

Registered Number: 3004506

**BET MANAGEMENT SERVICES  
(COMMERCIAL AND INDUSTRIAL ) LTD**

**Report and Financial Statements**

**FIFTEEN MONTH PERIOD ENDED  
30 MARCH 1996**



# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Directors' Report**

The directors present their first report and accounts for the fifteen month period ended 30 March 1996. The company was incorporated on 22 December 1994 and began trading on 1 April 1995. The company changed its name from Axedene Ltd to BET Management Services (Commercial and Industrial) Ltd on 27 March 1995.

### **Principal activity and results**

The principal activity of the company is the management and provision of support services to the Commercial Sector of the market.

### **Review of business and future prospects**

The first trading period was a successful one with most of the business being conducted with clients transferred from a fellow subsidiary of BET plc.

### **Creditors Payment Policy**

It is BET's policy to settle the terms of payment with those with whom BET companies do business when agreeing the terms of a transaction; to ensure that the terms of payment are clear and to abide by the agreed terms.

### **Directors**

The directors of the company who served during the period were:

P R Wakeham	Appointed 17/07/95	
J Nicholls	Appointed 28/03/95	
J C Gordon	Appointed 07/02/96	
G Kettle	Appointed 28/03/95	Resigned 17/07/95
L Elias	Appointed 28/03/95	Resigned 07/02/96
H L Gavaghan	Appointed 16/03/95	Resigned 28/03/95
London Law Services Ltd	Appointed 22/12/94	Resigned 16/03/95
London Law Secretarial Ltd	Appointed 22/12/94	Resigned 16/03/95
N D Traill	Appointed 16/03/95	Resigned 28/03/95

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Directors' report (continued)**

#### **Directors' Interest**

None of the directors had any beneficial interest in the share capital of the company. The beneficial interest of the directors in the ordinary shares of BET Public Limited Company at the date of appointment and 30 March 1996 were:

	Options							
	Ordinary Shares		<u>Incentive Plans</u>		Executive		Sharesave	
	1996	Date of Appointment	<u>1996</u>	Date of Appointment	1996	Date of Appointment	1996	Date of Appointment
Gordon J C	1,054	1,054	-	-	19,386	19,386	18,939	18,939
Nicholls J	-	-	<u>72,999</u>	<u>0</u>	132,000	132,000		
Wakeham P	6,361	3,326	<u>146,855</u>	<u>0</u>	324,000	324,000	18,351	18,351

#### **Changes in options during the period**

J Nicholls granted 72,999 incentive plan options  
P Wakeham granted 146,855 incentive plan options

#### **Changes in fixed assets**

The movements on fixed assets during the year are set out in note 7 to the financial statements.

#### **Statements of Directors' responsibilities**

Company law requires the directors to prepare financial statements for each financial year which gives a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. 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;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business

# **BET Management Services (Commercial and Industrial) LTD**

## **Fifteen Month Period Ended 30 March 1996**

### **Directors' report (continued)**

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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### **Employment policies**

The company is committed to involving employees in the business. Whenever appropriate meetings are held to update employees on company performance and key initiatives.

The company is committed to providing a safe working environment for its employees and has provided training for all its Managers in Risk Assessment. The company encourages its employees to pursue qualifications approved by external organisations such as NEBOSH, Open University and the British Institute of Facilities Management.

BET Management Services (Commercial and Industrial) Ltd actively promotes the savings related share option schemes available to eligible employees and other performance related incentive schemes.

The company gives proper consideration to the employment of disabled persons wherever suitable positions exist. In the case of persons who become disabled, all practicable measures are taken to enable them to continue their employment or train for other suitable positions.

### **Auditors**

During the period the directors appointed Coopers and Lybrand as auditors.

A resolution to reappoint the auditors, Coopers and Lybrand, will be proposed at the next annual general meeting.

By order of the board



J C Gordon  
Company Secretary  
26 April 1996

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Report of the auditors to the members of BET Management Services (Commercial & Industrial) Ltd**

We have audited the financial statements on pages 6 to 14

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

As described on pages 3 and 4 the company's directors are responsible for the preparation of financial statements. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

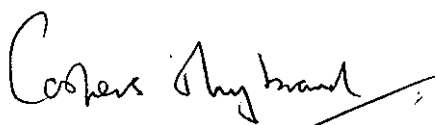
#### **Basis of opinion**

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 irregularities 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 30 March 1996 and of its profit for the period then ended and have been properly prepared in accordance with the Companies Act 1985.



**Coopers & Lybrand**

Chartered Accountants and Registered Auditors

London 26 April 1996

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Profit and loss account** **For the period ended 30 March 1996**

	Notes	1996 £'000
Turnover - continuing operations	2	29,598
Cost of sales - continuing operations		(28,112)
<b>Gross Profit</b>		<b>1,486</b>
Distribution costs		(147)
Administrative expenses		( 1,094)
<b>Profit on ordinary activities before taxation</b>	3	<b>245</b>
Taxation	6	(81)
<b>Profit on ordinary activities after taxation</b>		<b>164</b>
<b>Retained profit for the period</b>	11, 12	<b>164</b> =====

There were no recognised gains or losses in the period other than the retained profit/losses above and therefore no separate statement of total recognised gains and losses has been presented.

There is no difference between the profit on ordinary activities before taxation and the retained profit for the period stated above, and their historical cost equivalents.

All the results arose from the principal activity of the company.


# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Balance sheet** **As at 30 March 1996**

	Notes	1996 £'000
<b>Fixed assets</b>		
Tangible assets	1 (c), 7	247
<b>Current assets</b>		
Debtors	1 (d) 8	4,096
Cash at bank		2,098
		<u>6,194</u>
Creditors: amounts falling due within one year	9	6,177
Net Current Assets		<u>17</u>
<b>Net Assets</b>		<u>264</u> =====
<b>Capital and reserves</b>		
Share capital	10	100
Profit and loss account	11	164
<b>Equity Shareholders' funds</b>	12	<u>264</u> =====

The financial statements on pages 6 to 14 were approved by the Board of Directors on 26 April 1996 and were signed on its behalf by:

  
J C Gordon  
Director

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Notes to the financial statements**

#### **1. Principal accounting policies**

The financial statements have been prepared in accordance with applicable Accounting Standards in the United Kingdom. A summary of the more important accounting policies, which have been applied consistently, is set out below.

##### **(a) Basis of accounting**

The accounts have been prepared under the historical cost convention.

##### **(b) Cashflow statement**

The company is wholly owned subsidiary of BET Public Limited Company and the cash flow of the company is included in the consolidated group cash flow statement of BET Public Limited Company. Consequently the company is exempt under the terms of Financial Reporting Standard No 1 from publishing a cash flow statement.

##### **(c) Tangible fixed assets**

Depreciation is calculated so as to write off the cost of tangible fixed assets, less their estimated residual values, on a straight line basis over the expected useful economic lives of the assets concerned. The principal annual rates used are:

Motor Vehicles	25%
Computer equipment	20%
Fixtures and fittings	20%

##### **(d) Pension benefits**

The company contributes to group defined benefit pension schemes operated by BET Public Company. Pension costs are accounted for on the basis of charging the expected cost of providing pensions over the period during which the Company benefits from the employees' services. The effect of variations from regular costs are spread over the expected remaining working lifetime of members of the scheme after making suitable allowances for further withdrawals.

The company provides no other post retirement benefits to its employees.

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Notes to the financial statements (continued)**

#### **2. Turnover**

Turnover, which excludes value added tax and trade discounts, represents the invoiced value of goods and services supplied in the United Kingdom.

#### **3. Profit on ordinary activities before taxation**

	<b>1996 £'000</b>
Profit on ordinary activities before taxation is stated after charging:	
Depreciation of tangible fixed assets	76
Maintenance and repair	2
	=====

#### **4. Directors' emoluments**

	<b>1996 £'000</b>
Emoluments (including bonuses)	104
Pension contributions	3
	-----
	107
	=====

#### **1996 £'000**

Fees and other emoluments (excluding pension contributions) include amounts paid to:

Chairman	-
	=====
Highest paid director	104
	=====

The emoluments of J C Gordon and P Wakeham are paid by fellow subsidiaries which make no recharge to the company. J C Gordon and P Wakeham are directors of a number of companies and it is not possible to make an accurate apportionment of their emoluments in respect of each of the subsidiaries. Accordingly the above details include no emoluments in respect of the above directors which are shown in fellow subsidiary accounts.

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Notes to the financial statements (continued)**

The number of directors (including the chairman and the highest paid director) who received fees and other emoluments (excluding pensions contributions) within the following ranges was:

			<b>1996</b>
			<b>Number</b>
£0	-	£ 5,000	8
£100,001	-	£105,000	1
			<hr/>
			9
			=====

### **5. Employee information**

The average monthly number of persons (including directors) employed by the company during the period was:

	<b>1996</b>
	<b>Number</b>
<b>By activity</b>	
Direct operatives	186
Selling and distribution	6
Administration	4
	<hr/>
	196
	=====

	<b>1996</b>
	<b>£'000</b>
<b>Staff costs</b>	
Wages and salaries	4,045
Social security costs	458
Other pension costs	282
	<hr/>
	4,785
	=====

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Notes to the financial statements (continued)**

#### **6. Taxation** **1996** **£'000**

United Kingdom corporation tax at 33%  
Current

81  
=====

#### **7 Tangible fixed assets**

	<b>Vehicles</b>	<b>Plant, Machinery and Fixtures</b>	<b>Total</b>
<b>Cost</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
Transfer from fellow subsidiary undertakings	147	220	367
Additions	92	2	94
At 30 March 1996	<u>239</u>	<u>222</u>	<u>461</u>
	<u>          </u>	<u>          </u>	<u>          </u>
<b>Depreciation</b>			
Transfer from fellow subsidiary undertakings	30	107	137
Charge for period	55	21	76
At 30 March 1996	<u>85</u>	<u>129</u>	<u>214</u>
	<u>          </u>	<u>          </u>	<u>          </u>
<b>Net Book value</b>			
At 30 March 1996	<u>154</u>	<u>93</u>	<u>247</u>
	<u>=====</u>	<u>=====</u>	<u>=====</u>

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Notes to the financial statements (continued)**

#### **8. Debtors**

	<b>1996</b>
	<b>£'000</b>
Amounts falling due within one year	
Trade debtors	1622
Amounts owed by parent and fellow subsidiary undertakings	2354
Other Debtors	120
	<hr/>
	4096

#### **9. Creditors - Amounts falling due within one year**

	<b>1996</b>
	<b>£'000</b>
Trade creditors	670
Corporation tax	81
Amounts owed to parent and fellow subsidiary undertakings	4084
Other taxation and social security	698
Accruals and deferred income	644
	<hr/>
	6177
	=====

#### **10. Share Capital**

	<b>1996</b>
	<b>£'000</b>
<b>Authorised</b>	
100,000 Ordinary Shares of £1 each	100
	=====
<b>Allotted, called up and fully paid</b>	
100,000 Ordinary Shares of £1 each	100
	=====

Two shares were allotted on the date of incorporation to the subscribers to the memorandum. On the 28 March 1995, a further 99,998 shares were allotted for the purposes of increasing working capital. All these shares were issued at par and were fully paid up.

# **BET Management Services (Commercial and Industrial) Ltd**

## **Fifteen Month Period Ended 30 March 1996**

### **Notes to the financial statements (continued)**

#### **11. Reserves**

	<b>Profit and Loss Account £'000</b>
Retained profit for the period	164
	<hr/>
As at 30 March 1996	164
	=====

#### **12. Reconciliation of movements in shareholders funds**

	<b>1996 £'000</b>
Profit for the period	164
New share capital issued	100
	<hr/>
Closing shareholders funds	264
	=====

#### **13. Pension Costs**

The company participates in group pension schemes operated by BET Public Limited Company. The pension schemes are of the defined benefit type and the assets are held in separate trustee administered funds. The funds are valued every three years by a professionally qualified independent actuary, the rates of contribution payable being determined by the actuary. In the intervening years the actuary reviews the continuing appropriateness of the rates. The latest actuarial assessment of the schemes was at 30th September 1994. Particulars of the valuation of the groups schemes are contained in the accounts of BET Public Limited Company.

The total pension cost of the company was £282,000

## **BET Management Services (Commercial and Industrial) Ltd Fifteen Month Period Ended 30 March 1996**

### **Notes to the financial statements (continued)**

#### **14. Ultimate parent company**

The ultimate parent undertaking is BET Public Limited Company which is incorporated in Great Britain. The largest and smallest group of which the company is a member and for which group accounts are drawn up is that of BET Public Limited Company which is registered in England and Wales. Copies of the annual report are available from The Company Secretary, Stratton House, Piccadilly, London W1X 6AS.