

SLOUGH ENERGY SUPPLIES LIMITED

Directors

D.R. Wilson (Resigned 4.11.2002)
P.N. Jackson
D.E.F. Simons (Resigned 2.10.2002)
J. Pebworth
A.R. Ellis

Secretary

J.R. Probert

Registered Office and Head Office

234 Bath Road, Slough, SL1 4EE

Registered Number

2474514

REPORT OF THE DIRECTORS

The directors submit their annual report and financial statements for the year ended 31st December 2002 which were approved by the board on 14th March 2003.

Business of the Company

The principal activities of the company are the supply of electricity, steam and water. The level of activity during the forthcoming year is expected to remain unchanged.

Results and Dividends

The results for the year ended 31st December 2002 are set out in the attached financial statements. The loss for the year on ordinary activities is £540,000 (2001:loss £61,000). The directors do not recommend payment to shareholders of a dividend (2001:£NIL).

Taxation

Slough Estates plc has assumed the responsibility for discharging any liability for United Kingdom corporation tax, current or deferred, so long as the company remains a member of the Group.

Directors

The present directors of the company, all of whom served throughout the year unless otherwise stated, are as shown above.

Directors' Interests

None of the directors who were in office at 31st December 2002 had an interest in the shares of the company during the year.

The interests of P.N. Jackson, J. Pebworth and A. R. Ellis in the shares of Slough Estates plc are disclosed in the financial statements of Slough Heat & Power Ltd.



SLOUGH ENERGY SUPPLIES LIMITED

Statement of Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that year. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2002 and that applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with 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

Following the conversion of our auditors, PricewaterhouseCoopers, to a Limited Liability Partnership (LLP) from 1 January 2003, PricewaterhouseCoopers resigned on 22 January 2003 and the directors appointed its successor, PricewaterhouseCoopers LLP, as auditors. A resolution to reappoint PricewaterhouseCoopers LLP as auditors to the company will be proposed at the annual general meeting.

By Order of the Board



J.R. PROBERT
Secretary

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
SLOUGH ENERGY SUPPLIES LIMITED

We have audited the financial statements which comprise the profit and loss account, the balance sheet and the related notes.

Respective Responsibilities of Directors and Auditors

The directors' responsibilities for preparing the annual report and the financial statements in accordance with applicable United Kingdom law and accounting standards are set out in the statement of directors' responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and United Kingdom auditing standards issued by the Auditing Practices Board. This report, including the opinion, has been prepared for and only for the company's members in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or in to whose hands it may come save where expressly agreed by our prior consent in writing.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions is not disclosed.

Basis of audit 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 31 December 2002 and of its loss for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers LLP
Chartered Accountants and Registered Auditors
Reading

14 March 2003

SLOUGH ENERGY SUPPLIES LIMITED**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST DECEMBER 2002**

	<u>Notes</u>	<u>2002</u> <u>£000's</u>	<u>2001</u> <u>£000's</u>
Turnover	2	1,567	2,554
Cost of sales		(2,034)	(2,436)
		<hr/>	<hr/>
GROSS (LOSS)/PROFIT		(467)	118
Administrative Expenses		(38)	--
		<hr/>	<hr/>
OPERATING (LOSS)/PROFIT		(505)	118
Interest payable to a group undertaking	3	(35)	(179)
		<hr/>	<hr/>
LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION	6	(540)	(61)
Taxation	8	--	--
		<hr/>	<hr/>
LOSS FOR THE FINANCIAL YEAR	11	<u>(540)</u>	<u>(61)</u>

All company operations for the year are continuing.

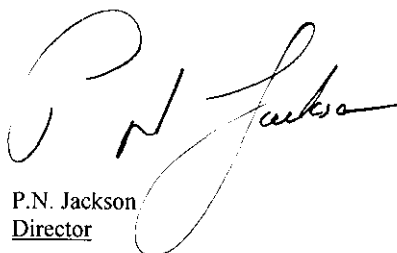
The turnover and loss on ordinary activities all arise in the United Kingdom.

There are no recognised gains or losses other than those included in the profit and loss account above and therefore no separate statement of total recognised gains and losses has been prepared.

SLOUGH ENERGY SUPPLIES LIMITED
BALANCE SHEET AS AT 31ST DECEMBER 2002

	<u>Notes</u>	<u>2002</u> <u>£000's</u>	<u>2001</u> <u>£000's</u>
FIXED ASSETS			
Tangible assets	9	--	--
CAPITAL AND RESERVES			
Called up share capital	10	100	100
Realised capital reserve	11	380	380
Profit and loss account deficit	11	(7,620)	(7,080)
Equity shareholders' deficit	13	(7,140)	(6,600)
CREDITORS			
- Amounts falling due within one year	12	21	44
- Amounts falling due after more than one year	12	7,119	6,556
		--	--

The financial statements were approved by the Board of Directors on 14th March 2003 and were signed on its behalf by:-


P.N. Jackson
Director

The notes on pages 6 to 8 form part of these financial statements.

SLOUGH ENERGY SUPPLIES LIMITED
NOTES TO THE FINANCIAL STATEMENTS

1. **Principal Accounting Policies**

a) **Basis of Preparation of Financial Statements**

These financial statements have been prepared on the basis of historical costs and in accordance with applicable Accounting Standards.

b) **Deferred Taxation**

No provision for deferred United Kingdom taxation has been made, nor is any contingent liability disclosed, as any such liability will be discharged by Slough Estates plc.

c) **Cash Flow Statement**

The company is a wholly owned subsidiary of Slough Estates plc and the cash flows of the company are included in the consolidated group cash flow statement of Slough Estates plc. Consequently the company is exempt under the terms of Financial Reporting Standard No. 1 from publishing a cash flow statement.

d) **Tangible Fixed Assets**

After an initial commissioning period, where depreciation is related to utilisation of plant, depreciation is calculated so as to write off the cost of tangible fixed assets, less their estimated residual values, on a straight line basis over the expected useful economic lives of the assets concerned. The principal annual rates used for this purpose are:

	%
Plant and Equipment	3 – 7.5

e) **Transaction with Group Companies**

The company has taken advantage of the exemption allowed by FRS8 from disclosing transactions with other group companies.

2. **Turnover**

Turnover comprises gross amounts charged to consumers in accordance with published utility tariffs, excluding VAT, and sales of electricity to other group undertakings.

3. **Interest**

	<u>2002</u> <u>£000's</u>	<u>2001</u> <u>£000's</u>
Interest payable to parent undertaking	35	179

4. **Employees**

There are no employees directly employed by the company.

5. **Audit Fees**

Audit fees are borne by Slough Heat & Power Limited.

SLOUGH ENERGY SUPPLIES LIMITED

6. **Loss on Ordinary Activities before Taxation**

The loss on ordinary activities before taxation is stated after charging:

	<u>2002</u> <u>£000's</u>	<u>2001</u> <u>£000's</u>
Depreciation charge for the year	--	39

7. **Directors' Remuneration**

The remuneration of D R Wilson and D E F Simons are disclosed in the financial statements of Slough Estates plc, the ultimate holding company. The remuneration of P N Jackson, J Pebworth and A Ellis are disclosed in the financial statements of Slough Heat & Power Limited, the immediate parent company. It is not practicable to allocate the remuneration of directors to subsidiary undertakings.

8. **Taxation**

Any United Kingdom corporation tax liability which may arise and is not eliminated by the offset of group relief and/or advance corporation tax, for neither of which payment will be made, will be discharged by the ultimate holding company, Slough Estates plc. No payment is made to the company in the event of losses being surrendered for group relief. As a result of this policy, the theoretical tax charge of 30% will always be reduced to £NIL as the liability is assumed by Slough Estates plc.

9. **Tangible Fixed Assets**

	<u>Plant and</u> <u>Equipment</u> <u>£000's</u>
<u>Cost</u>	
Balance at 1 st January 2001 and 31 st December 2002	110
<u>Depreciation</u>	
Balance at 1 st January 2002 and 31 st December 2002	110
Net book value 31 st December 2001 and 31 st December 2002	--

10 **Called up Share Capital**

<u>Called up Share Capital</u>	<u>Authorised</u>		<u>Issued & Fully Paid</u>	
	<u>Number</u>	<u>£000's</u>	<u>Number</u>	<u>£000's</u>
Ordinary shares of £1 each at 31 st December 2001 and at 31 st December 2002	100,000	100	100,000	100

SLOUGH ENERGY SUPPLIES LIMITED**11 Reserves**

	<u>Profit and Loss Account Deficit £000's</u>	<u>Realised Capital Reserve £000's</u>
Balance at 1 st January 2002	(7,080)	380
Loss for the financial year	(540)	--
	<hr/>	<hr/>
Balance at 31 st December 2002	<u>(7,620)</u>	<u>380</u>

12 Creditors

	<u>2002 £000's</u>	<u>2001 £000's</u>
<u>Amounts falling due within one year</u>		
Accruals and deferred income	19	42
Other creditors	2	2
	<hr/>	<hr/>
	<u>21</u>	<u>44</u>
<u>Amounts falling due after more than one year</u>		
Amounts owed to parent undertaking	<u>7,119</u>	<u>6,556</u>

Intercompany loans have no fixed repayment terms and are interest bearing at the Group weighted average cost of funds.

13 Reconciliation of Movement in Shareholders' Deficit

	<u>2002 £000's</u>	<u>2001 £000's</u>
Loss attributable to ordinary shareholders	(540)	(61)
	<hr/>	<hr/>
Net decrease in shareholders' deficit	(540)	(61)
Shareholders' deficit at 1 st January	(6,600)	(6,539)
	<hr/>	<hr/>
Shareholders' deficit at 31 st December	<u>(7,140)</u>	<u>(6,600)</u>

14 Going Concern

The ultimate holding company has indicated its willingness to continue to support the company for the foreseeable future.

15. Ultimate Holding Company and Controlling Party

The company's ultimate holding company and controlling party is Slough Estates plc and its immediate parent company is Slough Heat & Power Limited. Copies of the consolidated accounts of Slough Estates plc can be obtained from 234 Bath Road, Slough, SL1 4EE.