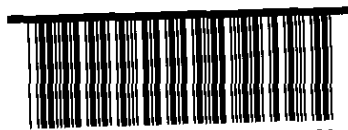


REGISTERED COMPANY NUMBER – SCO15583

BANDT B & T T LIMITED

31 DECEMBER 2000

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SCT SOK9Y30Y 1164
COMPANIES HOUSE 31/08/01

REPORT OF THE DIRECTORS

The directors present their report and the accounts for the years ended 31 December 2000.

ACTIVITY

The company was dormant during the year.

STATE OF AFFAIRS

The state of the company's affairs is as set out in the balance sheet on page 2.

DIRECTORS

The following have served as directors during the year:-

T Bradbury
G C Honeyball

Mr T Bradbury retires by rotation, and being eligible offers himself for re-election at the Annual General Meeting.

The interests of the directors at 31 December 2000 in the capital of the ultimate parent undertaking are stated below:

Director	Ordinary Shares of 10p each		Options of Shares over 10p each		Exercise Price	Period of Exercise
	1.01.00	31.12.00	1.01.00	31.12.00		Between
T Bradbury	2,980	2,980	850	850	212p	07.10.01 & 06.10.05
	-	-	14,150	14,150	212p	07.10.01 & 06.10.08
	-	-	-	25,000	346p	14.06.03 & 13.06.07
G C Honeyball	8,482	8,482	15,000	15,000	212p	07.10.01 & 06.10.05
			-	10,000	346p	14.06.03 & 13.06.07
			8,657	8,657	199.2p	01.01.03 & 30.06.03

During the year, the mid market share price of Interserve plc (formerly Tilbury Douglas) shares fluctuated between 252p to 510p per share. The mid-market price on 31 December 2000 was 495p

No directors had any interest, beneficial or non-beneficial in the share capital of the company or had a material interest during the period in any significant contract with the company.

AUDITORS

In accordance with Section 250 Companies Act 1985 the company, being a dormant company, does not propose to appoint an auditor at the Annual General Meeting.

SECRETARY

Mr T Bradbury resigned as Secretary of the company on 4 April 2000 and Mrs V A Lynch was appointed in his place.

1 Albion Way
Kelvin Industrial Estate
East Kilbride
Glasgow G75 0X3

By order of the Board



V LYNCH
Secretary

29th August 2001

BALANCE SHEET
31 December 2000

	31 December 1999 £	31 December 1999 £
CURRENT ASSETS		
Debtors – Amount due from group companies	750,000	750,000
Net Assets	<u>750,000</u>	<u>750,000</u>
TOTAL EQUITY SHAREHOLDERS' FUNDS		
Called up share capital		
Authorised, allotted and fully paid 750,000 shares of £1 each	750,000	750,000
Total shareholders' funds	<u>750,000</u>	<u>750,000</u>

1. For the year ended 31 December 2000 the company was entitled to exemption under section 249AA (1) of the Companies Act 1985.
2. Members have not required the company to obtain an audit of its accounts for the year in question in accordance with subsection (2) of 249B.
3. The directors acknowledge their responsibility for:
 - i. ensuring the company keeps accounting records which comply with section 221; and
 - ii. preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The financial statement was approved by the board of directors on 29th August 2001.

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS


 G C HONEYBALL

29th August 2001

NOTES

1. ACCOUNTING POLICY

The financial statement has been prepared in accordance with applicable accounting standards.

The financial statement has been prepared in accordance with the historical cost convention.

2. PARENT COMPANY

The ultimate parent company is Interserve Plc (formerly Tilbury Douglas), which is incorporated in Great Britain and registered in England and Wales. The group accounts for Interserve Plc (formerly Tilbury Douglas) are available from Companies House, Crown Way, Maindy, Cardiff CF14 3UZ.