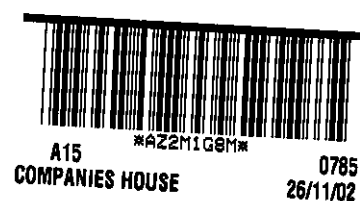


HARRODS PROPERTY HOLDINGS LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
53 WEEKS ENDED 2 FEBRUARY 2002



Registered Number: 4017779

HARRODS PROPERTY HOLDINGS LIMITED

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HARRODS PROPERTY HOLDINGS LIMITED

DIRECTORS' REPORT

The Directors present their annual report and the audited financial statements of the Company for the 53 weeks ended 2 February 2002.

Principal Activity

The principal activity of the Company is that of an investment holding Company. The Company did not trade or conduct any other activities during the 53 weeks ended 2 February 2002. No changes are expected in the immediate future.

Directors and their Interests

The present Directors of the Company are:

M Al Fayed
A Fayed
J Byrne
W C Najdecki
A Tanna

M Al Fayed and A Fayed are beneficially interested in the shares of the Company as described in Note 7. No other Director in office held any beneficial interest in the shares of Harrods Holdings Limited or any of its subsidiaries at 28 January 2001 date or at 2 February 2002.

No Director has had a material interest, directly or indirectly, at any time during the year in any contract significant to the business.

Elective Resolutions

On 23 January 2002, the Company passed Elective Resolutions dispensing with the holding of Annual General Meetings; the laying of accounts in general meetings and the annual appointment of auditors, in accordance with Sections 366A, 252 and 386 (all as amended) of the Companies Act 1985, respectively.

Auditors

Grant Thornton were appointed auditors on 23 January 2002 to fill a casual vacancy in accordance with Section 388(1) of the Companies Act 1985.

HARRODS PROPERTY HOLDINGS LIMITED

DIRECTORS' REPORT (Continued)

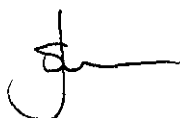
Statement of Directors' Responsibilities

Company law in the United Kingdom 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. The Directors are required to prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The Directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the 53 weeks ended 2 February 2002 and that applicable accounting standards have been followed.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and 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.

By Order of the Board



S Jerman
Secretary
28 June 2002

Registered Office
87 -135 Brompton Road
Knightsbridge
London
SW1X 7XL

HARRODS PROPERTY HOLDINGS LIMITED
REPORT OF THE INDEPENDENT AUDITORS
TO THE MEMBERS OF HARRODS PROPERTY HOLDINGS LIMITED

We have audited the financial statements of Harrods Property Holdings Limited for the period ended 2 February 2002 which comprise the principal accounting policies, the balance sheet and notes 1 to 7 on page 5. These financial statements have been prepared under the accounting policies set out therein.

Respective Responsibilities of Directors and Auditors

The Directors' responsibilities for preparing the Directors' report and the financial statements in accordance with United Kingdom law and accounting standards are 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 United Kingdom auditing standards.

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 transactions with the Company is not disclosed.

We read other information contained in the Directors' report, and consider whether it is consistent with the audited financial statements. We consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. Our responsibilities do not extend to any other information.


Basis of opinion

We conducted our audit in accordance with United Kingdom 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 financial statements. It also includes an assessment of the significant estimates and judgements 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 of the state of the Company's affairs as at 2 February 2002 and have been properly prepared in accordance with the Companies Act 1985.



GRANT THORNTON
REGISTERED AUDITORS
CHARTERED ACCOUNTANTS
London
28 June 2002

HARRODS PROPERTY HOLDINGS LIMITED

BALANCE SHEET AT 2 February 2002

Note	2/2/02	27/1/01
	£	£
Fixed Assets		
3 Investments	100,000	100,000
Net Assets	<u>100,000</u>	<u>100,000</u>
Capital And Reserves		
5 Called up share capital	100,000	100,000
6 Shareholders' funds	<u>100,000</u>	<u>100,000</u>

A profit and loss account has not been produced as the Company did not trade during the financial period, making neither a profit nor a loss.

The notes on page 5 form part of these accounts.

Approved by the board on 28 June 2002



A Tanna
DIRECTOR

HARRODS PROPERTY HOLDINGS LIMITED

NOTES TO THE ACCOUNTS

1 Accounting Policies

Basis of Preparation of Financial Statements

The financial statements have been prepared under the historical cost convention and comply with applicable accounting standards.

Harrods Property Holdings is wholly owned subsidiary of Harrods Limited which produces Group accounts in accordance with the Companies Act 1985. Consequently the Company has taken advantage of the exemption permitted by section 228 of the Act from producing accounts.

2 Information regarding Directors and Employees

No emoluments were paid to the Directors of the Company during the period. (2001: £nil)

The Company did not employ any persons or incur any staff costs during the period. (2001: nil)

	2/2/02	27/1/01
3 Investments included in Fixed Assets	£	£
Investment in subsidiary: 100,000 shares (100%) at cost in Harrods Property Limited	<u>100,000</u>	<u>100,000</u>

4 Principal Subsidiary

Harrods Property Limited is 100% owned by Harrods Property Holdings Limited. The Company is registered in England and Wales and operates in the UK. The principal activity of the subsidiary is property management.

5 Called Up Share Capital

Authorised, issued and fully paid:

100,000 ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
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6 Reconciliation of movement in shareholders' funds

Opening shareholders' funds	<u>100,000</u>	<u>100,000</u>
Closing shareholders' funds	<u>100,000</u>	<u>100,000</u>

7 Parent Undertakings

The Company's immediate parent undertaking is Harrods Limited, a Company registered in England and Wales. The ultimate UK parent undertaking of Harrods Limited is Harrods Holdings Limited. The largest group of undertakings for which group accounts have been drawn up is that headed by Harrods Holdings Limited and the smallest such group of undertakings, including the company is headed by Harrods Limited. The group accounts will be filed with the Registrar of Companies in due course.

The ultimate parent undertaking is Alfayed Investment and Trust PVT LP, a partnership based in Bermuda. All interests in the Partnership continue to be under the control and held for the benefit of the Fayed family, the ultimate controlling party.

The Company is a wholly owned subsidiary of Harrods Holdings Limited and, as permitted by Financial Reporting Standard 8 "Related Party Disclosures", transactions with other entities in the Harrods Holdings Group are not disclosed.