

Company No. 2447566

BATHSIDE BAY PROPERTIES LIMITED
REPORT AND FINANCIAL STATEMENTS

31 December, 1996



BATHSIDE BAY PROPERTIES LIMITED

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BATHSIDE BAY PROPERTIES LIMITED

DIRECTORS' REPORT

The directors present their report and the audited financial statements for the year ended 31 December, 1996.

1. ACTIVITIES

The principal activity of the company is to invest in land and property from which rental income is generated.

The directors expect that the principal activities of the business in the forthcoming year will be similar to the current year.

2. REVIEW OF DEVELOPMENTS

A loss of £1,000 (1995 : £5,000 loss) has been made by the company during the year. The directors do not recommend a dividend for the year (1995 : fnil).

3. DIRECTORS

The directors during the year ended 31 December, 1996 were as follows:

D. J. O'Sullivan
W. P. Rann
M. J. L. Stracey (resigned 30 June, 1997)

All the directors, except for M.J.L. Stracey, served to the date of these accounts. J.G. Struthers was appointed a director on 1 July, 1997.

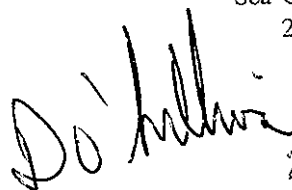
None of the directors had any notifiable interests in the shares of the company or of other group companies during the year.

4. AUDITORS

Deloitte & Touche have expressed their willingness to continue in office as auditors of the company and a resolution to reappoint them will be proposed at the forthcoming Annual General Meeting:

Approved by the Board of Directors
and signed on behalf of the Board

D. J. O'SULLIVAN
Secretary
Sea Containers House
20 Upper Ground
London
SE1 9PF



24 OCT, 1997

BATHSIDE BAY PROPERTIES LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for that period. In preparing those financial statements, 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;
- prepare the financial statements 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 financial statements 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.

BATHSIDE BAY PROPERTIES LIMITED

AUDITORS' REPORT TO THE MEMBERS OF BATHSIDE BAY PROPERTIES LIMITED

We have audited the financial statements on pages 4 to 7 which have been prepared under the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of the financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

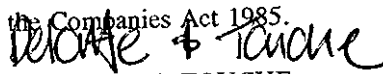
Basis of opinion

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 financial statements. It also includes an assessment of the significant estimates and judgements 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 the company's affairs as at 31 December, 1996 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.


DELOITTE & TOUCHE

Chartered Accountants and Registered Auditors
Stonecutter Court
1 Stonecutter Street
London
EC4A 4TR

24 OCT , 1997

BATHSIDE BAY PROPERTIES LIMITED

PROFIT AND LOSS ACCOUNT

Year ended 31 December, 1996

	Note	1996 £000	1995 £000
Turnover	1(b)	88	97
Administrative expenses		(89)	(102)
		<hr/>	<hr/>
Operating loss	4	(1)	(5)
Tax on loss on ordinary activities	5	-	-
		<hr/>	<hr/>
Loss on ordinary activities after taxation		(1)	(5)
Retained profit brought forward		303	308
		<hr/>	<hr/>
Retained profit carried forward		302	303
		<hr/>	<hr/>

There are no recognised gains or losses for the current financial year and preceding financial year other than as stated in the profit and loss account.

There are no movements in shareholders' funds for the current financial year and preceding financial year other than as stated in the profit and loss account. Accordingly, no reconciliation of movements on shareholders' funds is provided.

All activities derive from continuing operations.

BATHSIDE BAY PROPERTIES LIMITED

BALANCE SHEET

As at 31 December, 1996

		1996		1995	
	Note	£000	£000	£000	£000
FIXED ASSETS					
Tangible assets	6		156		195
CURRENT ASSETS					
Amounts owed by parent and fellow subsidiaries		133		120	
Other debtors		<u>15</u>		<u>11</u>	
		148		131	
CREDITORS: amounts falling due within one year					
Trade creditors		<u>(2)</u>		<u>(23)</u>	
NET CURRENT ASSETS			<u>146</u>		<u>108</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>302</u>		<u>303</u>
CAPITAL AND RESERVES					
Called up share capital	7		-		-
Profit and loss account			<u>302</u>		<u>303</u>
Equity shareholders' funds			<u>302</u>		<u>303</u>

These financial statements were approved at a meeting of the Board of Directors held on 24 OCT 1997.

Signed on behalf of the Board of Directors.



D. J. O'SULLIVAN Director

BATHSIDE BAY PROPERTIES LIMITED

NOTES TO THE ACCOUNTS for the year ended 31 December, 1996

1. ACCOUNTING POLICIES

The financial statements have been prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

(a) Accounting Convention

The financial statements are prepared under the historical cost convention.

(b) Turnover

Turnover comprises income from rents charged to the lessors of the land and property.

(c) Tangible Fixed Assets

Tangible fixed assets are included in the balance sheet at historical cost. Short leasehold land and buildings are depreciated over the term of the lease.

(d) Deferred Taxation

Deferred taxation is provided at the anticipated tax rates on timing differences arising from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in the financial statements, to the extent that it is probable that a liability or asset will crystallise in the future.

2. ULTIMATE PARENT COMPANY

The immediate parent company is Sea Containers Ports Limited, a company registered in England and Wales. The immediate parent company for which group accounts are prepared is Ferry and Port Holdings Limited, a company registered in England and Wales. Copies of its accounts can be obtained from the company's registered office at 20 Upper Ground, London SE1 9PF.

The parent company of the largest United Kingdom group which includes the company and for which group accounts will be prepared is Sea Containers U.K. Limited. Copies of its accounts can be obtained from The Registrar of Companies, Companies House, Crown Way, Maindy, Cardiff CF4 3UZ.

The ultimate parent and controlling company is Sea Containers Ltd., a company incorporated in Bermuda. Copies of its accounts can be obtained from the company's registered office at 41 Cedar Avenue, P.O. Box 1179, Hamilton, Bermuda.

3. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

No payments were made to any of the directors from this company for the year ended 31 December 1996 (1995 : £nil).

The company had no employees during the year (1995 : nil).

BATHSIDE BAY PROPERTIES LIMITED

NOTES TO THE ACCOUNTS for the year ended 31 December, 1996

4. OPERATING LOSS

	1996 £000	1995 £000
The loss is stated after charging:		
Depreciation	<u>39</u>	<u>39</u>
The audit fee is borne by the ultimate parent company.		

5. TAX ON LOSS ON ORDINARY ACTIVITIES

Following adjustments for taxation a taxable profit arises. Due to the availability of loss relief from other group companies no provision for current tax has been made. There are no timing differences on which deferred tax should be provided.

6. TANGIBLE FIXED ASSETS

	Short Leasehold Land and buildings £000
Cost at 1 January and 31 December 1996	<u>390</u>
Accumulated depreciation at 1 January, 1996	195
Charge for the year	39
Accumulated depreciation at 31 December, 1996	<u>234</u>
Net book value at 31 December, 1996	<u>156</u>
Net book value at 31 December, 1995	<u>195</u>

7. CALLED UP SHARE CAPITAL

	1996 £	1995 £
Authorised 100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted and fully paid 2 ordinary shares of £1 each	<u>2</u>	<u>2</u>

8. RELATED PARTY DISCLOSURE

The company is a wholly-owned subsidiary undertaking and is thus exempt from the disclosure requirements of Financial Reporting Standard 8, "Related Party Disclosures", in accordance with paragraph 3(c) of the Standard.