

COMPANY NUMBER: 203491

RMC AGGREGATES (NORTH WEST) LIMITED

REPORT AND ACCOUNTS

31st December 1999



RMC AGGREGATES (NORTH WEST) LIMITED

DIRECTORS' REPORT

31st December 1999

The directors present their report and the financial statements for the year ended 31st December 1999.

Activity

The company's principal activity is the winning of aggregates as agent for and on behalf of RMC (UK) Ltd (formerly RMC Rombus Materials Ltd) which indemnifies the company against all losses and liabilities it may incur in pursuing that activity as agent.

Interests in Land

All the company's interests in land are held in trust on behalf of RMC (UK) Ltd.

Directors

The directors who served during and since the end of the year are shown below:

P J Hutchins
D S Neave
D R Swinson
P A Trow

D R Swinson, a director of the company, is a director of the ultimate parent company, RMC Group p.l.c. and his interests are disclosed in that Company's accounts.

The other directors, and their interests in the ordinary shares of RMC Group p.l.c. are;

	Fully Paid Shares		31 Dec 1999	Options to Purchase Shares			31 Dec 1999	Long Term Incentive Plan		
	31 Dec 1999	31 Dec 1998 or date of Appointment if later		Granted During Year	Exercised During Year	31 Dec 1998 or date of Appointment if later		Award During Year	Lapsed During Year	31 Dec 1998 or date of Appointment if later
P J Hutchins	Nil	3,592	4,028	Nil	Nil	4,028	9,000	3,500	1,800	7,300
D S Neave	17,374	20,737	12,301	Nil	Nil	12,301	16,400	6,200	3,500	13,700
P A Trow	200	3,597	3,559	Nil	Nil	3,559	5,800	2,400	800	4,200

None of the directors had any material interest in any contract or arrangement subsisting during the year with the company.

Year 2000

The Group programme to review our information systems for year 2000 compliance started in 1997 and completed in the final quarter of 1999. This programme ensured that all necessary rectification work was completed and that detailed contingency measures were in place in advance of the millennium changeover.

The Group has tracked all year 2000 related problems. These have been minor in nature and consequently there has been no disruption to business activities.

The Board is satisfied that appropriate action was taken to minimise the risks involved. No further problems are anticipated from the millennium date changeover.

RMC AGGREGATES (NORTH WEST) LIMITED**DIRECTORS' REPORT****31st December 1999****Directors Responsibilities**

The directors are required by the Companies Act 1985 to prepare accounts for each financial year which gives true and fair view of the state of affairs of the company as at the end of the financial year and of the profit or loss of the company for the financial year.

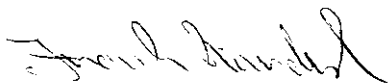
In preparing the accounts the directors are required to select appropriate accounting policies and to apply them consistently, to make reasonable and prudent judgements and estimates, and to state whether accounting standards which they consider to be applicable have been followed, save as disclosed in the notes to the accounts. The directors are also required to prepare the accounts on the going concern basis unless it is inappropriate to do so.

The directors have responsibility for ensuring that the company keeps accounting records which disclose with reasonable accuracy at any time the financial position of the company and which enable them to ensure that the accounts comply with the Companies Act 1985. The directors also have responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Statutory Dispensation

The Company has in force, under section 379A of the CA 1985 on election dispensing with the laying of accounts and reports before the Company in General Meeting, the holding of an Annual General Meeting and the obligation to appoint auditors annually.

Approved by the Board on *25th February* 2000
and signed on its behalf by



Secretary

AUDITORS' REPORT**Auditors' Report to the Members of****RMC AGGREGATES (NORTH WEST) LIMITED**

We have audited the financial statements on pages 4 to 5.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the Annual Report. As described on page 2, this includes responsibility for preparing the financial statements, in accordance with applicable United Kingdom accounting standards. Our responsibilities, as independent auditors, are established in the United Kingdom by statute, the Auditing Practices Board and our profession's ethical guidance.

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.

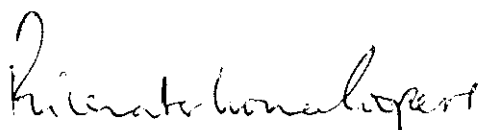
Basis of audit opinion

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 at 31 December 1999 and have been properly prepared in accordance with the Companies Act 1985.



PricewaterhouseCoopers
Chartered Accountants and Registered Auditors
London

25 February 2000

RMC AGGREGATES (NORTH WEST) LIMITED

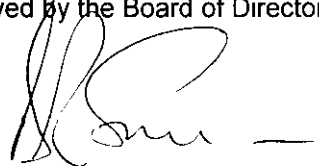
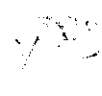
BALANCE SHEET

at 31st December 1999

	Note	1999 £	1998 £
Current Assets			
Debtor due in more than one year :			
Loan to parent undertaking		<u>74,735</u>	<u>74,735</u>
Capital and Reserves			
Called up equity share capital	4	<u>74,735</u>	<u>74,735</u>

There were no recognised gains or losses in 1998 and 1999.

Approved by the Board of Directors on **25 FEB 2000**

x  

D.R. Swinson - Director

The notes on page 5 form part of these accounts.

The report of the auditors is set out on page 3.

RMC AGGREGATES (NORTH WEST) LIMITED

NOTES TO THE ACCOUNTS

31st December 1999

1. Principal accounting policies

The financial statements have been prepared in accordance with applicable accounting standards which have been applied consistently.

2. Profit and loss account

A profit and loss account has not been prepared for the year ended 31st December 1999 as the company has not traded during the year and has made neither profits nor losses. The remuneration of auditors has been borne by RMC (UK) Limited.

3. Directors' emoluments

No remuneration was paid to the directors of the company for their services to the company as directors.

4. Equity share capital

1999 and 1998

	Authorised	Allotted, issued and fully paid
Ordinary Shares of £1 each	<u>75,000</u>	<u>74,735</u>

5. Cash Flow Statement

As the company is a wholly owned subsidiary undertaking of RMC Group p.l.c., its controlling and ultimate controlling party which publishes consolidated financial statements including this company, it is exempted by Financial Reporting Standard No. 1 from preparing a cash flow statement.

6. Contingent liability

During the year the company entered into a joint and several guarantee with certain group companies in respect of the bank overdraft of RMC Group p.l.c., which at 31st December 1999 amounted to £13,642,000.

The company is registered with H M Customs & Excise as a member of the RMC Group for value added tax purposes and is, therefore, jointly and severally liable on a continuing basis for amounts owing by other member of the group in respect of their value added tax liabilities.

7. Ultimate parent company

The company's ultimate parent company is RMC Group p.l.c., which is registered in Great Britain. Copies of the ultimate parent company's group accounts are available from its registered office at RMC House, Coldharbour Lane, Thorpe, Egham, Surrey TW20 8TD.