

ENIGMA SERVICES GROUP LIMITED

REGISTERED NUMBER 53775

REPORT OF THE DIRECTORS

The directors submit their annual report, together with the accounts of the company for the year ended 31 December 1999.

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.

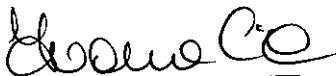
DIRECTORS

The directors who served during the year 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 1 January 1999 or 31 December 1999.

By order of the board

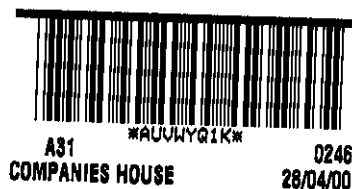


Authorised Representative
Plant Nominees Ltd.

Plant Nominees Limited
Secretary

Garland Road
East Grinstead
West Sussex
RH19 2DR

22 March 2000



ENIGMA SERVICES GROUP LIMITED**BALANCE SHEET AS AT 31 DECEMBER 1999**

	<u>1999</u> £	<u>1998</u> £
FIXED ASSETS		
INVESTMENTS - shares in group undertakings (note 1)	1	1
AMOUNTS OWED TO GROUP UNDERTAKINGS	<u>6,737,804</u>	<u>6,737,804</u>
TOTAL ASSETS LESS CURRENT LIABILITIES	<u>6,737,805</u>	<u>6,737,805</u>
EQUITY CAPITAL AND RESERVES		
AUTHORISED SHARE CAPITAL		
40,600,000 ordinary shares of 5p each	<u>2,030,000</u>	<u>2,030,000</u>
CALLED UP SHARE CAPITAL		
32,603,540 allotted and fully paid ordinary shares of 5p each	1,630,177	1,630,177
SHARE PREMIUM ACCOUNT	4,939,107	4,939,107
PROFIT AND LOSS ACCOUNT	<u>168,521</u>	<u>168,521</u>
EQUITY SHAREHOLDERS' FUNDS	<u>6,737,805</u>	<u>6,737,805</u>

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

Approved by the board on 22 March 2000



Authorised Representative
Grayston Central Services Ltd.

Grayston Central Services Limited
DIRECTOR

ENIGMA SERVICES GROUP LIMITED

NOTES TO THE ACCOUNTS - 31 DECEMBER 1999

1. The investment, which is valued at cost less any provisions for diminutions in value, represents a 100% interest in the ordinary share capital of Enigma Laundries Limited, a dormant company. In the opinion of the directors the value of such an investment is not less than that shown in the balance sheet.
2. The company is exempt from the requirement to prepare group accounts, as it is a wholly owned subsidiary of Rentokil Initial plc, and as such these accounts present financial information about the company as an individual undertaking.
3. During the year 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 year ended 31 December 1999 have been borne by a fellow subsidiary.
4. The company's immediate parent company is BET UK plc. 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.