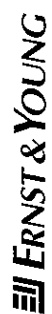


THE BALMORAL HOTEL HARROGATE LIMITED

Report and Accounts

5 April 2001

 ERNST & YOUNG



The Balmoral Hotel Harrogate Limited

Registered No: 125335

DIRECTORS

T J Hemmings (Chairman)

J C Kay

S Stott

SECRETARY

S Stott

AUDITORS

Ernst & Young LLP

Ten George Street

Edinburgh

EH2 2DZ

BANKERS

Bank of Scotland

PO Box No 5

The Mound

Edinburgh

EH1 1YZ

SOLICITORS

Halliwell Landau

Manchester

MacLay Murray & Spens

Edinburgh

REGISTERED OFFICE

3 Glenfinlas Street

Edinburgh

EH3 6AQ

The Balmoral Hotel Harrogate Limited

DIRECTORS' REPORT

The directors present their report and accounts for the period ended 5 April 2001.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The company did not trade during the period.

DIRECTORS AND THEIR INTERESTS

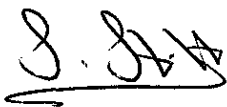
The directors who served during the period are shown on page 2.

No directors had an interest in the shares of the company, nor in the shares of Paragon Hotels Limited, the company's parent undertaking.

AUDITORS

On 28 June 2001, Ernst & Young, the Company's auditor, transferred its entire business to Ernst & Young LLP, a limited liability partnership incorporated under the Limited Liability Partnerships Act 2000. The Directors consented to treating the appointment of Ernst & Young as extending to Ernst & Young LLP with effect from 28 June 2001. In accordance with the provisions of Section 386 of the Companies Act 1985, the company has elected to dispense with the obligation to appoint auditors annually. Accordingly, Ernst & Young LLP will continue in office as auditors.

By order of the Board



Secretary

21/01/02

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial period 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF THE BALMORAL HOTEL HARROGATE LIMITED

We have audited the company's financial statements for the period ended 5 April 2001 which comprise the Balance Sheet, and the related notes 1 to 8. These financial statements have been prepared on the basis of the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable United Kingdom law and accounting standards.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the company is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

Basis of audit opinion

We conducted our audit in accordance with United Kingdom 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 financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, 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 financial statements 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 financial statements.

Opinion

In our opinion the financial statements give a true and fair view of the state of affairs of the company as at 5 April 2001 and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young LLP

Registered Auditor
Edinburgh

21 January 2002

The Balmoral Hotel Harrogate Limited

BALANCE SHEET at 5 April 2001

	Notes	5 April 2001 £000	25 March 2000 £000
CURRENT ASSETS			
Debtors	2	6,784	6,784
		<u>6,784</u>	<u>6,784</u>
CREDITORS: amounts falling due within one year	3	(164)	(164)
NET CURRENT ASSETS		6,620	6,620
CREDITORS: amounts falling due after more than one year	4	(6,460)	(6,460)
TOTAL ASSETS LESS LIABILITIES		<u>160</u>	<u>160</u>
CAPITAL AND RESERVES			
Called up share capital	5	160	160
EQUITY SHAREHOLDERS' FUNDS		<u>160</u>	<u>160</u>

The company was dormant throughout the financial period.

 Director 21/01/2002

The Balmoral Hotel Harrogate Limited

NOTES TO THE ACCOUNTS at 5 April 2001

1. ACCOUNTING POLICIES

Basis of preparation

The accounts have been prepared on a going concern basis under the historical cost convention and in accordance with currently applicable accounting standards.

2. DEBTORS

	2001 £000	2000 £000
Amounts due by parent undertaking	6,784	6,784

3. CREDITORS: amounts falling due within one year

	2001 £000	2000 £000
Amounts owed to fellow subsidiary undertakings	164	164

4. CREDITORS: amounts falling due after more than one year

	2001 £000	2000 £000
Amount owed to parent undertaking	6,460	6,460

There are no formal repayment terms agreed between parent and subsidiary undertakings and the loans are not repayable on demand.

5. CALLED UP SHARE CAPITAL

	Authorised		Allotted, called up and fully paid	
	2001 £000	2000 £000	2001 £000	2000 £000
Ordinary shares of £1 each	160	160	160	160

6. CONTINGENT LIABILITIES

The company is party to an agreement with its bankers whereby the bank is entitled to hold all sums at credit of any accounts in the company's name in security of all sums due to the bank by the company's parent company and fellow subsidiary undertakings. The overdraft is secured by bond and floating charge and standard security over all of the group's properties.

The Balmoral Hotel Harrogate Limited

NOTES TO THE ACCOUNTS

at 5 April 2001

7. ULTIMATE PARENT COMPANY

The company's immediate parent undertaking is Paragon Hotels Limited, a company registered in England and Wales. The company's results are included in the consolidated accounts of Paragon Hotels Limited and copies of its Annual Report and Accounts may be obtained from The Registrar of Companies, Companies House, Crown Way, Cardiff, CF4 3UZ.

The company's ultimate parent company and controlling party is Calgarth Limited, which is incorporated in the Isle of Man.

8. PROFIT AND LOSS ACCOUNT

The company did not trade during the period and accordingly no profit and loss account has been prepared.