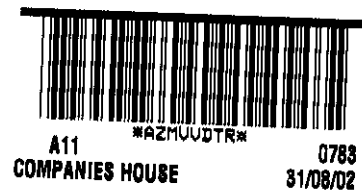


Company No: 2537957

NATIONWIDE ANGLIA OVERSEAS LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENT
31 MARCH 2002



NATIONWIDE ANGLIA OVERSEAS LIMITED**DIRECTORS' REPORT**

The Directors present their report together with the Financial Statement for the year 1 April 2001 to 31 March 2002.

1. DIRECTORS

C R L Wilson (Chairman)

S G Nowell - resigned 10 January 2002

S Pritchard - appointed 10 January 2002

The Directors have no interest in the company's share capital.

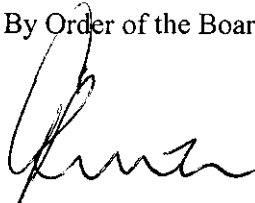
2. TRADING

The Company has not traded during the year and the previous year.

3. DIVIDENDS

The Directors do not recommend the payment of a dividend (2001 nil).

By Order of the Board



C R L Wilson
Chairman

30 August 2002

NATIONWIDE ANGLIA OVERSEAS LIMITED

Balance sheet as at 31 March 2002

	2002	2001
<u>CURRENT ASSETS</u>		
Cash	£2	£2

CAPITAL AND RESERVES

Called up share capital

Authorised:

2 ordinary shares of £1 each

Allotted and fully paid:

2 ordinary shares of £1 each	£2	£2
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The Company was dormant throughout the financial year ended 31 March 2002.

The notes below form part of this financial statement.

For the year ended 31 March 2002 the company was entitled to exemption under Section 249 AA(1) of the Companies Act 1985.

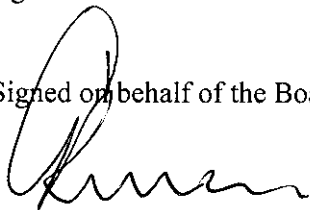
Members have not required the company to obtain an audit in accordance with Section 249B(2) of the Companies Act 1985.

The directors acknowledge their responsibility for:

- (a) Ensuring the company keeps accounting records which comply with Section 221;
- (b) Preparing accounts which give a true and fair view of the state of the affairs of the company as at the end of its financial year, and its profit and loss for the financial year, in accordance with the requirements of section 226, and which otherwise comply with the requirements of the Companies Act relating to the accounts, so far as applicable to the company.

The financial statements approved by the board of directors on 30 August 2002 and were signed on its behalf of the Board of Directors.

Signed on behalf of the Board of Directors.



C R L WILSON
Chairman

NATIONWIDE ANGLIA OVERSEAS LIMITED**NOTES TO THE FINANCIAL STATEMENT**

The Company did not trade during the financial year and previous financial year and, accordingly, it made neither a profit nor a loss.

Ownership

The Company is a wholly owned subsidiary of Nationwide Building Society, its immediate and ultimate parent and controlling party which is registered in England. Copies of the Nationwide Group's accounts can be obtained from Nationwide House, Pipers Way, Swindon, SN38 1NW.