

HANSON OVERSEAS CORPORATION LIMITEDDirectorsR Coulson
G Dransfield
D J EganSecretary

G Dransfield

Registered Office1 Grosvenor Place
LONDON
SW1X 7JH**REPORT OF THE DIRECTORS****ACCOUNTS**

The Company did not trade during the year under review and accordingly made no profit or loss. The accounts as at 31 December 2007 comprise the balance sheet and related notes.

DIRECTORS

The Directors as shown at the head of this report are currently in office. D J Egan was appointed on June 1, 2007 and N Swift resigned on the same day. R Coulson and G Dransfield served throughout the year.

ULTIMATE PARENT UNDERTAKING

The ultimate parent company is HeidelbergCement AG, a company incorporated in Germany. Copies of the consolidated financial statements of HeidelbergCement AG may be obtained from Berliner Strasse 6, D-69120 Heidelberg, Germany.

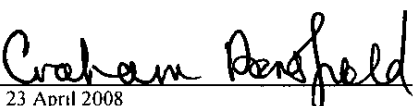
AUDITORS

The Company is entitled to dispense with the need to appoint auditors as allowed by the provisions of S249AA of the Companies Act 1985.

ANNUAL GENERAL MEETING

Pursuant to the Elective Resolution of the Company passed on 19 July 1991 the Company has dispensed with the need to hold Annual General Meetings. Any member of the Company is entitled to require the laying of the accounts before a General Meeting on giving due notice to that effect in accordance with S253 of the Companies Act 1985.

By Order of the Board

 Secretary
23 April 2008

BALANCE SHEET AS AT 31 DECEMBER 2007


	<u>2007</u> <u>£</u>	<u>2006</u> <u>£</u>
FIXED ASSETS		
Investment	1 887 000,000	1,887 000 000
CURRENT ASSETS		
Debtors	5 794 358	5 794 358
TOTAL ASSETS	<u>1 892 794 358</u>	<u>1 892 794 358</u>
CAPITAL AND RESERVES		
479 078 465 allotted, called up and fully paid ordinary £1 shares (Authorised 500 164 541)	479 078 465	479 078 465
Share premium	1 408 424 888	1 408 424 888
Profit and loss account	5 291 005	5 291 005
Equity shareholders funds	<u>1 892 794 358</u>	<u>1 892,794 358</u>

For the year ended 31 December 2007 the Company was entitled to exemption under S249AA (1) of the Companies Act 1985.

No members have required the Company to obtain an audit of its accounts for the period in question in accordance with S249B (2) of the Companies Act 1985.

The Directors acknowledge their responsibility for -

- ensuring the Company keeps accounting records which comply with S221 of the Companies Act 1985 and
- preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial period and of its profit and loss account for the financial period in accordance with S226 of the Companies Act 1985, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

 Director
23 April 2008

WEDNESDAY



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COMPANIES HOUSE

HANSON OVERSEAS CORPORATION LIMITED

NOTES TO THE ACCOUNTS

1. ACCOUNTING POLICIES

(a) Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable UK accounting standards

(b) Fixed asset investments

Fixed asset investments are stated at cost, except where it is required to reflect a provision for a permanent diminution in value

2. FIXED ASSET INVESTMENTS

The Company holds 1,887 ordinary A shares in Hanson Overseas Group Limited (a group company), representing 100% of the total issued A shares

The Company is a wholly owned subsidiary undertaking of a body incorporated in the European Union and advantage has been taken of S228 of the Companies Act 1985 in that consolidated accounts have not been prepared. The accounts present information about the Company as an individual undertaking