

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** When considering what action you should take, you should seek your own personal financial advice from your stockbroker, bank, solicitor, accountant, fund manager or other independent financial adviser authorised under the Financial Services and Markets Act 2000.

If you have sold or otherwise transferred all of your Ordinary Shares, please send this document at once to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee.

Your attention is drawn to the circular to shareholders of William Hill PLC dated 31 May 2005 relating to the proposed acquisition by William Hill of Stanley's Retail Bookmaking (the "Circular"). **This document is supplemental to and should be read in conjunction with the Circular.**

A copy of this document can be found on the Company's website ([www.williamhillplc.co.uk](http://www.williamhillplc.co.uk)) and is available free of charge at the address of the registered office of William Hill PLC and the offices of Freshfields Bruckhaus Deringer, as set out in paragraph 9 of Part 6 of the Circular.

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## William Hill PLC

*(Incorporated and registered in England and Wales under the Companies Act, registered number 4212563)*

### Proposed acquisition of Stanley's Retail Bookmaking

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The Directors, whose names are set out in paragraph 2(a) of Part 6 of the Circular, accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

Definitions of certain of the terms used in this document are provided in Part 8 of the Circular. Words and expressions defined in the Circular have the same meaning when used in this document, unless the context requires otherwise.

PricewaterhouseCoopers LLP has given and not withdrawn its written consent to the inclusion in this document of its report contained in Part 2 hereof (and the references thereto) and the references to its name in the form and context in which they appear.

Citigroup has given and not withdrawn its written consent to the inclusion in this document of its report contained in Part 3 hereof (and the references thereto) and the references to its name in the form and context in which they appear.

Shareholders will find enclosed with this document a stamped and addressed envelope. This envelope should be used to return the Form of Proxy, once completed and signed, that was sent to you with the Circular. **As stated in the Circular, you should complete, sign and return your Form of Proxy for use at the EGM as soon as possible but in any event so as to be received by the Company's registrars, Capita Registrars, Proxy Department, the Registry, 34 Beckenham, Kent BR3 4TU, not later than 11.00 a.m. on 15 June 2005.**

**PART 1**  
**LETTER FROM THE CHAIRMAN OF WILLIAM HILL**

**William Hill PLC**

*(Incorporated in England and Wales with registered number 4212563)*

Directors:  
Charles Scott (*Chairman*)  
David Harding (*Chief Executive*)  
Tom Singer (*Chief Operating Officer*)  
David Allvey (*Independent Non-executive Director*)  
David Edmonds, CBE, D.Litt. (*Independent Non-executive Director*)  
Barry Gibson (*Senior Independent Non-executive Director*)

Registered Office:  
Greenside House  
50 Station Road  
Wood Green  
London N22 7TP

3 June 2005

Dear Shareholder

**PROPOSED £504 MILLION ACQUISITION OF STANLEY'S RETAIL BOOKMAKING IN GREAT BRITAIN, NORTHERN IRELAND, THE REPUBLIC OF IRELAND, JERSEY AND THE ISLE OF MAN - SUPPLEMENTAL INFORMATION**

This document is supplemental to and should be read in conjunction with the circular to shareholders of William Hill PLC dated 31 May 2005 relating to the proposed acquisition by William Hill of Stanley's Retail Bookmaking (the "Circular"). The following statement was made in the Circular:

*"In the year ended 2 May 2004, Stanley's Retail Bookmaking generated EBITDA (earnings before interest, tax, depreciation and amortisation) of £37.2 million, although profits are expected to be lower in the year ended 1 May 2005, after adjustment to reflect the application of William Hill's accounting policies and the transfer of certain assets between Stanley's Retail Bookmaking and the rest of the Stanley Leisure Group, due to the effect of unfavourable horseracing and football results."*

The estimate of the profits for Stanley's Retail Bookmaking for the year ended 1 May 2005 was based upon the results shown by the unaudited management accounts of Stanley's Retail Bookmaking for the 11 months ended 3 April 2005 and an estimate for the month ended 1 May 2005.

As required by the UK Listing Authority, we requested certain confirmations in relation to this estimate from PricewaterhouseCoopers LLP and our sponsor, Citigroup. The reports of PricewaterhouseCoopers LLP and Citigroup, providing the requisite confirmations, are set out in Parts 2 and 3 of this document, respectively.

In addition to the documents made available for inspection as set out in paragraph 9 of Part 6 of the Circular, copies of the following documents may be inspected at the offices of Freshfields Bruckhaus Deringer, 65 Fleet Street, London EC4Y 1HS, during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted), for a period of 14 days from the date of this document:

- (a) the report of PricewaterhouseCoopers LLP set out in Part 2 of this document;
- (b) the report of Citigroup set out in Part 3 of this document;
- (c) the written consent of PricewaterhouseCoopers LLP that it has given and not withdrawn its written consent to the inclusion in this document of its report contained in Part 2 hereof (and the references thereto) and the references to its name in the form and context in which they appear;
- (d) the written consent of Citigroup that it has given and not withdrawn its written consent to the inclusion in this document of its report contained in Part 3 hereof (and the references thereto) and the references to its name in the form and context in which they appear; and
- (e) this document.

Yours sincerely

**Charles Scott**  
Chairman

**PART 2**  
**PRICEWATERHOUSECOOPERS LLP REPORT**



**PricewaterhouseCoopers LLP**  
101 Barbirolli Square  
Lower Mosely Square  
Manchester M2 3PW  
[www.pwc.com/uk](http://www.pwc.com/uk)

The Directors  
William Hill PLC  
Greenside House  
50 Station Road  
Wood Green  
London N22 7TP

Citigroup Global Markets Limited  
Citigroup Centre  
33 Canada Square  
London E14 5LB

3 June 2005

Dear Sirs

We have reviewed the basis of compilation and the accounting policies used in preparing the profit estimate (the "Profit Estimate") of Stanley's Retail Bookmaking (as defined in the circular to shareholders of William Hill PLC dated 31 May 2005 (the "Circular")) for the year ended 1 May 2005 set out in the paragraph headed "Current Trading for William Hill and Stanley's Retail Bookmaking and prospects of the Enlarged Group" in Part 1 of the Circular.

We conducted our work in accordance with the Statements of Investment Circular Reporting Standards issued by the Auditing Practices Board.

It is our responsibility to form an opinion on the Profit Estimate and to report our opinion to the directors of William Hill PLC (the "Company") and to Citigroup Global Markets Limited. Our work in connection with the Profit Estimate has been undertaken solely for the purpose of reporting under paragraph 12.24 of the Listing Rules of the UK Listing Authority.

The Profit Estimate, for which the directors of the Company are solely responsible, takes account of the results shown by the unaudited management accounts of Stanley's Retail Bookmaking for the 11 months ended 3 April 2005 and an estimate for the month ended 1 May 2005.

In our opinion the Profit Estimate has been properly compiled on the basis stated and the basis of accounting is consistent with the accounting policies of the Company.

Yours faithfully

**PricewaterhouseCoopers LLP**  
Chartered Accountants

**PART 3  
CITIGROUP REPORT**



The Directors  
William Hill PLC  
Greenside House  
50 Station Road  
Wood Green  
London N22 7TP

3 June 2005

Dear Sirs

We refer to the profit estimate (the "Profit Estimate") set out in the paragraph headed "Current Trading for William Hill and Stanley's Retail Bookmaking and prospects of the Enlarged Group" in Part 1 of the circular to shareholders of William Hill PLC dated 31 May 2005 (the "Circular") for Stanley's Retail Bookmaking (as defined in the Circular) for the year ended 1 May 2005.

We have discussed the Profit Estimate and the basis on which it has been prepared with you as directors of William Hill PLC. We have also discussed the accounting policies and basis of calculations for the Profit Estimate with PricewaterhouseCoopers LLP and we have considered their letter of today's date addressed to both yourselves and ourselves on this matter.

On the basis of the foregoing and having regard to the above mentioned letter from PricewaterhouseCoopers LLP, we consider that the Profit Estimate, for which you as directors of William Hill PLC are solely responsible, has been made after due and careful enquiry by William Hill PLC.

We are writing to you in our capacity as sponsor as required under listing rule 2.19 of the UK Listing Authority's Listing Rules and this letter may be included in the circular to shareholders of William Hill PLC dated 3 June 2005 solely for the purposes of that listing rule.

Yours faithfully  
For and on behalf of  
**Citigroup Global Markets Limited**

**Jan Skarbek**  
*Managing Director*

**Citigroup Global Markets Limited** Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB, United Kingdom  
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Registered office at above address. Registered Number 1763297 England. Regulated by the FSA