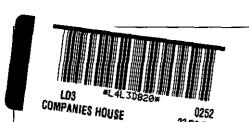


288a

APPOINTMENT of director or secretary

Please complete in typescript, or in bold black capitals.	(NOT for resignation (use Form 288b) or change of particulars (use Form 288c))
CHFP010 Company Number	00996804
Company Name in full	Priory Leisure Limited
	Day Month Year Day Month Year
Appointment Date of appointment	1 4 0 7 2 0 0 5 † Date of 0 3 1 1 1 9 5 9
Notes on completion Appointment as director appear on next page.	X as secretary Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.
NAME * Style / Title	* Honours etc
Forename(s)	Simon Charles
Surname	Barratt
Previous forename(s)	Previous surname(s)
Usual residential address	The Farmyard, Pearson's Green Road
Post town	Brenchley Postcode TN12 7DE
County / Region	Kent Country
† Nationality	British † Business occupation Solicitor
† Other directorships (additional space next page)	See attached schedule
	I consent to act as * director / secretary of the above named company
Consent signature	Date 17/8/2005
* Voluntary details. † Directors only.	A director, secretary etc must sign the form below.
** Please delete as appropriate Signed	POR AND ON BEHALF OF PETERS HILL SECRETARIES LIMITED Date 9/8/2005
	director / secretary / administrator / administrative receiver / receiver manager / receiver)
Please give the name, address, telephone number and, if available, a DX number and	The Company Secretarial Department - EP7, 12 Plumtree
Exchange of the person Companies House should contact if there is any query.	Court, London, EC4A 4HT



23/08/05

When you have completed and signed the form please send it to the Registrar of Companies at:

DX exchange

Companies House, Crown Way, Cardiff, CF14 3UZ for companies registered in England and Wales

Tel

DX 33050 Cardiff

or

DX number

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

	Company Number	00996804
† Directors only.	† Other directorships	

NOTES

Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.

Give previous forenames or surname(s) except:

- for a married woman, the name by which she was known before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years.

A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or succeeded to it.

Other directorships.

Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.

You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was

- dormant
- a parent company which wholly owned the company making the return, or
- another wholly owned subsidiary of the same parent company.



CHFP010

Company Number

List of other directorships Schedule to form 288a

Company Name in full

Priory Leisure	Limited

Name

Company Name	Resignation
Adventures In Wine Limited	04/05/2004
Advisebegin Limited	
Alastair Campbell & Company Limited	04/05/2004
Ampleflow Limited	31/05/200
Archibald Campbell Hope & King Limited	04/05/200
Autumn Days Limited	15/02/2009
Bella Pasta Limited	31/05/200
Bella Pasta Restaurants Limited	31/05/200
Belstead Brook Manor Hotel Limited	04/05/200
Brickwoods Limited	04/05/200
Britannia Inns Limited	04/05/200
Bunters Restaurants Limited	31/05/200
Calltap Limited	10/03/200
Carpenters of Widnes Limited	04/05/200
Cellar Selection Limited	04/05/200
Cherwell Inns Limited	
Chiswell Overseas Limited	
Chiswell Properties Limited	04/05/200
Churchgate Manor Hotel Limited	04/05/200
Costa Coffee Boutique Limited (Dissolved 10.08.2004)	
Costa International Limited	12/08/200
Cromwell Hotel (Stevenage)	04/05/200
Danesk Limited	04/05/200
David Williams (Builth) Limited	04/05/200
Dealend Limited	04/05/200
Delamont Freres Limited	04/05/200
Delaunay Freres Limited	04/05/200
Dome Restaurants Limited	04/05/200
Dragon Inns and Restaurants Limited	04/05/200
Dukes Head 1988 Limited	15/02/200



List of other directorships Schedule to form 288a

Please complete in typescript, or in bold black capitals.

CHFP010

Company Number

00996804

Company Name in full

Priory Leisure Limited

Name

Company Name	Resignation
Dunwilco (136) Limited	04/05/200
Duttons Brewery Limited	04/05/200
E. Lacon & Co., Limited	04/05/200
E.B. Holdings Limited	04/05/200
-	04/05/200
Eagle Public House Company (Middlesbrough) Limited Evan Evans Bevan Limited	04/05/200
	16/05/200
Fairbar (Supplies) Limited Fairbar Limited	27/04/200
	04/05/200
Finite Hotel Systems Limited Fleet Wines & Spirits Limited	04/05/200
-	15/02/200
Forest of Arden Golf and Country Club Limited Gable Care Limited	04/05/200
Gable care Limited Goodhews (Castle)	04/05/200
Goodnews (Castle) Goodhews (Holdings) Limited	04/05/200
•	04/05/200
Goodhews (Inns) Goodhews (Restaurants)	04/05/200
Goodnews (Restaurants) Goodhews B. & S. Limited	04/05/200
	04/05/200
Goodhews Enterprises Goodhews Limited	04/05/200
	04/05/200
Gough Brothers Limited Grosvenor Leisure Limited	04/05/200
Grosvenor Leisure Limited Hammock Limited	04/05/200
	04/05/200
Hart & Co., (Boats) Limited	04/05/200
Harveys Leisure Promotions Limited	04/05/200
Highcliff Hotel (Bournemouth) Limited Hungry Fisherman Limited	04/05/200
Hungry Fisherman Limited Hunter & Oliver Limited	04/05/200
J. Burton (Warwick) Limited	04/05/200
J. Burton (Warwick) Limited J. Burton (Warwick) Limited	04/05/200
J. J. Norman and Ellery Limited	04/05/200



List of other directorships Schedule to form 288a Please complete in typescript,

or in bold black capitals.

CHFP010

Company Number

00996804

Company Name in full

Priory Leisure Limited

Name

Company Name	Resignation
James Bell and Company Limited	04/05/2004
Jestbread Limited	04/05/2004
Juneford Limited	31/05/2002
Kingsmills Hotel Company Limited	04/05/2004
Lambtons Ale Limited	04/05/2004
Latewise Limited	04/05/2004
Lawnpark Limited	01,03,200
Leisure and Retail Resources Limited	04/05/2004
Life Café Limited	18/07/2003
Life Limited	18/07/200
Lloyds Avenue Catering Limited	10,00,200
London International Hotel Limited	04/05/200
Lorimer & Clark, Limited	04/05/200
Mackeson & Company, Limited	04/05/200
Mackies Wine Company Limited	04/05/200
Maintenance, Building & Signage Limited	04/05/200
Manor Hotels Limited	04/05/200
Manor Hotels Limited	
Maredrove Limited	04/05/200
Marine Hotel Porthcawl Limited	04/05/200
Marlow Catering Limited	
Meon Valley Golf and Country Club Limited	04/05/200
Michael Stewart & Sons (Plymouth) Limited	04/05/200
Morans of Bristol Limited	04/05/200
Morris's Wine Stores Limited	04/05/200
Norseman Lager Limited	04/05/200
OLD TIL LIMITED	\
Pacific Caledonian Properties Limited	04/05/200
Pelican Restaurants limited	31/05/200
Percheron Properties Limited	04/05/200



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Company Number

List of other directorships Schedule to form 288a

Company Name in full

Priory	Leisure	Limited				

Name

Company Name	Resignation
Peter Dominic Limited	04/05/2004
Piquant Caterers Limited	
Pizzaland Limited	04/05/2004
Poco-A-Poco Limited	04/05/2004
Porter Tun Limited	04/05/2004
Prima Pasta Limited	31/05/2002
R.C. Gough and Co. Limited	04/05/2004
Raybain (Leisure) Limited	04/05/2004
Raybain (Northern) Limited	04/05/2004
Raybain (Wine Bars) Limited	04/05/2004
Reamdale Limited	04/05/2004
Rebecca's Entertainments Limited	04/05/2004
Red Restaurants Limited	27/05/2002
Respotel Limited	
Rhymney Breweries Limited	04/05/2004
Roberts & Chambers Limited	04/05/2004
S & S Property Limited	04/05/2004
S.H. Ward & Company, Limited	04/05/2004
Salford Automatics Limited	04/05/2004
SCORECHANCE 1 LIMITED	
SCORECHANCE 12 LIMITED	
SCORECHANCE 17 LIMITED	
SCORECHANCE 25 LIMITED	
SCORECHANCE 8 LIMITED	
Sheffield Automatics Limited	04/05/2004
Sheila's Public Houses Limited	31/05/2003
Shewell Limited	04/05/2004
Small & Co. (Engineering) Limited	04/05/2004
Small & Co.Limited	04/05/2004
Spring Soft Drinks Limited	



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Company Number

List of other directorships Schedule to form 288a

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Company Name in full

Priory Leisure Limited

Name

Company Name	Resignation	
Springboard UK Limited	01/09/200	
Sprowston Manor Hotel Limited	04/05/200	
St Andrews Homes (1995) Limited	15/02/200	
St Martins Care Homes Investments Limited	13) 02/200	
St. Pierre Golf and Country Club Limited	04/05/200	
ST. PIERRE GOLF AND COUNTRY CLUB LIMITED	33, 33, 23	
Stoneshell Limited		
Strong and Co. of Romsey Limited	04/05/200	
Summerfields Care Limited	04/05/200	
Sun Taverns Limited)	
Sweetings (Chop House) Limited		
Swift (Lurchrise) Limited	04/05/200	
Swift Hotels (1995) Limited	04/05/200	
Swift Hotels (Management) Limited	04/05/200	
Swift Inns and Restaurants Limited	04/05/200	
Swift Profit Sharing Scheme Trustees Limited		
Swift Quest Limited		
Swingbridge Hotel Limited		
T.F. Ashe & Nephew Limited	04/05/200	
Target HSB Limited	16/05/200	
Target PIL Core Limited	16/05/200	
Target PIL Non-Core	16/05/200	
Target WPP Limited	16/05/200	
Tewkesbury Park Golf and Country Club Limited	04/05/200	
The Barcave Group Limited	04/05/200	
The Caterers Coffee Company Limited (Dissolved 10.08.2004)		
The Dominic Group Limited	04/05/200	
The Four Seasons Hotel Investments Limited	04/05/200	
The Four Seasons Hotel Investments Management Limited	04/05/200	
The Four Seasons Hotel Investments Management Limited		



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Company Number

List of other directorships Schedule to form 288a

Company Name in full

Priory	Leisure	Limited	_ _ _				

Name

Company Name	Resignation
The Four Seasons Hotel Limited	04/05/200
	04/05/2004 28/10/2003
The Manor Leisure and Marketing Corporation Limited	}
The Market Place Restaurant (Leadenhall) Limited	31/05/2002
The Pizza Gallery Limited	31/05/2003
The Portsmouth and Brighton United Breweries, Limited	04/05/2004
The Railway Tavern Limited	04/05/200
The Scorpion Island Brewing Company Limited	04/05/2004
The Victorian Tea Company Limited (Dissolved 10.08.2004) Thomas Wethered & Sons Limited	04/05/000
	04/05/2004
Threlfalls (Liverpool & Birkenhead) Limited	04/05/2004
Threlfalls (Salford) Limited	04/05/200
Toolfirst Limited	18/07/200
Topland Dunstable Limited	13/02/200
Travel Inn Limited	04/05/200
Trentrise Limited	04/05/200
Tusker Limited	0 : /0 = / = 0
Uncle Sam's Limited	04/05/200
Vaux (Aviation) Limited	04/05/200
Vaux Breweries (1995) Limited	15/02/200
Vaux Breweries Limited	04/05/200
Vaux Group Limited	04/05/200
Virlat Limited	04/05/200
Voodooroom Limited	18/07/200
W. M. Darley, Limited	04/05/200
W. R. Wines Limited	04/05/200
West Country Breweries Limited	04/05/200
Wheeler Gate Limited	04/05/200
Whitbread PLC	
Whitbread (G.C.) Limited	04/05/2004
Whitbread Developments Limited	15/02/200



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Company Number

List of other directorships Schedule to form 288a

Company Name in full

Priory Leisure Limited

Name

Company Name	Resignation
Whitbread Devon Limited	04/05/2004
Whitbread Directors 1 Limited	3 2, 33, 333
Whitbread Directors 2 Limited)
Whitbread East Pennines Limited	04/05/2004
Whitbread Enterprise Centre Limited	04/05/2004
Whitbread Finance Limited	04/05/2004
Whitbread Fremlins Limited	04/05/2004
Whitbread Group PLC	1
Whitbread Guarantee Company Limited	
Whitbread Guarantee Company Two Limited	1
Whitbread Healthcare Trustees Limited	}
Whitbread Hotel Company Limited	21/01/200
Whitbread Hotel Liverpool Limited	04/05/200
Whitbread Hotels (Management) Limited	1
Whitbread Hotels Limited	20/02/200
Whitbread International Limited	04/05/200
Whitbread International Trading Limited	04/05/2004
Whitbread Investment Company Limited	04/05/2004
Whitbread Investment Company Securities Limited	04/05/2004
Whitbread Leisure limited	04/05/200
Whitbread London Limited	04/05/2004
Whitbread Nominees Limited	04/05/2004
Whitbread Pension Trustees Limited	}
Whitbread Properties Limited	04/05/2004
Whitbread Pub and Bars Limited	04/05/2004
Whitbread Pub Partnership Limited	04/05/2004
Whitbread Quest Trustee Limited	}
Whitbread Restaurants (Australia) Limited	
Whitbread Restaurants limited	04/05/2004
Whitbread Scotland Limited	04/05/2004



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Company Number

Company Name in full

List of other directorships Schedule to form 288a

00996804	
Priory Leisure Limited	

Name

Company Name	Resignation
Whitbread Secretaries Limited	
Whitbread Share Ownership Trustees Limited	
Whitbread Trafalgar Properties Limited	04/05/2004
Whitbread UK Limited	04/05/2004
Whitbread Wales Limited	04/05/2004
Whitbread Wessex Limited	04/05/2004
Whitbread West Pennines Limited	04/05/2004
White Cross Films Limited	04/05/2004
Wiggin Tree Limited	04/05/2004
Willhouse Limited	04/05/2004
William Overy Crane Hire Limited	04/05/200
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