

Company No. 4104527

HBM Hub Limited
Report and Financial Statements
31 December 2002



**HBM Hub Limited
Report and Accounts
31 December 2002**

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**HBM Hub Limited
Directors' report
31 December 2002**

The directors present their report and financial statements for the year to 31 December 2002.

Principal activity and review of the business and future developments

The company is a joint venture between RMC Group p.l.c. and Lafarge SA. The company was established to develop an e-commerce transaction portal for the heavy buildings material industry. During the year, no activity was carried out and it is not envisaged that the situation will change in the foreseeable future.

Date of incorporation

The company was incorporated on 9 November 2000.

Results and dividends

The profit and loss account for the year is set out on page 4. During the period, the company made a profit of £1,844. In the previous period it incurred a loss of £1,426,084. The directors do not recommend the payment of a dividend.

Dividends

The directors of the company during the period were are follows:

F Jacques
C de Liedekerke
J Slater

Directors' interests

No director held any beneficial interest in the shares of the company at 31 December 2002, or at any time during the period.

**HBM Hub Limited
Directors' report
31 December 2002**

Statement of directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period that 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. The directors are required to prepare the financial statements on the going concern basis, unless it is inappropriate to presume that the company will continue in business.

The directors confirm that suitable accounting policies have been used and applied consistently. They also confirm that reasonable and prudent judgements and estimates have been made in preparing the financial statements for the year ended 31 December 2002 and that applicable accounting standards have been followed.

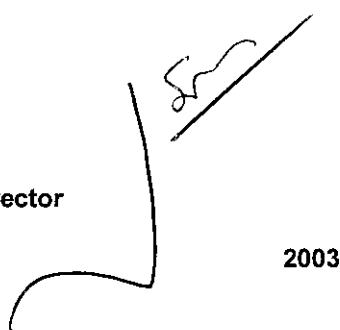
The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The company qualifies as a small company under the terms of Section 247 of the Companies Act 1985. Accordingly, it has taken advantage of the exemption available under Section 384 of the Companies Act 1985 from the obligation to appoint auditors.

By order of the board

Director

A handwritten signature in black ink, consisting of a stylized 'S' followed by a diagonal line and a horizontal line.

2003

HBM HUB Limited
Profit and loss account
to 31 December 2002

	Notes	Year to 31 December 2002 £	Period Ended 31 December 2001 £
Administrative income/(expenses)		1,844	(1,426,084)
Profit/(Loss) on ordinary activities before taxation	4	1,844	(1,426,084)
Taxation	5	-	-
Retained Profit /(Loss) for the year /financial period	10	1,844	(1,426,084)

The company has no recognised gains and losses other than those stated above and therefore no separate statement of recognised gains and losses has been presented.

HBM Hub Limited
Balance Sheet
as at 31 December 2002

	Notes	2002 £	2001 £
Current assets			
Debtors	6	-	936
Cash at bank and in hand		-	28,341
		<u>-</u>	<u>29,277</u>
Creditors: amounts falling due within one year	7	<u>-</u>	<u>(15,361)</u>
Net current assets		-	13,916
Creditors: amounts falling due after more than one year		<u>(1,424,234)</u>	<u>(1,439,994)</u>
Net liabilities		<u>(1,424,234)</u>	<u>(1,426,078)</u>
Capital and reserves			
Called up share capital	9	6	6
Profit and loss account	10	<u>(1,424,240)</u>	<u>(1,426,084)</u>
Equity shareholders' deficit	11	<u>(1,424,234)</u>	<u>(1,426,078)</u>

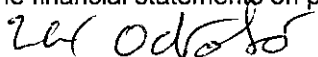
Advantage has been taken of the audit exemptions available for small companies conferred by Section 249A(1) of the Companies Act 1985 on the grounds: -

- (a) that for the year ended 31 December 2002 the company was entitled to the exemption from a statutory audit under section 249A(1) of the Companies Act 1985; and
- (b) that no notice has been deposited under section 249B(2) of the Companies Act 1985 in relation to the financial statements for the financial period.

**HBM Hub Limited
Balance Sheet
at 31 December 2002**

The directors acknowledge their responsibilities for: -

- (a) ensuring that the company keeps proper accounting records which comply with section 221 of the Companies Act 1985; and
- (b) preparing financial statements which give a true and fair view of the state of the affairs of the company as at 31 December 2002 and of its profit for the year then ended in accordance with the requirement of section 226 of the Companies Act 1985, and which otherwise comply with the requirements of companies Act 1985 relating to financial statements, so far as applicable to the company.

The financial statements on pages 4 to 12 were approved by the directors on
 2003 and were signed on its behalf by:

.....
F Jacques
Director


.....
J Slater
Director

.....
C de Liedekerke
Director

HBM Hub Limited
Notes to the financial statements
to 31 December 2002

1. Accounting policies

The financial statements have been prepared under the historical cost convention in accordance with applicable Accounting Standards in the United Kingdom. A summary of the principal accounting policies, which have been consistently applied, is set out below.

Basis of accounting and going concern

The financial statements have been prepared on the basis that the company is now dormant and that the balance held at the bank will be distributed in equal proportions to the shareholder and related party loan providers after the year end.

Cash flow statement

The company has not prepared a cash flow statement, having taken advantage of the exemption available for small companies in Financial Reporting Standard No. 1 (revised) "Cash flow Statements".

2. Employee information

The average monthly number of persons, including directors, employed by the company during the year/period was as shown below. No pension contributions were payable during the period.

	Year Ended 31 December 2002	Period Ended 31 December 2001
By activity		
Operations	0	1
Management	0	1
	<u>0</u>	<u>2</u>

	Year Ended 31 December 2002 £	Period Ended 31 December 2001 £
Staff costs, including directors' emoluments		
Wages and salaries	-	184,750
Social security costs	-	28,814
	<u>-</u>	<u>213,564</u>

HBM Hub Limited
Notes to the financial statements
to 31 December 2002

3. Directors' emoluments

	Year Ended 31 December 2002 £	Period Ended 31 December 2001 £
Aggregate emoluments	<u>-</u>	<u>66,728</u>

4. Profit/(Loss) on ordinary activities before taxation

Profit/(Loss) on ordinary activities before taxation is stated after charging:

	Year Ended 31 December 2002 £	Period Ended 31 December 2001 £
Hire of other assets – operating leases Land and buildings	<u>-</u>	<u>57,600</u>

5. Taxation

There is no charge to taxation for this year or the previous period due to losses.

6. Debtors

	31 December 2002 £	31 December 2001 £
Other debtors	<u>-</u>	<u>936</u>

7. Creditors: amounts falling due within one year

	31 December 2002 £	31 December 2001 £
Accruals and deferred income	<u>-</u>	<u>15,361</u>

HBM Hub Limited
Notes to the financial statements
to 31 December 2001

8. Creditors: amounts falling due after more than one year

	31 December 2002 £	31 December 2001 £
Loan from shareholder (Lafarge SA)	712,117	719,997
Loan from related party (RMC Group plc)	712,117	719,997
	<u>1,424,234</u>	<u>1,439,994</u>
Debt due after more than one year:		
- repayable in five years or more	<u>1,424,234</u>	<u>1,439,994</u>

The loans from the shareholder and related party are interest free until the company has distributable reserves of at least 15% of the total advanced loans. Thereafter, the loans bear interest at the rate of LIBOR plus 0.5%. No security is given against these loans. One third of the loans is repayable on 2 January 2011, or immediately in full upon the occurrence of any of the following two events:

- any binding order being made or effective resolution being passed for the winding up or dissolution of the company; or
- the company being insolvent or unable to pay its debts as they fall due.

Otherwise there are no fixed repayment terms.

9. Called up share capital

	31 December 2002 £	31 December 2001 £
Authorised		
100 ordinary shares of £1 each	<u>100</u>	<u>100</u>
Allotted, called up and fully paid		
6 ordinary shares of £1 each	<u>6</u>	<u>6</u>

The company was incorporated on 9 November 2000 with an authorized share capital of 100 ordinary shares of £1 each, of which one was allotted at par.

A further 5 ordinary shares of £1 each were allotted at par on the following dates to expand the issued share capital base:

- | | | |
|------------------|---|-------------------|
| 13 December 2000 | - | 2 ordinary shares |
| 18 December 2001 | - | 3 ordinary shares |

HBM Hub Limited
Notes to the financial statements
to 31 December 2002

10. Profit and loss account

	31 December 2002 £	31 December 2001 £
Retained profit/(loss) for the year/financial period	1,844	(1,426,084)

11. Reconciliation of movement in shareholders' deficit

	31 December 2002 £	31 December 2001 £
Opening shareholders' funds	(1,426,078)	-
Issue of share capital	-	6
Profit/(Loss) for the year/financial period	1,844	(1,426,084)
Closing shareholders' deficit	(1,424,234)	(1,426,078)

12. Related party transactions

The company is a joint venture between RMC Group p.l.c. and Lafarge SA, each of which via their respective subsidiary undertakings, owns 50% of the company. There were no related party transaction in the year.

The following table summarises material transactions and year end balances with related parties:

	Creditor as at 31 December 2001 £	Loans repaid during the period £	Creditor as at 31 December 2002 £
Changelissues Limited (shareholder)	719,997	(7,880)	712,117
RMC Group p.l.c. (ultimate parent undertaking of an existing shareholder)	719,997	(7,880)	712,117
	1,439,994	(15,760)	1,424,234

HBM Hub Limited
Notes to the financial statements
to 31 December 2002

13 Ultimate controlling parties

The directors regard RMC Group p.l.c. registered in England and Lafarge SA, registered in France as the ultimate controlling parties.