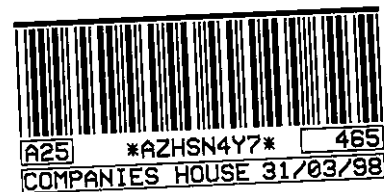


# BILLETVALE LIMITED

DIRECTORS' REPORT AND ACCOUNTS  
for the year ended  
30 September 1997

Company number 2407955



# BILLETVALE LIMITED

## REPORT OF THE DIRECTORS for the year ended 30 September 1997

### ACCOUNTS

The directors present their report and the accounts of the company for the year ended 30 September 1997.

### ACTIVITIES AND REVIEW OF THE BUSINESS

The company acts as a holding company for a number of non-trading subsidiaries. The company does not trade and no change in this position is anticipated. The directors do not recommend the payment of a dividend.

### DIRECTORS AND DIRECTORS' INTERESTS

The directors who held office during the year were:-

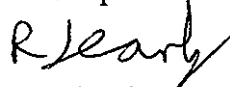
T J Penfold  
R A Searby

None of the directors had any interest in the share capital of any company in the group at any time during the year.

### AUDITORS

A resolution was passed at the Annual General Meeting of the company held on 9 December 1996 that in accordance with section 250 of the Companies Act 1985 the company be exempt from the obligation to appoint auditors.

This report was approved by the Board on 3 March 1998.

  
R A Searby  
Secretary

# BILLETVALE LIMITED

## BALANCE SHEET as at 30 September 1997

	Notes	1997 £	1996 £
<b>FIXED ASSETS</b>			
Investments in subsidiaries	2	<u>12,521,860</u>	<u>12,521,860</u>
<b>CURRENT ASSETS</b>			
Debtors: amounts due from fellow subsidiaries		8,867,156	8,867,156
CREDITORS: Amounts falling due within one year: Amounts due to group companies	3	( <u>21,721,280</u> )	( <u>21,721,280</u> )
Net current (liabilities)		( <u>12,854,124</u> )	( <u>12,854,124</u> )
Total assets less current liabilities		£( <u>332,264</u> )	£( <u>332,264</u> )
Represented by:			
<b>CAPITAL AND RESERVES</b>			
Called up share capital	4	10,000,002	10,000,002
Profit and loss account		( <u>10,332,266</u> )	( <u>10,332,266</u> )
Equity shareholders' funds		£( <u>332,264</u> )	£( <u>332,264</u> )

The company has been dormant throughout the financial year.

The accounts on pages 2 to 5 were approved by the Board on 3 March 1998.



R A Searby  
Director

# BILLETVALE LIMITED

## NOTES TO THE ACCOUNTS for the year ended 30 September 1997

### 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 of the company for that year. In preparing those accounts, the directors are required to:

- \* select suitable accounting policies and apply them consistently;
- \* make judgements and estimates that are reasonable and prudent;
- \* state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- \* prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and 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 taking reasonable steps for the prevention and detection of fraud and other irregularities.

### 1. ACCOUNTING POLICIES

The accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards.

Investments in subsidiaries are valued at the lower of cost or net asset value. Provisions for diminution in value are charged through the profit and loss account.

No cash flow statement has been prepared as the company is a wholly owned subsidiary of BFI Acquisitions Limited.

### 2. FIXED ASSET INVESTMENTS

The investment in subsidiaries consists of:

	Cost £	Provision for diminution in value £	Net book value £
At 1 October 1996			
and 30 September 1997	<u>£22,860,959</u>	<u>£10,339,099</u>	<u>£12,521,860</u>

# BILLETVALE LIMITED

## NOTES TO THE ACCOUNTS for the year ended 30 September 1997 (continued)

### 2. FIXED ASSET INVESTMENTS (continued)

The company owns the entire share capital of the following companies, all of which are dormant or virtually dormant and are registered in England and Wales except where stated:

Drinkwater and Murray Limited  
W W Drinkwater Limited  
Holmspring Limited  
Maybank Enterprises (Holdings) Limited  
Maybank Enterprises Limited  
Openpitch Limited  
W Tinley & Sons Limited  
Medx Limited  
Attwoods (Jersey) Holdings Limited (incorporated in Jersey)  
E F Phillips & Sons Limited  
Dixi Sanitary Services UK Limited \*  
Drinkwater Sabey (Tilmanstone) Limited \*  
\* - held by subsidiary

Provision has been made to write the net book value of investments in subsidiary companies down to the lower of cost and net asset value.

### 3. CREDITORS

	1997 £	1996 £
Amount due to parent company	15,937,953	15,937,953
Amounts due to subsidiaries	<u>5,783,327</u>	<u>5,783,327</u>
	<u>£21,721,280</u>	<u>£21,721,280</u>

# BILLETVALE LIMITED

## NOTES TO THE ACCOUNTS for the year ended 30 September 1997 (continued)

### 4. CALLED UP SHARE CAPITAL

1997 and 1996  
£

Ordinary shares of £1 each:  
Authorised

11,000,000

Allotted and fully paid

10,000,002

### 5. ULTIMATE PARENT COMPANY

The company's ultimate parent company is Browning-Ferris Industries Inc, a company registered in the USA. Consolidated accounts for this company, which is the largest company in which the results of the company are consolidated, may be obtained from Browning-Ferris Building, 757 N Eldridge, PO Box 3151, Houston, Texas 77253.

BFI Acquisitions Limited is the parent company of the smallest group of which the company is a member and for which group accounts are drawn up. Copies of these group accounts can be obtained from the Registrar of Companies, Companies Registration Office, Crown Way, Cardiff CF4 3UZ.

The ultimate parent company has signed a definitive agreement for the transfer of its international operations to SITA SA, a company incorporated in France, in exchange for cash and SITA stock. The sale includes the BFI Acquisitions Limited group and is expected to be completed in April 1998.