

Registered Number: 5349199

Scorechance 8 Limited

Directors' report and financial statements

For the period 1 May 2005 to 31 December 2005

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Scorechance 8 Limited

Contents

Directors' report.....	1-2
Independent auditors' report	3
Profit and loss account.....	4
Balance sheet.....	5
Accounting policies.....	6
Notes to the financial statements	7-10

Scorechance 8 Limited

Directors' report for the period 1 May 2005 to 31 December 2005

The directors present their annual report and the audited financial statements of the company for the period ended 31 December 2005.

Change of accounting reference date

During the period the accounting reference date was changed from 30 April to 31 December.

Principal activities

The company did not trade during the period.

Review of business and future developments

The directors do not anticipate that the company will trade in the foreseeable future.

On 5 May 2005, Whitbread Group PLC, the company's former ultimate parent undertaking sold its franchised Marriott hotels to Condor Overseas Holdings Limited, a joint venture with Marriott UK Acquisition Company Limited. The company formed part of the disposal transaction and was sold to this joint venture.

Subsequent to the period end, Condor Overseas Holdings Limited and its hotel trading subsidiaries were sold. Following this disposal, the company is now a subsidiary undertaking within the group of Whitbread Group PLC.

Results and dividends

The profit and loss account for the period is set out on page 4.

The directors do not recommend the payment of a dividend for the period, (period ended 30 April 2005: £nil).

Directors and their interests

The directors who held office during the period and up to the date of this report were as follows:

S Barratt

J Coughtrie (appointed 5 May 2005, resigned 8 May 2006)

J Healy (appointed 5 May 2005, resigned 8 May 2006)

D Taljaard (resigned 15 September 2006)

None of the directors or their families had any interest in the share capital of the company or any other company in the group.

Scorechance 8 Limited

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial year that 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 financial statements 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 financial statements.
- Prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business, in which case there should be supporting assumptions or qualifications as necessary.

The directors confirm that they have complied with the above requirements in preparing the financial statements.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements 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.

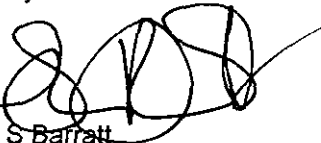
Audit

The directors are not aware of any relevant audit information that has not been disclosed to the auditor and have taken all reasonable steps to ensure they are aware of any relevant audit information and that this information has been disclosed to the auditors.

Auditors

Ernst & Young LLP have been appointed as auditors to the company and a resolution to re-appoint them will be proposed at the next Annual General Meeting of the company.

By order of the Board



S Barratt
Director

10/11/ 2006

Independent auditors' report to the members of Scorechance 8 Limited

We have audited the company's financial statements for the period ended 31 December 2005 which comprise the *Profit and Loss Account, the Balance Sheet, Accounting Policies and the related notes 1 to 10*. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) as set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

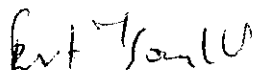
Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2005 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young LLP
Registered auditor
Luton



Scorechance 8 Limited

Profit and loss account for the period 1 May 2005 to 31 December 2005

	Note	1 May 2005 to 31 December 2005	1 February 2005 to 30 April 2005
		£	£
Interest receivable	1	14	5
Profit on ordinary activities before taxation	1	14	5
Tax on profit on ordinary activities	2	(4)	(2)
Retained profit for the financial period	6	10	3

There are no material differences between the profit on ordinary activities before taxation and the retained profit for the period stated above and their historical cost equivalents.

The group has no recognised gains and losses other than those above and therefore no separate statement of total recognised gains and losses has been presented.

All activities relate to continuing operations.

Scorechance 8 Limited

Balance sheet at 31 December 2005

	Note	31 December 2005 £	30 April 2005 £
Current assets			
Debtors	3	1,019	1,005
Creditors: amounts falling due within one year	4	(6)	(2)
Net assets		1,013	1,003
Capital and reserves			
Called up share capital	5	1,000	1,000
Profit and loss account	6	13	3
Total equity shareholder's funds	7	1,013	1,003

The financial statements on pages 4 to 10 were approved by the board of directors on 10/11/2006 and were signed on its behalf by:



S. Barratt
Director

Scorechance 8 Limited

Accounting policies

Basis of preparation

The financial statements have been prepared on the going concern basis and under the historical cost convention. The financial statements have also been prepared in accordance with the Companies Act 1985 and applicable accounting standards in the United Kingdom.

Related party disclosures

The company's results are included within the consolidated financial statements of Wentworth No. 1 Limited, the company's penultimate parent undertaking. The consolidated financial statements of Wentworth No. 1 Limited are publicly available, consequently the company has taken advantage of the exemption under FRS8 from disclosing related party transactions with entities that are part of the Wentworth No. 1 Limited group.

Cash flow statement

The company did not have any trading activities, cash inflows or cash outflows in the period. Therefore, a cash flow statement has not been presented.

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not been reversed by the balance sheet date. Deferred tax is not recognised when an asset is sold if it is more likely than not that the taxable gain will be rolled over. Deferred tax assets are recognised to the extent that they are regarded as recoverable. Provisions for deferred tax are not discounted. Deferred tax assets and liabilities are calculated using tax rates that are expected to apply in periods in which the timing differences are expected to reverse, based on tax rates that have been enacted or substantively enacted by the balance sheet date.

Scorechance 8 Limited

Notes to the financial statements for the period 1 May 2005 to 31 December 2005

1 Profit on ordinary activities before taxation

The profit on ordinary activities represents interest earned on the company's other debtor balance. Auditors' remuneration for the period is borne by the company's ultimate parent undertaking.

2 Tax on profit on ordinary activities

	1 May 2005 to 31 December 2005	1 February 2005 to 30 April 2005
	£	£
United Kingdom corporation tax at 30%		
- Current tax on income for the period	4	2
	4	2

Factors affecting the tax charge for the current period

The current tax assessed for the period is equal to (period ended 30 April 2005: equal to) the standard rate of corporation tax in the UK of 30%.

	1 May 2005 to 31 December 2005	1 February 2005 to 30 April 2005
Current tax reconciliation	£	£
Profit on ordinary activities before tax	14	5
Profit on ordinary activities multiplied by standard rate in the UK of 30% (period ended 30 April 2005: 30%)	4	2
Total current tax charge	4	2

Scorechance 8 Limited

3 Debtors

	31 December 2005	30 April 2005
	£	£
Other debtors	1,000	1,000
Accrued income	19	5
	1,019	1,005

4 Creditors: amounts falling due within one year

	31 December 2005	30 April 2005
	£	£
Corporation tax	6	2

5 Share capital

	31 December 2005	30 April 2005
	£	£
Authorised		
1,000 ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid		
1,000 ordinary shares of £1 each	1,000	1,000

Scorechance 8 Limited

6 Reserves

	Profit and loss £
At 1 May 2005	3
Retained profit for the period	10
At 31 December 2005	13

7 Reconciliation of movement in shareholder's funds

	1 May 2005 to 31 December 2005 £	1 February 2005 to 30 April 2005 £
Opening shareholder's funds	1,003	-
Profit for the period	10	3
Proceeds of ordinary shares issued	-	1,000
Closing shareholder's funds	1,013	1,003

8 Contingent liabilities

The company provided guarantees in respect of a bank loan to Wentworth No 3 Limited, the company's immediate parent undertaking. The guarantees relate to the full payments due, and the punctual performance of all of the borrower's obligations under the terms of the loan.

9 Parent undertakings

At 31 December 2005 the immediate parent undertaking is Wentworth No. 3 Limited.

At 31 December 2005 the penultimate parent undertaking is Wentworth No. 1 Limited, a company incorporated in the British Virgin Islands, which is the parent undertaking of the smallest group to consolidate these financial statements. Copies of the Wentworth No. 1 Limited consolidated financial statements can be obtained from the Company Secretary at Whitbread Group PLC, Whitbread Court, Houghton Hall Business Park, Porz Avenue, Dunstable, Bedfordshire, LU5 5XE.

At 31 December 2005 the ultimate parent undertaking is Condor Overseas Holdings Limited, which is the parent undertaking of the largest group to consolidate these financial statements. Condor Overseas Holdings Limited is a joint venture between Whitbread Group PLC and Marriott UK Acquisition Company Limited. These are joint ultimate controlling parties.

Scorechance 8 Limited

As explained in note 10, subsequent to the period end, the ultimate parent undertaking and controlling party of the company is Whitbread Group PLC.

10 Post balance sheet events

Subsequent to the period end, Condor Overseas Holdings Limited and its hotel trading subsidiaries were sold. Following the disposal the company is now a subsidiary undertaking within the group of Whitbread Group PLC.