareholder approval when the value of a transaction, as measured under any one or more of four class tests, exceeds a certain percentage of the size of the listed company undertaking the transaction as measured for the purposes of same tests.

- NASDAQ requires that each issuer solicit proxies and provide proxy statements for all meetings of shareholders and provide copies of such proxy solicitation to NASDAQ. The Company is exempt from this requirement as the solicitation of holders of ADSs is not required under the Irish Listing Rules or the Irish Companies Act. However, it is Ryanair's policy to solicit holders of ADSs and will continue to do so, unless it becomes necessary to restrict non-EU shareholders voting rights because of Brexit. For additional information, please see "Item 3 – Risks Related to Ownership of the Company's Ordinary Shares or ADRs". Details of Ryanair's annual general meetings and other shareholder meetings, together with the requirements for admission, voting or the appointment of a proxy are available on the website of the Company in accordance with the Irish Companies Act and the Company's Articles of Association.

- NASDAQ requires that all members of a listed company's Nominating Committee be independent Directors, unless the Company, as a foreign private issuer, provides an attestation of non-conforming practice based upon home country practice and then discloses such non-conforming practice annually in its Form 20-F.

The Company also follows certain other practices under the U.K. Corporate Governance Code in lieu of those set forth in the NASDAQ corporate governance rules, as expressly permitted thereby. Most significantly:

Independence. NASDAQ requires that a majority of an issuer's Board of Directors be "independent" under the standards set forth in the NASDAQ rules and that Directors deemed independent be identified in the Company's Annual Report on Form 20-F. The Board of Directors has determined that each of the Company's eleven Non-Executive Directors is "independent" under the standards set forth in the U.K. Corporate Governance Code (the "Code").

Under the Code, there is no bright-line test establishing set criteria for independence, as there is under NASDAQ Rule 5605(a)(12). Instead, the Board of Directors determines whether the Director is "independent in character and judgment," and whether there are relationships or circumstances which are likely to affect, or could appear to affect, the Director's judgment. Under the Code, the Board of Directors may determine that a Director is independent notwithstanding the existence of relationships or circumstances which may appear relevant to its determination, but it should state its reasons if it makes such a determination. The Code specifies that relationships or circumstances that may be relevant include whether the Director: (i) has been an employee of the relevant company or group within the last five years; (ii) has had within the last three years a direct or indirect material business relationship with such company; (iii) has received payments from such company, subject to certain exceptions; (iv) has close family ties with any of the company's advisers, Directors or senior employees; (v) holds cross-Directorships or other significant links with other Directors; (vi) represents a significant shareholder; or (vii) has served on the Board of Directors for more than nine years.

In determining that each of the eleven Non-Executive Directors is independent under the Code standard, the Ryanair Holdings Board of Directors identified such relevant factors with respect to Non-Executive Directors Messrs. Bonderman, McLaughlin, Cawley, Millar, O'Brien and Ms. Phelan.

The Board has also considered the independence of David Bonderman given his shareholding in Ryanair Holdings plc. As at March 31, 2019, David Bonderman had a beneficial shareholding in the Company of 7,535,454 ordinary shares, equivalent to 0.66% of the issued share capital. Having considered this shareholding in light of the number of issued shares in Ryanair Holdings plc and the financial interest of the Director, the Board has concluded that the interest is not so material as to breach the spirit of the independence rule contained in the Code.

The Board has considered Kyran McLaughlin's independence given his role as Deputy Chairman and Head of Capital Markets at Davy Stockbrokers. Davy Stockbrokers are one of Ryanair's corporate brokers and provide corporate advisory services to Ryanair from time to time. The Board has considered the fees paid to Davy Stockbrokers for these services and believe that they are immaterial to both Ryanair and Davy Stockbrokers given the size of each organization's business operations and financial results. Having considered this relationship, the Board has concluded that Kyran McLaughlin continues to be an independent Non-Executive Director within the spirit and meaning of the Code Rules.

The Board has considered Michael Cawley’s independence given that he served as Deputy Chief Executive Officer and Chief Operating Officer of Ryanair from 2003 to March 2014 and before that as Ryanair’s Chief Financial Officer and Commercial Director from 1997. The Board has considered Michael’s employment and has concluded that Michael Cawley is an independent Non-Executive Director within the spirit and meaning of the Code Rules.

The Board has considered Howard Millar’s independence given that he was Ryanair’s Deputy Chief Executive up to December 31, 2014, and Chief Financial Officer up to September 30, 2014. The Board has considered Howard’s employment and has concluded that Howard Millar is an independent Non-Executive Director within the spirit and meaning of the Code Rules.

The Board has considered Mike O’Brien’s independence given that he served as Chief Pilot and Flight Operations Manager of Ryanair from 1987 to 1991. The Board has considered Mr. O’Brien’s employment and has concluded that he is an independent Non-Executive Director within the spirit and meaning of the Code Rules.

The Board has also considered the independence of Louise Phelan given her previous role as Vice President for PayPal for Global Operations Europe, Middle East and Africa. PayPal is one of Ryanair’s payment service providers. The Board has considered the services provided by PayPal and have concluded that Louise Phelan is an independent Non-Executive Director within the spirit and meaning of the Code Rules.

The Board has further considered the independence of Messrs. David Bonderman and Kyran McLaughlin as they have each served more than nine years on the Board. The Board considers that each of these Directors is independent in character and judgment as they either have other significant commercial and professional commitments and/or bring their own level of senior experience gained in their fields of international business and professional practice. When arriving at this decision, the Board has taken into account the comments made by the Financial Reporting Council in their report dated December 2009 on their review of the impact and effectiveness of the Code, in particular their comment that independence is not the primary consideration when assessing the composition of the Board, and that the over-riding consideration should be that the Board is fit for purpose.

The NASDAQ independence criteria specifically state that an individual may not be considered independent if, within the last three years, such individual or a member of his or her immediate family has had certain specified relationships with the company, its parent, any consolidated subsidiary, its internal or external auditors, or any company that has significant business relationships with the company, its parent or any consolidated subsidiary. Neither ownership of a significant amount of stock nor length of service on the Board is a *per se* bar to independence under the NASDAQ rules.

EXECUTIVE OFFICERS

The following table sets forth certain information concerning the Executive Officers of Ryanair at July 25, 2019:

Name	Age	Position
Peter Bellew	54	Chief Operations Officer
John Hurley	44	Chief Technology Officer
Kenny Jacobs	45	Chief Marketing Officer
Juliusz Komorek	41	Chief Legal and Regulatory Officer; Company Secretary
David O'Brien	55	Chief Commercial Officer
Michael O'Leary	58	Group Chief Executive Officer
Carol Sharkey	44	Chief Risk Officer
Neil Sorahan	47	Chief Financial Officer
Edward Wilson	55	Chief People Officer

Peter Bellew. Peter was appointed COO in December 2017. He returned to Ryanair from Malaysia Airlines where he was Group CEO. He is a 30-year veteran of the travel and aviation business. He previously worked for Ryanair from 2006 to 2014 where he held various positions including Director of Flight Operations and Head of Sales and Marketing. Prior to that he worked in the tour operating and airports sector. In July 2019, Peter informed the Company that he plans to step down from his current role and leave the Group at the end of December 2019.

John Hurley. John was appointed CTO in September 2014. He joined Ryanair from Houghton Mifflin Harcourt, where he was Vice-President of Engineering and Product Operations, Director of Platform Development and Software Development Program Manager. He was previously Production Manager at both Intuition Publishing Ltd and Education Multimedia Group and has over 19 years of experience in the IT industry.

Kenny Jacobs. Kenny was appointed CMO in January 2014. He is responsible for sales, digital marketing and customer service at Ryanair. Previously Kenny was CMO for Moneysupermarket plc. which has a set of digital brands. Kenny has spent much of his career in retail with Tesco PLC as marketing Director in Tesco Ireland and brand Director for Tesco U.K. Prior to that he worked for German retailer Metro Group GmbH in various roles in marketing and IT in Europe and Asia.

Juliusz Komorek. Juliusz was appointed CLRO; Company Secretary in June 2015, having served as Company Secretary and Director of Legal and Regulatory Affairs since May 2009, and Deputy Director of Legal and Regulatory Affairs since 2007. Prior to joining the Company in 2004, Juliusz had gained relevant experience in the European Commission's Directorate General for Competition and in the Polish Embassy to the EU in Brussels, as well as in the private sector in Poland and the Netherlands. Juliusz is a lawyer, holding degrees from the universities of Warsaw and Amsterdam.

David O'Brien. David was appointed CCO in January 2014 having previously served as Ryanair's Director of Flight and Ground Operations from December 2002. A graduate of the Irish Military College, David followed a military career with positions in the airport sector and agribusiness in the Middle East, Russia and Asia.

Michael O'Leary. Michael has served as a Director of Ryanair DAC since 1988 and a Director of Ryanair Holdings since 1996. Michael was appointed CEO of Ryanair in 1994 and Group CEO in April 2019, having previously served as CFO since 1988.

Carol Sharkey. Carol was appointed CRO in May 2018 having held the position of Director of Safety and Security since 2014. She has worked at Ryanair since 1995 having previously held roles in inflight, flight operations and in recent years has overseen the flight safety department.

Neil Sorahan. Neil was appointed CFO in October 2014, having previously served as Ryanair's Finance Director since June 2006. Prior to that he was Group Treasurer from January 2003. Before joining Ryanair, Neil held various finance and treasury roles at CRH plc.

Edward Wilson. Eddie was appointed CPO in December 2002, prior to which he served as Head of Personnel since joining Ryanair in December 1997. Prior to joining Ryanair, he served as Human Resources Manager for Gateway 2000 and held a number of other human resources-related positions in the Irish financial services sector.

COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

Compensation

The aggregate amount of compensation paid by Ryanair Holdings and its subsidiaries to its 9 Executive Officers named above in fiscal year 2019 was €12.4m. For details of Mr. O'Leary's compensation in such fiscal year, see "—Employment and Bonus Agreement with Mr. O'Leary" below.

Each of Ryanair Holdings' Non-Executive Directors is entitled to receive €35,000 plus expenses per annum, as remuneration for their services to Ryanair Holdings. The Chairman of the Board receives a fee of €100,000 per annum. The additional remuneration paid to all Committee members for service on that committee is €15,000 per annum, with the exception of the Chairman of the Safety and Security Committee who is entitled to receive €40,000 per annum in connection with the additional duties in relation to that committee.

For further details of stock options that have been granted to the Company's employees, including the Executive Officers, see "Item 10. Additional Information—Options to Purchase Securities from Registrant or Subsidiaries," as well as Note 16 to the consolidated financial statements included herein.

Remuneration Agreement with Mr. O'Leary

The Group CEO is the only Executive Director of the Board. In February 2019 Ryanair announced that Mr. O'Leary had signed a new five-year contract as Group CEO commencing April 1, 2019 and expiring on July 31, 2024. As part of this contract the Group CEO has agreed to a 50% cut in base pay from approximately €1m to €500,000 per annum, a 50% cut to his maximum annual bonus (to €500,000) and, in line with best practice in the updated Corporate Governance Code, he does not receive any pension benefits from Ryanair. This new contract also includes 10m share options at a strike price of €11.12 which are exercisable at a price of €11.12 if the net income of Ryanair Holdings plc exceeds €2bn in any year up to 2024 and/or the share price of Ryanair Holdings plc exceeds €21 for a period of 28 days between April 1, 2021 and March 31, 2024. The maximum total cost of the Group CEO's remuneration is therefore €2.8m per annum (including a €1.8m share based payments accounting charge) over the 5 year term of the Group CEO's contract of employment.

STAFF AND LABOR RELATIONS

The following table sets forth the details of Ryanair's team (including new airlines Ryanair Sun and Laudamotion) at each of March 31, 2019, 2018 and 2017:

	Number of Staff at March 31,		
Classification	**2019**	**2018**	**2017**
Management	177	120	116
Administrative/IT Labs	992	780	603
Maintenance	426	156	152
Ground Operations	704	433	413
Pilots	5,446	4,831	4,058
Cabin Crew	9,095	8,263	7,684
Total	16,840	14,583	13,026

While Ryanair continues the transition to collective bargaining with unions, these unions may have unrealistic expectations and agitate for unproductive work practices which if acceded to would add to the complexity and costs to the business. Ryanair will continue to defend its existing high productivity business model. Ryanair believes that existing terms and conditions for both pilots and cabin crew are industry leading among European low cost B737 operators with competitive pay, advantageous fixed rosters, outstanding promotional opportunities and a wide choice of base locations across Europe.

Ryanair's pilots, cabin crew, maintenance and ground operations personnel undergo continuous recurrent training. A substantial portion of the training for Ryanair's cabin crew is devoted to safety procedures, and cabin crew are required to undergo annual evacuation and fire drill training during their tenure with the airline. Ryanair also provides salary increases to its engineers who complete advanced training in certain fields of aircraft maintenance. Ryanair utilizes its own Boeing 737-800 aircraft simulators for pilot training.

European regulations require pilots to be licensed as commercial pilots with specific ratings for each aircraft to be flown. In addition, European regulations require all commercial pilots to be medically certified as physically fit. Licenses and medical certification are subject to periodic re-evaluation and require recurrent training and recent flying experience in order to be maintained. Maintenance engineers must be licensed and qualified for specific aircraft types. Cabin crew must undergo initial and periodic competency training. Training programs are subject to approval and monitoring by the competent authority. In addition, the appointment of senior management personnel directly involved in the supervision of flight operations, training, maintenance and aircraft inspection must be satisfactory to the competent authority. Based on its experience in managing the airline's growth to date, management believes that there is a sufficient pool of qualified and licensed pilots, engineers and mechanics within the EU to satisfy Ryanair's anticipated future needs in the areas of flight operations, maintenance and quality control. The consolidation within the aviation industry, airline closures and downsizing has resulted in an increase in pilot applications to join Ryanair. Ryanair has also been able to satisfy its needs for additional pilots and cabin crew through the use of contract agencies. These contract pilots and cabin crew are included in the table above.

Ryanair's crew earn productivity-based incentive payments, including a sales bonus for onboard sales for flight attendants and payments based on the number of hours or sectors flown by pilots and cabin crew (within limits set by industry standards or regulations governing maximum working hours). Pilots at all of Ryanair's bases are covered by the terms of existing collective agreements on pay, allowances and rosters which fall due for negotiation at various dates between 2020 and 2023 however these agreements are likely to be replaced by Collective Labour Agreements (CLA) negotiated with the unions and Company Councils in each country. Ryanair's pilots are currently subject to IAA-approved limits of 900 flight-hours per calendar year. For fiscal year 2019, the average flight-hours for Ryanair's pilots amounted to approximately 67 hours per month and approximately 807 hours for the complete year, a 1.8% decrease on the previous fiscal year.

If more stringent regulations on flight hours were to be adopted, Ryanair's flight personnel could experience a reduction in their total pay due to lower compensation for the number of hours or sectors flown and Ryanair could be required to hire additional flight personnel.

Ryanair Holdings' shareholders have approved a number of share option plans for employees and Directors. Ryanair Holdings has also issued share options to several of its senior managers. For details of all outstanding share options, see "Item 10. Additional Information—Options to Purchase Securities from Registrant or Subsidiaries."

Item 7. ***Major Shareholders and Related Party Transactions***

As of June 30, 2019, there were 1,125,383,206 Ordinary Shares outstanding. As of that date, 99,768,952 ADRs, representing 498,844,760 Ordinary Shares, were held of record in the United States by 50 holders, and represented in the aggregate 44.3% of the number of Ordinary Shares then outstanding. See “Item 10. Additional Information—Articles of Association” and “—Limitations on Share Ownership by Non-EU Nationals.”

MAJOR SHAREHOLDERS

Based on information available to Ryanair Holdings, the following table summarizes the holdings of those shareholders holding 3% or more of the Ordinary Shares as of June 30, 2019, June 30, 2018 and June 30, 2017, the latest practicable date prior to the Company’s publication of its statutory Annual Report in each of the relevant years.

	As of June 30, 2019		As of June 30, 2018		As of June 30, 2017	
	No. of Shares	% of Class	No. of Shares	% of Class	No. of Shares	% of Class
Harris Associates	92,645,690	8.2 %	-	-	-	-
Baillie Gifford	61,916,922	5.5 %	55,403,057	4.8 %	61,407,951	5.1 %
Capital	59,883,817	5.3 %	196,038,142	17.0 %	174,732,018	14.5 %
AKO Capital	54,851,101	4.9 %	-	-	-	-
Michael O’Leary	44,096,725	3.9 %	44,096,725	3.8 %	46,096,725	3.8 %
HSBC Holdings PLC	-	-	55,792,770	4.8 %	112,027,084	9.3 %
Fidelity	-	-	63,587,530	5.5 %	70,116,745	5.8 %

As of June 30, 2019, the Directors of Ryanair Holdings as a group owned 53,057,387 Ordinary Shares, representing 4.7% of Ryanair Holdings’ outstanding Ordinary Shares as of such date. See also Note 19(d) to the consolidated financial statements included herein. Each of Ryanair’s shareholders has identical voting rights with respect to its Ordinary Shares.

As of March 31, 2019, there were 1,133,395,322 Ordinary Shares outstanding.

Based on information available to Ryanair Holdings plc, the following table summarizes shareholdings in excess of 3% or more of the Ordinary Shares as of March 31, 2019, March 31, 2018 and March 31, 2017.

	As of March 31, 2019		As of March 31, 2018		As of March 31, 2017	
	No. of Shares	% of Class	No. of Shares	% of Class	No. of Shares	% of Class
Capital	100,394,424	8.9 %	193,229,822	16.5 %	175,034,773	14.4 %
Harris Associates	77,228,695	6.8 %	-	-	-	-
Baillie Gifford	58,805,558	5.2 %	45,244,444	3.9 %	61,526,458	5.1 %
AKO Capital	51,079,882	4.5 %	-	-	-	-
Michael O’Leary	44,096,725	3.9 %	46,096,725	3.9 %	50,096,725	4.1 %
Fidelity	-	-	67,919,641	5.8 %	70,634,226	5.8 %
HSBC Holdings PLC	-	-	64,191,568	5.5 %	105,488,520	8.7 %

RELATED PARTY TRANSACTIONS

The Company has not entered into any “related party transactions” (except for remuneration paid by Ryanair to members of senior management and the Directors as disclosed in Note 27 to the consolidated financial statements) in the three fiscal years ending March 31, 2019 or in the period from March 31, 2019 to the date hereof.

Item 8. ***Financial Information***

CONSOLIDATED FINANCIAL STATEMENTS

Please refer to "Item 18. Financial Statements."

OTHER FINANCIAL INFORMATION

Legal Proceedings

The Company is engaged in litigation arising in the ordinary course of its business. Although no assurance can be given as to the outcome of any current or pending litigation, management does not believe that any such litigation will, individually or in the aggregate, have a material adverse effect on the results of operations or financial condition of the Company, except as described below.

EU State Aid-Related Proceedings. Since 2002, the European Commission has examined the agreements between Ryanair and various airports to establish whether they constituted illegal state aid. In many cases, the European Commission has concluded that the agreements did not constitute state aid. In other cases, Ryanair has successfully challenged the EU commission finding that there was state aid. In July and October 2014, the European Commission announced findings of state aid to Ryanair in its arrangements with Pau, Nimes, Angouleme, Altenburg and Zweibrücken airports, ordering Ryanair to repay a total of approximately €9.9m of alleged aid. In July and November 2016, the European Commission announced findings of state aid to Ryanair in its arrangements with Cagliari and Klagenfurt respectively, ordering Ryanair to repay approximately €12.6m of alleged aid. Ryanair appealed the 7 "aid" decisions to the EU General Court. In late 2018, the General Court upheld the Commission's findings regarding Ryanair's arrangements with Pau, Nimes, Angouleme and Altenburg airports, and overturned the Commission's finding regarding Ryanair's arrangement with Zweibrücken airport. Ryanair has appealed these 4 negative findings to the European Court of Justice. These appeals are expected to take at least 2 years. The appeal proceedings before the General Court regarding Ryanair's arrangements with Cagliari and Klagenfurt airports are expected to take approximately 2 years.

Ryanair is facing similar legal challenges with respect to agreements with certain other airports, notably Paris (Beauvais), La Rochelle, Carcassonne, Girona, Reus, Târgu Mureș, Montpellier and Frankfurt (Hahn). These investigations are ongoing and Ryanair currently expects that they will conclude in 2019, with any European Commission decisions appealable to the EU General Court.

Ryanair is also facing an allegation that it has benefited from unlawful state aid in a German court case in relation to its arrangements with Frankfurt (Hahn).

Adverse rulings in the above or similar cases could be used as precedents by competitors to challenge Ryanair's agreements with other publicly-owned airports and could cause Ryanair to strongly reconsider its growth strategy in relation to public or state-owned airports across Europe. This could in turn lead to a scaling back of Ryanair's growth strategy due to the smaller number of privately owned airports available for development. No assurance can be given as to the outcome of these proceedings, nor as to whether any unfavorable outcomes may, individually or in the aggregate, have a material adverse effect on the results of operations or financial condition of the Company.

Legal Proceedings Against Internet Ticket Touts. The Company is involved in a number of legal proceedings against internet ticket touts ("screenscraper websites") in Ireland, Germany, the Netherlands, France, Italy, Switzerland and the U.S.. Screenscraper websites gain unauthorized access to Ryanair's website and booking system, extract flight and pricing information and display it on their own websites for sale to customers at prices which include intermediary fees on top of Ryanair's fares. Ryanair does not allow any such commercial use of its website and objects to the practice of screenscraping also on the basis of certain legal principles, such as database rights, copyright protection, etc. The Company's objective is to prevent any unauthorized use of its website. The Company also believes that the selling of airline tickets by screenscraper websites is inherently anti-consumer as it inflates the cost of air travel. At the same time, Ryanair encourages genuine price comparison websites which allow consumers to compare prices of several airlines and then refer consumers to the airline website in order to perform the booking at the original fare. Ryanair offers licenced access to its flight and pricing information to such websites. Ryanair also permits GDSs to provide access to Ryanair's fares to traditional bricks and mortar travel agencies. The Company has received favorable rulings in France, Germany, Ireland, Italy and The Netherlands, and unfavorable rulings in Germany, Spain, France and Italy. However, pending the outcome of these legal proceedings and if Ryanair were to be ultimately unsuccessful in them, the activities of screenscraper websites could lead to a reduction in the number of customers who book directly on Ryanair's website and loss of ancillary revenues which are an important source of profitability through the sale of car hire, hotels and travel insurance etc. Also, some customers may be lost to the Company once they are presented by a screenscraper website with a Ryanair fare inflated by the screenscraper's intermediary fee. See Item 3. Key Information—Risk Factors—Risks Related to the Company—"Ryanair Faces Risks Related to Unauthorized Use of Information from the Company's Website."

U.S. Litigation. In November 2018, a putative securities class action complaint was filed against Ryanair and Mr. O'Leary in the United States District Court for the Southern District of New York (the "District Court"). The District Court appointed a lead plaintiff, the City of Birmingham Retirement and Relief System and City of Birmingham Firemen's and Policemen's Supplemental Pension System (the "Birmingham Funds"), in January 2019. The Birmingham Funds filed an amended complaint in April 2019 that purports to be on behalf of purchasers of Ryanair American Depositary Shares ("ADSs") between May 30, 2017 and September 28, 2018. The amended complaint alleges, among other things, that in filings with the SEC, investor calls, interviews, and other communications, Ryanair and/or Mr. O'Leary made materially false and misleading statements and omissions regarding employment and financial data, employee negotiation processes, the September 2017 pilot rostering management issue, and the likelihood and financial impact of unionization, which allegedly artificially inflated the market value of Ryanair's securities. In June 2019, Ryanair and Mr. O'Leary filed a motion to dismiss.

Dividend Policy

Since its incorporation as the holding company for Ryanair in 1996, Ryanair Holdings has only occasionally declared special dividends on both its Ordinary Shares and ADRs. The Directors of the Company declared on May 21, 2012 that Ryanair Holdings intended to pay a special dividend of €0.34 per ordinary share (approximately €492m) and this special dividend was paid on November 30, 2012. The Company indicated on May 19, 2014 that it planned to pay a special dividend of up to approximately €520m in the fourth quarter of fiscal year 2015, and this special dividend was paid on February 27, 2015. In September, 2015 the Company announced a B share scheme of €398m to return the proceeds from the sale of its shares in Aer Lingus to shareholders; payments to shareholders issued in October 2015.

Share Buy-back Program

Following shareholder approval at the 2006 annual general meeting, a €300m share buy-back program was formally announced on June 5, 2007. Permission was received at the annual general meeting held on September 20, 2007 to repurchase a maximum of 75.6m Ordinary Shares representing 5% of the Company's then outstanding share capital. The €300m share buy-back of approximately 59.5m Ordinary Shares, representing approximately 3.8% of the Company's pre-existing share capital, was completed in November 2007. In February 2008, the Company announced a second share buy-back program of up to €200m worth of Ordinary Shares, which was ratified by shareholders at the annual general meeting held on September 18, 2008. 18.1m Ordinary Shares were repurchased under this program at a cost of approximately €46m. The Company also completed share buy-backs of €125m in respect of 36.5m Ordinary Shares in fiscal year 2012 and 15m Ordinary Shares at a cost of approximately €68m in fiscal year 2013.

In April 2012, the Company held an EGM to authorize the Directors to repurchase Ordinary Shares and ADRs for up to 5% of the issued share capital of the Company traded on the NASDAQ. Up until April 2012, shareholders had only authorized the Directors to repurchase Ordinary Shares. As the ADRs typically trade at a premium compared to Ordinary Shares, this has resulted in increased costs in performing share buy-backs and may continue to do so in the future. This authority was renewed at the Annual General Meeting held on September 20, 2013 and at subsequent Annual General Meetings and an Extraordinary General Meeting in 2016.

In fiscal year 2014, 69.5m Ordinary Shares (including Ordinary Shares underlying just over 6m ADRs) were repurchased at a cost of approximately €482m. In February 2015, the Company announced a €400m ordinary share buy-back program which was completed between February and August 2015. In February 2016, the Company announced an

€800m Ordinary Share buy-back program (including Ordinary Shares underlying ADRs) and this program was subsequently increased to €886m in June 2016. €418m of this program was completed in fiscal year 2016 to buy-back approximately 29.1m shares (including approximately 19.9m shares underlying ADRs) with the remaining €468m spent in fiscal year 2017 to buy-back approximately 36m shares (including approximately 3.9m shares underlying ADRs). In addition to the above, in fiscal year 2017, the Company bought back 36.4m shares (including approximately 17.7m shares underlying ADRs) at a total cost of approximately €550m during the period November 2016 to February 2017. In February 2017 the Company announced the commencement of a €150m share buy-back program in respect of shares underlying ADRs. The Company bought back approximately 2m shares underlying ADRs at a cost of €39m under this program during fiscal year 2018. In addition to the above, in fiscal year 2018, the Company bought back 33m shares at a total cost of €600m under its €600m share buy-back program which commenced in May 2017 and 11.7m shares at a total cost of €190m under it €750m share buy-back which commenced in February 2018. In fiscal year 2019 the Company bought back 37.8m shares at a total cost of approximately €561m under its €750m share buy-back which commenced in February 2018.

As of July 25, 2019 the Company had bought back approximately 12.3m shares at a cost of €137.6m under its € 700m share buy-back program (including Ordinary Shares underlying ADRs) which was announced and commenced in May 2019. All Ordinary Shares (including ADRs which represent five Ordinary Shares) repurchased have been cancelled.

See “Item 9. The Offer and Listing - Trading Markets and Share Prices” below for further information regarding share buy-backs.

SIGNIFICANT CHANGES

In April 2019, the Group concluded a low cost, €750m unsecured (5 year syndicated) bank facility for general corporate purposes. This facility was fully drawn down in May 2019.

Between April 1, 2019 and July 25, 2019, the Company had bought back 12.3m ordinary shares at a total cost of €137.6m under its €700m share buy-back which commenced in May 2019. This was equivalent to 1.1% of the Company’s issued share capital at March 31, 2019. All ordinary shares repurchased are cancelled.

Item 9. ***The Offer and Listing***

TRADING MARKETS AND SHARE PRICES

The primary market for Ryanair Holdings' Ordinary Shares is Euronext Dublin; Ordinary Shares are also traded on the London Stock Exchange. The Ordinary Shares were first listed for trading on the Official List of Euronext Dublin on June 5, 1997 and were first admitted to the Official List of the London Stock Exchange on July 16, 1998.

ADRs, each representing 5 Ordinary Shares, are traded on NASDAQ. The Bank of New York Mellon is Ryanair Holdings' depositary for purposes of issuing ADRs evidencing the ADSs. The following tables set forth, for the periods indicated, the reported high and low closing sales prices of the ADRs on NASDAQ and for the Ordinary Shares on Euronext Dublin and the London Stock Exchange, and have been adjusted to reflect the two-for-one split of the Ordinary Shares and ADRs effected on February 26, 2007:

*All quarterly high and low prices for ADRs and Ordinary Shares in the following tables refer to calendar year quarters and not fiscal year quarters.

	ADRs (in U.S. dollars)	
	High	**Low**
2013	54.05	34.62
2014	71.27	46.99
2015	87.64	60.10
2016	87.41	66.82
2017		
First Quarter	85.66	78.66
Second Quarter	110.58	82.59
Third Quarter	120.16	101.59
Fourth Quarter	126.69	103.25
2018		
First Quarter	126.39	105.25
Second Quarter	123.45	109.89
Third Quarter	118.30	94.88
Fourth Quarter	88.46	67.95
2019		
January 2019	73.15	65.75
February 2019	75.26	70.10
March 2019	77.67	71.46
April 2019	83.23	72.55
May 2019	77.95	65.22
June 2019	67.50	62.00
July 2019 (to July 25, 2019)	67.66	63.44

	Ordinary Shares (Euronext Dublin) (in euro)	
	High	Low
2013	7.47	4.76
2014	9.83	6.30
2015	15.35	9.06
2016	15.34	10.46
2017		
First Quarter	14.96	13.94
Second Quarter	18.74	14.55
Third Quarter	19.39	16.32
Fourth Quarter	17.97	14.61
2018		
First Quarter	16.79	15.05
Second Quarter	16.72	15.32
Third Quarter	16.04	12.98
Fourth Quarter	12.97	10.16
2019		
January 2019	11.03	10.04
February 2019	12.39	11.11
March 2019	12.79	11.41
April 2019	12.63	11.07
May 2019	11.76	10.01
June 2019	10.79	9.89
July 2019 (to July 25, 2019)	10.99	9.98

	Ordinary Shares (London Stock Exchange) (in euro)	
	High	Low
2013	7.48	4.76
2014	9.82	6.31
2015	15.29	9.06
2016	15.34	10.53
2017		
First Quarter	14.93	13.92
Second Quarter	18.74	14.54
Third Quarter	19.35	16.27
Fourth Quarter	17.98	14.65
2018		
First Quarter	16.82	15.00
Second Quarter	16.81	15.35
Third Quarter	16.13	12.98
Fourth Quarter	13.00	10.23
2019		
January 2019	11.05	10.02
February 2019	12.37	11.11
March 2019	12.76	11.41
April 2019	12.59	11.05
May 2019	12.19	10.02
June 2019	10.74	9.81
July 2019 (to July 25, 2019)	10.93	9.98

Since certain of the Ordinary Shares are held by brokers or other nominees, the number of direct record holders in the United States, which is reported as 50, may not be fully indicative of the number of direct beneficial owners in the United States, or of where the direct beneficial owners of such shares are resident.

In order to increase the percentage of its share capital held by EU nationals, beginning June 26, 2001, Ryanair Holdings instructed the Depositary to suspend the issuance of new ADRs in exchange for the deposit of Ordinary Shares until further notice. Therefore, holders of Ordinary Shares cannot currently convert their Ordinary Shares into ADRs. The Depositary will however convert existing ADRs into Ordinary Shares at the request of the holders of such ADRs. The Company in 2002 implemented additional measures to restrict the ability of non-EU nationals to purchase Ordinary Shares. As a result, non-EU nationals are currently effectively barred from purchasing Ordinary Shares. See “Item 10. Additional Information—Limitations on Share Ownership by Non-EU Nationals” for additional information.

The Company, at its AGM and EGM of the Shareholders, has, in recent years, passed a special resolution permitting the Company to engage in Ordinary Share buy-back programs subject to certain limits noted below. Since June 2007 (when the Company engaged in its first Ordinary Share buy-back program) the Company has repurchased the following Ordinary Shares:

Year Ended March 31,	**No. of shares (m)**	**Approx. cost (€m)**
2009	18.1	46.0
2010	—	—
2011	—	—
2012	36.5	124.6
2013	15.0	67.5
2014	69.5	481.7
2015	10.9	112.0
2016	53.7	706.1
2017	72.3	1,017.9
2018	46.7	829.1
2019	37.8	560.5
Period through July 25, 2019	12.3	137.6
Total	372.8	4,083.0

All Ordinary Shares repurchased have been, or will be, cancelled.

The maximum price at which the Company may repurchase Ordinary Shares traded on Euronext Dublin or the London Stock Exchange is the higher of (i) 5% above the average market value of the Company’s Ordinary Shares on the trading venue where the shares are being repurchased for the 5 business days prior to the date of purchase; and (ii) the price stipulated by the European Commission-adopted regulatory technical standards pursuant to article 5(6) of the EU Market Abuse Regulation 596/2014, being the higher of the last independent trade and the highest current independent bid on the trading venue on which the shares are being repurchased. The maximum price at which the Company may repurchase Ordinary Shares which underlie the Company’s ADSs traded on NASDAQ is 5% above the average market value of one-fifth of the Company’s ADSs on NASDAQ for the 5 business days prior to the date of purchase (as one ADS represents 5 Ordinary Shares).

The minimum price at which the Company may repurchase Ordinary Shares is their nominal value of 0.600 euro cent (€0.006).

At an EGM of Shareholders held on April 19, 2012, the Company obtained a new repurchase authority which enables the Company to repurchase the Company’s ADRs which are traded on NASDAQ. The maximum price at which Ordinary Shares which underlie the Company’s ADRs can be repurchased is 5% above one-fifth of the average market value of the Company’s ADRs as quoted on NASDAQ, for the five business days prior to the date of purchase (as one ADS represents five Ordinary Shares). Any ADRs purchased are converted to Ordinary Shares by the Company’s brokers for subsequent repurchase and cancellation by the Company.

As of June 30, 2019, the total number of options over Ordinary Shares outstanding under all of the Company's share option plans was 39.6 million, representing 3.5% of the Company's issued share capital at that date.

Item 10. ***Additional Information***

DESCRIPTION OF CAPITAL STOCK

Ryanair Holdings' capital stock consists of Ordinary Shares, each having a par value of 0.600 euro cent. As of March 31, 2019, a total of 1,133,395,322 Ordinary Shares were outstanding. On February 26, 2007, Ryanair effected a 2-for-1 share split as a result of which each of its then existing Ordinary Shares, par value 1.27 euro cent, was split into two new Ordinary Shares, par value 0.635 euro cent.

On October 27, 2015, the Company completed a capital reorganisation which involved the consolidation of its ordinary share capital on a 39 for 40 basis which resulted in the reduction of ordinary shares in issue by 33.8 million ordinary shares to 1,319.3 million as at that date. The nominal value of an ordinary share was also reduced from 0.635 euro cent each to 0.600 euro cent each under the reorganisation. All 'B' Shares and Deferred Shares issued in connection with the B scheme were either redeemed or cancelled during the period such that there were no 'B' Shares or Deferred Shares remaining in issue as at March 31, 2016. Each Ordinary Share entitles the holder thereof to one vote in respect of any matter voted upon by Ryanair Holdings' shareholders.

OPTIONS TO PURCHASE SECURITIES FROM REGISTRANT OR SUBSIDIARIES

During fiscal year 2014, Ryanair Holdings' shareholders approved a stock option plan at the Company's annual general meeting on September 20, 2013 (referred to herein as "Option Plan 2013"), under which all employees and Directors are eligible to receive options. Grants of options were permitted to take place at the close of any of the ten years beginning with fiscal year 2014. All options will be subject to a 5-year performance period beginning with the year in which a grant occurs. The Remuneration Committee has discretion to determine the financial performance targets that must be met with respect to the financial year. Those targets will relate directly to the achievement of certain year-on-year growth targets in the Company's profit after tax figures for each of the financial years of the performance period and/or certain share price targets. The Option Plan 2013 replaced all stock options plans previously approved by shareholders for all future grants, as these previously approved plans have expired.

Under Option Plan 2013, 36 senior managers and 6 of the current Non-Executive Board members were granted 10m share options, in the aggregate, at a strike price of €6.25 in July 2014. These options vested in May 2019 for Managers/Directors who continued to be employed at April 30, 2019 and are exercisable between June 2019 and July 2022. Also under Option Plan 2013, 3.5m share options were granted, in aggregate, to Executive Officers (excluding the CEO) at a strike price of €6.74 in October 2014. These options are exercisable between September 2019 and October 2021. They will only vest if certain exceptional targets in relation to net profit and/or share price are achieved and will only be available to senior managers who continue to be employed by the Company through July 31, 2019. In November 2014, 5m options were granted to Mr. O'Leary under Option Plan 2013 as part of his 5-year employment contract. These options which were granted at a strike price of €8.35 are exercisable between September 2019 and November 2021. They will only vest if certain exceptional targets in relation to net profit and/or share price are achieved and will only be available if Mr. O'Leary continues to be employed by the Company through July 31, 2019. During fiscal year 2016, 30,000 options were granted under Option plan 2013 to new Non-Executive Board members at a strike price of €11.38. These options vested in May 2019 and are exercisable between August 2019 and August 2021. During the fiscal year 2017, 34 senior managers (excluding the Executive Officers) were granted 3m share options, in aggregate, at a strike price of €12.00. These options, which are exercisable between August 2021 and August 2023, will only vest if certain targets in relation to net profit and / or share price are achieved and will only be available to managers who continue to be employed by the Company through March 31, 2021.

During fiscal year 2019 10m options were granted to Mr. O'Leary under Option Plan 2013 as part of his new 5-year contract as Group CEO. These options, which were granted at a strike price of €11.12, are exercisable between September 2024 and February 2026. They will only vest in their entirety if the Groups profit after tax exceeds €2bn or, alternatively, the Company's share price is equal to or exceeds €21 for any 28 day calendar period between April 1, 2021 and March 31, 2024 and will only be available if Mr. O'Leary continues to be employed by the Company through July 31, 2024.

During fiscal year 2019, 102 senior managers and the 11 Non-Executive Board Members were granted 10m share options, in the aggregate, at a strike price of €11.12 and are exercisable between September 2024 and February 2026 and have the same vesting conditions as Mr. O'Leary's fiscal year 2019 grant referred to above.

The aggregate of 34.3m Ordinary Shares that would be issuable upon exercise in full of the options that were outstanding as of June 30, 2019 under the Company's option plan represent approximately 3% of the issued share capital of Ryanair Holdings as of such date. Of such total, options in respect of an aggregate of 25.1m Ordinary Shares were held by the Directors and Executive Officers of Ryanair Holdings. For further information, see Notes 16 and 19 to the consolidated financial statements included herein.

ARTICLES OF ASSOCIATION

The following is a summary of certain provisions of the Articles of Association of Ryanair Holdings. This summary does not purport to be complete and is qualified in its entirety by reference to the complete text of the Articles.

Objects. Ryanair Holdings' objects, which are detailed in its Articles, are broad and include carrying on business as an investment and holding company. Ryanair Holdings' Irish company registration number is 249885.

Directors. Subject to certain exceptions, Directors may not vote on matters in which they have a material interest. The ordinary remuneration of the Directors is determined from time to time by ordinary resolutions of the shareholders. Any Director who holds any executive office, serves on any committee or otherwise performs services, which, in the opinion of the Directors, are outside the scope of the ordinary duties of a Director, may be paid such extra remuneration as the Directors may determine. The Directors may exercise all the powers of the Company to borrow money. The Directors are not required to retire at any particular age. There is no requirement for Directors to hold shares. The Articles of Association provide that one-third of the Directors (rounded down to the next whole number if it is a fractional number) retire and offer themselves for re-election at each annual general meeting of the Company. However, in compliance with the recommendations of the U.K. Corporate Governance Code, all Directors retire and present themselves for re-election by the shareholders annually. All of the shareholders entitled to attend and vote at the annual general meeting of the Company may vote on the re-election of Directors.

Annual and General Meetings. Annual and extraordinary meetings are called upon 21 days' advance notice. All Ryanair shareholders may appoint proxies electronically to attend, speak, ask questions and vote on behalf of them at annual general meetings and to reflect certain other provisions of those Regulations. All holders of Ordinary Shares are entitled to attend, speak at and vote at general meetings of the Company, subject to limitations described below under "—Limitations on the Right to Own Shares."

Rights, Preferences and Dividends Attaching to Shares. The Company has only three classes of shares, Ordinary Shares with a par value of 0.600 euro cent per share, B Shares with a nominal value of 0.050 cent per share and Deferred Shares with a nominal value of 0.050 cent per share. The B Shares and the Deferred Shares were created at an EGM of the Company held on October 22, 2015 in connection with a return of value to shareholders arising from the sale of the Company's shareholding in Aer Lingus plc, and no such shares remain in issue. Accordingly, the Ordinary Shares currently represent the only class of shares in issue and rank equally with respect to payment of dividends and on any winding-up of the Company. Any dividend, interest or other sum payable to a shareholder that remains unclaimed for one year after having been declared may be invested by the Directors for the benefit of the Company until claimed. If the Directors so resolve, any dividend which has remained unclaimed for 12 years from the date of its declaration shall be forfeited and cease to remain owing by the Company. The Company is permitted under its Articles to issue redeemable shares on such terms and in such manner as the Company may, by special resolution, determine. The Ordinary Shares currently in issue are not redeemable. The liability of shareholders to invest additional capital is limited to the amounts remaining unpaid on the shares held by them. There are no sinking fund provisions in the Articles of the Company.

Action Necessary to Change the Rights of Shareholders. The rights attaching to shares in the Company may be varied by special resolutions passed at meetings of the shareholders of the Company.

Limitations on the Rights to Own Shares. The Articles contain detailed provisions enabling the Directors of the Company to limit the number of shares in which non-EU nationals have an interest or the exercise by non-EU nationals of rights attaching to shares. See "—Limitations on Share Ownership by Non-EU Nationals" below. Such powers may be exercised by the Directors if they are of the view that any licence, consent, permit or privilege of the Company or any of its subsidiaries that enables it to operate an air service may be refused, withheld, suspended or revoked or have conditions attached to it that inhibit its exercise and the exercise of the powers referred to above could prevent such an occurrence. The exercise of such powers could result in non-EU holders of shares being prevented from attending, speaking or voting at general meetings of the Company and/or being required to dispose of shares held by them to EU nationals.

Disclosure of Share Ownership. Under Irish law, the Company can require parties to disclose their interests in shares. The Articles of the Company provide that the Directors will not register any person as a holder of shares unless such person has completed a declaration indicating his/her nationality and the nature and extent of any interest which he/she holds in Ordinary Shares. See, also "—Limitations on Share Ownership by non-EU nationals" below. Under Irish law, if a party acquires or disposes of Ordinary Shares so as to bring his interest above or below 5% of the total issued share capital of the Company, he must notify the Company of that. Euronext Dublin must also be notified of any acquisition or disposal of shares that brings the shareholding of a party above or below certain specified percentages – i.e., 10%, 25%, 50% and 75%.

Other Provisions of the Articles of Association. There are no provisions in the Articles:

(i) delaying or prohibiting a change in the control of the Company, but which operate only with respect to a merger, acquisition or corporate restructuring;

(ii) discriminating against any existing or prospective holder of shares as a result of such shareholder owning a substantial number of shares; or

(iii) governing changes in capital,

in each case, where such provisions are more stringent than those required by law.

MATERIAL CONTRACTS

On March 19, 2013, the Company announced that it had entered into an agreement with Boeing to purchase 175 Boeing 737-800NG aircraft, over a 5 year period from fiscal year 2015 to 2019 in accordance with the terms of the contract. The contract was approved by the shareholders of the Company at an EGM on June 18, 2013. In April 2014, the Company agreed to purchase an additional 5 Boeing 737-800 next generation aircraft and in February 2015, the Company agreed to purchase an additional 3 Boeing 737-800 next generation. This brings the total number of 737-800 next generation aircraft ordered to 183, with a list value of approximately $14.4 billion. At March 31, 2019, all of the 183 aircraft had been delivered.

In September 2014, the Group entered into an agreement with Boeing to purchase 200 Boeing 737-MAX-200 aircraft (100 firm orders and 100 aircraft subject to option), over a 5 year period from fiscal year 2020 to 2024 in accordance with the terms of the contract. The contract was approved by the shareholders of the Company at an EGM on November 28, 2014. In June 2017, the Group agreed to purchase an additional 10 Boeing 737-MAX-200 aircraft. This brings the total number of 737-MAX-200 aircraft on order to 210, with a list value of approximately $21bn (assuming all options are exercised). In April 2018, the Company announced that it has converted 25 Boeing 737-MAX-200 options into firm orders. This brings the Company's firm order to 135 Boeing 737-MAX-200s with a further 75 options remaining.

EXCHANGE CONTROLS

Except as indicated below, there are no restrictions on non-residents of Ireland dealing in Irish securities (including shares or depositary receipts of Irish companies such as the Company). Dividends and redemption proceeds also continue to be freely transferable to non-resident holders of such securities.

Under the Financial Transfers Act 1992 (the "1992 Act"), the Minister for Finance of Ireland may make provision for the restriction of financial transfers between Ireland and other countries. Financial transfers are broadly defined, and the acquisition or disposal of the ADRs, which represent shares issued by an Irish incorporated company, the acquisition or the disposal of Ordinary Shares and associated payments may fall within this definition. Dividends or payments on the redemption or purchase of shares and payments on the liquidation of an Irish-incorporated company would fall within this definition.

The 1992 Act prohibits financial transfers involving President Lukashenko, the Belarusian leadership and certain other officials of Belarus, the late Slobodan Milosevic and associated persons, certain persons indicted by the International Criminal Tribunal for the former Yugoslavia, Burma (Myanmar), certain persons and entities associated with the now deceased Usama Bin Laden, the Al-Qaeda network and the Taliban of Afghanistan, the Democratic Republic of Congo, certain persons in Egypt, certain activities, persons and entities in Eritrea, the Republic of Guinea, the Democratic People's Republic of Korea (North Korea), Iraq, Côte d'Ivoire, certain activities in Lebanon, certain activities in Liberia and the former Liberian President Charles Taylor, his immediate family and close associates, Libya, certain persons and activities in Sudan and South Sudan, Somalia, certain persons in Tunisia, Zimbabwe, certain activities, persons and entities in Syria and Iran, certain persons, entities and bodies in Ukraine, certain persons, entities and bodies in the Republic of Guinea-Bissau, certain known terrorists and terrorist groups, and countries that harbor certain terrorist groups, without the prior permission of the Central Bank of Ireland.

Any transfer of, or payment in respect of, an ADS involving the government of any country that is currently the subject of United Nations sanctions, any person or body controlled by any of the foregoing, or any person acting on behalf of the foregoing, may be subject to restrictions pursuant to such sanctions as implemented into Irish law. The Company does not anticipate that Irish exchange controls or orders under the 1992 Act or United Nations sanctions implemented into Irish law will have a material effect on its business.

LIMITATIONS ON SHARE OWNERSHIP BY NON-EU NATIONALS

The Board of Directors of Ryanair Holdings is given certain powers under the Articles to take action to ensure that the number of Ordinary Shares held in Ryanair Holdings by non-EU nationals does not reach a level which could jeopardise the Company's entitlement to continue to hold or enjoy the benefit of any licence, permit, consent or privilege which it holds or enjoys and which enables it to carry on business as an air carrier (a "Licence"). In particular, EU Regulation 1008/2008 requires that, in order to obtain and retain an operating licence, an EU air carrier must be majority-owned and effectively controlled by EU nationals. As described below, the Directors from time to time set a "Permitted Maximum" on the number of Ordinary Shares that may be owned by non-EU nationals at such level as they believe will comply with EU law. The Permitted Maximum is currently set at 49.9%.

In accordance with its Articles, Ryanair Holdings maintains a separate register (the "Separate Register") of Ordinary Shares in which non-EU nationals, whether individuals, bodies corporate or other entities, have an interest (such shares are referred to as "Affected Shares" in the Articles). Interest in this context is widely defined and includes any interest held through ADRs in the Ordinary Shares of Ryanair Holdings underlying the relevant ADRs. The Directors can require relevant parties to provide them with information to enable a determination to be made by the Directors as to whether Ordinary Shares are, or are to be treated as, Affected Shares. If such information is not available or forthcoming or is unsatisfactory then the Directors can, at their discretion, determine that Ordinary Shares are to be treated as Affected Shares. Registered holders of Ordinary Shares are also obliged to notify the Company if they are aware that any Ordinary Share which they hold ought to be treated as an Affected Share for this purpose. With regard to ADRs, the Directors can treat all of the relevant underlying shares as Affected Shares unless satisfactory evidence as to why they should not be so treated is forthcoming.

In the event that, *inter alia*, (i) the refusal, withholding, suspension or revocation of any Licence or the imposition of any condition which materially inhibits the exercise of any Licence (an "Intervening Act") has taken place, (ii) the Company receives a notice or direction from any governmental body or any other body which regulates the provision of air transport services to the effect that an Intervening Act is imminent, threatened or intended, (iii) an Intervening Act may occur as a consequence of the level of non-EU ownership of Ordinary Shares or (iv) an Intervening Act is imminent, threatened or intended because of the manner of share ownership or control of Ryanair Holdings generally, the Directors can take action pursuant to the Articles to deal with the situation. They can, *inter alia*, (i) remove any Directors or change the chairman of the Board of Directors, (ii) identify those Ordinary Shares, ADRs or Affected Shares which give rise to the need to take action and treat such Ordinary Shares, ADRs, or Affected Shares as Restricted Shares (see below) or (iii) set a "Permitted Maximum" on the number of Affected Shares which may subsist at any time (which may not, save in the circumstances referred to below, be lower than 40% of the total number of issued shares) and treat any Affected Shares (or ADRs representing such Affected Shares) in excess of this Permitted Maximum as Restricted Shares (see below).

In addition to the above, if as a consequence of a change of law or a direction, notice or requirement of any state, authority or person it is necessary to reduce the total number of Affected Shares below 40% or reduce the number of Affected Shares held by any particular stockholder or stockholders in order to overcome, prevent or avoid an Intervening Act, the Directors may resolve to (i) set the Permitted Maximum at such level below 40% as they consider necessary in order to overcome, prevent or avoid such Intervening Act, or (ii) treat such number of Affected Shares (or ADRs representing Affected Shares) held by any particular stockholder or stockholders as they consider necessary (which could include all of such Affected Shares or ADRs) as Restricted Shares (see below). The Directors may serve a Restricted Share Notice in respect of any Affected Share, or any ADR representing any ADS, which is to be treated as a Restricted Share. Holders of restricted shares may be deprived of the rights to attend, vote and speak at general meetings, which they would otherwise have as a consequence of holding such Ordinary Shares or ADRs. Holders of restricted shares may also be required to dispose of the Ordinary Shares or ADRs concerned to an EU national (so that the relevant shares (or shares underlying the relevant ADRs) will then cease to be Affected Shares) within 21 days or such longer period as the Directors may determine. The Directors are also given the power to transfer such Restricted Shares, themselves, in cases of non-compliance with the Restricted Share Notice.

To enable the Directors to identify Affected Shares, transferees of Ordinary Shares are generally required to provide a declaration as to the nationality of persons having interests in those shares. Stockholders are also obliged to notify Ryanair Holdings if they are aware that any shares, which they hold, ought to be treated as Affected Shares for this purpose. Purchasers or transferees of ADRs need not complete a nationality declaration because the Directors automatically treat all of the Ordinary Shares held by the Depositary as Affected Shares. ADS holders must open ADR accounts directly with the Depositary if they wish to provide to Ryanair Holdings nationality declarations (or such other evidence as the Directors may require) in order to establish to the Directors' satisfaction that the Ordinary Shares underlying such holder's ADRs are not Affected Shares.

In deciding which Affected Shares are to be selected as Restricted Shares, the Directors may take into account which Affected Shares have given rise to the necessity to take action. Subject to that they will, insofar as practicable, firstly view as Restricted Shares those Affected Shares in respect of which no declaration as to whether or not such shares are Affected Shares has been made by the holder thereof and where information which has been requested by the Directors in accordance with the Articles has not been provided within specified time periods and, secondly, have regard to the chronological order in which details of Affected Shares have been entered in the Separate Register and, accordingly, treat the most recently registered Affected Shares as Restricted Shares to the extent necessary. Transfers of Affected Shares to Affiliates (as that expression is defined in the Articles) will not affect the chronological order of entry in the Separate Register for this purpose. The Directors do however have the discretion to apply another basis of selection if, in their sole opinion, that would be more equitable. Where the Directors have resolved to treat Affected Shares held by any particular stockholder or stockholders as Restricted Shares (i) because such Affected Shares have given rise to the need to take such action or (ii) because of a change of law or a requirement or direction of a regulatory authority necessitating such action (see above), such powers may be exercised irrespective of the date upon which such Affected Shares were entered in the Separate Register.

The Permitted Maximum is currently set at 49.9%. This maximum level can be reduced at any time if it becomes necessary for the Directors to exercise their powers in the circumstances described above. The decision to make any such reduction or to change the Permitted Maximum from time to time will be published in at least one national newspaper in Ireland and in any country in which the Ordinary Shares or ADRs are listed. The relevant notice will specify the provisions of the Articles that apply to Restricted Shares and the name of the person or persons who will answer queries relating to Restricted Shares on behalf of Ryanair Holdings. The Directors shall publish information as to the number of shares held by EU nationals annually.

In an effort to increase the percentage of its share capital held by EU nationals, on June 26, 2001, Ryanair Holdings instructed the Depositary to suspend the issuance of new ADSs in exchange for the deposit of Ordinary Shares until further notice to its shareholders. Holders of Ordinary Shares cannot convert their Ordinary Shares into ADRs during such suspension, and there can be no assurance that the suspension will ever be lifted.

As a further measure to increase the percentage of Ordinary Shares held by EU nationals, on February 7, 2002, the Company issued a notice to shareholders to the effect that any purchase of Ordinary Shares by a non-EU national after such date will immediately result in the issue of a Restricted Share Notice to such non-EU national purchaser. The Restricted Share Notice compels the non-EU national purchaser to sell the Affected Shares to an EU national within 21 days of the date of issuance. In the event that any such non-EU national shareholder does not sell its Ordinary Shares to an EU national within the specified time period, the Company can then take legal action to compel such a sale. As a result, non-EU nationals are effectively barred from purchasing Ordinary Shares for as long as these restrictions remain in place. There can be no assurance that these restrictions will ever be lifted.

As an additional measure, to ensure the percentage of shares held by EU nationals remains at least 50.1%, at the EGM held on April 19, 2012, the Company obtained a repurchase authority which will enable the repurchase of ADRs for up to 5% of the issued share capital of the Company traded on the NASDAQ. This authority was renewed at each subsequent Annual General Meeting up to and including fiscal year 2019.

Concerns about the foreign ownership restrictions described above could result in the exclusion of Ryanair from certain stock tracking indices. Any such exclusion may adversely affect the market price of the Ordinary Shares and ADRs. See also "Item 3. Risk Factors—Risks Related to Ownership of the Company's Shares or ADRs—EU Rules Impose Restrictions on the Ownership of Ryanair Holdings' Ordinary Shares by Non-EU Nationals and the Company has Instituted a Ban on the Purchase of Ordinary Shares by Non-EU Nationals" above.

As of July 25, 2019, EU nationals owned at least 52.2% of Ryanair Holdings' Ordinary Shares (assuming conversion of all outstanding ADRs into Ordinary Shares.

In order to protect the Company's operating licence and ensure that the Company (and its subsidiary EU airlines) remain majority EU owned and controlled in the event of a no-deal or "hard" Brexit, on March 8, 2019 the Board resolved that with effect from the date on which U.K. nationals cease to qualify as nationals of Member States for the purposes of Article 4 of EU Regulation 1008/2008 all Ordinary Shares and Depositary Shares held by or on behalf of non-EU (including U.K.) shareholders will be treated as Restricted Shares. These measures will remain in place until the Board determines that the ownership and control of the Company is no longer such that there is any risk to the airline licences held by the Company's subsidiaries pursuant to EU Regulation 1008/2008.

TAXATION

Irish Tax Considerations

The following is a discussion of certain Irish tax consequences of the purchase, ownership and disposition of Ordinary Shares or ADRs. This discussion is based upon tax laws and practice of Ireland at the date of this document, which are subject to change, possibly with retroactive effect. Particular rules may apply to certain classes of taxpayers (such as dealers in securities) and this discussion does not purport to deal with the tax consequences of purchase, ownership or disposition of the relevant securities for all categories of investors.

The discussion is intended only as a general guide based on current Irish law and practice and is not intended to be, nor should it be considered to be, legal or tax advice to any particular investor or stockholder. Accordingly, current stockholders or potential investors should satisfy themselves as to the overall tax consequences by consulting their own tax advisers.

Dividends. If Ryanair Holdings pays dividends or makes other relevant distributions, the following is relevant:

Withholding Tax. Unless exempted, a withholding at the standard rate of income tax (currently 20%) will apply to dividends or other relevant distributions paid by an Irish resident company. The withholding tax requirement will not apply to distributions paid to certain categories of Irish resident stockholders or to distributions paid to certain categories of non-resident stockholders.

The following Irish resident stockholders, inter-alia, are exempt from withholding if they make to the Company, in advance of payment of any relevant distribution, an appropriate declaration of entitlement to exemption:

- Irish resident companies;
- Pension schemes approved by the Irish Revenue Commissioners ("Irish Revenue");
- Qualifying fund managers or qualifying savings managers in relation to approved retirement funds ("ARF"s) or approved minimum retirement funds ("AMRF"s);
- Personal Retirement Savings Account ("PRSA") administrators who receive the relevant distribution as income arising in respect of PRSA assets;
- Qualifying employee share ownership trusts;
- Collective investment undertakings;
- Tax-exempt charities;
- Designated brokers receiving the distribution for special portfolio investment accounts;
- Any person who is entitled to exemption from income tax under Schedule F on dividends in respect of an investment in whole or in part of payments received in respect of a civil action or from the Personal Injuries Assessment Board for damages in respect of mental or physical infirmity;
- Certain qualifying trusts established for the benefit of an incapacitated individual and/or persons in receipt of income from such a qualifying trust;
- Any person entitled to exemption to income tax under Schedule F by virtue of Section 192(2) Taxes Consolidation Act ("TCA") 1997;
- Unit trusts to which Section 731(5)(a) TCA 1997 applies; and
- Certain Irish Revenue-approved amateur and athletic sport bodies.

The following non-resident stockholders are exempt from withholding if they make to the Company, in advance of payment of any dividend, an appropriate declaration of entitlement to exemption:

- Persons (other than a company) who (i) are neither resident nor ordinarily resident in Ireland and (ii) are resident for tax purposes in (a) a country which has signed a tax treaty with Ireland (a "tax treaty country") or (b) an EU member state other than Ireland;

- Companies not resident in Ireland which are resident in an EU member state or a tax treaty country, by virtue of the law of an EU member state or a tax treaty country and are not controlled, directly or indirectly, by an Irish resident or Irish residents;

- Companies not resident in Ireland which are directly or indirectly controlled by a person or persons who are, by virtue of the law of a tax treaty country or an EU member state, resident for tax purposes in a tax treaty country or an EU member state other than Ireland and which are not controlled directly or indirectly by persons who are not resident for tax purposes in a tax treaty country or EU member state;

- Companies not resident in Ireland the principal class of shares of which is substantially and regularly traded on a recognized stock exchange in a tax treaty country or an EU member state including Ireland or on an approved stock exchange; or

- Companies not resident in Ireland that are 75% subsidiaries of a single company, or are wholly-owned by two or more companies, in either case the principal classes of shares of which is or are substantially and regularly traded on a recognized stock exchange in a tax treaty country or an EU member state including Ireland or on an approved stock exchange.

In the case of an individual non-resident stockholder resident in an EU member state or tax treaty country, the declaration must be accompanied by a current certificate of tax residence from the tax authorities in the stockholder's country of residence. In the case of both an individual and corporate non-resident stockholder resident in an EU member state or tax treaty country, the declaration also must contain an undertaking by the individual or corporate non-resident stockholder that he, she or it will advise the Company accordingly if he, she or it ceases to meet the conditions to be entitled to the DWT exemption. No declaration is required if the stockholder is a 5% parent company in another EU member state in accordance with section 831 TCA 1997. Neither is a declaration required on the payment by a company resident in Ireland to another company so resident if the company making the dividend is a 51% subsidiary of that other company.

American Depositary Receipts. Special arrangements with regard to the dividend withholding tax obligation apply in the case of Irish companies using ADRs through U.S. depositary banks that have been authorized by the Irish Revenue. Such banks, which receive dividends from the company and pass them on to the U.S. ADR holders beneficially entitled to such dividends, will be allowed to receive and pass on the gross dividends (i.e., before withholding) based on an "address system" where the recorded addresses of such holder, as listed in the depositary bank's register of depositary receipts, is in the United States.

Taxation on Dividends. Companies resident in Ireland other than those taxable on receipt of dividends as trading income are exempt from corporation tax on distributions received on Ordinary Shares from other Irish resident companies. Stockholders that are "close" companies for Irish taxation purposes may, however, be subject to a 20% corporation tax surcharge on undistributed investment income.

Individual stockholders who are resident or ordinarily resident in Ireland are subject to income tax on the gross dividend at their marginal tax rate, but are entitled to a credit for the tax withheld by the company paying the dividend. The dividend will also be subject to the universal social charge. An individual stockholder who is not liable or not fully liable for income tax by reason of exemption or otherwise may be entitled to receive an appropriate refund of tax withheld. A charge to Irish social security taxes can also arise for such individuals on the amount of any dividend received from the Company.

Except in certain circumstances, a person who is neither resident nor ordinarily resident in Ireland and is entitled to receive dividends without deductions is not liable for Irish tax on the dividends. Where a person who is neither resident nor ordinarily resident in Ireland is subject to withholding tax on the dividend received due to not benefiting from any exemption from such withholding, the amount of that withholding will generally satisfy such person's liability for Irish tax.

Capital Gains Tax. A person who is either resident or ordinarily resident in Ireland will generally be liable for Irish capital gains tax on any gain realized on the disposal of the Ordinary Shares or ADRs. The current capital gains tax rate is 33%. A person who is neither resident nor ordinarily resident in Ireland and who does not carry on a trade in Ireland through a branch or agency will not be subject to Irish capital gains tax on the disposal of the Ordinary Shares or ADRs.

Irish Capital Acquisitions Tax. A gift or inheritance of the Ordinary Shares or ADRs will be within the charge to Irish Capital Acquisitions Tax ("CAT") notwithstanding that the donor or the donee/successor in relation to such gift or inheritance is resident outside Ireland. CAT is charged at a rate of 33% above a tax-free threshold. This tax-free threshold is determined by the amount of the current benefit and of previous benefits taken since December 5, 1991, as relevant, within the charge to CAT and the relationship between the donor and the successor or donee. Gifts and inheritances between spouses (and in certain cases former spouses) are not subject to CAT.

In a case where an inheritance or gift of the Ordinary Shares or ADRs is subject to both Irish CAT and foreign tax of a similar character, the foreign tax paid may in certain circumstances be credited in whole or in part against the Irish tax.

Irish Stamp Duty. It is assumed for the purposes of this paragraph that ADRs are dealt in on a recognized stock exchange in the United States (NASDAQ is a recognized stock exchange in the United States for this purpose). Under current Irish law, no stamp duty will be payable on the acquisition of ADRs by persons purchasing such ADRs or on any subsequent transfer of ADRs. A transfer of Ordinary Shares (including transfers effected through Euroclear U.K. & Ireland Limited) wherever executed and whether on sale, in contemplation of a sale or by way of a gift, will be subject to duty at the rate of 1% of the consideration given or, in the case of a gift or if the purchase price is inadequate or unascertainable, on the market value of the Ordinary Shares. Transfers of Ordinary Shares that are not liable for duty at the rate of 1% (e.g., transfers under which there is no change in beneficial ownership) may be subject to a fixed duty of €12.50.

The Irish Revenue treats a conversion of Ordinary Shares to ADRs made in contemplation of a sale or a change in beneficial ownership (under Irish law) as an event subject to stamp duty at a rate of 1%. The Irish Revenue has indicated that a re-conversion of ADRs to Ordinary Shares made in contemplation of a sale or a change in beneficial ownership (under Irish law) will not be subject to a stamp duty. However, the subsequent sale of the re-converted Ordinary Shares may give rise to Irish stamp duty at the 1% rate. If the transfer of the Ordinary Shares is a transfer under which there is no change in the beneficial ownership (under Irish law) of the Ordinary Shares being transferred, nominal stamp duty only may be payable on the transfer. Under Irish law, it is not clear whether the mere deposit of Ordinary Shares for ADRs or ADRs for Ordinary Shares would be deemed to constitute a change in beneficial ownership. Accordingly, it is possible that holders would be subject to stamp duty at the 1% rate when merely depositing Ordinary Shares for ADRs or ADRs for Ordinary Shares and, consequently, the Depositary reserves the right in such circumstances to require payment of stamp duty at the rate of 1% from the holders.

The person accountable for payment of stamp duty is the transferee or, in the case of a transfer by way of a gift or for a consideration less than the market value, all parties to the transfer. Stamp duty is normally payable within 30 days after the date of execution of the transfer. Late or inadequate payment of stamp duty will result in liability for interest, penalties and fines.

United States Federal Income Tax Considerations

The following is a summary of certain U.S. federal income tax considerations relating to the purchase, ownership and disposition of Ordinary Shares or ADRs by a beneficial owner of the Ordinary Shares or ADRs who is a citizen or resident of the United States, a U.S. domestic corporation or otherwise subject to U.S. federal income tax on a net income basis in respect of the Ordinary Shares or the ADRs ("U.S. Holders"). This summary does not purport to be tax advice or a comprehensive description of all of the tax considerations that may be relevant to a decision to purchase the Ordinary Shares or the ADRs, including the alternative minimum tax and Medicare tax on net investment income. In particular, the summary deals only with U.S. Holders that will hold Ordinary Shares or ADRs as capital assets and generally does not address the tax treatment of U.S. Holders that may be subject to special tax rules such as banks, regulated investment companies, insurance companies, tax-exempt organizations dealers in securities or currencies, partnerships or partners therein, entities subject to the branch profits tax, traders in securities electing to mark to market, persons that own 10% or more of the stock of the Company (measured by vote or value), U.S. Holders whose "functional currency" is not U.S. dollars or persons that hold the Ordinary Shares or the ADRs as a synthetic security or as part of an integrated investment (including a "straddle" or hedge) consisting of the Ordinary Shares or the ADRs and one or more other positions.

This summary is based on the Internal Revenue Code of 1986, as amended (the "Code"), its legislative history, existing and proposed regulations promulgated thereunder, published rulings and court decisions, all as currently in effect. These authorities are subject to change, possibly on a retroactive basis. In addition, this summary assumes the deposit agreement, and all other related agreements, will be performed in accordance with their terms.

Holders of the Ordinary Shares or the ADRs should consult their own tax advisors as to the U.S. or other tax consequences of the purchase, ownership, and disposition of the Ordinary Shares or the ADRs in light of their particular circumstances, including, in particular, the effect of any foreign, state or local tax laws.

For U.S. federal income tax purposes, holders of the ADRs generally will be treated as the beneficial owners of the Ordinary Shares represented by those ADRs.

Taxation of Dividends

The gross amount of any dividends (including any amount withheld in respect of Irish taxes) paid with respect to the Ordinary Shares, including Ordinary Shares represented by ADRs, will generally be includible in the taxable income of a U.S. Holder when the dividends are received by the holder, in the case of Ordinary Shares, or when received by the Depositary, in the case of ADRs. Such dividends will not be eligible for the "dividends received" deduction allowed to U.S. corporations in respect of dividends from a domestic corporation. Dividends paid in euro generally should be included in the income of a U.S. Holder in a U.S. dollar amount calculated by reference to the exchange rate in effect on the day they are received by the holder, in the case of Ordinary Shares, or the Depositary, in the case of ADRs. U.S. Holders generally should not be required to recognize any foreign currency gain or loss to the extent such dividends paid in euro are converted into U.S. dollars immediately upon receipt.

Subject to certain exceptions for short-term and hedged positions, the U.S. dollar amount of dividends received by an individual with respect to the Ordinary Shares or ADRs will be taxable at the preferential rates for "qualified dividends" if (i) the Company is eligible for the benefits of a comprehensive income tax treaty with the United States that the Internal Revenue Service ("IRS") has approved for the purposes of the qualified dividend rules and (ii) the Company was not, in the year prior to the year in which the dividend is paid, and is not, in the year in which the dividend is paid, a passive foreign investment company (a "PFIC"). The Convention between the Government of the United States of America and the Government of Ireland for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with Respect to Taxes on Income and Capital Gains, dated as of July 28, 1999 (the "U.S.-Ireland Income Tax Treaty") has been approved for the purposes of the qualified dividend rules. Based on the Company's audited financial statements and relevant market data, the Company believes that it was not treated as a PFIC for U.S. federal income tax purposes with respect to its fiscal 2019 taxable year. In addition, based on the Company's audited financial statements and its current expectations regarding the value and nature of its assets, the sources and nature of its income, and relevant market data, the Company does not anticipate becoming a PFIC for its fiscal 2020 taxable year.

Dividends received by U.S. Holders generally will constitute foreign source and "passive category" income for U.S. foreign tax credit purposes. Subject to limitations under U.S. federal income tax law concerning credits or deductions for foreign taxes, any Irish taxes withheld at the appropriate rate from cash dividends on the Ordinary Shares or ADRs may be treated as a foreign income tax eligible for credit against a U.S. Holder's U.S. federal income tax liability (or at a U.S. Holder's election, may be deducted in computing taxable income if the U.S. Holder has elected to deduct all foreign income taxes for the taxable year). The rules with respect to foreign tax credits are complex and U.S. Holders should consult their own tax advisors concerning the implications of these rules in light of their particular circumstances.

Distributions of Ordinary Shares that are made as part of a *pro rata* distribution to all stockholders generally should not be subject to U.S. federal income tax, unless the U.S. Holder has the right to receive cash or property, in which case the U.S. Holder will be treated as if it received cash equal to the fair market value of the distribution.

Taxation of Capital Gains

Upon a sale or other disposition of the Ordinary Shares or ADRs, U.S. Holders will recognize gain or loss for U.S. federal income tax purposes in an amount equal to the difference between the U.S. dollar value of the amount realized on the disposition and the U.S. Holder's tax basis, determined in U.S. dollars, in the Ordinary Shares or ADRs. Generally, such gains or losses will be capital gains or losses, and will be long-term capital gains or losses if the Ordinary Shares or ADRs have been held for more than one year. Short-term capital gains are subject to U.S. federal income taxation at ordinary income rates. Gains realized by a U.S. Holder generally should constitute income from sources within the United States for foreign tax credit purposes and generally should constitute "passive category" income for such purposes. The deductibility of capital losses, in excess of capital gains, is subject to limitations.

Deposits and withdrawals of Ordinary Shares by U.S. Holders in exchange for ADRs should not result in the realization of gain or loss for U.S. federal income tax purposes.

Foreign Financial Asset Reporting.

Certain U.S. Holders that own "specified foreign financial assets" with an aggregate value in excess of U.S.$50,000 are generally required to file an information statement along with their tax returns, currently on IRS Form 8938, with respect to such assets. "Specified foreign financial assets" include any financial accounts held at a non-U.S. financial institution, as well as securities issued by a non-U.S. issuer that are not held in accounts maintained by financial institutions. The understatement of income attributable to "specified foreign financial assets" in excess of U.S.$5,000 extends the statute of limitations with respect to the tax return to six years after the return was filed. U.S. Holders who fail to report the required information could be subject to substantial penalties. Prospective investors are encouraged to consult with their own tax advisors regarding the possible application of these rules, including the application of the rules to their particular circumstances.

Information Reporting and Backup Withholding

Dividends paid on, and proceeds from, the sale or other disposition of the Ordinary Shares or ADRs that are made within the United States or through certain U.S. related financial intermediaries generally will be subject to information reporting and may also be subject to backup withholding unless the holder (i) provides a correct taxpayer identification number and certifies that it is not subject to backup withholding or (ii) otherwise establish an exemption from backup withholding. Backup withholding is not an additional tax. Any amounts withheld may be allowed as a refund or credit against a U.S. Holder's U.S. federal income tax liability, provided the required information is timely furnished to the IRS.

DOCUMENTS ON DISPLAY

Copies of Ryanair Holdings' Articles may be examined at its registered office and principal place of business at its Dublin Office, Airside Business Park, Swords, County Dublin, K67 NY94, Ireland and are also available on the Ryanair website.

Ryanair Holdings also files reports, including Annual Reports on Form 20-F, periodic reports on Form 6-K and other information, with the SEC pursuant to the rules and regulations of the SEC that apply to foreign private issuers. You may read and copy any materials filed with the SEC at its Public Reference Room at 100 F Street, N.E., Washington, D.C. 20549. You may obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330.

Item 11. ***Quantitative and Qualitative Disclosures About Market Risk***

GENERAL

Ryanair is exposed to market risks relating to fluctuations in commodity prices, interest rates and currency exchange rates. The objective of financial risk management at Ryanair is to minimize the negative impact of commodity price, interest rate and foreign exchange rate fluctuations on the Company's earnings, cash flows and equity.

To manage these risks, Ryanair uses various derivative financial instruments, including cross currency swaps, interest rate swaps, foreign currency forward contracts and commodity forwards. These derivative financial instruments are generally held to maturity and are not actively traded. The Company enters into these arrangements with the goal of hedging its operational and balance sheet risk. However, Ryanair's exposure to commodity price, interest rate and currency exchange rate fluctuations cannot be neutralized completely.

In executing its risk management strategy, Ryanair currently enters into forward contracts for the purchase of some of the jet fuel (jet kerosene) that it expects to use. It also uses foreign currency forward contracts intended to reduce its exposure to risks related to foreign currencies, principally the U.S. dollar. Furthermore, it enters into interest rate contracts with the objective of fixing certain borrowing costs and hedging principal repayments, particularly those associated with the purchase of new Boeing 737s. Ryanair is also exposed to the risk that the counterparties to its derivative financial instruments may not be creditworthy. If a counterparty was to default on its obligations under any of the instruments described below, Ryanair's economic expectations when entering into these arrangements might not be achieved and its financial condition could be adversely affected. Transactions involving derivative financial instruments are also relatively illiquid as compared with those involving other kinds of financial instruments. It is Ryanair's policy not to enter into transactions involving financial derivatives for speculative purposes.

The following paragraphs describe Ryanair's fuel hedging, foreign currency and interest rate swap arrangements and analyze the sensitivity of the market value, earnings and cash flows of the financial instruments to hypothetical changes in commodity prices, interest rates and exchange rates as if these changes had occurred at March 31, 2019. The range of changes selected for this sensitivity analysis reflects Ryanair's view of the changes that are reasonably possible over a one-year period.

FUEL PRICE EXPOSURE AND HEDGING

Fuel costs constitute a substantial portion of Ryanair's operating expenses (approximately 36% and 35% of such expenses in fiscal years 2019 and 2018, respectively, after taking into account Ryanair's fuel hedging activities). Ryanair engages in fuel price hedging transactions from time to time, pursuant to which Ryanair and a counterparty agree to exchange payments equal to the difference between a fixed price for a given quantity of jet fuel and the market price for such quantity of jet fuel at a given date in the future, with Ryanair receiving the amount of any excess of such market price over such fixed price and paying to the counterparty the amount of any deficit of such fixed price under such market price.

Ryanair has historically entered into arrangements providing for substantial protection against fluctuations in fuel prices, generally through forward contracts covering periods of up to 18 months of anticipated jet fuel requirements. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—Changes in Fuel Costs and Availability Affect the Company's Results" for additional information on recent trends in fuel costs and the Company's related hedging activities, as well as certain associated risks. See also "Item 5. Operating and Financial Review and Prospects—Fiscal Year 2019 Compared with Fiscal Year 2018—Fuel and Oil." As of July 25, 2019, Ryanair had entered into forward jet fuel (jet kerosene) contracts covering approximately 90% of its estimated requirements for the fiscal year ending March 31, 2020 at prices equivalent to approximately $709 per metric ton. In addition, the Company had entered into forward jet fuel hedging contracts covering approximately 37% of its estimated requirements for the fiscal year ending March 31, 2021 at prices equivalent to approximately $632 per metric ton with respect to its expected fuel purchases beyond that period.

While these hedging strategies can cushion the impact on Ryanair of fuel price increases in the short term, in the medium to longer-term, such strategies cannot be expected to eliminate the impact on the Company of an increase in the market price of jet fuel. The unrealized losses or gains on outstanding forward agreements at March 31, 2019 and 2018, based on their fair values, amounted to a €185.2m loss and €209.8m gain (gross of tax), respectively. Based on Ryanair's fuel consumption for fiscal year 2019, a change of $1.00 in the average annual price per metric ton of jet fuel would have caused a change of approximately €3.3m in Ryanair's fuel costs. See "Item 3. Key Information—Risk Factors—Risks Related to the Company—Changes in Fuel Costs and Availability Affect the Company's Results."

Under IFRS, the Company's fuel forward contracts are treated as cash-flow hedges of forecast fuel purchases for risks arising from the commodity price of fuel. The contracts are recorded at fair value in the balance sheet and are re-measured to fair value at the end of each fiscal period through equity to the extent effective, with any ineffectiveness recorded through the income statement. The Company has considered these hedges to be highly effective in offsetting variability in future cash flows arising from fluctuations in the market price of jet fuel because the jet fuel forward contracts typically relate to the same quantity, time, and location of delivery as the forecast jet fuel purchase being hedged and the duration of the contracts is typically short. Accordingly, the quantification of the change in expected cash flows of the forecast jet fuel purchase is based on the jet fuel forward price, and in fiscal years 2018 and 2019, the Company recorded no hedge ineffectiveness within earnings. The Company has recorded no level of ineffectiveness on its jet fuel hedges in its income statements to date. In fiscal year 2019, the Company recorded a negative fair-value adjustment of €185.2m (net of tax), and in fiscal year 2018 the Company recorded a positive fair-value adjustment of €132.6m (net of tax) within accumulated other comprehensive income in respect of jet fuel forward contracts.

FOREIGN CURRENCY EXPOSURE AND HEDGING

In recent years, Ryanair's revenues have been denominated primarily in two currencies, the euro and the U.K. pound sterling. The euro and the U.K. pound sterling accounted for approximately 67% and 23%, respectively, of Ryanair's total revenues in fiscal year 2019 (2018: 66% and 24% respectively). As Ryanair reports its results in euro, the Company is not exposed to any material currency risk as a result of its euro-denominated activities. Ryanair's operating expenses are primarily euro, U.K. pounds sterling and U.S. dollars. Ryanair's operations can be subject to significant direct exchange rate risks between the euro and the U.S. dollar because a significant portion of its operating costs (particularly those related to fuel purchases) is incurred in U.S. dollars, while practically none of its revenues are denominated in U.S. dollars. Appreciation of the euro against the U.S. dollar positively impacts Ryanair's operating income because the euro equivalent of its U.S. dollar operating costs decreases, while depreciation of the euro against the U.S. dollar negatively impacts operating income. It is Ryanair's policy to hedge a significant portion of its exposure to fluctuations in the exchange rate between the U.S. dollar and the euro. From time to time, Ryanair hedges its operating surpluses and shortfalls in U.K. pound sterling. Ryanair matches certain U.K. pound sterling costs with U.K. pound sterling revenues and may choose to sell any surplus U.K. pound sterling cash flows for euro.

Hedging associated with the income statement. In fiscal years 2019 and 2018, the Company entered into a series of forward contracts, principally euro/U.S. dollar forward contracts to hedge against variability in cash flows arising from market fluctuations in foreign exchange rates associated with its forecast fuel, maintenance and insurance costs. At March 31, 2019, the total unrealized gain relating to these contracts amounted to €235m, compared to a €183m unrealized total unrealized loss at March 31, 2018.

Under IFRS, these foreign currency forward contracts are treated as cash-flow hedges of forecast U.S. dollar and U.K. pound sterling purchases to address the risks arising from U.S. dollar and U.K. pound sterling exchange rates. The derivatives are recorded at fair value in the balance sheet and are re-measured to fair value at the end of each reporting period through equity to the extent effective, with ineffectiveness recorded through the income statement. Ryanair considers these hedges to be highly effective in offsetting variability in future cash flows arising from fluctuations in exchange rates, because the forward contracts are timed so as to match exactly the amount, currency and maturity date of the forecast foreign currency-denominated expense being hedged. In fiscal year 2019, the Company recorded a positive fair-value adjustment of €97.5m (net of tax) within accumulated other comprehensive income in respect of these contracts, as compared to a negative fair-value adjustment of €729.2m (net of tax) in fiscal year 2018.

Hedging associated with the balance sheet. In prior years, the Company entered into a series of cross currency interest rate swaps to manage exposures to fluctuations in foreign exchange rates of U.S. dollar-denominated floating rate borrowings, together with managing the exposures to fluctuations in interest rates on these U.S. dollar-denominated floating rate borrowings. Cross currency interest rate swaps are primarily used to convert a portion of the Company's U.S. dollar-denominated debt to euro and floating rate interest exposures into fixed rate exposures and are set so as to match exactly the critical terms of the underlying debt being hedged (i.e. notional principal, interest rate settings, re-pricing dates). These are all classified as cash-flow hedges of the forecasted U.S. dollar variable interest payments on the Company's underlying debt and have been determined to be highly effective in achieving offsetting cash flows. Accordingly, no ineffectiveness has been recorded in the income statement relating to these hedges.

At March 31, 2019, the fair value of the cross-currency interest rate swap agreements relating to this U.S. dollar-denominated floating rate debt was represented by a gain of €4.0m (gross of tax) compared to a loss of €6.7m (gross of tax) in fiscal 2018. In fiscal year 2019, the Company recorded a positive fair-value adjustment of €0.9m (net of tax), compared to a negative fair-value adjustment of €12.8m (net of tax) in fiscal year 2018, within accumulated other comprehensive income in respect of these contracts.

Hedging associated with capital expenditures. During fiscal years 2019 and 2018, the Company also held a series of euro/U.S. dollar contracts to hedge against changes in the fair value of aircraft purchase commitments under the Boeing contracts, which arise from fluctuations in the euro/U.S. dollar exchange rates. At March 31, 2019, the total unrealized gain relating to these contracts amounted to €284.7m, compared to €413.7m unrealized loss at March 31, 2018.

Under IFRS, the Company generally accounts for these contracts as cash-flow hedges. Cash-flow hedges are recorded at fair value in the balance sheet and are re-measured to fair value at the end of the financial period through equity to the extent effective, with any ineffectiveness recorded through the income statement. The Company has found these hedges to be highly effective in offsetting changes in the fair value of the aircraft purchase commitments arising from fluctuations in exchange rates because the forward exchange contracts are always for the same amount, currency and maturity dates as the corresponding aircraft purchase commitments.

At March 31, 2019, the total unrealized gains relating to these contracts amounted to €284.7m, while at March 31, 2018 unrealized loss amounted to €413.7m. Under IFRS, the Company recorded a positive fair-value adjustment of €610.5m and fair-value adjustments of €573.1m for cash-flow hedges in fiscal years 2019 and 2018, respectively. No fair-value adjustments were recorded with respect to fair-value hedges in fiscal years 2019 and 2018 as the Company did not enter in to any fair value hedges

A plus or minus change of 10% in relevant foreign currency exchange rates, based on outstanding foreign currency-denominated financial assets and financial liabilities at March 31, 2019 would have no impact on the income statement (net of tax) (2018: €nil; 2017: €nil). The same movement of 10% in foreign currency exchange rates would have a positive €893.7m impact (net of tax) on equity if the rate fell by 10% and negative €731m impact (net of tax) if the rate increased by 10%. (2018: €866.1m positive or €708.6m negative; 2017: €336.1m positive or €410.7m negative).

INTEREST RATE EXPOSURE AND HEDGING

The Company's purchase of 159 of the 455 Boeing 737-800 aircraft in the fleet as of March 31, 2019 has been funded by financing in the form of loans supported by a loan guarantee from Ex-Im Bank (with respect to 144 aircraft), JOLCOs (12 aircraft) and commercial debt (3 aircraft). In addition, the Company has raised unsecured debt via capital market bond issuances. The Company had outstanding cumulative borrowings under the above facilities of €3,644m with a weighted average interest rate of 1.38% at March 31, 2019. See "Item 5. Operating and Financial Review and Prospects—Liquidity and Capital Resources—Capital Resources" for additional information on these facilities and the related swaps, including a tabular summary of the "Effective Borrowing Profile" illustrating the effect of the swap transactions (each of which is with an established international financial counterparty) on the profile of Ryanair's aircraft-related debt at March 31, 2019. At March 31, 2019, the fair value of the interest rate swap agreements relating to this debt was represented by a gain of €4.0m (gross of tax), as compared with a loss of €6.7m at March 31, 2018. See Note 11 to the consolidated financial statements included in Item 18 for additional information.

If Ryanair had not entered into such derivative agreements, a plus or minus one percentage point movement in interest rates would impact the fair value of this liability by approximately €2.9m.

Interest rate risk. Based on the levels of and composition of year-end interest bearing assets and liabilities, including derivatives, at March 31, 2019, a plus one-percentage-point movement in interest rates would result in a respective decrease of €5.1m (net of tax) in net interest income and expense in the income statement and a minus one-percentage-point movement in interest rates would result in a respective increase of €9.9 million (net of tax) in net interest income and expense in the income statement (2018: €15.4m; 2017: €25.8m).

Item 12. ***Description of Securities Other than Equity Securities***

Holders of ADSs are required to pay certain fees and expenses. The table below sets forth the fees and expenses which, under the deposit agreement between the Company and The Bank of New York Mellon, holders of ADRs can be charged or be deducted from dividends or other distributions on the deposited shares. The Company and The Bank of New York Mellon have also entered into a separate letter agreement, which has the effect of reducing some of the fees listed below.

***Persons depositing or withdrawing ADSs must pay*:**	***For*:**
$5.00 (or less) per 100 ADSs (or portion of 100 ADSs).	Issuance of ADSs, including issuances resulting from a distribution of common shares or rights or other property.
	Cancellation of ADSs for the purpose of withdrawal, including if the deposit agreement terminates.
$0.02 (or less) per ADS.	Any cash distribution to the holder of the ADSs.
$0.02 (or less) per ADS per calendar year.	Depositary services.
A fee equivalent to the fee that would be payable if securities distributed to the holder of ADSs had been shares and the shares had been deposited for issuance of ADSs.	Distribution of securities distributed by the issuer to the holders of common securities, which are distributed by the depositary to ADS holders.
Registration or transfer fees.	Transfer and registration of shares on Ryanair's share register to or from the name of the depositary or its agent when the holder of ADSs deposits or withdraws common shares.
Expenses of the depositary.	Cable, telex and facsimile transmissions (when expressly provided for in the deposit agreement).
	Expenses of the depositary in converting foreign currency to U.S. dollars.
Taxes and other governmental charges the depositary or the custodian have to pay on any ADSs or common shares underlying ADSs (for example, stock transfer taxes, stamp duty or withholding taxes).	As necessary.
Any charges incurred by the depositary or its agents for servicing the deposited securities.	As necessary.

Reimbursement of Fees

From April 1, 2018 to June 30, 2019 the Depositary collected annual depositary services fees equal to approximately $1.7m from holders of ADSs, net of fees paid to the Depositary by the Company.

PART II

Item 13. ***Defaults, Dividend Arrearages and Delinquencies***

None.

Item 14. ***Material Modifications to the Rights of Security Holders and Use of Proceeds***

None.

Item 15. ***Controls and Procedures***

DISCLOSURE CONTROLS AND PROCEDURES

The Company has carried out an evaluation, as of March 31, 2019, under the supervision and with the participation of the Company's management, including the Chief Executive Officer and Chief Financial Officer, of the effectiveness of the design and operation of the Company's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act). There are inherent limitations to the effectiveness of any system of disclosure controls and procedures, including the possibility of human error and the circumvention or overriding of the controls and procedures. Accordingly, even effective disclosure controls and procedures can only provide reasonable assurance of achieving their control objectives. Based upon the Company's evaluation, the Chief Executive Officer and Chief Financial Officer have concluded that, as of March 31, 2019, the disclosure controls and procedures were effective to provide reasonable assurance that information required to be disclosed in the reports the Company files or submits under the Exchange Act is recorded, processed, summarized and reported as and when required, within the time periods specified in the applicable rules and forms, and that it is accumulated and communicated to the Company's management, including the Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

MANAGEMENT'S ANNUAL REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

The Company's management is responsible for establishing and maintaining adequate internal control over financial reporting, (as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act). The Company's internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS. The Company's internal control over financial reporting includes those policies and procedures that:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;

- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and Directors; and

- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of the Company's assets that could have a material effect on the financial statements.

The Company's management evaluated the effectiveness of the Company's internal control over financial reporting as of March 31, 2019, based on the criteria established in the 2013 Framework in "Internal Control — Integrated Framework," issued by the Committee of Sponsoring Organizations of the Treadway Commission ("COSO"). Based on the evaluation, management has concluded that the Company maintained effective internal control over financial reporting as of March 31, 2019.

CHANGES IN INTERNAL CONTROL OVER FINANCIAL REPORTING

There has been no change in the Company's internal control over financial reporting during fiscal year 2019 that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

Item 16. ***Reserved***

Item 16A. ***Audit Committee Financial Expert***

The Company's Board of Directors has determined that Dick Milliken qualifies as an "Audit Committee financial expert" within the meaning of this Item 16A. Mr. Milliken is "independent" for purposes of the listing rules of NASDAQ.

Item 16B. ***Code of Ethics***

The Company has adopted a broad Code of Business Conduct and Ethics that meets the requirements for a "code of ethics" as defined in Item 16B of Form 20-F. The Code of Business Conduct and Ethics applies to the Company's Chief Executive Officer, Chief Financial Officer, Chief Accounting Officer, controller and persons performing similar functions, as well as to all of the Company's other officers, Directors and employees. The Code of Business Conduct and Ethics is available on Ryanair's website at http://www.ryanair.com. (Information appearing on the website is not incorporated by reference into this Annual Report.) The Company has not made any amendment to, or granted any waiver from, the provisions of this Code of Business Conduct and Ethics that apply to its Chief Executive Officer, Chief Financial Officer, Chief Accounting Officer, controller or persons performing similar functions during its most recently completed fiscal year.

Item 16C. ***Principal Accountant Fees and Services***

Audit and Non-Audit Fees

The following table sets forth the fees billed or billable to the Company by its independent auditors, KPMG, during the fiscal years ended March 31, 2019, 2018 and 2017:

	Year Ended March 31,		
	2019	2018	2017
		(millions)	
Audit fees	€ 0.5	€ 0.4	€ 0.4
Audit related fees	€ 0.0	€ 0.1	€ 0.0
Tax fees	€ 0.2	€ 0.2	€ 0.5
Total fees	€ 0.7	€ 0.7	€ 0.9

Audit fees in the above table are the aggregate fees billed or billable by KPMG in connection with the audit of the Company's annual financial statements, as well as work that generally only the independent auditor can reasonably be expected to provide, including the provision of comfort letters, statutory audits, discussions surrounding the proper application of financial accounting and reporting standards and services provided in connection with certain regulatory requirements including those under the Sarbanes-Oxley Act of 2002.

Audit related fees comprise fees for financial due diligence services.

Tax fees include fees for all services, except those services specifically related to the audit of financial statements, performed by the independent auditor's tax personnel, work performed in support of other tax-related regulatory requirements and tax compliance reporting.

Audit Committee Pre-Approval Policies and Procedures

The Audit Committee expressly pre-approves every engagement of Ryanair's independent auditors for all audit and non-audit services provided to the Company.

Item 16D. ***Exemptions from the Listing Standards for Audit Committees***

None.

Item 16E. ***Purchases of Equity Securities by the Issuer and Affiliated Purchasers***

The following table details purchases by the Company of its Ordinary shares in fiscal year 2019.

Month / Period	Total Number of Ordinary Shares Purchased (a)	Average Price Paid Per Ordinary Share
	(Millions)	(€)
April 1, 2018 to April 30, 2018	8.4	15.75
May 1, 2018 to May 31, 2018	4.0	15.76
June 1, 2018 to June 30, 2018	4.2	16.42
July 1, 2018 to July 31, 2018	5.7	15.39
August 1, 2018 to August 31, 2018	7.2	13.61
September 1, 2018 to September 30, 2018	6.0	13.52
October 1, 2018 to October 31, 2018	2.3	12.39
November 1, 2018 to November 30, 2018	—	—
December 1, 2018 to December 31, 2018	—	—
January 1, 2019 to January 31, 2019	—	—
February 1, 2019 to February 28, 2019	—	—
March 1, 2019 to March 31, 2019	—	—
Total (Year-end)	37.8	14.84
Post Year-end (b)	12.3	11.22

(a) The Ordinary Share purchases in the table above have been made pursuant to publicly announced plans or programs, and consist of open-market transactions conducted within defined parameters pursuant to the Company's repurchase authority from shareholders granted via a special resolution.

(b) From April 1, 2019 to July 25, 2019 the Company bought back 12.3 million ordinary shares, at a total cost of €137.6 million, for cancellation. Cumulatively these buy-backs are equivalent to 1.1% of the issued share capital of the Company at March 31, 2019.

See "Item 8. Financial Information—Other Financial Information—Share Buy-Back Program" and "Item 9. The Offer and Listing—Trading Markets and Share Prices" for further information regarding the Company's Ordinary Share buy-back program, pursuant to which all of the shares purchased by the Company and disclosed in the table above were purchased.

Item 16F. ***Change in Registrant's Certified Accountant***

Not applicable.

Item 16G. ***Corporate Governance***

See "Item 6. Directors, Senior Management and Employees—Directors—Exemptions from NASDAQ Corporate Governance Rules" for further information regarding the ways in which the Company's corporate governance practices differ from those followed by domestic companies listed on NASDAQ.

Item 16H. ***Mine Safety Disclosure***

Not applicable.

PART III

Item 17. ***Financial Statements***

Not applicable.

Item 18. ***Financial Statements***

RYANAIR HOLDINGS PLC
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Consolidated Balance Sheet

	Note	At March 31, 2019 €M	At March 31, 2018 €M	At March 31, 2017 €M
Non-current assets				
Property, plant and equipment	2	9,029.6	8,123.4	7,213.8
Intangible assets	4	146.4	46.8	46.8
Derivative financial instruments	5	227.5	2.6	23.0
Deferred tax	12	43.2	—	—
Total non-current assets		9,446.7	8,172.8	7,283.6
Current assets				
Inventories	6	2.9	3.7	3.1
Other assets	7	238.0	235.5	222.1
Trade receivables	8	59.5	57.6	54.3
Derivative financial instruments	5	308.7	212.1	286.3
Restricted cash	9	34.9	34.6	11.8
Financial assets: cash > 3 months		1,484.4	2,130.5	2,904.5
Cash and cash equivalents		1,675.6	1,515.0	1,224.0
Total current assets		3,804.0	4,189.0	4,706.1
Total assets		13,250.7	12,361.8	11,989.7
Current liabilities				
Trade payables		573.8	249.6	294.1
Accrued expenses and other liabilities	10	2,992.1	2,502.2	2,257.2
Current maturities of debt	11	309.4	434.6	455.9
Current tax	12	31.6	36.0	2.9
Derivative financial instruments	5	189.7	190.5	1.7
Total current liabilities		4,096.6	3,412.9	3,011.8
Non-current liabilities				
Provisions	13	135.6	138.1	138.2
Derivative financial instruments	5	8.0	415.5	2.6
Deferred tax	12	460.6	395.2	473.1
Other creditors	14	—	2.8	12.4
Non-current maturities of debt	11	3,335.0	3,528.4	3,928.6
Total non-current liabilities		3,939.2	4,480.0	4,554.9
Shareholders' equity				
Issued share capital	15	6.8	7.0	7.3
Share premium account	15	719.4	719.4	719.4
Other undenominated capital		3.2	3.0	2.7
Retained earnings		4,181.9	4,077.9	3,456.8
Other reserves	16	303.6	(338.4)	236.8
Shareholders' equity		5,214.9	4,468.9	4,423.0
Total liabilities and shareholders' equity		13,250.7	12,361.8	11,989.7

The accompanying notes are an integral part of the consolidated financial statements.

On behalf of the Board

David Bonderman
Chairman
July 26, 2019

Michael O'Leary
Group Chief Executive

Consolidated Income Statement

	Note	Year ended March 31, 2019 €M	Year ended March 31, 2018 €M	Year ended March 31, 2017 €M
Operating revenues				
Scheduled revenues	17	5,261.1	5,134.0	4,868.2
Ancillary revenues	17	2,436.3	2,017.0	1,779.6
Total operating revenues	17	7,697.4	7,151.0	6,647.8
Operating expenses				
Fuel and oil		(2,427.3)	(1,902.8)	(1,913.4)
Airport and handling charges		(1,061.5)	(938.6)	(864.8)
Staff costs	18	(984.0)	(738.5)	(633.0)
Route charges		(745.2)	(701.8)	(655.7)
Depreciation	2	(640.5)	(561.0)	(497.5)
Marketing, distribution and other		(547.3)	(410.4)	(322.3)
Maintenance, materials and repairs		(190.9)	(148.3)	(141.0)
Aircraft rentals		(83.9)	(82.3)	(86.1)
Total operating expenses		(6,680.6)	(5,483.7)	(5,113.8)
Operating profit		1,016.8	1,667.3	1,534.0
Other income/(expense)				
Finance expense	20	(59.1)	(60.1)	(67.2)
Finance income		3.7	2.0	4.2
Foreign exchange gain/(loss)		(3.5)	2.1	(0.7)
Gain on sale of associate	3	6.0	—	—
Share of associate losses	3	(15.8)	—	—
Total other income/(expenses)		(68.7)	(56.0)	(63.7)
Profit before tax		948.1	1,611.3	1,470.3
Tax expense on profit	12	(63.1)	(161.1)	(154.4)
Profit for the year – all attributable to equity holders of parent		885.0	1,450.2	1,315.9
Basic earnings per ordinary share (€)	22	0.7739	1.2151	1.0530
Diluted earnings per ordinary share (€)	22	0.7665	1.2045	1.0464
Number of weighted average ordinary shares (in Ms)	22	1,143.6	1,193.5	1,249.7
Number of weighted average diluted shares (in Ms)	22	1,154.6	1,204.0	1,257.5

The accompanying notes are an integral part of the consolidated financial statements.

On behalf of the Board

David Bonderman
Chairman
July 26, 2019

Michael O'Leary
Group Chief Executive

Consolidated Statement of Comprehensive Income

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
Profit for the year	885.0	1,450.2	1,315.9
Other comprehensive income:			
Items that are or may be reclassified subsequently to profit or loss:			
Cash-flow hedge reserve-effective portion of fair value changes to derivatives, net of tax:			
Effective portion of changes in fair value of cash-flow hedges	325.5	(809.5)	927.1
Net change in fair value of cash-flow hedges transferred to property, plant and equipment	59.6	108.4	109.7
Net change in fair value of cash-flow hedges transferred to profit or loss	249.2	119.5	(514.3)
Net movements in cash-flow hedge reserve	634.3	(581.6)	522.5
Total other comprehensive income/(loss) for the year, net of income tax	634.3	(581.6)	522.5
Total comprehensive income for the year – all attributable to equity holders of parent	1,519.3	868.6	1,838.4

The accompanying notes are an integral part of the consolidated financial statements.

On behalf of the Board

David Bonderman
Chairman
July 26, 2019

Michael O'Leary
Group Chief Executive

Consolidated Statement of Changes in Shareholders' Equity

	Ordinary Shares	Issued Share Capital	Share Premium Account	Retained Earnings	Other Undenominated Capital	Other Reserves: Treasury	Other Reserves: Hedging	Other Reserves: Other Reserves	Total
	M	€M	€M	€M	€M	€M	€M	€M	€M
Balance at March 31, 2016	**1,290.7**	**7.7**	**719.4**	**3,166.1**	**2.3**	**(7.3)**	**(300.6)**	**9.2**	**3,596.8**
Profit for the year	—	—	—	1,315.9	—	—	—	—	1,315.9
Other comprehensive income									
Net movements in cash-flow reserve	—	—	—	—	—	—	522.5	—	522.5
Total other comprehensive income	—	—	—	—	—	—	522.5	—	522.5
Total comprehensive income	—	—	—	1,315.9	—	—	522.5	—	**1,838.4**
Transactions with owners of the Company, recognised directly in equity									
Share-based payments	—	—	—	—	—	—	—	5.7	5.7
Repurchase of ordinary equity shares	—	—	—	(1,017.9)	—	—	—	—	(1,017.9)
Cancellation of repurchased ordinary shares	(72.3)	(0.4)	—	—	0.4	—	—	—	—
Treasury shares cancelled	(0.5)	—	—	(7.3)	—	7.3	—	—	—
Balance at March 31, 2017	**1,217.9**	**7.3**	**719.4**	**3,456.8**	**2.7**	**—**	**221.9**	**14.9**	**4,423.0**
Profit for the year	—	—	—	1,450.2	—	—	—	—	1,450.2
Other comprehensive income									
Net movements in cash-flow reserve	—	—	—	—	—	—	(581.6)	—	(581.6)
Total other comprehensive income/(loss)	—	—	—	—	—	—	(581.6)	—	(581.6)
Total comprehensive income	—	—	—	1,450.2	—	—	(581.6)	—	**868.6**
Transactions with owners of the Company, recognised directly in equity									
Share-based payments	—	—	—	—	—	—	—	6.4	6.4
Repurchase of ordinary equity shares	—	—	—	(829.1)	—	—	—	—	(829.1)
Cancellation of repurchased ordinary shares	(46.7)	(0.3)	—	—	0.3	—	—	—	—
Balance at March 31, 2018	**1,171.2**	**7.0**	**719.4**	**4,077.9**	**3.0**	**—**	**(359.7)**	**21.3**	**4,468.9**
Adjustment on initial application of IFRS 15 (net of tax)	—	—	—	**(249.4)**	—	—	—	—	**(249.4)**
Adj. balance at March 31, 2018	**1,171.2**	**7.0**	**719.4**	**3,828.5**	**3.0**	**—**	**(359.7)**	**21.3**	**4,219.5**
Profit for the year	—	—	—	885.0	—	—	—	—	885.0
Other comprehensive income									
Net movements in cash-flow reserve	—	—	—	—	—	—	634.3	—	634.3
Total other comprehensive income	—	—	—	—	—	—	634.3	—	634.3
Total comprehensive income	—	—	—	885.0	—	—	634.3	—	1,519.3
Transactions with owners of the Company, recognised directly in equity									
Share-based payments	—	—	—	—	—	—	—	7.7	7.7
Repurchase of ordinary equity shares (net of stamp duty)	—	—	—	(531.6)	—	—	—	—	(531.6)
Cancellation of repurchased ordinary shares	(37.8)	(0.2)	—	—	0.2	—	—	—	—
Balance at March 31, 2019	1,133.4	6.8	719.4	4,181.9	3.2	—	274.6	29.0	5,214.9

The accompanying notes are an integral part of the consolidated financial statements.

Consolidated Statement of Cash Flows

	Note	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
		€M	€M	€M
Operating activities				
Profit after tax		885.0	1,450.2	1,315.9
Adjustments to reconcile profit after tax to net cash provided by operating activities				
Depreciation	2	640.5	561.0	497.5
(Increase)/decrease in inventories	6	0.8	(0.6)	0.2
Tax expense on profit	12	63.1	161.1	154.4
Share-based payments	18	7.7	6.4	5.7
(Increase)/decrease in trade receivables	8	(1.9)	(3.3)	11.8
(Increase) in other assets		(2.1)	(14.1)	(76.0)
Increase/(decrease) in trade payables		324.2	(44.5)	63.5
Increase in accrued expenses		198.6	241.1	144.7
(Decrease) in other creditors		(2.8)	(9.6)	(20.1)
(Decrease) in provisions	13	(2.5)	(0.1)	(11.0)
(Increase)/decrease in finance income		(0.5)	0.7	2.4
(Decrease)/increase in finance expense		(1.5)	3.8	(0.2)
Gain on sale of associate	3	(6.0)	—	—
Share of associate losses	3	15.8	—	—
Income tax paid	12	(100.9)	(118.9)	(161.6)
Net cash provided by operating activities		2,017.5	2,233.2	1,927.2
Investing activities				
Capital expenditure (purchase of property, plant and equipment)	2	(1,546.7)	(1,470.6)	(1,449.8)
(Increase)/decrease in restricted cash	9	(0.3)	(22.8)	1.2
Decrease in financial assets: cash > 3 months		646.1	774.0	157.8
Acquisition of subsidiary (net of cash acquired)	3	(86.5)	—	—
Investment in associate	3	(15.0)	—	—
Net cash used in investing activities		(1,002.4)	(719.4)	(1,290.8)
Financing activities				
Shareholder returns (net of tax)		(531.6)	(829.1)	(1,017.9)
Proceeds from long term borrowings	11	99.9	65.2	793.4
Repayments of long term borrowings	11	(422.8)	(458.9)	(447.1)
Net cash used in financing activities	24	(854.5)	(1,222.8)	(671.6)
Increase/(decrease) in cash and cash equivalents		160.6	291.0	(35.2)
Cash and cash equivalents at beginning of year		1,515.0	1,224.0	1,259.2
Cash and cash equivalents at end of year	11	1,675.6	1,515.0	1,224.0

Included in the cash flows from operating activities for the year are the following amounts:			
Interest income received	3.2	2.9	6.6
Interest expense paid	(60.6)	(56.1)	(69.5)

The accompanying notes are an integral part of the consolidated financial statements.

Notes forming part of the Consolidated Financial Statements

1. Basis of preparation and significant accounting policies

The accounting policies applied in the preparation of the consolidated financial statements for fiscal year 2019 are set out below. These have been applied consistently for all periods presented, except as otherwise stated.

(i) Business activity

Ryanair DAC and its subsidiaries ("Ryanair DAC") has operated as an international airline since commencing operations in 1985. On August 23, 1996, Ryanair Holdings Limited, a newly formed holding company, acquired the entire issued share capital of Ryanair DAC. On May 16, 1997, Ryanair Holdings Limited re-registered as a public limited company, Ryanair Holdings plc (the "Company"). Ryanair Holdings plc and its subsidiaries are hereafter together referred to as "Ryanair Holdings plc" (or "we", "our", "us", "Ryanair" or the "Company") and currently operate a low-fares airline headquartered in Dublin, Ireland. In 2017 Ryanair Holdings incorporated Ryanair Sun and in 2018 it acquired Laudamotion. The principal trading activities of the Group are undertaken by Ryanair DAC, Ryanair Sun and Laudamotion.

(ii) Statement of compliance

In accordance with the International Accounting Standards ("IAS") Regulation (EC 1606 (2002)) which applies throughout the European Union ("EU"), the consolidated financial statements have been prepared in accordance with International Accounting Standards and International Financial Reporting Standards ("IFRS") as adopted by the EU ("IFRS as adopted by the EU"), which are effective for the year ended and as at March 31, 2019. In addition to complying with its legal obligation to comply with IFRS as adopted by the EU, the consolidated financial statements have been prepared in accordance with IFRS as issued by the International Accounting Standards Board ("IASB") ("IFRS as issued by the IASB"). The consolidated financial statements have also been prepared in accordance with the Companies Act 2014.

Details of legislative changes and new accounting standards or amendments to accounting standards, which are not yet effective and have not been early adopted in these consolidated financial statements, and the likely impact on future financial statements are set forth below in the prospective accounting changes section.

(iii) Basis of preparation

These consolidated financial statements are presented in euro millions, the euro being the functional currency of the parent entity and the majority of the group companies. They are prepared on the historical cost basis, except for derivative financial instruments which are stated at fair value, and share-based payments, which are based on fair value determined as at the grant date of the relevant share options. Certain non-current assets, when they are classified as held for sale, are stated at the lower of cost and fair value less costs to sell.

(iv) New IFRS standards adopted during the year

The following new and amended standards, have been issued by the IASB, and have also been endorsed by the EU. These standards are effective for the first time for the financial year beginning on April 1, 2018 and therefore have been applied by the Group for the first time in these consolidated financial statements:

IFRS 15: "Revenue from Contracts with Customers including Amendments to IFRS 15" (effective for fiscal periods beginning on or after January 1, 2018):

The Group has adopted IFRS 15 with effect from April 1, 2018. The standard establishes a five-step model to determine when to recognise revenue and at what amount. Revenue is recognised when the good or service has been transferred to the customer and at the amount to which the entity expects to be entitled.

The impact of initially applying the standard is mainly attributed to certain ancillary revenue streams where the recognition of revenue is deferred under IFRS 15 to the flight date where it was previously recognised on the date of booking. For the majority of our revenue, the manner in which we previously recognised revenue is consistent with the requirements of IFRS 15. The change in the timing of ancillary revenue recognition means that an increased amount of revenue will be recognised in the first half of the year under IFRS 15, with less revenue recognised in the second half of the year, particularly in Quarter 4.

The Group has adopted IFRS 15 using the cumulative effect method (without practical expedients), with the effect of initially applying this standard recognised at the date of initial application (i.e. April 1, 2018). Accordingly, the comparatives have not been restated – i.e. they are presented, as previously reported, under IAS 18 and related interpretations. The impact on transition to IFRS 15 was a reduction in retained earnings (net of tax) of €249m at April 1, 2018.

The impact of adopting IFRS 15 on the Group's balance sheet as at March 31, 2019 was an increase in the amount of unearned revenue of €287m, compared with the amount that would have been recognised under IAS 18 and related interpretations. The impact on the income statement and the statement of comprehensive income is to decrease ancillary revenue in the year ended March 31, 2019 by €38m.

IFRS 9: "Financial Instruments" (effective for fiscal periods beginning on or after January 1, 2018)

The Group has adopted IFRS 9 with effect from April 1, 2018 and has not restated comparative information. The standard introduces a new model for the classification and measurement of financial assets, a new impairment model based on expected credit losses and a new hedge accounting model to more closely align hedge accounting with risk management strategy and objectives. This standard replaces IAS 39 Financial Instruments: Recognition and Measurement.

Financial assets, excluding derivatives, are accounted for at amortised cost, fair value through other comprehensive income or fair value through profit or loss depending on the nature of the contractual cash flows of the asset and the business model in which it is held. Accordingly, no transition adjustment to carrying values arose in the year ended March 31, 2019. Neither was there a material increase in provisions as a result of applying the new expected loss impairment model to our financial assets as a result of adoption of IFRS 9 in the year ended March 31, 2019. All of Ryanair's financial assets continue to be held at amortised cost. The Group has elected not to adopt the new general hedge accounting model in IFRS 9.

The following other changes to IFRS became effective for the Group during the financial year:

- Amendments to IFRS 2: "Classification and Measurement of Share-based Payment Transactions" (effective for fiscal periods beginning on or after January 1, 2018)

- Annual Improvements to IFRS 2014-2016 Cycle (effective for fiscal periods beginning on or after January 1, 2018)

- IFRIC Interpretation 22: "Foreign Currency Transactions and Advance Consideration" (effective for fiscal periods beginning on or after January 1, 2018)

- Amendments to IAS 40: "Transfers of Investment Property" (effective for fiscal periods beginning on or after January 1, 2018)

The adoption of these new or amended standards did not have a material impact on the Group's financial position or results from operations in the year ended March 31, 2019.

(v) Prospective IFRS accounting changes, new standards and interpretations not yet effective

The following new or revised IFRS standards and IFRIC interpretations will be adopted for the purposes of the preparation of future financial statements, where applicable. Those that are not as yet EU endorsed are flagged. More detailed transitional impact for IFRS 16 is included below. While under review, we do not anticipate that the adoption of the other new or revised standards and interpretations will have a material impact on our financial position or results from operations.

- IFRS 16: "Leases" (effective for fiscal periods beginning on or after January 1, 2019) (see below)
- IFRIC 23: "Uncertainty over Income Tax Treatments" (effective for fiscal periods beginning on or after January 1, 2019)

- Amendments to IFRS 9: “Prepayment Features with Negative Compensation” (effective for fiscal periods beginning on or after January 1, 2019) (see below)
- Amendments to IAS 28: “Long-term interests in Associates and Joint Ventures” (effective for fiscal periods beginning on or after January 1, 2019)
- Annual improvements to IFRS Standards 2015-2017 Cycle (effective for fiscal periods beginning on or after January 1, 2019)
- Amendments to IAS 19: “Plan Amendment, Curtailment or Settlement” (effective for fiscal periods beginning on or after January 1, 2019)
- Amendments to References to the Conceptual Framework in IFRS Standards (effective for fiscal periods beginning on or after January 1, 2020)*
- Amendments to IFRS 3: “Business Combinations” (effective for fiscal periods beginning on or after January 1, 2020)*
- Amendments to IAS 1 and IAS 8: “Definition of Material” (effective for fiscal periods beginning on or after January 1, 2020)*
- IFRS 17: Insurance Contracts (effective for fiscal periods beginning on or after January 1, 2021)*
  **These standards or amendments to standards are not as yet EU endorsed*

IFRS 16: Leases (effective for fiscal periods beginning on or after January 1, 2019):

IFRS 16 introduces a single, on-balance sheet, lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

The Group has applied IFRS 16 using the modified retrospective approach, under which the cumulative effect of initial application is recognized in retained earnings at April 1, 2019.

The Group has elected not to recognise right-of-use assets and lease liabilities for some leases of low-value assets and has applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term.

The standard is effective for fiscal periods beginning on or after January 1, 2019. Early adoption is permitted for entities that apply IFRS 15: Revenue from Contracts with Customers at or before the date of initial application of IFRS 16. Ryanair does not intend to early adopt IFRS 16.

The impact of the IFRS 16 transition will increase non-current assets on April 1, 2019 by €130m, increase liabilities by €140m and reduce equity (and distributable reserves) by €10m.

(vi) Critical accounting policies

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various other factors believed to be reasonable under the circumstances, and the results of such estimates form the basis of judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results could differ materially from these estimates. These underlying assumptions are reviewed on an ongoing basis. A revision to an accounting estimate is recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if these are also affected. Principal sources of estimation uncertainty have been set forth in the critical accounting policies section below. Actual results may differ from estimates.

The Company believes that its critical accounting policies, which are those that require management’s most difficult, subjective and complex judgements, are those described in this section. These critical accounting policies, the judgements and other uncertainties affecting application of these policies and the sensitivity of reported results to changes in conditions and assumptions are factors to be considered in reviewing the consolidated financial statements.

Long-lived assets

As of March 31, 2019, Ryanair had €9.0bn of property, plant and equipment long-lived assets, virtually all of which consisted of aircraft. In accounting for long-lived assets, Ryanair must make estimates about the expected useful lives of the assets, the expected residual values of the assets and the potential for impairment based on the fair value of the assets and the cash flows they generate.

In estimating the lives and expected residual values of its aircraft, Ryanair has primarily relied on its own and industry experience, recommendations from the Boeing Company ("Boeing"), the manufacturer of all of the Company's owned aircraft, and other data available in the marketplace. Subsequent revisions to these estimates, which can be significant, could be caused by changes to Ryanair's maintenance program, changes in utilisation of the aircraft, changes to governmental regulations on aging aircraft, and changing market prices for new and used aircraft of the same or similar types. Ryanair evaluates its estimates and assumptions in each reporting period, and, when warranted, adjusts these assumptions. Generally, these adjustments are accounted for on a prospective basis, through depreciation expense.

Ryanair periodically evaluates its long-lived assets for impairment. Factors that would indicate potential impairment would include, but are not limited to, significant decreases in the market value of an aircraft, a significant change in an aircraft's physical condition and operating or cash flow losses associated with the use of the aircraft. While the airline industry as a whole has experienced many of these factors from time to time, Ryanair has not yet been seriously impacted and continues to record positive cash flows from these long-lived assets. Consequently, Ryanair has not yet identified any impairments related to its existing aircraft fleet. The Company will continue to monitor its long-lived assets and the general airline operating environment.

The Company's estimate of the recoverable amount of aircraft residual values is 15% of current market value of new aircraft, determined periodically, based on independent valuations and actual aircraft disposals during prior periods. Aircraft are depreciated over a useful life of 23 years from the date of manufacture to residual value.

(vii) Basis of consolidation

The consolidated financial statements comprise the financial statements of Ryanair Holdings plc and its subsidiary undertakings as of March 31, 2019. Subsidiaries are entities controlled by Ryanair. Control exists when Ryanair is exposed or has rights to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

All inter-company account balances and any unrealised income or expenses arising from intra-group transactions have been eliminated in preparing the consolidated financial statements.

The results of subsidiary undertakings acquired or disposed of in the period are included in the consolidated income statement from the date of acquisition or up to the date of disposal. Upon the acquisition of a business, fair values are attributed to the separable net assets acquired.

(viii) Summary of significant accounting policies

Accounting for business combinations

Business combinations are accounted for using the acquisition method from the date that control is transferred to the Group. Under the acquisition method, consideration transferred is measured at fair value on the acquisition date, as are the identifiable assets acquired and liabilities assumed. When the initial values of assets and liabilities in a business combination have been determined provisionally, any subsequent adjustments to the values allocated to the identifiable assets and liabilities (including contingent liabilities) are made within twelve months of the acquisition date and presented as adjustments to the original acquisition accounting. Acquisition related costs are expensed in the period incurred.

Accounting for subsidiaries

Subsidiaries are all entities controlled by the Group. The Group controls an entity when it is exposed to (has rights to) variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The results of subsidiary undertakings acquired during the year are included in the consolidated income statement from the date at which control of the entity was obtained. They continue to be included in the consolidated income statement until control ceases.

Accounting for investments in associates

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating decisions of the entity, but is not control over these policies. The Company's investment in associates was accounted for using the equity method. The consolidated income statement reflects the Company's share of profit/losses after tax of the associate. Investments in associates are carried on the consolidated balance sheet at cost adjusted for post-acquisition changes in the Company's share of net assets, less any impairment in value. If necessary, any impairment losses on the carrying amount of the investment in the associate are reported within the Company's share of equity accounted investments results in the consolidated income statement. If the Company's share of losses exceeds the carrying amount of the associate, the carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Company has incurred obligations in respect of the associate.

Foreign currency translation

Items included in the financial statements of each of the group entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements are presented in euro, which is the functional currency of the majority of the group entities.

Transactions arising in foreign currencies are translated into the respective functional currencies at the rates of exchange in effect at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are re-translated at the rate of exchange prevailing at the balance sheet date. Non-monetary assets and liabilities denominated in foreign currencies are translated to euro at foreign exchange rates in effect at the dates the transactions were effected. Foreign currency differences arising on retranslation are recognised in profit or loss, except for differences arising on qualifying cash-flow hedges, which are recognised in other comprehensive income.

Segment reporting

Operating segments are reported in a manner consistent with the internal organisational and management structure and the internal reporting information provided to the Chief Operating Decision Maker (CODM), who is responsible for allocating resources and assessing performance of operating segments. The Company is managed as a single business unit that provides low fares airline-related services, including scheduled services, and ancillary services including hotel, travel insurance and internet and other related services to third parties, across a European route network. The new group structure announced in February 2019 comes into effect after March 31, 2019, accordingly the Group remained managed as a single business unit and is reported as a single reportable segment.

Income statement classification and presentation

Individual income statement captions have been presented on the face of the income statement, together with additional line items, headings and sub-totals, where it is determined that such presentation is relevant to an understanding of our financial performance, in accordance with IAS 1, "*Presentation of Financial Statements*".

Expenses are classified and presented in accordance with the nature-of-expenses method. We disclose separately on the face of the income statement, within other income and expense, gain on sale of associates, share of associate losses and gains or losses on disposal of property, plant and equipment. The presentation of gains or losses on the disposal of property, plant and equipment within other income/(expense) accords with industry practice.

Property, plant and equipment

Property, plant and equipment is stated at historical cost less accumulated depreciation and provisions for impairments, if any. Cost includes expenditure that is directly attributable to the acquisition of the asset. Cost may also include transfers from other comprehensive income of any gain or loss on qualifying cash-flow hedges of foreign currency purchases of property, plant and equipment.

Borrowing costs directly attributable to the acquisition or construction of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are capitalised, until such time as the assets are substantially ready for their intended use. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Depreciation is calculated so as to write off the cost, less estimated residual value, of assets on a straight-line basis over their expected useful lives at the following annual rates:

	Rate of Depreciation
Hangar and buildings	5 %
Plant and equipment (excluding aircraft)	20-33.3 %
Fixtures and fittings	20 %
Motor vehicles	33.3 %

Aircraft are depreciated on a straight-line basis over their estimated useful lives to estimated residual values. The estimates of useful lives and residual values at year-end are:

Aircraft Type	Number of Owned Aircraft at March 31, 2019	Useful Life	Residual Value
Boeing 737-800s	429 (a)	23 years from date of manufacture	15% of current market value of new aircraft, determined periodically

(a) The Group operated 471 aircraft as of March 31, 2019, of which 26 were leased Boeing 737-800 aircraft and 16 were leased Airbus A320 aircraft.

The Company's estimate of the recoverable amount of aircraft residual values is 15% of current market value of new aircraft, determined periodically, based on independent valuations and actual aircraft disposals during prior periods.

An element of the cost of an acquired aircraft is attributed on acquisition to its service potential, reflecting the maintenance condition of its engines and airframe. This cost, which can equate to a substantial element of the total aircraft cost, is amortised over the shorter of the period to the next maintenance check (usually between 8 and 12 years for Boeing 737-800 aircraft) or the remaining life of the aircraft. The costs of subsequent major airframe and engine maintenance checks are capitalised and amortised over the shorter of the period to the next check or the remaining life of the aircraft.

Advance and option payments made in respect of aircraft purchase commitments and options to acquire aircraft are recorded at cost. On acquisition of the related aircraft, these payments are included as part of the cost of aircraft and are depreciated from that date.

Rotable spare parts held by the Company are classified as property, plant and equipment if they are expected to be used over more than one period.

Gains and losses on disposal of items of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised on a net basis within other income/(expenses) in profit or loss.

Aircraft maintenance costs

The accounting for the cost of providing major airframe and certain engine maintenance checks for owned aircraft is described in the accounting policy for property, plant and equipment.

For aircraft held under operating lease agreements, Ryanair is contractually committed to either return the aircraft in a certain condition or to compensate the lessor based on the actual condition of the airframe, engines and life-limited parts upon return. In order to fulfill such conditions of the lease, maintenance, in the form of major airframe overhaul, engine maintenance checks, and restitution of major life-limited parts, is required to be performed during the period of the lease and upon return of the aircraft to the lessor. The estimated airframe and engine maintenance costs and the costs associated with the restitution of major life-limited parts, are accrued and charged to profit or loss over the lease term for this contractual obligation, based on the present value of the estimated future cost of the major airframe overhaul, engine maintenance checks, and restitution of major life-limited parts, calculated by reference to the number of hours flown or cycles operated during the year.

Ryanair's aircraft operating lease agreements typically have a term of seven years, which closely correlates with the timing of heavy maintenance checks. The contractual obligation to maintain and replenish aircraft held under operating lease exists independently of any future actions within the control of Ryanair. While Ryanair may, in very limited circumstances, sub-lease its aircraft, it remains fully liable to perform all of its contractual obligations under the 'head lease' notwithstanding any such sub-leasing.

All other maintenance costs, other than major airframe overhaul, engine maintenance checks, and restitution of major life-limited parts costs associated with leased aircraft, are expensed as incurred.

Intangible assets - landing rights

Intangible assets acquired are recognised to the extent it is considered probable that expected future benefits will flow to the Company and the associated costs can be measured reliably. Landing rights acquired as part of a business combination are capitalised at fair value at that date and are not amortised, where those rights are considered to be indefinite. The carrying values of those rights are reviewed for impairment at each reporting date and are subject to impairment testing when events or changes in circumstances indicate that carrying values may not be recoverable. No impairment to the carrying values of the Company's intangible assets has been recorded to date.

Other financial assets

Other financial assets comprise cash deposits of greater than three months' maturity. All amounts are categorised as amortised cost (prior years: "loans and receivables") and are recognised initially at fair value and then subsequently at amortised cost, using the effective interest method in the balance sheet.

Derivative financial instruments

Ryanair is exposed to market risks relating to fluctuations in commodity prices, interest rates and currency exchange rates. The objective of financial risk management at Ryanair is to minimise the impact of commodity price, interest rate and foreign exchange rate fluctuations on the Company's earnings, cash flows and equity.

To manage these risks, Ryanair uses various derivative financial instruments, including interest rate swaps, foreign currency forward contracts and commodity contracts. These derivative financial instruments are generally held to maturity. The Company enters into these arrangements with the goal of hedging its operational and balance sheet risk. However, Ryanair's exposure to commodity price, interest rate and currency exchange rate fluctuations cannot be neutralised completely.

Derivative financial instruments are recognised initially at fair value. Subsequent to initial recognition, derivative financial instruments continue to be re-measured to fair value, and changes therein are accounted for as described below.

The fair value of interest rate swaps is computed by discounting the projected cash flows on the Company's swap arrangements to present value using an appropriate market rate of interest. The fair value of forward foreign exchange contracts and commodity contracts is determined based on the present value of the quoted forward price. The credit quality of Ryanair and counterparties are considered in setting fair value. Recognition of any resultant gain or loss depends on the nature of the item being hedged.

Where a derivative financial instrument is designated as a hedge of the variability in cash flows of a recognised asset or liability or a highly probable forecasted transaction, the effective part of any gain or loss on the derivative financial instrument is recognised in other comprehensive income (in the cash flow hedging reserve on the balance sheet). When the hedged forecasted transaction results in the recognition of a non-financial asset or liability, the cumulative gain or loss is removed from other comprehensive income and included in the initial measurement of that asset or liability. Otherwise the cumulative gain or loss is removed from other comprehensive income and recognised in the income statement at the same time as the hedged transaction. The ineffective part of any hedging transaction and the gain or loss thereon is recognised in the income statement immediately.

When a hedging instrument or hedge relationship is terminated but the underlying hedged transaction is still expected to occur, the cumulative gain or loss at that point remains in other comprehensive income and is recognised in accordance with the above policy when the transaction occurs. If the hedged transaction is no longer expected to take place, the cumulative unrealised gain or loss recognised in other comprehensive income is recognised in the income statement immediately.

Where a derivative financial instrument hedges the changes in fair value of a recognised asset or liability or an unrecognised firm commitment, any gain or loss on the hedging instrument is recognised in the income statement. The hedged item is also stated at fair value in respect of the risk being hedged, with any gain or loss also being recognised in the income statement.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is based on invoiced price on an average basis for all stock categories. Net realisable value is calculated as the estimated selling price arising in the ordinary course of business, net of estimated selling costs.

Trade and other receivables and payables

Trade and other receivables and payables are stated on initial recognition at fair value plus any incremental direct costs and subsequently at amortised cost, net (in the case of receivables) of any impairment losses, which approximates fair value given the short-dated nature of these assets and liabilities.

Cash and cash equivalents

Cash represents cash held at banks and available on demand, and is categorised for measurement purposes as amortised cost (prior years "loans and receivables").

Cash equivalents are current asset investments (other than cash) that are readily convertible into known amounts of cash, typically cash deposits of more than one day but less than three months at the date of purchase. Deposits with maturities greater than three months but less than one year are recognised as short-term investments, are categorised as amortised cost (prior years "loans and receivables") and are carried initially at fair value and then subsequently at amortised cost, using the effective-interest method.

Interest-bearing loans and borrowings

All loans and borrowings are initially recorded at fair value, being the fair value of the consideration received, net of attributable transaction costs. Subsequent to initial recognition, non-current interest-bearing loans are measured at amortised cost, using the effective interest yield methodology.

Leases

Leases under which the Company assumes substantially all of the risks and rewards of ownership are classified as finance leases. Assets held under finance leases are capitalised in the balance sheet, at an amount equal to the lower of their fair value and the present value of the minimum lease payments, and are depreciated over their estimated useful lives. The present values of the future lease payments are recorded as obligations under finance leases and the interest element of a lease obligation is charged to the income statement over the period of the lease in proportion to the balances outstanding.

Other leases are operating leases and the associated leased assets are not recognised on the Company's balance sheet. Expenditure arising under operating leases is charged to the income statement as incurred. The Company also enters into sale-and-leaseback transactions whereby it sells the rights to an aircraft to an external party and subsequently leases the aircraft back, by way of an operating lease. Any profit or loss on the disposal where the price achieved is not considered to be at fair value is spread over the period during which the asset is expected to be used. The profit or loss amount deferred is included within "other creditors" and split into components of greater than and less than one year.

Provisions and contingencies

A provision is recognised in the balance sheet when there is a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefit will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future outflow at a pre-tax rate that reflects current market assessments of the time value of money and, when appropriate, the risks specific to the liability.

The Company assesses the likelihood of any adverse outcomes to contingencies, including legal matters, as well as probable losses. We record provisions for such contingencies when it is probable that a liability will be incurred and the amount of the loss can be reasonably estimated. A contingent liability is disclosed where the existence of the obligation will only be confirmed by future events, or where the amount of the obligation cannot be measured with reasonable reliability. Provisions are re-measured at each balance sheet date based on the best estimate of the settlement amount.

In relation to legal matters, we develop estimates in consultation with internal and external legal counsel taking into account the relevant facts and circumstances known to us. The factors that we consider in developing our legal provisions include the merits and jurisdiction of the litigation, the nature and number of other similar current and past litigation cases, the nature of the subject matter of the litigation, the likelihood of settlement and current state of settlement discussions, if any.

Revenues

Scheduled revenues comprise the invoiced value of airline and other services, net of government taxes. Revenue from the sale of flight seats is recognised in the period in which the service is provided. Unearned revenue represents flight seats sold but not yet flown and a provision for government tax refund claims attributable to unused tickets, and is included in accrued expenses and other liabilities. Revenue, net of government taxes, is released to the income statement as passengers fly. Unused tickets are recognised as revenue on a systematic basis, such that twelve months of time expired revenues are recognised in revenue in each fiscal year.

Ancillary revenues are recognised in the income statement in the period the ancillary services are provided.

Share-based payments

The Company engages in equity-settled, share-based payment transactions in respect of services received from certain employees. The fair value of the services received is measured by reference to the fair value of the share options on the date of the grant. The grant measurement date is the date that a shared understanding of the terms of the award is established between the Company and the employee. The cost of the employee services received in respect of the share options granted is recognised in the income statement over the period that the services are received, which is the vesting period, with a corresponding increase in equity. To the extent that service is provided prior to the grant measurement date, the fair value of the share options is initially estimated and re-measured at each balance sheet date until the grant measurement date is achieved. The fair value of the options granted is determined using a binomial lattice option-pricing model, which takes into account the exercise price of the option, the current share price, the risk-free interest rate, the expected volatility of the Ryanair Holdings plc share price over the life of the option and other relevant factors. Non-market vesting conditions are taken into account by adjusting the number of shares or share options included in the measurement of the cost of employee services so that ultimately, the amount recognised in the income statement reflects the number of vested shares or share options.

Retirement benefit obligations

The Company provides certain employees with post-retirement benefits in the form of pensions. The Company currently operates a number of defined contribution schemes.

Costs arising in respect of the Company’s defined contribution pension schemes (where fixed contributions are paid into the scheme and there is no legal or constructive obligation to pay further amounts) are charged to the income statement in the period in which they are incurred. Any contributions unpaid at the balance sheet date are included as a liability.

Taxation

Income tax on the profit or loss for a year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised in other comprehensive income (such as certain hedging derivative financial instruments, available-for-sale assets, retirement benefit obligations). Current tax payable on taxable profits is recognised as an expense in the period in which the profits arise using tax rates enacted or substantively enacted at the balance sheet date.

Deferred income tax is provided in full, using the balance sheet liability method, on temporary differences arising from the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates and legislation enacted or substantively enacted by the balance sheet date and expected to apply when the temporary differences reverse.

The following temporary differences are not provided for: (i) the initial recognition of assets and liabilities that effect neither accounting nor taxable profit and (ii) differences relating to investments in subsidiaries to the extent that it is probable they will not reverse in the future.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which temporary differences can be utilised. The carrying amounts of deferred tax assets are reviewed at each balance sheet date and reduced to the extent that it is no longer probable that a sufficient taxable profit will be available to allow all or part of the deferred tax asset to be realised.

Social insurance, passenger taxes and sales taxes are recorded as a liability based on laws enacted in the jurisdictions to which they relate. Liabilities are recorded when an obligation has been incurred.

Tax liabilities are based on the best estimate of the likely obligation at each reporting period. These estimates are subject to revision based on the outcome of tax audits and discussions with revenue authorities that can take several years to conclude.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of ordinary shares and share options are recognised as a deduction from equity, net of any tax effects. When share capital recognised as equity is repurchased, the amount of consideration paid, which includes any directly attributable costs, net of any tax effects, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented as a deduction from total equity, until they are cancelled.

Dividend distributions are recognised as a liability in the period in which the dividends are declared by the Company's shareholders.

2. Property, plant and equipment

	Aircraft	Hangar and Buildings	Plant and Equipment	Fixtures and Fittings	Motor Vehicles	Total
	€M	€M	€M	€M	€M	€M
Year ended March 31, 2019						
Cost						
At March 31, 2018	11,303.5	82.7	40.7	62.7	4.3	11,493.9
Additions in year	1,485.2	2.4	47.2	11.7	0.2	1,546.7
Disposals in year	(159.5)	(7.0)	—	(0.1)	—	(166.6)
At March 31, 2019	12,629.2	78.1	87.9	74.3	4.5	12,874.0
Depreciation						
At March 31, 2018	3,251.3	29.5	32.9	53.3	3.5	3,370.5
Charge for year	624.9	3.6	5.3	6.3	0.4	640.5
Eliminated on disposal	(159.5)	(7.0)	—	(0.1)	—	(166.6)
At March 31, 2019	3,716.7	26.1	38.2	59.5	3.9	3,844.4
Net book value						
At March 31, 2019	8,912.5	52.0	49.7	14.8	0.6	9,029.6

	Aircraft	Hangar and Buildings	Plant and Equipment	Fixtures and Fittings	Motor Vehicles	Total
	€M	€M	€M	€M	€M	€M
Year ended March 31, 2018						
Cost						
At March 31, 2017	10,045.2	77.8	36.7	56.7	4.0	10,220.4
Additions in year	1,452.7	7.6	4.0	6.0	0.3	1,470.6
Disposals in year	(194.4)	(2.7)	—	—	—	(197.1)
At March 31, 2018	11,303.5	82.7	40.7	62.7	4.3	11,493.9
Depreciation						
At March 31, 2017	2,898.7	28.6	29.6	46.7	3.0	3,006.6
Charge for year	547.0	3.6	3.3	6.6	0.5	561.0
Eliminated on disposal	(194.4)	(2.7)	—	—	—	(197.1)
At March 31, 2018	3,251.3	29.5	32.9	53.3	3.5	3,370.5
Net book value						
At March 31, 2018	8,052.2	53.2	7.8	9.4	0.8	8,123.4

	Aircraft	Hangar and Buildings	Plant and Equipment	Fixtures and Fittings	Motor Vehicles	Total
	€M	€M	€M	€M	€M	€M
Year ended March 31, 2017						
Cost						
At March 31, 2016	8,666.4	70.8	32.4	50.6	3.6	8,823.8
Additions in year	1,432.0	7.0	4.3	6.1	0.4	1,449.8
Disposals in year	(53.2)	—	—	—	—	(53.2)
At March 31, 2017	10,045.2	77.8	36.7	56.7	4.0	10,220.4
Depreciation						
At March 31, 2016	2,467.7	25.1	26.7	40.2	2.6	2,562.3
Charge for year	484.2	3.5	2.9	6.5	0.4	497.5
Eliminated on disposal	(53.2)	—	—	—	—	(53.2)
At March 31, 2017	2,898.7	28.6	29.6	46.7	3.0	3,006.6
Net book value						
At March 31, 2017	7,146.5	49.2	7.1	10.0	1.0	7,213.8

At March 31, 2019, aircraft with a net book value of €2,394.9m (2018: €2,934.9m; 2017: €3,442.4m) were mortgaged to lenders as security for loans. Under the security arrangements for the Company's new Boeing 737-800 "next generation" aircraft, the Company does not hold legal title to those aircraft while these loan amounts remain outstanding.

At March 31, 2019, the cost and net book value of aircraft included advance payments on aircraft of €711.4m (2018: €558.4m; 2017: €687.0m). Such amounts are not depreciated. The cost and net book value also includes capitalised aircraft maintenance, aircraft simulators and the stock of rotable spare parts.

The net book value of assets held under finance leases at March 31, 2019, 2018 and 2017 was €197.8m, €267.2m and €362.8m, respectively.

During the fiscal year 2019, €nil (2018: €3.1m; 2017: €1.4m) of borrowing costs were capitalized as part of property, plant and equipment. (Borrowing costs had been capitalized in prior years as follows: 2018: 1.125%; 2017: 1.125%).

3. Business combinations

Acquisition of a Subsidiary

In April 2018, the Company purchased a 24.9% stake in Laudamotion for consideration of €15 million. This investment was accounted for using the equity method. In August 2018, the Company acquired a further 50.1% of the shares and voting interests in Laudamotion. As a result, the Group's equity interest increased from 24.9% to 75%, with a put option over the remaining 25%. From this date, the Group had a controlling interest and Laudamotion has been accounted for as a consolidated subsidiary. In December 2018, the Company subsequently exercised the put option and increased its holding in Laudamotion to 100%.

As part of purchase accounting, Ryanair recognized a gain on sale of associate of €6 million within the consolidated income statement. The put option over the remaining 25% ownership interest in Laudamotion was accounted for under the anticipated acquisition method i.e. the 25% residual interest was deemed to have been acquired at the date of acquisition and the financial liability arising from the put option was included in the consideration transferred at its fair value of €6 million (see table below).

Laudamotion provides the Group access to valuable landing slots at slot constrained airports in Germany, Austria and Spain.

Consideration transferred and assets and liabilities assumed

The following table summarises the fair value of assets acquired and liabilities assumed at the date of acquisition of control and the consideration transferred to acquire control of Laudamotion:

	Year ended March 31, 2019
	€M
Consideration:	
Consideration (liabilities and cash paid)	32.0
Fair value of existing equity interest	6.0
Settlement of pre-existing loans	60.5
	98.5
Net assets acquired:	
Intangible assets	99.6
Cash and cash equivalents	7.0
Other assets acquired	43.4
Liabilities assumed	(51.5)
	98.5

The excess of the purchase consideration over the acquired assets and assumed liabilities, was entirely attributable to the value of identifiable intangible assets acquired, being the aforementioned landing slots. Accordingly, no goodwill was recognised in respect of the Laudamotion acquisition. Further, no contingent liabilities were recognised in respect of the Laudamotion acquisition.

In the year ended March 31, 2019, Laudamotion contributed revenue of €134.5m and an operating loss of €172.9m to the Group's results. Ryanair also recognised €15.8m in share of losses in associate prior to consolidation of Laudamotion in August 2018, and recognised a deferred tax credit of €43.2m relating to the recognition of a deferred tax asset in respect of Laudamotion's post-acquisition losses. The Company projects the availability of sufficient future profits, to utilise these losses.

If the acquisition date for the Lauda business combination had been at the beginning of the year, Lauda would have contributed the following revenue and loss for the year to the Group's results:

	Year ended March 31, 2019
	€M
Revenue	172.0
Loss for the year	(171.7)

4. Intangible assets

	At March 31,		
	2019	2018	2017
Landing rights	€M	€M	€M
Balance at 1 April	46.8	46.8	46.8
Acquisition through business combinations	99.6	—	—
Balance at 31 March	146.4	46.8	46.8

Landing slots were acquired with the acquisition of Buzz Stansted Limited in April 2003 and Laudamotion in fiscal year 2019.

As these landing slots have no expiry date and are expected to be used in perpetuity, they are considered to be of indefinite life and accordingly are not amortised. The Company also considers that there has been no impairment of the value of these rights to date. The recoverable amount of these rights has been determined on a value-in-use basis, using discounted cash-flow projections for a twenty-year period for each route that has an individual landing right. The calculation of value-in-use is most sensitive to the operating margin and discount rate assumptions. Operating margins are based on the existing margins generated from these routes and adjusted for any known trading conditions. The trading environment is subject to both regulatory and competitive pressures that can have a material effect on the operating performance of the business. Foreseeable events, however, are unlikely to result in a change of projections of a significant nature so as to result in the landing rights' carrying amounts exceeding their recoverable amounts. These projections have been discounted based on the estimated discount rate applicable to the asset of 6% for 2019, 6% for 2018 and 4% for 2017.

5. Derivative financial instruments

The Audit Committee of the Board of Directors has responsibility for monitoring the treasury policies and objectives of the Company, which include controls over the procedures used to manage the main financial risks arising from the Company's operations. Such risks comprise commodity price, foreign exchange and interest rate risks. The Company uses financial instruments to manage exposures arising from these risks. These instruments include borrowings, cash deposits and derivatives (principally jet fuel derivatives, interest rate swaps, cross-currency interest rate swaps and forward foreign exchange contracts). It is the Company's policy that no speculative trading in financial instruments takes place.

The Company's historical fuel risk management policy has been to hedge between 70% and 90% of the forecast rolling annual volumes required to ensure that the future cost per gallon of fuel is locked in. This policy was adopted to prevent the Company being exposed, in the short term, to adverse movements in global jet fuel prices. However, when deemed to be in the best interests of the Company, it may deviate from this policy. In June 2019 the Board of Directors amended the Company's Treasury policy to hedge approximately 50% of fuel commodity exposures on a 12 to 18 month rolling basis, starting with fiscal year 2021. At July 25, 2019, the Company had hedged approximately 90% (2018: 90%, 2017: 90%) of its estimated fuel exposure for the next fiscal year and approximately 37% of its estimated fuel exposure for the fiscal year 2021.

Foreign currency risk in relation to the Company's trading operations largely arises in relation to non-euro currencies. These currencies are primarily U.K. pounds sterling and the U.S. dollar. The Company manages this risk by matching U.K. pounds sterling revenues against U.K. pounds sterling costs. Surplus U.K. pounds sterling revenues are sometimes used to fund forward foreign exchange contracts to hedge U.S. dollar currency exposures that arise in relation to fuel, maintenance, aviation insurance, and capital expenditure costs and excess U.K. pounds sterling are converted into euro. Additionally, the Company swaps euro for U.S. dollars using forward currency contracts to cover any expected U.S. dollar outflows for these costs. From time to time, the Company also swaps euro for U.K. pounds sterling using forward currency contracts to hedge expected future surplus U.K. pounds sterling. From time to time the Company also enters into cross-currency interest rate swaps to hedge against fluctuations in foreign exchange rates and interest rates in respect of U.S. dollar denominated borrowings.

The Company's objective for interest rate risk management is to reduce interest-rate risk through a combination of financial instruments, which lock in interest rates on debt and by matching a proportion of floating rate assets with floating rate liabilities. In addition, the Company aims to achieve the best available return on investments of surplus cash – subject to credit risk and liquidity constraints. Credit risk is managed by limiting the aggregate amount and duration of exposure to any one counterparty based on third-party market-based ratings. In line with the above interest rate risk management strategy, the Company has entered into a series of interest rate swaps to hedge against fluctuations in interest rates for certain floating rate financial arrangements and certain other obligations. The Company has also entered into floating rate financing for certain aircraft, which is matched with floating rate deposits. Additional numerical information on these swaps and on other derivatives held by the Company is set out below and in Note 11 to the consolidated financial statements.

The Company utilises a range of derivatives designed to mitigate these risks. All of the above derivatives have been accounted for at fair value in the Company's balance sheet and have been utilised to hedge against these particular risks arising in the normal course of the Company's business. All have been designated as hedging derivatives for the purposes of IAS 39 / IFRS 9 and are fully set out below.

Derivative financial instruments, all of which have been recognised at fair value in the Company's balance sheet, are analysed as follows:

	At March 31,		
	2019	**2018**	**2017**
	€M	**€M**	**€M**
Non-current assets			
Gains on cash-flow hedging instruments – maturing after one year	227.5	2.6	23.0
	227.5	2.6	23.0
Current assets			
Gains on cash flow hedging instruments – maturing within one year	308.7	212.1	286.3
	308.7	212.1	286.3
Total derivative assets	536.2	214.7	309.3
Current liabilities			
Losses on cash flow hedging instruments – maturing within one year	(189.7)	(190.5)	(1.7)
	(189.7)	(190.5)	(1.7)
Non-current liabilities			
Losses on cash flow hedging instruments – maturing after one year	(8.0)	(415.5)	(2.6)
	(8.0)	(415.5)	(2.6)
Total derivative liabilities	(197.7)	(606.0)	(4.3)
Net derivative financial instrument position at year-end	338.5	(391.3)	305.0

All of the above gains and losses were unrealised at the year-end.

The table above includes the following derivative arrangements:

	Fair value 2019 (a) €M	Fair value 2018 (a) €M	Fair value 2017 (a) €M
Cross currency swaps (b)			
Less than one year	1.7	(0.7)	1.6
Between one and five years	2.3	(6.0)	6.3
	4.0	(6.7)	7.9
Foreign currency forward contracts (c)			
Less than one year	307.0	(187.4)	224.8
Between one and five years	212.7	(407.0)	11.9
After five years	—	—	2.2
	519.7	(594.4)	238.9
Commodity forward contracts (d)			
Less than one year	(189.7)	209.8	58.2
Between one and five years	4.5	—	—
	(185.2)	209.8	58.2
Net derivative position at year end	338.5	(391.3)	305.0

(a) The derivative arrangements in the above table have been netted for disclosure purposes only. The amounts included on the Balance Sheet are gross amounts.

(b) Cross currency swap financial assets all relate to cross currency interest rate swaps at March 31, 2019 (see Note 11 to the consolidated financial statements). In prior years, both cross currency interest rate swaps and interest rate swaps were used to hedge the company's exposure to interest rate fluctuations.

(c) Additional information in relation to the above cross currency swaps and forward currency contracts (i.e. notional value and weighted average interest rates) can be found in Note 11 to the consolidated financial statements.

(d) €185.2m commodity forward contracts relate to jet fuel derivative financial liabilities of €189.7m and financial assets of €4.5m (see Note 11 of the consolidated financial statements).

The Company enters in to derivative transactions with a number of different counterparties with which there are International Swaps and Derivatives Association ("ISDA") master agreements in place. As the Company does not intend to settle derivatives net, nor is any collateral posted for derivative transactions, no netting has been applied to the derivative balances. Of the Company's total derivative assets of €536.2m, €72.2m are available for offset against derivative liabilities under master netting arrangements.

Interest rate swaps are primarily used to convert a portion of the Company's floating rate exposures on borrowings into fixed rate exposures and are set so as to match exactly the critical terms of the underlying debt being hedged (i.e. notional principal, interest rate settings, re-pricing dates). These are all designated in cash-flow hedges of the forecasted variable interest payments and rentals due on the Company's underlying debt and operating leases and have been determined to be highly effective in achieving offsetting cash flows. Accordingly, no ineffectiveness has been recorded in the income statement relating to these hedges in the current and preceding years.

The Company also utilises cross currency interest rate swaps to manage exposures to fluctuations in foreign exchange rates of U.S. dollar denominated floating rate borrowings, together with managing the exposures to fluctuations in interest rates on these U.S. dollar denominated floating rate borrowings. Cross currency interest rate swaps are primarily used to convert a portion of the Company's U.S. dollar denominated debt to euro and floating rate interest exposures into fixed rate exposures and are set so as to match exactly the critical terms of the underlying debt being hedged (i.e. notional principal, interest rate settings, re-pricing dates). These are all designated in cash-flow hedges of the forecasted U.S. dollar variable interest payments on the Company's underlying debt and have been determined to be highly effective in achieving offsetting cash flows. Accordingly, no ineffectiveness has been recorded in the income statement relating to these hedges in the current year.

Foreign currency forward contracts may be utilised in a number of ways: forecast U.K. pounds sterling and euro revenue receipts are converted into U.S. dollars to hedge against forecasted U.S. dollar payments principally for jet fuel, insurance, capital expenditure and other aircraft related costs. These are designated in cash-flow hedges of forecasted U.S. dollar payments and have been determined to be highly effective in offsetting variability in future cash flows arising from the fluctuation in the U.S. dollar to U.K. pounds sterling and euro exchange rates for the forecasted U.S. dollar purchases. Because the timing of anticipated payments and the settlement of the related derivatives is very closely coordinated, no ineffectiveness has been recorded for these foreign currency forward contracts in the current or preceding years (the underlying hedged items and hedging instruments have been consistently closely matched).

The Company also utilises jet fuel forward contracts to manage exposure to jet fuel prices. These are used to hedge the Company's forecasted fuel purchases, and are arranged so as to match as closely as possible against forecasted fuel delivery and payment requirements. These are designated in cash-flow hedges of forecasted fuel payments and have been determined to be highly effective in offsetting variability in future cash flows arising from fluctuations in jet fuel prices. No ineffectiveness has been recorded on these arrangements in the current or preceding years.

The European Union Emissions Trading System ("EU ETS") began operating for airlines on January 1, 2012. Ryanair recognises the cost associated with the purchase of carbon credits as part of the EU ETS as an expense in the income statement. This expense is recognised in line with fuel consumed during the fiscal year as the Company's carbon emissions and fuel consumption are directly linked.

The (gains)/losses arising on the hedging of aircraft capital expenditure are recognised as part of the capitalised cost of aircraft additions, within property, plant and equipment. The (gains)/losses arising on the hedging of interest rate swaps, commodity forward contracts and forward currency contracts (excluding aircraft firm commitments) are recognised in the income statement when the hedged transaction occurs.

The following table indicates the amounts that were reclassified from other comprehensive income into the income statement, analysed by income statement category, in respect of cash-flow hedges realised during the year:

	Year ended March 31,		
	2019	2018	2017
	€M	€M	€M
Commodity forward contracts			
Reclassification adjustments for (gains)/losses recognised in fuel and oil operating expenses, net of tax	256.4	117.8	(504.6)
Interest rate swaps			
Reclassification adjustments for (gains)/losses recognised in finance expense, net of tax	0.5	2.3	1.1
Foreign currency forward contracts			
Reclassification adjustments for (gains) recognised in fuel and oil operating expenses, net of tax	(7.7)	(0.5)	(10.8)
	249.2	119.6	(514.3)

The following table indicates the amounts that were reclassified from other comprehensive income into the capitalised cost of aircraft additions within property, plant and equipment, in respect of cash-flow hedges realised during the year:

	Year ended March 31,		
	2019	2018	2017
	€M	€M	€M
Foreign currency forward contracts			
Recognised in property plant and equipment – aircraft additions	59.6	108.4	109.7
	59.6	108.4	109.7

The following tables indicate the periods in which cash flows associated with derivatives that are designated as cash-flow hedges were expected to occur and to impact on profit or loss, or property, plant and equipment as of March 31, 2019, 2018 and 2017:

	Net Carrying Amount	Expected Cash Flows	2020	2021	2022	2023	Thereafter
	€M	€M	€M	€M	€M	€M	€M
At March 31, 2019							
Cross-currency swaps	4.0	4.0	1.7	1.2	0.8	0.4	(0.1)
U.S. dollar currency forward contracts	235.0	235.0	208.8	26.2	—	—	—
U.S. dollar currency forward contracts to be capitalised in property, plant and equipment - aircraft additions	284.7	284.7	98.2	79.6	59.3	36.2	11.4
Commodity forward contracts	(185.2)	(185.2)	(189.7)	4.5	—	—	—
	338.5	338.5	119.0	111.5	60.1	36.6	11.3

	Net Carrying Amount	Expected Cash Flows	2019	2020	2021	2022	Thereafter
	€M	€M	€M	€M	€M	€M	€M
At March 31, 2018							
Interest rate swaps	(6.7)	(6.7)	(0.7)	(0.2)	(0.6)	(1.0)	(4.2)
U.S. dollar currency forward contracts	(181.4)	(181.4)	(153.4)	(28.4)	0.4	—	—
U.S. dollar currency forward contracts to be capitalised in property, plant and equipment - aircraft additions	(413.0)	(413.0)	(34.0)	(75.5)	(82.9)	(99.7)	(120.9)
Commodity forward contracts	209.8	209.8	209.8	—	—	—	—
	(391.3)	(391.3)	21.7	(104.1)	(83.1)	(100.7)	(125.1)

	Net Carrying Amount	Expected Cash Flows	2018	2019	2020	2021	Thereafter
	€M	€M	€M	€M	€M	€M	€M
At March 31, 2017							
Interest rate swaps	7.9	7.5	1.5	0.2	1.9	1.5	2.4
U.S. dollar currency forward contracts	238.9	238.9	224.8	6.4	2.9	1.7	3.1
Commodity forward contracts	58.2	58.2	58.2	—	—	—	—
	305.0	304.6	284.5	6.6	4.8	3.2	5.5

Derivative transactions entered into by the Company with any particular counterparty are not settled net and there are no provisions within these agreements to off-set similar transactions.

6. Inventories

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Consumables	2.9	3.7	3.1

7. Other assets

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Prepayments	237.2	235.2	221.1
Interest receivable	0.8	0.3	1.0
	238.0	235.5	222.1

All amounts fall due within one year.

8. Trade receivables

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Trade receivables	59.6	57.7	54.4
Allowance for impairment	(0.1)	(0.1)	(0.1)
	59.5	57.6	54.3

All amounts fall due within one year.

There has been no change to the allowance for impairment during the year (2018: nil; 2017: nil). There were no bad debt write-offs in the year (2018: nil; 2017: nil).

No individual customer accounted for more than 10% of our accounts receivable at March 31, 2019, at March 31, 2018 or at March 31, 2017.

At March 31, 2019, €0.8m (2018: €0.8m; 2017: €0.8m) of our total accounts receivable balance were past due, of which €0.2m (2018: €0.2m; 2017: €0.2m) was impaired and provided for (50% loss allowance) and €0.6m (2018: €0.6m; 2017: €0.6m) was considered past due but not impaired for which the expected credit loss was considered immaterial.

9. Restricted cash

Restricted cash consists of €34.9m (2018: €34.6m; 2017: €11.8m) placed in escrow accounts for certain legal cases and appeals (which accounts for the majority of the balance).

10. Accrued expenses and other liabilities

	At March 31,		
	2019	**2018**	**2017**
	€M	**€M**	**€M**
Accruals	320.8	445.5	348.0
Indirect tax and duties	709.0	648.4	576.4
Unearned revenue	1,962.3	1,408.3	1,332.8
	2,992.1	2,502.2	2,257.2

Indirect tax and duties comprises:

	At March 31,		
	2019	**2018**	**2017**
	€M	**€M**	**€M**
PAYE (payroll taxes)	20.1	15.7	9.5
Other tax (principally air passenger duty in various countries)	688.9	632.7	566.9
	709.0	648.4	576.4

11. Financial instruments and financial risk management

The Company utilises financial instruments to reduce exposures to market risks throughout its business. Borrowings, cash and cash equivalents and liquid investments are used to finance the Company's operations. Derivative financial instruments are contractual agreements with a value that reflects price movements in an underlying asset. The Company uses derivative financial instruments, principally jet fuel derivatives, interest rate swaps, cross-currency interest rate swaps and forward foreign exchange contracts to manage commodity risks, interest rate risks and currency exposures and to achieve the desired profile of fixed and variable rate borrowings and leases in appropriate currencies. It is the Company's policy that no speculative trading in financial instruments shall take place.

The main risks attaching to the Company's financial instruments, the Company's strategy and approach to managing these risks, and the details of the derivatives employed to hedge against these risks have been disclosed in Note 5 to the consolidated financial statements.

(a) Financial assets and financial liabilities – fair values

The carrying value and fair value of the Company's financial assets by class and measurement category at March 31, 2019, 2018 and 2017 were as follows:

	Amortised Cost	Cash-Flow Hedges	Total Carrying Value	Total Fair Value
	€M	€M	€M	€M
At March 31, 2019				
Cash and cash equivalents	1,675.6	—	1,675.6	—
Financial asset: cash > 3 months	1,484.4	—	1,484.4	—
Restricted cash	34.9	—	34.9	—
Derivative financial instruments:				
- U.S. dollar currency forward contracts	—	527.7	527.7	527.7
- Cross-currency swaps	—	4.0	4.0	4.0
- Jet fuel derivative contracts	—	4.5	4.5	4.5
Trade receivables	59.5	—	59.5	—
Other assets	0.8	—	0.8	—
Total financial assets at March 31, 2019	3,255.2	536.2	3,791.4	536.2

	Loans and Receivables	Cash-Flow Hedges	Total Carrying Value	Total Fair Value
	€M	€M	€M	€M
At March 31, 2018				
Cash and cash equivalents	1,515.0	—	1,515.0	—
Financial asset: cash > 3 months	2,130.5	—	2,130.5	—
Restricted cash	34.6	—	34.6	—
Derivative financial instruments:				
- U.S. dollar currency forward contracts	—	4.6	4.6	4.6
- Interest rate swaps	—	0.3	0.3	0.3
- Jet fuel derivative contracts	—	209.8	209.8	209.8
Trade receivables	57.6	—	57.6	—
Other assets	0.3	—	0.3	—
Total financial assets at March 31, 2018	3,738.0	214.7	3,952.7	214.7

	Loans and Receivables	Cash-Flow Hedges	Total Carrying Value	Total Fair Value
	€M	€M	€M	€M
At March 31, 2017				
Cash and cash equivalents	1,224.0	—	1,224.0	—
Financial asset: cash > 3 months	2,904.5	—	2,904.5	—
Restricted cash	11.8	—	11.8	—
Derivative financial instruments:				
- U.S. dollar currency forward contracts	—	239.4	239.4	239.4
- Interest rate swaps	—	11.7	11.7	11.7
- Jet fuel derivative contracts	—	58.2	58.2	58.2
Trade receivables	54.3	—	54.3	—
Other assets	1.0	—	1.0	—
Total financial assets at March 31, 2017	4,195.6	309.3	4,504.9	309.3

The Company has not disclosed the fair value of the financial instruments: cash and cash equivalents, financial assets: cash > 3 months with maturities less than 1 year, restricted cash, trade receivables and other assets because their carrying amounts are a reasonable approximation of their fair values due to the short term nature of the instruments.

The carrying values and fair values of the Company's financial liabilities by class and category were as follows:

	Liabilities at Amortised Cost	Cash-Flow Hedges	Total Carrying Value	Total Fair Value
	€M	€M	€M	€M
At March 31, 2019				
Current and non-current maturities of debt	3,644.4	—	3,644.4	3,725.3
Derivative financial instruments:				
-U.S. dollar currency forward contracts	—	8.0	8.0	8.0
-Jet fuel derivative contracts	—	189.7	189.7	189.7
-Interest rate swaps	—	—	—	—
Trade payables	573.8	—	573.8	—
Accrued expenses	320.8	—	320.8	—
Total financial liabilities at March 31, 2019	4,539.0	197.7	4,736.7	3,923.0
At March 31, 2018				
Current and non-current maturities of debt	3,963.0	—	3,963.0	4,061.0
Derivative financial instruments:				
-U.S. dollar currency forward contracts	—	599.0	599.0	599.0
-Jet fuel derivative contracts	—	—	—	—
-Interest rate swaps	—	7.0	7.0	7.0
Trade payables	249.6	—	249.6	—
Accrued expenses	445.5	—	445.5	—
Total financial liabilities at March 31, 2018	4,658.1	606.0	5,264.1	4,667.0
At March 31, 2017				
Current and non-current maturities of debt	4,384.5	—	4,384.5	4,474.4
Derivative financial instruments:				
-GBP currency forward contracts	—	0.5	0.5	0.5
-Jet fuel derivative contracts	—	—	—	—
-Interest rate swaps	—	3.8	3.8	3.8
Trade payables	294.1	—	294.1	—
Accrued expenses	348.0	—	348.0	—
Total financial liabilities at March 31, 2017	5,026.6	4.3	5,030.9	4,478.7

The Company has not disclosed the fair value for financial liabilities such as trade payables and accrued expenses because their carrying amounts are a reasonable approximation of their fair values due to the short term nature of the instruments.

Estimation of fair values

Fair value is the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date. The following methods and assumptions were used to estimate the fair value of each material class of the Company's financial instruments:

Financial instruments measured at fair value

Derivatives – interest rate swaps: Discounted cash-flow analyses have been used to determine the fair value, taking into account current market inputs and rates. The Company's credit risk and counterparty's credit risk is taken into account when establishing fair value. (Level 2)

Derivatives – currency forwards and aircraft jet fuel contracts: A comparison of the contracted rate to the market rate for contracts providing a similar risk profile at March 31, 2019 has been used to establish fair value. The Company's credit risk and counterparty's credit risk is taken into account when establishing fair value. (Level 2)

Financial instruments not measured at fair value

Fixed-rate long-term debt: The repayments which Ryanair is committed to make have been discounted at the relevant market rates of interest applicable (including credit spreads) at the relevant reporting year end date to arrive at a fair value representing the amount payable to a third party to assume the obligations.

The table below analyses financial instruments carried at fair value in the balance sheet categorised by the type of valuation method used. The different valuation levels are defined as follows:

- Level 1: Inputs are based on unadjusted quoted prices in active markets for identical instruments.
- Level 2: Inputs are based on quoted prices for identical or similar instruments in markets that are not active, quoted prices for similar instruments in active markets, and model-based valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the asset or liability.
- Level 3: Inputs for the asset or liability are not based on observable market data.

	Level 1	Level 2	Level 3	Total
	€M	€M	€M	€M
At March 31, 2019				
Assets measured at fair value				
Cash-flow hedges – U.S. dollar currency forward contracts	—	527.7	—	527.7
Cash-flow hedges – jet fuel derivative contracts	—	4.5	—	4.5
Cash-flow hedges – cross-currency swaps	—	4.0	—	4.0
	—	536.2	—	536.2
Liabilities measured at fair value				
Cash-flow hedges – U.S. currency forward contracts	—	8.0	—	8.0
Cash-flow hedges – jet fuel derivative contracts	—	189.7	—	189.7
Cash-flow hedges – interest rate swaps	—	—	—	—
	—	197.7	—	197.7
Liabilities not measured at fair value				
Long-term debt	—	3,725.3	—	3,725.3
	—	4,459.2	—	4,459.2

During the year ended March 31, 2019, there were no transfers between Level 1 and Level 2 fair-value measurements, and no transfers into or out of Level 3 fair-value measurement.

	Level 1	Level 2	Level 3	Total
	€M	€M	€M	€M
At March 31, 2018				
Assets measured at fair value				
Cash-flow hedges – U.S. dollar currency forward contracts	—	4.6	—	4.6
Cash-flow hedges – jet fuel derivative contracts	—	209.8	—	209.8
Cash-flow hedges – interest rate swaps	—	0.3	—	0.3
	—	214.7	—	214.7
Liabilities measured at fair value				
Cash-flow hedges – U.S. dollar currency forward contracts	—	599.0	—	599.0
Cash-flow hedges – jet fuel derivative contracts	—	—	—	—
Cash-flow hedges – interest rate swaps	—	7.0	—	7.0
	—	606.0	—	606.0
Liabilities not measured at fair value				
Long-term debt	—	4,061.0	—	4,061.0
	—	4,881.7	—	4,881.7

During the year ended March 31, 2018, there were no transfers between Level 1 and Level 2 fair-value measurements, and no transfers into or out of Level 3 fair-value measurement.

	Level 1	Level 2	Level 3	Total
	€M	€M	€M	€M
At March 31, 2017				
Assets measured at fair value				
Cash-flow hedges – U.S. dollar currency forward contracts	—	239.3	—	239.3
Cash-flow hedges – jet fuel derivative contracts	—	58.2	—	58.2
Cash-flow hedges – interest rate swaps	—	11.8	—	11.8
	—	309.3	—	309.3
Liabilities measured at fair value				
Cash-flow hedges – U.S. dollar currency forward contracts	—	0.5	—	0.5
Cash-flow hedges – jet fuel derivative contracts	—	—	—	—
Cash-flow hedges – interest rate swaps	—	3.8	—	3.8
	—	4.3	—	4.3
Liabilities not measured at fair value				
Long-term debt	—	4,474.4	—	4,474.4
	—	4,788.0	—	4,788.0

During the year ended March 31, 2017, there were no transfers between Level 1 and Level 2 fair-value measurements, and no transfers into or out of Level 3 fair-value measurement.

(b) Commodity risk

The Company's exposure to price risk in this regard is primarily for jet fuel used in the normal course of operations.

At the year-end, the Company had the following jet fuel arrangements in place:

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Jet fuel forward contracts – fair value	(185.2)	209.8	58.2
	(185.2)	209.8	58.2

All of the above commodity contracts are matched against highly probable forecast commodity cash flows.

(c) Maturity and interest rate risk profile of financial assets and financial liabilities

At March 31, 2019, the Company had total borrowings of €3,644.4m (2018: €3,963.0m; 2017: €4,384.5m) from various financial institutions and the debt capital markets. Financing for the acquisition of 144 Boeing 737-800 "next generation" aircraft (2018: 153; 2017: 174) was provided on the basis of guarantees granted by the Export-Import Bank of the United States. The guarantees are secured with a first fixed mortgage on the delivered aircraft. The remaining long-term debt relates to three unsecured Eurobonds, two for €850m and one for €750m, 42 aircraft held under finance leases (2018: 16; 2017: 22) and 3 aircraft financed by way of other commercial debt (2018: 6; 2017: 6).

The maturity profile of the Company's financial liabilities (aircraft provisions, trade payables and accrued expenses) at March 31, 2019 was as follows:

	Weighted average rate (%)	2020 €M	2021 €M	2022 €M	2023 €M	Thereafter €M	Total €M
Fixed rate							
Secured long term debt	2.52 %	75.8	63.3	64.9	62.5	63.8	330.3
Unsecured long term debt	1.30 %	34.0	34.0	876.9	877.5	819.7	2,642.1
Long term debt	1.44 %	109.8	97.3	941.8	940.0	883.5	2,972.4
Finance leases	2.54 %	(2.8)	116.0	—	—	—	113.2
Total fixed rate debt		107.0	213.3	941.8	940.0	883.5	3,085.6
Floating rate							
Secured long term debt	0.75 %	181.1	161.9	105.8	26.0	—	474.8
Finance leases	1.27 %	21.4	62.6	—	—	—	84.0
Total floating rate debt	0.83 %	202.5	224.5	105.8	26.0	—	558.8
Total financial liabilities		309.5	437.8	1,047.6	966.0	883.5	3,644.4

All of the above debt maturing after 2023 will mature between fiscal year 2023 and fiscal year 2026.

The maturity profile of the Company's financial liabilities (aircraft provisions, trade payables and accrued expenses) at March 31, 2018 was as follows:

	Weighted average rate (%)	2019 €M	2020 €M	2021 €M	2022 €M	Thereafter €M	Total €M
Fixed rate							
Secured long term debt	2.56 %	84.8	59.9	46.9	48.1	110.7	350.4
Unsecured long term debt	1.33 %	24.0	24.0	24.0	867.0	1,627.7	2,566.7
Debt swapped from floating to fixed	0.37 %	14.0	14.4	14.9	15.3	15.8	74.4
Long term debt after swaps	1.45 %	122.8	98.3	85.8	930.4	1,754.2	2,991.5
Finance leases	2.97 %	66.6	(2.8)	115.5	—	—	179.3
Total fixed rate debt		189.4	95.5	201.3	930.4	1,754.2	3,170.8
Floating rate							
Secured long term debt		196.4	193.4	174.6	118.8	36.5	719.7
Debt swapped from floating to fixed		(14.0)	(14.4)	(14.9)	(15.3)	(15.8)	(74.4)
Secured long term debt after swaps	0.85 %	182.4	179.0	159.7	103.5	20.7	645.3
Finance leases	1.14 %	62.8	21.5	62.6	—	—	146.9
Total floating rate debt	0.90 %	245.2	200.5	222.3	103.5	20.7	792.2
Total financial liabilities		434.6	296.0	423.6	1,033.9	1,774.9	3,963.0

All of the above debt maturing after 2022 will mature between fiscal year 2022 and fiscal year 2025.

The maturity profile of the Company's financial liabilities (aircraft provisions, trade payables and accrued expenses) at March 31, 2017 was as follows:

	Weighted average rate (%)	2018 €M	2019 €M	2020 €M	2021 €M	Thereafter €M	Total €M
Fixed rate							
Secured long term-debt	1.91 %	96.2	71.7	46.6	33.4	105.9	353.8
Unsecured long term-debt	1.37 %	13.5	13.2	13.2	13.2	2,462.1	2,515.2
Debt swapped from floating to fixed	2.59 %	60.1	61.7	63.3	64.9	143.4	393.4
Long-term debt after swaps	1.57 %	169.8	146.6	123.1	111.5	2,711.4	3,262.4
Finance leases	2.74 %	59.5	66.7	(2.9)	116.0	—	239.3
Total fixed rate debt		229.3	213.3	120.2	227.5	2,711.4	3,501.7
Floating rate							
Secured long-term debt		216.0	214.9	212.3	193.8	222.0	1,059.0
Debt swapped from floating to fixed		(60.1)	(61.7)	(63.3)	(64.9)	(143.4)	(393.4)
Secured long-term debt after swaps	0.49 %	155.9	153.2	149.0	128.9	78.6	665.6
Finance leases	1.01 %	70.7	62.6	21.3	62.6	—	217.2
Total floating rate debt	0.84 %	226.6	215.8	170.3	191.5	78.6	882.8
Total financial liabilities		455.9	429.1	290.5	419.0	2,790.0	4,384.5

All of the above debt maturing after 2021 will mature between fiscal year 2021 and fiscal year 2025.

The following provides an analysis of changes in borrowings during the year:

	At March 31, 2019 €M	2018 €M	2017 €M
Balance at start of year	3,963.0	4,384.5	4,023.0
Loans raised for general corporate purposes– euro	99.9	65.2	793.4
Repayments of amounts borrowed	(422.8)	(458.9)	(447.1)
Foreign exchange loss/(gain) on conversion of U.S. dollar loans	4.3	(27.8)	15.2
Balance at end of year	3,644.4	3,963.0	4,384.5
Less than one year	309.4	434.6	455.9
More than one year	3,335.0	3,528.4	3,928.6
	3,644.4	3,963.0	4,384.5

The maturities of the contractual undiscounted cash flows (including estimated future interest payments on debt) of the Company's financial liabilities are as follows:

At March 31, 2019	Total Carrying Value €M	Total Contractual Cash flows €M	2020 €M	2021 €M	2022 €M	2023 €M	Thereafter €M
Long term debt and finance leases:							
- Fixed rate debt 1.48%	3,085.6	3,242.0	151.6	256.0	980.1	960.6	893.7
- Floating rate debt 0.83%	558.8	562.3	204.8	226.5	105.3	25.7	—
	3,644.4	3,804.3	356.4	482.5	1,085.4	986.3	893.7
Derivative financial instruments							
- Currency forward contracts	8.0	8.0	—	—	0.6	4.6	2.8
- Commodity forward contracts	189.7	189.7	189.7	—	—	—	—
Trade payables	573.8	573.8	573.8	—	—	—	—
Accrued expenses	320.8	320.8	320.8	—	—	—	—
Total at March 31, 2019	4,736.7	4,896.6	1,440.7	482.5	1,086.0	990.9	896.5

At March 31, 2018	Total Carrying Value €M	Total Contractual Cash flows €M	2019 €M	2020 €M	2021 €M	2022 €M	Thereafter €M
Long term debt and finance leases:							
-Fixed rate debt (excluding swapped debt)	3,096.4	3,144.9	178.2	82.3	189.3	929.4	1,765.7
-Swapped to fixed rate debt	74.4	74.7	14.1	14.5	15.0	15.4	15.7
- Fixed rate debt 1.54%	3,170.8	3,219.6	192.3	96.8	204.3	944.8	1,781.4
- Floating rate debt 0.90%	792.2	799.3	247.4	202.3	224.3	104.4	20.9
	3,963.0	4,018.9	439.7	299.1	428.6	1,049.2	1,802.3
Derivative financial instruments							
- Interest rate swaps	7.0	6.5	2.3	1.3	1.0	0.8	1.1
- Currency forward contracts	599.0	599.0	189.5	105.6	83.1	99.7	121.1
- Commodity forward contracts	—	—	—	—	—	—	—
Trade payables	249.6	249.6	249.6	—	—	—	—
Accrued expenses	445.5	445.5	445.5	—	—	—	—
Total at March 31, 2018	5,264.1	5,319.5	1,326.6	406.0	512.7	1,149.7	1,924.5

At March 31, 2017	Total Carrying Value €M	Total Contractual Cash flows €M	2018 €M	2019 €M	2020 €M	2021 €M	Thereafter €M
Long term debt and finance leases:							
-Fixed rate debt (excluding swapped debt)	3,108.3	3,302.3	205.1	182.6	83.1	186.1	2,645.4
-Swapped to fixed rate debt	393.4	416.5	77.1	65.3	65.0	65.3	143.8
- Fixed rate debt 1.65%	3,501.7	3,718.8	282.2	247.9	148.1	251.4	2,789.2
- Floating rate debt 0.84%	882.8	892.3	230.1	218.6	172.2	192.4	79.0
	4,384.5	4,611.1	512.3	466.5	320.3	443.8	2,868.2
Derivative financial instruments							
- Interest rate swaps	3.8	4.9	1.7	2.2	1.0	—	—
- Currency forward contracts	0.5	0.3	0.1	0.2	—	—	—
- Commodity forward contracts	—	—	—	—	—	—	—
Trade payables	294.1	294.1	294.1	—	—	—	—
Accrued expenses	348.0	348.0	348.0	—	—	—	—
Total at March 31, 2017	5,030.9	5,258.4	1,156.2	468.9	321.3	443.8	2,868.2

Interest rate re-pricing

Floating interest rates on financial liabilities are generally referenced to European inter-bank interest rates (EURIBOR). Secured long-term debt and interest rate swaps typically re-price on a quarterly basis with finance leases re-pricing on a semi-annual basis. We use current interest rate settings on existing floating rate debt at each year-end to calculate contractual cash flows.

Fixed interest rates on financial liabilities are fixed for the duration of the underlying structures (typically between 7 and 12 years).

The Company holds significant cash balances that are invested on a short-term basis. At March 31, 2019, all of the Company's cash and liquid resources attracted a weighted average interest rate of 0.01% (2018: -0.01%; 2017: 0.04%).

	March 31, 2019		March 31, 2018		March 31, 2017	
	Within 1 year	Total	Within 1 year	Total	Within 1 year	Total
Financial assets	€M	€M	€M	€M	€M	€M
Cash and cash equivalents	1,675.6	1,675.6	1,515.0	1,515.0	1,224.0	1,224.0
Cash > 3 months	1,484.4	1,484.4	2,130.5	2,130.5	2,904.5	2,904.5
Restricted cash	34.9	34.9	34.6	34.6	11.8	11.8
Total financial assets	3,194.9	3,194.9	3,680.1	3,680.1	4,140.3	4,140.3

Interest rates on cash and liquid resources are generally based on the appropriate EURIBOR, LIBOR or bank rates dependent on the principal amounts on deposit.

(d) Foreign currency risk

The Company has exposure to various foreign currencies (principally U.K. pounds sterling and U.S. dollars) due to the international nature of its operations. The Company manages this risk by matching U.K. pound sterling revenues against U.K. pound sterling costs. Any remaining unmatched U.K. pound sterling revenues are used to fund U.S. dollar currency exposures that arise in relation to fuel, maintenance, aviation insurance and capital expenditure costs or are sold for euro. The Company also sells euro forward to cover certain U.S. dollar costs. Further details of the hedging activity carried out by the Company are disclosed in Note 5 to the consolidated financial statements.

The following table shows the net amount of monetary assets of the Company that are not denominated in euro at March 31, 2019, 2018 and 2017. Such amounts have been translated using the following year-end foreign currency rates in 2019 €/£: 0.8606; €/$: 1.1217 (2018: €/£: 0.8756; €/$:1.2321; 2017: €/£: 0.8555; €/$: 1.0691).

	March 31, 2019			March 31, 2018			March 31, 2017		
	GBP	U.S.$	euro equiv.	GBP	U.S.$	euro equiv.	GBP	U.S.$	euro equiv.
	£M	$M	€M	£M	$M	€M	£M	$M	€M
Monetary assets									
U.K. pounds sterling cash and liquid resources	17.0	—	19.6	12.2	—	13.9	8.0	—	9.4
U.S. Dollar cash and liquid resources	—	485.2	432.5	—	168.0	136.3	—	10.6	10.0
	17.0	485.2	452.1	12.2	168.0	150.2	8.0	10.6	19.4

The following table shows the net amount of monetary liabilities of the Company that are not denominated in euro at March 31, 2019, 2018 and 2017. Such amounts have been translated using the following year-end foreign currency rates in 2019 €/£: 0.8606; €/$: 1.1217 (2018: €/$1.2321; 2017: €/$1.0691).

	March 31, 2019		March 31, 2018		March 31, 2017	
	U.S.$	euro equiv.	U.S.$	euro equiv.	U.S.$	euro equiv.
	$M	€M	$M	€M	$M	€M
Monetary liabilities						
U.S dollar long term debt	202.4	180.5	246.1	199.8	288.8	270.1

The Company has entered into cross currency swap arrangements to manage exposures to fluctuations in foreign exchange rates on these U.S. dollar denominated floating rate borrowings, together with managing the exposures to fluctuations in interest rates on these U.S. dollar denominated floating rate borrowings. The fair value of these cross currency swap instruments at March 31, 2019 was €1.7m (2018: €0.3m; 2017: €11.3m) which has been classified within current assets (2018: current assets; 2017: current assets), specifically derivative assets falling due within one year (see Note 5 to the consolidated financial statements).

(e) Credit risk

The Company holds significant cash balances, which are classified as either cash and cash equivalents or financial assets >3 months. These deposits and other financial instruments (principally certain derivatives and loans as identified above) give rise to credit risk on amounts due from counterparties. Credit risk is managed by limiting the aggregate amount and duration of exposure to any one counterparty through regular review of counterparties' market-based ratings, Tier 1 capital level and credit default swap rates and by taking into account bank counterparties' systemic importance to the financial systems of their home countries. The Company typically enters into deposits and derivative contracts with parties that have high investment grade credit rating from the main rating agencies, including Standard & Poor's ("S&P"), Moody's and Fitch Ratings. The maximum exposure arising in the event of default on the part of the counterparty is the carrying value of the relevant financial instrument. The Company is authorised to place funds on deposit for periods up to 3 years. The Board of Directors monitors the return on capital as well as the level of dividends to ordinary shareholders on an ongoing basis.

The Company's revenues derive principally from airline travel on scheduled services, internet income and in-flight and related sales. Revenue is primarily derived from European routes. No individual customer accounts for a significant portion of total revenue.

At March 31, 2019, €0.8m (2018: €0.8m; 2017: €0.8m) of our total accounts receivable balance were past due, of which €0.2m (2018: €0.2m; 2017: €0.2m) was impaired and provided for (50% loss allowance) and €0.6m (2018: €0.6m; 2017: €0.6m) was considered past due but not impaired for which the expected credit loss was considered immaterial.

(f) Liquidity and capital management

The Company's cash and liquid resources comprise cash and cash equivalents, short-term investments and restricted cash. The Company defines the capital that it manages as the Company's long-term debt and equity. The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to maintain sufficient financial resources to mitigate against risks and unforeseen events.

The Company finances its working capital requirements through a combination of cash generated from operations, bank loans and debt capital market issuances for general corporate purposes including the acquisition of aircraft. The Company had cash and liquid resources at March 31, 2019 of €3,194.9m (2018: €3,680.1m; 2017: €4,140.3m). During the year, the Company funded €1,546.7m in purchases of property, plant and equipment (2018: €1,470.6m; 2017: €1,449.8m). Cash generated from operations has been the principal source for these cash requirements, supplemented primarily by general corporate purposes debt capital markets issuances. During the year, the Company funded €560.5m (€531.6m net of tax refund) in share buy-backs (2018: €829.1m; 2017: €1,017.9m). Cash generated from operations has been the principal source for these cash requirements.

The Board of Directors periodically reviews the capital structure of the Company, considering the cost of capital and the risks associated with each class of capital. The Board approves any material adjustments to the capital structure in terms of the relative proportions of debt and equity.

Ryanair has generally been able to generate sufficient funds from operations to meet its non-aircraft acquisition-related working capital requirements. Management believes that the working capital available to the Company is sufficient for its present requirements and will be sufficient to meet its anticipated requirements for capital expenditures and other cash requirements for fiscal year 2020.

(g) Guarantees

The Company has provided €3,796.7 million (2018: €4,118.2 million; 2017: €5,055.2 million) in letters of guarantee to secure obligations of subsidiary undertakings in respect of loans, bank advances and long dated foreign currency transactions.

In order to avail itself of the exemption contained in Section 357 of the Companies Act, 2014, the holding company, Ryanair Holdings plc, has guaranteed the liabilities of its subsidiary undertakings registered in Ireland. As a result, the subsidiary undertakings have been exempted from the requirement to annex their statutory financial statements to their annual returns.

(h) Sensitivity analysis

(i) Interest rate risk: Based on the levels of and composition of year-end interest bearing assets and liabilities, including derivatives, at March 31, 2019, a plus or minus one-percentage-point movement in interest rates would result in a respective increase or decrease of €5.1m (net of tax) in net interest income and expense in the income statement (2018: €8.5m; 2017: €25.8m) and a nil increase or decrease in equity (2018: €0.5m; 2017: nil). All of the Group's interest rate swaps (to the extent that it has any) are used to swap variable rate debt to fixed rate debt; consequently, any changes in interest rates would have an equal and opposite income statement effect for both the interest rate swaps and the debt.

(ii) Foreign currency risk: A plus or minus change of 10% in relevant foreign currency exchange rates, based on outstanding foreign currency-denominated financial assets and financial liabilities at March 31, 2019 would have no impact on the income statement (net of tax) (2018: nil; 2017: nil). The same movement of 10% in foreign currency exchange rates would have a positive €893.7m impact (net of tax) on equity if the rate fell by 10% and a negative €731.0m impact (net of tax) if the rate increased by 10% (2018: €866.1m positive or €708.6m negative; 2017: €336.1m positive or €410.7m negative).

(i) Notional principal amounts

(i) Forward foreign exchange contracts:

	Within 1 Year	Greater than 1 Year	Total
	€M	€M	€M
Notional amounts			
Forward foreign exchange contracts	4,007.0	4,665.0	8,672.0

The notional principle amount of outstanding forward foreign exchange contracts at March 31, 2019 amounted to €8,672m. These foreign currency exchange contracts are treated as cash flow hedges to hedge jet fuel, capital expenditure and maintenance contracts in US dollars.

(ii) Cross currency swaps: The Group has cross currency swaps to swap fixed rate US dollar denominated debt of US$98.04m into fixed rate euro debt of €77.84m. As at March 31, 2019 the hedged euro fixed interest rate varies between 1.54% to 1.79% depending on the various tranches.

(iii) Jet fuel forward contracts: The Group has entered into jet fuel swap forward contracts with a number of counterparties to hedge jet fuel purchases over a period of up to 18 months. The notional amount of these contracts are €2,482m ($2,784m) at an average hedged rate per tonne of $705.4.

12. Deferred and current taxation

The components of the deferred and current taxation in the balance sheet are as follows:

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Current tax liabilities			
Corporation tax provision	31.6	36.0	2.9
Total current tax liabilities	31.6	36.0	2.9
Deferred tax assets			
Recognition of tax losses	(43.2)	—	—
Total deferred tax assets	(43.2)	—	—
Deferred tax liabilities			
Origination and reversal of temporary differences on property, plant and equipment, derivatives and pensions	460.6	395.2	473.1
Total deferred tax liabilities	460.6	395.2	473.1
Total deferred tax liabilities (net)	417.4	395.2	473.1
Total tax liabilities (net)	449.0	431.2	476.0

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Reconciliation of current tax			
At beginning of year	36.0	2.9	20.9
Corporation tax charge in year	96.5	152.0	143.6
Tax paid	(100.9)	(118.9)	(161.6)
At end of year	31.6	36.0	2.9

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Reconciliation of deferred tax			
At beginning of year	395.2	473.1	385.5
New temporary differences on property, plant and equipment, derivatives, pensions and other items	22.2	(77.9)	87.6
At end of year	417.4	395.2	473.1

The charge in the year to March 31, 2019 consisted of temporary differences of a charge of €69m for property, plant and equipment, deferred tax losses (including IFRS 15 adjustment of €35.6m) and a credit of €91.2m for derivatives. The charge in the year to March 31, 2018 consisted of temporary differences of a charge of €9.1m for property, plant and equipment recognised in the income statement and a credit of €87.0m for derivatives recognised in other comprehensive income. The charge in the year to March 31, 2017 consisted of temporary differences of a charge of €10.5m for property, plant and equipment and a charge of €0.3m for other temporary differences, both recognised in the income statement, and a charge of €76.6m for derivatives recognised in other comprehensive income.

The components of the tax expense in the income statement were as follows:

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
Corporation tax charge in year	96.5	152.0	143.6
Deferred tax charge relating to origination and reversal of temporary differences	(33.4)	9.1	10.8
	63.1	161.1	154.4

The following table reconciles the statutory rate of Irish corporation tax to the Company's effective corporation tax rate:

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	%	%	%
Statutory rate of Irish corporation tax	12.5	12.5	12.5
Adjustments for earnings and losses taxed at other rates	(5.8)*	(2.9)	(2.2)
Other differences	-	0.4	0.2
Total effective rate of taxation	6.7	10.0	10.5

** Includes the recognition of a deferred tax asset in respect of net operating losses incurred in Laudamotion (taxable at 25%).*

Deferred tax applicable to items charged or credited to other comprehensive income were as follows:

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Defined benefit pension obligations	—	—	—
Derivative financial instruments	(91.2)	(87.0)	76.6
Total tax charge in other comprehensive income	(91.2)	(87.0)	76.6

The majority of current and deferred tax recorded in each of fiscal years 2019, 2018 and 2017 relates to domestic tax charges and there is no expiry date associated with these temporary differences. In fiscal year 2019, the Irish corporation tax rate remained at 12.5%.

The principal components of deferred tax at each year-end were:

	At March 31, 2019	2018	2017
	€M	€M	€M
Arising on capital allowances and other temporary differences	375.7	444.7	435.6
Arising on derivatives	42.3	(48.9)	38.1
Arising on pension	(0.6)	(0.6)	(0.6)
Total	417.4	395.2	473.1

The Company recognised all required deferred tax assets and liabilities at March 31, 2019, 2018 and 2017. No deferred tax has been provided for un-remitted earnings of overseas subsidiaries. No temporary differences arise on the carrying value of the tax base of subsidiary companies as the Company's trading subsidiaries are resident in countries with which Ireland has concluded double taxation agreements.

13. Provisions

	At March 31, 2019	2018	2017
	€M	€M	€M
Provision for aircraft maintenance on operating leased aircraft (a)	130.7	133.2	133.3
Provision for pension obligation (b)	4.9	4.9	4.9
	135.6	138.1	138.2

	At March 31, 2019	2018	2017
	€M	€M	€M
(a) Provision for aircraft maintenance on operating leased aircraft			
At beginning of year	133.2	133.3	144.4
Increase in provision during the year	19.8	13.8	25.6
Utilisation of provision upon the hand-back of aircraft	(22.3)	(13.9)	(36.7)
At end of year	130.7	133.2	133.3

During fiscal year 2019, the Company returned 5 aircraft held under operating lease to the lessors.

The expected timing of the outflows of economic benefits associated with the provision at March 31, 2019, 2018 and 2017 are as follows:

	Carrying Value	2020	2021	2022	2023	Thereafter
	€M	€M	€M	€M	€M	€M
At March 31, 2019						
Provision for leased aircraft maintenance	130.7	100.5	18.8	7.6	3.8	—

	Carrying Value	2019	2020	2021	2022	Thereafter
	€M	€M	€M	€M	€M	€M
At March 31, 2018						
Provision for leased aircraft maintenance	133.2	52.8	57.6	16.2	6.6	—

	Carrying Value	2018	2019	2020	2021	Thereafter
	€M	€M	€M	€M	€M	€M
At March 31, 2017						
Provision for leased aircraft maintenance	133.3	65.5	36.4	25.3	6.1	—

	At March 31,		
	2019	2018	2017
	€M	€M	€M
(b) Provision for pension obligation			
At beginning of year	4.9	4.9	4.9
Movement during the year	—	—	—
At end of year	4.9	4.9	4.9

See Note 21 to the consolidated financial statements for further details.

14. Other creditors

In prior years this consisted of deferred gains arising from the sale and leaseback of aircraft. During fiscal year 2019, 5 sale-and-leaseback aircraft were returned and Ryanair did not enter into sale-and-leaseback arrangements for any new Boeing 737-800 "next generation" aircraft (2018: 2; 2017: nil). Total sale-and-leaseback aircraft at March 31, 2019 was 26.

15. Issued share capital, share premium account and share options

(a) Share capital

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Authorised/Share Capital reorganisation			
1,550,000,000 ordinary equity shares of 0.600 euro cent each	9.3	9.3	9.3
1,368,000,000 'B' Shares of 0.050 euro cent each	0.7	0.7	0.7
1,368,000,000 Deferred shares of 0.050 euro cent each	0.7	0.7	0.7
	10.7	10.7	10.7
Allotted, called-up and fully paid:			
1,133,395,322 ordinary equity shares of 0.600 euro cent each	6.8	—	—
1,171,142,985 ordinary equity shares of 0.600 euro cent each	—	7.0	—
1,217,870,999 ordinary equity shares of 0.600 euro cent each	—	—	7.3

During fiscal year 2016, the Group returned €398m to shareholders via a B share scheme, and completed a capital reorganisation which involved the consolidation of its ordinary share capital on a 39 for 40 basis. The Group's shareholders approved the creation of two new authorised share classes being the 'B' Shares and Deferred Shares classes to effect this B share scheme and 1,353,149,541 'B' Shares and 663,060,175 Deferred Shares were subsequently issued. Arising out of the ordinary share consolidation the number of ordinary equity shares in issue was reduced by 33,828,739 ordinary equity shares from 1,353,149,541 immediately prior to the implementation of the B Share scheme to 1,319,320,802 ordinary equity shares in issue upon completion of the B Share scheme and the nominal value of an ordinary equity share was reduced from 0.635 euro cent each to 0.6 euro cent each. All 'B' Shares and Deferred Shares issued in connection with the B Share scheme were either redeemed or cancelled during the year ended March 31, 2017 such that there were no 'B' Shares or Deferred Shares remaining in issue as at March 31, 2017.

Other movement in the share capital balance year-on-year principally relates to the cancellation of 37.8m shares relating to share buy-backs (2018: 46.7m; 2017: 72.8m). There were no new shares issued in fiscal year 2019 (2018: nil; 2017: nil).

Ordinary equity shares do not confer on the holders thereof the specific right to be paid a dividend out of profits.

(b) Share premium account

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Balance at beginning of year	719.4	719.4	719.4
Balance at end of year	719.4	719.4	719.4

(c) Share options and share purchase arrangements

The Company has adopted a number of share option plans, which allow current or future employees or Directors to purchase shares in the Company up to an aggregate of approximately 5% (when aggregated with other ordinary shares over which options are granted and which have not yet been exercised) of the outstanding ordinary shares of Ryanair Holdings plc, subject to certain conditions. All grants are subject to approval by the Remuneration Committee. These are exercisable at a price equal to the market price of the ordinary shares at the time options are granted. The key terms of these option plans include the requirement that certain employees remain in employment with the Company for a specified period of time and that the Company achieves certain net profit targets and/or share price targets.

Details of the share options outstanding are set out below:

	Share Options M	Weighted Average Exercise Price
Outstanding at March 31, 2016	17.3	€ 6.97
Granted	3.0	€ 12.0
Forfeited	(0.2)	€ 9.42
Outstanding at March 31, 2017	20.1	€ 7.70
Outstanding at March 31, 2018	20.1	€ 7.70
Granted	20.0	11.12
Forfeited	(0.3)	12.00
Outstanding at March 31, 2019	39.8	€ 9.38

The mid-market price of Ryanair Holdings plc's ordinary shares on Euronext Dublin at March 31, 2019 was €11.67 (2018: €16.00; 2017: €14.53). The highest and lowest prices at which the Company's shares traded on Euronext Dublin in fiscal year 2019 were €16.72 and €10.04 respectively (fiscal year 2018 were €19.39 and €14.55 respectively; fiscal year 2017 were €14.96 and €10.46 respectively). There were no options exercisable at March 31, 2019 (2018: nil; 2017: nil). The average share price for fiscal year 2019 was €13.28 (2018: €16.95; 2017: €13.28).

There were no options exercised during fiscal years 2019, 2018 and 2017.

At March 31, 2019 the range of exercise prices and weighted average remaining contractual life of outstanding options are shown in the table below.

	Options outstanding		
Range of exercise price (€)	Number outstanding M	Weighted-average remaining contractual life (years)	Weighted-average exercise price (€)
6.25-10.99	17.3	2.95	6.96
11.00-17.55	22.5	6.58	11.24

The Company has accounted for its share option grants to employees at fair value, in accordance with IFRS 2, using a binomial lattice model to value the option grants. This has resulted in a charge of €7.7m to the income statement (2018: €6.4m; 2017: €5.7m charge) being recognised within the income statement in accordance with employee services rendered.

	Year ended March 31, 2019
Fair value at grant date	1.68
Share price at grant date	11.12
Exercise price	11.12
Dividend yield	3%
Volatility	25%
Risk free interest rate	—
Expected term (years)	7 years

A blend of the historical and implied volatilities of the Company's own ordinary shares is used to determine expected volatility for share option granted. The weighted-average volatility is determined by calculating the weighted-average of volatilities for all share options granted in a given year. The expected term of share option grants represents the weighted-average period the awards are expected to remain outstanding. For share options granted in 2017, we estimated the weighted-average expected term based on historical exercise data. The service period is five years.

The risk-free interest rate assumption was based on Eurozone zero-coupon bond instruments whose term was consistent with the expected term of the share option granted. The expected dividend yield assumption was based on our history and expectation of dividend payouts.

16. Other equity reserves

The total share based payments reserve at March 31, 2019 was €29.0m (2018: €21.3m; 2017: €14.9m). The treasury reserve amounted to €nil at March 31, 2019 (2018: €nil; 2017: €nil). The total cash-flow hedge reserve amounted to positive €274.6m at March 31, 2019 (2018: negative €359.7m; 2017: positive €221.9m). Further details of the group's derivatives are set out in Notes 5 and 11 to the consolidated financial statements.

17. Analysis of operating revenues and segmental analysis

The Company is managed as a single business unit that provides low fares airline-related services, including scheduled services, internet and other related services to third parties across a European route network. The Company primarily operates a single fleet of aircraft (455 Boeing 737 aircraft and 16 Airbus A320 aircraft at March 31, 2019), that is deployed through a single route scheduling system.

The Company determines and presents operating segments based on the information that internally is provided to Michael O'Leary, Group CEO, who is the Company's Chief Operating Decision Maker (CODM). There have been no changes to the basis of segmentation or the measurement basis for the segment profit or loss since the prior year. The new group structure announced in February 2019 comes into effect after March 31, 2019, accordingly the Group remained managed as a single business unit and is reported as a single reportable segment.

When making resource allocation decisions, the CODM evaluates route revenue and yield data, however resource allocation decisions are made based on the entire route network and the deployment of the entire aircraft fleet, which are largely uniform in type. The objective in making resource allocation decisions is to maximise the consolidated financial results, rather than results on individual routes within the network.

The CODM assesses the performance of the business based on the consolidated adjusted profit/(loss) after tax of the Company for the year. This measure excludes the effects of certain income and expense items, which are unusual, by virtue of their size and incidence, in the context of the Company's ongoing core operations, such as the impairment of a financial asset investment, accelerated depreciation related to aircraft disposals and one off release of ticket sale revenue. The losses associated with the acquisition of Laudamotion in August 2018, were non-recurring due to the start-up nature of the airline during the year ended March 31, 2019.

All segment revenue is derived wholly from external customers and, as the Company has a single reportable segment, inter-segment revenue is zero.

The Company's major revenue-generating asset class comprises its aircraft fleet, which is flexibly employed across the Company's integrated route network and is directly attributable to its reportable segment operations. In addition, as the Company is managed as a single business unit, all other assets and liabilities have been allocated to the Company's single reportable segment.

Reportable segment information is presented as follows:

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
External revenues (i)	7,697.4	7,151.0	6,647.8
Reportable segment profit after income tax (ii)	885.0	1,450.2	1,315.9
Other segment information:			
Depreciation	(640.5)	(561.0)	(497.5)
Finance expense	(59.1)	(60.1)	(67.2)
Finance income	3.7	2.0	4.2
Capital expenditure – cash	(1,546.7)	(1,470.6)	(1,449.8)

	At March 31, 2019	At March 31, 2018	At March 31, 2017
	€M	€M	€M
Reportable segment assets	13,250.7	12,361.8	11,989.7
Reportable segment liabilities	8,035.8	7,892.9	7,566.7

(i) External revenues includes €134.5m of Laudamotion revenues for the year ended March 31, 2019 only.

(ii) Reportable segment profit after income tax includes €139.5m of Laudamotion losses for the year ended March 31, 2019.

Entity-wide disclosures:

In accordance with IFRS 8 paragraph 13, revenue by country of origin has been provided where revenue for that country is in excess of 10% of total revenue. Ireland is presented as it represents the country of domicile. "Other European countries" includes all other countries in which the Group has operations.

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
United Kingdom	1,715.3	1,644.7	1,690.3
Italy	1,440.8	1,358.7	1,270.0
Spain	1,005.6	929.6	820.6
Germany	773.2	643.6	543.4
Ireland	529.8	500.6	739.0
Other European countries	2,232.7	2,073.8	1,584.5
	7,697.4	7,151.0	6,647.8

Ancillary Revenues

Ancillary revenues comprise revenues from non-flight scheduled operations, in-flight sales and Internet-related services.

Non-flight scheduled revenue arises from the sale of priority boarding, allocated seats, room reservations, car hire, travel insurance and other sources, including excess baggage charges and administration fees, all directly attributable to the low-fares business.

All of the Company's operating profit arises from low-fares airline-related activities, its only business segment. The major revenue earning assets of the Company are its aircraft. As the majority of the Groups' aircraft were registered in Ireland at March 31, 2019 profits accrue principally in Ireland. Since the Company's aircraft fleet is flexibly employed across its route network in Europe, there is no suitable basis of allocating such assets and related liabilities to geographical segments.

18. Staff numbers and costs

The average weekly number of staff, including the Executive Director, during the year, analysed by category, was as follows:

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
Flight and cabin crew	13,911	12,334	11,150
Sales, operations, management and administration	2,027	1,469	1,288
	15,938	13,803	12,438

At March 31, 2019 the Company had a team of 16,840 aviation professionals (2018: 14,583). Fiscal year 2019 includes Laudamotion and Ryanair Sun (Buzz).

The aggregate payroll costs of these persons were as follows:

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
Staff and related costs	929.2	701.5	599.5
Social welfare costs	38.5	24.8	23.0
Other pension costs (a)	8.6	5.8	4.8
Share based payments (b)	7.7	6.4	5.7
	984.0	738.5	633.0

(a) Costs in respect of defined-contribution benefit plans and other pension arrangements were €8.6m in 2019 including Laudamotion (2018: €5.8m; 2017: €4.8m).

(b) In the year ended March 31, 2019 the charge in the income statement of €7.7m for share based compensation comprises a charge for the fair value of various share options granted, which are being recognised in the income statement in accordance with services rendered.

19. Statistical and other information

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
Directors' emoluments:			
-Fees	0.7	0.7	0.6
-Share based compensation	1.9	1.5	1.5
-Other emoluments	1.8	1.1	2.0
Total Directors' emoluments	4.4	3.3	4.1
Auditor's remuneration (including reimbursement of outlay):			
- Audit services (i)	0.5	0.4	0.4
- Audit related services (ii)	-	0.1	-
- Tax advisory services (iii)	0.2	0.2	0.5
Total fees	0.7	0.7	0.9
Included within the above total fees, the following fees were payable to other KPMG firms outside of Ireland:			
Audit services (i)	0.1	-	-
Audit related services (ii)	-	0.1	-
Tax advisory services (iii)	0.1	0.2	0.2
Total fees	0.2	0.3	0.2
Depreciation of owned property, plant and equipment	633.4	548.7	478.7
Depreciation of property, plant and equipment held under finance leases	7.1	12.3	18.8
Operating lease charges, principally for aircraft	83.9	82.3	86.1

(i) Audit services comprise audit work performed on the consolidated financial statements, including statutory financial statements of subsidiary entities. In 2019 €1,000 (2018: €1,000; 2017: €1,000) of audit fees relate to the audit of the Parent Company.

(ii) Audit related services comprise financial due diligence services.

(iii) Tax services include all services, except those services specifically related to the audit of financial statements, performed by the independent auditor's tax personnel, supporting tax-related regulatory requirements, and tax compliance and reporting.

(a) Fees and emoluments - Executive Director

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
Basic salary	1.06	1.06	1.06
Bonus (performance and target-related)	0.77	—	0.95
Share based compensation	1.55	1.25	1.25
	3.38	2.31	3.26

During the years ended March 31, 2019, 2018, and 2017 Michael O'Leary was the only Executive Director. He waived his entitlement to an annual bonus in financial year 2018 following the pilot rostering failure of September 2017.

(b) Fees and emoluments – Non-Executive Directors

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
Fees			
David Bonderman	0.10	0.10	0.10
Roisin Brennan (i)	0.04	—	—
Michael Cawley	0.05	0.05	0.05
Emer Daly (ii)	0.05	0.02	—
John Leahy (iii)	—	—	0.02
Stan McCarthy (iv)	0.05	0.04	—
Charles McCreevy (v)	0.03	0.05	0.05
Declan McKeon (vi)	0.03	0.05	0.05
Kyran McLaughlin	0.05	0.05	0.05
Howard Millar	0.05	0.05	0.05
Dick Milliken	0.05	0.05	0.05
Mike O'Brien (vii)	0.08	0.08	0.06
Julie O'Neill	0.05	0.05	0.05
James Osborne (viii)	—	0.02	0.05
Louise Phelan	0.05	0.05	0.05
	0.68	0.66	0.63
Emoluments			
Share based compensation	0.29	0.27	0.27
Total	0.97	0.93	0.90

(i) Roisin Brennan was appointed to the Board of Directors effective in May 2018.
(ii) Emer Daly was appointed to the Board of Directors effective in December 2017.
(iii) John Leahy served on the Board of Directors between August 2015 and September 2016.
(iv) Stan McCarthy was appointed to the Board of Directors effective in May 2017.
(v) Charles McCreevy retired from the Board of Directors effective in September 2018.
(vi) Declan McKeon retired from the Board of Directors effective in September 2018.
(vii) Mike O'Brien was appointed to the Board effective in May 2016.
(viii) James Osborne passed away in August 2017.

(c) Pension benefits

From October 1, 2008, Michael O'Leary was no longer an active member of a Company defined-benefit plan. The total accumulated accrued benefit for Mr. O'Leary at March 31, 2019 was €0.1m (2018: €0.1m; 2017: €0.1m). Pension benefits have been computed in accordance with Section 6.1 of the Listing Rules of Euronext Dublin. Increases in transfer values of the accrued benefits have been calculated as at the year-end in accordance with version 1.1 of Actuarial Standard of Practice PEN-11. No Non-Executive Directors are members of the Company defined-benefit plan.

Mr. O'Leary is a member of a defined-contribution plan. During the years ended March 31, 2019, 2018 and 2017 the Company did not make contributions to the defined-contribution plan for Mr. O'Leary. No Non-Executive Directors are members of the Company defined-contribution plan.

(d) Shares and share options

(i) Shares

Ryanair Holdings plc is listed on the Euronext Dublin, London and NASDAQ stock exchanges.

The beneficial interests as at March 31, 2019, 2018 and 2017 of the Directors in office at March 31, 2019 and of their spouses and dependent children in the share capital of the Company are as follows:

	No. of Shares at March 31,		
	2019	2018	2017
David Bonderman	7,535,454	7,535,454	7,535,454
Michael Cawley	756,198	756,198	756,198
Emer Daly	3,260	3,260	—
Stan McCarthy	10,000	10,000	—
Kyran McLaughlin	225,000	225,000	225,000
Howard Millar	390,000	390,000	390,000
Dick Milliken	9,750	9,750	9,750
Michael O'Leary	44,096,725	46,096,725	50,096,725
Julie O'Neill	1,000	—	—
Louise Phelan	30,000	6,825	6,825

(ii) Share options

The share options held by each Director in office at the end of fiscal year 2019 were as follows:

	No. of Options at March 31,		
	2019	2018	2017
David Bonderman (a) (d)	80,000	30,000	30,000
Roisin Brennan (d)	50,000	—	—
Michael Cawley (a) (d)	80,000	30,000	30,000
Emer Daly (d)	50,000	—	—
Stan McCarthy (d)	50,000	—	—
Kyran McLaughlin (a) (d)	80,000	30,000	30,000
Howard Millar (c) (d)	80,000	30,000	30,000
Dick Milliken (a) (d)	80,000	30,000	30,000
Mike O'Brien (d)	50,000	—	—
Michael O'Leary (b) (e)	15,000,000	5,000,000	5,000,000
Julie O'Neill (a) (d)	80,000	30,000	30,000
Louise Phelan (a) (d)	80,000	30,000	30,000

(a) 30,000 options were granted to these Directors at an exercise price of €6.25 (the market value at the date of grant) during fiscal year 2015 and are exercisable between May 21, 2019 and July 1, 2022 subject to the Director still being a Non-Executive Director of the Company through April 30, 2019.

(b) 5,000,000 options were granted to Mr.O'Leary during fiscal year 2015 at an exercise price of €8.345 (the market value at the date of grant) and are exercisable between September 2019 and November 2021 subject to him still being an employee of the Company through July 31, 2019.

(c) 30,000 options were granted to this Director at an exercise price of €11.38 (the market price at the date of grant) during fiscal year 2016 and are exercisable between May 21, 2019 and July 1, 2022.

(d) 50,000 options were granted to these Directors at an exercise price of €11.12 (the market value at the date of grant) during fiscal year 2019. These options are exercisable between September 2024 and February 2026 subject to the Director still being a Non-Executive Director of the Company through July 31, 2024.

(e) 10,000,000 options were granted to Mr. O'Leary at an exercise price of €11.12 (the market value at the date of grant) during fiscal year 2019. These options are exercisable between September 2024 and February 2026 subject to him still being an employee of the Company through July 31, 2024.

In fiscal year 2019 the Company incurred total share-based compensation expense of €1.9m (2018: €1.5m; 2017: €1.5m) in relation to Directors.

20. Finance expense

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
Interest payable	59.1	60.1	67.2
Interest arising on pension liabilities	—	—	—
	59.1	60.1	67.2

21. Pensions

Defined-contribution schemes

At March 31, 2019 the Company operates defined-contribution retirement plans in Ireland and the U.K. The costs of these plans are charged to the consolidated income statement in the period in which they are incurred. The pension cost of these defined-contribution plans was €8.6m in 2019 (2018: €5.8m; 2017: €4.8m)

Defined-benefit schemes

During fiscal year 2016 the Company closed the defined benefit plan for U.K. employees to future accruals. The net pension liability recognized in the consolidated balance sheet for the scheme at March 31, 2019 was €4.1m (2018: €4.1m; 2017: €4.1m). Costs associated with the scheme during fiscal year 2019 was €nil (2018: €nil; 2017: €nil).

The amounts recognised in the consolidated balance sheet in respect of defined benefit plans are as follows:

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Present value of benefit obligations	(15.0)	(15.0)	(15.0)
Fair value of plan assets	10.3	10.3	10.3
Present value of net obligations	(4.7)	(4.7)	(4.7)
Related deferred tax asset	0.6	0.6	0.6
Net pension liability	(4.1)	(4.1)	(4.1)

22. Earnings per share

	At March 31,		
	2019	2018	2017
Basic earnings per ordinary share (€)	0.7739	1.2151	1.0530
Diluted earnings per ordinary share (€)	0.7665	1.2045	1.0464
Number of ordinary shares (in Ms) used for EPS (weighted average)			
Basic	1,143.6	1,193.5	1,249.7
Diluted (a)	1,154.6	1,204.0	1,257.5

(a) Details of share options in issue have been described more fully in Note 15 to the consolidated financial statements. See below for explanation of diluted number of ordinary shares.

Diluted earnings per share takes account solely of the potential future exercise of share options granted under the Company's share option schemes. For fiscal year 2019, the weighted average number of shares in issue of 1,154.6m includes weighted average share options assumed to be converted, and equal to a total of 11.0m shares. For fiscal year 2018, the weighted average number of shares in issue of 1,204.0m includes weighted average share options assumed to be converted, and equal to a total of 10.5m shares. For fiscal year 2017, the weighted average number of shares in issue of 1,257.5m includes weighted average share options assumed to be converted, and equal to a total of 7.8m shares.

The average market value of the Company's shares for the purpose of calculating the dilutive effect of the share options was based on quoted market prices for the year during which the options were outstanding.

23. Commitments and contingencies

Commitments

In September 2014, the Group agreed to purchase up to 200 (100 firm orders and 100 subject to option) Boeing 737-MAX-200 aircraft from The Boeing Corporation during the period fiscal year 2020 to fiscal year 2024 (the "2014 Boeing Contract"). This agreement was approved at an EGM of Ryanair Holdings plc on November 28, 2014. In June 2017, the Group agreed to purchase an additional 10 Boeing 737-MAX-200 aircraft. This brings the total number of 737-MAX-200 aircraft on order to 210, with a list value of approximately $21bn (assuming all options are exercised). In April 2018, the Company announced that it has converted 25 Boeing 737-MAX-200 options into firm orders. This brings the Company's firm order to 135 Boeing 737-MAX-200s with a further 75 options remaining.

The table below details the firm aircraft delivery schedule at March 31, 2019 and March 31, 2018 for the Group pursuant to the 2014 Boeing contracts.

	Aircraft Delivered at March 31, 2018	Firm Aircraft Deliveries Fiscal Year 2019	Aircraft Delivered at March 31, 2019	Firm Aircraft Deliveries Fiscal Year 2020	Firm Aircraft Deliveries Post Fiscal Year 2020	Firm Aircraft Total	Basic price per aircraft (U.S.$ million)
2014 Contract	—	—	—	20	115	135	102.50

The "Basic Price" (equivalent to a standard list price for an aircraft of this type) for each aircraft governed by the 2013 Boeing contract will be increased by (a) an estimated U.S.$2.9m per aircraft for certain "buyer furnished" equipment the Group has asked Boeing to purchase and install on each of the aircraft, and (b) an "Escalation Factor" designed to increase the Basic Price, as defined in the purchase agreement, of any individual aircraft by applying a formula which reflects increases in the published U.S. Employment Cost and Producer Price indices between the time the Basic Price was set and the period of 18 to 24 months prior to the delivery of such aircraft.

The "Basic Price" (equivalent to a standard list price for an aircraft of this type) for each aircraft governed by the 2014 Boeing contract will be increased by (a) an estimated U.S.$1.6m per aircraft for certain "buyer furnished" equipment the Group has asked Boeing to purchase and install on each of the aircraft, and (b) an "Escalation Factor" designed to increase the Basic Price, as defined in the purchase agreement, of any individual aircraft by applying a formula which reflects increases in the published U.S. Employment Cost and Producer Price indices between the time the Basic Price was set and the period of 18 to 24 months prior to the delivery of such aircraft.

Boeing has granted Ryanair certain price concessions as part of the Boeing 2013 Contract and the 2014 Contract. These take the form of credit memoranda to the Group for the amount of such concessions, which the Group may apply toward the purchase of goods and services from Boeing or toward certain payments, other than advance payments, in respect of the purchase of the aircraft under the various Boeing contracts.

Boeing and CFMI (the manufacturer of the engines to be fitted on the purchased aircraft) have also agreed to give the Group certain allowances in addition to providing other goods and services to the Group on concessionary terms. These credit memoranda and allowances will effectively reduce the price of each aircraft to the Group. As a result, the effective price of each aircraft (the purchase price of the new aircraft net of discounts received from Boeing) will be significantly below the Basic Price mentioned above. At March 31, 2019 and March 31, 2018, the total potential commitment to acquire all 135 (2018: 164; 2017: 179) "firm" aircraft, not taking such increases and decreases into account, will be approximately U.S. $13.8bn (2018: $16.1bn; 2017: U.S. $16.5bn).

Operating leases

The Company financed 76 of the Boeing 737-800 aircraft delivered between December 2003 and March 2014 under 7-year, sale-and-leaseback arrangements with a number of international leasing companies, pursuant to which each lessor purchased an aircraft and leased it to Ryanair under an operating lease. Between October 2010 and March 2019, 50 operating lease aircraft were returned to the lessor at the agreed maturity date of the lease. At March 31, 2019 Ryanair had 26 Boeing 737 operating lease aircraft in the fleet and 16 A320s. As a result, Ryanair operates, but does not own, these aircraft. Ryanair has no right or obligation to acquire these aircraft at the end of the relevant lease terms. All 36 remaining operating leases are U.S. dollar-denominated which require Ryanair to make fixed rental payments. The Company had an option to extend the initial period of seven years on 10 of the remaining operating lease aircraft as at March 31, 2019, on pre-determined terms. As at March 31, 2019 the Company has exercised 10 of these options to extend. The following table sets out the total future minimum payments of leasing 36 aircraft (2018: 31 aircraft; 2017: 33 aircraft), at March 31, 2019, 2018 and 2017, respectively:

	At March 31,		
	2019	2018	2017
	Minimum payments	Minimum payments	Minimum payments
	€M	€M	€M
Due within one year	103.5	76.8	88.9
Due between one and five years	176.7	73.5	142.9
Due after five years	9.9	—	—
Total	290.1	150.3	231.8

Finance leases

The Company financed 30 Boeing 737-800 aircraft delivered between March 2005 and March 2014 with 13-year euro-denominated Japanese Operating Leases with Call Options ("JOLCOs"). These structures are accounted for as finance leases and are initially recorded at fair value in the Company's balance sheet. Under each of these contracts, Ryanair has a call option to purchase the aircraft at a pre-determined price after a period of 10.5 years, which it may exercise. Ryanair exercised this option for 12 of these aircraft in fiscal year 2019 (2018: 6; 2017: 4). 3 aircraft have been financed through euro-denominated 12 year amortising commercial debt transactions.

The following table sets out the total future minimum payments of leasing the remaining 12 aircraft (2018: 16 aircraft; 2017: 22 aircraft) under JOLCOs at March 31, 2019, 2018 and 2017, respectively:

	At March 31,					
	2019		2018		2017	
	Minimum payments	Present value of Minimum payments	Minimum payments	Present value of Minimum payments	Minimum payments	Present value of Minimum payments
	€M	€M	€M	€M	€M	€M
Due within one year	21.4	20.9	129.4	124.5	131.5	126.5
Due between one and five years	178.7	165.5	199.7	178.6	327.9	290.5
Due after five years	—	—	—	—	—	—
Total minimum lease payments	200.1	186.4	329.1	303.1	459.4	417.0
Less amounts allocated to future financing costs	(0.7)	(0.6)	(2.9)	(2.7)	(2.9)	(2.7)
Present value of minimum lease payments	199.4	185.8	326.2	300.4	456.5	414.3

Commitments resulting from the use of derivative financial instruments by the Company are described in Notes 5 and 11 to the consolidated financial statements.

Contingencies

The Company is engaged in litigation arising in the ordinary course of its business. Although no assurance can be given as to the outcome of any current or pending litigation, management does not believe that any such litigation will, individually or in the aggregate, have a material adverse effect on the results of operations or financial condition of the Company, except as described below.

Since 2002, the European Commission has examined the agreements between Ryanair and various airports to establish whether they constituted illegal state aid. In many cases, the European Commission has concluded that the agreements did not constitute state aid. In other cases, Ryanair has successfully challenged the EU commission finding that there was state aid. In July and October 2014, the European Commission announced findings of state aid to Ryanair in its arrangements with Pau, Nimes, Angouleme, Altenburg and Zweibrücken airports, ordering Ryanair to repay a total of approximately €9.9m of alleged aid. In July and November 2016, the European Commission announced findings of state aid to Ryanair in its arrangements with Cagliari and Klagenfurt respectively, ordering Ryanair to repay approximately €12.6m of alleged aid. Ryanair appealed the seven "aid" decisions to the EU General Court. In late 2018, the General Court upheld the Commission's findings regarding Ryanair's arrangements with Pau, Nimes, Angouleme and Altenburg airports, and overturned the Commission's finding regarding Ryanair's arrangement with Zweibrücken airport. Ryanair has appealed these four negative findings to the European Court of Justice. These appeals are expected to take at least two years. The appeal proceedings before the General Court regarding Ryanair's arrangements with Cagliari and Klagenfurt airports are expected to take approx. two years.

Ryanair is facing similar legal challenges with respect to agreements with certain other airports, notably Paris (Beauvais), La Rochelle, Carcassonne, Girona, Reus, Târgu Mureș, Montpellier and Frankfurt (Hahn). These investigations are ongoing and Ryanair expects that they will conclude in 2019, with any European Commission decisions appealable to the EU General Court.

Ryanair is also facing an allegation that it has benefited from unlawful state aid in a German court case in relation to its arrangements with Frankfurt (Hahn).

Adverse rulings in the above or similar cases could be used as precedents by competitors to challenge Ryanair's agreements with other publicly-owned airports and could cause Ryanair to strongly reconsider its growth strategy in relation to public or state-owned airports across Europe. This could in turn lead to a scaling back of Ryanair's growth strategy due to the smaller number of privately owned airports available for development. No assurance can be given as to the outcome of these proceedings, nor as to whether any unfavorable outcomes may, individually or in the aggregate, have a material adverse effect on the results of operations or financial condition of the Company.

24. Note to cash flow statement

	At March 31,		
	2019	2018	2017
	€M	€M	€M
Net (debt)/funds at beginning of year	(282.9)	(244.2)	311.5
Increase/(decrease) in cash and cash equivalents in year	160.6	291.0	(35.2)
(Decrease) in financial assets > 3 months	(646.1)	(774.0)	(157.8)
Decrease/(increase) in restricted cash	0.3	22.8	(1.2)
Translation on U.S. dollar denominated debt	(4.3)	27.8	(15.2)
Net cash flow from decrease/(increase) in debt	322.9	393.7	(346.3)
Movement in net funds resulting from cash flows	(166.6)	(38.7)	(555.7)
Net (debt)/funds at end of year	(449.5)	(282.9)	(244.2)
Analysed as:			
Cash and cash equivalents, financial assets and restricted cash	3,194.9	3,680.1	4,140.3
Total borrowings*	(3,644.4)	(3,963.0)	(4,384.5)
Net funds/(debt)	(449.5)	(282.9)	(244.2)

* includes both current and non-current maturities of debt

The following table outlines the changes in the carrying value of liabilities from financing activities (and their related hedges) between March 31, 2018 and March 31, 2019:

	At March 31, 2018	Net Cash flows	Foreign exchange changes	Fair value changes	At March 31, 2019
	€M	€M	€M	€M	€M
Long term debt	(3,963.0)	322.9	(4.3)	—	(3,644.4)
Derivatives hedging long term debt					
- of which assets	0.3	—	—	3.7	4.0
- of which liabilities	(7.0)	—	—	7.0	—

25. Shareholder returns

In the year ended March 31, 2019 the Company bought back 37.8m ordinary shares at a total cost of approximately €561m (€531.6m net of tax refund). This buy-back was equivalent to approximately 3.2% of the Company's issued share capital at March 31, 2019. All of these repurchased ordinary shares were cancelled at March 31, 2019.

In the year ended March 31, 2018 the Company bought back 46.7m ordinary shares at a total cost of approximately €829m. This buy-back was equivalent to approximately 3.8% of the Company's issued share capital at March 31, 2018. All of these repurchased ordinary shares were cancelled at March 31, 2018.

In the year ended March 31, 2017 the Company bought back 72.3m ordinary shares at a total cost of approximately €1,018m. This is equivalent to approximately 5.6% of the Company's issued share capital at March 31, 2017. All of these repurchased ordinary shares were cancelled at March 31, 2017.

As a result of the share buy-backs, in the year ended March 31, 2019, share capital decreased by 37.8m ordinary shares (46.7m ordinary shares in the year ended March 31, 2018) with a nominal value of €0.2m (€0.3m in the year ended March 31, 2018) and the other undenominated capital reserve increased by a corresponding €0.2m (€ 0.3m in the year ended March 31, 2018). The other undenominated capital reserve is required to be created under Irish law to preserve permanent capital in the Parent Company.

26. Post-balance sheet events

In May 2019, the Group concluded a low cost, €750m unsecured (5 year) syndicated bank facility for general corporate purposes. The facility is at a margin of 0.65% over cost of funds, and is a bullet repayment with a 5 year tenor. This facility was fully drawn down in May 2019.

In June 2019, management committed to a plan to sell 10 of the Company's Boeing 737-800 aircraft. Accordingly, these aircraft are presented as assets held for sale as at 30 June 2019. Efforts to sell these aircraft have started and the sale is expected to be completed over the coming months. At 30 June 2019, these assets are stated at the lower of their carrying amount and fair value less costs to sell.

Between April 1, 2019 and July 25, 2019, the Company had bought back 12.3m ordinary shares at a total cost of €137.6m under its €700m share buy-back which commenced in May 2019. This was equivalent to 1.1% of the Company's share capital at March 31, 2019. All ordinary shares repurchased are cancelled.

27. Subsidiary undertakings and related party transactions

The following are the principal subsidiary undertakings of Ryanair Holdings plc:

Name	% Held	Registered Office	Nature of Business
Ryanair (DAC)	100	Airside Business Park, Swords, Co. Dublin, Ireland	Airline operator
Ryanair Sun S.A.	100	21 Cybernetyki street, 02-677 Warsaw, Poland	Airline operator
Laudamotion GmbH	100	Concorde Business Park 2/F/10, Schwechat, 2320 Austria	Airline operator

Information regarding all other subsidiaries will be filed with the Company's next Irish Annual Return as provided for by Section 316(1) of the Irish Companies Act, 2014.

In accordance with the basis of consolidation policy, as described in Note 1 of these consolidated financial statements, the subsidiary undertaking referred to above have been consolidated in the financial statements of Ryanair Holdings plc for the years ended March 31, 2019, 2018 and 2017.

The total amount of remuneration paid to senior key management (defined as the Executive team reporting to the Board of Directors, as set out on page 116, together with all Non-Executive Directors) amounted to €13.4m in the fiscal year ended March 31, 2019 (2018: €10.7m; 2017: €11.4m), the majority of which comprises short-term employee benefits.

	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2017
	€M	€M	€M
Basic salary and bonus	8.0	6.7	7.5
Pension contributions	0.2	0.2	0.2
Non-executive directors fees	0.7	0.7	0.6
Share-based compensation expense	4.5	3.1	3.1
	13.4	10.7	11.4

28. Date of approval

The consolidated financial statements were approved by the Board of Directors of the Company on July 26, 2019.

Company Balance Sheet

	Note	At March 31, 2019 €M	2018 €M	2017 €M
Non-current assets				
Investments in subsidiaries	30	131.5	129.2	117.4
Current assets				
Loans and receivables from subsidiaries	31	858.7	1,385.3	920.2
Cash and cash equivalents		8.1	7.7	7.1
Total assets		998.3	1,522.2	1,044.7
Current liabilities				
Amounts due to subsidiaries	32	35.2	35.2	35.2
Shareholders' equity				
Issued share capital		6.8	7.0	7.3
Share premium account		719.4	719.4	719.4
Other undenominated capital reserve		3.2	3.0	2.7
Retained earnings		204.7	736.3	265.3
Other reserves		29.0	21.3	14.9
Shareholders' equity		963.1	1,487.0	1,009.6
Total liabilities and shareholders' equity		998.3	1,522.2	1,044.7

The accompanying notes are an integral part of the financial information.

On behalf of the Board

D. Bonderman
Director
July 26, 2019

M. O'Leary
Director

Company Statement of Cash Flows

	Year Ended March 31, 2019	Year Ended March 31, 2018	Year Ended March 31, 2017
	€M	€M	€M
Operating activities			
Profit for the year	-	1,300.1	750.0
Net cash provided by operating activities	-	1,300.1	750.0
Investing activities			
Decrease/(increase) in investments in subsidiaries	5.4	(5.4)	-
Decrease/(increase) in loans to subsidiaries	526.6	(465.0)	269.2
Net cash from/(used in) investing activities	532.0	(470.4)	269.2
Financing activities			
Shareholder returns (net of tax)	(531.6)	(829.1)	(1,017.9)
Net proceeds from shares issued	-	-	-
Net cash (used in) financing activities	(531.6)	(829.1)	(1,017.9)
Increase in cash and cash equivalents	0.4	0.6	1.3
Cash and cash equivalents at beginning of year	7.7	7.1	5.8
Cash and cash equivalents at end of year	8.1	7.7	7.1

The accompanying notes are an integral part of the financial information.

Company Statement of Changes in Shareholders' Equity

	Ordinary Shares M	Issued Share Capital €M	Share Premium Account €M	Retained Earnings €M	Other Undenom-inated Capital €M	Other Reserves €M	Total €M
Balance at March 31, 2016	**1,290.7**	**7.7**	**719.4**	**540.5**	**2.3**	**1.9**	**1,271.8**
Comprehensive income							
Profit for the year	-	-	-	750.0	-	-	750.0
Total comprehensive income	-	-	-	750.0	-	-	750.0
Transactions with owners of the Company, recognised directly in equity							
Share-based payments	-	-	-	-	-	5.7	5.7
Repurchase of ordinary equity shares	-	-	-	(1,017.9)	-	-	(1,017.9)
Cancellation of repurchased ordinary Shares	(72.3)	(0.4)	-	-	0.4	-	-
Cancellation of treasury shares	(0.5)	-	-	(7.3)	-	7.3	-
Balance at March 31, 2017	**1,217.9**	**7.3**	**719.4**	**265.3**	**2.7**	**14.9**	**1,009.6**
Comprehensive income							
Profit for the year	-	-	-	1,300.1	-	-	1,300.1
Total comprehensive income	-	-	-	1,300.1	-	-	1,300.1
Transactions with owners of the Company, recognised directly in equity							
Issue of ordinary equity shares	-	-	-	-	-	-	-
Share-based payments	-	-	-	-	-	6.4	6.4
Repurchase of ordinary equity shares	-	-	-	(829.1)	-	-	(829.1)
Cancellation of repurchased ordinary Shares	(46.7)	(0.3)	-	-	0.3	-	-
Balance at March 31, 2018	**1,171.2**	**7.0**	**719.4**	**736.3**	**3.0**	**21.3**	**1,487.0**
Comprehensive income							
Profit for the year	-	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	-	-	-
Transactions with owners of the Company, recognised directly in equity							
Issue of ordinary equity shares	-	-	-	-	-	-	-
Share-based payments	-	-	-	-	-	7.7	7.7
Repurchase of ordinary equity shares / stamp duty	-	-	-	(531.6)	-	-	(531.6)
Cancellation of repurchased ordinary Shares	(37.8)	(0.2)	-	-	0.2	-	-
Balance at March 31, 2019	**1,133.4**	**6.8**	**719.4**	**204.7**	**3.2**	**29.0**	**963.1**

The accompanying notes are an integral part of the financial information.

Notes forming part of the Company Financial Statements

29. Basis of preparation and significant accounting policies

The Company's financial statements have been prepared in accordance with International Accounting Standards and International Reporting Standards (collectively "IFRS") as adopted by the European Union (EU), which are effective for the year ended as at March 31, 2019. In addition to complying with its legal obligation to comply with IFRS as adopted by the EU, the consolidated financial statements comply with IFRS as issued by the International Accounting Standards Board ("IASB"). The consolidated financial statements have also been prepared in accordance with the Companies Act, 2014. The Company financial statements are presented in euro millions, being its functional currency. They are prepared on an historical cost basis except for certain share based payment transactions, which are based on fair values determined at grant date.

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various other factors believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ materially from these estimates. These underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if these are also affected. Principal sources of estimation uncertainty have been set out in the critical accounting policy section in Note 1 to the consolidated financial statements. Such uncertainties may impact the carrying value of investments in subsidiaries at future dates.

Statement of compliance

The Company financial statements have been prepared in accordance with IFRS as adopted by the EU. In addition to complying with its legal obligation to comply with IFRS as adopted by the EU, the Company financial statements comply with IFRS as issued by the IASB. The Company financial statements have also been prepared in accordance with the Companies Act, 2014. On publishing parent entity financial statements together with group financial statements the Company is taking advantage of the exemption contained in Section 304 of the Companies Act, 2014 not to present its individual income statement, statement of comprehensive income and related notes that form a part of these approved financial statements.

The directors have reviewed all new or revised IFRS standards and IFRIC interpretations, effective for future financial years, as set forth in Note 1 to the consolidated financial statements, and have concluded their adoption will not have a significant impact on the parent entity financial statements.

Share-based payments

The Company accounts for the fair value of share options granted to employees of a subsidiary as an increase in its investment in that subsidiary. The fair value of such options is determined in a consistent manner to that set out in the Group share-based payment accounting policy and as set out in Note 15 (c) to the consolidated financial statements.

Income taxes

Income taxes are accounted for by the Company in a manner consistent to that set out in the Group income tax accounting policy.

Financial assets

The Company holds investments in subsidiary companies, which are carried at cost less any impairments.

Guarantees

The Company occasionally guarantees certain liabilities of subsidiary companies. These are considered to be insurance arrangements and are accounted for as such i.e. a contingent liability until such time as it becomes probable that the Company will be required to make a payment under the guarantee. Additional details are provided in Note 34 to these company financial statements.

Loans and borrowings

All loans and borrowings are initially recorded at the fair value of consideration received, net of attributable transaction costs. Subsequent to initial recognition, non-current interest bearing loans are measured at amortised cost, using the effective interest yield methodology.

30. Investments in subsidiaries

	Year Ended March 31, 2019	Year Ended March 31, 2018	Year Ended March 31, 2017
	€M	€M	€M
Balance at start of year	129.2	117.4	111.7
(Decrease)/Increase in investments	(5.4)	5.4	-
New investments in subsidiaries by way of share option grant to subsidiary employees	7.7	6.4	5.7
Balance at end of year	131.5	129.2	117.4

31. Loans and receivables from subsidiaries

	Year Ended March 31, 2019	Year Ended March 31, 2018	Year Ended March 31, 2017
	€M	€M	€M
Due from Ryanair DAC (subsidiary)	858.7	1,385.3	920.2
	858.7	1,385.3	920.2

All amounts due from subsidiaries are interest free and repayable upon demand. The expected credit loss associated with the above balances is considered to be insignificant.

32. Amounts due to subsidiaries

	Year Ended March 31, 2019	Year Ended March 31, 2018	Year Ended March 31, 2017
	€M	€M	€M
Due to Ryanair DAC (subsidiary)	35.2	35.2	35.2
	35.2	35.2	35.2

At March 31, 2019, Ryanair Holdings plc had borrowings of €35.2 million (2018: €35.2 million; 2017: €35.2 million) from Ryanair DAC. The loan is interest free and repayable on demand.

33. Financial instruments

The Company does not undertake hedging activities on behalf of itself or other companies within the Group. Financial instruments in the Company primarily take the form of loans to subsidiary undertakings.

Amounts due to or from subsidiary undertakings (primarily Ryanair DAC) in the form of inter-company loans are interest free and are repayable upon demand and further details of these have been given in Notes 31 and 32 of these Company financial statements. These inter-company balances are eliminated in the group consolidation.

The euro is the functional and presentation currency of the Company and all transactions entered into by the Company are euro denominated. As such, the Company does not have any significant foreign currency risk.

The credit risk associated with the Company's financial assets principally relates to the credit risk of the Ryanair Group as a whole. Ryanair has received a BBB+ (stable) credit rating from both Standard and Poor's and Fitch Ratings. Additionally, the Company had guaranteed certain subsidiary company liabilities. Details of these arrangements are given in Note 34 of these Company financial statements.

34. Contingencies

a) The Company has provided €3,796.7 million (2018: €4,118.2 million; 2017: €5,055.2 million) in letters of guarantee to secure obligations of subsidiary undertakings in respect of loans, bank advances and long dated foreign currency transactions.

b) In order to avail itself of the exemption contained in Section 357 of the Companies Act, 2014, the holding company, Ryanair Holdings plc, has guaranteed the liabilities of its subsidiary undertakings registered in Ireland. As a result, the subsidiary undertakings have been exempted from the requirement to annex their statutory financial statements to their annual returns.

Details of the Group's principal subsidiaries have been included at Note 27.

35. Dividends

Please refer to Note 25 of the Consolidated Financial Statements.

36. Post-balance sheet events

Please refer to Note 26 of the Consolidated Financial Statements.

37. Date of approval

The Company financial statements were approved by the Board of Directors of the Company on July 26, 2019.

Directors and Other Information

Directors	D. Bonderman	Chairman
	R. Brennan	
	M. Cawley	
	E. Daly	
	S. McCarthy	
	K. McLaughlin	
	H. Millar	
	D. Milliken	
	M. O'Brien	
	M. O'Leary	Group Chief Executive
	J. O'Neill	
	L. Phelan	

Secretary J. Komorek

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Dublin 1
Ireland

Solicitors &Attorneys at Law
Philip Lee Solicitors
7/8 Wilton Terrace
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APPENDIX A

GLOSSARY

Certain of the terms included in the section on Selected Operating and Other Data and elsewhere in this Annual Report on Form 20-F have the meanings indicated below and refer only to Ryanair's scheduled passenger service.

Average Booked Passenger Fare	Represents the average fare paid by a fare-paying passenger who has booked a ticket.
Average Daily Flight Hour Utilization	Represents the average number of flight hours flown in service per day per aircraft for the total fleet of operated aircraft.
Average Fuel Cost Per U.S. Gallon	Represents the average cost per U.S. gallon of jet fuel for the fleet (including fueling charges) after giving effect to fuel hedging arrangements.
Average Length of Passenger Haul	Represents the average number of miles traveled by a fare-paying passenger.
Ancillary Revenue per Booked Passenger	Represents the average revenue earned per booked passenger flown from ancillary services.
Baggage Commissions	Represents the commissions payable to airports on the revenue collected at the airports for excess baggage and airport baggage fees.
Booked Passenger Load Factor	Represents the total number of seats sold as a percentage of total seat capacity on all sectors flown.
Break-even Load Factor	Represents the number of RPMs at which passenger revenues would have been equal to operating expenses divided by ASMs (based on Average Yield per RPM). For the purposes of this calculation, the number of RPMs at which passenger revenues would have been equal to operating expenses is calculated by dividing operating expenses by Average Revenue per RPM.
Cost Per Booked Passenger	Represents operating expenses divided by revenue passengers booked.
Net Margin	Represents profit after taxation as a percentage of total revenues.
Number of Airports Served	Represents the number of airports to/from which the carrier offered scheduled service at the end of the period.
Number of Owned Aircraft Operated	Represents the number of aircraft owned and operated at the end of the period.
Operating Margin	Represents operating profit as a percentage of total revenues.
Part 145	The European regulatory standard for aircraft maintenance established by the European Aviation Safety Agency.
Revenue Passengers Booked	Represents the number of fare-paying passengers booked.
Sectors Flown	Represents the number of passenger flight sectors flown.