

PIONEER INVESTMENTS UK LIMITEDDirectors

R R Gimmler
E A Gretton
B J Guyatt
C Ledererq

Secretary

R T V Tyson

Registered Office

Hanson 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 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 Ledererq 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

22 September 2009

BALANCE SHEET AS AT 31 DECEMBER 2008

| | Note | 2008 £ | 2007 £ |
|---|------|---------------|---------------|
| CURRENT ASSETS | | | |
| Debtors | 2 | 71,182 | 71,182 |
| CREDITORS: amounts falling due within one year | 3 | (2,272) | (2,272) |
| NET CURRENT ASSETS | | <u>68,910</u> | <u>68,910</u> |
| NET ASSETS | | <u>68,910</u> | <u>68,910</u> |
| CAPITAL AND RESERVES | | | |
| 2 allotted, called up and fully paid £1 ordinary shares (authorised 100) | | 2 | 2 |
| 9,819,100 allotted, called up and fully paid US\$0.01 ordinary shares (authorised 10,000,000) | | 51,537 | 51,537 |
| Profit and loss account | | 17,371 | 17,371 |
| EQUITY SHAREHOLDERS' FUNDS | | <u>68,910</u> | <u>68,910</u> |

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:

R R Gimmler, Director



22 September 2009

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COMPANIES HOUSE

PIONEER INVESTMENTS UK 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.

2. DEBTORS

| | 2008 £ | 2007 £ |
|------------------------------------|---------------|---------------|
| Due within one year: | | |
| Amounts owed by group undertakings | <u>71,182</u> | <u>71,182</u> |

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

3. CREDITORS: Amounts falling due within one year

| | 2008 £ | 2007 £ |
|------------------------------------|--------------|--------------|
| Amounts owed to group undertakings | <u>2,272</u> | <u>2,272</u> |

Amounts owed to 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 Pioneer Group Investments BV, a company registered in the Netherlands. 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.