

A copy of this document, which comprises supplementary listing particulars relating to Intertek Testing Services plc in accordance with the Listing Rules made under section 74 of the Financial Services and Markets Act 2000, has been delivered for registration to the Registrar of Companies pursuant to section 83 of that Act.

In connection with the offer described in the Listing Particulars issued by Intertek Testing Services plc dated and published on 24 May 2002 (the "Listing Particulars"), application has been made to the UK Listing Authority for the Ordinary Shares of Intertek Testing Services plc to be admitted to the Official List of the UK Listing Authority and to the London Stock Exchange to be admitted to trading on the London Stock Exchange's market for listed securities. It is expected that admission to listing and trading will become effective, and that dealings will commence, at 8.00 a.m. on 29 May 2002. All dealings in Ordinary Shares prior to the commencement of unconditional dealings will be on a "when issued basis", will be of no effect if Admission does not take place and any such dealings will be at the sole risk of the parties concerned.

The Directors of Intertek Testing Services plc, whose names appear on page 5 of the Listing Particulars, accept responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case), the information contained in this document is in accordance with the facts and does not omit anything likely to affect the import of such information.

INTERTEK TESTING SERVICES PLC

*(incorporated under the Companies Act 1985 and registered in England and Wales with
registered number 4267576)*

Supplementary listing particulars in connection with the Global Offer of 98,282,896 Ordinary Shares at a price of 400p per Ordinary Share

Joint Global Co-ordinators and Joint Bookrunners

Goldman Sachs International

Schroder Salomon Smith Barney

Co-Lead Managers

Cazenove

UBS Warburg

Expected ordinary share capital immediately following the Global Offer				
Authorised		Ordinary Shares of 1p each	Issued	
Number	Amount		Number	Amount
200,000,000	£2,000,000		153,379,478	£1,533,795

For a discussion of factors about the Group and the Global Offer that should be taken into account in considering whether to invest in Ordinary Shares, see Part II: Risk Factors of the Listing Particulars.

The Ordinary Shares have not been, nor will they be, registered under the US Securities Act of 1933, as amended (the "Securities Act"), or under the applicable state securities laws of any state of the United States, or under the applicable securities laws of Australia, Canada or Japan. Subject to certain exceptions, the Ordinary Shares may not be offered or sold in the United States, Australia, Canada or Japan or to or for the account or benefit of any national, resident or citizen of Australia, Canada or Japan. The Underwriters may offer and sell or arrange for the offer and sale of Ordinary Shares in the United States only to persons reasonably believed to be qualified institutional buyers ("QIBs") (as defined in Rule 144A under the Securities Act ("Rule 144A")) in reliance on the exemption from the registration requirements of the Securities Act provided by Rule 144A or another exemption from, or in a transaction not subject to, the registration requirements of the Securities Act.

This document does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, any securities other than the securities to which it relates or any offer or invitation to sell or issue, or any solicitation of any offer to purchase or subscribe for, such securities by any person in any circumstances in which such offer or solicitation is unlawful.

In connection with the Global Offer, Goldman Sachs International or its affiliates may over-allot or effect other transactions with a view to supporting the market price of the Ordinary Shares at a level higher than that which might otherwise prevail for a limited period after the Offer Price is announced. Such transactions may be effected on the London Stock Exchange, in the over-the-counter markets or otherwise. There is no obligation on Goldman Sachs International or any of its affiliates to undertake stabilisation transactions. Such transactions, if commenced, may be discontinued at any time and must be brought to an end after a limited period. Save as required by law, Goldman Sachs International does not intend to disclose the extent of any stabilisation transactions under the Global Offer.

Goldman Sachs International and Schroder Salomon Smith Barney are acting for the Company, Charterhouse General Partners Limited and Dominion Corporate Trustees Limited (together “Charterhouse”) and no one else in connection with the Global Offer and will not be responsible to anyone other than the Company and Charterhouse for providing the protections afforded to their respective clients or for providing advice in relation to the Global Offer. “Schroder” is a trademark of Schroders Holdings plc and is used under licence by Salomon Brothers International Limited and Salomon Brothers U.K. Equity Limited.

No person has been authorised to give any information or make any representations other than those contained in this document and, if given or made, such information or representations must not be relied on as having been so authorised. Neither the delivery of this document nor any subscription or sale made under it shall, under any circumstances, create any implication that there has been no change in the affairs of the Group since the date of this document or that the information in it is correct as of any time subsequent to its date.

The distribution of this document and the offering and sale of the Ordinary Shares in certain jurisdictions may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction. The distribution of this document and the offering and sale of the Ordinary Shares are subject to the restrictions set out in paragraph 11 of Part VIII: Additional Information of the Listing Particulars.

Forward-looking statements

The statements contained in this document that are not historical facts are “forward-looking” statements (as such term is defined in the United States Private Securities Litigation Reform Act of 1995). These forward-looking statements are subject to a number of risks and uncertainties, many of which are beyond the Company’s control and all of which are based on the Company’s current beliefs and expectations about future events. Forward-looking statements are typically identified by the use of forward-looking terminology such as “believes”, “expects”, “may”, “will”, “could”, “should”, “intends”, “estimates”, “plans”, “assumes” or “anticipates” or the negative thereof or other variations thereon or comparable terminology, or by discussions of strategy that involve risks and uncertainties. In addition, from time to time, the Company or its representatives have made or may make forward-looking statements orally or in writing. Furthermore, such forward-looking statements may be included in, but are not limited to, press releases or oral statements made by or with the approval of an authorised executive officer of the Company.

These forward-looking statements and other statements contained in this document regarding matters that are not historical facts involve predictions. No assurance can be given that such future results will be achieved; actual events or results may differ materially as a result of risks and uncertainties facing the Company and its subsidiaries. Such risks and certainties could cause actual results to vary materially from the future results indicated, expressed or implied in such forward-looking statements. See Part II: Risk Factors of the Listing Particulars. The forward-looking statements contained in this document speak only as of the date of this document.

INTRODUCTION

This document is supplemental to and must be read in conjunction with the Listing Particulars. It updates and supplements certain information set out in the Listing Particulars and describes certain events which have occurred since the date of publication of the Listing Particulars.

DEFINITIONS

In this document, reference to Listing Particulars is to the listing particulars dated and published on 24 May 2002 relating to the Company. Words and expressions defined in the Listing Particulars have the same meaning when used in this document, unless the context requires otherwise.

BUSINESS DESCRIPTION

On 26 May 2002, the Group received notification that its contract with the Saudi Arabian Standards Authority ("SASO") may not be renewed, permitting SASO to terminate its contract with the Group at the end of August 2002. As stated under the heading "Foreign Trading Standards" in Part III: Business Description of the Listing Particulars, the contract between the FTS division of the Group and SASO is automatically renewed annually unless notice of termination is given by SASO by 29 May in each year.

The Company has been working for some time with SASO towards a renewal of this contract and maintains an active dialogue in this regard. While there can be no assurance that this will be the case, the Directors continue to believe that the contract will be renewed this year. The contract represented approximately 30 per cent. of the FTS division's revenues in 2001 (approximately 4 per cent. of Group revenues).

ADDITIONAL INFORMATION

1. Significant change

Save as disclosed in this document, there has been no significant change and no significant new matter has arisen since 24 May 2002, the date of the Listing Particulars.

2. Documents available for inspection

Copies of this document, the Listing Particulars and the other documents listed in paragraph 20 of Part VIII: Additional Information of the Listing Particulars are available for inspection during usual business hours on any weekday (Saturdays, Sundays and public holidays excepted) for a period of not less than 14 days from the date of publication of this document at the offices of Allen & Overy, One New Change, London EC4M 9QQ and at the Company's registered office at 25 Savile Row, London W1S 2ES.

28 May 2002

