Annual report and financial statements for the year ended 31 December 2015

Registered number: 02649815

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DIRECTORS' REPORT

The Directors present the Annual Report and the audited financial statements of Tarmac Industrial Minerals Holdings Limited ("the Company") for the year ended 31 December 2015.

The Directors' Report has been prepared in accordance with the special provisions relating to small companies exemption under section 415A of the Companies Act 2006, which also provides an exemption from the preparation of a strategic report.

PRINCIPAL ACTIVITIES

The principal activity of the Company is that of an investment holding company.

BUSINESS REVIEW

The directors have considered the appropriateness of adopting the going concern basis in the preparation of these financial statements. The Company made a profit £53.2m (2014: £51.9).

The Company paid a dividend for the year of £395,044,307 (2014:£nil)

SIGNIFICANT EVENTS

Up until 31 July 2015, the Company's ultimate parent and controlling party was Tarmac Holdings Limited. On 31 July 2015, CRH plc acquired the entire share capital of Tarmac Holdings Limited and its subsidiaries, and from this date became the Company's ultimate parent and controlling party.

During the year, the Company transitioned to Financial Reporting Standard 101 Reduced Disclosure Framework. There were no material adjustments arising as a result of this transition.

GOING CONCERN

The Company is a direct subsidiary of Tarmac Holdings Limited (formerly Lafarge Tarmac Holdings Limited). Given that the Company's activities are managed as part of the trading divisions of Tarmac Holdings Limited, the factors likely to affect the Company's future development, performance and position; and its exposures to credit risk and other trading risks are set out in the Directors' Report of Tarmac Holdings Limited, which does not form part of this report.

After making enquiries, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements.

DIRECTORS' REPORT (CONTINUED)

DIRECTORS

The Directors who held office throughout the year and to the date of signing this report, except as noted were as follows:

Tarmac Directors (UK) Limited (formerly Lafarge Tarmac Directors (UK) Limited) (resigned 15 March 2016) F P Penhallurick M J Choules G F Young

(resigned 31 October 2015)

The Articles of Association of the Company contain an indemnity in favour of all of the Directors of the Company that, subject to law, indemnifies the Directors from the assets of the Company against any liability incurred by them in defending any proceedings in which judgement is given in their favour (or otherwise disposed of without any finding or admission of any material breach of duty on their part).

AUDITOR

Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- the Director has taken all the steps that he/she ought to have taken as a Director in order to make himself/herself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

On 18 January 2016 the Company's auditor changed from Deloitte LLP to Ernst & Young LLP.

Ernst & Young LLP have indicated their willingness to be reappointed as auditor. No notice in accordance with section 488 of the Companies Act 2006 (which would operate to prevent the deemed reappointment of auditors under s487(2) of that Act) has been or is expected to be received and accordingly the necessary conditions are in place for the deemed reappointment of the auditors to take place in absence of an Annual General Meeting.

Approved by the Board and signed on its behalf by:

A Parris

for and on behalf of

Tarmac Directors (UK) Limited

Director

September 2016

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101. Under company law the Directors must not approve the financial statements unless they are satisfied that they 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 period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework, has 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 adequate accounting records that are sufficient to show and explain the Company's transactions and 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 2006. 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF TARMAC INDUSTRIAL MINERALS HOLDINGS LIMITED

We have audited the financial statements of Tarmac Industrial Minerals Holdings Limited for the year ended 31 December 2015 which comprise the Profit and Loss Account, Statement of Other Comprehensive Income, Balance Sheet, Statement of changes in equity, and the related notes 1 to 17. The financial reporting framework that has been applied in their preparation is applicable law and (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of Directors and auditor

As explained more fully in the Directors' Responsibilities Statement, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its results for the year then ended;
- have been properly prepared in accordance with (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Matters on which we are required to report by exception

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to take advantage of the small companies' exemption from preparing a Strategic
- report or in preparing the Directors' report.

Andrew Merrick (Sen of Statutory Auditor) for and on behalf of Ernst & Young LLP

Statutory Auditor

Birmingham

September 2016

PROFIT AND LOSS ACCOUNT

For the year ended 31 December 2015

·	Note	2015 £	2014 £
Income from shares in group undertakings Amounts written off investments Interest receivable/ (payable) and similar income	10 8	137,415,700 (84,228,766) 29	191,348,480 (139,120,000) (29)
Profit on ordinary activities before taxation	7	53,186,963	52,228,451
Tax charge on profit on ordinary activities	9		(376,488)
Profit on ordinary activities after taxation and for the financial year		53,186,963	51,851,963

All activities derive from continuing operations.

STATEMENT OF OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2015

	2015 £	2014 £
Profit for the year	53,186,963	51,851,963
Other comprehensive income for the year net of tax		
Total comprehensive income for the year	53,186,963	51,851,963

BALANCE SHEET

As at 31 December 2015

	Note .	2015 £	2014 £
Fixed assets Investments held as fixed assets	10	<u> </u>	84,228,766
Current assets Debtors – due after more than one year Cash at bank and in hand	11	1 -	370,914,798 21,206
		1	370,936,004
Creditors: amounts falling due within one year:	12	-	(113,307,425)
Net current assets		1	257,628,579
Net assets		1	341,857,345
Capital and reserves			
Called-up share capital	13	1	I
Share premium account	13	-	241 057 244
Profit and loss account	14		341,857,344
Shareholder's funds		1	341,857,345

The financial statements of Tarmac Industrial Minerals Holdings Limited, registered number 02649815, prepared in accordance with the small companies' regime, were approved by the Board of Directors and authorised for issue on September 2016. They were signed on its behalf by:

for and on behalf of

Tarmac Directors (UK) Limited

Director

STATEMENT OF CHANGES IN EQUITY As at 31 December 2015

	Share Capital	Share premium account	Profit and loss account	Total
	£		£	0
		£		£
Balance at 1 January 2014	28,570,002	259,511,374	1,924,006	290,005,382
Profit for the year	-	-	51,851,963	51,851,963
Reduction in share capital	(28,570,001)	(259,511,374)	288,081,375	-
Balance at 31 December 2014	1	-	341,857,344	341,857,345
Profit for the year	_		53,186,963	53,186,963
Total comprehensive income for the year			53,186,963	53,186,963
Equity dividends paid	-		(395,044,307)	(395,044,307)
Balance at 31 December 2015	1		-	1

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2015

1. General information

Tarmac Industrial Minerals Holdings Limited is a company incorporated in England and Wales under the Companies Act. The address of the registered office is Portland House, Bickenhill Lane, Solihull, Birmingham B37 7BQ. The nature of the Company's operations and its principal activities are set out in the business review on page 1.

The Company meets the definition of a qualifying entity under Financial Reporting Standard 101 issued by the FRC. Accordingly in the year ended 31 December 2015 the Company has changed its accounting framework from UK GAAP to FRS 101 as issued by the Financial Reporting Council. There were no material amendments on the adoption of FRS 101.

These financial statements were prepared in accordance with Financial Reporting Standard 101 Reduced Disclosure Framework (FRS101) and in accordance with applicable accounting standards. The financial statements have been prepared on the historical cost basis. The principal accounting policies adopted are set out in note 3.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the Company operates.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to capital management, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions. Where required, equivalent disclosures are given in the group accounts of CRH plc. The group accounts of CRH plc are available to the public and can be obtained as set out in note 18.

2. Adoption of new and revised standards

In the current year, no new standards or amendments became effective and required adoption by the Company.

Going concern

The financial statements have been prepared on a going concern basis as discussed in the Directors' Report on page 1.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 December 2015

3. Significant accounting policies

The principal accounting policies are summarised below. They have all been applied consistently throughout the year and the preceding year.

Revenue recognition

Dividend and interest revenue

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably).

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably.

Investments

Fixed asset investments, including investments in subsidiaries and associates, are shown at cost less provision for impairment. Current asset investments are stated at the lower of cost and net realisable value.

Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also recognised in other comprehensive income.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 December 2015

3. Significant accounting policies (continued)

Taxation (continued)

Current tax and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Financial Assets

The Company's classes of financial assets are cash and other financial assets, and these are classified as 'loans and receivables'.

Loans and receivables

Trade debtors, loans, and other debtors that have fixed or determinable payments that are not quoted in an active market are classified as 'loans and receivables'. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment. Interest income is recognised by applying the effective interest rate, except for short-term debtors when the recognition of interest would be immaterial.

Impairment of financial assets

Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flow from the asset expire, or when it transfers the financial asset and substantially all the risk and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and associated liability for amounts it many have to pay. If the Company retains substantially all the risks and rewards of ownership of transferred financial asset, the Company continues to recognise the financial asset and also recognise a collateralised borrowing for the proceeds received.

Financial liabilities

The Company has financial liabilities that are classified as 'other financial liabilities', and these relates to borrowings from shareholders and trade and other payables.

Other financial liabilities

Other financial liabilities, including borrowings, are initially measured at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

The effective interest method is a method of calculating the amortised cost of a financial liability and allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period to the net carrying amount in initial recognition.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 December 2015

3. Significant accounting policies (continued)

Financial liabilities (continued)

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

4. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 3, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

The Directors believe that there are no accounting policies that are critical due to the degree of estimation required and / or the potential material impact they may have on the Company's financial position and performance.

5. Investments

Fixed asset investments, including investments in subsidiaries and associates, are shown at cost less provision for impairment. Current asset investments are stated at the lower of cost and net realisable value.

6. Information regarding employees and Directors

The Company had no employees during the year (2014: nil). No Director received any remuneration from the Company (2014: nil). They are regarded as group employees and paid by a fellow group companies.

7. Profit on ordinary activities before taxation

Audit fees for the audit of the Company of £2,000 (2014: £2,000) are borne by a fellow group company, Tarmac Trading Limited (formerly Lafarge Tarmac Trading Limited). There were no non audit fees in the current or prior year.

8. Finance Income

	2015	2014
	£	£
Bank interest	29	(29)
Total interest income/(expense)	29	(29)

2014

2015

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 December 2015

9. Tax on profit on ordinary activities

	2015 £	2014 £
Current tax: Adjustments in respect of prior years – consortium relief		376,488
Total tax charge for the year		376,488

Corporation tax is calculated at 20.25% (2014: 21.5%) of the estimated taxable profit for the year. The charge for the year can be reconciled to the profit in the profit and loss account as follows:

	2015 £	2014 £
Profit on ordinary activities before tax	53,186,963	52,228,451
Tax at the standard UK corporation tax rate of 20.25% (2014: 21.50%) Effects of:	10,770,360	11,225,540
Expenses not deductible	17,056,325	29,901,271
Income not taxable	(27,826,679)	(41,126,817)
Group relief	(6)	6
Adjustments in respect of prior years - consortium relief	-	376,488
Total tax expense for the year	-	376,488

For the year ended 31 December 2013 and subsequent years, group relief within the Tarmac Group is to be surrendered free of charge. Consortium relief is claimed from the Group's shareholder at the prevailing corporation tax rate for the year.

On 2 July 2013 the Finance Act 2013 enacted a reduction in the main rate of corporation tax from 21% to 20% with effect from 1 April 2015, resulting in a blended current tax rate for the year of 20.25% (2014: 21.5%). Subsequently, on 26 October 2015, Finance No.2 Bill 2015 enacted further reductions in the main rate of corporation tax to 19% with effect from 1 April 2017 and to 18% with effect from 1 April 2020. The 2016 Budget has since announced a further reduction in the main rate of corporation tax to 17% with effect from 1 April 2020 however this has not yet been substantively enacted.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 December 2015

10. Investments

	Subsidiary companies £
Cost or valuation	
At 1 January 2015 and 31 December 2015	209,702,518
Provision for impairment	
At 1 January 2015	125,473,752
Impairment	84,228,766
	209,702,518
Carrying amount	
At 31 December 2015	-

The Company's subsidiaries are all wholly owned and are listed below:

Subsidiary	Nature of Business
Tarmac Industrial Minerals Limited	Services Company
Buxton Lime Industries Limited	Dormant Company
Tarmac Southern Limited (dissolved on 26	Dormant Company
January 2016)	
Tarmac Western Limited	Dormant Company
Tarmac Concrete Products Limited	Dormant Company
Tilcon Holdings Limited	Holding Company

The following subsidiaries are indirectly held (all wholly owned by Tilcon Holdings Limited unless otherwise stated):

Alston Limestone Company (The) Limited

Pennine Highways Limited (50% owned by Alston Limestone Company (The) Limited)

Ball Mill Sand and Gravel Company Limited

Hoskins & Horton Limited (dissolved on 26 January 2016)

Birmingham Sand & Gravel Limited (100% owned by Hoskins & Horton Limited)(dissolved on 26 January 2016)

Tilcon (South) Limited (100% owned by Hoskins & Horton Limited) (dissolved on 26 January 2016)

Longford Industrial Holdings Limited (dissolved on 26 January 2016)

Compass Aggregates Limited (100% owned by Longford Industrial Holdings Limited)

S.G. Baldwin Limited

Tarmac (CSL) Limited (dissolved on 29 March 2016)

Tarmac Central Limited

Tarmac Northern Limited

Tilcon Scotland Limited

Tilcon Services Limited

Val de Travers Asphalte Limited

All subsidiary companies are registered in England and Wales except Tilcon Scotland Limited which is registered in Scotland.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 December 2015

11. Debtors

		31 December 2015	31 December 2014
		£	£
	Due after more than one year:		
	Amounts owed by group companies (1)	1	370,914,798
(1)	Interest on intercompany loans is 0% and loans are callable more than one year		
12.	Creditors – amounts falling due within one year		
		31 December 2015	31 December 2014
		£	£
	Amounts owed to subsidiary group companies (2) Amounts owed to other group companies (2)	- -	36,498,153 76,809,272
(2)	Interest on intercompany loan is 0% and loans are repayable in less than one year	-	113,307,425
10		·	
13.	Share capital		
		31 December 2015	31 December 2014
	Allotted, called-up and fully-paid	£	£
	Anoticu, cancu-up anu funy-paiu		
	1 (2014: 1) ordinary share of £1	1	1

14. Reserves

Details of all movements in reserves are shown in the Statement of Changes in Equity on page 8.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

For the year ended 31 December 2015

15. Dividends

	2015 £	2014 £
Declared and paid during the year		-
Equity dividends on ordinary shares: Final dividend for 2015	395,044,307	-
	395,044,307	

16. Related party transactions

Under Financial Reporting Standard 101, the Company is exempt from the requirement to disclose transactions with other group undertakings on the grounds that it is a wholly owned subsidiary of CRH plc and its results are included in the consolidated financial statements of CRH plc.

17. Ultimate parent undertaking

The immediate parent company is Tarmac Industrial Minerals Holdings Limited, a company incorporated and registered in England and Wales.

The ultimate parent company and ultimate controlling entity is CRH plc, a company incorporated and registered in Ireland. The smallest and largest group that publishes consolidated financial statements incorporating the results of this Company is CRH plc. Copies of the financial statements of the ultimate parent company are available from the Company Secretary, 42 Fitzwilliam Square, Dublin, D02 R279, Ireland.