

RYANAIR HOLDINGS PLC
Form 6-K
July 29, 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 July 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 Q1 PROFITS FALL 21% (AS GUIDED) TO €78M
TRAFFIC RISES 3% TO 23.2M AS FY GUIDANCE IS UNCHANGED.

Ryanair, Europe's only ultra-low cost airline (ULCC) today (Jul 29) announced that Q1 profits, as previously guided, fell 21% to €78m as traffic grew 3% to 23.2m. Ave. fares fell 4% due to the timing of Easter and the impact of the June French ATC strikes but revenue per pax. rose 1% due to strong ancillary growth. Unit costs rose 4% mainly due to a 6% increase in fuel costs. Full year guidance, remains unchanged.

Summary Q1 Results.

Q1 Results (IFRS) €	June 30, 2012	June 30, 2013	% Change
Passengers	22.5m	23.2m	+3%
Revenue	€1,284m	€1,342m	+5%
Profit after Tax	€99m	€78m	-21%
Basic EPS(euro cent)	6.86	5.42	-21%

Ryanair's CEO, Michael O'Leary, said:

"As previously guided higher fuel costs and the timing of Easter led to Q1 profits falling €21m to €78m. Ancillary revenues grew by 25% to €357m (27% of total revenues) driven by the successful development of reserved seating, priority boarding, and higher admin\credit card fees.

Unit costs rose 4% in line with the increase in sector length. Fuel increased 6% to €577m or 47% of total operating costs. Excluding fuel, Q1 unit costs rose by 6%, slightly faster than the increase in sector length, due to a 2% rise in flight crew pay, and increased Eurocontrol, Spanish airport, and Italian ATC charges. We are 90% hedged for FY14 at \$980 p.t and 70% hedged for H1 FY15 at \$935 p.t. We have extended our H1 FY15 fuel currency hedge on recent dollar weakness which delivers a 3% cut in our fuel cost per pax. for the 70% already hedged in H1 FY15.

Our seven new bases Eindhoven and Maastricht (Holland), Krakow (Poland), Zadar (Croatia), Chania (Greece), Marrakesh and Fez (Morocco) are performing well. We plan to announce more new routes and new bases later this year as we exploit significant growth opportunities in markets where competitors including Air Berlin, Alitalia, Iberia, LOT, and SAS are cutting back. We are in ongoing negotiations with MAG, the new owners of Stansted airport to reverse six years of record traffic declines, but there is no guarantee that any deal will be agreed.

UK CC Enquiry.

Despite no evidence of any material influence, and compelling evidence that competition between Ryanair and Aer Lingus has intensified (rather than lessened) over the past 6½ years, we now expect that the UKCC will unlawfully attempt to force us to sell down most, if not all, of our 29.8% stake in Aer Lingus on some baseless or invented claim that competition in the future "might" be lessened. Given the CC's total lack of evidence they are now reduced to dreaming up bogus future concerns that Ryanair "might" prevent another EU airline acquiring Aer Lingus, despite Ryanair's repeated public statements that we would consider any offer by another EU airline to acquire Aer Lingus, and/or acquire Ryanair's shareholding.

We have now eliminated any remaining shred of credibility from this enquiry, by offering to unconditionally sell our 29.8% stake to any EU airline which offers for, and successfully acquires, over 50% of Aer Lingus, despite 6½ years of evidence that no EU airline other than Ryanair has any interest in buying, or investing in, Aer Lingus. The UK CC has no credibility in this case having taken no action whatsoever on behalf of UK Consumers in earlier mergers when BA bought BMI or Easyjet bought GB Airways. Yet 6½ years after one Irish airline (Ryanair) bought 29.8% of Aer Lingus (an Irish airline which carries very few UK consumers), the UK CC is now ignoring evidence to pursue an apparently pre-meditated decision to force a more draconian sell down on Ryanair than they required in the earlier BSKyB/ITN case. This is absurd in the case involving 2 Irish airlines when Aer Lingus affects or carries very few UK consumers. Ryanair will strenuously appeal any such ruling, which is clearly unjustified by the evidence in this case, and we will insist that any such order cannot be enforced while we appeal the EU Commission's February 2013 Prohibition Decision before the EU Courts.

Aircraft Order and Shareholder Returns.

Shareholders have recently approved our order for 175 Boeing 737-800 aircraft for delivery over a five year period between Sept 2014 and Dec 2018. This has allowed us to raise our growth targets by 38% to 110m passengers by FY19 (previously 100m) and our fleet to 410 (previously 375).

The strength of our Balance Sheet with Q1 gross cash of €3.6bn and net cash of €191m, (despite another recent €177m share buyback), remains unmatched in our industry. This strong cash position allied to the Capex certainty we now enjoy, following the recent aircraft order, enabled us to announce plans to return up to €1bn to shareholders over the next two years. At least €400m via share buybacks in FY14, and up to a further €600m in special dividends or share buybacks in FY15, subject to current fuel, yields and profitability trends continuing. This further €1bn brings to over €2.5bn the total cash returned to Ryanair shareholders in recent years, which is over 4 times the €585m originally raised from shareholders since our IPO.

Outlook.

We expect Q2 yields to rise despite last year's challenging (post-Olympic) comparables, although yields on close-in summer bookings have been slightly weaker in recent weeks due, we believe, to the heat wave in Northern Europe. As ever, our outlook remains cautious for the full year as market conditions are tough with recession, austerity, high fuel costs, and excessive Government taxes (most recently in Belgium) impacting air travel demand and yields. While we expect full year traffic to grow 3% to 81.5m, we still have no visibility over next winter's yields, and on the basis that the recent yield weakness in close-in summer bookings does not continue, we see no reason to change our full year profit after tax guidance which remains at between €570m to €600m".

ENDS.

For further information
please contact:
www.ryanair.com

Howard Millar
Ryanair Holdings plc
Tel: 353-1-8121212

Joe Carmody
Edelman
Tel: 353-1-6789333

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, Continental Europe, and North Africa the general willingness of passengers to travel and other economics, social and political factors.

Ryanair is Europe's only ultra-low cost carrier (ULCC), operating more than 1,600 daily flights (over 500,000 per year) from 57 bases, across 1,600 low fare routes, connecting 180 destinations in 29 countries and operating a fleet of 303 new Boeing 737-800 aircraft. Ryanair has recently announced firm orders for a further 175 new Boeing aircraft, which will be delivered between 2014 and 2018. Ryanair currently has a team of more than 9,000 highly skilled professionals, will carry over 81.5 million passengers this year and has an outstanding 29-year safety record.

Ryanair Holdings plc and Subsidiaries

Condensed Consolidated Interim Balance Sheet as at June 30, 2013 (unaudited)

	Note	At Jun 30, 2013 €M	At Mar 31, 2013 €M
Non-current assets			
Property, plant and equipment	11	5,053.0	4,906.3
Intangible assets		46.8	46.8
Available for sale financial assets	8	241.2	221.2
Derivative financial instruments		8.4	5.1
Total non-current assets		5,349.4	5,179.4
Current assets			
Inventories		2.8	2.7
Other assets		65.8	67.7
Trade receivables		67.4	56.1
Derivative financial instruments		15.4	78.1
Restricted cash		21.8	24.7
Financial assets: cash > 3months		2,330.4	2,293.4
Cash and cash equivalents		1,240.5	1,240.9
Total current assets		3,744.1	3,763.6
Total assets		9,093.5	8,943.0
Current liabilities			
Trade payables		194.2	138.3
Accrued expenses and other liabilities		1,657.0	1,341.4
Current maturities of debt		401.7	399.9
Derivative financial instruments		78.0	31.8
Current tax		0.1	0.3
Total current liabilities		2,331.0	1,911.7
Non-current liabilities			
Provisions		139.2	135.9
Derivative financial instruments		41.7	50.1
Deferred tax		344.9	346.5
Other creditors		118.3	127.8

Edgar Filing: RYANAIR HOLDINGS PLC - Form 6-K

Non-current maturities of debt		2,999.8	3,098.4
Total non-current liabilities		3,643.9	3,758.7
Shareholders' equity			
Issued share capital	12	9.0	9.2
Share premium account		689.6	687.8
Capital redemption reserve	12	1.0	0.8
Retained earnings	12	2,320.9	2,418.6
Other reserves		98.1	156.2
Shareholders' equity		3,118.6	3,272.6
Total liabilities and shareholders' equity		9,093.5	8,943.0

Ryanair Holdings plc and Subsidiaries

Condensed Consolidated Interim Income Statement for the quarter ended June 30, 2013
(unaudited)

	Note	Quarter Ended Jun 30, 2013 €M	Quarter Ended Jun 30, 2012 €M
Operating revenues			
Scheduled revenues		985.7	998.0
Ancillary revenues		356.5	285.9
Total operating revenues - continuing operations		1,342.2	1,283.9
Operating expenses			
Staff costs		130.4	115.9
Depreciation		90.5	84.8
Fuel & oil		576.6	543.8
Maintenance, materials & repairs		29.8	27.7
Aircraft rentals		26.4	24.3
Route charges		155.2	137.5
Airport & handling charges		176.3	166.3
Marketing, distribution & other		53.7	51.6
Total operating expenses		1,238.9	1,151.9
Operating profit - continuing operations		103.3	132.0
Other income/(expenses)			

Edgar Filing: RYANAIR HOLDINGS PLC - Form 6-K

Finance income		9.1	7.7
Finance expense		(21.7)	(26.4)
Foreign exchange loss		(2.2)	(0.8)
Total other expenses		(14.8)	(19.5)
Profit before tax		88.5	112.5
Tax on profit on ordinary activities	4	(10.4)	(13.7)
Profit for the quarter - all attributable to equity holders of parent		78.1	98.8
Earnings per ordinary share (in € cent)			
Basic	10	5.42	6.86
Diluted	10	5.40	6.83
Weighted average no. of ordinary shares (in Ms)			
Basic	10	1,440.5	1,440.7
Diluted	10	1,446.6	1,445.7

Ryanair Holdings plc and Subsidiaries
Condensed Consolidated Interim Statement of Comprehensive Income for the quarter ended June 30, 2013 (unaudited)

	Quarter Ended Jun 30, 2013 €M	Quarter Ended Jun 30, 2012 €M
Profit for the quarter	78.1	98.8
Other comprehensive income:		
Cash flow hedge reserve movements:		
Net movement out of cash flow hedge reserve	(77.8)	(168.6)
Available for sale financial asset:		
Net increase in fair value of available for sale financial asset	20.0	11.1
Other comprehensive loss for the quarter, net of income tax	(57.8)	(157.5)
Total comprehensive income for the quarter - all attributable to equity holders of Parent	20.3	(58.7)

Edgar Filing: RYANAIR HOLDINGS PLC - Form 6-K

Ryanair Holdings plc and Subsidiaries

Condensed Consolidated Interim Statement of Cash Flows for the quarter ended June 30, 2013 (unaudited)

		Quarter Ended Jun 30, 2013 €M	Quarter Ended Jun 30, 2012 €M
Operating activities			
	Profit before tax	88.5	112.5
Adjustments to reconcile profit before tax to net cash provided by operating activities			
	Depreciation	90.5	84.8
	(Increase) in inventories	(0.1)	(0.2)
	(Increase) in trade receivables	(11.3)	(13.1)
	Decrease in other current assets	2.3	9.4
	Increase in trade payables	55.9	58.2
	Increase in accrued expenses	313.1	217.1
	(Decrease) in other creditors	(9.5)	(12.8)
	Increase in provisions	3.3	3.3
	Increase in finance expense	2.4	2.7
	(Increase) in finance income	(0.4)	(1.1)
	Share based payments	0.5	0.5
	Income tax refunded	-	0.2
Net cash provided by operating activities		535.2	461.5
Investing activities			
	Capital expenditure (purchase of property, plant and equipment)	(237.3)	(101.5)
	Decrease in restricted cash	2.9	2.6
	(Increase) in financial assets: cash > 3months	(37.0)	(993.6)
Net cash used in investing activities		(271.4)	(1,092.5)
Financing activities			
	Net proceeds from shares issued	1.8	0.2
	Proceeds from long term borrowings	-	82.8
	Repayments of long term borrowings	(89.4)	(83.5)
Shares purchased under share buy-back programme	12	(176.6)	(67.5)
Net cash used in financing activities		(264.2)	(68.0)
(Decrease) in cash and cash equivalents		(0.4)	(699.0)
Cash and cash equivalents at beginning of the period		1,240.9	2,708.3
Cash and cash equivalents at end of the period		1,240.5	2,009.3

Ryanair Holdings plc and Subsidiaries

Edgar Filing: RYANAIR HOLDINGS PLC - Form 6-K

Condensed Consolidated Interim Statement of Changes in Shareholders' Equity for the quarter ended June 30, 2013
(unaudited)

	Other Reserves							
	Ordinary Shares M	Issued Share Capital €M	Share Premium Account €M	Retained Earnings €M	Capital Redemption Reserve €M	Other		Total €M
						Hedging Reserves €M	Reserves €M	
Balance at March 31, 2012	1,445.6	9.3	666.4	2,400.1	0.7	138.6	91.6	3,306.7
Profit for the year	-	-	-	569.3	-	-	-	569.3
Other comprehensive income								
Net actuarial losses from retirement benefits plan	-	-	-	(1.1)	-	-	-	(1.1)
Net movements into cash flow reserve	-	-	-	-	-	(138.1)	-	(138.1)
Net change in fair value of available for sale financial asset	-	-	-	-	-	-	71.5	71.5
Total other comprehensive income	-	-	-	(1.1)	-	(138.1)	71.5	(67.7)
Total comprehensive income	-	-	-	568.2	-	(138.1)	71.5	501.6
Transactions with owners of the Company recognised directly in equity								
Issue of ordinary equity shares	6.5	-	21.4	-	-	-	-	21.4
Repurchase of ordinary equity shares	-	-	-	(67.5)	-	-	-	(67.5)
Cancellation of repurchased ordinary shares	(15.0)	(0.1)	-	-	0.1	-	-	-
Share-based payments	-	-	-	-	-	-	1.9	1.9
Dividend paid	-	-	-	(491.5)	-	-	-	(491.5)
Transfer of exercised and expired share based awards	-	-	-	9.3	-	-	(9.3)	-
Balance at March 31, 2013	1,447.1	9.2	687.8	2,418.6	0.8	0.5	155.7	3,272.6
Profit for the period	-	-	-	78.1	-	-	-	78.1
Other comprehensive income								
Net movements into cash flow reserve	-	-	-	-	-	(77.8)	-	(77.8)
Net change in fair value of available for sale financial asset	-	-	-	-	-	-	20.0	20.0
Total other comprehensive income								