

Company no. 5337665

BGS (PENTIAN GREEN) HOLDINGS

DIRECTORS' REPORT AND ACCOUNTS

31 DECEMBER 2007



BGS (PENTIAN GREEN) HOLDINGS

DIRECTORS' REPORT

The directors present their report and financial statements of the company for the year ended 31 December 2007.

Principal Activity

The company did not trade during the year.

The company is dependent on Taylor Wimpey plc for its continued funding and the uncertainty relating to Taylor Wimpey plc, referred to in note 1, represents a material uncertainty which may cast significant doubt about the ability of the company to realise its assets and discharge its liabilities in the normal course of business. These financial statements do not include any adjustments in this respect.

The merger of Taylor Woodrow plc and George Wimpey Plc completed on 3 July 2007 to form Taylor Wimpey plc.

This report has been prepared in accordance with the special provisions of Part VII of the Companies Act 1985 relating to small companies.

Directors

The directors who held office during the year and to date are given below:

G T Parker (appointed 03/07/2007) (resigned 06/03/2008)

R Taylor (appointed 03/07/2007) (resigned 06/03/2008)

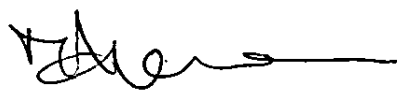
A Wilby (resigned 03/07/2007)

C Carney (appointed 09/12/2008)

P R Andrew (appointed 09/12/2008)

No director was materially interested during the year in any contract which was significant in relation to the business of the company.

By order of the board



M Lonnnon
Secretary

Dated: 24.01.2009

BGS (PENTIAN GREEN) HOLDINGS

BALANCE SHEET at 31 December 2007

	Notes	2007 £000	2006 £000
Current Assets			
Debtors			
Amounts owed by group undertakings	2	13,000	13,000
Net Current Assets		<u>13,000</u>	<u>13,000</u>
Capital and Reserves			
Called up share capital	3	13,000	13,000
Equity Shareholder's Funds		<u>13,000</u>	<u>13,000</u>

For the year ended 31 December 2007 the company was entitled to exemption under section 249AA(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:

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

The financial statements appearing on pages 2 to 4 were approved by the board and were signed on its behalf by:



C Carney
Director

Dated: 29.01.2009

BGS (PENTIAN GREEN) HOLDINGS

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2007

1. Accounting Policies

The financial statements are prepared under the historical cost convention, and in accordance with applicable accounting standards.

The company had no transactions during the year and has made neither a profit nor a loss. No profit and loss account has therefore been prepared.

The directors of the immediate parent undertaking have indicated that they will continue to support the company to ensure that all external liabilities are met in full.

The financial statements have been prepared on a going concern basis. The Company is ultimately reliant on funding from Taylor Wimpey plc ("the Group"). The Taylor Wimpey plc half-yearly report for the six months ended 30 June 2008 was issued on 26 August 2008 and explained that:

"The Taylor Wimpey plc group is currently in full compliance with the financial covenants contained in all of its borrowing agreements. However, as a consequence of the rapid decline in the UK housing market a breach of the Group's interest cover covenants is likely when tested for the full year to 31 December 2008 and the Group has therefore entered discussions with the relevant lenders to agree amended terms. If such a covenant breach were to occur then the lenders would be able to request early repayment of all outstanding borrowings and cancel their commitments.

If the Group is not able to agree the required amendments, on terms which accommodate management's latest forecasts, and in the absence of other funding alternatives, the Group would be unable to repay the borrowings. As a result, there exists a material uncertainty which may cast significant doubt about the ability of the Group to continue as a going concern such that the Group could be unable to realise its assets and discharge its liabilities in the normal course of business. Accordingly, assets may be realised at significantly less than book value and additional liabilities may arise.

In the Group directors' view, constructive discussions with the relevant lenders are ongoing and the Group directors are not aware of any issues which would prevent the required amendments from being agreed.

Based on these discussions and the projected trading for the Group, the Group directors are of the view that a satisfactory conclusion to the negotiations will be reached and are therefore confident that the Group will have adequate resources to continue in operational existence for the foreseeable future".

Subsequent to the announcement of the half year results, on 24 December 2008, Taylor Wimpey plc Group announced that it had agreed deferral of testing dates of certain 31 December 2008 financial covenants until March 2009.

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NOTES TO THE FINANCIAL STATEMENTS (continued)

Year ended 31 December 2007

The Group's directors have confirmed to the Company's directors that this is still the case and have noted that they continue to make progress with the negotiations with their debt providers and believe new facilities will be agreed prior to the end of the deferral period. Based on this, the Company's directors continue to adopt the going concern basis in preparing the financial statements.

However, the Company's dependence indirectly on Taylor Wimpey plc for its continued funding and the uncertainty relating to Taylor Wimpey plc, referred to above, represents a material uncertainty which may cast significant doubt about the ability of the Company to continue as a going concern such that the Company may be unable to realise its assets and discharge its liabilities in the normal course of business. These financial statements do not include any adjustments that would result if the going concern basis of preparation is inappropriate.

The failure of Taylor Wimpey to conclude these negotiations by the date of approval of these accounts means that there is uncertainty as to the valuation of the amounts due from group companies. These financial statements do not include any adjustments that would result if these amounts were not recovered in full from the group companies.

2. Debtors

	2007	2006
	£000	£000
Amounts owed by group undertakings		
Share capital issued not yet paid	13,000	13,000

3. Called Up Share Capital

	2007	2006
	£000	£000
Authorised:		
30,000,000 ordinary shares of £1 each	30,000	30,000
Allotted and issued:		
13,000,002 ordinary shares of £1 each	13,000	13,000

4. Ultimate Parent Company

The company is a subsidiary of Taylor Wimpey Developments Limited, a company registered in England and Wales.

The largest and smallest group in which the results of the company are consolidated is Taylor Wimpey plc, the company's ultimate parent company and controlling party and a company registered in England and Wales. A copy of the group financial statements may be obtained from the Group Company Secretary, Taylor Wimpey plc, 80 New Bond Street, London W1S 1SB.