

# Dimehall Limited

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Registered No. 2376172

## **DIRECTORS**

M R Thompson

R D Withers

## **SECRETARY**

M R Thompson

## **REGISTERED OFFICE**

3 The Maltings

Wetmore Road

Burton upon Trent

Staffs DE14 1SE



## DIRECTORS' REPORT

The directors present their report and accounts for the year ended 30 September 1996.

## PRINCIPAL ACTIVITY

The company did not trade during the year and any expenses were met by another group undertaking.

## DIRECTORS AND THEIR INTERESTS

The directors of the company during the year were as listed on page 1.

The beneficial interests of the present directors and their families in the share capital of the ultimate parent undertaking were as follows:

	<i>Bass PLC</i>		<i>Bass PLC</i>	
	<i>Ordinary shares</i>		<i>Ordinary shares</i>	
	<i>25p each</i>		<i>25p each</i>	
	<i>30 September 1996</i>		<i>30 September 1995</i>	
			<i>or date of appointment</i>	
	<i>Direct</i>	<i>Scheme shares</i>	<i>Direct</i>	<i>Scheme shares</i>
R D Withers	1,798	2,026	700	3,247
M R Thompson	—	1,841	—	1,394

The following table sets out the options taken up by directors, under the terms of the Bass Employee Savings Share Scheme and the Bass Executive Share Option Scheme to subscribe for shares in the company as at 30 September 1996.

	<i>Number of 25p ordinary shares</i>				
	<i>Granted/ (redeemed)</i>				
	<i>30 September 1995</i>	<i>during year</i>	<i>30 September 1996</i>	<i>Option price</i>	<i>Earliest exercise date</i>
R D Withers	1,476	—	1,476	508.00p	1 September 1997
	1,900	—	1,900	520.00p	9 June 1997
	1,126	—	1,126	372.10p	1 June 1997
	13,100	(13,100)	—	605.00p	24 June 1995
	1,000	—	1,000	505.00p	1 March 1998
	—	11,400	11,400	746.00p	22 February 1999
	3,500	(3,500)	—	568.00p	28 February 1995
	1,880	—	1,880	367.00p	1 September 1998
	12,600	(12,600)	—	584.00p	25 February 1996
	734	—	734	470.00p	1 September 2000

DIRECTORS' REPORT

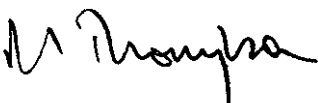
DIRECTORS AND THEIR INTERESTS (continued)

	<i>Number of 25p ordinary shares</i>			<i>Option price</i>	<i>Earliest exercise date</i>
	<i>30 September 1995</i>	<i>Granted/ (redeemed) during year</i>	<i>30 September 1996</i>		
M R Thompson	2,500	(2,500)	—	568.00p	28 February 1995
	1,500	(1,500)	—	584.00p	28 February 1996
	4,700	—	4,700	367.00p	1 September 1998
	3,500	—	3,500	520.00p	9 June 1997
	32,000	—	32,000	505.00p	1 March 1998
	—	3,200	3,200	746.00p	22 February 1999

The following options to purchase shares were exercised during the year:

	<i>Number of 25p ordinary shares</i>
R D Withers	29,200
M R Thompson	4,000

By order of the board

✕  ✕

Secretary

29 NOV 1996

# Dimehall Limited

## BALANCE SHEET

at 30 September 1996

		30 September 1996	30 September 1995
	Notes	£	£
<b>FIXED ASSETS</b>			
Investments	3	4,076	4,076
		<u>          </u>	<u>          </u>
<b>CREDITORS: amounts falling due within one year</b>			
Amounts owed to group undertakings		4,074	4,074
		<u>          </u>	<u>          </u>
<b>NET CURRENT LIABILITIES</b>		(4,074)	(4,074)
		<u>          </u>	<u>          </u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		2	2
		<u>          </u>	<u>          </u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	2	2
		<u>          </u>	<u>          </u>
		2	2
		<u>          </u>	<u>          </u>

We have relied on the exemption for dormant companies not appointing auditors on the grounds that the company is fully entitled to the benefits of such exemption.

x

M. Thompson

x

Director

29 NOV 1996

NOTES TO THE ACCOUNTS

at 30 September 1996

1. ACCOUNTING POLICY

*Accounting convention*

These accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

2. PROFIT AND LOSS ACCOUNT

No profit and loss account is presented with these accounts as the company did not trade during the year, any expenses being met by another group undertaking.

3. FIXED ASSET INVESTMENTS

	30 September 1996	30 September 1995
	£	£
Shares in subsidiary undertaking at cost	4,076	4,076

The subsidiary undertaking at 30 September 1996 was:

Company	Country of registration and operation	Nature of business	Proportion of shares held
Hayhelm Ltd	England and Wales	Non-trading	100%

The directors are of the opinion that the aggregate value of the company's investment in its subsidiary undertaking is not less than the amount at which it is stated in the accounts.

Consolidated accounts have not been prepared as the company is a subsidiary undertaking of an EC parent which has itself drawn up consolidated accounts.

4. SHARE CAPITAL

	30 September 1996	30 September 1995
	£	£
Authorised:		
1,000 ordinary shares of £1 each	1,000	1,000
Allotted, called up and fully paid:		
2 ordinary shares of £1 each	2	2

5. ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking is Bass PLC, registered in England and Wales.

The consolidated accounts of the group are available to the public and may be obtained from the Registered Office, 20 North Audley Street, London W1Y 1WE.