

CLIVE HALL LIMITED

Report and Accounts

31 December 2005



Clive Hall Limited

Registered No. 721141

DIRECTORS

Ladbroke Corporate Director Limited (resigned 23 February 2006)
S Humphreys (appointed 13 February 2006)
P James (appointed 13 February 2006)
P Bowcock (appointed 13 February 2006, resigned 29 September 2006)
J Thomson (appointed 29 September 2006)

SECRETARY

Ladbroke Corporate Secretaries Limited (resigned 23 February 2006)
B Wilson (appointed 23 February 2006)

AUDITORS

Ernst & Young LLP
1 More London Place
London SE1 2AF

REGISTERED OFFICE

Maple Court
Central Park
Reeds Crescent
Watford
Hertfordshire WD24 4QQ

Clive Hall Limited

BALANCE SHEET at 31 December 2005

The directors present their report and accounts for the year ended 31 December 2005.

REVIEW OF THE BUSINESS

The company did not traded during the year and therefore there has been no profit or loss (2004: £Nil). No dividend is recommended.

DIRECTORS

The current directors and the director during the year ended 31 December 2005 is shown above.

DIRECTORS' INTERESTS IN SHARES IN GROUP COMPANIES

No director at 31 December 2005 held at that date or at 31 December 2004 any interest in, or during the accounting period was granted or exercised a right to subscribe for the shares or debentures of this company or of Hilton Group plc (renamed Ladbroke's plc) or its subsidiaries.

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

During the year Hilton Group plc purchased and maintained on behalf of the company, liability insurance for its directors and officers as permitted by Section 310 (3) of the Companies Act 1985.

POST BALANCE SHEET EVENT

On 23 February 2006, Hilton Hotels Corporation, a company incorporated in the United States of America, completed its acquisition of the hotels division of Hilton Group plc (which included the company) pursuant to a Sale and Purchase Agreement dated 29 December 2005.

On 23 February 2006, Hilton Group plc was also renamed Ladbroke's plc.

By order of the board



Secretary

Date: 30 October 2006

Clive Hall Limited

BALANCE SHEET at 31 December 2005

	Notes	2005 £	2004 £
CURRENT ASSETS			
Debtors	4	5,661,117	5,661,117
NET CURRENT ASSETS		5,661,117	5,661,117
		5,661,117	5,661,117
CAPITAL AND RESERVES			
Called up share capital	6,7	100	100
Profit and loss account	7	5,661,017	5,661,017
SHAREHOLDERS' FUNDS	7	5,661,117	5,661,117

For the year ended 31 December 2005 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

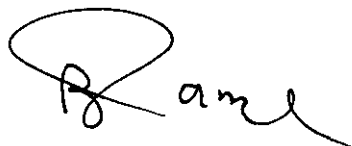
No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- (a) Ensuring the company keeps accounting records which comply with section 221;
- (b) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

Approved on 30 Oct 2006 and signed on behalf of the Board by:

Director



NOTES TO THE ACCOUNTS
at 31 December 2005

1. ACCOUNTING POLICY

Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

2. DIRECTORS' REMUNERATION

No remuneration was paid to the director during the current or the previous year.

3. TAXATION

No liability for current taxation arises in the year, as the company has not traded in the year.

4. DEBTORS

	2005	2004
	£	£
Amounts due from subsidiary undertakings	5,661,117	5,661,117

5. SHARE CAPITAL

	2005	2004
	£	£
Authorised, allotted, called up and fully paid: 100 ordinary shares of £1 each	100	100

6. RECONCILIATION OF SHAREHOLDERS' FUNDS AND MOVEMENTS ON RESERVES

	Share capital £	Profit and loss account £	Total £
At 31 December 2004 and 31 December 2005	100	5,661,017	5,661,117

7. CASH FLOW STATEMENT

The company has taken advantage of the provision in FRS 1 which exempts subsidiary undertakings, 90% or more of whose voting rights are controlled within the group, from preparing a cash flow statement. The ultimate parent undertaking at 31 December 2005, Hilton Group plc plc (renamed Ladbroke's plc), has included the required consolidated cash flow statement within its accounts.

8. CONTINGENT LIABILITIES

The company has jointly and severally guaranteed the value added tax liability of certain other Ladbroke's plc (formally Hilton group) companies, within the group registration, amounting to approximately £7.9 million (2004 - £12.1 million) at 31 December 2005.

The company was released from its liabilities under this guarantee on 23 February 2006.

NOTES TO THE ACCOUNTS

at 31 December 2005

9. RELATED PARTIES

The company has taken advantage of provisions in FRS 8 which exempt subsidiary undertakings, 90% or more of whose voting rights are controlled within the group, from disclosing transactions with other entities within the group. The ultimate parent undertaking at 31 December 2005, Hilton Group plc, has included the required related party disclosures within its group financial statements.

10. PARENT UNDERTAKING AND CONTROLLING PARTY

The company's immediate parent undertaking is Hilton UK Hotels Limited, a company registered in England and Wales. The ultimate parent undertaking at 31 December 2005 and the only undertaking for which group financial statements were prepared for the year then ended, was Hilton Group plc (renamed Ladbroke's plc), a company registered in England and Wales, financial statements for which can be obtained from the following address:

Imperial House, Imperial Drive, Rayners Lane, Harrow, Middlesex, HA2 7JW.

The company's ultimate parent undertaking and controlling party with effect from 23 February 2006 is Hilton Hotels Corporation, a company incorporated in the United States of America.

11. CONTINGENT LIABILITIES

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12. POST BALANCE SHEET EVENT

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