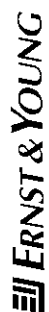
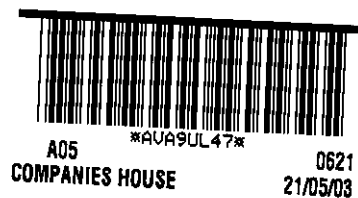


Premier Dawn (EBT) Limited - 3864158

Report and Financial Statements

31 October 2002

 **ERNST & YOUNG**



Registered No: 03864158

Directors

R G Wilson
J A Waterworth
M R Norden

Secretary

M R Norden, resigned 20 January 2003
J Archibold, appointed 20 January 2003

Auditors

Ernst & Young LLP
Citygate
St James' Boulevard
Newcastle upon Tyne
NE1 4JD

Bankers

Bank of Scotland
19/21 Spring Gardens
Manchester
M2 1FB

Solicitors

Dickinson Dees
St Ann's Wharf
112 Quayside
Newcastle upon Tyne
NE99 1SB

Morisons
Erskine House
68 Queen Street
Edinburgh
EH2 4NN

Registered Office

Cragside House
42a Heaton Road
Newcastle upon Tyne
NE6 1SE

Directors' Report

The directors present their report and financial statements for the year ended 31 October 2002.

Review of the business

The company did not trade during the year.

Directors

The directors at 31 October 2002 were as follows:

R G Wilson

J A Waterworth

M R Norden (appointed 1 July 2002)

No director was interested in the shares of the company during the year. Details of directors' interests in the ultimate parent undertaking are disclosed in the financial statements of that company.

Statement of directors' responsibilities in respect of the financial statements

Company law requires the directors to prepare financial statements for each financial period 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:

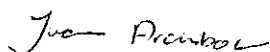
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records 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.

Auditors

A resolution to re-appoint Ernst & Young LLP as the Company's auditors will be put to the forthcoming Annual General Meeting.

By order of the Board



Secretary

3 February 2003

Independent auditors' report

to the members of Premier Dawn (EBT) Limited

We have audited the company's financial statements for the year ended 31 October 2002, which comprises the Balance Sheet and the related notes 1 to 5. These financial statements have been prepared on the basis of the accounting policies set out therein.

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 auditors' 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 auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

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 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.

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

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 affairs of the company as at 31 October 2002 and have been properly prepared in accordance with the Companies Act 1985.



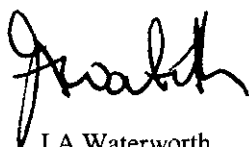
Ernst & Young LLP
Registered Auditor
Newcastle upon Tyne

3 February 2003

Balance Sheet

at 31 October 2002

	Notes	2002 £	2001 £
Current assets			
Debtors	3	2	2
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	4	2	2
		<hr/>	<hr/>
Total shareholders' funds		<hr/> £2	<hr/> £2



J A Waterworth

- Director

3 February 2003

Notes to the Financial Statements

at 31 October 2002

1. Accounting policies

Basis of preparation

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

2. Profit and loss account

The company had no transactions during the year and has made neither a profit nor a loss. No profit and loss account has therefore been prepared.

3. Debtors

	2002 £	2001 £
Amounts due from parent undertaking	2	2

4. Share capital

	No.	2002 £	No.	2001 £
Authorised: Ordinary shares of £1 each	1,000	£1,000	1,000	£1,000
Allotted and called up: Ordinary shares of £1 each	2	£2	2	£2

2 ordinary shares of £1 with a nominal value of £1 were issued on incorporation. The consideration has not been paid.

5. Ultimate parent undertaking

The company's ultimate parent undertaking is Parkdean Holidays Limited (formerly Premier Dawn Limited). Copies of its group financial statements, which include the company, are available from Cragside House, 42a Heaton Road, Newcastle upon Tyne, NE6 1SE.