

Company Number 31133

DIRECTORS' REPORT AND ACCOUNTS

BASS HOTELS LIMITED

30 SEPTEMBER 2000



BASS HOTELS LIMITED
DIRECTORS' REPORT
For the year ended 30 September 2000

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 2000.

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.

YEAR 2000 ELECTRONIC SYSTEMS

Programmes to deal with the potential impact of the Year 2000 issue on the Company were, and continue, being managed by Bass PLC (the ultimate parent undertaking of the Company).

DIRECTORS

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

L D Ritson

R L Jackman

S I Rees (appointed 17/11/99)

DIRECTORS' INTERESTS

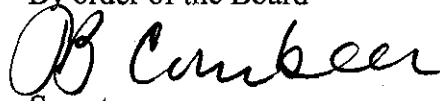
The following directors had an interest in the ordinary shares of Bass PLC (the ultimate parent company) at 30 September 2000.

Name of Director	Fully Paid		Under Option Ordinary Shares			Option Price	Earliest Exercise Date
	Ordinary Shares 1999	Ordinary Shares 2000	Granted 1999	Exercised In Year	Granted 2000		
R.L.Jackman	-	-	8300	-	8300	746.00p	Feb-99
			7800	-	7800	851.50p	Feb-00
			6700	-	6700	1014.50p	Mar-01
			1300	-	1300	798.00p	Feb-02
					16600	597.00p	Feb-03
L.D. Ritson	-	-	7900	-	7900	746.00p	Feb-99
			8000	-	8000	851.50p	Feb-00
			7000	-	7000	1014.50p	Mar-01
					3100	798.00p	Feb-02
					20700	597.00p	Feb-03

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

By order of the Board



Secretary:

Date: 1/12/2000

BASS HOTELS LIMITED
BALANCE SHEET
30 September 2000

	NOTES	2000 £	1999 £
Current assets			
Amounts owed by immediate parent company		50,000	50,000
		<hr/>	<hr/>
Capital and reserves			
Called up share capital	2	50,000	50,000
		<hr/>	<hr/>
Equity Shareholders' funds		50,000	50,000
		<hr/>	<hr/>

Throughout the financial year ending 30 September 2000, 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

Director: 

Date: 27/11/00

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

BASS HOTELS LIMITED
NOTES TO ACCOUNTS
30 September 2000

1. Directors' remuneration

No remuneration was paid to the directors of the Company.

2. Called up share capital

	2000 £	1999 £
Authorised, allotted, called up and fully paid 10,000 ordinary shares of £5 each	<u>50,000</u>	<u>50,000</u>

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.