Study Holidays Limited

Financial statements
For the year ended 31 December 2005

Grant Thornton 3



Company information

Company registration number

3528539

Registered office

3rd Floor Sidney House Sussex Street CAMBRIDGE CB1 1PE

Directors

N P D Golding S L Lothian

Secretary

Eversecretary Limited

Auditor

Grant Thornton UK LLP Chartered Accountants Registered Auditors Byron House

Cambridge Business Park

Cowley Road CAMBRIDGE CB4 0WZ

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Report of the directors

The directors present their report and the financial statements of the company for the year ended 31 December 2005.

Principal activities

The company has remained dormant throughout the year.

Directors

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

N P D Golding S L Lothian

Directors' responsibilities

The directors are responsible for preparing the financial statements in accordance with applicable law and United Kingdom Generally Accepted Accounting Practice.

United Kingdom 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 of the company for that year. 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
- 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, for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditor

A resolution to re-appoint Grant Thornton UK LLP as auditor for the ensuing year will be proposed at the annual general meeting in accordance with section 385 of the Companies Act 1985.

Small company provisions

This report has been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985.

ON BEHALF OF THE BOARD

N P D Golding

Director

13 April 2006

Grant Thornton &

Report of the independent auditor to the members of Study Holidays Limited

We have audited the financial statements of Study Holidays Limited for the year ended 31 December 2005 on pages 8 to 9. These financial statements have been prepared under the historical cost convention and the accounting policies set out on page 7.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditor

The directors' responsibilities for preparing the Report of the Directors and the financial statements in accordance with United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

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 1985. We also report to you if, in our opinion, the Report of the Directors 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 other transactions is not disclosed.

We read the Report of the Directors and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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.

Report of the independent auditor to the members of Study Holidays Limited (continued)

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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2005; and

have been properly prepared in accordance with the Companies Act 1985.

Grant Thornton VX LLF

GRANT THORNTON UK LLP REGISTERED AUDITORS

CHARTERED ACCOUNTANTS

CAMBRIDGE 13 april 2006.

Principal accounting policies

Basis of accounting

The financial statements have been prepared under the historical cost convention.

Cash flow statement

The directors have taken advantage of the exemption in Financial Reporting Standard No 1 (Revised 1996) from including a cash flow statement in the financial statements on the grounds that the company is wholly owned and its parent publishes a consolidated cash flow statement.

Balance sheet

	Note	2005 £	2004 £
Current assets Debtors	2	2	2
Total assets		2	2
Capital and reserves Called-up equity share capital	3	2	2
Shareholders' funds			2

These financial statements have been prepared in accordance with the special provisions for small companies under Part VII of the Companies Act 1985.

These financial statements were approved by the directors on 13 April 2006 and are signed on their behalf by:

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N P D Golding

Director

S L Lothian Director

2005

2004

## Notes to the financial statements

#### 1 Profit and loss account

The company did not trade during the year and has made neither a profit nor a loss. No Profit and Loss Account has therefore been prepared.

#### 2 Debtors

3

|                                    | 2005<br>£ | 2004<br>£ |
|------------------------------------|-----------|-----------|
| Amounts owed by group undertakings | 2         | 2         |
| Share capital                      |           |           |
| Authorised share capital:          |           |           |

|                                  | £     | t     |
|----------------------------------|-------|-------|
| 1,000 Ordinary shares of £1 each | 1,000 | 1,000 |

Allotted, called up and fully paid:

|                            | 2005 |   | 2004 |   |
|----------------------------|------|---|------|---|
|                            | No   | £ | No   | £ |
| Ordinary shares of £1 each | 2    | 2 | 2    | 2 |

#### 4 Ultimate parent company

The ultimate undertaking is Cambridge Education Group Limited, a company incorporated in England and Wales.