BROADCAST RELAY SERVICES (OVERSEAS) LIMITED

REGISTERED NUMBER 427421

REPORT OF THE DIRECTORS

The directors submit their annual report, together with the financial statements of the company for the year ended 31 December 2002.

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

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 2002 or 31 December 2002.

By order of the board

Plant Nominees Limited
Secretary

Garland Road
East Grinstead
West Sussex
RH19 1DY

26 March 2003

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BROADCAST RELAY SERVICES (OVERSEAS) LIMITED

BALANCE SHEET AS AT 31 DECEMBER 2002

	2002 £'000	2001 £'000
AMOUNTS OWED BY GROUP UNDERTAKINGS	1,204	1,204
EQUITY CAPITAL AND RESERVES		
CALLED UP SHARE CAPITAL		
1,200,000 authorised, allotted and fully paid ordinary shares of £1 each	1,200	1,200
PROFIT AND LOSS ACCOUNT	4	4
EQUITY SHAREHOLDERS' FUNDS	1,204	1,204

For the year ended 31st December 2002 the company was entitled to the exemption under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249(B)(2) of the Companies act 1985.

The directors acknowledge their responsibility for:

i) ensuring the company keeps accounting records which comply with section 221; and

ii) preparing accounts 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 its profit or loss for the financial year, in accordance with section 226 and which otherwise comply with the requirements of the Companies Act relating to the accounts, so far as applicable to the company.

Approved by the board on 26 March 2003

Authorised Representative
Grayston Central Services Ltd

Grayston Central Services Limited
DIRECTOR

BROADCAST RELAY SERVICES (OVERSEAS) LIMITED

NOTES:

1. During the year the company has not traded, has not incurred any liabilities and consequently has made neither profit nor loss. None 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 2002 have been borne by Rentokil Initial plc.

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