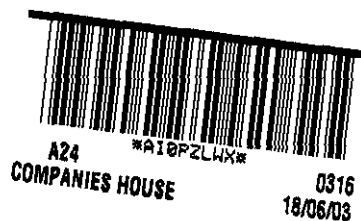


**WESTERN MECHANICAL SERVICES LIMITED**

**REGISTERED NUMBER 746923**

**REPORT OF THE DIRECTORS**



The directors submit their annual report, together with the financial statements of the company for the year ended 31 December 2002.

**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:

Grayston Central Services Limited  
Plant Nominees Limited

Neither Grayston Central Services Limited nor Plant Nominees Limited held any beneficial interests in the share capital of the company or of Rentokil Initial plc at either 1 January 2002 or 31 December 2002.

By order of the board

A handwritten signature, appearing to be "G. J.", is written over the printed name of the Secretary.

Plant Nominees Limited  
Secretary

Garland Road  
East Grinstead  
West Sussex  
RH19 2DR

26 March 2003

**WESTERN MECHANICAL SERVICES LIMITED**

**BALANCE SHEET - 31 DECEMBER 2002**

|                                                        | <u>2002</u><br>£'000 | <u>2001</u><br>£'000 |
|--------------------------------------------------------|----------------------|----------------------|
| AMOUNTS OWED BY GROUP UNDERTAKINGS                     | <u>4.3</u>           | <u>4.3</u>           |
| EQUITY CAPITAL AND RESERVES                            |                      |                      |
| AUTHORISED SHARE CAPITAL                               |                      |                      |
| 500 ordinary shares of £1 each                         | <u>0.5</u>           | <u>0.5</u>           |
| CALLED UP SHARE CAPITAL                                |                      |                      |
| 100 allotted and fully paid ordinary shares of £1 each | 0.1                  | 0.1                  |
| PROFIT AND LOSS ACCOUNT                                | <u>4.2</u>           | <u>4.2</u>           |
| EQUITY SHAREHOLDERS' FUNDS                             | <u>4.3</u>           | <u>4.3</u>           |

- (a) For the year ended 31 December 2002 the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.
- (b) No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).
- (c) The directors acknowledge their responsibility for:
- i ensuring the company keeps accounting records which comply with section 221; and
  - ii preparing accounts 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 its profit or loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

Approved by the board on 26 March 2003



Authorised Representative  
Grayston Central Services Limited

Grayston Central Services Limited  
DIRECTOR

**WESTERN MECHANICAL SERVICES LIMITED**

**BALANCE SHEET - 31 DECEMBER 2002**

**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 2002 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.