

MEDIGUARD SERVICES SCOTLAND LIMITED

REGISTERED NUMBER 108468

REPORT OF THE DIRECTORS

The directors submit their annual report, together with the accounts of the company for the 52 weeks ended 26 December 1999.

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 and is dormant.

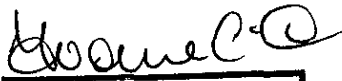
DIRECTORS

The directors who served during the period were:

Grayston Central Services Limited
Plant Nominees Limited

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 28 December 1998 or 26 December 1999.

By order of the board



Authorised Representative
Plant Nominees Ltd.

Plant Nominees Limited
Secretary

739 South Street
Glasgow
G14 0AH





22 March 2000

MEDIGUARD SERVICES SCOTLAND LIMITED

BALANCE SHEET - 26 DECEMBER 1999

| | <u>1999</u> £ | <u>1998</u> £ |
|---|------------------|------------------|
| AMOUNTS OWED BY GROUP UNDERTAKINGS | <u>1,000</u> | <u>1,000</u> |
| EQUITY CAPITAL AND RESERVES | | |
| CALLED UP SHARE CAPITAL | | |
| 1,000 authorised, allotted and fully paid ordinary shares of £1 each | <u>1,000</u> | <u>1,000</u> |
| EQUITY SHAREHOLDERS' FUNDS | <u>1,000</u> | <u>1,000</u> |

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

Approved by the board on 22 March 2000



Authorised Representative
Grayston Central Services Ltd.

Grayston Central Services Limited
DIRECTOR

NOTES

1. During the period the company has not traded, has not incurred any liabilities and consequently has made neither profit nor loss. Neither 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 26 December 1999 have been borne by a fellow subsidiary company.
2. The company's immediate parent company is Mediguard Services Limited. The company's 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.