

Securicor (1996) plc
(previously Securicor Plc)

FINANCIAL STATEMENTS

for the year to 30 September 2000



Securicor (1996) plc

DIRECTORS AND OFFICERS

DIRECTORS

RSWH Wiggs
CC Shirtcliffe
NE Griffiths
D Cowden

SECRETARY

NE Griffiths

REGISTERED OFFICE

Sutton Park House
15 Carshalton Road
Sutton
Surrey SM1 4LD

AUDITORS

Baker Tilly
Chartered Accountants
2 Bloomsbury Street
London WC1B 3ST

Securicor (1996) plc

DIRECTORS' REPORT

The directors submit their report and the financial statements of Securicor (1996) plc for the year ended 30 September 2000.

The company changed its name from Securicor Plc on 10 November 1999.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was that of an investment holding company.

DIVIDENDS

The directors paid an interim dividend on the ordinary shares amounting to £30m. The directors do not recommend a final dividend.

DIRECTORS

The following directors have held office during the year:

Sir Neil Macfarlane	(resigned 2 December 1999)
Lord Imbert QPM, JP	(resigned 2 December 1999)
Sir James Birrell	(resigned 2 December 1999)
RSWH Wiggs	
CC Shirtcliffe	
Jonathan Kitchen	(resigned 2 December 1999)
PD Howes	(resigned 2 December 1999)
NE Griffiths	
D Cowden	

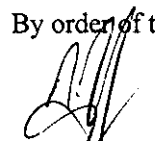
DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

Apart from options over ordinary shares in Securicor plc, no director, who is not a holding company director, had any interest in the share capital of the company or its ultimate holding company, Securicor plc.

AUDITORS

A resolution to re-appoint Baker Tilly, Chartered Accountants, as auditors to the company will be submitted to the Annual General Meeting.

By order of the board



NE Griffiths
Secretary

8 December 2000

Securicor (1996) plc

DIRECTORS' RESPONSIBILITIES IN THE PREPARATION OF FINANCIAL STATEMENTS

Company law requires the directors to prepare financial statements 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 the year. In preparing those financial statements, the directors are required to:

- a. select suitable accounting policies and then apply them consistently;
- b. make judgements and estimates that are reasonable and prudent;
- c. 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 requirements of 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.

AUDITORS' REPORT TO THE MEMBERS OF SECURICOR (1996) PLC

We have audited the financial statements on pages 5 to 10.

Respective responsibilities of directors and auditors

As described on page 3 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 at 30 September 2000 and of the result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



BAKER TILLY

Registered Auditor
Chartered Accountants
2 Bloomsbury Street
London WC1B 3ST

8 December 2000

Securicor (1996) plc
 PROFIT AND LOSS ACCOUNT
 for the year ended 30 September 2000

	Note	2000 £m	1999 £m
Administrative expenses		16.7	1.0
OPERATING LOSS		(16.7)	(1.0)
Investments in associated company-write off		(3,150.0)	-
Reorganisation costs		(28.3)	-
Investment income	1	-	3,230.0
Interest receivable	3	3.5	-
(LOSS)/PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		(3,191.5)	3,229.0
Taxation	4	4.0	0.3
RETAINED (LOSS)/PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		(3,187.5)	3,229.3
Dividends	5	(30.0)	(2.9)
RETAINED (LOSS)/PROFIT	11	(3,217.5)	3,226.4

The operating loss for the year arises from the company's continuing operations.

No separate Statement of Total Recognised Gains and Losses has been presented as all such gains and losses have been dealt with in the profit and loss account.

The loss for the year represents the company's historical cost loss.

Securicor (1996) plc
BALANCE SHEET
30 September 2000

	Notes	2000 £m	1999 £m
FIXED ASSETS			
Investments	6	30.0	30.0
		<hr/>	<hr/>
CURRENT ASSETS			
Debtors	8	190.9	3,239.5
Corporation tax		4.9	1.0
Cash at bank and in hand		25.5	0.1
		<hr/>	<hr/>
		221.3	3,240.6
CURRENT LIABILITIES			
Amount owed to group undertaking		23.2	-
		<hr/>	<hr/>
NET CURRENT ASSETS		198.1	3,240.6
		<hr/>	<hr/>
TOTAL ASSETS LESS CURRENT LIABILITIES		228.1	3,270.6
		<hr/>	<hr/>
CAPITAL AND RESERVES			
Called up share capital	9	37.2	30.1
Share premium account	10	175.8	7.9
Profit and loss account	10	15.1	3,232.6
		<hr/>	<hr/>
EQUITY SHAREHOLDERS' FUNDS		228.1	3,270.6
		<hr/>	<hr/>

Approved by the board on 8 December 2000

NE Griffiths

Director



Securicor (1996) plc

ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements have been prepared under the historical cost basis and in accordance with applicable accounting standards.

INVESTMENTS

Long term investments in subsidiary and associated undertakings are classified as fixed assets. Short term investments are classified as current assets.

Long term investments are stated at cost. Short term investments are valued at market value at the balance sheet date.

Provision is made for any permanent diminution in the value of fixed asset investments.

Securicor (1996) plc
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 September 2000

1	INVESTMENT INCOME	2000 £m	1999 £m
	Dividends from subsidiaries	-	80.0
	Dividend in specie from subsidiary	-	3,150.0
		<u>-</u>	<u>3,230.0</u>
2	EMPLOYEES		
	The only employees of the company during the year were its directors who received no remuneration from the company.		
3	INTEREST RECEIVABLE	2000 £m	1999 £m
	Bank deposit interest	3.5	-
		<u>3.5</u>	<u>-</u>
4	TAXATION	2000 £m	1999 £m
	UK corporation tax - credit	4.0	0.3
		<u>4.0</u>	<u>0.3</u>
5	DIVIDENDS	2000 £m	1999 £m
	Ordinary: Interim paid	30.0	2.9
		<u>30.0</u>	<u>2.9</u>
6	FIXED ASSETS INVESTMENTS		Subsidiary undertakings shares £m
	Cost		
	At 1 October 1999 and 30 September 2000		30.0
			<u>30.0</u>

The company holds more than 10% of the equity of the following undertakings:

Subsidiary undertakings	Country of Registration/ incorporation	Class of holding	Proportion directly held	Nature of business
Security Services plc	England	Ordinary	100%	Holding company

Securicor (1996) plc

NOTES TO THE FINANCIAL STATEMENTS

for the year ended 30 September 2000

7	INVESTMENTS - UNLISTED	2000 £m	1999 £m
	At 30 September 1999	-	-
	Transfer from group company	3,150	-
	Written off	(3,150)	-
	At 30 September 2000	-	-

	Issued Capital	% held
Cellnet Group Limited (incorporated in United Kingdom)	£10,000,000	40%

8	DEBTORS	2000 £m	1999 £m
	Amounts owed by group undertakings	190.9	89.5
	Dividend in specie owed by group undertaking	-	3,150.0
		190.9	3,239.5

9	SHARE CAPITAL	2000		1999	
		Authorised £	Issued and fully paid £	Authorised £	Issued and fully paid £
	Ordinary shares of 5p each	40,000,000	37,191,317	40,000,000	30,135,216

During the period to 9 November 1999, 11,122,029 ordinary shares of 5p each were issued as fully paid for consideration of £45m.

On 9 November 1999 the existing ordinary shares of 5p each were cancelled and an equal number of new ordinary shares of 5p each were created.

On 9 November 1999, 130,000,000 ordinary shares of 5p each were allotted and issued as fully paid for consideration of £130m.

Securicor (1996) plc
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 30 September 2000

10	RESERVES	Profit and Loss account £m	Share premium £m	Total £m
	1 October 1999	3,232.6	7.9	3,240.5
	Loss for the year	(3,217.5)	-	(3,217.5)
	Share premium on issue of shares	-	167.9	167.9
	At 30 September 2000	<u>15.1</u>	<u>175.8</u>	<u>190.9</u>

11	RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS	2000 £m	1999 £m
	(Loss)/profit after taxation	(3,187.5)	3,229.3
	Dividends	(30.0)	(2.9)
	Retained (loss)/profit	<u>(3,217.5)</u>	<u>3,226.4</u>
	Proceeds of share capital issued	175.0	4.3
	Opening equity shareholders' funds	<u>3,270.6</u>	<u>39.9</u>
	Closing equity shareholders' funds	<u>228.1</u>	<u>3,270.6</u>

12 ULTIMATE PARENT COMPANY

The ultimate holding company of Securicor (1996) plc is Securicor plc, a company registered in England and Wales. Copies of the group accounts of Securicor plc can be obtained from Sutton Park House, 15 Carshalton Road, Sutton, Surrey, SM1 4LD.