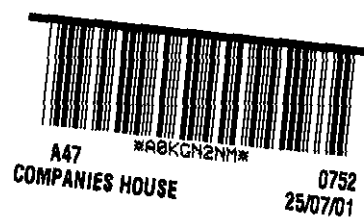


**SIGMA SECURITY LIMITED**

**DIRECTORS' REPORT AND ACCOUNTS**

**FOR THE YEAR ENDED 31 DECEMBER 2000**

**Registered Number : 2090617**



## **SIGMA SECURITY LIMITED**

### **REPORT OF THE DIRECTORS**

The directors submit their annual report together with the audited financial statements of the company for the year ended 31 December 2000.

#### **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**

Grayston Central Services Ltd  
Plant Nominees Ltd

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 2000 or 31 December 2000.

## **SIGMA SECURITY LIMITED**

### **REPORT OF THE DIRECTORS (CONTINUED)**

#### **STATEMENT OF DIRECTORS' RESPONSIBILITIES**

Company law requires the directors to prepare financial statements 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 of the company for that year. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- follow applicable accounting standards;
- prepare the financial statements on a going concern basis.

The directors confirm that they have complied with the above requirements in preparing the financial statements. The directors are responsible for keeping 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 financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **AUDITORS**

The company is now dormant and a resolution will be put to the members that the company avails itself of the exemption from audit, permitted under section 250 of the Companies Act 1985.

By order of the board



Plant Nominees Limited  
Company Secretary

Authorised Representative  
Plant Nominees Ltd

Felcourt  
East Grinstead  
West Sussex  
RH19 2JY

28 March 2001

## **AUDITORS' REPORT TO THE SHAREHOLDERS OF**

### **SIGMA SECURITY LIMITED**

We have audited the financial statements on pages 4 to 6 which have been prepared under the historical cost convention and the accounting policies set out on page 5.

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

The directors are responsible for preparing the Annual Report. As described on page 2, this includes responsibility for preparing the financial statements, in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom 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 United Kingdom 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 the 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 at 31 December 2000 and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers  
Chartered Accountants and  
Registered Auditors  
10 Bricket Road  
St Albans  
Herts AL1 3JX

28 March 2001

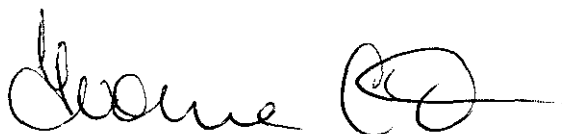
**SIGMA SECURITY LIMITED****BALANCE SHEET - 31 DECEMBER 2000**

	<u>2000</u> £	<u>1999</u> £
<b>CURRENT ASSETS</b>		
Debtors - amounts owed by group undertakings	5,345,085	5,345,085
<b>CREDITORS- amounts due to group undertakings</b>	<u>(4,961,192)</u>	<u>(4,961,192)</u>
<b>NET CURRENT ASSETS</b>	<u>383,893</u>	<u>383,893</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>	<u>383,893</u>	<u>383,893</u>
<b>EQUITY CAPITAL AND RESERVES</b>		
Called up share capital (note 3)	100	100
Profit and loss account	<u>383,793</u>	<u>383,793</u>
<b>EQUITY SHAREHOLDERS' FUNDS (note 4)</b>	<u>383,893</u>	<u>383,893</u>

**PROFIT AND LOSS ACCOUNT**

The company did not trade during this or the previous year. As a result it made neither a profit nor a loss in either year and a separate profit and loss account is not presented. In addition, there were no other recognised gains or losses in either period and, accordingly, a separate statement of total gains and losses is not presented.

Approved by the board on 28 March 2001



Grayston Central Services Limited  
DIRECTOR

Authorised Representative  
Grayston Central Services Ltd

The notes on pages 5 and 6 form part of the financial statements

# SIGMA SECURITY LIMITED

## NOTES TO THE ACCOUNTS - 31 DECEMBER 2000

### 1. ACCOUNTING POLICIES

#### Basis of preparation

The financial statements are prepared in accordance with applicable accounting standards and under the historical cost convention. The particular accounting policies adopted by the directors are described below.

#### Cash flow statement and related party disclosures

The company is a wholly owned subsidiary of Rentokil Initial plc and is included in the consolidated financial statements of Rentokil Initial plc which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (Revised 1996). The company is also exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions (but not balances) with entities that are part of the Rentokil Initial plc group or investees of the Rentokil Initial plc group (see note 6).

### 2. DIRECTORS AND EMPLOYEES

The company has no employees and accordingly there are no employee costs (1999: None). The directors received no emoluments for services as directors of the company (1999: None).

### 3. CALLED UP SHARE CAPITAL

	<u>2000</u> £	<u>1999</u> £
AUTHORISED		
1,000 ordinary shares of £1 each	<u>1,000</u>	<u>1,000</u>
ALLOTTED AND FULLY PAID		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>

### 4. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	<u>2000</u> £	<u>1999</u> £
Opening and closing shareholders' funds	<u>383,893</u>	<u>383,893</u>

## **SIGMA SECURITY LIMITED**

### **NOTES TO THE ACCOUNTS - 31 DECEMBER 2000 (CONTINUED)**

#### **5. ULTIMATE PARENT COMPANY**

The company's immediate parent company is The Sigma Group Limited. The ultimate parent company is 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.

#### **6. OTHER RELATED PARTY TRANSACTIONS**

Rentokil Initial plc is also the company's ultimate controlling party. The company has not undertaken any transactions with related parties during the year, other than transactions with fellow members of the Rentokil Initial plc group. Such transactions are exempt from disclosure under FRS8.