

RYANAIR HOLDINGS PLC
Form 6-K
May 20, 2013

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

For the month of May 2013

RYANAIR HOLDINGS PLC
(Translation of registrant's name into English)

c/o Ryanair Ltd Corporate Head Office
Dublin Airport
County Dublin Ireland
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual
reports under cover Form 20-F or Form 40-F.

Form 20-F..X.. Form 40-F.....

Indicate by check mark whether the registrant by furnishing the information
contained in this Form is also thereby furnishing the information to the
Commission pursuant to Rule 12g3-2(b) under the Securities Exchange
Act of 1934.

Yes No ..X..

If "Yes" is marked, indicate below the file number assigned to the registrant
in connection with Rule 12g3-2(b): 82- _____

**RYANAIR FULL YEAR PROFITS UP 13% TO €569M
TRAFFIC UP 5% TO 79M, NEW AIRCRAFT ORDER UNDERPINS GROWTH**

Ryanair, Europe's only ultra-low cost carrier (ULCC) today (May 20) announced (record) annual profits of €569m, up 13% on last year despite higher oil costs. Revenues rose 13% to €4.88bn as traffic grew 5% to 79.3m passengers. Unit costs rose 8% mainly due to an 18% (€292m) increase in fuel. Excluding fuel unit costs rose by 3%, while avg. fares improved by 6%.

Full Year End (IFRS)	Mar 31, 2012	Mar 31, 2013	% Change
Passengers(m)	75.8	79.3	+ 5%
Revenue(m)	€4,325	€4,884	+13%
Profit after Tax(m) Note 1	€503	€569	+13%
Basic EPS(euro cent)	34.10	39.45	+16%

Announcing these profits Ryanair's Michael O'Leary, said:

The highlights of the past financial year include:-

The highlights of the past financial year include:-

- Profits grew by 13% to €569m.
- Traffic grew 5% to 79.3m (despite grounding up to 80 winter aircraft).
- 7 new bases – Chania (Greece), Eindhoven (Netherlands), Fez (Morocco), Krakow (Poland), Maastricht (Netherlands), Marrakech (Morocco) & Zadar (Croatia).
 - 217 new routes (y/e total over 1,600 routes).
 - 15 new aircraft delivered (y/e fleet 305).
- 2nd special div. of €492m and €68m share buyback completed.
- 175 new aircraft order, delivery 2014 to 2018 (sub. to June 18 EGM approval).

Delivering a 13% increase in profits and 5% traffic growth despite high oil prices during a European recession is testimony to the strength of Ryanair's ultra-low cost model. Fuel costs rose by over €290m, and now represent 45% of total costs. Excluding fuel, unit costs were up 3% due to excessive and unjustified increases in Italian ATC, Eurocontrol and Spanish airport fees. Ancillary revenues outpaced traffic growth, rising 20% to €1,064m or 22% of total revenue.

Growth - New Routes and Bases

This summer Ryanair opened 7 new bases, and more than 200 new routes as we continue our strategy of growing Europe's largest passenger airline. However with 9 (net) additional aircraft and longer sectors, traffic growth this summer will be very modest at approx. 2%. By grounding fewer aircraft next winter we expect to deliver slightly faster H2 monthly growth which should result in overall traffic growth for the full year rising by more than 2m to 81.5m passengers.

Forward bookings on our new routes and bases this summer are ahead of expectations (albeit at modest yields) as competitor airlines continue to restructure and cut short-haul capacity. We expect growth opportunities for Ryanair to expand and improve for the foreseeable future. Our new route teams continue to handle more growth opportunities than our current fleet expansion allows. Significant opportunities are opening up in Germany, Scandinavia and central Europe in particular, where Air Berlin, SAS and LOT continue to restructure. We are in active discussions with the new owners of Stansted Airport and the new management at Dublin Airport and while no agreements have yet been reached, if a competitive cost base emerges, then we could restart growth at one or other airports as early as September 2013.

We have also made offers to the Spanish airport monopoly AENA to reverse a significant proportion of its traffic declines over the past two years. In a country where youth unemployment runs at 50%, their policy of increasing airport fees, while traffic declined from 220m to 180m over the past six years is plainly ill-judged. As ever, Ryanair remains willing to exploit growth opportunities wherever airports provide attractive incentives to do so.

Market Share Gains

Ryanair continues to expand, making meaningful share gains in many of Europe's largest markets. In addition to being the No. 1 passenger airline in Ireland, and Spain, we have in the last 12 months overtaken Alitalia and LOT to become Italy's and Poland's No. 1 airline, respectively. Ryanair believes that its unique low cost advantage will enable the airline to achieve a 20% share of the European short-haul market over the next 5 years, particularly given that many of Europe's high fare incumbents are restructuring and cutting capacity.

New 175 Aircraft Order

Ryanair's successful growth, allied to deep short-haul restructuring among many high fare competitors, gives us confidence that we can grow from 80m p.a. to over 100m passengers p.a. over the next 5 years. Our recent order for 175 firm B 737-800 aircraft represents an enormous opportunity for shareholders as Ryanair returns to higher rates (5% p.a.) of traffic growth. We are pleased to have reached acceptable pricing with Boeing, and the controlled delivery programme from Autumn 2014 to end of 2018 will provide the opportunity to expand Ryanair's fleet to over 400 aircraft and our traffic to over 100m p.a. Ryanair is now uniquely positioned to offer many of Europe's airports sustained traffic growth in return for low cost, efficient facilities. I am confident that in time this new order will enable Ryanair to extend its traffic leadership over Europe's airlines, and generate further returns for our shareholders.

Aer Lingus

We were disappointed that the European Commission in February 2013 decided to prohibit Ryanair's third offer for Aer Lingus. It is bizarre that the EU can wave through BA's offer for British Midland in Phase 1 with few remedies, yet months later reject Ryanair's offer for Aer Lingus which was accompanied by a revolutionary remedies package delivering two upfront buyers to open competing bases in Dublin and Cork airports. We have no doubt that this was yet another politically motivated decision by Europe's competition authority and it is inexplicable in the context of its stated policy of promoting European airline consolidation.

Having our third offer for Aer Lingus prohibited by the EU Commission on the grounds that "competition between Ryanair and Aer Lingus has intensified since 2007", our shareholding is now the subject of an even more bizarre regulatory inquiry in the UK where the Competition Commission are reviewing our 6½ year old minority stake in Aer Lingus on the basis that it may have "lessened competition" between Ryanair and Aer Lingus. Given that the UK Competition Commission has a legal duty of sincere co-operation with the EU, we believe they cannot make a contrary finding, and so this spurious and time wasting inquiry into a 6½ year old minority stake between two Irish airlines, one of whom (Aer Lingus) has a tiny presence in the UK market should now be abandoned in the light of the EU Commission's finding that competition between Ryanair and Aer Lingus has intensified.

Fuel Hedging

In recent years high oil prices and competitor fuel surcharges have made Ryanair's fares even more attractive to hard pressed European consumers. The combination of high oil prices, increasing competitor losses, together with a

shortage of financing for weaker credits, will lead to continued EU consolidation and closures. Ryanair is 90% hedged for FY'14 at \$980 per tonne (approx. \$98 p.bl) and we have now extended our hedges into FY'15 with 25% of H1 hedged at \$930 per tonne (approx. \$93 p.bl). We hope to continue to make meaningful reductions in our oil costs into FY'15.

Balance Sheet

Ryanair's balance sheet remains one of the strongest in the industry. Our aircraft which have been purchased at substantially discounted prices, represents a significant long term benefit for our shareholders. We have gross cash over €3.5bn and year-end net cash of €61m, despite having returned almost €500m to shareholders in November (€1.5bn over the past 5 years) via a second special dividend. We have also taken advantage of current low interest rates to secure almost 70% of our fleet financing all in at under 3% and we have completed our Capex hedging programme to the end of 2014 at Euro/Dollar exchange rate of 1.32.

Outlook

We expect traffic in FY.14 to grow by 3% to 81.5m. Growth will be slower in H1 at approx. 2%, but rise to approx. 5% in H2 as we ground fewer winter aircraft (up to 60) compared to prior years. Unit costs will increase primarily due to rising oil prices, a 3% growth in sector length, and unjustified higher Eurocontrol and Spanish airport charges. Due to lower yields and higher fuel costs Q1 Net Profit will be lower than last year due to the timing of Easter (which boosted Q4 revenues) and its presence in the prior year Q1 comparable. With almost zero yield visibility into H2 and the EU wide recession, we expect that there will continue to be downward pressure on yields which will dampen full year profit growth. We expect modest yield and traffic growth for the full year to be partly offset by higher oil and Eurocontrol costs resulting in another year of profit growth in FY'14 which - subject to winter yield outturns - should increase to a range of between €570m to €600m".

ENDS.

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Note 1. Year ended March 31, 2012 excludes an exceptional revenue item of €57.8m, net of tax, relating to a one off release of ticket sales revenue due to a change in accounting estimates arising from enhancements to our revenue accounting system. There are no exceptional items in the year ended March 31, 2013.

Certain of the information included in this release is forward looking and is subject to important risks and uncertainties that could cause actual results to differ materially. It is not reasonably possible to itemise all of 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 the replacement aircraft, costs associated with environmental, safety and security measures, actions of the Irish, U.K., European Union ("EU") and other governments and their respective regulatory agencies, weather related disruptions, fluctuations in currency exchange rates and interest rates, airport access and charges, labour relations, the economic environment of the airline industry, the general economic environment in Ireland, the UK and Continental Europe, the general willingness of passengers to travel and other economics, social and political factors.

Ryanair is Europe's only ultra-low cost airline, operating more than 1,500 flights per day (over 500,000 per year) from 57 bases and over 1,600 low fare routes across 29 countries, connecting 180 destinations and operating a fleet of 303 new Boeing 737-800 aircraft. Regulated by the Irish Aviation Authority, Ryanair currently has a team of more than 8,500 people, will carry approx. 81.5 million passengers in the current fiscal year (ending 31 Mar 2014) and has an unblemished 29-year safety record.

Ryanair Holdings plc and Subsidiaries

Condensed Consolidated Preliminary Balance Sheet as at March 31, 2013

	Note	At Mar 31, 2013 €M	At Mar 31, 2012 €M
Non-current assets			
Property, plant and equipment	11	4,906.3	4,925.2
Intangible assets		46.8	46.8
Available for sale financial assets	8	221.2	149.7
Derivative financial instruments		5.1	3.3
Total non-current assets		5,179.4	5,125.0
Current assets			
Inventories		2.7	2.8
Other assets		67.7	64.9
Current tax		-	9.3
Trade receivables		56.1	51.5
Derivative financial instruments		78.1	231.9
Restricted cash		24.7	35.1
Financial assets: cash > 3months		2,293.4	772.2
Cash and cash equivalents		1,240.9	2,708.3
Total current assets		3,763.6	3,876.0
Total assets		8,943.0	9,001.0
Current liabilities			
Trade payables		138.3	181.2
Accrued expenses and other liabilities		1,341.4	1,237.2
Current maturities of debt		399.9	368.4
Derivative financial instruments		31.8	28.2
Current tax		0.3	-
Total current liabilities		1,911.7	1,815.0
Non-current liabilities			
Provisions		135.9	103.2
Derivative financial instruments		50.1	53.6
Deferred tax		346.5	319.4
Other creditors		127.8	146.3
Non-current maturities of debt		3,098.4	3,256.8
Total non-current liabilities		3,758.7	3,879.3
Shareholders' equity			
Issued share capital	12	9.2	9.3
Share premium account		687.8	666.4
Capital redemption reserve	12	0.8	0.7

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Retained earnings	12	2,418.6	2,400.1
Other reserves		156.2	230.2
Shareholders' equity		3,272.6	3,306.7
Total liabilities and shareholders' equity		8,943.0	9,001.0

Ryanair Holdings plc and Subsidiaries

Condensed Consolidated Preliminary Income Statement for the year ended March 31, 2013

	Note	Year Ended Mar 31, 2013 €M	Pre Year Exceptional Items Mar 31, 2012 €M	Year Exceptional Items Mar 31, 2012 €M	Year Ended Mar 31, 2012 €M
Operating revenues					
Scheduled revenues		3,819.8	3,438.7	65.3	3,504.0
Ancillary revenues		1,064.2	886.2	-	886.2
Total operating revenues - continuing operations		4,884.0	4,324.9	65.3	4,390.2
Operating expenses					
Staff costs		435.6	415.0	-	415.0
Depreciation		329.6	309.2	-	309.2
Fuel & oil		1,885.6	1,593.6	-	1,593.6
Maintenance, materials & repairs		120.7	104.0	-	104.0
Aircraft rentals		98.2	90.7	-	90.7
Route charges		486.6	460.5	-	460.5
Airport & handling charges		611.6	554.0	-	554.0
Marketing, distribution & other		197.9	180.0	-	180.0
Total operating expenses		4,165.8	3,707.0	-	3,707.0
Operating profit - continuing operations		718.2	617.9	65.3	683.2
Other income/(expenses)					
Finance income		27.4	44.3	-	44.3
Finance expense		(99.3)	(109.2)	-	(109.2)
Gain on disposal of property, plant and equipment		-	10.4	-	10.4
Foreign exchange gain		4.6	4.3	-	4.3
Total other expenses		(67.3)	(50.2)	-	(50.2)

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Profit before tax		650.9	567.7	65.3	633.0
Tax on profit on ordinary activities	4	(81.6)	(65.1)	(7.5)	(72.6)
Profit for the year - all attributable to equity holders of parent		569.3	502.6	57.8	560.4
Earnings per ordinary share (in € cent)					
Basic	10	39.45	34.10		38.03
Diluted	10	39.33	34.03		37.94
Weighted average no. of ordinary shares (in Ms)					
Basic	10	1,443.1	1,473.7		1,473.7
Diluted	10	1,447.4	1,477.0		1,477.0

Ryanair Holdings plc and Subsidiaries /
Condensed Consolidated Preliminary Statement of Comprehensive Income for the
year ended March 31, 2013

	Year Ended Mar 31, 2013 €M	Year Ended Mar 31, 2012 €M
Profit for the year	569.3	560.4
Other comprehensive income:		
Net actuarial (loss) from retirement benefit plans	(1.1)	(6.3)
Cash flow hedge reserve movements:		
Net movement (out of) cash flow hedge reserve	(138.1)	(118.8)
Available for sale financial asset:		
Net increase in fair value of available for sale financial asset	71.5	35.7
Other comprehensive (loss) for the year, net of income tax	(67.7)	(89.4)
Total comprehensive income for the year - all attributable to equity holders of Parent	501.6	471.0

Ryanair Holdings plc and Subsidiaries

Condensed Consolidated Preliminary Statement of Cash Flows for the year ended March 31, 2013

	Year Ended Mar 31, 2013 €M	Year Ended Mar 31, 2012 €M
Operating activities		
Profit before tax	650.9	633.0
Adjustments to reconcile profit before tax to net cash provided by operating activities		
Depreciation	329.6	309.2
Decrease/(increase) in inventories	0.1	(0.1)
(Increase) in trade receivables	(4.6)	(0.9)
(Increase)/decrease in other current assets	(5.0)	34.5
(Decrease)/increase in trade payables	(42.9)	30.4
Increase in accrued expenses	107.2	11.6
(Decrease)/increase in other creditors	(18.5)	19.7
Increase in provisions	31.1	6.6
(Gain) on disposal of property, plant and equipment	-	(10.4)
(Decrease)/increase in finance expense	(2.7)	1.1
Decrease in finance income	2.2	-
Retirement costs	-	(0.1)
Share based payments charge/(credit)	1.9	(0.7)
Income tax (paid)	(25.8)	(13.6)
Net cash provided by operating activities	1,023.5	1,020.3
Investing activities		
Capital expenditure (purchase of property, plant and equipment)	(310.7)	(290.4)
Decrease in restricted cash	10.4	7.8
(Increase) /decrease in financial assets: cash > 3months	(1,521.2)	97.2
Net cash used in investing activities	(1,821.5)	(185.4)
Financing activities		
Net proceeds from shares issued	21.4	7.1
Dividend paid 13	(491.5)	-
Proceeds from long term borrowings	234.6	292.3
Repayments of long term borrowings	(366.4)	(329.7)
Shares purchased under share buy-back programme	12	(67.5)
Net cash used in financing activities	(669.4)	(154.9)

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(Decrease) /increase in cash and cash equivalents	(1,467.4)	680.0
Cash and cash equivalents at beginning of the year	2,708.3	2,028.3
Cash and cash equivalents at end of the year	1,240.9	2,708.3

Ryanair Holdings plc and Subsidiaries

Condensed Consolidated Preliminary Statement of Changes in Shareholders' Equity for the year ended March 31, 2013

	Issued		Share		Capital			Other Reserves	Total
	Ordinary Shares	Share Capital	Premium Account	Retained Earnings	Redemption Reserve	Hedging	Reserves		
	M	€M	€M	€M	€M	€M	€M	€M	
Balance at March 31, 2011	1,489.6	9.5	659.3	1,967.6	0.5	257.4	59.6	2,953.9	
Profit for the year	-	-	-	560.4	-	-	-	560.4	
Other comprehensive income									
Net actuarial losses from retirement benefits plan	-	-	-	(6.3)	-	-	-	(6.3)	
Net movements into cash flow reserve	-	-	-	-	-	(118.8)	-	(118.8)	
Net change in fair value of available for sale financial asset	-	-	-	-	-	-	35.7	35.7	
Total other comprehensive income	-	-	-	(6.3)	-	(118.8)	35.7	(89.4)	
Total comprehensive income	-	-	-	554.1	-	(118.8)	35.7	471.0	
Transactions with owners of the Company recognised directly in equity									
Issue of ordinary equity shares	2.5	-	7.1	-	-	-	-	7.1	
Repurchase of ordinary equity shares	-	-	-	(124.6)	-	-	-		