

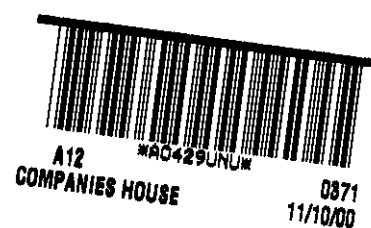
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BRITISH EVER READY LIMITED

DIRECTORS' REPORT AND ACCOUNTS

IN RESPECT OF THE YEAR ENDED

31 DECEMBER 1999



BRITISH EVER READY LIMITED

DIRECTORS' REPORT

Directors: G Dransfield
 K J Ludlam
 J R Read

Secretary: P D Tunnacliffe

Registered Office: 1 Grosvenor Place, London, SW1X 7JH

The directors present their report and the audited accounts of the company for the year ended 31 December 1999.

PRINCIPAL ACTIVITY

The company's principal activity during the year was as a group investment holding company.

RESULTS AND DIVIDENDS

The result for the year was £nil and is dealt with as shown in the profit and loss account. The directors do not recommend the payment of a dividend for the year under review.

YEAR 2000

An internal review has been carried out of the impact on management information and operating systems both in administrative and production environments, and the change over to the new millennium has not caused any major disruption or involved significant cost to the company. Full details are disclosed in Hanson PLC group accounts for the year.

DIRECTORS

The directors shown at the head of this report are currently in office. S J Hurrell resigned from the board on 22 October 1999 and J R Read was appointed a director on that date. The other directors served throughout the year under review.

DIRECTORS' INTERESTS

None of the directors had any declarable interests in the share or loan capital of the company during the year under review.

The shareholding and related interest in Hanson PLC of G Dransfield is disclosed in the Hanson PLC accounts for the year ended 31 December 1999. The interests of K J Ludlam and J R Read in Hanson PLC are disclosed in the accounts of Houserate Ltd for the year ended 31 December 1999.

BRITISH EVER READY LIMITED

DIRECTORS' REPORT continued

ANNUAL GENERAL MEETINGS

Pursuant to the Elective Resolution of the company passed on 26 January 1993, 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 Section 253 of the Companies Act 1985.

AUDITORS

Ernst & Young, having consented to act, will continue in office as auditors.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the company and of the profit or loss for that year. In preparing those accounts, the directors are required to:

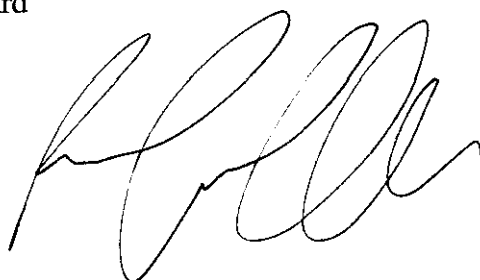
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts;
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors confirm that the accounts comply with the above requirements.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. 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.

By order of the Board

P D Tunnacliffe
Secretary
2 October 2000



REPORT OF THE AUDITORS TO THE MEMBERS OF BRITISH EVER READY LIMITED

We have audited the accounts on pages 5 to 10 which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 7.

RESPECTIVE RESPONSIBILITIES OF DIRECTORS AND AUDITORS

As described on page 3 the company's directors are responsible for the preparation of the accounts in accordance with applicable United Kingdom law and accounting standards. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

Our responsibilities, as independent auditors, are established in the United Kingdom by Statute, the Auditing Practices Board and by our profession's ethical guidance.

BASIS OF OPINION

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board.

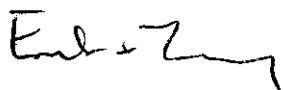
An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate 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 accounts 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 accounts.

OPINION

In our opinion the accounts give a true and fair view of the state of affairs of the company as at 31 December 1999 and of its result for the year then ended and have been properly prepared in accordance with the Companies Act 1985.



Ernst & Young
Registered Auditor
London

2 October 2000

BRITISH EVER READY LIMITED

PROFIT AND LOSS ACCOUNT**FOR THE YEAR ENDED 31 DECEMBER 1999**

	<u>Note</u>	<u>1999</u> <u>£000</u>	<u>1998</u> <u>£000</u>
OPERATING PROFIT	2	-	-
Exceptional items:			
Profit on disposal of fixed asset investments		-	93
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		-	93
Taxation	3	-	-
PROFIT RETAINED FOR THE PERIOD		-	93

Movements on reserves are set out in note 8.

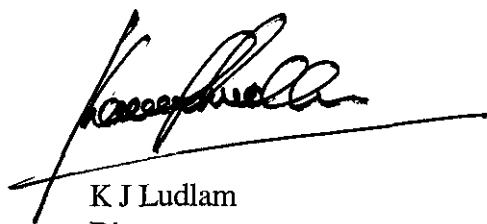
STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

There are no recognised gains or losses other than the profit of £nil in the year ended 31 December 1999 (profit of £93,000 in the year ended 31 December 1998).

BRITISH EVER READY LIMITED**BALANCE SHEET - 31 DECEMBER 1999**

	<u>Note</u>	<u>1999</u> <u>£000</u>	<u>1998</u> <u>£000</u>
FIXED ASSETS			
Investments	4	<u>1,393</u>	<u>1,393</u>
CURRENT ASSETS			
Debtors	5	337,687	337,687
CREDITORS - Amounts falling due within one year	6	302,811	302,811
NET CURRENT ASSETS		<u>34,876</u>	<u>34,876</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>36,269</u>	<u>36,269</u>
CAPITAL AND RESERVES			
Called up share capital	7	-	-
Share premium account	8	18,042	18,042
Profit and loss account	8	18,227	18,227
Equity shareholders' funds	8	<u>36,269</u>	<u>36,269</u>

Approved by the Board of Directors
2 October 2000



K J Ludlam
Director

BRITISH EVER READY LIMITED

NOTES TO THE ACCOUNTS - 31 DECEMBER 1999

1 ACCOUNTING POLICIES

(a) Accounting convention

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

(b) Fixed asset investments

Fixed asset investments are stated at cost except where it is required to make a provision for diminution in value.

(c) Deferred taxation

Deferred taxation is provided using the liability method on all timing differences which are expected to reverse in the future without being replaced, calculated at the rate at which it is estimated that taxation will be payable.

(d) Foreign currencies

Assets, liabilities, revenues and costs denominated in foreign currencies are recorded at the rates of exchange ruling at the dates of the transactions; monetary assets and liabilities at the balance sheet date are translated at period-end rates of exchange.

Exchange differences thus arising are reported as part of the profit for the year.

2 OPERATING PROFIT

	<u>1999</u> <u>£000</u>	<u>1998</u> <u>£000</u>
Auditors' remuneration	-	-
Directors' remuneration	-	-

Certain fees for non-audit services provided by Ernst & Young to the company have been borne by the ultimate parent undertaking. It is not practicable to ascertain what proportion of such fees relates to the company.

BRITISH EVER READY LIMITED

NOTES TO THE ACCOUNTS - 31 DECEMBER 1999

3 TAXATION

There is no liability to corporation tax on the result for the year

4 INVESTMENTS

	<u>Subsidiary Undertakings</u> <u>£000</u>
Cost:	
At 31 December 1998 and 1999	<u>8,257</u>
Amounts provided:	
At 31 December 1998 and 1999	<u>6,864</u>
Net book value:	
At 31 December 1998 and 1999	<u>1,393</u>

The principal subsidiary undertakings at the period end were:

Hanson (ER-No 8) Limited (Investment holding company)
Hanson (ER-No 9) Limited (Investment holding company)

All subsidiaries are wholly owned and are registered in England and Wales.

The company is a wholly-owned subsidiary of a body incorporated in the European Union and advantage has been taken of Section 228 of the Companies Act 1985 in that consolidated accounts have not been prepared. In the opinion of the directors, the value of the company's investments in its subsidiary undertakings is not less than the amount at which they are stated in the balance sheet.

5 DEBTORS

	<u>1999</u> <u>£000</u>	<u>1998</u> <u>£000</u>
Amounts receivable from fellow subsidiary undertakings	337,345	337,345
Amounts receivable from subsidiary undertakings	<u>342</u>	<u>342</u>
	<u>337,687</u>	<u>337,687</u>

BRITISH EVER READY LIMITED

NOTES TO THE ACCOUNTS - 31 DECEMBER 1999

6 CREDITORS - Amounts falling due within one year:

	<u>1999</u> <u>£000</u>	<u>1998</u> <u>£000</u>
Amounts owed to fellow subsidiary undertakings	299,108	299,108
Amounts owed to subsidiary undertakings	3,703	3,703
	<u>302,811</u>	<u>302,811</u>

There are no formal agreements for repayment of amounts owned by or to group undertakings.

7 SHARE CAPITAL

At 31 December 1998 and 1999 the share capital of the company was as follows:

	<u>Authorised</u> <u>£</u>	<u>Allotted, called up</u> <u>and fully paid</u> <u>£</u>
Ordinary shares of £1 each	<u>1,000,000</u>	<u>102</u>

8 RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	<u>Share</u> <u>Capital</u> <u>£000</u>	<u>Share</u> <u>premium</u> <u>£000</u>	<u>Profit &</u> <u>Loss Account</u> <u>£000</u>	<u>Total</u> <u>£000</u>
At 1 December 1997	-	18,042	18,134	36,176
Profit attributable to the members of the company	-	-	93	93
At 31 December 1998 and 1999	<u>-</u>	<u>18,042</u>	<u>18,227</u>	<u>36,269</u>

9 CONTINGENT LIABILITIES

Under the terms of share purchase agreements entered into by Hiplime Limited, a subsidiary undertaking, supplemental sums are payable to the vendor. The company has given an undertaking to Hiplime Limited that it will meet any excess over the amount provided in the accounts of Hiplime Limited.

NOTES TO THE ACCOUNTS - 31 DECEMBER 1999

10 GROUP ACCOUNTS

The parent undertaking of the group of undertakings for which group accounts are drawn up and of which the company is a member is Hanson PLC, registered in England and Wales. Hanson PLC is also the ultimate parent undertaking. Copies of Hanson PLC's accounts can be obtained from 1 Grosvenor Place, London, SW1X 7JH.

The company has taken advantage of the exemption in FRS8 from disclosing transactions with related parties that are part of the Hanson PLC group.