ACTION SECRETARIES LIMITED

REGISTERED NUMBER 1123581

REPORT OF THE DIRECTORS 1994

The directors submit their annual report, together with the accounts of the company for the 52 weeks ended 25 December 1994.

PROFIT AND LOSS ACCOUNT

During the period 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 period.

DIRECTORS

The directors who served during the period were:

CT Pearce
R Ward-Jones

Mr CT Pearce is a director of Securiguard Group plc, a wholly owned subsidiary of Rentokil Group PLC and his interests in group companies are shown in the accounts of Rentokil Group PLC.

Mr R Ward-Jones is a director of Securiguard Group plc, a wholly owned subsidiary of Rentokil Group PLC and his interests in group companies are shown in the accounts of Securiguard Group plc.

Rentokil Group PLC has purchased cover for the directors against liabilities in relation to the company, as permitted by the Companies Act 1985.

By order of the board

GT Brown
Secretary

Felcourt
East Grinstead
West Sussex
RH19 2JY

6 March 1995

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ACTION SECRETARIES LIMITED

BALANCE SHEET - 25 DECEMBER 1994

	1994 £	1993 £
AMOUNTS OWED TO GROUP COMPANIES	(12,788)	(12,788)
REPRESENTING:		
SHARE CAPITAL		
Authorised shares of £1 each	101,000	101,000
Issued and fully paid ordinary shares of £1 each	1,261	1,261
PROFIT AND LOSS ACCOUNT	(14,049)	(14,049)
	(12,788)	(12,788)

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

DIRECTOR
CT Pearce

The notes on page 3 form part of the accounts

ACTION SECRETARIES LIMITED

NOTES TO THE ACCOUNTS - 25 DECEMBER 1994

1. STATEMENT OF DIRECTORS' RESPONSIBILITIES

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing these accounts, the directors have:

- selected suitable accounting policies and then applied them consistently;
- made judgements and estimates that are reasonable and prudent;
- followed applicable accounting standards;
- prepared the accounts on a going concern basis.

The directors are responsible for ensuring that the company keeps 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 accounts 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 or other irregularities.

2. During the period 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 52 weeks ended 25 December 1994 have been borne by Securiguard Group plc.

3. The ultimate parent company is Sophus Berendsen A/S, a company incorporated in Denmark. Copies of the Sophus Berendsen accounts can be obtained from 1 Klausdalsbrovej, DK2860 Soborg, Denmark.

The largest group to include the company is Sophus Berendsen A/S.

The smallest group to include the company is Rentokil Group PLC, a company registered in England. Copies of the Rentokil Group PLC accounts can be obtained from Felcourt, East Grinstead, West Sussex, RH19 2JY.

4. The accounts were approved by the board of directors on 6 March 1995.

5. The company is party to a composite cross guarantee entered into by certain group companies where, at 25 December 1994, total bank borrowings were £3,232,000 (1993: £18,550,000).