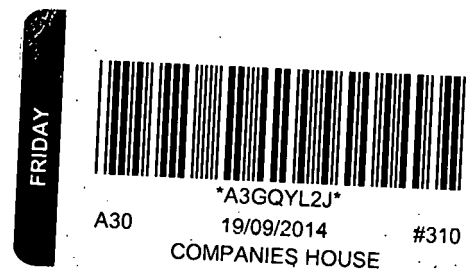


UDS (NO 10)
(an unlimited company)

DIRECTORS' REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2013



UDS (NO 10)

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2013**

The Directors present their report and the financial statements for the year ended 31 December 2013.

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.

DIRECTORS

The Directors who served during the year were:

N Benning-Prince (appointed 15 October 2013)
D J Clarke
R C Dowley (appointed 9 December 2013)
E A Gretton
S Pirinccioglu (resigned 31 August 2013)

This report was approved by the board on 11 September 2014 and signed on its behalf.



R T V Tyson
Secretary

UDS (NO 10)
REGISTERED NUMBER: 01842188

**BALANCE SHEET
AS AT 31 DECEMBER 2013**

	Note	£000	2013 £000	2012 £000
FIXED ASSETS				
Investments	2		39,961,016	39,961,016
CURRENT ASSETS				
Debtors	3	3,000,000		3,000,000
CREDITORS: amounts falling due within one year	4	(42,961,014)	(42,961,014)	
NET CURRENT LIABILITIES			(39,961,014)	(39,961,014)
NET ASSETS			<u>2</u>	<u>2</u>
CAPITAL AND RESERVES				
Called up share capital	5		-	-
Profit and loss account			<u>2</u>	<u>2</u>
SHAREHOLDERS' FUNDS	6		<u>2</u>	<u>2</u>

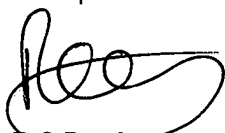
The Company's financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

For the year ended 31 December 2013 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 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 financial statements were approved and authorised for issue by the board and were signed on its behalf on 11 September 2014.


R C Dowley
Director

The notes on pages 3 to 5 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

1. ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

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

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.

1.2 Going concern

The financial statements have been prepared under the going concern concept because a fellow group undertaking has stated that subject to unforeseen circumstances, it intends to provide financial support to enable the Company to meet its liabilities as and when they fall due and the Directors reasonably believe the subsidiary undertaking would be in a position to provide this support.

1.3 Investments

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

2. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £000
Cost or valuation	
At 1 January 2013 and 31 December 2013	39,961,016
Net book value	
At 31 December 2013	39,961,016
At 31 December 2012	39,961,016

Subsidiary undertakings

The investments in which the Company directly held any class of share capital are as follows:

<u>Name</u>	<u>Class of share</u>	<u>Holding</u>	<u>Business</u>	<u>Incorporated office</u>
Hanson Quarry Products Europe Limited	Ordinary	100 %	Supply of materials to construction industry	England and Wales
Astravance Corporation*	Ordinary	3 %	Group financing company	Panama

*Registered as a UK establishment.

The Directors of the Company are of the opinion that the number of subsidiary undertakings in respect of which the Company is required to disclose information under section 409 of the Companies Act 2006 is such that it would result in information of excessive length. Advantage has been taken of section 410 of the Companies Act 2006 in that the information is only given relating to directly owned subsidiary undertakings.

3. DEBTORS

	2013 £000	2012 £000
Due within one year		
Amounts owed by group undertakings	3,000,000	3,000,000

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

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2013**

**4. CREDITORS:
Amounts falling due within one year**

	2013	2012
	£000	£000
Amounts owed to group undertakings	42,961,014	42,961,014

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

5. SHARE CAPITAL

	2013	2012
	£000	£000
Allotted, called up and fully paid		
3 ordinary shares of £1 each	-	-

6. RECONCILIATION OF MOVEMENT IN SHAREHOLDERS' FUNDS

	2013	2012
	£000	£000
Shareholders' funds at 1 January and 31 December	2	2

7. RELATED PARTY TRANSACTIONS

The Company has taken advantage of the exemption in FRS8: Related Party Transactions, not to disclose transactions with wholly owned subsidiaries in the group headed by HeidelbergCement AG.

8. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent undertaking is Hanson Holdings (3) 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.