

HANSON PEABODY LIMITEDDirectorsG Dransfield
K J Ludlam
J R ReadSecretary

P D Tunnacliffe

Registered Office1 Grosvenor Place
LONDON
SW1X 7JH**REPORT OF THE DIRECTORS****ACCOUNTS**

The company did not trade during the year under review and accordingly made no profit or loss. The accounts as at 31 December 2001 comprise the balance sheet.

DIRECTORS' INTERESTS

The directors have no declarable interest in the share or loan capital of the company or any associated undertaking during the year under review. The directors served throughout the year.

ULTIMATE PARENT UNDERTAKING

The ultimate parent undertaking is Hanson PLC (incorporated in England). Copies of Hanson PLC's accounts can be obtained from 1 Grosvenor Place, London, SW1X 7JH.

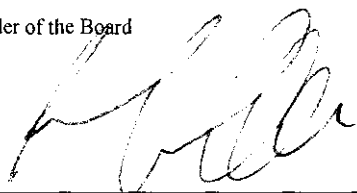
AUDITORS

A special resolution was passed on 14 December 1998 by which the company resolved not to appoint auditors as allowed by the provisions of S250 of the Companies Act 1985.

ANNUAL GENERAL MEETING

Pursuant to the Elective Resolution of the company passed on 13 February 1998 the company has dispensed with the need to hold Annual General Meetings. Any member of the company is entitled to require the laying of the accounts before a General Meeting on giving due notice to that effect in accordance with S253 of the Companies Act 1985.

By Order of the Board



Secretary

10 June 2002

BALANCE SHEET AS AT 31 DECEMBER 2001

	<u>2001</u>	<u>2000</u>
	<u>£</u>	<u>£</u>
Debtors: amounts falling due within one year	1,003,409,177	1,003,409,177
Net current assets	<u>£1,003,409,177</u>	<u>£1,003,409,177</u>
Financed by:		
101 allotted, called up and fully paid £1 ordinary shares	101	101
Share premium	1,048,215,747	1,048,215,747
Profit and loss account	<u>(44,806,671)</u>	<u>(44,806,671)</u>
	<u>£1,003,409,177</u>	<u>£1,003,409,177</u>

For the year ended 31 December 2001 the company was entitled to exemption under S249AA (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 S249B (2) of the Companies Act 1985.

The directors acknowledge their responsibility for:-

- a) ensuring the company keeps accounting records which comply with S221 of the Companies Act 1985; and
- 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 account for the financial year in accordance with S226 of the Companies Act 1985, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

10 June 2002

Director

