

Annington Subsidiary Holdings Limited
(Registered Number: 3482521)

Report and Accounts
Year Ended 31 March 2002



Annington Subsidiary Holdings Limited

Directors' Report For The Year Ended 31 March 2002

The directors present their report and the audited accounts of the company for the year ended 31 March 2002.

The company's principal activity during the year was as a holding company.

Results and dividends

The company has not traded during the year and has received no income and incurred no expenditure. Consequently, during the year the company has neither made a profit nor a loss (2001: £nil).

No dividend has been paid or proposed (2001: £nil).

Directors and their interests

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

JB Chambers
SC Devine
JC Hopkins

The directors had no interests in the shares of the company or any other company within Le Grand Annington Limited group.

Change of Accounting Policy

Under FRS18, companies/groups are permitted to amend their accounting policies where they believe the existing policies may no longer be appropriate. During the year the group has considered all accounting policies and decided that the following should be amended.

Investment in Subsidiaries:

Previously, all such investments were carried at historic cost. Given the nature of the businesses it is considered more appropriate to reflect the effects of property revaluations and the trading results of subsidiary companies in the accounts of the parent companies by revaluing the investment in those subsidiaries at net asset value.

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period which 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 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, subject to any material departures disclosed and explained in the financial statements; and
- 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

Annington Subsidiary Holdings Limited

Directors' Report For The Year Ended 31 March 2002

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

The company has elected to dispense with the requirements to appoint auditors annually in accordance with Section 386. In the absence of a notice proposing that the appointment be terminated, the auditors will be deemed to be re-appointed for the next financial year.

By Order of the Board



J.B. Chambers

Secretary

25 September 2002

Independent Auditors' Report To The Members of Annington Subsidiary Holdings Limited

We have audited the financial statements on pages 4 to 8 which have been prepared in accordance with the accounting policies set out on page 6.

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 on page 1.

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.

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 United Kingdom Companies Act. 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.

We read the other information contained in the Annual Report and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements.

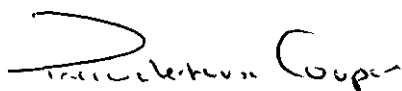
Basis of opinion

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 March 2002 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants
& Registered Auditors
Southwark Towers
32 London Bridge Street
London SE1 9SY

25 September 2002

Annington Subsidiary Holdings Limited

Profit & Loss Account For The Year Ended 31 March 2002

		2002	2001
	Note	£'000	(Restated) £'000
Turnover		-	-
Administration expenses		-	-
Operating profit	2	-	-
Interest payable and similar charges		-	-
Interest receivable and similar income		-	-
Profit on ordinary activities before taxation		-	-
Tax on profit on ordinary activities		-	-
Profit for the year		-	-
Dividends		-	-
Retained profit for the year		-	-

Although the company did not trade during the year, no operations were discontinued.

Statement Of Total Recognised Gains And Losses For The Year Ended 31 March 2002

There are no recognised gains or losses for the year.

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

Annington Subsidiary Holdings Limited

Balance Sheet as at 31 March 2002

		31 March 2002	31 March 2001 (Restated)
	Note	£'000	£'000
Fixed assets			
Investments	3	1,105,800	1,022,305
		1,105,800	1,022,305
Creditors – Amounts falling due Within one year	4	(25)	(25)
Net current liabilities		(25)	(25)
Total assets less current liabilities		1,105,775	1,022,280
Capital and reserves:			
Called up share capital	5	-	-
Revaluation reserve	6	1,105,775	1,022,280
Total equity shareholders' funds	7	1,105,775	1,022,280

Approved By The Board On 25 September 2002



J.B. Chambers
Director

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

Annington Subsidiary Holdings Limited

Notes To The Accounts For The Year Ended 31 March 2002

1 Accounting policies

These financial statements are prepared under the historical cost convention, as modified by the revaluation of certain tangible fixed assets, and in accordance with applicable accounting standards.

Investment in group undertakings

The company's investments in the shares of group undertakings are stated at net asset value shown at 31 March 2002. This includes, where applicable, the professional valuation of properties. Surpluses and deficits arising from changes in net asset value are taken to the revaluation reserve.

2 Operating Profit

	2002 £	2001 £
Operating profit is stated after charging		
Auditors' remuneration		
Audit Services	-	-

3 Investment in group undertakings

	2002 £'000	2001 (Restated) £'000
As reported	1,022,305	25
Change of accounting policy	-	1,022,280
Restated	1,022,305	1,022,305
Additions	-	-
Disposals	-	-
Revaluation	83,495	-
At 31 March 2002	1,105,800	1,022,305

The principal undertakings at 31 March 2002, all of which are wholly owned, are shown below:

The investment in the underlying subsidiaries are now revalued at net asset value. For more information, refer to the Directors' Report For Changes to Accounting Policies on page 1.

Name of subsidiary undertaking	Country of Registration	Principal Activity
Annington Property Limited	England and Wales	Property Investment
Annington Finance No. 1 plc	England and Wales	Finance
Annington Finance No. 4 plc	England and Wales	Finance

Annington Subsidiary Holdings Limited

Notes To The Accounts For The Year Ended 31 March 2002

4 Creditors - Amounts falling due within one year

	2002 £'000	2001 £'000
Amounts due to group undertakings	25	25
	25	25

Amounts due to group undertakings are unsecured, interest free and repayable on demand.

5 Called up share capital

	2002 £	2001 £
Authorised	100	100
Allotted and fully paid		
100 Ordinary shares of £1 each - fully paid	100	100
	100	100

6 Reserves

	Revaluation Reserve £000
As at 1 April 2001	-
Change in accounting policy	1,022,280
As Restated	1,022,280
Revaluation surplus	83,495
As at 31 March 2002	1,105,775

7 Reconciliation of movements in shareholders' funds

	2002 £'000	2001 (Restated) £'000
Net change in shareholders' funds	83,495	1,022,280
Shareholders' funds as at 1 April	1,022,280	-
Shareholders' funds as at 31 March	1,105,775	1,022,280

Annington Subsidiary Holdings Limited

Notes To The Accounts For The Year Ended 31 March 2002

8 Employees

The company had no employees during the year (2001: nil).

9 Directors' emoluments

The directors of the company are all directors of Annington Homes Limited. Their emoluments for services to the group are disclosed in the consolidated accounts of that company.

10 Cash flow statement exemption

The company is a subsidiary of Annington Homes Limited and is included in the consolidated financial statements of Annington Homes Limited which include a consolidated cash flow statement. The company has therefore elected to make use of the exemption provided in Financial Reporting Standard 1 (revised 1996) "Cash Flow Statements" not to produce its own cash flow statement.

11 Other related party transactions

The company is a subsidiary of Annington Homes Limited and is included in the consolidated financial statements of Annington Homes Limited. The company has taken advantage of the exemption provided in Financial Reporting Standard 8 "Related Party Disclosures" not to make disclosure of transactions with other entities that are part of the group.

12 Parent company

Le Grand Annington Limited which is registered in England and Wales, is the ultimate parent company.

Consolidated financial statements for the year ended 31 March 2002 for Le Grand Annington Limited can be obtained from the Company Secretary, Windsor House, 50 Victoria Street, London SW1H 0NW.