

**Registered Number: 671388**

**HALMA SAFETY LIMITED**

**DIRECTORS' REPORT AND ACCOUNTS**

**3 APRIL 1999**



## HALMA SAFETY LIMITED

### DIRECTORS' REPORT FOR THE 53 WEEKS ENDED 3rd APRIL 1999

The directors present their annual report and the audited accounts for the 53 weeks ended 3rd April 1999.

#### ACTIVITIES

The Company did not trade during the period of 53 weeks ended 3<sup>rd</sup> April 1999.

#### DIRECTORS

The Directors of the Company during the period and at the period end were as follows:

N J Young	(Chairman)
D A Milner	
K A Cooper	
R McKerracher	(Secretary)

#### DIRECTORS' INTERESTS

The company is a wholly owned subsidiary of Halma p.l.c. In accordance with paragraph 2 of schedule 7 to the Companies Act 1985, the interests of the Directors at 3rd April 1999, who were not also Directors of Halma p.l.c., in the Ordinary shares of that Company were as follows:

	<u>At 28th March 1998</u>		<u>At 3rd April 1999</u>		<u>During the 53 Weeks</u>	
	Shares	Options	Shares	Options	Options Granted	Options Exercised
N J Young	132,836	296,655	112,836	316,555	19,900	-
D A Milner	-	236,827	54,279	227,347	54,800	54,279
K A Cooper	-	24,388	-	24,388	-	-
R McKerracher	-	34,300	-	34,300	-	-

The Directors held the above options under the share option schemes approved by Halma p.l.c. shareholders, exercisable by 2008 at prices between 55.5P and 140p per share.

Apart from these interests, no such Director had during the period any other interests in the shares of that Company.

## HALMA SAFETY LIMITED

### DIRECTORS' REPORT FOR THE 53 WEEKS ENDED 3rd APRIL 1999

#### DIRECTORS' RESPONSIBILITIES

It is the responsibility of the Directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the Company as at the end of the financial period and of the profit or loss for that period.

The Directors have responsibility for ensuring that proper accounting records are maintained which disclose with reasonable accuracy the financial position of the Company and which enable them to ensure that the financial statements comply with the Companies Act 1985.

The Directors also have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The Directors consider that, in preparing the financial statements on page 4, appropriate accounting policies have been used, which have been consistently applied and supported by reasonable and prudent judgements and estimates, that all accounting standards which they consider to be applicable have been followed, and that it is appropriate to use a going concern basis.

#### MILLENNIUM AND ECONOMIC MONETARY UNION

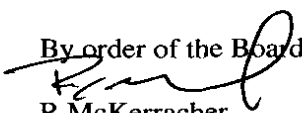
The Company has assessed the impact of the Millennium computer software issue and the implications of the Economic and Monetary Union, including the introduction of the Euro, on information systems and other aspects of operations. The Company is ensuring that necessary actions are being taken to address issues in a timely manner.

As regards Millennium issues relating to key customers and suppliers, the Company has assessed the risk to its business and sought assurances of Millennium compliance where it is considered appropriate. Internal and external assurances can never be absolute and the Company may be adversely affected by the inability of third parties to manage Millennium issues. The future incremental costs to the Company to finalise compliance and address all identified issues are not expected to be significant.

#### AUDITORS

The Directors will place a resolution before the Annual General Meeting to make the Company exempt from the obligation to appoint auditors as otherwise required by Companies Act 1985, section 384 since the Company qualifies as small for the 53 weeks ended 3 April 1999 and has been dormant since then.

By order of the Board

  
R McKerracher  
Secretary

30th July 1999

Kingsbury Road  
London NW9 8UR

## **Auditors' report to the members of Halma Safety Limited**

We have audited the financial statements on page 4 which have been prepared under the historical cost convention and the accounting policies set out on page 4.

### **Respective responsibilities of directors and auditors**

The directors are responsible for preparing the Annual Report including, as described on page 2, the financial statements. Our responsibilities, as independent auditors, are established by statute, the Auditing Practices Board and our profession's ethical guidance.

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. 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 is not disclosed.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

### **Basis of audit 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 3 April 1999 and of the result for the 53 weeks then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers  
Chartered Accountants and Registered Auditors  
London

30 July 1999

**HALMA SAFETY LIMITED**  
**BALANCE SHEET AS AT 3rd APRIL 1999**

28th March 1998

	<b>CURRENT ASSETS</b>	
£ <u>270,747</u>	Loan account with parent Company	£ <u>270,747</u>
	<b>CAPITAL AND RESERVES</b>	
	<b>CALLED UP SHARE CAPITAL</b>	
10,000	Equity capital: Ordinary shares of £1 each (Authorised, Issued and Fully Paid)	10,000
<u>260,747</u>	<b>PROFIT AND LOSS ACCOUNT</b>	<u>260,747</u>
£ <u>270,747</u>		£ <u>270,747</u>

Approved by the Board of Directors  
on 30th July 1999

D A Milner

Directors

R McKerracher



**NOTES TO THE ACCOUNTS**

1. During the financial period the Company has not traded, has not incurred any liabilities and, consequently, has made neither a profit nor loss. None of the Directors received any emoluments in respect of their services to the Company.
2. The accounts are prepared under the historical cost convention and in accordance with applicable UK Accounting Standards.
3. The ultimate parent company of Halma Safety Limited is Halma p.l.c. The accounts of Halma p.l.c. may be obtained from the Company Secretary, Misbourne Court, Rectory Way, BUCKS, HP7 0DE.