

CELCURE LIMITED

REGISTERED NUMBER 424622

REPORT OF THE DIRECTORS 1998

The directors submit their annual report, together with the accounts of the company for the year ended 31 December 1998.

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 company did not trade during the year and is dormant.

DIRECTORS

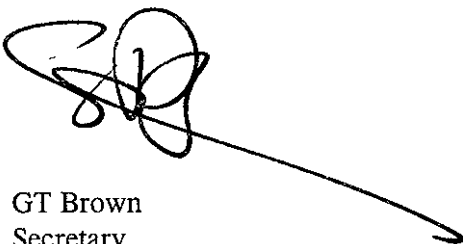
The directors who served during the year were:

CT Pearce
R Ward-Jones

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.

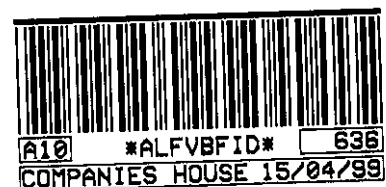
By order of the board



GT Brown
Secretary

Felcourt
East Grinstead
West Sussex
RH19 2JY

19 March 1999



CELCURE LIMITED

BALANCE SHEET - 31 DECEMBER 1998

	<u>1998</u> £	<u>1997</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	<u>2,617</u>	<u>2,617</u>
EQUITY SHAREHOLDERS' FUNDS	<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.


CT Pearce
DIRECTOR

NOTES:

1. During the year the company has not traded, has not incurred any liabilities and consequently has made neither profit nor loss. Neither 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 1998 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 19 March 1999.