

# **WHITBREAD PROPERTIES LIMITED**

## **REPORT & ACCOUNTS**

**27 February 1999**

Registered number 48574



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# WHITBREAD PROPERTIES LIMITED

**DIRECTORS:** S C Barratt  
C J Wilkins

**SECRETARY:** M R Buxton-Smith

**AUDITORS:** Ernst & Young  
London

**REGISTERED OFFICE:** Chiswell Street  
London  
EC1Y 4SD

**REGISTERED NUMBER:** 48574

## **DIRECTORS' REPORT**

### **Accounts**

The Directors submit to the shareholders their report and accounts for the year ended 27 February 1999.

### **Principal activity and review of business development**

The directors report that the company has not traded during the year ended 27 February 1999.

### **Results and dividends**

The profit for the year after taxation amounted to £nil (1998 - £nil).

The directors propose a final dividend of 38.6 pence per ordinary share (1998 - nil).

### **Year 2000**

The company is a subsidiary of Whitbread PLC and is included in the Whitbread Group programme addressing the impact of the year 2000. Details of this programme can be found in the report and accounts of Whitbread PLC. Copies can be obtained from Chiswell Street, London EC1Y 4SD.

### **Directors**

The Directors of the company during the year and up to the date of this report are listed on page 1.

### **Directors' interests**

According to the register maintained as required under the Companies Act 1985, the beneficial interests of the directors in shares and options over the ordinary shares in the parent undertaking, Whitbread PLC including shares under the Whitbread PLC Share Ownership Scheme are as follows:

<b>Ordinary shares</b>	<b><u>27 February 1999</u></b>	<b><u>28 February 1998</u></b>
S C Barratt	4,406	123
C J Wilkins	6,299	6,160

# DIRECTORS' REPORT

## Options over ordinary shares

During the year the following movements in options over the ordinary share capital of the parent undertaking, Whitbread PLC, took place:-

	Options held	Options granted		Options exercised		Options held
	at 01.03.98	Number	Price (p)	Number	Price (p)	at 27.02.99
S C Barratt	a 41,100	4,300	1027.0	(4,600)	416.2	14,200
				(1,000)	456.8	
				(4,000)	498.8	
				(6,400)	537.6	
				(15,200)	594.2	
	b 540	303	638.3			843
C J Wilkins	a 68,800	3,100	1027.0			71,900
	b 3,033					3,033

(a) the Executive Share Option Scheme

(b) the Savings Related Share Option Scheme

## Auditors

Ernst & Young have expressed their willingness to continue in office as auditors of the company.

On behalf of the board



SECRETARY

9 September 1999

## **STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO FINANCIAL STATEMENTS**

The following statement, which should be read in conjunction with the auditors' statement of auditors' responsibilities set out on page 5, is made with a view to distinguishing the respective responsibilities of the directors and of the auditors in relation to the financial statements.

The directors are required by the Companies Act 1985 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss for the financial year.

The directors consider that in preparing the financial statements on pages 6 to 10 the company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgements and estimates, and that all applicable Accounting Standards have been followed. *The financial statements have been prepared on a going concern basis.*

The directors have responsibility for ensuring that the company keeps accounting records which disclose with reasonable accuracy the financial position of the company and which enable them to ensure that the financial statements comply with the Companies Act 1985.

The directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

**REPORT OF THE AUDITORS**

**to the members of Whitbread Properties Limited**

We have audited the financial statements on pages 6 to 10 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 8.

**Respective responsibilities of directors and auditors**

As described on page 4, the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion to you.

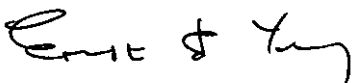
**Basis of opinion**

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 affairs of the company at 27 February 1999 and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young  
Registered Auditor  
London

**09 SEP 1999**

1999

## PROFIT AND LOSS ACCOUNT

### Year ended 27 February 1999

	Notes	Year ended <u>27 February 1999</u>	Year ended <u>28 February 1998</u>
		£	£
LOSS EARNED FOR SHAREHOLDERS		-	-
Ordinary dividends	1	(2,727,368)	-
		<hr/>	<hr/>
RETAINED LOSS FOR THE YEAR	3	<u>(2,727,368)</u>	<u>-</u>

### STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There were no recognised gains or losses in the year other than those reported in the profit and loss account.

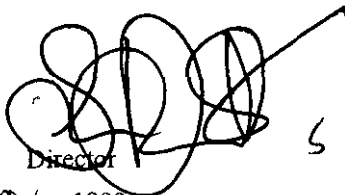


# WHITBREAD PROPERTIES LIMITED

## BALANCE SHEET

27 February 1999

	<u>Notes</u>	<u>1999</u> £	<u>1998</u> £
<b>CURRENT ASSETS</b>			
Debtors - amounts owed by group undertakings		2,110,051	4,837,419
<b>NET CURRENT ASSETS</b>		<u>2,110,051</u>	<u>4,837,419</u>
<b>TOTAL ASSETS LESS LIABILITIES</b>		<u>2,110,051</u>	<u>4,837,419</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	2,107,272	2,107,272
Profit and loss account	5	<u>2,779</u>	<u>2,730,147</u>
<b>SHAREHOLDERS' FUNDS</b>	6	<u>2,110,051</u>	<u>4,837,419</u>



Director

S C BARNATT

9 September 1999

## **ACCOUNTING POLICIES**

### **Accounting convention**

The accounts are prepared under the historical cost convention and in accordance with applicable Accounting Standards.

### **Cash flow**

As permitted by Financial Reporting Standard No.1 (revised) a cashflow has not been prepared as the company is a wholly owned subsidiary of a European Community parent whose consolidated accounts are publicly available.

# NOTES TO THE ACCOUNTS

## 1. ORDINARY DIVIDENDS

	1999	1998
	£	£
Proposed at 38.6 pence per ordinary share (1998: nil pence per share)	2,727,368	-
The ultimate holding company has waived its rights to dividends on preference shares.		

## 2. SHARE CAPITAL

	Authorised		Allotted, called up and fully paid	
	1999	1998	1999	1998
	£	£	£	£
Ordinary shares of £0.175 each	1,400,000	1,400,000	1,236,501	1,236,501
5% cumulative preference shares of £0.50 each	546,200	546,200	524,271	524,271
7% cumulative preference shares of £0.25 each	351,800	351,800	346,500	346,500
	<u>2,298,000</u>	<u>2,298,000</u>	<u>2,107,272</u>	<u>2,107,272</u>

## 3. PROFIT AND LOSS ACCOUNT

	1999	1998
	£	£
Opening balance	2,730,147	2,730,147
Loss retained	(2,727,368)	-
Closing balance	<u>2,779</u>	<u>2,730,147</u>

## 4. MOVEMENT IN SHAREHOLDERS' FUNDS

	1999	1998
	£	£
Opening shareholders' funds	4,837,419	4,837,419
Loss earned for ordinary shareholders	-	-
Dividends	(2,727,368)	-
Closing shareholders' funds	<u>2,110,051</u>	<u>4,837,419</u>

Represented as:-

	1999	1998
	£	£
Equity interests	1,239,280	3,966,648
Non-equity interests	870,771	870,771
	<u>2,110,051</u>	<u>4,837,419</u>

## **NOTES TO THE ACCOUNTS**

### **5. RELATED PARTIES**

The company is a wholly owned subsidiary of Whitbread PLC and has taken advantage of the exemption given in Financial Reporting Standard No.8 not to disclose transactions with other group companies.

### **6. PARENT UNDERTAKING**

The ultimate parent undertaking is Whitbread PLC, registered in England and Wales.

The smallest and largest group of undertakings for which group accounts are drawn up and of which the company is a member is Whitbread PLC, registered in England and Wales. Copies of their accounts can be obtained from Chiswell Street, London EC1Y 4SD.