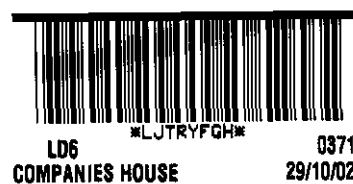


Company Number: 3248589

Wilcon Homes Western Limited

Report and Financial Statements

31 December 2001



Wilcon Homes Western Limited

Report of the directors

The directors present their report and the audited financial statements for the year ended 31 December 2001.

Principal activity

The company has been dormant throughout the year.

Results and dividends

The company has not actively traded during the year.

The directors do not recommend that a dividend be paid (2000: £Nil).

Directors and directors' interests

The Directors holding office during the year are as follows:

LA Wilson	
SD Lawther	(resigned 5 March 2001)
R Flood	(resigned 14 May 2001)
JF Tutte	(resigned 26 October 2001)
CJ Hatch	
RD Green	(appointed 26 June 2001)

No director had any beneficial interest in the shares of the company.

CJ Hatch is a director of Wilson Connolly Limited (formerly Wilcon Homes Limited) and his group interests are shown in the financial statements of that company. A copy of these accounts may be obtained at the address in note 7.

Messrs LA Wilson and RD Green are directors of Wilson Connolly Holdings Plc and their group interests are shown in the financial statements of that company.

Auditors

In accordance with Section 250 of the Companies Act 1985 a special resolution resolving that auditors shall not be appointed until the company ceases to qualify for the exemption or resolves to appoint auditors to be passed at the forthcoming Annual General Meeting.

By order of the board

21 October 2002



CJ Nunn
Secretary

Thomas Wilson House
Tenter Road
Moulton Park
Northampton
NN3 6QJ

Wilcon Homes Western Limited

Statement of Directors' Responsibilities

Company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Wilcon Homes Western Limited

Report of the independent auditor, KPMG Audit Plc, to the members of Wilcon Homes Western Limited

We have audited the financial statements on pages 4 to 6.

Respective responsibilities of directors and auditor

The directors are responsible for preparing the directors' report and, as described on page 2, the financial statements in accordance with applicable United Kingdom law and accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and by our profession's ethical guidance.

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 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 with the company is not disclosed.

Basis of 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 as at 31 December 2001 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor
Milton Keynes

28 October 2002

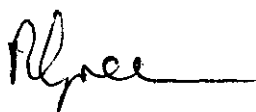
Wilcon Homes Western Limited

Balance sheet

As at 31 December 2001

	Notes	2001 £000	2000 £000
Current assets			
Debtors	3	2,484	2,484
Net assets		<u>2,484</u>	<u>2,484</u>
Capital and reserves			
Called up share capital	4	1,000	1,000
Profit and loss account	5	<u>1,484</u>	<u>1,484</u>
Equity shareholders' funds	6	<u>2,484</u>	<u>2,484</u>

These financial statements were approved by the board of directors on 21 October 2002 and were signed on its behalf by:



RD Green
Director

Wilcon Homes Western Limited

Notes to the financial statements

At 31 December 2001

1 Accounting policies

Accounting convention

The financial statements have been prepared in accordance with applicable accounting standards and under the historical cost convention. A summary of the more important accounting policies, which have been applied consistently, is set out below.

Cash flow statement

Under Financial Reporting Standard 1, the company is exempt from the requirement to prepare a cash flow statement on the grounds that its ultimate parent company includes the company in its own published consolidated financial statements.

Profit and loss account

The company has not traded in the year and has received no income and incurred no expenditure and consequently has made neither a profit or loss. Therefore no profit and loss account has been presented.

2 Staff number and costs

The company had no employees, other than its directors who received no remuneration from the company during the year (2000: £Nil).

3 Debtors			2001	2000
			£000	£000
Amounts owed by group undertakings			<u>2,484</u>	<u>2,484</u>
4 Share capital	2001	2000	2001	2000
	No	No	£000	£000
Authorised:				
Ordinary shares of £1 each	<u>1,000,000</u>	<u>1,000,000</u>	<u>1,000</u>	<u>1,000</u>
	2001	2000	2001	2000
	No	No	£000	£000
Allotted, called up and fully paid:				
Ordinary shares of £1 each	<u>1,000,000</u>	<u>1,000,000</u>	<u>1,000</u>	<u>1,000</u>
5 Profit and loss account			2001	2000
			£000	£000
At 1 January and 31 December			<u>1,484</u>	<u>1,484</u>

Wilcon Homes Western Limited

Notes to the financial statements

6 Reconciliation of movements in shareholders' funds	2001	2000
	£000	£000
At 1 January and 31 December	<u>2,484</u>	<u>2,484</u>

7 Controlling parties

The company is a subsidiary of Wilcon Homes Limited which is registered in England and Wales.

The smallest and largest group in which the results of the company are consolidated is that headed by Wilson Connolly Holdings Plc. The consolidated accounts of the ultimate parent company are available to the public and may be obtained from Thomas Wilson House, Tenter Road, Moulton Park, Northampton, NN3 6QJ or from the company's website at www.wilsonconnolly.co.uk.