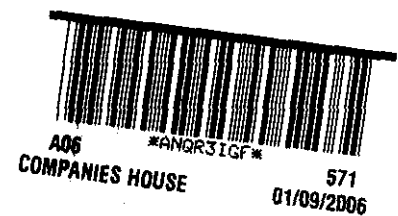


Kennedy Asphalt Limited

Directors' report and financial statements

For the year ended 31st December 2005

Registered number 1021187



Directors' report

The directors present their annual report and the financial statements for the year ended 31 December 2005.

Principal activities and business review

The company did not trade during the year.

Change in ownership

On 21 March 2005, the recommended Holcim offer to purchase the entire issued share capital of Aggregate Industries Limited (formerly Aggregate Industries plc) was declared unconditional. From this date, Holcim Limited became the company's ultimate parent undertaking.

Directors and directors' interests

The directors who served during the year and subsequently were as follows:

H Armitage
P R Barltrop
G W Bolsover
S D B Carter
J Fox (resigned 31 December 2005)

Mr G W Bolsover is also a director of the parent undertaking, Aggregate Industries Limited. His interest in the share capital of Aggregate Industries Limited is shown in the financial statements of that company.

The beneficial interest of the other directors in the 25p ordinary shares of Aggregate Industries Limited at the year end were as follows:-

25p Ordinary Shares	31 December 2005	1 January 2005
P R Barltrop	-	83,947
H Armitage	-	2,476
J F Fox	-	2,499

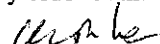
Share Option Schemes	1 January 2005	Exercised during the year	31 December 2005
P R Barltrop	571,126	571,126	-
H Armitage	417,305	417,305	-
S D B Carter	85,000	85,000	-
J F Fox	60,726	60,726	-

At the year end, no directors had any interest in the shares of the company or any group company.

Auditors

For the year ended 31 December 2005, the company was entitled to exemption from audit under Section 249AA and 249B of the Companies Act 1985.

By order of the board



K C Barker
Secretary

Bardon Hill
Coalville
Leicestershire
LE67 1TL

Date 20 January 2006

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the directors to prepare financial statements 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 of the Company for that year. In preparing these financial statements, 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 financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements 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.

Balance sheet

at 31 December 2005

	<i>Note</i>	2005 £000	2004 £000
Amounts due from group undertaking		100	100
Capital and reserves			
Called up share capital	3	100	100
Profit and loss account		-	-
Shareholders' funds - equity interests		100	100

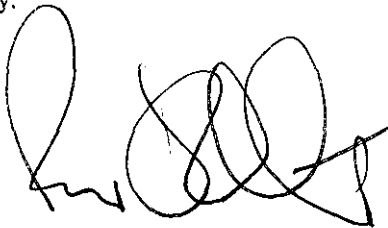
For the year ended 31 December 2005, the company was entitled to exemption under section 249AA(1) of the Companies Act 1985.

No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2).

The directors acknowledge their responsibility for:

- a) Ensuring the company keeps accounting records which comply with section 221:
- b) Preparing accounts which give a true and fair view of the state of affairs of the company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

These financial statements were approved by the board of directors on 20 January 2006 and were signed on its behalf by:



P R Bartrop
Director

Notes

(forming part of the financial statements)

1 Accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable Accounting Standards.

2 Directors and employees

The Directors received no emoluments from the company during the year, and no staff were employed.

3 Share capital

	2005	2004
	£000	£000
<i>Authorised, allotted, called up and fully paid:</i>		
100,000 Ordinary shares of £1 each	100	100
	<hr/>	<hr/>

4 Related party transactions

There were no transactions which require disclosure.

5 Ultimate parent undertaking

The parent undertaking of the group of undertakings for which group accounts are drawn up and of which the company is a member is Aggregate Industries Limited, incorporated in Great Britain.

The ultimate parent undertaking is Holcim Limited which is incorporated in Switzerland.

Copies of the accounts of Holcim Limited are available on www.holcim.com or from Holcim Limited Corporate Communications, Zurcherstrasse 156, CH-8645 Jona, Switzerland.