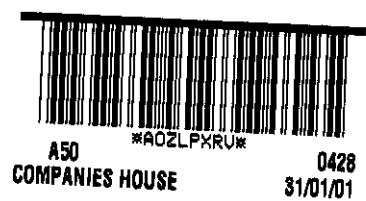

STUDY HOLIDAYS LIMITED

DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 AUGUST 2000



STUDY HOLIDAYS LIMITED

Company Information

Directors	N P D Golding E R Armstrong S L Lothian R A Woolf
Secretary	G Stanfield
Company Number	3528539
Registered Office	Francis House 112 Hills Road Cambridge CB2 1PH
Auditors	Imray & Co Chartered Accountants & Registered Auditors 38 Station Road Cambridge CB1 2JH

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 AUGUST 2000

The directors present their report and the financial statements for the year ended 31 August 2000.

Statement of 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 of the company 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;
- 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 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.

Principal activities

The company has remained dormant throughout the year.

Directors

The directors who served during the year were as follows:

N P D Golding
E R Armstrong
S L Lothian
R A Woolf

None had any direct interest in the company.

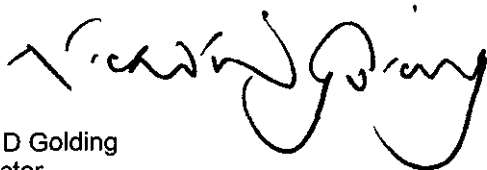
The interests of the directors in the ultimate parent undertaking, Cambridge Education Group Limited, are shown in the reports and accounts of that company where applicable.

Auditors

The auditors, Imray & Co, will be proposed for reappointment in accordance with section 385 of the Companies Act 1985.

The report of the directors has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

This report was approved by the board on 15 December 2000 and signed on its behalf.



N P D Golding
Director

AUDITORS' REPORT TO THE SHAREHOLDERS OF STUDY HOLIDAYS LIMITED

We have audited the financial statements on pages 2 to 4 which have been prepared in accordance with the Financial Reporting Standard for Smaller Entities under the historical cost convention and the accounting policies set out on page 4.

Respective responsibilities of directors and auditors

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

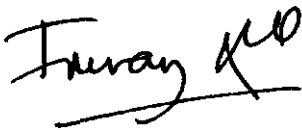
Basis of opinion

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 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 August 2000 and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.



Imray & Co

Chartered Accountants & Registered Auditors
38 Station Road
Cambridge
CB1 2JH

15 December 2000

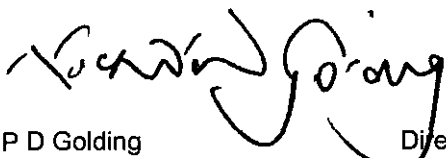

STUDY HOLIDAYS LIMITED

BALANCE SHEET
As at 31 August 2000

	Note	£	2000 £	£	1999 £
CURRENT ASSETS					
Debtors	2	<u>2</u>		<u>2</u>	
		2		2	
NET CURRENT ASSETS			<u>2</u>		<u>2</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>£ 2</u>		<u>£ 2</u>
CAPITAL AND RESERVES					
Called up share capital	3		<u>2</u>		<u>2</u>
SHAREHOLDERS' FUNDS			<u>£ 2</u>		<u>£ 2</u>

The financial statements have been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000).

The financial statements were approved by the board on 15 December 2000 and signed on its behalf.

 N P D Golding	 S L Lothian
Director	Director

The notes on pages 4 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
For the year ended 31 August 2000

1. ACCOUNTING POLICIES**1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and in accordance with the Financial Reporting Standard for Smaller Entities (effective March 2000) and include the results of the company's operations which are described in the Directors' Report.

1.2 Cash Flow

The financial statements do not include a cash flow statement because the company, as a small reporting entity, is exempt from the requirement to prepare such a statement under Financial Reporting Standard 1.

2. DEBTORS

	2000 £	1999 £
Due within one year		
Amounts owed by group undertakings	£ <u>2</u>	£ <u>2</u>

3. CALLED UP SHARE CAPITAL

	2000 £	1999 £
Authorised		
1,000 ordinary shares of £1.00 each	£ <u>1,000</u>	£ <u>1,000</u>
Allotted, called up and fully paid		
2 ordinary shares of £1.00 each	£ <u>2</u>	£ <u>2</u>

4. PARENT COMPANY

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