

Hanson (BHL) Limited (formerly Beazer Homes Limited)

Report and Accounts

30 September 1994

Company Number 2755729

EY ERNST & YOUNG



Hanson (BHL) Limited (formerly Beazer Homes Limited)

DIRECTORS

M J Ablett
J F Meddins
P W Nicholson
P J Turner

SECRETARY

B E Rossiter

AUDITORS

Ernst & Young
One Bridewell Street
Bristol
BS1 2AA

BANKERS

National Westminster Bank PLC
15 High Street
Bath
BA1 5AH

REGISTERED OFFICE

Beazer House
Lower Bristol Road
Bath
Avon
BA2 3EY

Hanson (BHL) Limited (formerly Beazer Homes Limited)

DIRECTORS' REPORT

The directors present their report and the audited accounts for the period ended 30 September 1994.

PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS

The principal activity is that of a holding company.

On 2 November 1993 the company acquired Walker Homes (Scotland) Limited and Torwood Homes (Scotland) Limited from the Walker Group. On 21 January 1994, the company sold the majority of its investments to three group companies.

On 1 March 1994 the company changed its name to Hanson (BHL) Limited.

RESULTS AND DIVIDENDS

The profit for the year attributable to shareholders amounts to £38,222,000. The directors do not propose payment of any dividend leaving £38,222,000 to be transferred to reserves.

FUTURE DEVELOPMENTS

The company will continue as an investment holding company.

FIXED ASSET INVESTMENTS

The changes in fixed asset investments are shown in note 5 to the accounts.

DIRECTORS

The directors who served during the year were:

D M Webb	resigned 24 March 1994
J S Cadwallader	resigned 24 March 1994
R L Macfarlane	resigned 24 March 1994
R W Thomas	resigned 24 March 1994
D N Priest	resigned 24 March 1994
S Murray	appointed 1 November 1993, resigned 29 September 1994
D J Smith	appointed 20 January 1994, resigned 29 September 1994
M J Ablett	appointed 1 March 1994
J F Meddins	appointed 1 March 1994
P W Nicholson	appointed 1 March 1994
P J Turner	appointed 1 March 1994

Hanson (BHL) Limited (formerly Beazer Homes Limited)

DIRECTORS' REPORT

DIRECTORS INTERESTS

According to the register maintained as required under the Companies Act 1985, none of the directors had any interest in the share capital of the company.

The company is a wholly owned subsidiary of Hanson PLC. The only declarable interests in the share capital of Hanson PLC are as follows:

	1/10/93	Granted	Exercised	30/9/94	Average exercise price	Market price when exercised
P W Nicholson:						
Shares	150	-	-	1,150	-	
Executive share options	82,000	26,000	(25,000)	83,000	238.3	276.5
Sharesave options	9,817	-	-	9,817	185.9	
J F Meddins:						
Executive share options	-	12,000	-	12,000	267.5	
Sharesave options	7,681	3,179	-	10,860	167.1	

AUDITORS

A resolution proposing the re-appointment of Ernst & Young as auditors will be put to the members at the Annual General Meeting.

By order of the board



Secretary

Date 17 MAY 1995

Hanson (BHL) Limited (formerly Beazer Homes Limited)

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE ACCOUNTS

Company law requires the directors to prepare accounts 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 period. In preparing those accounts, 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 accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors confirm that the accounts comply with the above requirements.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts 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.

REPORT OF THE AUDITORS

to the members of Hanson (BHL) Limited (formerly Beazer Homes Limited)

We have audited the accounts on pages 7 to 11, which have been prepared under the historical cost convention and on the basis of the accounting policies set out on page 9.

Respective responsibilities of directors and auditors

As described on page 5 the company's directors are responsible for the preparation of the accounts. It is our responsibility to form an independent opinion, based on our audit, on those accounts and to report our opinion to you.

Basis of opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of affairs of the company as at 30 September 1994 and of its profit for the year then ended and have been properly prepared in accordance with the Companies Act 1985.

Ernst & Young.

Chartered Accountants
Registered Auditor
Bristol

Date 17 May 1995.

Hanson (BHL) Limited (formerly Beazer Homes Limited)

PROFIT AND LOSS ACCOUNT

for the year ended 30 September 1994

	<i>Notes</i>	<i>52 weeks 1994 £000</i>	<i>50 weeks 1993 £000</i>
Income from shares in subsidiary undertakings	2	30,200	19,251
Interest payable		(4)	-
OPERATING PROFIT BEFORE EXCEPTIONAL ITEMS		30,196	19,251
Exceptional items	3	8,026	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		38,222	19,251
Tax on profit on ordinary activities	4	-	-
PROFIT ON ORDINARY ACTIVITIES AFTER TAXATION FOR THE PERIOD		38,222	19,251
Interim dividends paid		-	(15,908)
RETAINED PROFIT FOR THE PERIOD		38,222	3,343

Movements on reserves are set out in note 10.

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES


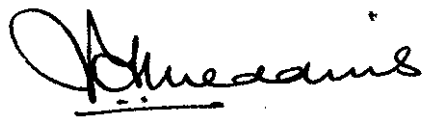
There are no recognised gains or losses for the year ended 30 September 1994 other than the profit on ordinary activities after taxation of £38,222,000 (1993 - £19,251,000).

Hanson (BHL) Limited (formerly Beazer Homes Limited)

BALANCE SHEET

at 30 September 1994

	Notes	1994 £000	1993 £000
FIXED ASSETS			
Investments	5	-	296,663
CURRENT ASSETS			
Debtors	6	339,638	3,343
CREDITORS: amounts falling due within one year	7	(20,163)	(18,753)
NET CURRENT ASSETS/(LIABILITIES)		319,475	(15,410)
TOTAL ASSETS LESS CURRENT LIABILITIES		319,475	281,253
CAPITAL AND RESERVES			
Called up share capital	8	277,910	277,910
Profit and loss account	9	41,565	3,343
		319,475	281,253


) Directors

Date 17 MAY 1995

Hanson (BHL) Limited (formerly Beazer Homes Limited)

NOTES TO THE ACCOUNTS

at 30 September 1994

1. ACCOUNTING POLICIES

Accounting convention

The accounts are prepared under the historical cost convention and in accordance with applicable accounting standards.

Fixed asset investments

Fixed asset investments are stated at cost except where it is required to make a provision for diminution in value.

2. INCOME FROM SHARES IN SUBSIDIARY UNDERTAKINGS

	<i>1994</i>	<i>1993</i>
	<i>£000</i>	<i>£000</i>
Dividends received	30,200	15,908
Dividends receivable	-	3,343
	<u>30,200</u>	<u>19,251</u>

3. EXCEPTIONAL ITEMS

	<i>1994</i>	<i>1993</i>
	<i>£000</i>	<i>£000</i>
Profit on sale of fixed asset investments	<u>8,026</u>	<u>-</u>

4. TAXATION

After adjustment for tax purposes a tax loss arises, however, there is no corporation tax credit in the current year due to losses being surrendered to other group companies without consideration.

There is no deferred taxation liability nor any unprovided deferred tax (1993 - £Nil).

5. INVESTMENTS

	<i>Subsidiary undertakings £000</i>
Net book value at 1 October 1993	296,663
Disposals in the period	<u>(296,663)</u>
Net book value at 30 September 1994	<u>-</u>

Investments at 30 September 1994 comprise 100% of the issued share capital in Beazer Property France SA at a cost of £714,000 which has been fully provided against. Beazer Property France SA is incorporated in France and is in the property development business.

The company is a wholly owned subsidiary undertaking of a body incorporated in the United Kingdom and advantage has been taken of S228 of the Companies Act 1985 in that consolidated accounts have not been prepared. These financial statements only present information about the company as an individual undertaking.

Hanson (BHL) Limited (formerly Beazer Homes Limited)

NOTES TO THE ACCOUNTS

at 30 September 1994

6. DEBTORS

	<i>1994</i>	<i>1993</i>
	<i>£000</i>	<i>£000</i>
Amounts owed by subsidiary undertakings	-	3,343
Amount owed by parent undertaking	339,638	-
	<u>339,638</u>	<u>3,343</u>

7. CREDITORS: amounts falling due within one year

	<i>1994</i>	<i>1993</i>
	<i>£000</i>	<i>£000</i>
Amounts owed to subsidiary undertakings	-	18,753
Amount owed to fellow subsidiary undertaking	20,163	-
	<u>20,163</u>	<u>18,753</u>

8. SHARE CAPITAL

	<i>1994</i>	<i>1993</i>
	<i>£000</i>	<i>£000</i>
Authorised:		
300,000,000 ordinary shares of £1 each	<u>300,000</u>	<u>300,000</u>
Allotted, called up and fully paid:		
279,910,001 ordinary shares of £1 each	<u>279,910</u>	<u>279,910</u>

9. PROFIT AND LOSS ACCOUNT

	<i>1994</i>	<i>1993</i>
	<i>£000</i>	<i>£000</i>
At 1 October 1993	3,343	-
Retained profit for the period	38,222	3,343
At 30 September 1994	<u>41,565</u>	<u>3,343</u>

10. RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	<i>1994</i>	<i>1993</i>
	<i>£000</i>	<i>£000</i>
Balance at 1 October 1993	281,253	-
Share capital issued	-	277,910
Profit for the period attributable to shareholders	38,222	19,251
Dividends	-	(15,908)
At 30 September 1994	<u>319,475</u>	<u>281,253</u>

Hanson (BHL) Limited (formerly Beazer Homes Limited)

NOTES TO THE ACCOUNTS

at 30 September 1994

11. CASHFLOW STATEMENT

The company is not required to produce cash flow statement. It is a wholly owned subsidiary of Hanson PLC which prepares a consolidated cash flow statement.

12. ULTIMATE PARENT COMPANY

The company's ultimate parent undertaking is Hanson PLC, which is registered in England and Wales.

Copies of Hanson PLC's accounts can be obtained from 1 Grosvenor Place, London, SW1X 7JH.