

Sunair Limited

Annual report and accounts
for the year ended 30 September 2000

Registered number: 2676147



Directors' report

For the year ended 30 September 2000

The directors present their annual report on the affairs of the company, together with the accounts and auditors' report for the year ended 30 September 2000.

Principal activity

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

Directors

The directors of the company who served during the year were as follows:

R.J.M. Dupuis	(resigned 30 September 2000)
B.J. Fell	
L. Thuesen	
P. Rothwell	(resigned 5 October 2000)
R. Hill	

Directors' interests

During the year, Mr. L. Thuesen and Mr. P. Rothwell were directors of the parent company, Airtours plc, and their share interests are disclosed in the accounts of that company.

No other directors held any interest in the shares of any group company at year end.

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 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.

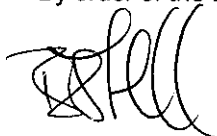
Directors' report (continued)

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,

A handwritten signature in black ink, appearing to read 'B.J. Fell', written over a horizontal line.

B.J. Fell

Director

19 March 2001

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 2 the company's directors are responsible for the preparation of the accounts 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.

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 circumstances of the company, 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 affairs of the company as at 30 September 2000 and have been properly prepared in accordance with the Companies Act 1985.



Arthur Andersen
Chartered Accountants and Registered Auditors

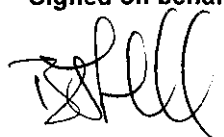
Bank House
9 Charlotte Street
Manchester
M1 4EU

19 March 2001

Balance sheet
30 September 2000

	Notes	2000 £	1999 £
Fixed assets			
Investments	2	<u>1,000</u>	<u>1,000</u>
Current assets			
Debtors	3	100	100
Creditors: amounts falling due within one year	4	<u>(1,000)</u>	<u>(1,000)</u>
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



B.J. Fell
Director

19 March 2001

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

Notes to accounts

30 September 2000

1 Accounting policies

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

2 Fixed asset investments

	2000 £	1999 £
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, a fellow group undertaking.

3 Debtors

	2000 £	1999 £
Amounts owed by group undertakings	<u>100</u>	<u>100</u>

4 Creditors: Amounts falling due within one year

	2000 £	1999 £
Amounts owed to fellow group undertakings	<u>1,000</u>	<u>1,000</u>

5 Called-up equity share capital

	2000 £	1999 £
<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 largest and smallest group in which the results of the company are consolidated is that headed by Airtours plc, the accounts of which may be obtained from Airtours plc, Parkway One, Parkway Business Centre, 300 Princess Road, Manchester M14 7QU.