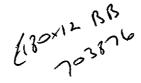


Please complete in typescript, or in bold black capitals.



363a

Annual Return

2448836

Company Name in full

Hanson - ARC Overseas Limited



Date of this return(See note 1) The information in this return is made up to

Day	iviontn	Year
17	11	1998

Date of next return/See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day	Month	Year
17	11	1999

Registered Office (See note 3) Show here the addressat the date of this return.

Any change of registered office mustbe notified on form 287.

THE RIDGE

CHIPPING SODBURY

Post town

BRISTOL

County / Region

Postcode

BS37 6AY

Principal business activities

(See note 4)

Show trade classification code number(s) for the principal activity or activities.

7415

If the code number cannot be determined, give a brief description of principal activity. HOLDING COMPANY



When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF4 3UZ

for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh

DX 33050 Cardiff

Register of members (See note If the register of members is not kept at registered office, state here where it is	the					
Post t	own			"		
County / Re	gion				Postcode	
Register of Debenture holds (See note 6) If there is a register of debenture holder and it is not kept at the registered offic state here where it is kept.	s					
Post	own	,				
County / Re	egion				Postcode	
Company type (See note 7)						
Public limited company						
Private company limited by shares		X				
Private company limited by guarantee witho share capital	ut					
Private company limited by shares exempt u section 30	nder		> Pleas	e mark the	appropriate bo	×
Private company limited by guarantee exemunder section 30	ot					
Private unlimited company with share capital	ıl					
Private unlimited company without share ca	pital					
Company Secretary(see notes	1-5)	Details of a new	compan	y secretary	must be notific	ed on form 288a.
(Please photocopy this area to provide Name * Style / details of joint	Title	MR			*Honours etc	
secretariés). Forena	me(s)	RICHARD ANTONY	BRUCE			
* Voluntary details.	name	VARCOE				
Previous forena	ne(s)			**		
Previous surna	me(s)					
Address		105, THINGWALL	PARK			
Usual residential		FISHPONDS				
address must be given. In the case of a Post	town	BRISTOL				
corporation, give the registered or principal office address.	egion				Postcode	BS16 2AR
Co	untrv	ENGLAND			<u> </u>	

Directors (see in Please list direct	notes 1 to tors in a	5) Iphabetical order.	Details of new directors	must be notifi	ied on form :	288a			
t	Name	* Style / Title	MR			Day	Month	Year	
		* Honours etc		Da	te of birth	- 16	09	1939	
		Forename(s)	JOHN CHARLES						
		Surname	MEINS						
	Previ	ious forename(s)							
	Prev	vious surname(s)		•					
	Address		31, BUTLER'S COURT ROA	رD					
Usual resident									
address must be given. In the ca corporation, giv	se of a	Post town	BEACONSFIELD						
registered or pri office address.	incipal	County / Region	BUCKINGHAMSHIRE		Postcode	HP9 1:	SQ		
		Country	ENGLAND		Nationality	BRITIS	H		
	Business	s occupation	CHARTERED ACCOUNTAN	Т					
	Other di	rectorships	See attached list						
* Voluntary details.							· · ·		
	Name	* Style / Title	MRS			Day	Month	Year	
		* Honours etc		Da	ate of birth	13	05	1961	
		Forename(s)	MARILYN JANE						
		Surname	PHILLIP\$						
	Prev	rious forename(s)							
	Pre	vious surname(s)							
	Address	;	151, CHALVINGTON ROAD, CHANDLER'S FORD						
Usual resident addressmust b									
given. In the ca corporation, give registered or pr	se of a /e the	Post town	EASTLEIGH						
office address.	moipai	County / Region	HAMPSHIRE	Postcode		SO53	3EL		
		Country	ENGLAND		Nationality	BRITIS	5H		
	Busines	s occupation	CHARTERED ACCOUNTANT						
Other directorships			NEATH SAND & GRAVEL COMPANY LIMITED						

Directors (see n Please list direct	otes 1-5) <i>ors in all</i>	phabetical order	Details of new director	s must be notifi	ied on form	288a.			
	Vame	* Style / Title	MR			Day	Month	Year	
		* Honours etc		Da	te of birth	25	11	1959	
Foreneme(s) Surname			RICHARD ANTONY BRUC	E			<u></u>		
			VARCOE				 :		
	Previo	ous forename(s)							
	Pr	evious surname							
			105, THINGWALL PARK,	FISHPONDS					
4	Address		100, ITHIOTALE FAIR,	TISTII ONDS					
Usual residentia addressmust be									
given. In the cas corporation, give	se of a	Post town	BRISTOL						
registered or prir office address.	ncipal (County / Region			Postcode	BS16	2AR		
_		Country	ENGLAND						
	Nationali		BRITISH						
E	Business	occupation	FINANCE DIRECTOR						
(Other dir	ectorships	HANSON LAND DEVELOPMENT LIMITED						
			MIDLAND QUARRY PRODUCTS LIMITED						
r	Vame	* Style / Title	MR			Day	Month	Year	
		* Honours etc		Da	te of birth	10	09	1957	
		Forename(s)	SIMON NEIL						
		Surname	VIVIAN						
	Previ	ous forename(s)							
	Pi	revious surname							
,	Address		EASTOVER FARM, MANOR ROAD						
Usual residenti	ial		SALTFORD						
address must be given. In the case	se of a	Post town	BRISTOL						
corporation, give registered or pri office address.		County / Region			Postcode	BS18	3AF		
011100 4441000.		Country	ENGLAND						
ı	Nationali	ty	BRITISH						
1	Business	occupation	DIRECTOR						
•	Other dir	ectorships	See attached list						
* Voluntary details.				 					

		Other relevant directorships
Company Number	2448836	
Company Name	Hanson - ARC Overseas Limited	
Directors Name	MEINS JOHN CHARLES	
Directors only. † Other directorships	HANSON LAND DEVELOPMENT LIMITED	
	INDEX INVESTMENTS LIMITED	
NOTES		
show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	MIDLAND QUARRY PRODUCTS LIMITED	
Give previous forenames or surname(s) except: for a married woman, the name by which she was known before marriage need not be given.		
for names not used since the age of 18 or for at least 20 years		
A peer or individual known by a title may state the title nstead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.		
Other directorships.		
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.		
You may exclude a company which either is, or at all imes during the past five years when the person concerned was a director, was		
dormant		
a parent company which wholly owned the company making the return, or		
another wholly owned subsidiary of the same parent company.		

,	Other relevant directorships
Company Number	2448836
Company Name	Hanson - ARC Overseas Limited
Directors Name	VIVIAN SIMON NEIL
Directors Name	
† Directors only. † Other directorships	BACMI LIMITED
	MENDIP RAIL LIMITED
NOTES	MIDLAND QUARRY PRODUCTS LIMITED
Show the full forenames, NOT INITIALS. If the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential line.	
Give previous forenames or surname(s) except: - for a married woman, the name by which she was known before marriage need not be given.	
- for names not used since the age of 18 or for at least 20 years	
A peer or individual known by a title may state the title instead of or in addition to the forenames and surname and need not give the name by which that person was known before he or she adopted the title or preceded to it.	
Other directorships.	
Give the name of every company incorporated in Great Britain of which the person concerned is a director or has been a director at any time in the past five years.	
You may exclude a company which either is, or at all times during the past five years when the person concerned was a director, was	
- dormant	
 a parent company which wholly owned the company making the return, or 	
- another wholly owned subsidiary of the same parent company.	

Issued share capital/see note 9) Enter details of all the shares in issue at the date of this return.	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share)	
	ORD £1	3,32	£ 3,325.00	
			2 225 00	
	Totals	3,3:	£ 3,325.00	
List of past and present members (Use attached schedule where appropriate) A full list is required if one was not	There were no change	s in the period		
included with either of the last two returns.		on pa	aper in another format	
(see note 10)	A list of changes is en	A list of changes is enclosed		
	A full list of members	is enclosed X		
Elective resolutions (Private companies only) (See note 11)	If at the date of this re	eturn an election is i annual general med	in force to dispense with etings mark this box	
	If at the date of this r laying acc	eturn an election is counts in general me	in force to dispense with x eetings mark this box	
Certificate	I certify that the infor knowledge and belief	mation given in this	return is true to the best of m	
Signe	d alsv	C	Date 2.12.98	
† Please delete as appropriate.	† a director/secretary			
When you have signed the return send with the fee to the Registrar of Compactor Cheques should be made payable to Companies House.	d it	des 2. (enter number)	continuation sheets.	
with the fee to the Registrar of Compact Cheques should be made payable to Companies House. Please give the name, address, telephone number, and if available, a DX number and Exchange, for	d it This return includanies. MISS L.J. KIRBY, ARC LIMITED	(enter number)		
with the fee to the Registrar of Compa Cheques should be made payable to Companies House. Please give the name, address, telephone number, and if available,	anies.	(enter number)		



Please complete in typescript, or in bold black capitals.

List of past and present members Schedule to form 363a, 363b

Company Number	2448836					
Company Name in full	Hanson - ARC Overseas Limited					
	Number of shares or amount of stock held by existing members at date of this return. Particulars of shares or stock transferred since the date of the last return (or in the case of the incorporation of the company) by (a) persons who are still members, and (b) persons who have ceased to be members.					
Name and address	Number or Number or Date of amount amount registration currently held Transferred of transfer Remarks					
HANSON BUILDING HOLDINGS LIMITED 1 GROSVENOR PLACE, LONDON, SW1X 7JH	Ord £1 3,324					
TILLOTSON COMMERCIAL VEHICLES LIMITED 1 GROSVENOR PLACE, LONDON, SW1X 7JH	Ord £1					