

TRENT COMBUSTION COMPONENTS LIMITED

COMPANY NUMBER: 890467

31 JULY 2000



TRENT COMBUSTION COMPONENTS LIMITED

REPORT OF THE DIRECTORS

1. ACCOUNTS

The directors present herewith the accounts of the company for the year ended 31st July 2000. No dividend is recommended.

2. ACTIVITY

The company has not traded in the year.

3. DIRECTORS

The directors of the company during the year were as follows:-

D A Branson
A J Bushnell (resigned 31 October 1999)
S P Webster
E G Parker (appointed 13 December 1999)

4. DIRECTORS' INTERESTS IN SHARES

The notifiable interests of the directors in the 25p ordinary shares of Wolseley plc and options on those shares granted pursuant to the terms of the various Wolseley Share Option Schemes are shown below:

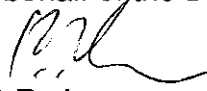
<u>Name of</u> <u>Director</u>	<u>Shares at</u>		<u>OPTIONS</u>			
	<u>31.7.00</u>	<u>31.7.99</u>	<u>31.7.00</u>	<u>Granted</u>	<u>Exercised</u>	<u>31.7.99</u>
D A Branson	37,844	39,758	61,350	12,151	2,007	51,206
E G Parker	-	-	-	-	-	-

Mr S P Webster is also a director of Wolseley plc, and accordingly his interests are not shown.

5. AUDITORS

In accordance with Sections 250 (1) of the Companies Act 1985, Section 385 of the Companies Act 1985 shall not apply to the Company and accordingly no auditors were appointed.

On behalf of the Board


E G Parker
Secretary

4 January 2001

TRENT COMBUSTION COMPONENTS LIMITED

BALANCE SHEET - 31 JULY 2000

	<u>2000</u>	<u>1999</u>
CURRENT ASSETS		
Amounts owed by group companies	£211,134 =====	£211,134 =====
CAPITAL AND RESERVES		
Allotted, called up and fully paid 5,509 Ordinary Shares of £1 each	£ 5,509	£ 5,509
Profit and loss account	£205,625 _____	£205,625 _____
	£211,134 =====	£211,134 =====

The company was dormant (within the meaning of Section 250 (3) of the Companies Act 1985) throughout the financial year ended 31st July 2000.

DIRECTOR


E G Parker

Approved 4 January 2001

NOTES ON ACCOUNTS - 31 JULY 2000

1. The accounts have been prepared under the historical cost convention. During the period the company has not traded, has not incurred any liabilities and consequently, has made neither profit nor loss.
2. None of the directors received any emoluments in respect of their services to the company during the year (1999 - £Nil).
3. The ultimate parent company is Wolseley plc, which is incorporated in England. Group accounts may be obtained from the Company Secretary, Wolseley plc, Vines Lane, Droitwich Spa, Worcestershire WR9 8ND.
4. The company has an authorised share capital of £50,000 (1999 : £50,000) divided into 50,000 ordinary £1 shares.