

**CYMRIC HOTEL COMPANY
LIMITED**

1 March 1997

Report & accounts



Registered number 1758736



Cymric Hotel Company Limited

DIRECTORS

A S Risley
A C Parker
G R L Windle

SECRETARY

N J Fenton

REGISTERED OFFICE

Chiswell Street
London EC1Y 4SD

REGISTERED NUMBER

1758736

AUDITORS

Ernst & Young
400 Capability Green
Luton LU1 3LU

DIRECTORS' REPORT

Accounts

The directors submit to the shareholders their report and accounts for the year ended 1 March 1997.

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 have therefore 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 recommend the payment of a dividend.

Directors

The directors of the company 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 ultimate holding company, Whitbread PLC including shares held under the Whitbread PLC Share Ownership Scheme are as follows:

Ordinary shares	<u>1 March 1997</u>	<u>3 March 1996</u>
A S Risley	702	659
A C Parker	467	7,461
G R L Windle	13,855	12,599

Options over ordinary shares

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

		<u>Options held</u>	<u>Options granted</u>		<u>Options exercised</u>		<u>Options held</u>
		<u>at 3.3.96</u>	<u>Number</u>	<u>Price</u>	<u>Number</u>	<u>Price</u>	<u>at 1.3.97</u>
A S Risley	a	20,400	3,500	739.2p	4,200	451.2p	19,700
A C Parker	a	17,800	61,300	739.2p	-	-	79,100
	b	3,463	-		-		3,463
G R L Windle	a	36,200	3,100	739.2p	-	-	39,300
	b	3,856	590	584.2p	817	366.9p	3,629

(a) the Executive Share Option Scheme

(b) the Savings Related Option Scheme

Auditors

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

By order of the Board

Nicola J Fenton

Secretary

18 NOVEMBER 1997

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO FINANCIAL STATEMENTS

The following statement, which should be read in conjunction with the auditors' statement of their responsibilities set out on page 4, 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 5 to 7 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.

AUDITOR'S REPORT

REPORT OF THE AUDITORS

to the members of Cymric Hotel Company Limited

We have audited the financial statements on pages 5 to 7 which have been prepared under the historical cost convention.

Respective responsibilities of directors and auditors

As described on page 3 the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

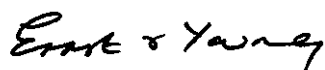
Basis of opinion

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 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 affairs of the company at 1 March 1997 and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young
Chartered Accountants
Registered Auditor
Luton

18/11 1997

PROFIT AND LOSS ACCOUNT

Year ended 1 March 1997

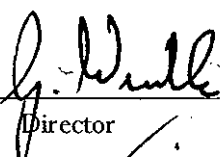
	Notes	Year ended 1 March 1997 £	10 months ended 2 March 1996 £
TURNOVER		-	-
Administrative expenses		-	-
PROFIT BEFORE TAXATION		-	-
Taxation		-	-
RETAINED PROFIT FOR THE PERIOD		-	-
RETAINED PROFIT BROUGHT FORWARD		1,629	1,629
RETAINED PROFIT CARRIED FORWARD		<u>1,629</u>	<u>1,629</u>

There were no recognised gains or losses except those recognised in the profit and loss account.

BALANCE SHEET

1 March 1997

	Notes	<u>1997</u> £	<u>1996</u> £
FIXED ASSETS			
Investments	1	<u>100</u>	<u>100</u>
CURRENT ASSETS AND LIABILITIES			
Debtors	2	6,654	6,654
Cash at bank and in hand		<u>-</u>	<u>-</u>
		6,654	6,654
Creditors - amounts falling due within one year	3	<u>(125)</u>	<u>(125)</u>
Net current assets		<u>6,529</u>	<u>6,529</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u><u>6,629</u></u>	<u><u>6,629</u></u>
CAPITAL AND RESERVES			
Called up share capital	4	5,000	5,000
Profit and loss account		<u>1,629</u>	<u>1,629</u>
SHAREHOLDERS' FUNDS	5	<u><u>6,629</u></u>	<u><u>6,629</u></u>


 Director / G. L. WINDUK
 18 November 1997

ACCOUNTING POLICY

Accounting convention

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

NOTES TO THE ACCOUNTS

	<u>1997</u>	<u>1996</u>
	£	£
<u>1. INVESTMENTS</u>		
Fixed capital in Cymric Hotel Partnership	<u>100</u>	<u>100</u>
<u>2. DEBTORS</u>		
Amounts due from group undertakings	<u>6,654</u>	<u>6,654</u>
Amounts due from group undertakings have no fixed repayment date.		
<u>3. CREDITORS - AMOUNTS FALLING DUE WITHIN ONE YEAR</u>		
Corporation Tax	<u>125</u>	<u>125</u>
	<u>125</u>	<u>125</u>
<u>4. SHARE CAPITAL</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>
<u>5. MOVEMENT IN SHAREHOLDERS' FUNDS</u>		
Shareholders' funds at 2 March 1996	6,629	6,629
Profit earned for ordinary shareholders	-	-
Shareholders' funds at 1 March 1997	<u>6,629</u>	<u>6,629</u>

6. PARENT UNDERTAKING

The parent undertaking of the 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 Whitbread PLC's accounts can be obtained from Chiswell Street, London EC1Y 4SD.