

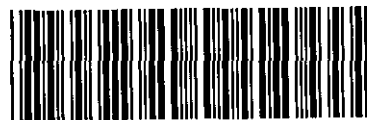
Three Counties Concrete Limited

Directors' report and financial statements

For the year ended 31st December 2006

Registered number 3513747

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Directors' report

The directors present their annual report and the audited financial statements for the year ended 31 December 2006.

Review of the business

The company has been dormant throughout the year.

Directors and directors' interests

The directors who served during the year and subsequently were as follows:

P R Barltrop (resigned 31 December 2006)

G W Bolsover

J Bowater (appointed 14 December 2006)

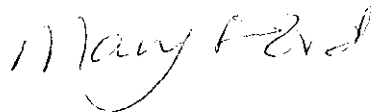
Mr G W Bolsover is also a director of the parent undertaking, Aggregate Industries Limited. His interest in the share capital of Aggregate Industries Limited is shown in the financial statements of that company.

At the year end, no directors had any interest in the shares of the company or any group company.

Auditors

For the year ended 31 December 2006 the company was entitled to exemption from audit under section 249AA and 249B of the Companies Act 1985.

By order of the board



Mrs M Ford
Secretary

Bardon Hall
Copt Oak Road
Markfield
Leicestershire
LE67 9PJ

Date **26 JAN 2007**

Statement of directors' responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable United Kingdom law and United Kingdom Generally Accepted Accounting Practice.

Company law requires the directors to prepare financial statements for each financial year which 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 year. 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 accounting standards have 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 proper accounting records that 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 1985. 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.

Balance sheet
at 31 December 2006

	<i>Notes</i>	2006 £	2005 £
Amount due by group undertakings		100	100
Capital and reserves			
Called up share capital	3	100	100
Shareholders' funds - equity interests		100	100

For the year ended 31 December 2006, the company was entitled to exemption under section 249AA(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 section 249B(2).

The directors acknowledge their responsibility for:

- a) Ensuring the company keeps accounting records which comply with section 221:
- 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 for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

The accounts were approved by the Board of Directors on 26 January 2007 and signed on their behalf by:

J Bowater
Director

Notes

(forming part of the financial statements)

1 Accounting policies

Basis of preparation

The financial statements are prepared under the historical cost convention and in accordance with applicable Accounting Standards.

2 Directors and employees

The Directors received no emoluments from the company during the year and no staff were employed.

3 Share capital

	2006 £	2005 £
<i>Authorised:</i>		
100,000 Ordinary shares of £1 each	100,000	100,000
	<hr/>	<hr/>
<i>Allotted, called up and fully paid:</i>		
100 Ordinary shares of £1 each	100	100
	<hr/>	<hr/>

4 Ultimate parent undertaking

The parent undertaking of the group of undertakings for which group accounts are drawn up and of which the company is a member is Aggregate Industries Limited, incorporated in Great Britain.

The ultimate parent undertaking is Holcim Limited which is incorporated in Switzerland.

Copies of the accounts of Holcim Limited are available on www.holcim.com or from Holcim Limited Corporate Communications, Zurcherstrasse 156, CH-8645 Jona, Switzerland.