

Registered Number: 6137979

**COSTA CARD
ELMI
LIMITED**

REPORT & ACCOUNTS

26th February 2009

THURSDAY



AGER6A8J

A26

28/05/2009

84

COMPANIES HOUSE

DIRECTORS: J Derkach
A Johnson

SECRETARY: D C Lowry

AUDITORS: Ernst & Young LLP
400 Capability Green
Luton
LU1 3LU

REGISTERED OFFICE: Whitbread Court
Houghton Hall Business Park
Porz Avenue
Dunstable
Bedfordshire
LU5 5XE

REGISTERED NUMBER: 6137979

DIRECTORS' REPORT

The Directors present their report and accounts for the year ended 26 February 2009.

Results and dividends

The profit before tax for the year ended 26 February 2009 was £43,983. The directors do not recommend payment of a final dividend.

Principal activities and review of the business

The company was incorporated on 5 March 2007 in order to operate as an electronic money issuer, regulated by the Financial Services Authority (FSA). Approval was granted by the FSA with effect from 12 October 2007. The company does not trade in its own right but accounts for the electronic money liability due to Costa stored value cardholders, and maintains segregated funds in excess of the total liability due. The company's activities are restricted to those of an electronic money issuer.

Going concern

The directors have a reasonable expectation that the company has adequate resources to continue operating for the foreseeable future. For this reason, the going concern basis continues to be adopted in preparing the accounts.

Future developments

The directors anticipate that the expansion in the number of UK Costa Coffee outlets will result in increasing use of the Costa stored value card. The directors do not at this stage anticipate extending the Costa stored value card to overseas outlets.

Directors

Details of directors who served during the period are as follows:

J Derkach	
A Johnson	(appointed 27 June 2008)
L Woodhouse	(resigned 27 June 2008)

Directors' qualifying third party indemnity provisions

The company has granted an indemnity to its directors against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 1985. This indemnity remains in force at the date of approving the directors' report.

Disclosure of information to auditors

The directors who were members of the board at the time of approving the directors' report are listed on page 1. Having made enquiries of fellow directors and of the company's auditors, each of these directors confirms that:

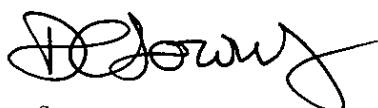
- to the best of each director's knowledge and belief, there is no information relevant to the preparation of their report of which the company's auditors are unaware; and
- each director has taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the company's auditors are aware of that information.

Auditors

Ernst & Young LLP have expressed their willingness to continue as auditor of the company.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

By order of the board



Secretary

9 April 2009

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to 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. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to 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.

INDEPENDENT AUDITORS' REPORT

to the members of Costa Card ELMI Limited

We have audited the company's financial statements for the period ended 26 February 2009 which comprise the profit and loss account, the balance sheet and the related notes 1 to 11. These financial statements have been prepared under the accounting policies set out therein.

This report is made solely to the company's members, as a body, in accordance with Section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and Accounting Standards (United Kingdom Generally Accepted Accounting Practice) 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 International Standards on Auditing (UK and Ireland).

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 whether in our opinion the information given in the directors' report is consistent with the financial statements.

In addition we report to you if, in our opinion, 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 other transactions is not disclosed.

We read other information contained in the Annual Report, and consider whether it is consistent with the audited financial statements. This other information comprises only the directors' report. 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 audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) 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 judgments 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.

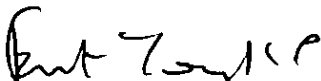
INDEPENDENT AUDITORS' REPORT

to the members of Costa Card ELMI Limited

Opinion

In our opinion:

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 26 February 2009 and of its profit for the period then ended;
- the financial statements have been properly prepared in accordance with the Companies Act 1985; and
- the information given in the directors' report is consistent with the financial statements.



Ernst & Young LLP

Registered auditor
Luton

14 April 2009

PROFIT AND LOSS ACCOUNT

For the period ended 26 February 2009

	Notes	Year ended 26 February 2009 £	Period ended 28 February 2008 £
Interest receivable	4	<u>43,983</u>	<u>25,742</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		43,983	25,742
Taxation	5	<u>(12,390)</u>	<u>(7,723)</u>
PROFIT FOR THE PERIOD	9	<u><u>31,593</u></u>	<u><u>18,019</u></u>

All activities are continuing during the period.

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

BALANCE SHEET

At 26 February 2009

	Notes	<u>2009</u>	<u>2008</u>
		£	£
CURRENT ASSETS			
Debtors	6	489,399	345,328
Cash at bank and in hand		<u>897,364</u>	<u>756,614</u>
		1,386,763	1,101,942
CREDITORS - amounts falling due within one year	7	<u>(445,151)</u>	<u>(333,923)</u>
NET CURRENT ASSETS		<u>941,612</u>	<u>768,019</u>
NET ASSETS		<u>941,612</u>	<u>768,019</u>
CAPITAL AND RESERVES			
Share capital	8	892,000	750,000
Profit and loss account	9	<u>49,612</u>	<u>18,019</u>
EQUITY SHAREHOLDERS' FUNDS	9	<u>941,612</u>	<u>768,019</u>

These accounts are prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small entities.

Director



09/04/09.

2009

NOTES TO THE ACCOUNTS

1. ACCOUNTING POLICIES

Authorisation

The financial statements of Costa Card ELMI Limited for the year ended 26 February 2009 were authorised for issue by the Board of Directors on 9 April 2009.

Accounting convention

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

Interest receivable

Interest receivable is recognised on an accruals basis.

2. OPERATING PROFIT

Audit fees for the year were paid by the parent company, Whitbread Group PLC.

3. STAFF COSTS

The company had no employees during the period.

All fees paid to the directors as remuneration are borne by the parent company.

4. INTEREST RECEIVABLE

	<u>2009</u>	<u>2008</u>
	£	£
Bank interest receivable	21,534	16,178
Interest receivable from group undertakings	22,449	9,564
	<u>43,983</u>	<u>25,742</u>

5. TAXATION

	<u>2009</u>	<u>2008</u>
	£	£
Current taxation on profits for the period		
U.K. Corporation Tax	12,390	7,723
Total taxation charge	<u>12,390</u>	<u>7,723</u>
 Factors affecting the taxation charge for the period:		
Profit before tax	<u>43,983</u>	<u>25,742</u>
Tax at current UK Corporation Tax rate of 28.17% (2008: 30%)	<u>12,390</u>	<u>7,723</u>

NOTES TO THE ACCOUNTS

6. DEBTORS

	<u>2009</u>	<u>2008</u>
	£	£
Amounts due from group and parent undertakings	485,799	335,764
Prepayments and accrued income	3,600	9,564
	<u>489,399</u>	<u>345,328</u>

Amounts due from group and parent undertakings are unsecured, repayable on demand and carry interest at LIBOR plus 35 basis points.

7. CREDITORS - amounts falling due within one year

	<u>2009</u>	<u>2008</u>
	£	£
Corporation tax	12,390	7,723
Other creditors	432,761	326,200
	<u>445,151</u>	<u>333,923</u>

8. SHARE CAPITAL

Authorised

	<u>2009</u>	<u>2008</u>
	£	£
Ordinary shares of £1 each	<u>1,000,000</u>	<u>1,000,000</u>

Allotted, called up and fully paid

	<u>2009</u>	<u>2008</u>	<u>2009</u>	<u>2008</u>
	No.	No.	£	£
Ordinary shares of £1 each	892,000	750,000	892,000	750,000
	<u>892,000</u>	<u>750,000</u>	<u>892,000</u>	<u>750,000</u>

On 8 October 2008 the allotted share capital was increased by £52,000 by the creation of 52,000 ordinary shares of £1 each for a cash consideration of £52,000.

On 3 December 2008 the allotted share capital was increased by £90,000 by the creation of 90,000 ordinary shares of £1 each for a cash consideration of £90,000.

NOTES TO THE ACCOUNTS

9. SHAREHOLDERS' FUNDS

	Share capital £	Profit and loss account £	Total shareholders' funds £
At 28 February 2008	750,000	18,019	768,019
Profit for the year	-	31,593	31,593
Shares issued during the year	142,000	-	142,000
At 26 February 2009	<u>892,000</u>	<u>49,612</u>	<u>941,612</u>

10. 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.

11. PARENT UNDERTAKING

The immediate parent undertaking is Costa Limited , registered in England & Wales.

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 Whitbread Court, Houghton Hall Business Park, Porz Avenue, Dunstable, Bedfordshire LU5 5XE.