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**Hanson Resource Management Limited**  
**Annual report and financial statements**  
**Registered Number 03155190**  
**Year Ended 31 December 2019**



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## Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2019. The company is exempt by virtue of section 414B of the Companies Act from preparing a Strategic Report.

### Proposed dividend

The profit for the year after taxation amounted to £20,453 (2018: profit of £16,452). The directors do not recommend a final dividend (2018: £nil).

### Directors

The directors who held office during the year and up to the date of signing this report were as follows:

M E Gravina  
J Fingeret (resigned 15 March 2019)  
C R Gifford (appointed 16 March 2019)  
P M Macaluso (appointed 8 April 2020)

### Disclosure of information to auditor

The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware; and each director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

### Going concern

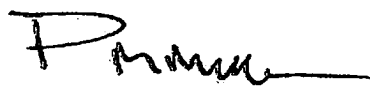
The company has not traded throughout 2019 and it is not the intention of the directors to acquire an alternative trade. As such the accounts have not been prepared on a Going Concern basis. The company's only activity is to receive interest on inter-company loans with fellow group companies (See Note 6).

### Political contributions

The Company made no political donations or incurred any political expenditure during the year.

### Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.



**P. M. Macaluso**  
Director

The Broadgate Tower  
Third Floor  
20 Primrose Street  
London  
EC2A 2RS  
30 October 2020

## **Statement of directors' responsibilities in respect of the Directors' report and the financial statements**

The directors are responsible for preparing the Directors' 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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*.

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 judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the company or to cease operations or have no realistic alternative but to do so. (as explained in note 1, the directors do not believe that it is appropriate to prepare these financial statements on a going concern basis).

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the company's website. Legislation in the UK governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.



**KPMG LLP**

1 Sovereign Square  
Sovereign Street  
Leeds  
LS1 4DA  
United Kingdom

**Independent auditor's report to the members of Hanson Resource Management Limited**

**Opinion**

We have audited the financial statements of Hanson Resource Management Ltd ("the company") for the year ended 31 December 2019 which comprise the profit and loss account and other comprehensive income, the balance sheet, the statement of changes in equity and related notes, including the accounting policies in note 1.

These financial statements have not been prepared on the going concern basis for the reasons set out in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

**Directors' report**

The directors are responsible for the directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the directors' report;
- in our opinion the information given in that report for the financial year is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

**Matters on which we are required to report by exception**

Under the Companies Act 2006 we are required 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 the requirement to prepare a strategic report.

We have nothing to report in these respects.

#### **Directors' responsibilities**

As explained more fully in their statement set out on page 2, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities**

Our objectives are to obtain reasonable assurance about whether the financial statements, as a whole, are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

#### **The purpose of our audit work and to whom we owe our responsibilities**

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.



**David Mitchell** (Senior Statutory Auditor)  
**For and on behalf of KPMG LLP, Statutory Auditor**  
 Chartered Accountants  
 1 Sovereign Square  
 Sovereign Street  
 Leeds  
 LS1 4DA  
 Leeds

05 November 2020

**Profit and Loss Account and Other Comprehensive Income**  
*for the year ended 31 December 2019*

	<i>Note</i>	<b>2019</b> <b>£</b>	<b>2018</b> <b>£</b>
<b>Gross profit</b>			
Administrative expenses	2-3	-	(4,000)
<b>Operating loss</b>		-	(4,000)
Other interest receivable and similar income	4	20,453	20,452
<b>Profit on ordinary activities before taxation</b>		20,453	16,452
Tax on profit on ordinary activities	5	-	-
<b>Profit for the financial year</b>		20,453	16,452
<b>Other comprehensive income</b>			
Other comprehensive income for the year net of income tax		-	-
<b>Total comprehensive income for the year</b>		20,453	16,452

The profit and loss account is prepared on an unmodified historical cost basis.

All profit has been generated from discontinued operations.

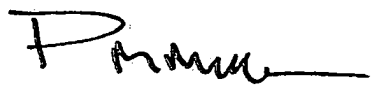
The notes on pages 8 to 12 form an integral part of the financial statements.

**Balance Sheet**  
*at 31 December 2019*

	Note	2019 £	2018 £
<b>Current assets</b>			
Debtors	6	484,122	467,669
		<u>484,122</u>	<u>467,669</u>
<b>Creditors: amounts falling due within one year</b>	7	-	(4,000)
<b>Net current assets</b>		<u>484,122</u>	<u>463,669</u>
<b>Total assets less current liabilities</b>		<u>484,122</u>	<u>463,669</u>
<b>Net assets</b>		<u>484,122</u>	<u>463,669</u>
<b>Capital and reserves</b>			
Called up equity share capital	8	275,000	275,000
Share premium reserve		129,325	129,325
Capital redemption reserve		25,000	25,000
Profit and loss account		54,797	34,344
<b>Shareholders' funds</b>		<u>484,122</u>	<u>463,669</u>

The notes on pages 8 to 12 form an integral part of the financial statements.

These financial statements (registered company number 03155190) were approved by the board of directors on 30 October 2020 and were signed on its behalf by:



**P. M. Macaluso**  
Director

30 October 2020



## Statement of Changes in Equity

	Called up share capital	Share premium reserve	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
Balance at 1 January 2018	275,000	129,325	25,000	17,892	447,217
<b>Total comprehensive income for the period</b>					
Profit for the financial year	-	-	-	16,452	16,452
Other comprehensive income	-	-	-	-	-
<b>Total comprehensive income for the period</b>	-	-	-	16,452	16,452
Total Distributions to owners	-	-	-	-	-
<b>Balance at 31 December 2018</b>	<b>275,000</b>	<b>129,325</b>	<b>25,000</b>	<b>34,344</b>	<b>463,669</b>

	Called up share capital	Revaluation reserve	Capital redemption reserve	Profit and loss account	Total equity
	£	£	£	£	£
Balance at 1 January 2019	275,000	129,325	25,000	34,344	463,669
<b>Total comprehensive income for the period</b>					
Profit for the financial year	-	-	-	20,453	20,453
Other comprehensive income	-	-	-	-	-
<b>Total comprehensive income for the period</b>	-	-	-	20,453	20,453
Total distributions to owners	-	-	-	-	-
Dividend in specie	-	-	-	-	-
<b>Balance at 31 December 2019</b>	<b>275,000</b>	<b>129,325</b>	<b>25,000</b>	<b>54,797</b>	<b>484,122</b>

The notes on pages 8 to 12 form an integral part of the financial statements

## Notes

*(forming part of the financial statements)*

### 1 Accounting policies

Hanson Resource Management Limited (the “Company”) is a company limited by shares and incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (“FRS 102”). The presentation currency of these financial statements is sterling.

The Company’s ultimate parent undertaking, Crystal Acquisition Company Inc, includes the Company in its consolidated financial statements. The consolidated financial statements of Crystal Acquisition Company Inc are prepared in accordance with US GAAP and are available to the public and may be obtained from the Company Secretary, C/O Diversified Financial Management Group, 71 South Wacker Drive, Suite 4700, Chicago, IL 60606. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

#### ***Measurement convention***

The financial statements are prepared on the historical cost basis.

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

The trade and assets of Hanson Resource Management Limited were transferred to TMS International Services UK Ltd in the course of 2015. The company has not traded in 2019. As the directors do not intend to acquire an alternative trade, these accounts have not been prepared on a going concern basis.

#### ***Foreign currency***

Transactions in foreign currencies are translated to the Company’s functional currency at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Foreign exchange differences arising on translation are recognised in the profit and loss account.

#### ***Classification of financial instruments issued by the Company***

In accordance with FRS 102.22, financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the company; and
- (b) where the instrument will or may be settled in the company’s own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the company’s own equity instruments or is a derivative that will be settled by the company’s exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the company’s own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

## Notes (continued)

### 1 Accounting policies (continued)

#### *Basic financial instruments*

##### *Trade and other debtors / creditors*

Trade and other debtors are recognised initially at transaction price less attributable transaction costs. Trade and other creditors are recognised initially at transaction price plus attributable transaction costs. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of instrument for a similar debt instrument.

#### *Expenses*

##### *Interest receivable and Interest payable*

Interest payable and similar charges include interest payable, finance charges on shares classified as liabilities and finance leases recognised in profit or loss using the effective interest method, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the profit and loss account (see foreign currency accounting policy).

Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method. Dividend income is recognised in the profit and loss account on the date the company's right to receive payments is established. Foreign currency gains and losses are reported on a net basis.

#### *Taxation*

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met; and differences relating to investments in subsidiaries to the extent that it is not probable that they will reverse in the foreseeable future and the reporting entity is able to control the reversal of the timing difference. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is provided in respect of the additional tax that will be paid or avoided on differences between the amount at which an asset (other than goodwill) or liability is recognised in a business combination and the corresponding amount that can be deducted or assessed for tax. Goodwill is adjusted by the amount of such deferred tax.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

## Notes (continued)

### 2 Expenses and auditor's remuneration

*Included in profit/loss are the following:*

	2019 £	2018 £
Depreciation of tangible fixed assets	-	-
Profit on disposal of tangible fixed assets	-	-
	<u>          </u>	<u>          </u>

*Auditor's remuneration:*

	2019 £	2018 £
Audit of these financial statements	1,500	4,000
	<u>          </u>	<u>          </u>

The audit fee was borne by TMS International Services UK Ltd in 2019.

### 3 Directors' remuneration

	2019 £	2018 £
Directors' remuneration	2,000	2,000
Company contributions to money purchase pension plans	-	-
	<u>          </u>	<u>          </u>

Directors' remuneration, including pension contributions, for C Gifford was borne by and disclosed in the financial statements of TMS International. The remuneration of M Gravina is borne by and disclosed in TMS International Services UK Limited.

### 4 Other Interest Receivable and Similar income

	2019 £	2018 £
Interest receivable on financial assets at amortised cost	20,453	20,452
	<u>          </u>	<u>          </u>
Total interest receivable and similar income	20,453	20,452
	<u>          </u>	<u>          </u>

Interest receivable and similar income includes income from group undertakings of £20,453 (2018: £20,452).

## Notes (continued)

### 5 Taxation

Total tax expense recognised in the profit and loss account, other comprehensive income and equity

	2019 £	£	2018 £	£
<i>Current tax</i>				
Current tax on income for the period	-		-	
	<hr/>		<hr/>	
Total current tax		-		-
Total deferred tax		-		-
		<hr/>		<hr/>
Total tax		-		-
		<hr/>		<hr/>

#### *Factors affecting the tax charge for the current year*

The total tax charge for the year is at the standard rate of corporation tax in the UK 19% (2018: 19%).

	2019 £	2018 £
Profit before taxation	20,453	16,452
Total tax expense	-	-
	<hr/>	<hr/>
Profit for the Financial Year	20,452	16,452
Tax using the UK Corporation Tax rate of 19% (2018: 19%)	3,886	3,126
<i>Effects of:</i>		
Under/(over) provided in prior years	-	-
Transfer pricing adjustment	6	9
Group relief/other reliefs	(3,892)	(3,135)
	<hr/>	<hr/>
Total tax expense included in profit or loss	-	-
	<hr/>	<hr/>

### 6 Debtors

	2019 £	2018 £
Amounts owed by parent and fellow subsidiary undertakings	484,122	467,669
	<hr/>	<hr/>
	484,122	467,669
	<hr/>	<hr/>

## Notes (continued)

### 7 Creditors: amounts falling due within one year

	2019 £	2018 £
Accruals and deferred income	-	4,000
	<u>-</u>	<u>4,000</u>
	<u>-</u>	<u>4,000</u>

### 8 Called up equity share capital

	2019 £	2018 £
Allotted, called up and fully paid 275,000 ordinary shares of £1 each	275,000	275,000
	<u>275,000</u>	<u>275,000</u>
Shares classified in shareholders' funds	<u>275,000</u>	<u>275,000</u>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

#### *Capital Redemption Reserve*

The capital redemption reserve arose on purchase of the Company's own shares.

### 9 Related Parties

The company has intercompany balances outstanding disclosed and related parties in note 6.

The company has taken exemption available under section 33 of FRS102 from disclosing transactions with wholly owned subsidiaries of Crystal Acquisition Company, the ultimate parent company.

### 10 Ultimate parent company

The immediate parent undertaking is TMS International Corporation, as General Partner of TMS International Global Holding C.V.

In the Director's opinion, the ultimate parent undertaking and controlling party is Crystal Acquisition Company, Inc. Copies of its financial statements, which include the company, can be obtained from the Company Secretary, C/O Diversified Financial Management Group, 71 South Wacker Drive, Suite 4700, Chicago, IL 60606.