

Registered number: 3281742

**SC NAS 3**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2011**



SC NAS 3

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COMPANY INFORMATION

|                          |   |
|--------------------------|---|
| <b>DIRECTOR</b>          | N Henfrey   |
| <b>COMPANY SECRETARY</b> | E Lam   |
| <b>COMPANY NUMBER</b>    | 3281742   |
| <b>REGISTERED OFFICE</b> | Broadwater Park<br>Denham<br>Buckinghamshire<br>UB9 5HR |

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# SC NAS 3

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**DIRECTORS' REPORT**

For the year ended 31 December 2011

The directors present their report and the financial statements for the year ended 31 December 2011

**PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS**

SC NAS 3 (the "Company") has not traded during the year and therefore no Profit and Loss Account has been prepared

It is the intention of the directors that the Company will not trade in the foreseeable future

**DIVIDENDS**

The directors do not propose a dividend for the year ended 31 December 2011 (2010 £nil)

**DIRECTORS**

The directors during 2011 and since the year end were as follows

|             |                              |
|-------------|------------------------------|
| N Henfrey   | (appointed 9 September 2011) |
| A S McEwan  | (resigned 7 June 2011)       |
| C Springett | (resigned 9 September 2011)  |

**QUALIFYING THIRD PARTY INDEMNITY PROVISIONS**

A qualifying third party indemnity provision has been granted in favour of existing and former directors of the Company by InterContinental Hotels Limited, in accordance with Section 232 of the Companies Act 2006. A copy of this indemnity provision is available for inspection by the members of the Company at the Company's registered office at Broadwater Park, Denham, Buckinghamshire, UB9 5HR.

By order of the Board



Signed by

**Esther Lam**

Secretary/~~Director~~

Date

**29 MAY 2012**

BALANCE SHEET

As at 31 December 2011

|                                   | <i>Notes</i> | <i>2011</i><br><i>£000</i> | <i>2010</i><br><i>£000</i> |
|-----------------------------------|--------------|----------------------------|----------------------------|
| <b>CURRENT ASSETS</b>             |              |                            |                            |
| Debtors                           | 3            | 246                        | 246                        |
| <b>NET ASSETS</b>                 |              | <u>246</u>                 | <u>246</u>                 |
| <b>CAPITAL AND RESERVES</b>       |              |                            |                            |
| Called up share capital           | 4            | 1                          | 1                          |
| Share premium account             | 5            | 237                        | 237                        |
| Profit and loss account           | 5            | 8                          | 8                          |
| <b>EQUITY SHAREHOLDERS' FUNDS</b> | 6            | <u>246</u>                 | <u>246</u>                 |

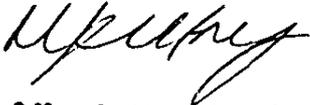
For the year ended 31 December 2011, the Company was entitled to exemption from audit under section 480 of the Companies Act 2006

Members have not required the Company to obtain an audit of its accounts in accordance with section 476 of the Companies Act 2006

The directors acknowledge their responsibilities for

- (i) ensuring the Company keeps accounting records which comply with section 386 of the Companies Act 2006, and
- (ii) preparing accounts 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 its profit or loss for the financial year, in accordance with section 393 of the Act and which otherwise comply with the requirements of the Companies Act 2006 relating to accounts, so far as applicable to the Company

Approved by the Board

  
Signed by **Nicolette Henfrey** Director

Date

**29 MAY 2012**

The notes on pages 3 and 4 form part of these financial statements

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NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2011

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

The financial statements have been prepared on the going concern basis under the historical cost convention and in accordance with applicable UK accounting standards

**2. DIRECTORS' REMUNERATION**

The directors are also directors of other undertakings within the InterContinental Hotels group (consisting of InterContinental Hotels Group PLC and its subsidiaries) (the "Group") and their remuneration, including share-based payment charges, for the year was paid by other undertakings

**3. DEBTORS**

|   | <i>2011</i>       | <i>2010</i>       |
|---|-------------------|-------------------|
|   | <i>£000</i>       | <i>£000</i>       |
| Amount receivable from Group undertakings | 246               | 246               |
|   | <u>          </u> | <u>          </u> |

**4. SHARE CAPITAL**

|  | <i>2011</i>       | <i>2010</i>       |
|--|-------------------|-------------------|
|  | <i>£000</i>       | <i>£000</i>       |
| Allotted, called up and fully paid<br>1,000 ordinary shares of £1 each | 1                 | 1                 |
|  | <u>          </u> | <u>          </u> |

**5. RECONCILIATION OF MOVEMENT IN RESERVES**

|  | <i>Share<br/>premium<br/>£000</i> | <i>Profit<br/>and loss<br/>account<br/>£000</i> |
|--|-----------------------------------|---|
| At 1 January 2011 and 31 December 2011 | 237                               | 8   |
|  | <u>          </u>                 | <u>          </u>                               |

**6. RECONCILIATION OF SHAREHOLDERS' FUNDS**

|  | <i>2011</i>       | <i>2010</i>       |
|--|-------------------|-------------------|
|  | <i>£000</i>       | <i>£000</i>       |
| Shareholders' funds at 1 January and 31 December | 246               | 246               |
|  | <u>          </u> | <u>          </u> |

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## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2011

### 7. RELATED PARTY TRANSACTIONS

As the Company was a wholly owned subsidiary of InterContinental Hotels Group PLC at 31 December 2011, the Company has taken advantage of the exemption contained in Financial Reporting Standard 8 "Related Party Transactions" and has therefore not disclosed transactions or balances with entities which form part of the Group, headed by InterContinental Hotels Group PLC

### 8. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

As at 31 December 2011, InterContinental Hotels Group PLC, a company incorporated in Great Britain and registered in England and Wales, was the ultimate parent undertaking of the Company

The largest and smallest group in which the results of the Company are consolidated is that headed by InterContinental Hotels Group PLC Consolidated financial statements of InterContinental Hotels Group PLC are available from the following address

Companies House, Crown Way, Cardiff, CF14 3UZ

The immediate parent and controlling company is Six Continents Limited, a company registered in England and Wales