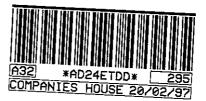
Company Number 31133

DIRECTORS' REPORT AND ACCOUNTS BASS HOTELS LIMITED 30 SEPTEMBER 1996



BASS HOTELS LIMITED **DIRECTORS' REPORT**

For the year ended 30 September 1996

The directors present their annual report on the affairs of the Company, together with the accounts and auditors' report for the year ended 30 September 1996.

PRINCIPAL ACTIVITY AND REVIEW

The Company has not traded during the year, therefore no Profit and Loss Account has been prepared.

No dividend is proposed.

DIRECTORS

The following served as directors of the Company during the year:

L D Ritson

I C Graham

R L Jackman

DIRECTORS' INTERESTS

Mr Ritson, Mr Graham and Mr Jackman do not have any interests in the ordinary shares of Bass Plc.

No changes took place in the interests of directors between 30 September 1996 and the date of signature of these financial statements.

The directors had no interests in the shares of the Company or other group companies other than those mentioned above.

Bass Hotels Limited 20 North Audley Street London W1Y 1WE

Approved by the Board of Directors and signed on behalf of the Board

Director

I C Graham

Date: 24/11/96

BASS HOTELS LIMITED **BALANCE SHEET** 30 September 1996

	NOTES	1996 £	1995 £
Current assets Amounts owed by immediate parent company		50,000	50,000
Capital and reserves Called up share capital	2	50,000	50,000
Equity Shareholders' funds		50,000	50,000

Throughout the financial year ending 30 September 1996, the Company was a dormant company within the meaning of Section 250 of the Companies Act 1985 and in accordance with that Section, no auditors' report is attached to these accounts.

Signed on behalf of the Board of Directors

I C Graham

Director

Secretary

JB Combeer & Combeer

Date: 19/2/97

The accompanying notes are an integral part of this balance sheet.

BASS HOTELS LIMITED NOTES TO ACCOUNTS 30 September 1996

1. Directors' remuneration

No remuneration was paid to the directors of the Company.

2. Called up share capital

1996	1995
£	£

Authorised, allotted, called up and fully paid 10,000 ordinary shares of £5 each

50,000

50,000

3. Ultimate parent company

The ultimate parent company is Bass Plc, a company incorporated in Great Britain and registered in England and Wales.

The largest and smallest group in which the results of Bass Hotels Limited and subsidiary undertakings are consolidated is that headed by Bass Plc, a company registered in England and Wales.

The consolidated accounts of Bass Plc are available to the public and may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.