

BET DEVELOPMENTS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2003

REGISTERED NUMBER: 2416367



BET DEVELOPMENTS LIMITED

REPORT OF THE DIRECTORS

The directors present their annual report, together with the audited financial statements of the company for the year ended 31 December 2003.

PRINCIPAL ACTIVITY/FUTURE DEVELOPMENTS

The company's main business is and will continue to be that of an investment holding company for companies involved in providing business services. The company's income is derived from its investment in its subsidiary undertakings.

RESULTS AND DIVIDENDS

The profit for the year, after taxation, amounted to £780,000 (2002: £675,000). An interim dividend of £780,000 has been paid (2002: £2,935,000). The directors do not recommend the payment of a final dividend for 2003 (2002: £Nil).

DIRECTORS

Plant Nominees Limited
Grayston Central Services Limited

The directors named above held office throughout the year. Neither of the directors held any beneficial interests in the share capital of the company or of Rentokil Initial plc at either 31 December 2002 or 31 December 2003.

POLICY IN RELATION TO THE PAYMENT OF SUPPLIERS

The company has no external suppliers and therefore there are no trade creditors at the year end from which to calculate creditor days.

BET DEVELOPMENTS LIMITED

REPORT OF THE DIRECTORS (CONTINUED)

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 and of the profit or loss of the company for that year. In preparing those financial statements, the directors are required to:

- confirm that suitable accounting policies have been used and then apply them consistently;
- confirm that judgements and estimates are reasonable and prudent;
- confirm that applicable accounting standards have been followed;
- prepare the financial statements on a going concern basis, unless it is inappropriate to presume 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 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.

By order of the board



Authorised Representative - Plant Nominees Ltd.

Plant Nominees Limited
Secretary

Garland Road
East Grinstead
West Sussex RH19 1DY

8 September 2004

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BET DEVELOPMENTS LIMITED

We have audited the financial statements, which comprise the profit and loss account, the balance sheet and the related notes.

Respective responsibilities of directors and auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom auditing standards issued by the Auditing Practices Board. This report, including this opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or in to whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

We read the other information contained in the annual report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements. The other information comprises only the report of the directors.

Basis of audit 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 affairs of the Company at 31 December 2003 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
London

8 September 2004

BET DEVELOPMENTS LIMITED

PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2003

	Notes	<u>2003</u> £'000	<u>2002</u> £'000
Income from shares in group undertakings		<u>780</u>	<u>675</u>
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2	780	675
Taxation on profit on ordinary activities	4	—	—
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		780	675
Equity dividends paid		<u>(780)</u>	<u>(2,935)</u>
RETAINED LOSS FOR THE YEAR	10	<u>—</u>	<u>(2,260)</u>

The results for the year are wholly attributable to the continuing operations of the company.

The company had no recognised gains and losses during the year other than those recorded in the above profit and loss account; accordingly, no separate statement of total recognised gains and losses has been prepared.

There is no difference between the profit on ordinary activities before taxation and the result for the financial year and their historical cost equivalents.

The notes on pages 6 to 9 form part of the financial statements.

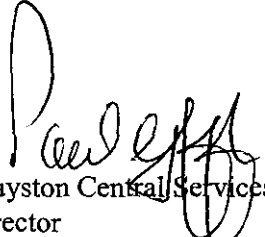
BET DEVELOPMENTS LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2003

	Notes	<u>2003</u> £'000	<u>2002</u> £'000
FIXED ASSETS			
Investments – shares in group undertakings	5	<u>75</u>	<u>75</u>
CURRENT ASSETS			
Debtors – amounts falling due within one year	6	30,390	30,390
CREDITORS:			
AMOUNTS FALLING DUE WITHIN ONE YEAR	7	<u>(9,034)</u>	<u>(9,034)</u>
NET CURRENT ASSETS		<u>21,356</u>	<u>21,356</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>21,431</u>	<u>21,431</u>
EQUITY CAPITAL AND RESERVES			
Called up share capital	8	15,001	15,001
Share premium account	9	4,845	4,845
Profit and loss account	9	<u>1,585</u>	<u>1,585</u>
EQUITY SHAREHOLDERS' FUNDS	10	<u>21,431</u>	<u>21,431</u>

Amounts owed by and to group undertakings are unsecured, interest free and have no fixed date of repayment.

The financial statements on pages 4 to 9 were approved by the board on 8 September 2004 and were signed on its behalf by:


 Authorised Representative – Grayston Central Services Ltd.
 Grayston Central Services Limited
 Director

The notes on pages 6 to 9 form part of the financial statements.

BET DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2003

1. ACCOUNTING POLICIES

Accounting convention

The financial statements are prepared on the going concern basis, under the historical cost convention and comply with the Companies Act 1985 as amended by the Companies act 1989 and applicable accounting standards. The particular accounting policies adopted by the directors are described below and are considered suitable, have been consistently applied and are supported by reasonable and prudent judgements and estimates.

Consolidated financial statements

The company is exempt from the requirement to prepare group financial statements, as it is a wholly owned subsidiary of Rentokil Initial plc and as such these financial statements present financial information about the company as an individual undertaking.

Cash flow statement and related party disclosures

The company is a wholly owned subsidiary of Rentokil Initial plc and is included in the consolidated financial statements of Rentokil Initial plc which are publicly available. Consequently, the company has taken advantage of the exemption from preparing a cash flow statement under the terms of Financial Reporting Standard 1 (Revised 1996). The company is also exempt under the terms of Financial Reporting Standard 8 from disclosing related party transactions (but not balances) with entities that are part of the Rentokil Initial plc group or investees of the Rentokil Initial plc group (note 12).

Investments

Investments held as fixed assets are stated at cost, less provisions for any impairment. In the opinion of the directors the value of such investments is not less than that shown at the balance sheet date.

2. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION

There is no charge to the profit and loss account for auditor's remuneration as the costs of the company's audit are borne by another group company.

BET DEVELOPMENTS LIMITED**NOTES TO THE FINANCIAL STATEMENTS****FOR THE YEAR ENDED 31 DECEMBER 2003 (CONTINUED)****3. EMPLOYEES' AND DIRECTORS' REMUNERATION**

The company has no employees and accordingly there are no employee costs (2002: £Nil). The directors received no emoluments in respect of qualifying services to the company. In addition none of the directors had any retirement benefits accruing to them under defined benefit pension schemes.

4. TAXATION ON PROFIT ON ORDINARY ACTIVITIES

There is no tax charge for the year (2002: £Nil).

The tax assessed for the year is lower than the standard rate of corporation tax in the UK (30%). The differences are explained below:

	<u>2003</u> <u>£'000</u>	<u>2002</u> <u>£'000</u>
Profit on ordinary activities before tax	<u>780</u>	<u>675</u>
Profit on ordinary activities multiplied by the standard rate of corporation tax in the UK (30%). (2002: 30%)	234	203
Effects of:		
Non taxable UK dividend income	(234)	(203)
Adjustments in respect of prior periods	<u>-</u>	<u>-</u>
Current tax charge for the year	<u>-</u>	<u>-</u>

5. DEBTORS

	<u>2003</u> <u>£'000</u>	<u>2002</u> <u>£'000</u>
<u>Amounts falling due within one year:</u>		
Amounts owed by group undertakings	<u>30,390</u>	<u>30,390</u>

Amounts owed by group undertakings are unsecured, interest free and have no fixed date of repayment.

BET DEVELOPMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2003 (CONTINUED)

6. CREDITORS – AMOUNTS FALLING DUE WITHIN ONE YEAR

	<u>2003</u> £'000	<u>2002</u> £'000
Amounts owed to group undertakings	<u>9,034</u>	<u>9,034</u>

Amounts owed to group undertakings are unsecured, interest free and have no fixed date of repayment.

7. FIXED ASSET INVESTMENTS

	£000
At 31 December 2003 and 31 December 2002	<u>75</u>

The investment at 31 December 2003 represents a 75% interest in the ordinary share capital of Initial Catering Services Limited which operates in the catering business.

8. CALLED UP SHARE CAPITAL

	<u>2003</u> £'000	<u>2002</u> £'000
AUTHORISED		
500,000,000 ordinary shares of £1 each	<u>500,000</u>	<u>500,000</u>
CALLED UP SHARE CAPITAL		
15,001,100 allotted and fully paid ordinary shares of £1 each (2002: 15,001,100)	<u>15,001</u>	<u>15,001</u>

9. RESERVES

	Share premium account £'000	Profit and loss account £'000
At 1 January 2003	4,845	1,585
Retained profit for the year	—	—
At 31 December 2003	<u>4,845</u>	<u>1,585</u>

BET DEVELOPMENTS LIMITED**NOTES TO THE FINANCIAL STATEMENTS****FOR THE YEAR ENDED 31 DECEMBER 2003 (CONTINUED)****10. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS**

	<u>2003</u> <u>£'000</u>	<u>2002</u> <u>£'000</u>
Profit for the year	780	675
Dividends paid	<u>(780)</u>	<u>(2,935)</u>
Net movement in shareholders funds	-	(2,260)
Opening shareholders' funds	<u>21,431</u>	<u>23,691</u>
Closing shareholders' funds	<u>21,431</u>	<u>21,431</u>

11. ULTIMATE PARENT COMPANY

The company's immediate parent company is BET UK Limited. The 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.

12. OTHER RELATED PARTY TRANSACTIONS

Rentokil Initial plc is also the company's ultimate controlling party. The company has not undertaken any transactions with related parties during the year, other than transactions with fellow members of Rentokil Initial plc. Such transactions are exempt from disclosure under FRS 8.