

Company Registration No

025579

HANSON QUARRY PRODUCTS HOLDINGS LIMITED

Report and financial statements

in respect of the year ended

31 December 2009

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COMPANIES HOUSE

HANSON QUARRY PRODUCTS HOLDINGS LIMITED
Directors, officers and professional advisors

DIRECTORS

E A Gretton
B J Guyatt

COMPANY SECRETARY

R T V Tyson

AUDITORS

Ernst & Young LLP
One Bridewell Street
Bristol
BS1 2AA

REGISTERED OFFICE

Hanson House
14 Castle Hill
Maidenhead
SL6 4JJ

COMPANY NUMBER

025579

HANSON QUARRY PRODUCTS HOLDINGS LIMITED Company Registration No 025579
DIRECTORS' REPORT

The Directors present their report and audited financial statements for the year ended 31 December 2009. The Directors' Report has been prepared in accordance with the special provisions relating to small companies under section 415A of the Companies Act 2006.

PRINCIPAL ACTIVITY

The Company is a group investment holding company.

RESULTS AND DIVIDENDS

The result for the year amounted to £nil (2008: £nil) as set out in the profit and loss account on page 5. The Directors do not recommend the payment of a dividend (2008: £nil).

REVIEW OF BUSINESS

The Directors have noted the results for the year and are satisfied with the Company's position at the year end.

FUTURE DEVELOPMENTS

The Directors anticipate that the Company will continue as a group investment holding company for the foreseeable future.

PRINCIPAL RISKS AND UNCERTAINTIES

The Company's results arise from transactions with fellow group undertakings in the group headed by HeidelbergCement AG. The Directors are therefore of the opinion that the Company is not directly exposed to significant risks and uncertainty; however, by the very nature of its activities the Company is indirectly exposed to similar risks and uncertainties to those faced by other group companies. Details of the principal risks and uncertainties facing the group headed by HeidelbergCement AG are disclosed in the financial statements of that company.

DIRECTORS

The Directors currently in office are shown on page 1.

The Directors who served during the year were as follows:

E A Gretton	
B J Guyatt	
C Leclercq	(resigned 31 March 2010)
R R Gimmter	(resigned 30 December 2009)

DIRECTORS' INDEMNITY

A fellow group undertaking has indemnified, by means of directors and officers' liability insurance, one or more Directors of the Company against liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision was in force during the year and is in force as at the date of approving the Directors' Report.

HANSON QUARRY PRODUCTS HOLDINGS LIMITED Company Registration No 025579
DIRECTORS' REPORT (continued)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations

Company law requires the directors to prepare financial statements for each financial year. Under that law, the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law, the directors must not approve the financial statements unless they are satisfied that they 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 UK 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 that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. 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.

GOING CONCERN

The Company is a holding company and its assets comprise investments in group undertakings and amounts receivable from group undertakings. In addition, the carrying value of the Company's investments in group undertakings is also supported by amounts receivable from group undertakings held by those entities. The recoverability of these assets is dependent on the financial position of the HeidelbergCement AG group, of which the Company is an indirect subsidiary.

The Directors, having assessed the responses of the management of the Company's ultimate parent HeidelbergCement AG to their enquiries, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the HeidelbergCement AG group to continue as a going concern.

On the basis of their assessment of the Company's financial position and of the enquiries made of the management of HeidelbergCement AG, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.


DISCLOSURE OF INFORMATION TO AUDITORS

The Directors who held office at the date of approval of this Directors' Report each confirm that, so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware, and that they have each taken all the steps that ought to have been taken as a Director of the Company to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

AUDITORS

Ernst & Young LLP have confirmed their willingness to act as auditors of the Company.

By order of the Board


 R T V Tyson, Company Secretary

2 July 2010

**INDEPENDENT AUDITOR'S REPORT
to the members of HANSON QUARRY PRODUCTS HOLDINGS LIMITED**

Company Registration No 025579

We have audited the financial statements of Hanson Quarry Products Holdings Limited for the year ended 31 December 2009 which comprise the Profit and Loss Account Balance Sheet and related notes 1 to 13. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

This report is made solely to the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body for our audit work for this report or for the opinions we have formed.

Respective responsibilities of directors and auditors

As explained more fully in the Directors' Responsibilities Statement set out on page 3, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

Opinion on the financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2009 and of its result for the year then ended
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the Company or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Ernst & Young LLP

Jane Barwell (Senior Statutory Auditor)

for and on behalf of Ernst & Young LLP, Statutory Auditor

Bristol

Date *7 July 2010*

HANSON QUARRY PRODUCTS HOLDINGS LIMITED Company Registration No 025579
PROFIT AND LOSS ACCOUNT
for the year ended 31 December 2009

	Note	2009 £'000	2008 £'000
Exceptional item	2	(200)	-
Income from fixed asset investments		200	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	3	-	-
Tax on profit on ordinary activities	6	-	-
PROFIT FOR THE FINANCIAL YEAR	11	-	-

All of the Company's results for the year arise from its continuing operations

There were no other gains or losses recognised in respect of the current or previous year other than those reported above

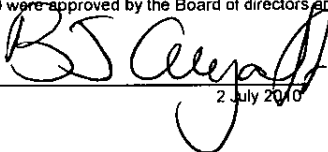
There are no material differences between the profit on ordinary activities before taxation and profit for the year stated above and their historical cost equivalents

HANSON QUARRY PRODUCTS HOLDINGS LIMITED Company Registration No 025579
BALANCE SHEET
 at 31 December 2009

	Note	2009 £'000	2008 £'000 (unaudited)
FIXED ASSETS			
Investments	7	457	657
CURRENT ASSETS			
Debtors	8	41 949	41 949
Creditors amounts falling due within one year	9	(692)	(892)
NET CURRENT ASSETS		41 257	41 057
NET ASSETS		41 714	41 714
CAPITAL AND RESERVES			
Called up share capital	10	5 612	5 612
Share premium	11	6 784	6,784
Profit and loss account	11	29 310	29 318
EQUITY SHAREHOLDERS FUNDS	11	41 714	41 714

The financial statements on pages 5 to 10 were approved by the Board of directors and signed on their behalf by

B J Guyatt Director


 2 July 2010

HANSON QUARRY PRODUCTS HOLDINGS LIMITED Company Registration No 025579
NOTES TO THE FINANCIAL STATEMENTS
for the year ended 31 December 2009

1 ACCOUNTING POLICIES

Accounting convention

The financial statements have been prepared under the historical cost convention and in accordance with applicable UK Accounting Standards

Cash flow statement

In accordance with FRS1 (revised) the Company has not prepared a cash flow statement as it is a wholly owned subsidiary undertaking within the group headed by HeidelbergCement AG

Fixed asset investments

Investments are stated at cost less provision for impairment

Group accounts

No consolidated group accounts have been prepared because as at 31 December 2009 the Company was a wholly owned subsidiary undertaking of HeidelbergCement AG (incorporated in Germany) and thus satisfies the conditions for exemption under section 400 of the Companies Act 2006. These financial statements contain information about the Company as an individual entity and not its group

Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred that will result in an obligation to pay more or right to pay less or to receive more tax with the following exceptions

- Provision is made for tax on gains arising from the revaluation of fixed assets (and similar fair value adjustments) or gains on disposal of fixed assets only to the extent that at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However no provision is made when on the basis of all available evidence at the balance sheet date it is more likely than not that the taxable gain will be rolled into replacement assets and charged to tax only when the replacement assets are sold
- Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the underlying timing differences can be deducted

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse based on tax rates and laws enacted or substantively enacted at the balance sheet date

Dividends

Income is recognised after the Company's right to receive payment has been established

Equity instrument

In accordance with FRS25 Financial Instruments Disclosure and Presentation the treatment of the cumulative preference shares have been considered in substance an equity instrument and are accordingly disclosed as equity in the balance sheet

2 EXCEPTIONAL ITEM	2009	2008
	£'000	£'000
		(unaudited)

Impairment of fixed asset investment	200	-
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3 PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	2009	2008
	£'000	£'000
		(unaudited)

This is stated after charging		
Auditors remuneration	-	-

Fees for audit and non-audit services provided to the Company have been borne by other group undertakings. It is not practicable to ascertain what proportion of such fees relates to the Company

4 STAFF COSTS

There were no employees during the year (2008 nil)

5 DIRECTORS' EMOLUMENTS

The directors received no emoluments for their services during the year (2008 £nil)

HANSON QUARRY PRODUCTS HOLDINGS LIMITED

Company Registration No

025579

NOTES TO THE FINANCIAL STATEMENTS (continued)
for the year ended 31 December 2009

6	TAX	2009 £'000	2008 £'000 (unaudited)
	a) Tax on profit on ordinary activities		
	Current tax		
	UK corporation tax on profit for the year	-	-
	Tax charge on profit on ordinary activities	-	-
	b) Factors affecting current tax charge		
	The tax assessed for the year is different to the standard rate of corporation tax in the UK 28% (2008 28.5%)		
	The differences are explained below		
	Profit on ordinary activities before tax	-	-
	Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 28% (2008 28.5%)	-	-
	Effects of		
	Non taxable impairment to investments	56	-
	Non taxable dividend received	(56)	-
	Total current tax	-	-

c) Factors that may affect future tax charges

Announcements were made after the balance sheet date to changes in tax rates that will have an effect on future tax charges of the company. The change in the corporation tax rate from 28% to 24% reducing by 1% per annum from 1 April 2011 has been announced but not substantively enacted. The company has not quantified the impact of this change on the deferred tax balance at this stage.

Further there will be a reduction in the rates of capital allowances from 1 April 2012 the main pool going down from 20% to 18% and the special rate pool from 10% to 8%.

7	FIXED ASSET INVESTMENTS	Shares in subsidiary undertakings £'000
	Cost	
	At 1 January 2009 (unaudited)	1 467
	Write down	(239)
	At 31 December 2009	1 228
	Provision for impairment	
	At 1 January 2009 (unaudited)	810
	Release	(39)
	At 31 December 2009	771
	Net book value	
	At 31 December 2009	457
	At 31 December 2008 (unaudited)	657

HANSON QUARRY PRODUCTS HOLDINGS LIMITED

Company Registration No

025579

NOTES TO THE FINANCIAL STATEMENTS (continued)

for the year ended 31 December 2009

7 FIXED ASSET INVESTMENTS (CONTINUED)

The investments in which the Company directly held more than 20% of the nominal value of any class of share capital are as follows

<u>Name of company</u>	<u>nature of business</u>	<u>Country of registration / incorporation</u>	<u>Class of shares held</u>	<u>Proportion of voting rights and shares held %</u>
<u>Principal subsidiaries</u>				
Kingston Minerals Limited	Dormant	England and Wales	Ordinary	100
Pencrete Limited	Dormant	England and Wales	Ordinary	100
Crispway Limited	Dormant	England and Wales	Ordinary	100
Seagoe Concrete Products Limited	Dormant	England and Wales	Ordinary	100
Marples Ridgway Overseas Limited	Dormant	England and Wales	Ordinary	100
Marples Ridgway Limited	Dormant	England and Wales	Ordinary	100

The Company is a wholly-owned subsidiary undertaking of a body incorporated in the European Union and advantage has been taken of section 400 of the Companies Act 2006 in that consolidated accounts have not been prepared. The accounts present information about the Company as an individual undertaking.

8 DEBTORS	2009	2008
	£'000	£'000
		(unaudited)
Due within one year		
Amounts owed by group undertakings	41,949	41,949

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

9 CREDITORS - amounts falling due within one year	2009	2008
	£ 000	£'000
		(unaudited)
Amounts owed to group undertakings	692	892

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

10 ALLOTTED AND ISSUED SHARE CAPITAL	2009	2008
	£ 000	£ 000
		(unaudited)
Allotted, called-up and fully paid		
20,450,551 allotted, called up and fully paid 25p ordinary shares	5,112	5,112
500,000 allotted, called up and fully paid 5.425% cumulative £1 preference shares	500	500
	<u>5,612</u>	<u>5,612</u>

The Directors have considered the accounting treatment of the £1 cumulative preference shares in relation to FRS 25 Financial Instruments: Disclosure and Presentation and are of the opinion that these shares are in substance an equity instrument and are accordingly disclosed as equity in the balance sheet.

No dividends on preference shares were paid during the year.

11 MOVEMENT ON RESERVES AND RECONCILIATION OF SHAREHOLDERS' FUNDS

	Share capital	Share premium	Profit and loss account	Total
	£ 000	£ 000	£ 000	£ 000
At 1 January 2008 (unaudited)	5,612	6,784	29,318	41,714
Profit for the financial year	-	-	-	-
At 31 December 2008 (unaudited)	<u>5,612</u>	<u>6,784</u>	<u>29,318</u>	<u>41,714</u>
Profit for the financial year	-	-	-	-
At 31 December 2009	<u>5,612</u>	<u>6,784</u>	<u>29,318</u>	<u>41,714</u>

HANSON QUARRY PRODUCTS HOLDINGS LIMITED Company Registration No 025579
NOTES TO THE FINANCIAL STATEMENTS (continued)
for the year ended 31 December 2009

12 RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption in FRS8 Related Party Transactions, not to disclose transactions with wholly owned subsidiaries in the group headed by HeidelbergCement AG

13 PARENT UNDERTAKINGS

The Company's immediate parent company is Hanson Building Products (2003) Limited a company registered in England and Wales. The Company's ultimate parent undertaking is HeidelbergCement AG a company registered in Germany. The largest and smallest group in which the results of the Company are consolidated is that headed by HeidelbergCement AG. Copies of the consolidated financial statements of HeidelbergCement AG may be obtained from Berliner Strasse 6 D-69120 Heidelberg Germany.