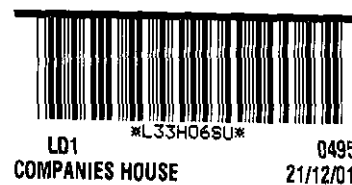


**SPROWSTON  
PARK GOLF CLUB  
LIMITED**

**REPORT & ACCOUNTS**

**3 March 2001**



Registered number 3664614

# SPROWSTON PARK GOLF CLUB LIMITED

**DIRECTORS:**

A C Parker  
G R L Windle  
R W Parker

**SECRETARY:**

M I Hodgson (resigned 26 May 2000)  
M Buxton - Smith (appointed 26 May 2000 )  
E A Thorpe (appointed 26 May 2000 )

**AUDITORS:**

Ernst & Young LLP  
Becket House  
1 Lambeth Palace Road  
London  
SE1 7EU

**REGISTERED OFFICE:**

Whitbread House  
Park Street West  
Luton  
LU1 3BG

**REGISTERED NUMBER:**

3664614

# SPROWSTON PARK GOLF CLUB LIMITED

## **DIRECTORS' REPORT**

### **Accounts**

The Directors submit to the shareholders their report and accounts for the year ended 3 March 2001.

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

The company operated a golf club until 3 March 2001. At that date the trade and business was transferred to Swallow Hotels Limited, a fellow subsidiary of Swallow Group Limited. Sprowston Park Golf Club Limited became dormant at that date.

### **Results and dividends**

The profit for the year after tax amounted to £231,646 (1999/2000 - loss £(166,272)). The directors do not recommend the payment of a dividend.

### **Supplier payment policy**

Since purchases of goods and services are dealt primarily with through the parent undertaking, Whitbread Group PLC (formerly Whitbread PLC), the company does not have any trade creditors. It is not, therefore, appropriate to disclose the number of days taken to pay creditors. For invoices paid by Whitbread Group PLC (formerly Whitbread PLC), the company adheres to the payment terms which have been agreed with a supplier. Where payment terms have not been specifically agreed, it is the company's policy to settle invoices close to the end of the month following the month of invoicing. Adherence to these terms is dependant upon suppliers sending accurate and adequately detailed invoices to the correct address on a timely basis.

### **Directors**

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

# SPROWSTON PARK GOLF CLUB LIMITED

## 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 holding company, Whitbread PLC including shares under the Whitbread PLC Share Ownership Scheme are as follows:

Ordinary shares	3 March 2001	4 March 2000
A C Parker	14,009	494
G R L Windle	20,976	17,186
R W Parker	1,237	1,148

## Options over ordinary shares

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

	Options held at 5.03.00	Options granted		Options exercised/ (Options lapsed)		Options held at 3.3.01
		Number	Price (p)	Number	Price (p)	
A C Parker	a 96,200	50,000	542.4	-	-	146,200
	b 3,463	-	-	3,463	498.0	-
	c 28,709	19,738	508.8	(9,063)	-	39,384
G R L Windle	a 42,400	24,000	542.4	7,800	451.2	58,600
	b 1,670	3,268	413.0	(1,080)	-	3,858
R W Parker	a 25,400	24,000	542.4	-	-	49,400
	b 607	1,876	413.0	(607)	-	1,876

- (a) the Executive Share Option Scheme
- (b) the Savings Related Share Option Scheme
- (c) the Long Term Incentive Plan

Details of the performance criteria for the Long Term Incentive Plan are set out in the Whitbread PLC (formerly Whitbread Holdings PLC) annual report and accounts for 2000/2001.

## Auditors

On 28 June 2001, Ernst & Young, the Company's auditor, transferred its entire business to Ernst & Young LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The Directors have consented to treating the appointment of Ernst & Young as extending to Ernst & Young LLP with effect from 28 June 2001.

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

By order of the board

11 DEC 2001

*E. Thorpe*

E. A. THORPE

SECRETARY

2001

**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 11 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.

# SPROWSTON PARK GOLF CLUB LIMITED

## **REPORT OF THE AUDITORS**

### **to the members of Sprowston Park Golf Club Limited**

We have audited the accounts on pages 6 to 11 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 accounts in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

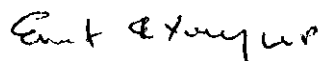
#### **Basis of opinion**

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 accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, 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 accounts 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 accounts.

#### **Opinion**

In our opinion the accounts give a true and fair view of the state of affairs of the company at 3 March 2001 and of the profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young LLP  
Registered Auditor  
London



2001

# SPROWSTON PARK GOLF CLUB LIMITED

## PROFIT AND LOSS ACCOUNT

<u>Year ended 3 March 2001</u>	<u>Notes</u>	<u>52 weeks to 3 March 2001</u>	<u>22 weeks to 4 March 2000</u>
		£	£
<b>TURNOVER</b>		<b>651,033</b>	<b>351,002</b>
Operating expenses		<b>(367,326)</b>	<b>(514,687)</b>
<b>OPERATING PROFIT / (LOSS)</b>	<b>2</b>	<b>283,707</b>	<b>(163,685)</b>
Interest receivable and similar income		-	(275)
<b>PROFIT / (LOSS) BEFORE TAXATION</b>		<b>283,707</b>	<b>(163,960)</b>
Taxation	<b>5</b>	<b>(52,062)</b>	<b>2,312</b>
<b>RETAINED PROFIT / (LOSS) FOR THE YEAR</b>	<b>11</b>	<b>231,645</b>	<b>(161,648)</b>

## STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

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

# SPROWSTON PARK GOLF CLUB LIMITED

## BALANCE SHEET

3 March 2001

	Notes	<u>3 March 2001</u>	<u>4 March 2000</u>
		£	£
<b>FIXED ASSETS</b>			
Tangible assets	6	<u>-</u>	<u>1,732,959</u>
<b>CURRENT ASSETS</b>			
Stocks	7	-	118,493
Debtors	8	112,115	21,652
Cash at bank and in hand		<u>-</u>	<u>143,991</u>
		112,115	284,136
<b>CREDITORS - amounts falling due within one year</b>	9	<u>-</u>	<u>(2,136,625)</u>
<b>NET CURRENT LIABILITIES</b>		<u>112,115</u>	<u>(1,852,489)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>112,115</u>	<u>(119,530)</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	10	2	2
Profit and loss account	11	<u>112,113</u>	<u>(119,532)</u>
<b>EQUITY SHAREHOLDERS' FUNDS</b>	12	<u>112,115</u>	<u>(119,530)</u>

R. W. Parker

Director

2001

R. W. PARKER

11 DEC 2001



## **ACCOUNTING POLICIES**

### **Accounting convention**

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

### **Tangible fixed assets**

Fixed assets are stated at cost.

Depreciable fixed assets are written off on a straight line basis over their estimated useful lives as follows:

- Freehold land is not depreciated.
- Freehold buildings are depreciated to their estimated residual values over periods up to 50 years.
- Leasehold properties are depreciated to their estimated residual values over the shorter of 50 years, their estimated useful lives and their remaining lease periods.
- Retail furniture, fixtures and equipment are depreciated over 4 to 25 years.
- Motor vehicles are depreciated over 4 to 10 years.

The carrying values of tangible fixed assets are reviewed for impairment if events or changes in circumstances indicate that the carrying value may not be recoverable. Any impairment in the value of the fixed assets below depreciated historical cost is charged to the profit and loss account. Profits and losses on disposal of fixed assets reflect the difference between net selling price and net book value at the date of disposal.

### **Stocks**

Stocks are valued at the lower of cost and net realisable value.

### **Turnover**

Turnover is the value of goods and services sold, within the UK, as part of the company's continuing ordinary activities after deducting sales based taxes.

### **Leases**

Rental payments in respect of operating leases are charged against operating profit on a straight line basis over the period of the lease.

### **Deferred taxation**

Provision is made for deferred taxation, using the liability method, on all timing differences to the extent that it is probable that the liability will crystallise.

### **Cashflow**

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.

### **Comparative amounts**

Comparative amounts are restated where necessary to conform to current presentation.

# SPROWSTON PARK GOLF CLUB LIMITED

## NOTES TO THE ACCOUNTS

### 1.CHANGES TO ACCOUNTING POLICIES

UITF abstract 24, requiring that pre-opening costs are written off as incurred, was implemented during the year, without any cost.

### 2. PROFIT AND LOSS ACCOUNT DETAILS

	<u>52 weeks to 3 March 2001</u>	<u>22 weeks to 4 March 2000</u>
	£	£
Profit is stated after charging:		
Depreciation (note 6)	5,000	5,500
Auditors' remuneration	-	-

### 3. STAFF COSTS

Other costs of sales, including staff costs, are incurred by the parent undertaking and recharged to the company on an arms length basis. No director received any remuneration from the company during the year.

### 4. INTEREST PAYABLE

	<u>52 weeks to 3 March 2001</u>	<u>22 weeks to 4 March 2000</u>
Bank loans and overdrafts repayable within five years	-	275
	-	275

### 5. TAXATION

	<u>52 weeks to 3 March 2001</u>	<u>22 weeks to 4 March 2000</u>
Current taxation on profits for the year		
U.K. Corporation Tax at 30% (1999/2000 - 30%)	80,562	2,312
Adjustments to earlier periods		
Corporation Tax	(28,500)	-
	<u>52,062</u>	<u>2,312</u>

# NOTES TO THE ACCOUNTS

## 6. TANGIBLE FIXED ASSETS

	Retail		
	Land & buildings	Furniture, fixtures & equipment	Total
	£	£	£
Gross amounts 4 March 2000	1,669,086	79,670	1,748,756
Transferred to Swallow Hotels Limited	(1,669,086)	(79,670)	(1,748,756)
Gross amounts 3 March 2001	-	-	-
Depreciation 4 March 2000	-	(15,797)	(15,797)
Depreciation for the year	-	(5,000)	(5,000)
Transferred to Swallow Hotels Limited	-	20,797	20,797
Depreciation 3 March 2001	-	-	-
Net book amounts 3 March 2001	-	-	-
Net book amounts 4 March 2000	1,669,086	63,873	1,732,959

## 7. STOCK

	3 March 2001	4 March 2000
	£	£
Raw materials	-	1,664
Finished goods	-	116,829
	-	118,493

## 8. DEBTORS

	3 March 2001	4 March 2000
	£	£
Trade debtors	-	8,306
Amounts due from group and parent undertakings	112,115	-
Other debtors	-	9,404
Prepayments and accrued income	-	3,942
	112,115	21,652

# SPROWSTON PARK GOLF CLUB LIMITED

## NOTES TO THE ACCOUNTS

	3 March 2001	4 March 2000
	£	£
<b>9. CREDITORS- amounts falling due within one year</b>		
Bank overdrafts	-	-
Trade creditors	-	29,408
Amounts due to group and parent undertakings	-	1,981,392
Corporation Tax	-	30,812
Other taxes and social security	-	8,482
Other creditors	-	79,636
Accruals and deferred income	-	6,895
	<u>-</u>	<u>2,136,625</u>

Amounts due to group and parent undertakings have no fixed repayment date.

### 10. SHARE CAPITAL

	Authorised		Allotted, called up and fully paid	
	3 March 2001	4 March 2000	3 March 2001	4 March 2000
	£	£	£	£
Ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>	<u>2</u>	<u>2</u>

### 11. RESERVES

	Profit & loss account	Total
	£	£
4 March 2000	(119,532)	(119,532)
Profit retained	<u>231,645</u>	<u>231,645</u>
3 March 2001	<u>112,113</u>	<u>112,113</u>

### 12. MOVEMENT IN SHAREHOLDERS' FUNDS

	2001	2000
	£	£
Shareholders' funds at 4 March 2000	(114,907)	46,741
Profit earned for ordinary shareholders	<u>231,645</u>	<u>(161,648)</u>
Shareholders' funds at 3 March 2001	<u>116,738</u>	<u>(114,907)</u>

### 13. RELATED PARTIES

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

### 14. PARENT UNDERTAKING

The parent undertaking of the largest group of undertakings for which group accounts are drawn up and of which the company is a member is Whitbread PLC (formerly Whitbread Holdings PLC), registered in England and Wales. Copies of their accounts can be obtained from CityPoint, One Ropemaker Street, London EC2Y 9HX.