

BLMS Limited

Accounts 30 September 1996
together with directors' report
Registered number: **2067231**



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, for the year ended 30 September 1996.

Principal activity and review

The Company has traded during the year only as a disclosed agent for Bass Leisure Activities Limited. It has not traded on its own account, and accordingly it has made neither a profit nor a loss. Therefore no Profit and Loss Account has been prepared.

No dividend is proposed.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those accounts, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Directors and their interests

The following served as directors during the year.

A D Portno (Appointed 01.03.96)

I J G Napier (Resigned 29.02.96)

M R Thompson

D Page

J M Day

P J Langley

R A Heaver

W P J Austin (Resigned 29.02.96)

K I Smith

J M Duck (Appointed 02.01.96)

R D Withers

Directors' report (continued)

Directors' interests

The directors and their families had the following interests in the shares, debentures and unsecured loan stocks of Group companies at 30 September 1995, or date of appointment, whichever is the later, and 30 September 1996.

Name of director	Name of Company and description of shares, debentures etc.							For Shares Granted During the Year	
		Fully paid		Under option				Option price	Earliest exercise date
		(number of shares etc)		(number of shares etc)					
		1995 or Date of <u>Appointment</u>	1996	1995 or Date of <u>Appointment</u>	Granted during <u>year</u>	Exercised during <u>year</u>	1996		
K I Smith	(**)	1779	2165	34542	700		35242	746.00	22.06.99
D Page	(**)	1699	1468	2136	5600		7736	746.00	22.02.99
J M Day	(**)	1035	1330	16794	6200		22994	746.00	22.02.99
R A Heaver	(**)	4511	4132	2713	527		3240	654.00	25.06.01
P J Langley	(**)	1966	1631	17824	6200			746.00	22.02.99
					596		24620	654.00	25.06.01

(*) Non-beneficial interest

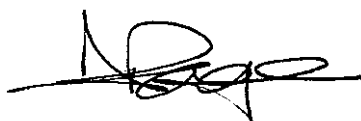
(**) Shares held under the Bass Executive Share Option Scheme and the Bass Employee Savings Share Scheme.

The options outstanding are exercisable at prices between 367.00p and 746.00p.

The Register of Directors' Holdings kept by the Company does not contain particulars of the holding of any director who is also a director of Bass PLC or any other company of which the reporting company is a wholly owned subsidiary undertaking, in whose accounts the directors interests are reported.

3 The Maltings
Wetmore Road
BURTON - UPON - TRENT
DE14 1SE

By order of the Board,



Date 30th October 1996 Secretary
D Page

Balance sheet

30 September 1996

	Notes	1996 £	1995 £
Fixed Asset Investments			
Shares in Group Companies - Subsidiary Undertakings	2	1801330	-
Debtors: Amounts falling due after more than one year			
Amounts owed by group undertakings		1000	1000
Creditors: Amounts falling due after more than one year			
Amounts owed to group undertakings		(1801330)	-
		<u>1000</u>	<u>1000</u>
Capital and reserves			
Called-up share capital	3	<u>1000</u>	<u>1000</u>
		<u>1000</u>	<u>1000</u>

Signed on behalf of the Board



Director

R D Withers

Date

30 October 1996

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

Notes to accounts

30 September 1996

1 Accounting policies

The accounts are prepared under the historical cost convention. They have been drawn up to comply with applicable accounting standards.

2 Shares in group undertakings

	1996 £	1995 £
<i>Cost</i>	1801330	-
At 30 September 1996		

The Company held the entire ordinary issued share capital of the following companies which are registered in England and Wales at 30 September 1996.

Paymaster Limited
LMS Machine Services Limited
Leisure Projects Limited
Tankerton Automatics Limited
Sescomatics Limited
Hargreaves Machines Limited

3 Called-up share capital

	1996 £	1995 £
<i>Authorised</i>		
1000 Ordinary shares of 100 p each	1000	1000
	<hr/>	<hr/>
	1000	1000
<i>Allotted, called-up and fully paid</i>		
1000 Ordinary shares of 100 p each	1000	1000
	<hr/>	<hr/>
	1000	1000

4 Ultimate parent company

The Company is a subsidiary undertaking of Bass PLC, registered in England and Wales.

The largest group in which the results of BLMS Limited are consolidated is that headed by Bass PLC, incorporated in England and Wales, whose principal place of business is at 20 North Audley Street, LONDON W1Y 1WE. The smallest group in which they are consolidated is that headed by Bass PLC incorporated in England and Wales. The consolidated accounts of these groups are available to the public and may be obtained from 20 North Audley Street, LONDON W1Y 1WE.

REPORT OF THE AUDITORS
to the members of BLMS Limited

We have audited the accounts on pages 3 and 4 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 4.

Respective responsibilities of directors and auditors

As described on page 1, the company's directors are responsible for the preparation of accounts. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

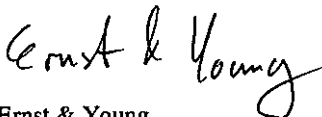
Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the company's affairs as at 30 September 1996 and have been properly prepared in accordance with the provisions of the Companies Act 1985 applicable to small companies.



Ernst & Young
Chartered Accountants
Registered Auditor
Birmingham

Dated 26 November 1996.