

**FAIRVIEW NEW HOMES (THAMES
DITTON) LIMITED**

Report and Financial Statements

31 December 2000



**Deloitte & Touche
Hill House
1 Little New Street
London EC4A 3TR**

REPORT AND FINANCIAL STATEMENTS 2000

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DIRECTORS' REPORT

The directors present their report and the audited financial statements for the year to 31 December 2000.

ACTIVITIES AND REVIEW OF DEVELOPMENTS

The company's principal activity is that of property developer. The directors do not foresee that there will be any change to the activity in the current year.

REVIEW OF BUSINESS AND RESULTS

The directors regard progress as satisfactory. The results are set out on page 4. No dividend was paid or proposed during the year (1999 - £nil). The retained profit for the year ended 31 December 2000 of £1,829,009 (1999 - £nil) has been transferred to reserves.

DIRECTORS AND THEIR INTERESTS

The directors who served throughout the year and to date are set out below.

The directors' interests, including their beneficial and family interests, in the ordinary 10p shares and options of the ultimate parent company, Fairview Holdings Plc, were as follows:

		Shares		Share options	
		2000	1999	2000	1999
		No.	No.	No.	No.
R H Westcott	(resigned 30 April 2001)	139,559	139,559	-	-
S C Casey		180,467	180,467	5,802	4,036
C E Walker		145,747	145,747	-	-
A R Emery		234,103	234,103	-	-
D G Jones	(resigned 20 March 2001)	-	-	-	-
M F Jewell		-	-	-	-
G A Malton	(appointed 8 February 2001)	-	-	-	-
R J Lotherington	(appointed 20 March 2001)	-	-	1,780	1,239

The directors had no other interests apart from those listed above.

On 31 December 2000, as part of the arrangement for a recommended cash offer for Fairview Holdings Plc ("Fairview"), the directors holding shares in Fairview entered into an agreement for the sale of their shares to General London Constructors Limited.

None of the directors has a service contract or contract for services with the company.

AUDITORS

Deloitte & Touche have expressed their willingness to continue in office as auditors and a resolution to reappoint them will be proposed at the forthcoming annual general meeting.

By order of the board



D K Tipping
Secretary

29 MAY 2001

Registered office:

50 Lancaster Road
Enfield
Middlesex
EN2 0BY

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 as at the end of the financial year and of the profit or loss of the company 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;
- prepare the financial statements 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 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' REPORT TO THE MEMBERS OF FAIRVIEW NEW HOMES (THAMES DITTON) LIMITED

We have audited the financial statements on pages 4 to 7 which have been prepared under the accounting policies set out on page 6.

Respective responsibilities of directors and auditors

As described on page 2 the company's directors are responsible for the preparation of financial statements, which are required to be prepared in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those statements and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with United Kingdom 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 2000 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Deloitte & Touche

DELOITTE & TOUCHE

Chartered Accountants and
Registered Auditors

12/6/2001

PROFIT AND LOSS ACCOUNT**Year ended 31 December 2000**

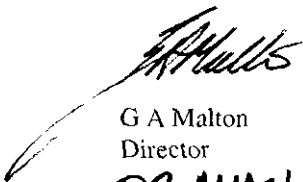
	Note	2000 £	1999 £
TURNOVER	1	9,195,940	-
Cost of sales		(6,007,045)	-
GROSS PROFIT		3,188,895	-
Administrative expenses		(576,025)	-
OPERATING PROFIT AND PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2	2,612,870	-
Tax charge on profit on ordinary activities	3	(783,861)	-
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION		1,829,009	-
Retained profit for the year	6	1,829,009	-

All activities derive from continuing operations. There are no recognised gains or losses or movements in shareholders' funds for the current financial year and preceding financial year other than as stated in the profit and loss account.

BALANCE SHEET
31 December 2000

	Note	2000 £	1999 £
CURRENT ASSETS			
Land and buildings in course of development	1	<u>15,383,220</u>	<u>14,910,391</u>
CREDITORS: amounts falling due within one year	4	<u>(13,554,209)</u>	<u>(14,910,389)</u>
NET ASSETS		<u>1,829,011</u>	<u>2</u>
CAPITAL AND RESERVES			
Called up share capital	5	2	2
Profit and loss account	6	<u>1,829,009</u>	<u>-</u>
TOTAL EQUITY SHAREHOLDERS' FUNDS		<u>1,829,011</u>	<u>2</u>

Approved by the board



G A Malton
Director

29 MAY 2001

NOTES TO THE ACCOUNTS

Year ended 31 December 2000

1. ACCOUNTING POLICIES

The financial statements are prepared in accordance with applicable accounting standards. The particular accounting policies adopted are described below.

Accounting convention

The financial statements are prepared under the historical cost convention.

Turnover

Turnover comprises:

- (i) the net proceeds of properties sold to third parties, together with the sale proceeds of both partially developed and undeveloped sites. Sales of units and undeveloped sites are recognised at the time of legal completion; and
- (ii) the value of the freehold title in respect of units sold under leasehold terms. This is recognised at the time of legal completion of the individual leasehold units occupying the respective freehold.

All turnover arises in the United Kingdom.

Land and buildings in course of development

Land and buildings in course of development and land upon which development has not yet commenced are valued at the lower of cost and net realisable value. Cost includes the cost of acquiring land, development expenditure to date and an appropriate proportion of overhead expenditure.

In considering net realisable value, it is assumed that the sites will be fully developed and completed residential units sold in the ordinary course of the company's business and that the sites will not be placed on the market for immediate sale in their existing state.

2. OPERATING PROFIT

The company has had no employees during the current or preceding year and none of the directors has received any emoluments or other benefits during the current or preceding year. Auditors' remuneration has been borne by another group company in both the current and preceding years.

3. TAX CHARGE ON PROFIT ON ORDINARY ACTIVITIES

	2000 £	1999 £
United Kingdom corporation tax at 30% (1999 – nil)	783,861	-

4. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	2000 £	1999 £
Amount owed to Group Undertakings	11,880,306	14,074,854
Accruals and deferred income	890,042	835,535
Corporation tax	783,861	-
	<u>13,554,209</u>	<u>14,910,389</u>

NOTES TO THE ACCOUNTS

Year ended 31 December 2000

5. CALLED UP SHARE CAPITAL

	2000 £	1999 £
Authorised share capital: 100 ordinary shares of £1 each	100	100
Called up, allotted and fully paid: 2 ordinary shares of £1 each	2	2

6. PROFIT AND LOSS ACCOUNT

	2000 £
Balance 1 January 2000	-
Retained profit for the year	1,829,009
Balance 31 December 2000	1,829,009

7. ULTIMATE PARENT COMPANY

At 31 December 2000, the ultimate parent company and controlling party was Fairview Holdings Plc, a company incorporated in Great Britain. The immediate parent company is Fairview New Homes Plc, a company incorporated in Great Britain.

An offer for Fairview Holdings Plc by General London Constructors Limited was declared wholly unconditional on 26 January 2001 and accordingly General London Constructors Limited became the ultimate parent company on that date.

The largest and smallest group of undertakings for which group accounts to 31 December 2000 are drawn up and of which the company is a member is Fairview Holdings Plc. Copies of the group accounts may be obtained from 50 Lancaster Road, Enfield, Middlesex EN2 0BY.

8. RELATED PARTY TRANSACTIONS

In accordance with FRS 8 "Related Party Disclosures", transactions with other undertakings within the group have not been disclosed in these financial statements.

9. POST BALANCE SHEET EVENT

On 2 April 2001 as part of the arrangements for the acquisition of the company's former parent company, Fairview Holdings plc, by General London Constructors Limited, the company gave guarantees supported by fixed and floating charges over its assets in respect of certain borrowings of General London Constructors Limited