

SYMI INVESTMENTS LIMITED

Directors' Report and Financial Statements

For the year ended 31 October 1999



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COMPANIES HOUSE **30/08/00**

Company Number 2458850

SYMI INVESTMENTS LIMITED

DIRECTORS' REPORT

for the year ended 31 October 1999

FINANCIAL STATEMENTS

The Directors present their report and financial statements of Symi Investments Limited for the year ended 31 October 1999.

PRINCIPAL ACTIVITY

The Company's principal activity is that of an investment company.

BUSINESS REVIEW, RESULTS AND DIVIDENDS

The profit after taxation for the year was £nil (1998: £nil). The Directors do not propose a dividend for the year ended 31 October 1999 (1998: £nil).

The profit transferred to reserves was £nil (1998: £nil).

DIRECTORS AND THEIR INTERESTS

The Directors of the Company at the date of this report are:

R J G Starling
P J Long
D Howell

None of the Directors had any beneficial interest in the shares of the Company at any time during the year.

SYMI INVESTMENTS LIMITED

DIRECTORS' REPORT

for the year ended 31 October 1999

At 31 October 1999, the interests of the Directors in the share capital of First Choice Holidays PLC, the ultimate parent Company, were as follows:

	-----Shares-----			-----Options-----			-----Restricted Shares---		
	31 October 1999	31 October 1998	31 October 1998	Rights issue entitlement	Granted	Exercised	31 October 1999	31 October 1999	31 October 1998
Ordinary Shares									
R J G Starling	39,853	12,710	3,724	-	-	-	3,724	45,748	90,986

RJR Starling exercised in full an option for 45,238 shares at 89p on 14 September 1999.

	No. of shares	Option exercise price (p)	Date first exercisable
R J G Starling			
Restricted Share Plan	32,474	n/a	16 December 2000
Restricted Share Plan	13,274	n/a	5 October 2001
Savings Related Share Option Scheme	3,724	116.00	1 November 2001

The interests of P J Long and D Howell are disclosed in the accounts of First Choice Holidays PLC.

For full details of the above schemes, reference should be made to the Annual Report & Accounts of First Choice Holidays PLC.

YEAR 2000

The Company established a programme, in association with other group companies, to meet the challenge posed by the Year 2000 issue. This established a dedicated team to identify the risks arising due to Year 2000 and to formulate a strategy and procedures to ensure that such risks are minimised or eliminated as appropriate.

AUDITORS

The Company has elected to dispense with the holding of Annual General Meetings, the laying of accounts before the members in general meeting and the appointment of auditors annually. Accordingly, KPMG Audit Plc will continue in office as auditors.

SYMI INVESTMENTS LIMITED

DIRECTORS' REPORT

for the year ended 31 October 1999

DIRECTORS' RESPONSIBILITIES

Company law requires the Directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss for that period. In preparing those 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

By order of the Board

A handwritten signature in black ink, appearing to be 'D Howell', written over a horizontal line.

**D Howell
Director**

21 August 2000

REPORT OF THE AUDITOR
to the members of Symi Investments Limited
for the year ended 31 October 1999

We have audited the financial statements on pages 5 to 9.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the directors' report and, as described on page 3, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act. We also report to you, if in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

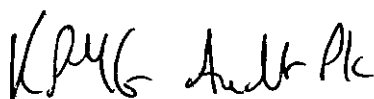
Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the Directors in the preparation of the financial statements and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of the Company's affairs as at 31 October 1999 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



KPMG Audit Plc
Chartered Accountants
Registered Auditor
London

25th August 2000

SYMI INVESTMENTS LIMITED**PROFIT AND LOSS ACCOUNT****for the year ended 31 October 1999**

	Note	Continuing Operations 1999 £	Continuing Operations 1998 £
Operating income		-	-
Operating profit		-	-
Profit and Loss account brought forward		(562,053)	(562,053)
Profit and Loss account carried forward		(562,053)	(562,053)

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

The Company had no other recognised gains or losses for either year.

SYMI INVESTMENTS LIMITED**BALANCE SHEET**
as at 31 October 1999

	Note	1999 £	1998 £
FIXED ASSETS			
Investments	5	15,225,583	8,516,780
CURRENT ASSETS			
Debtors	6	8,686	3,355,725
CREDITORS: amounts falling due within one year	7	(14,795,322)	(11,433,558)
Net Current Liabilities		(14,786,636)	(8,077,833)
Net Assets		438,947	438,947
CAPITAL AND RESERVES			
Called up share capital	8	1,001,000	1,001,000
Profit and loss account		(562,053)	(562,053)
Equity Shareholders' funds		438,947	438,947

The financial statements on pages 5 to 9 were approved by the Board on 21 August 2000 and signed by on their behalf by:



D Howell
Director

SYMI INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS **for the year ended 31 October 1999**

1. ACCOUNTING POLICIES

Basis of preparation

The financial statements have been prepared in accordance with applicable accounting standards consistently applied and under the historical cost convention.

The accounts have been prepared on a going concern basis which the Directors believe is appropriate, as the ultimate holding company, First Choice Holidays PLC, has indicated its willingness to ensure the obligations and liabilities of the Company are met as they fall due.

Cash flow

The company is exempt under Financial Reporting Standard No.1 (Revised) from the requirement to prepare a cash flow statement as it is a wholly owned subsidiary of First Choice Holidays PLC. First Choice Holidays PLC includes the Company's cash flow in its own published consolidated financial statements.

Related party transactions

The Company has taken advantage of the exemption contained in Financial Reporting Standard No.8 "Related Party Disclosure" as it is a wholly owned subsidiary of First Choice Holidays PLC. Therefore the company has not disclosed transactions or balances with entities which form part of the group headed by First Choice Holidays PLC.

Group Financial Statements

The Company has not produced group financial statements because it is a wholly owned subsidiary undertaking of First Choice Holidays PLC.

Foreign Currencies

Monetary assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date except to the extent covered by forward exchange contracts. Exchange gains and losses arising on trading and translation of monetary assets and liabilities are dealt with through the profit and loss account.

SYMI INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 October 1999

2. EMPLOYEES

The Company had no employees during the year (1998: nil).

3. DIRECTORS

The directors received no remuneration during the year (1998: £nil).

4. AUDITORS

The auditor's remuneration in both years was borne by a fellow subsidiary undertaking.

5. INVESTMENTS

	1999 £	1998 £
Shares in subsidiary undertaking :		
Net book value at the beginning of the year	8,516,780	8,516,780
Additions	<u>6,708,803</u>	<u>-</u>
Net book value at the end of the year	<u>15,225,583</u>	<u>8,516,780</u>

Additions to investments of £6,708,803 are for the purchase of 7,000,000 \$1 unlimited preference shares on the 9th of December 1998 at a consideration of £2,732,027 and for the purchase of 10,000,000 \$1 unlimited preference shares on the 25th of January 1999 at a consideration of £3,976,776. Both investments are in unlimited preference shares in Signature Vacations Inc.

Subsidiary Undertaking

Signature Vacations Inc. is a tour operator incorporated in Canada. At 31 October 1999 it had an issued share capital of 1,000,000 common voting stock (of \$1 each) and 34,967,000 non-voting convertible redeemable preference shares (of \$1 each). The principal country of operation of Signature Vacations Inc. is Canada and accounts are made up to 31 October.

At 31 October 1999, Symi Investments Limited held all of the preference shares of Signature Vacations Inc.

SYMI INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS for the year ended 31 October 1999

6. DEBTORS

	1999 £	1998 £
Amounts owed by subsidiary undertaking	8,686	8,686
Amounts owed by parent company	-	3,347,039
	<u>8,686</u>	<u>3,355,725</u>

7. CREDITORS : amounts falling due within one year

	1999 £	1998 £
Amounts due to parent company and fellow subsidiary undertakings	<u>14,795,322</u>	<u>11,433,558</u>

8. CALLED UP SHARE CAPITAL

	1999 £	1998 £
Authorised		
1,001,000 ordinary shares of £1 each	<u>1,001,000</u>	<u>1,001,000</u>
Allotted, issued and fully paid		
1,001,000 ordinary shares of £1 each	<u>1,001,000</u>	<u>1,001,000</u>

9. ULTIMATE PARENT COMPANY

The Company is a wholly owned subsidiary undertaking of First Choice Holidays PLC, a company registered in England and Wales. First Choice Holidays PLC is the parent undertaking of the largest and smallest group of which Symi Investments Limited is a member and for which group accounts are drawn up. Copies of these group accounts are available from the Company Secretary, First Choice Holidays PLC, First Choice House, London Road, Crawley, West Sussex, RH10 2GX.