Report and Balance Sheet

11 March 2000

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REPORT AND BALANCE SHEET 2000

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Deloitte & Touche

MITIE CLEANING (SOUTH WALES) LIMITED

OFFICERS AND PROFESSIONAL ADVISERS

DIRECTORS

D M Telling N R Goodman E J Manning C Russell I R Stewart

SECRETARIES

A F Waters M O Thomas (resigned 4 May 2000) C K Ross (appointed 4 May 2000)

REGISTERED OFFICE

The Stable Block Barley Wood Wrington Bristol BS40 5SA

AUDITORS

Deloitte & Touche Queen Anne House 69-71 Queen Square Bristol BS1 4JP



DIRECTORS' REPORT

The directors present their report and audited balance sheet for the financial year ended 11 March 2000.

The financial statements have been made up to 11 March 2000, being a date not more than seven days before the accounting reference date as permitted by Section 223 of the Companies Act 1985.

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 as at the end of the financial year 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; and
- prepare the financial statements 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 to enable them to ensure that the financial statements comply with the Companies Act. 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.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The entire business was transferred to MITIE Olscot Limited a fellow subsidiary undertaking on 19 March 1995. The company now trades as an agent for MITIE Olscot Limited and the results of this trade are incorporated into the accounts of MITIE Olscot Limited. As such, the company did not trade during the year.

RESULTS AND DIVIDENDS

The company enjoys the support of its parent undertaking.

DIRECTORS AND THEIR INTERESTS

The directors during the year were as follows:

D M Telling

N R Goodman (appointed 27 March 2000) E J Manning (appointed 27 March 2000) C Russell (appointed 27 March 2000) I R Stewart (appointed 27 March 2000)

Mr D M Telling is a director of MITIE Group PLC, the parent undertaking, and his interest in the share capital of that company is shown in the financial statements of MITIE Group PLC.



DIRECTORS' REPORT (continued)

YEAR 2000

The year 2000 project completed all critical milestones well within the project timescale and all the primary business systems have completed both the millennium rollover and leap year rollover without any issues. Although these critical dates have been successfully passed, the Executive Steering Committee is not being complacent in considering the possible impact from latent problems outside the control of MITIE.

We have made considerable effort in determining the compliance of critical players in our suppliers/customer chain and are confident of continued trouble free operation.

The year 2000 project team will remain operational, with suitable contingency plans, until it is considered that sufficient time has passed for all possible external issues to be identified and resolved.

AUDITORS

A resolution for the reappointment of Deloitte & Touche as auditors of the company is to be proposed at the forthcoming Annual General Meeting.

Approved by the Board of Directors and signed on behalf of the Board

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A F Waters Secretary

11 August 2000

Deloitte & Touche Queen Anne House 69-71 Queen Square Bristof BS1 4JP

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AUDITORS' REPORT TO THE MEMBERS OF

MITIE CLEANING (SOUTH WALES) LIMITED

We have audited the balance sheet on page 5 which have been prepared under the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2, 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 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 as at 11 March 2000 and of the result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Chartered Accountants and Registered Auditors

Delortte & Touche

14 August 2000



Deloitte & Touche

BALANCE SHEET At 11 March 2000

Notes	2000	1999 £
	*	æ.
2	2	2
	2	2
		=====
3	2	2
	2	2
	2	2 2 2 2

These financial statements were approved by the Board of Directors on 11 August 2000.

Signed on behalf of the Board of Directors

D M Telling Director



NOTES TO THE ACCOUNTS Year ended 11 March 2000

1. ACCOUNTING POLICIES

Accounting convention

The financial statements are prepared under the historical cost convention.

Compliance with accounting standards

The financial statements are prepared in accordance with applicable accounting standards.

2.	DEBTORS	2000	1999
		£	£
	Amounts owed by parent undertaking and fellow subsidiary undertakings	2	2
			===
3.	CALLED UP SHARE CAPITAL		
		19 No.	99 and 2000 £
	Authorised	110.	•
	£1 Ordinary shares	1,000	1,000
			
		2000	1999
		£	£
	Allotted and fully paid	_	
	£1 Ordinary shares	2	2
		- -	-
4.	RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS	2000	1999
		£	£
	Opening shareholders' funds	2	2
	Closing shareholders' funds	2	2

5. RELATED PARTY TRANSACTIONS

As a wholly owned subsidiary of MITIE Group PLC, MITIE Cleaning (South Wales) Limited, has taken advantage of the exemption from the requirement to disclose related party transactions with MITIE Group PLC and companies within the group.

6. PARENT UNDERTAKING

The directors regard MITIE Group PLC, a company registered in Scotland, as the company's ultimate parent undertaking. Copies of the group financial statements can be obtained from the Company Secretary at the registered office.