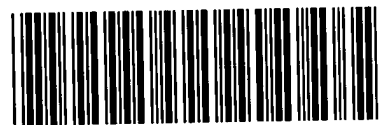


**HANSON (ER - NO 5) LIMITED**

**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2019**

FRIDAY



\*A9EB2IFF\*

A28

25/09/2020

#202

COMPANIES HOUSE

# **HANSON (ER - NO 5) LIMITED**

## **COMPANY INFORMATION**

<b>Directors</b>	N Benning-Prince R C Dowley E A Gretton Dr C M Wendt
<b>Company secretary</b>	W F Rogers
<b>Registered number</b>	00563001
<b>Registered office</b>	Hanson House 14 Castle Hill Maidenhead SL6 4JJ

# **HANSON (ER - NO 5) LIMITED**

## **CONTENTS**

	<b>Page</b>
<b>Directors' report</b>	<b>1</b>
<b>Balance sheet</b>	<b>2</b>
<b>Notes to the financial statements</b>	<b>3 - 4</b>
<b>Appendix I - Listing of indirect subsidiaries and investments</b>	<b>5</b>

## **HANSON (ER - NO 5) LIMITED**

### **DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2019**

The Directors present their report and the financial statements for the year ended 31 December 2019.

#### **Principal activity**

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

#### **Future developments**

The Directors anticipate that the Company will continue as a group investment holding company for the foreseeable future.

The impact of COVID-19 on UK businesses is changing on a daily basis and the measures being adopted by the UK Government could have a significant adverse impact for the foreseeable future. The Company is monitoring and managing the impact of this on a frequent basis.

#### **Directors**

The Directors who served during the year were:

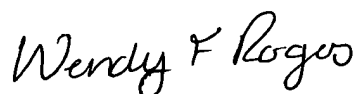
N Benning-Prince  
R C Dowley  
E A Gretton  
Dr C M Wendt

#### **Directors' indemnity**

A fellow group undertaking has indemnified, by means of directors' and officers' liability insurance, one or more Directors of the Company against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act. Such qualifying third party indemnity provision was in force during the year and is in force as at the date of approving the Directors' Report.

The articles of association also provide for the Directors to be indemnified by the Company subject to the provisions of the Companies Act.

This report was approved by the board on 17 September 2020 and signed on its behalf.



**W F Rogers**  
Secretary

**HANSON (ER - NO 5) LIMITED**  
**REGISTERED NUMBER:00563001**

**BALANCE SHEET**  
**AS AT 31 DECEMBER 2019**

	Note	2019 £000	2018 £000
<b>Fixed assets</b>			
Investments	3	397,152	397,152
<b>Net assets</b>		<u>397,152</u>	<u>397,152</u>
<b>Capital and reserves</b>			
Called up share capital	4	397,152	397,152
<b>Shareholders' funds</b>		<u>397,152</u>	<u>397,152</u>

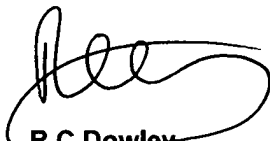
For the year ended 31 December 2019 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006.

Members have not required the Company to obtain an audit for the year in question in accordance with section 476 of the Companies Act 2006.

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The Company's financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 17 September 2020.



**R C Dowley**  
Director

The notes on pages 3 to 4 and Appendix I form part of these financial statements.

## **HANSON (ER - NO 5) LIMITED**

### **NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2019**

#### **1. General information**

Hanson (ER - No 5) Limited ("the Company") is a limited company incorporated and domiciled in the United Kingdom. The address of its registered office and principal place of business is disclosed in the Company Information.

#### **2. Accounting policies**

##### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 102 (FRS102), the Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland and the Companies Act 2006.

The Company's financial statements are presented in Sterling, which is also the Company's functional currency, and all values are rounded to the nearest thousand pounds (£'000).

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have, unless otherwise stated, been consistently applied to all periods presented.

The Company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

The Company is part of the HeidelbergCement AG group and is included in the consolidated financial statements of HeidelbergCement AG. The Company therefore qualifies for the reduced disclosures for subsidiaries under FRS 102 including the exemption to present a cash flow statement. The Company is also exempt under Section 33.1A of FRS 102 from disclosing related party transactions with wholly owned subsidiaries of the HeidelbergCement AG group.

##### **2.2 Going concern**

The accounts have been prepared on a going concern basis as the Company is in a position to meet its obligations as they fall due. The recoverability of the Company's assets is dependent on the financial position of the HCAG group. The Directors believe the carrying value of assets are expected to be fully realised.

The impact of COVID-19 on global economic development is currently unpredictable, however HeidelbergCement AG has adopted COPE ('Covid-19 Contingency Plan Execution'), which is focussed on cost savings and has significant liquidity headroom as a result of actions already taken during its refinancing strategy. The Directors, having assessed the responses of the management of HCAG to their enquiries, have no reason to believe that a material uncertainty exists that may cast significant doubt about the ability of the HCAG group to continue as a going concern.

On the basis of their assessment of the Company's financial position and relevant enquiries the Directors have a reasonable expectation that the Company will be able to continue in existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

##### **2.3 Investments**

Investments held as fixed assets are shown at cost less provision for impairment.

**NOTES TO THE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2019**

**3. Fixed asset investments**

	<b>Investment in associated undertaking £000</b>
<b>Cost and Net book value</b>	
At 1 January 2019 and 31 December 2019	397,152

There is no impairment during the year as net assets exceed or equal the carrying value.

**Associated undertaking**

The investment in which the Company directly held any class of share capital is as follows:

<b>Name</b>	<b>Country of incorporation</b>	<b>Class of shares</b>	<b>Holding</b>	<b>Principal activity</b>
St Nicolas S.à r.l.	Luxembourg	Ordinary	33%	Investment holding company

The registered office of St Nicolas S.à r.l. is 5, rue des Primeurs, Strassen 2361, Luxembourg.

A full listing of indirectly held investments is presented with Appendix I.

**4. Share capital**

	<b>2019 £000</b>	<b>2018 £000</b>
<b>Allotted, called up and fully paid</b>		
397,151,573 (2018 - 397,151,573) ordinary shares of £1 each	397,152	397,152

The Company has no authorised share capital limit.

**5. Ultimate parent undertaking and controlling party**

The Company's immediate parent undertaking is Shapedirect Limited, 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.

# **HANSON (ER – NO 5) LIMITED**

## **APPENDIX I – LISTING OF INDIRECT SUBSIDIARIES AND INVESTMENTS AT 31 DECEMBER 2019**

Name	Country of incorporation	Group ownership %	Registered office
Áridos Sanz S.L.U.	Spain	33.4	Ctra. Segovia Km 8,3 (Frente PPG), La Cisterniga, Valladolid, 47193, Spain
Cantera El Hoyon, S.A.U.	Spain	33.4	Calle Cardenal Marcelo Spínola nº 42, 1ª planta, Madrid, 28016, Spain
Canteras Mecánicas Cárcaba, S.A.U.	Spain	33.4	Santa Marina de Piedramuelle s/n, Oviedo, 33193, Spain
Desimpel Brick Limited	England and Wales	27.5	*
Hanson (ER-No 10) Limited	England and Wales	33.4	*
Hanson (F) Limited	England and Wales	27.5	*
Hanson (FH) Limited	England and Wales	27.5	*
Hanson (RBMCM) Limited	England and Wales	27.5	*
Hanson (SH) Limited	England and Wales	27.5	*
Hanson Brick Ltd	England and Wales	27.5	*
Hanson Building Products Limited	Jersey	27.5	22 Grenville Street, St. Helier, JE4 8PX, Jersey
Hanson Clay Products Limited	England and Wales	27.5	*
Hanson Hispania Hormigones SL	Spain	27.2	Carretera de Almeria, Km8, Malaga, 29720, Spain
Hanson Hispania, S.A.U.	Spain	33.4	Calle Cardenal Marcelo Spínola nº 42, 1ª planta, Madrid, 28016, Spain
Hanson Packed Products Limited	England and Wales	27.5	*
Hanson Pioneer España, S.L.U.	Spain	33.4	Calle Cardenal Marcelo Spínola nº 42, 1ª planta, Madrid, 28016, Spain
Hanson Thermalite Limited	England and Wales	27.5	*
Hanson TIS Holdings Limited	England and Wales	27.5	*
Hanson TIS Limited	England and Wales	27.5	*
HeidelbergCement BP Limited	England and Wales	27.5	*
Hormigones y Áridos, S.A.U.	Spain	33.4	Paraje de Andaroleta s/n, Zaramillo, Vizcaya, 48820, Spain
Irvine - Whitlock Limited	England and Wales	27.5	*
J. Riera, S.A.	Spain	25.6	Travesera de Gracia 15, ático, Barcelona, 08021, Spain
Piedras y Derivados, S.A.U.	Spain	33.4	Calle Cardenal Marcelo Spínola nº 42, 1ª planta, Madrid, 28016, Spain
Sailtown Limited	England and Wales	33.4	*
Tilmanstone Brick Limited	England and Wales	27.5	*
Timesound	England and Wales	33.4	*

\* The registered office of these investments is Hanson House, 14 Castle Hill, Maidenhead, SL6 4JJ.