

WHITBREAD PLC

1 May 2013

Dear Shareholder,

I have pleasure in enclosing the Annual Report and Accounts of Whitbread PLC (the 'Company') for the financial year ended 28 February 2013. The Annual Report and Accounts are also available in electronic form on the corporate website, www.whitbread.co.uk. The website contains a wealth of information on the Company and is the best place to get all of the latest news on Whitbread PLC. If you register your email address with us on the website, we will send you a message every time there is important news published on the site.

You will find accompanying this letter the Notice of the 2013 Annual General Meeting ('AGM'), which will be held at 2.00pm on Tuesday 18 June 2013 at The Queen Elizabeth II Conference Centre, Broad Sanctuary, Westminster, London SW1P 3EE. The meeting will be followed by afternoon tea and an opportunity to meet members of your Board, as well as other senior executives of the Company.

The Notice of AGM contains an explanation of the resolutions which will be put to the meeting. The directors consider that the adoption of each of the resolutions to be put to the meeting is in the best interests of the Company and its shareholders as a whole. The directors will be voting in favour of the proposed resolutions in respect of their own personal shares and unanimously recommend that you do so as well. Please note that, as in previous years, all voting at this year's AGM will be by poll using electronic handsets.

If you are not able to attend the AGM you are still able to vote on the resolutions. You can appoint one or more individuals to act as your proxy so that they can attend, speak and vote at the meeting according to your instructions. Your proxy or proxies do not have to be shareholders of Whitbread themselves and can be someone you know personally who has agreed to represent you at the AGM. Alternatively, you may appoint the Chairman of the meeting as your proxy who will vote on your behalf in accordance with your wishes. Enclosed with this letter you will find a personalised Form of Proxy for the 2013 AGM. You are able to submit your Form of Proxy by post, through the internet or the CREST system as detailed below.

- **Post:** Please use the enclosed freepost envelope to send the Form of Proxy to our registrars, Capita. Your Form of Proxy must reach the registrars by the deadline stipulated below.
- **Internet:** You can submit your Form of Proxy through the internet by accessing the share portal at www.whitbread-shares.com. Your Form of Proxy must be submitted by the deadline below. If you have not previously used the share portal, you will be asked to register for an account. In order to register you will need your postcode and your investor code (which can be found on your share certificate).
- **CREST system:** CREST messages must be received by our agent (ID number RA10) by the deadline below.

Please note that the deadline for receipt of the Form of Proxy is 2.00pm on Friday 14 June 2013. If the meeting is adjourned, the Form of Proxy must be received not less than 48 hours before the time appointed for the adjourned meeting (excluding non-working days).

If you are a qualifying shareholder (i.e. you hold at least 64 Whitbread shares), you can request a set of shareholder offer vouchers by calling our registrars, Capita, on 0844 855 2327, or by emailing whitbread@capitaregistrars.com. The Board has discussed the issue of vouchers and believes that they are no longer an appropriate ongoing benefit in their current form. It will be reviewing shareholder benefits as a whole over the next two years.

I look forward to seeing you at the AGM.

Yours sincerely,

Anthony Habgood
Chairman, Whitbread PLC

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