

## **10 February 2000**

### **Carlisle Holdings Limited Announces Results For The Third Quarter Ended December 31, 1999**

Belize City, Belize, February 10, 2000 – Carlisle Holdings Limited (NASDAQ: CLHL, London: CLH), a leader in outsourced facilities services and staffing services, reported revenue of \$288.1m (1998 – \$250.5m) and net income (before non-recurring items) of \$15.7m (1998 – \$10.7m) for the quarter ended December 31, 1999, the third quarter of fiscal 2000. Diluted earnings per share (before non-recurring items) for the quarter ended December 31, 1999 was \$0.25 (1998 – \$0.18).

For the nine months ended December 31, 1999, revenue amounted to \$846.9m (1998 – \$698.4m) and net income (before non-recurring items) amounted to \$43.9m (1998 – \$29.4m). Diluted earnings per share (before non-recurring items) for the nine months ended December 31, 1999 was \$0.68 (1998 – \$0.63).

Solid increases in sales in Facilities and Staffing Services reflect the full integration of acquisitions made in previous quarters together with organic growth. Returns in these operations improved with operating income and margin increasing to \$10.4m and 3.6%, respectively, in the third quarter (1998 – \$7.7m and 3.1%).

Financial Services had its strongest quarter ever, with earnings of \$3.9m in the quarter (1998 – \$3.3m).

Commenting on the results, CEO Ian R. Pluthero said:

“Carlisle has achieved another successful quarter with earnings on target.”

“Accretive acquisitions remain a key goal – recent tuck-in acquisitions in the U.S. and the U.K. are steadily increasing our customer base and operating income. We are also continuing the search for higher margin, complementary service businesses.”

“Our attention is now focused on reducing the overhead cost base in order to protect our margins in what is a highly competitive facilities services market.”

## Third Quarter Operational Review

### Facilities Services

The Facilities Services division reported revenue of \$245.9m for the three months ended December 31, 1999 (1998 – \$228.4m), an increase of 7.7% over the same period last year. Operating income for the quarter was \$8.3m, compared to \$6.9m in the previous year, an increase of 20.3%. Previous acquisitions and successful new business development boosted sales and operating income. In the U.S. the name change to OneSource is complete and the revenue base stabilized. The next challenge is to further reduce the cost base to improve operating margins and maximize the returns from the existing business. OneSource continued to win contracts in a competitive environment and added important new contracts, including the Metropolitan Transit Authority (MTA) and DuPont. Successful cross-marketing during the quarter led to new business relationships with existing janitorial clients: Metropolitan Life Insurance (painting), Reckson Associates (metal and marble) and TrizecHahn (metal and marble).

The U.K.'s successful quarter was marked by the start up of new business with the prestigious Millennium Dome in London. The experience and credibility of OneSource were beneficial in helping the Company win this business, which represents the largest single site-cleaning contract in the U.K. The U.K. has a solid bank of new business prospects and the outlook for the full year is very promising.

#### Staffing Services

The Staffing Services division, operating in the U.K., reported revenue of \$42.2m (1998 – \$22.1m) for the three months ended December 31, 1999. Operating income for the three months ended December 31, 1999 was \$2.1m (1998 – \$0.8m). The increase reflects continued strong organic growth and benefits from previously reported acquisitions.

The November acquisition of Agency Cover, which provides social workers and caregivers to social service departments, increases the Company's public sector market presence. The recent acquisition of Tate Appointments adds another highly respected brand name and well established client base to the temporary secretarial and office support staff business.

#### Financial Services

Financial Services contributed another strong performance. In the nine-month period, income increased by 24% to \$10.8m; the results reflect a 28% increase in net interest income, driven by a 17% increase in the average loan portfolio of the Belize Bank.

#### Corporate Matters

During the quarter the Company continued the program to repurchase Carlisle ordinary shares which resulted in a further 1,485,500 shares being repurchased at an average buy-back of \$10.44 per share.

Through its OneSource brand, Carlisle Group is a leader in the outsourced facilities services sector in the U.S. and provides janitorial, landscaping, commercial interior painting services, general repair and maintenance and other specialized services for more than 11,000 commercial, institutional and industrial accounts. In the U.K. Carlisle Group is also a leading provider of outsourced facilities services, through the LI Group and Capitol Security Services, and has a significant presence in the staffing services sector under a number of leading brands, including Recruit, Abacus and Tate in over 70 locations servicing a diverse base of over 3,000 clients in the following markets: IT, Finance and Banking, Office and Industrial, Education and Care, Retail, Truck Driving, Technical, Legal and Catering.

#### Forward Looking Statements

Certain statements in this press release constitute "forward looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. In particular, statements contained herein regarding the consummation and benefits of future acquisitions, as well as expectations with respect to future revenues, operating efficiencies, net income and business expansion, are subject to known and unknown risks, uncertainties and contingencies, many of which are beyond the control of Carlisle, which may cause actual results, performance or achievements to differ materially from anticipated results, performance or achievements. Factors that might affect such forward looking statements include among others, overall economic and business conditions, the demand for Carlisle's services, competitive factors, regulatory approvals and the uncertainty of consummation of future acquisitions. Additional factors which may affect Carlisle's businesses and performance are set forth in filings by

Carlisle Holdings Limited (formerly named BHI Corporation) with the United States Securities and Exchange Commission.

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Note: This and other press releases are available through Company News On Call by fax; call 800-758-5804, extension 114380, or at <http://www.prnewswire.com>.

Carlisle Holdings Limited  
**Financial Information Summarized Consolidated  
Statements of Income (unaudited)**  
US dollars in millions except per share data

	3 months ended Dec.31, 1999	3 months ended Dec.31, 1998	9 months ended Dec.31, 1999	9 months ended Dec.31, 1998
Net sales	288.1	250.5	846.9	698.4
Operating Income	14.3	11.0	39.3	27.8
Associates	3.0	1.7	9.7	6.6
Net interest expense	(0.1)	(0.5)	(0.7)	(1.3)
Income before income taxes	17.2	12.2	48.3	33.1
Income taxes	(1.2)	(1.3)	(3.7)	(3.1)
Income after income taxes	16.0	10.9	44.6	30.0
Minority interests	(0.3)	(0.2)	(0.7)	(0.6)
Income from continuing operations	15.7	10.7	43.9	29.4
Earnings per ordinary share from continuing operations before non-recurring items:				
Basic	\$0.27	\$0.21	\$0.74	\$0.69
Diluted	\$0.25	\$0.18	\$0.68	\$0.63
Number of shares - diluted	63.4m	58.3m	64.8m	46.4m

The results for the year ended March 31, 2000 are stated before non-recurring net charges of \$2.8m which include costs relating to the BHI Corporation / Carlisle U.K. merger and the

aborted offer for The Corporate Services Group, net gains arising on the disposal of certain associates and investments and other non-core businesses, closure, restructuring and redundancy costs in the Services Businesses, and a \$0.8m charge relating to the minority interest arising on “as-if” pooling.

Carlisle Holdings Limited

**Financial Information Summarized Consolidated Balance Sheets (unaudited)**

US dollars in millions

	December 31, March 31,	
	1999	1999
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Assets		
Services Businesses		
Current Assets:		
Cash and cash equivalents	45.7	90.6
Other current assets	171.2	161.1
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Total current assets	216.9	251.7
Property, plant and equipment	30.1	23.1 <>
Associates and other assets	85.6	76.3
Goodwill and other intangibles	302.2	233.8
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Total Services Businesses assets	634.8	584.9
Financial Services net assets	22.7	21.0
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Total assets	657.5	605.9
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Liabilities and shareholders' equity		
Services Businesses		
Current liabilities:		
Short-term debt	29.3	29.0
Other current liabilities	128.3	145.0
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Total current liabilities	157.6	174.0
Long-term liabilities	82.9	95.2
Minority interests	-	58.8
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Total Services Businesses liabilities	240.5	328.0
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Total shareholders' equity	417.0	277.9
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Total liabilities and shareholders' equity	657.5	605.9
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Carlisle Holdings Limited

**Financial Information Segmental Analysis (unaudited)**

US dollars in millions

	3 months	3 months	9 months	9 months
	ended	ended	ended	ended
	December	December	December	December
	31,	31,	31,	31,
	1999	1998	1999	1998
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<b>Sales</b>				

Facilities services	245.9	228.4	728.7	634.6
Staffing Services	42.2	22.1	118.2	63.8
Total Sales	288.1	250.5	846.9	698.4
<b>Operating Income</b>				
Facilities Services	8.3	6.9	23.1	16.7
Staffing Services	2.1	0.8	5.4	2.4
Financial Services	3.9	3.3	10.8	8.7
Total operating income	14.3	11.0	39.3	27.8

Notes:

The financial information has been prepared in U.S. dollars (the Company's reporting and functional currency) in accordance with generally accepted accounting principles in the U.S.

In June 1999, the Company completed the acquisition of 100 per cent of Carlisle U.K., one of the U.K.'s leading providers of outsourced facilities services and staffing services.

The acquisition of Carlisle U.K. has been accounted for using the "as-if" pooling of interests method of accounting due to the existence of a common controlling shareholder in both the Company and Carlisle U.K. This method of pooling of interests requires that the consolidated financial statements of Carlisle U.K. are pooled with those of the Company for all accounting periods reported, with a minority interest elimination for all periods where a non-controlling minority interest existed in the share capital of Carlisle U.K. Consequently, the consolidated statements of income of the Company for all accounting periods reported include 100 per cent of the results of Carlisle U.K. for the entire periods.

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