



Sunair Limited

Accounts 31 October 1997
together with directors' and auditors' reports
Registered number: 2676147



Directors' report

For the year ended 31 October 1997

The directors present their annual report on the affairs of the company, together with the accounts and auditors' report for the year ended 31 October 1997.

Principal activity

The company has not traded since incorporation on 9 January 1992.

Directors and their interests

The directors of the company who served during the year are shown below:

M. Vanmoerkerke (Chairman)

R.J.M. Dupuis

B. Vanmoerkerke

R. Bramble

B.J. Fell

R. Vanmoerkerke

No director held any beneficial interest (or options) in the shares of the company or in those of its UK parent undertaking during the year apart from R. Vanmoerkerke who held one ordinary share and one deferred ordinary share in Sun International (UK) Limited throughout the year. There was no beneficial interest in either shareholding.

Statement of directors' responsibilities

Company law requires the directors to prepare accounts 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 of the company for that period. In preparing those accounts, 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 accounts; and
- prepare the accounts 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 accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

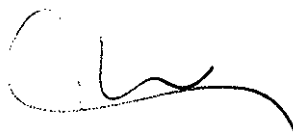
Directors' report (continued)

Auditors

The directors will place a resolution before the Annual General Meeting to reappoint Arthur Andersen as auditors for the ensuing year.

Bridge House
55-59 High Road
Broxbourne
Herts
EN10 7DT

By order of the Board,



R.J.M. Dupuis

Director

30 January 1998

Auditors' report

London

To the Shareholders of Sunair Limited:

We have audited the accounts on pages 4 and 5 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

Respective responsibilities of directors and auditors

As described on page 1 the company's directors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 31 October 1997 and have been properly prepared in accordance with the Companies Act 1985.



Arthur Andersen

Chartered Accountants and Registered Auditors

1 Surrey Street
London
WC2R 2PS

30 January 1998

Balance sheet

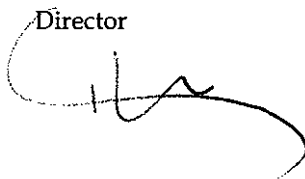
31 October 1997

	Notes	1997 £	1996 £
Fixed assets			
Investments	2	1,000	1,000
Current assets			
Debtors	3	100	100
Creditors: amounts falling due within one year	4	(1,000)	(1,000)
Net current liabilities		<u>(900)</u>	<u>(900)</u>
Net assets		<u>100</u>	<u>100</u>
Capital and reserves			
Called-up equity share capital	5	<u>100</u>	<u>100</u>

Signed on behalf of the Board

R.J.M. Dupuis

Director



30 January 1998

The accompanying notes on page 5 are an integral part of this balance sheet.

Notes to the accounts

31 October 1997

1 Accounting policies

The accounting policies have been applied consistently throughout the year and the preceding year. The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

2 Fixed asset investments

	1997 £	1996 £
Cost and net book value	<u>1,000</u>	<u>1,000</u>

The company owns 100% of the £1 'H' class ordinary shares of Bridge Travel Group Limited.

3 Debtors

	1997 £	1996 £
Amounts owed by other group undertakings	<u>100</u>	<u>100</u>

4 Creditors: Amounts falling due within one year

	1997 £	1996 £
Amounts owed to fellow group undertakings	<u>1,000</u>	<u>1,000</u>

5 Called-up equity share capital

	1997 £	1996 £
<i>Authorised</i>		
1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
<i>Allotted, called-up and fully-paid</i>		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>

6 Ultimate parent company

The company is a subsidiary undertaking of Sun International N.V., a company incorporated in Belgium. Subsequently, on 16 January 1998, the ultimate parent company change to Airtours plc, a company registered in England and Wales.

The largest group in which the results of the company are consolidated is that headed by Sun International N.V., the accounts of which may be obtained from Sun International N.V., Archimedesstraat 7, B-8400 Ostend, Belgium. The smallest group in which they are consolidated is that headed by Sun International (UK) Limited, a company registered in England and Wales.