

Report and Accounts

Wembley International Hotel Limited

31 December 1997



Wembley International Hotel Limited

Registered No. 1647393

DIRECTORS

I Dyson
S M Glick
M J Noble

SECRETARY

J Singleton

REGISTERED OFFICE

Maple Court
Central Park
Reeds Crescent
Watford
Hertfordshire WD1 1HZ

Wembley International Hotel Limited

DIRECTORS' REPORT

The directors present their report and accounts for the year ended 31 December 1997.

REVIEW OF THE BUSINESS

The company did not trade during the year.

DIRECTORS AND THEIR INTERESTS

The directors who served during the year ended 31 December 1997 are as follows:

A G Elkies (resigned 28 February 1997)
M A G Stevens (resigned 28 February 1997)
M J Noble
I Dyson
S M Glick (appointed 3 March 1997)

According to the register kept by the company pursuant to section 325 of the Companies Act 1985 the directors at 31 December 1997 and their families:

(a) had the following interests in shares and debentures of Ladbroke Group PLC:

	<i>31 December 1997</i>	<i>31 December 1996 or at date of appointment</i>
10p ordinary shares ("Shares")		
M J Noble	428	417
Options to purchase shares under the terms of the 1978 share option scheme ("1978 Scheme")		
I Dyson	14,454	14,454
S M Glick	12,269	—
M J Noble	17,926	40,343
Options to purchase shares under the terms of the 1983 savings related share option scheme ("1983 Scheme")		
M J Noble	4,710	2,746
Options to purchase shares under the terms of the International share option scheme ("International Scheme")		
I Dyson	95,546	25,546
S M Glick	137,731	—
M J Noble	75,000	40,000

Wembley International Hotel Limited

DIRECTORS' REPORT

DIRECTORS AND THEIR INTERESTS (continued)

- (b) were granted or exercised, during the year or period since appointment, options for the following shares of Ladbroke Group PLC:

	<i>Shares under the terms of the</i>					
	<i>1978 Scheme</i>		<i>1983 Scheme</i>		<i>International Scheme</i>	
	<i>Granted</i>	<i>Exercised</i>	<i>Granted</i>	<i>Exercised</i>	<i>Granted</i>	<i>Exercised</i>
I Dyson	—	—	—	—	70,000	—
S M Glick	12,269	—	—	—	137,731	—
M J Noble	—	22,417	1,964	—	35,000	—

Except as shown above, no director at 31 December 1997 held at that date or at 31 December 1996 (or when appointed) any interest in, or during the year or period since appointment was granted or exercised a right to subscribe for, the shares or debentures of this company or of Ladbroke Group PLC or its subsidiaries.

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

During the year Ladbroke Group PLC purchased and maintained on behalf of the company liability insurance for its directors and officers as permitted by section 310(3) of the Companies Act 1985.

AUDITORS

The company has passed a special resolution, in accordance with section 250 of the Companies Act 1985, making itself exempt from the obligation to appoint auditors.

By order of the board


Secretary

10 SEP 1998

Wembley International Hotel Limited

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts 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 accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts 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 accounts 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.

Wembley International Hotel Limited

PROFIT AND LOSS ACCOUNT for the year ended 31 December 1997

	<i>Notes</i>	<i>1997</i> £	<i>1996</i> £
Interest receivable	4	—	—
PROFIT ON ORDINARY ACTIVITIES BEFORE AND AFTER TAXATION		—	—
PROFIT RETAINED FOR THE FINANCIAL YEAR	10	—	—

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no recognised gains or losses attributable to shareholders of the company in the year ended 31 December 1997 (1996—£nil).

Wembley International Hotel Limited

BALANCE SHEET at 31 December 1997

	<i>Notes</i>	<i>1997</i> £	<i>1996</i> £
FIXED ASSETS			
Tangible assets	5	142,500	142,500
CURRENT ASSETS			
Debtors	6	492,940	492,940
CREDITORS: amounts falling due within one year	7	76,580	76,580
		416,360	416,360
NET CURRENT ASSETS LESS CURRENT LIABILITIES		558,860	558,860
CAPITAL AND RESERVES			
Called up share capital	9,10	100,000	100,000
Profit and loss account	10	458,860	458,860
EQUITY SHAREHOLDERS' FUNDS		558,860	558,860

The company was dormant (within the meaning of section 250 of the Companies Act 1985) throughout the financial period ended with the date of this balance sheet.



Director

10 SEP 1998

Wembley International Hotel Limited

NOTES TO THE ACCOUNTS

at 31 December 1997

1. ACCOUNTING POLICY

The accounts have been prepared under the historical cost convention in accordance with applicable accounting standards.

2. DIRECTORS' REMUNERATION

The directors of the company are also directors of other undertakings within the Ladbroke Group. The directors' remuneration for the year was paid by the other undertakings. The directors do not believe that it is practicable to apportion this amount between their services as directors of the company and their services as directors of the fellow subsidiary undertakings.

3. STAFF COSTS

All operations of the company during 1997 have been undertaken by employees of other group undertakings. A charge of £nil has been included in these accounts in respect of their services (1996 – £nil).

4. INTEREST RECEIVABLE

	1997 £	1996 £
Tax repayment supplement	—	—

5. TANGIBLE FIXED ASSETS

	<i>Freehold property</i> £
Cost and valuation: At 31 December 1996	142,500
At 31 December 1997	142,500
Representing assets stated at: Valuation 1997	142,500
Net book value: At 31 December 1997	142,500
At 31 December 1996	142,500

- (a) The amount of land and buildings determined according to the historical cost accounting rules is as follows:

	1997 £	1996 £
Cost	142,500	142,500

- (b) The 1997 valuation of £142,500 was determined by the directors at 31 December 1997. The basis of valuation was the open market for existing use of the staff house.

Wembley International Hotel Limited

NOTES TO THE ACCOUNTS at 31 December 1997

6. DEBTORS

	1997 £	1996 £
Amounts due from group undertakings (note 8)	492,940	492,940

7. CREDITORS: amounts falling due within one year:

	1997 £	1996 £
Other taxes and social security costs	76,580	76,580

8. AMOUNTS DUE FROM GROUP UNDERTAKINGS

Amounts due from group undertakings are included under amounts falling due within one year where there are no specified terms as to their repayment and recoverability. While amounts due from group undertakings are technically repayable on demand, the directors are of the opinion that in the ordinary course of business, repayment within such a time scale would not be required.

9. SHARE CAPITAL

	1997 £	1996 £
Authorised, allotted, called up and fully paid: 100,000 ordinary shares of £1 each	100,000	100,000

10. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	Share capital £	Profit and loss account £	Total £
At 1 January 1996	100,000	458,860	558,860
Profit for the year	—	—	—
At 31 December 1996	100,000	458,860	558,860
Profit for the year	—	—	—
At 31 December 1997	100,000	458,860	588,860

11. CASH FLOW STATEMENT

The company has taken advantage of provisions within FRS1 which exempts wholly owned subsidiaries from preparing a cash flow statement. The ultimate parent undertaking Ladbroke Group PLC has included the required consolidated cash flow statement within its consolidated financial statements.

12. CONTINGENT LIABILITIES

The company has jointly and severally guaranteed the value added tax liability of certain other Ladbroke Group undertakings within the group registration, amounting to approximately £6,458,000 at 31 December 1997 (1996 – £5,456,000).

Wembley International Hotel Limited

NOTES TO THE ACCOUNTS

at 31 December 1997

13. RELATED PARTIES

The company has taken advantage of provisions in FRS 8 which exempts subsidiary undertakings from disclosing transactions with other entities within the group. The ultimate parent undertaking Ladbroke Group PLC, has included the required related party disclosures within its group accounts.

14. ULTIMATE PARENT UNDERTAKING

The company's immediate parent undertaking is Comfort Hotels Limited, a company registered in England and Wales. The ultimate parent undertaking and the only undertaking for which group accounts are prepared is Ladbroke Group PLC, a company registered in England and Wales, accounts for which can be obtained from the follow address:

Maple Court, Central Park, Reeds Crescent, Watford, Hertfordshire WD1 1HZ.