

**POMEROYS  
RESTAURANTS  
LIMITED**

**REPORT & ACCOUNTS**

**27 February 1999**

Registered number 1829152



# POMEROYS RESTAURANTS LIMITED

## CONTENTS

### Pages

Company information	1
Directors' report	2-3
Directors' responsibilities	4
Auditors' report	5
Profit and loss account	6
Balance sheet	7
Accounting policies	8
Notes to the accounts	8-9

# POMEROYS RESTAURANTS LIMITED

**DIRECTORS:** K E D Jones (resigned 31 August 1998)  
L I Ross (resigned 30 September 1998)  
S J Warner  
M A Johnson (appointed 16 October 1998)

**SECRETARY:** R N C Franklin

**AUDITORS:** Ernst & Young  
Becket House  
1 Lambeth Palace Road  
London  
SE1 7EU

**REGISTERED OFFICE:** Chiswell Street  
London  
EC1Y 4SD

**REGISTERED NUMBER:** 1829152

## **DIRECTORS' REPORT**

### **Accounts**

The Directors submit to the shareholders their report and accounts for the year ended 27 February 1999.

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

The company did not trade during the year and does not intend to do so for the foreseeable future.

### **Results and dividends**

The loss for the year after tax amounted to £1,000 (1998 - loss of £1,263). The directors do not recommend the payment of a dividend.

### **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 parent undertaking, Whitbread PLC including shares under the Whitbread PLC Share Ownership Scheme are as follows:

<b>Ordinary shares</b>	<b><u>27 February 1999</u></b>	<b><u>1 March 1998</u></b>
S J Warner	157	175
M A Johnson (appointed 16 October 1998)	186	184 *

\* as at date of appointment

## DIRECTORS' REPORT

### Directors' interests (cont)

#### Options over ordinary shares

During the year the following movements in options over the ordinary share capital of the parent undertaking, Whitbread PLC, took place:-

		Options held at 1.03.98 or date of appointment	Options granted		Options exercised		Options held at 27.02.99
			Number	Price	Number	Price	
S J Warner	a	19,400	500	1027.0			19,900
	b	3,109					3,109
M A Johnson	a	34800 *					34,800
	b	2618 *					2,618

(a) the Executive Share Option Scheme

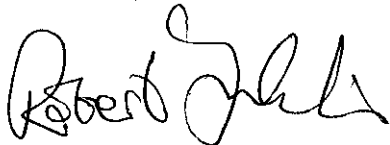
(b) the Savings Related Share Option Scheme

\* as at date of appointment

### Auditors

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

On behalf of the board



SECRETARY

11 October

1999

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN  
RELATION TO FINANCIAL STATEMENTS**

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 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 6 to 9 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.

## **REPORT OF THE AUDITORS**

**to the members of Pomeroy's Restaurants Limited**

We have audited the financial statements on pages 6 to 9 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 8.

### **Respective responsibilities of directors and auditors**

As described on page 4, 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 financial statements and to report our opinion to you.

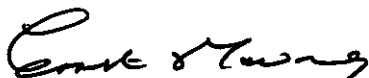
### **Basis of opinion**

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 27 February 1999 and of the loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young  
Registered Auditor  
London

11/10 1999

# POMEROYS RESTAURANTS LIMITED

## PROFIT AND LOSS ACCOUNT

### Year ended 27 February 1999

	<u>Notes</u>	<u>Year ended</u> <u>27 February 1999</u>	<u>Year ended</u> <u>28 February 1998</u>
		£	£
<b>TURNOVER</b>		-	121,070
Cost of sales		-	(34,694)
		<hr/>	<hr/>
<b>GROSS PROFIT</b>		-	86,376
Administrative expenses		-	(87,758)
		<hr/>	<hr/>
<b>LOSS BEFORE TAXATION</b>	1	-	(1,382)
Taxation	2	(1,000)	119
		<hr/>	<hr/>
<b>RETAINED LOSS FOR THE YEAR</b>	5	(1,000)	(1,263)
		<hr/>	<hr/>

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




# POMEROYS RESTAURANTS LIMITED

## BALANCE SHEET

27 February 1999

	Notes	<u>1999</u>	<u>1998</u>
		£	£
<b>CURRENT ASSETS</b>			
Debtors - amounts due from group undertakings		<u>81,387</u>	<u>84,887</u>
<b>TOTAL NET ASSETS</b>		<u>81,387</u>	<u>84,887</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	3	120,000	120,000
Profit and loss account	4	<u>(38,613)</u>	<u>(37,613)</u>
<b>EQUITY SHAREHOLDERS' FUNDS</b>	5	<u>81,387</u>	<u>82,387</u>

Director   
M. Johnson  
11 October

1999

## ACCOUNTING POLICIES

### **Accounting convention**

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

### **Turnover**

Turnover is the value of goods and services sold, within the UK, as part of the company's continuing ordinary activities after deducting sales based taxes.

### **Cash flow**

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 whose consolidated accounts are publicly available.

## NOTES TO THE ACCOUNTS

### 1. PROFIT AND LOSS ACCOUNT DETAILS

	Year ended <u>27 February 1999</u>	Year ended <u>28 February 1998</u>
	£	£
<b>Profit / (loss) before taxation is stated after charging:</b>		
Depreciation of fixed assets	-	5,704
Operating lease rentals - land and buildings	-	19,781
Hire of plant and machinery	-	90
	<u>-</u>	<u>90</u>

### 2. TAXATION

	Year ended <u>27 February 1999</u>	Year ended <u>28 February 1998</u>
	£	£
<b>Current taxation on profit / (loss) for the year</b>		
U.K. Corporation Tax at 31% (1997/8 - 31.17%)	-	-
<b>Adjustments to earlier periods</b>		
Corporation Tax	<u>1,000</u>	<u>(119)</u>
	<u>1,000</u>	<u>(119)</u>

### 3. SHARE CAPITAL

	Authorised		Allotted, called up and fully paid	
	<u>1999</u>	<u>1998</u>	<u>1999</u>	<u>1998</u>
	£	£	£	£
Ordinary shares of £1 each	<u>120,000</u>	<u>120,000</u>	<u>120,000</u>	<u>120,000</u>

## NOTES TO THE ACCOUNTS

### 4. PROFIT AND LOSS ACCOUNT

	<u>1999</u>	<u>1998</u>
	£	£
Opening balance	(37,613)	(36,350)
Loss retained	(1,000)	(1,263)
Closing balance	<u>(38,613)</u>	<u>(37,613)</u>

### 5. MOVEMENT IN SHAREHOLDERS' FUNDS

	<u>1999</u>	<u>1998</u>
	£	£
Opening shareholders' funds	82,387	83,650
Loss earned for ordinary shareholders	(1,000)	(1,263)
Closing shareholders' funds	<u>81,387</u>	<u>82,387</u>

### 6. 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.

### 7. PARENT UNDERTAKING

The ultimate parent undertaking is Whitbread PLC, registered in England and Wales.

The smallest and 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.