EGPP&WVLIMITED

COMPANY NUMBER: 767513

31 JULY 2001

A18 *AF9P34GA* 0618 COMPANIES HOUSE 28/09/01

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REPORT OF THE DIRECTORS

1. ACCOUNTS

The directors present herewith the accounts of the company for the year ended 31 July 2001. No dividend is recommended.

2. ACTIVITY

The company has not traded in the year.

3. **DIRECTORS**

The directors of the company during the year were as follows:-

D A Branson

S P Webster

E G Parker

4. **DIRECTORS' INTERESTS IN SHARES**

The notifiable interests of the directors in the 25p ordinary shares of Wolseley plc and options on those shares granted pursuant to the terms of the various Wolseley Share Option Schemes are shown below:-

Name of	Shares at		<u>OPTIONS</u>			
Director	31.7.01	31.7.00	<u>31.7.01</u>	Granted	Exercised	31.7.00
D A Branson	37,784	37,844	81,444	21,406	1,312	61,350
F G Parker	_	_	_	_	-	_

Mr S P Webster is also a director of Wolseley plc, and accordingly his interests are not shown.

5. **AUDITORS**

In accordance with Section 250 (1) of the Companies Act 1985, Section 385 of the Companies Act 1985 shall not apply to the Company and accordingly no auditors were appointed.

On behalf of the Board

E G Parker Secretary

24 September 2001

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BALANCE SHEET - 31 JULY 2001

	<u> 2001</u>	<u>2000</u>
CURRENT ASSETS		
Debtors	1,203,122	1,203,122
NET CURRENT ASSETS	£1,203,122 ======	£1,203,122 ======
SHARE CAPITAL AND RESERVES		
Authorised, alloted, issued and fully paid ordinary shares of £1 each	200,000	200,000
Profit and loss account	1,003,122	1,003,122
		
	£1,203,122 ======	£1,203,122 ======

The company was dormant (within the meaning of Section 250 (3) of the Companies Act 1985) throughout the financial year ended 31st July 2001.

DIRECTOR

E G Parker

Approved 24 September 2001

NOTES ON ACCOUNTS - 31 JULY 2001

- 1. The accounts have been prepared under the historical cost convention. During the period the company has not traded, has not incurred any liabilities and consequently, has made neither profit nor loss.
- 2. None of the directors received any emoluments in respect of their services to the company during the year (2000-£Nil).
- 3. The ultimate parent company is Wolseley plc, which is incorporated in England. Group accounts may be obtained from the Company Secretary, Wolseley plc, Vines Lane Droitwich Spa, Worcestershire WR9 8ND.