



OP 1270817
102590

363a

Annual Return

Company Number

Company Name in full



* F 3 6 3 A C 5 0 *

Date of this return (See note 1)

The information in this return is made up to

Day Month Year

30	06	98
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Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day Month Year

30	06	99
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Registered Office (See note 3)

Show here the address at the date of this return.

Any change of registered office

must be notified on form 287.

Post town

County / Region

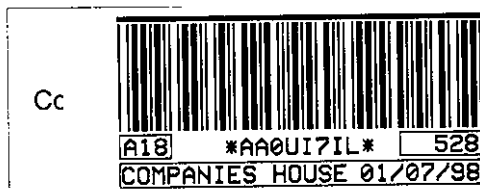
Postcode

Principal business activities

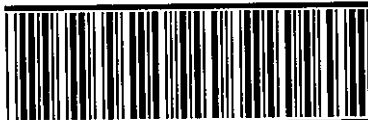
(See note 4)

Show trade classification code number(s) for the principal activity or activities.

If the code number cannot be determined, give a brief description of principal activity.



Cc



A18 *AA0UI7IL* 528
COMPANIES HOUSE 01/07/98

When you have completed and signed the form please send it to
Companies House, Crown Way, Cardiff, CF4 3UZ DX 33050 Cardiff
for companies registered in England and Wales or
Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
for companies registered in Scotland **DX 235 Edinburgh**

Register of members (See note 5)

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Register of Debenture holders

(See note 6)

If the register of members is not kept at the registered office, state here where it is kept.

Post town

County / Region

Postcode

Company type (See note 7)

Public limited company

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please mark the appropriate box

Company Secretary (See notes 1-5)

(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Forename(s)

Surname

* Voluntary details.

Previous forename(s)

Previous surname(s)

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town

County / Region

Country

Details of a new company secretary must be notified on form 288a.

* Honours etc

Maria Rita

Buxton-Smith

1 Whitsun Pasture

Willen Park

Milton Keynes

Bucks

Postcode

MK15 9DQ

England

Directors (See notes 1-5)

Please list directors in alphabetical order.

Details of a new directors must be notified on form 288a.

Name	* Style / Title		Day	Month	Year	
	* Honours etc		Date of birth	03	11	59
	Forename(s)	Simon Charles				
	Surname	Barratt				
	Previous forename(s)					
	Previous surname(s)					
Address		Longwood				
		Langton Green				
	Post town	Tunbridge Wells				
	County / Region	Kent	Postcode	TN3 0BA		
	Country		Nationality	British		
	Business occupation	solicitor				
	Other directorships	(See continuation sheet).				

* Voluntary details.

Directors	Name	* Style / Title		Day	Month	Year	
		* Honours etc		Date of birth	02	04	46
		Forename(s)	Christopher James				
		Surname	Wilkins				
		Previous forename(s)					
		Previous surname(s)					
	Address	"Highfields House"					
		Gills Hill Lane					
		Post town	Radlett				
		County / Region	Herts	Postcode	WD7 8DB		
		Country	United Kingdom	Nationality	British		
	Business occupation	Finance Director					
	Other directorships	(See continuation sheet).					

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Issued share capital (See notes 9)

Enter details of all the shares in issue at the date of this return.

Class <i>(e.g. Ordinary/Preference)</i>	Number of shares issued	Aggregate Nominal Value <i>(i.e. Number of shares issued multiplied by nominal value per share)</i>
Ordinary Shares	2,739,576	£2,739,576.00
Totals	2,739,576	£2,739,576.00

List of past and present members

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

(see note 10)

There were no changes in the period

on paper

in another format

A list of changes is enclosed

A full list of members is enclosed

Elective resolutions

(Private companies only)

(see note 11)

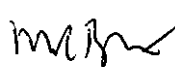
If at the date of this return an election is in force to dispense with annual general meetings, mark this box

If at the date of this return an election is in force to dispense with laying accounts in general meetings, mark this box

Certificate

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

30.6.98

† Please delete as appropriate.

† a ~~director~~/secretary

When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House.**

This return includes

(enter number)

Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.

The Secretary
Whitbread PLC
Chiswell Street
London EC1Y 4SD

Company Number 17030

Company Name in full Whitbread East Pennines Limited

Current directorships for Simon Charles Barratt

Tusker Limited

Whitbread Pension Trustees Limited

Whitbread Quest Trustee Limited

Current directorships for Christopher James Wilkins

Tusker Limited

Whitbread Share Ownership Trustees Limited

**List of past and present members
Schedule to form 363a and 363b**

Company Number 17030

Company Name in full Whitbread East Pennines Limited

Number of shares or amount of stock held by existing members at date of this return.

Particulars of shares or stock transferred since the date of the last return (or in the case of the first return, since the incorporation of the company) by
(a) persons who are still members, and
(b) persons who have ceased to be members.

Name and address	Number or amount currently held	Number or amount Transferred	Date of registration of transfer	Remarks
Whitbread Nominees Limited				
Chiswell Street, London, EC1Y 4SD, England				
Ordinary Shares	500			
Whitbread PLC				
Chiswell Street, London, EC1Y 4SD, England				
Ordinary Shares	2,739,076			