

Company Number 1687652

ARC WALES LIMITED

Directors:

S.N. Vivian

R.A.B. Varcoe - Appointed 31.10.1997

S. R. Fernley - Resigned 31.10.1997

Secretary and Registered Office: R.A.B. Varcoe The Ridge

Chipping Sodbury Bristol, BS37 6AY

REPORT OF THE DIRECTORS

ACCOUNTS

The Company did not trade during the period under review and accordingly made no profit or loss. The balance sheet as at December 31, 1997 comprises the accounts.

DIRECTORS' INTERESTS

The notifiable interests of the Directors are disclosed in the accounts of the parent undertaking, ARC Limited.

ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking is Hanson PLC (Incorporated in England). Copies of Hanson PLC's accounts can be obtained from 1, Grosvenor Place, London, SW1X 7JH.

AUDITORS

The Company, being a dormant company, a special resolution was passed at an Extraordinary General Meeting held on March 10, 1994, by which the Company resolved not to appoint auditors as allowed by the provisions of S.250 Companies Act 1985.

January 30, 1998

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By Order of the Board R.A.B. Varcoe Secretary

BALANCE SHEET AT DECEMBER 31, 1997

1996

Current assets:

£32,000

Amount due from group undertaking

£32,000

Financed by:

32,000 Authorised, allotted, called up and fully paid

£32,000

£1 ordinary shares

£32,000

The Company was dormant, within the meaning of S.250 of The Companies Act 1985, throughout the period ended at the date of this balance sheet.

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Director

January 30, 1998