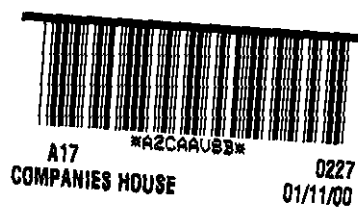


**CYMRIC  
HOTEL  
COMPANY  
LIMITED**

**REPORT & ACCOUNTS**

**4 March 2000**

Registered number 1758736



**CYMRIC HOTEL COMPANY  
LIMITED**

**DIRECTORS:**

A C Parker  
G R L Windle  
R W Parker

**SECRETARY:**

M R Buxton - Smith

**AUDITORS:**

Ernst & Young  
400 Capability Green  
Luton LU1 3LU

**REGISTERED OFFICE:**

Chiswell Street  
London  
EC1Y 4SD

**REGISTERED NUMBER:**

1758736

## **DIRECTORS' REPORT**

### **Accounts**

The Directors submit to the shareholders their report and accounts for the year ended 4 March 2000.

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

The principal activity of the company is that of acting as the general partner for Cymric Hotel Partnership which, during the period under review, continued to operate a major hotel in Cardiff, Wales.

The directors have a reasonable expectation that the company will continue in operational existence for the foreseeable future, and therefore have used the going concern basis in preparing the financial statements.

### **Results and dividends**

The company did not trade in the period. The directors do not propose the payment of a dividend.

### **Year 2000**

The company is a subsidiary of Whitbread PLC and is included in the Whitbread Group programme addressing the impact of the year 2000. Details of this programme can be found in the report and accounts of Whitbread PLC. Copies can be obtained from Chiswell Street, London EC1Y 4SD.

### **Directors**

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

### **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:

<b>Ordinary shares</b>	<b><u>4 March 2000</u></b>	<b><u>27 February 1999</u></b>
A C Parker	455	465
G R L Windle	18,442	16,502
R W Parker	1,015	986

## DIRECTORS' REPORT

### Directors' interests (cont)

#### 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 28.02.99	Options granted		Options exercised		Options held at 4.03.00
			Number	Price (p)	Number	Price (p)	
A C Parker	a	94,600	4,600	1101.0	(3,000)	594.2	96,200
	b	3,463	-	-	-	-	3,463
	c	17,839	10,870	-	-	-	28,709
G R L Windle	a	41,400	1,000	1101.0	-	-	42,400
	b	3,033	-	-	(1,363)	440.0	1,670
R W Parker	a	24,000	1,400	1101	-	-	25,400
	b	607	-	-	-	-	607

(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 annual report and accounts for 1999/2000.

### Auditors

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

By order of the board

*G. Windle*

Director

2<sup>nd</sup> OCTOBER. 2000 /

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN  
RELATION TO ACCOUNTS**

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 accounts.

The directors are required by the Companies Act 1985 to prepare accounts 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 accounts on pages 6 to 8 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 accounts 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 accounts 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.

**REPORT OF THE AUDITORS**

**to the members of Cymric Hotel Limited**

We have audited the accounts on pages 6 to 8 which have been prepared under the historical cost convention as modified by the revaluation of properties and on the basis of the accounting policies set out on page 7.

**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.

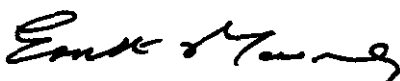
**Basis of opinion**

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 as at 4 March 2000 and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young  
Registered Auditor  
Luton

2nd October 2000

**CYMRIC HOTEL COMPANY  
LIMITED**

**BALANCE SHEET**

**4 March 2000**

	<u>Notes</u>	<u>2000</u> £	<u>1999</u> £
<b>FIXED ASSETS</b>			
Investments	1	<u>100</u>	<u>100</u>
<b>CURRENT ASSETS</b>			
Debtors - Amounts owed to group undertakings		6,654	6,654
<b>TOTAL ASSETS LESS LIABILITIES</b>		<u><u>6,754</u></u>	<u><u>6,754</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	2	5,000	5,000
Profit and loss account		<u>1,754</u>	<u>1,754</u>
<b>SHAREHOLDERS' FUNDS</b>	3	<u><u>6,754</u></u>	<u><u>6,754</u></u>

*G. White*

2nd OCTOBER 2000 Director

## **ACCOUNTING POLICIES**

### **Accounting convention**

The accounts are prepared under the historical cost convention as modified by the revaluation of property, and in accordance with applicable Accounting Standards.

### **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.



## **NOTES TO THE ACCOUNTS**

	<u>2000</u> £	<u>1999</u> £
<b><u>1. INVESTMENTS ( unlisted )</u></b>		
Fixed capital in Cymric Hotel Partnership	<u>100</u>	<u>100</u>
<b><u>2. SHARE CAPITAL</u></b>	<u>2000</u>	<u>1999</u>
Authorised, allotted, called up and fully paid		
"A" ordinary shares of £1 each	1,500	1,500
"B" ordinary shares of £1 each	1,500	1,500
"C" ordinary shares of £1 each	<u>2,000</u>	<u>2,000</u>
	<u>5,000</u>	<u>5,000</u>
<b><u>3. MOVEMENT IN SHAREHOLDERS' FUNDS</u></b>	<u>2000</u> £	<u>1999</u> £
Shareholders' funds at 27 February 1999	6,754	6,754
Profit earned for ordinary shareholders	-	-
Shareholders' funds at 4 March 2000	<u>6,754</u>	<u>6,754</u>

## **4. RELATED PARTIES**

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

## **5. 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, registered in England and Wales. Copies of their accounts can be obtained from Chiswell Street, London EC1Y 4SD.