

Explanation of Responses:

1) Shares reported in Table 1 were withheld by Beazer to pay taxes due upon vesting of restricted stock.

/s/ David S. Weiss

November 14, 2002

** Signature of Reporting Person

Date

By: David S. Weiss, Attorney-in-fact

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

<http://www.sec.gov/divisions/corpfin/forms/form5.htm>
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