

HANSON (CGF) (NO. 1) LIMITEDDirectorsR R Gimmler
E A Gretton
B J Guyatt
C LeclercqSecretary

R T V Tyson

Registered OfficeHanson House, 14 Castle Hill,
Maidenhead, SL6 4JJ**REPORT OF THE DIRECTORS**

The Directors present their report and financial statements for the year ended 31 December 2008.

PRINCIPAL ACTIVITY

The Company is a group investment holding company within the HeidelbergCement AG group. It did not trade during the year and, therefore, the financial statements comprise the balance sheet and related notes only.

DIRECTORS

The Directors shown at the head of this report are currently in office. D J Egan resigned on 16 June 2008, R Coulson resigned on 20 June 2008 and G Dransfield resigned on 30 June 2008. E A Gretton and C Leclercq were appointed as directors on 2 June 2008 and B J Guyatt and R R Gimmler were appointed as directors on 13 June 2008.

By Order of the Board

R T V Tyson, Secretary



07 May 2009

BALANCE SHEET AS AT 31 DECEMBER 2008

	Note	2008 £'000	2007 £'000
FIXED ASSETS			
Investments	2	2,470,812	2,470,812
CURRENT ASSETS			
Debtors:			
Amounts due from group undertakings	3	363,986	363,986
NET CURRENT ASSETS		363,986	363,986
NET ASSETS		2,834,798	2,834,798
CAPITAL AND RESERVES			
1,013,737 allotted, called up and fully paid £1 ordinary shares (authorised 3,500,000)		1,014	1,014
Share premium		3,039,986	3,039,986
Profit and loss account		(206,202)	(206,202)
EQUITY SHAREHOLDERS' FUNDS		2,834,798	2,834,798

For the year ended 31 December 2008, the Company was entitled to exemption under S249AA (1) of the Companies Act 1985.

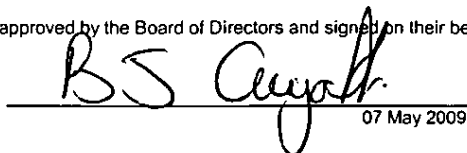
Members have not required the Company to obtain an audit in accordance with S249B (2) of the Companies Act 1985.

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 the financial year, and of its profit and loss for the financial year in accordance with S226 of the Companies Act 1985, and which otherwise comply with the Companies Act relating to accounts, so far as applicable to the Company.

These financial statements were approved by the Board of Directors and signed on their behalf by:

B J Guyatt, Director



07 May 2009

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COMPANIES HOUSE

HANSON (CGF) (NO. 1) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

1. ACCOUNTING POLICIES

Accounting convention

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

Basis of preparation

The financial statements of HeidelbergCement AG, the ultimate parent company of the Company, for the year ended 31 December 2008 have now been issued, these financial statements disclose that:

- HeidelbergCement AG is subject to various financial covenants, the most important being the ratio of net indebtedness to EBITDA and the interest coverage ratio. The next scheduled review of the observance of covenants will take place in the middle of 2009 and given the deterioration of performance in key markets, compliance with covenants will be extremely difficult. In the event of breach of the financial ratios (financial covenants), the creditors could, under certain conditions, accelerate repayment of loans.
- HeidelbergCement AG is required to repay a significant amount of external debt in 2010. In order to meet these repayments, HeidelbergCement AG is planning a comprehensive reorganisation of its financial structure aiming to strengthen the equity base as well as to improve the maturity profile of its existing debt financing.

As an indirect subsidiary of HeidelbergCement AG the recoverability of the investments in group undertakings and amounts receivable from group undertakings is dependent on the financial position of the group as a whole and the uncertainties described above may impact the recoverability of the assets of this Company.

Group Accounts

No consolidated group accounts have been prepared because at 31 December 2008 the Company was a wholly owned subsidiary undertaking of HeidelbergCement AG (incorporated in Germany) and thus satisfies the conditions for exemption under Section 228 of the Companies Act 1985. These financial statements contain information about the Company as an individual undertaking, and not its group.

Fixed asset investments

Investments are stated at cost, less provisions for impairment in value.

2. FIXED ASSET INVESTMENTS

	Cost £'000	Provision £'000	Net book value £'000
Investments in subsidiary undertaking			
At 1 January 2008	3,041,000	(570,188)	2,470,812
At 31 December 2008	3,041,000	(570,188)	2,470,812

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

Company	Country of registration	Class of shares	Percentage owned
Hanson (CGF) (No. 2) Limited	United Kingdom	Ordinary	65.8

The above entity is dormant.

3. DEBTORS

	2008 £'000	2007 £'000
Due within one year:		
Amounts owed by group undertakings	363,986	363,986

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

4. ULTIMATE PARENT UNDERTAKING

The Company's immediate parent undertaking is Hanson (CGF) Holdings Ltd, 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.

5. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the 90% owned subsidiary exemption afforded by FRS8: Related Party Transactions, and has not disclosed transactions with companies in the group headed by HeidelbergCement AG.