CELCURE LIMITED

REGISTERED NUMBER 424622

REPORT OF THE DIRECTORS 1997

The directors submit their annual report, together with the accounts of the company for the year ended 31 December 1997.

PROFIT AND LOSS ACCOUNT

During the year the company has not traded, has not incurred any liabilities and consequently has made neither profit nor loss.

PRINCIPAL ACTIVITY

The main trading object for which the company was incorporated is the granting of rights to the use of timber preservatives under a royalty agreement.

DIRECTORS

The directors who served during the year were:

AA Bourne - resigned 15 May 1997
GT Brown - resigned 15 May 1997
CT Pearce - appointed 15 May 1997
R Ward-Jones - appointed 15 May 1997

Mr CT Pearce is a director of Rentokil Initial plc and his interests in the shares of Rentokil Initial plc are shown in the accounts of that company.

Mr R Ward-Jones is a director of Rentokil Initial UK Limited and his interests in Rentokil Initial plc are shown in the accounts of Rentokil Initial UK Limited.

By order of the board

GT Brown Secretary

Felcourt East Grinstead West Sussex RH19 2JY A02 *AE3K15R8* 280 COMPANIES HOUSE 29/04/98

20 March 1998

CELCURE LIMITED

BALANCE SHEET - 31 DECEMBER 1997

	<u>1997</u>	<u>1996</u> £
AMOUNTS OWED BY GROUP COMPANIES	<u>52,617</u>	<u>52,617</u>
REPRESENTED BY: CAPITAL AND RESERVES		
CALLED UP SHARE CAPITAL 50,000 authorised, allotted and fully paid		
ordinary shares of £1 each	50,000	50,000
PROFIT AND LOSS ACCOUNT	2,617	2,617
	<u>52,617</u>	<u>52,617</u>

The company was dormant within the meaning of section 250 of the Companies Act 1985, there having been no accounting transactions throughout the year.

DIRECTOR CT Pearce

A Coffin

NOTES:

- 1. During the year the company has not traded, has not incurred any liabilities and consequently has made neither profit nor loss. None of the directors received any emoluments in respect of their services to the company. The company's annual filing fees for the year ended 31 December 1997 have been borne by the immediate parent company.
- 2. The company's immediate parent company is Rentokil Initial plc.

The company's ultimate parent company is also Rentokil Initial plc, which forms the only group into which the financial statements of the company are consolidated. The consolidated financial statements of Rentokil Initial plc are available from Felcourt, East Grinstead, West Sussex, RH19 2JY.

3. The accounts were approved by the board of directors on 20 March 1998.