

Registered number: 05009743

HANSON HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2024

HANSON HOLDINGS LIMITED

COMPANY INFORMATION

Directors

N Benning-Prince
R C Dowley
E A Gretton
A Quilez Somolinos

Company secretary

W F Rogers

Registered number

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Registered office

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Independent auditors

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HANSON HOLDINGS LIMITED

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HANSON HOLDINGS LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Business review

The Company is a group investment holding company.

On 14 November 2024 the Company received a dividend of £40,400,000 from its subsidiary, Civil and Marine Limited.

On 19 December 2024 the Company issued a promissory note of £140,000,000 to its direct parent Hanson Limited that is repayable by 19 December 2025 and 5 promissory notes of £30,000,000 each, together totalling £150,000,000, to its direct subsidiary Civil and Marine Limited that are repayable by 19 December 2025, 19 December 2026, 19 December 2027, 19 December 2028 and 19 December 2029 respectively.

The Company used the funds receivable from the issue of the loan notes to purchase the entire share capital of Hanson (ER - No 10) Limited together with its subsidiary, Hanson Packed Products Limited, from fellow subsidiary undertakings, at a fair market value for cash consideration of £310,000,000, which is subject to a purchase price adjustment dependant on surplus property disposals in Hanson Packed Products Limited.

During the year the Company also received interest on amounts due from its ultimate parent undertaking.

At the year end the Company partially impaired its investment in Hanson Building Materials Limited by £8,208,000 and partially released the impairment against its investment in Hanson Finance Limited by £1,419,000 to bring the carrying values in line with the underlying net assets. The impairment and release of impairment have been treated as exceptional items.

Section 172(1) Statement

The primary purpose of the Company is that of a group investment holding company. The overall objective of the Directors is to maximise shareholder and stakeholder value whilst working to a sustainable long-term business model. The Directors work to ensure the business strategy and objectives of the Company are aligned with that of the Group. As a group investment holding company, the Company has limited stakeholders having no customers, suppliers or employees.

During the year the Company issued loan notes to acquire the shares of Hanson (ER - No 10) Limited together with its subsidiary, Hanson Packed Products Limited, to restructure the group with a common holding company for UK operations.

Prior to undertaking such steps, the Company actively engaged with its shareholder.

Climate-related Financial Disclosures

The Company recognises the global importance and potential impact of climate-related issues. This disclosure includes information on how climate change is being addressed by corporate governance, its impact on strategy, how climate-related risks and opportunities are being managed, and the relevant performance metrics and targets applied.

The Company monitors climate-related risks, physical and transition, and the opportunities this presents that could reasonably be expected to impact the Company.

The Company is a group investment holding company.

The business of the Company's subsidiaries primarily involves the production and distribution of aggregates, ready-mixed concrete, and asphalt. The Company's business model encompasses the entire value chain, from the extraction of raw materials, processing, and recycling through to the sales and distribution of the end products to customers. The products are used, for infrastructure, traffic routes (roads and rail), commercial and industrial facilities and the construction of houses.

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Climate-related Financial Disclosures (continued)

Overview of products:

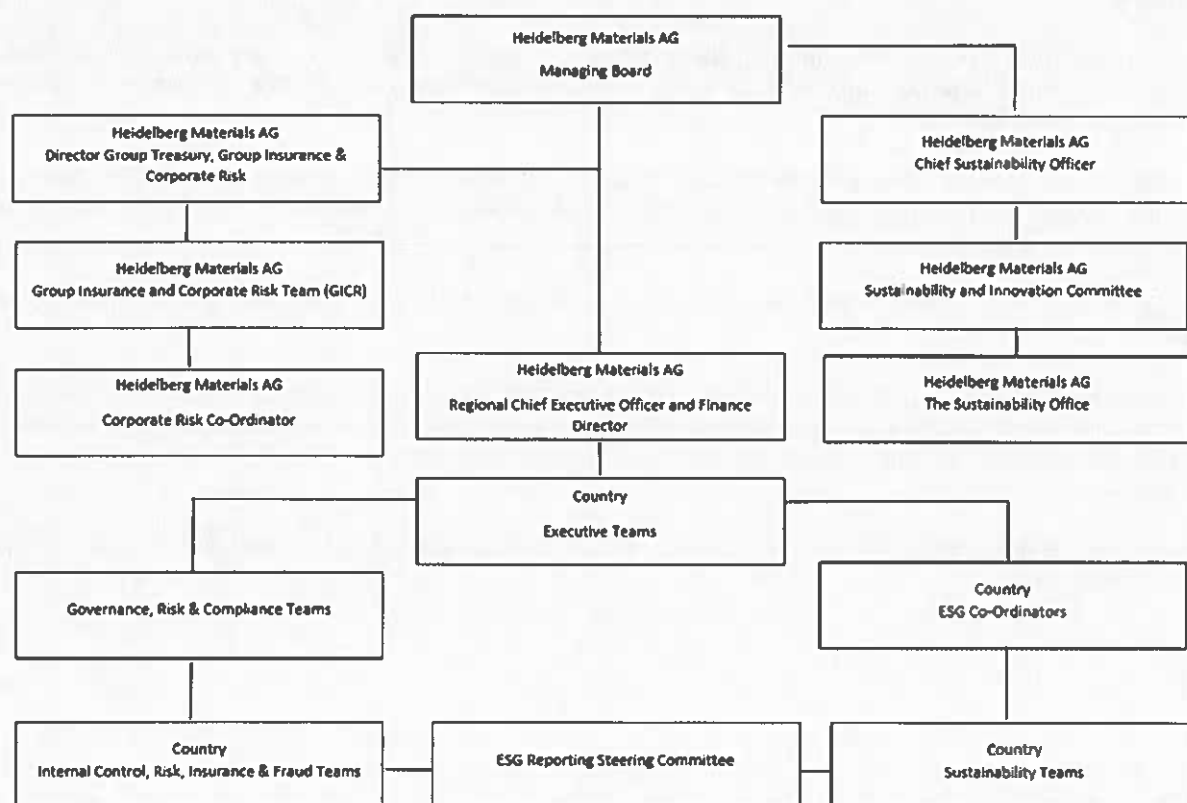
- Aggregates (sand, gravel, and crushed rock) are the main component in the production of concrete and asphalt and are also used as base courses in the construction of infrastructure, such as roads and rail. To some extent, aggregates are also obtained from recycled products.
- Concrete is a mixture of aggregates (about 80%), cement (about 12%), and water. Cement typically consists of almost 100% clinker. Composite cements, in which a portion of the clinker is replaced by alternative materials, such as fly ash and ground granulated blast furnace Slag (GGBS), can enhance cement properties and reduce CO2 emissions associated with concrete product, such as evoBuild.
- Asphalt is a mixture of aggregates (about 95%) and bitumen and is generally used as a top layer in road construction.

Governance

The Chief Sustainability Officer at Heidelberg Materials AG, the ultimate parent undertaking, has oversight of Environmental, Social and Governance (“ESG”) matters across the Group, including climate-related financial risks.

The following organogram provides an overview of the responsibilities of the various climate-related bodies across the Group.

Governance Organogram



**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Climate-related Financial Disclosures (continued)

The Managing Board of Heidelberg Materials AG ("the Managing Board") has oversight of strategy, guiding the development of transition plans, setting of targets, agreeing climate-related employee incentives, integrating climate-related issues into strategy and coordinating climate-related risk and opportunities. The Managing Board is advised by the Chief Sustainability Officer who is highest individual with responsibility of ESG related issues. The Chief Sustainability Officer is assisted by the Sustainability and Innovation Committee, which reports on all aspects of sustainability, including the decarbonisation roadmap, reduction of carbon footprints and innovation and growth opportunities. The Sustainability Office advises on sustainability across the Group to ensure that sustainability criteria are incorporated into every decision and is led by the Chief Sustainability Officer.

The Managing Board are also advised by the Director Group Treasury, Group Insurance & Corporate Risk on climate related risk. Country Risk and Insurance Managers are responsible for the assessment and management of a given risk (avoid, minimize, transfer of risk to a third party). Country ESG Coordinators attend ESG Coordinator meetings facilitated by Heidelberg Materials AG, to discuss ESG strategy and actions.

At a country level, ESG strategy and actions are overseen by ESG Coordinators, who report material risks and opportunities; integrate climate related risk and opportunities into strategy; and consider metrics and targets from a country perspective. The ESG Reporting Steering Committees meet periodically to assess and review internal gap assessments, new ESG regulations, data collection processes and remediation steps and additional information to be reported at a country level. Executive Teams meet regularly and discuss the CO2 roadmap, sustainability risks and opportunities, and business specific climate-related impacts, including energy KPIs, carbon trackers and key projects and initiatives.

Risk Management

The risk management process is managed at both Heidelberg Materials AG and country level combining a bottom-up reporting of risks and a top-down global analysis of climate-related physical and transition risk exposure.

Risks are assessed qualitatively and, wherever possible, supplemented with quantitative appraisals. As part of the regular risk management process, identified risks are monitored and possible risk avoidance and reduction measures are evaluated.

Climate-related financial risks are identified at a country level and reported to Heidelberg Materials AG, in line with the enterprise risk management framework. The Group Insurance and Corporate Risk team (GICR) identifies risk at a global level and feeds into the broader global risk map.

The GICR presents a Risk Report on a quarterly basis to the Managing Board at a risk management team meeting.

The Executive Teams set up and supervise internal controls and risk management systems. They have overall responsibility for the scope and organisation of the established systems. The process of identification within the regular risk management process is supplemented by ad-hoc risk reports in the event of a sudden occurrence of serious risk.

Climate risk assessments are also performed on a project-by-project basis and fed into the formal capital approval process.

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Climate-related Financial Disclosures (continued)

Time periods by reference to which those risks and opportunities are assessed are as follows:

Time	Definition	Rationale
Short	Current to 2025	Short term relates to regular business and financial planning routines as well as existing and readily foreseeable regulatory requirements.
Medium	Current to 2030	The medium term is defined as the time horizon that goes beyond that of regular strategic planning, but for which a strategic roadmap exists.
Long	From 2030 onwards	Long term refers to the time horizons that extend beyond the next ten years. In the climate scenarios, this is the 2040 and 2050 time horizon.

Climate scenario analysis has been considered and can be found in the Heidelberg Materials 2024 Annual and Sustainability Report. For this reporting cycle, assessments to help inform a shortlist of risks that could have a material impact on the business to be assessed further. More details on the scenarios used to assess climate-related risks and opportunities, as well as potential mitigations can be found in the Strategy section of these disclosures.

Climate risks and opportunities are typically divided into two categories:

- Transition risks (or opportunities) are viewed as those associated with transitioning to a low carbon economy that may result from regulation, technology, reputational and market responses.
- Physical risks are the exposure of assets or value chain to physical hazards caused by the effects of climate change (e.g. flooding or heat stress).

Transition and physical risks can manifest over different time horizons. The potential impact under various temperature scenarios and transition pathways can be assessed through climate scenario analysis. In the future further climate scenario analysis to consider risks and opportunities and sensitivities to these risks and opportunities.

Strategy

The climate-related risks and opportunities are assessed as material for the current year and plans to fully analyse the potential impact of the climate-related risks and opportunities on strategy and business model in future periods are in progress.

Scenario overview

Scenario analysis allows for the identification and analysis of the potential implications of a range of plausible future states. Scenarios are not designed to deliver precise outcomes or forecasts. They are intended to illustrate a potential range of impacts of certain risks or assumptions and have been applied qualitatively for this assessment.

The Scenario analysis referenced in the Heidelberg Materials 2024 Annual and Sustainability Report makes qualitative assessments at regional levels.

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Climate-related Financial Disclosures (continued)

Scenario selection

When selecting scenarios, UK-CFD recommends considering both 1.5°C and 4°C scenarios as options to assess a “well below 2°C” Paris-aligned transition scenario, as well as a scenario consistent with increased physical risk. Conducting scenario analysis across the 1.5°C and 4°C range allows businesses to assess both the high transition and high physical risk potentials (1.5°C and 4°C scenarios respectively).

Potential exposure to transition risks and opportunities are reviewed in qualitative terms across a 1.5°C transition scenario. Potential physical risk exposure is reviewed in qualitative terms across a 4°C high physical risk scenario, with the underlying hazard dataset assessed by a third party. The risk rating assigned to each shortlisted risk or opportunity is based on the potential qualitative magnitude of the risk or opportunity.

Scenario assumptions, limitations and frequency

Scenario analysis risk and opportunity ratings were determined at regional levels and aggregated proportionally.

It is expected that assessments in future periods are updated in light of developments in either climate science or business strategy. The risks and opportunities disclosed were prioritised for further analysis following workshops with stakeholders from across the Group and are not exhaustive. In future reporting cycles, additional disclosures or different risks and opportunities may be chosen.

STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024
Climate-related Financial Disclosures (continued)
Climate-related Risks - Transition

		Definition	Potential Impact	Strategic response and mitigation
Transition	Type Market Risk Increased cost of raw materials Time Horizon 2050 Scenario 1.5°C	The price of raw materials may increase due to the impact of rising GHG emissions pricing and the widespread shift towards cleaner technologies affecting demand across sectors, including the supply chain.	This could present a “high” risk as raw materials constitute a large proportion of total costs, specifically for concrete. An uplift in demand to support low carbon transition potentially exacerbating price fluctuations. Further, increasing raw material pricing across the supply chain could potentially be passed on from suppliers in the form of increased cost of raw material extraction and transportation. This could lead to an impairment of the Company’s investments.	The Company’s operating subsidiaries are taking diversifying measures to decarbonise their products and investing in R&D to develop innovative new low carbon building materials. The Company’s operating subsidiaries are actively taking measures to promote circular economy in the value chain through closing the loop in the material cycle of sand, aggregates, and concrete. This could reduce reliance on raw materials produced via carbon intensive processes and reduce embodied carbon.
	Type Reputation Risk Shift in consumer preferences Time Horizon 2050 Scenario 1.5°C	Customers may shift preferences away from traditional concrete products containing cement in response to the end client’s increased focus on environmental impacts.	This could present a “high” risk to the Company’s operating subsidiaries, as this may potentially reduce demand for carbon-intensive building materials, such as concrete and asphalt, which currently constitute a significant proportion of revenue. This could also lead to an impairment of the Company’s investments.	The development of, and investment into low carbon products by the Company’s operating subsidiaries and their commitment to offer circular alternatives for 50% of concrete products by 2030 is ongoing.

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**
Climate-related Financial Disclosures (continued)
Climate-related Risks - Physical

		Definition	Potential Impact	Strategic response and mitigation
Physical	Type Acute Risk Exposure to physical hazards Time Horizon 2050 Scenario 4°C (RCP 8.5)	Increased severity of extreme weather events such as cyclones and floods.	This could present a "high" risk to the Company's operating subsidiaries, as hazard data suggests that at least one UK site has potentially significant exposure to river flooding. This could lead to disruption of business activities or cause direct site damage. This could also lead to an impairment of investments.	The Company's operating subsidiaries have detailed site-level assessments for potentially material sites to review adaptation and mitigation measures locally.
	Type Chronic Risk Exposure to physical hazards Time Horizon 2050 Scenario 4°C (RCP 8.5)	Changing weather patterns and rising mean temperature and sea levels.	This could present a "medium" risk based on the hazard data provided in a 4°C scenario. This could also lead to an impairment of investments.	The Company's operating subsidiaries have detailed site-level assessments for potentially material sites to review adaptation and mitigation measures locally.

Climate-related Opportunities

		Definition	Potential Impact	Strategic response and mitigation
Transition	Type Technology Risk Opportunity for lower emissions technology and products Time Horizon 2050 Scenario 1.5°C	Increased use of lower emission technology and products may result in new revenue streams (such as low emission concrete).	This could present a "high" opportunity, resulting in new revenue streams for the Company's operating subsidiaries, given the wide range of innovative new products that can be manufactured with alternative low carbon fuels and electrification. There is potential opportunity to expand market share if the Company's operating subsidiaries adopt these new technologies at a faster rate than peers.	The Company's operating subsidiaries have recognised this opportunity through their 2024 commitments to generate 50% of revenue from low carbon and circular products.

**STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**
Climate-related Financial Disclosures (continued)
Metrics & Targets

The progress of the Company's operating subsidiaries in meeting the 2030 commitments is monitored together with measurable KPIs. Operational sites have internal IMS (integrated Management Systems). Additionally, all UK sites hold or are working toward ISO 9001 (Customer needs), ISO 14001 (Environmental), ISO 5001(Energy), BES 6001 (Responsible sourcing) and PAS 2080 (Carbon emissions).

2030 commitments	Contribution as at 31 December 2024
<p>Reduce the carbon impact of products, with a science-based 1.5% pathway target of 15% reduction from a 2016 baseline.</p>	<ul style="list-style-type: none"> • The Company's operating subsidiaries are improving their network of rail-connected depots to reduce vehicle movements and associated CO₂ emissions. • Heidelberg Materials UK is continuing to make progress in changing burners from gas oil to lower emission fuels, as the burner is the single largest CO₂ emissions source in the asphalt production process. • The Criggion asphalt plant in the UK trialled hydrogen as a fuel to deliver net zero asphalt production. • CarbonLock trials in the UK, using bio-binders and warm mix asphalt, demonstrated a 26% reduction in asphalt-related emissions. • In the UK, the embodied carbon concrete mixes have reduced between 8% and 24% from 2018 Environmental Product Declarations (EPDs). • The Company's operating subsidiaries are engaging in early trials of anti-aging and biogenic bitumen to extend the lifecycle of asphalt, which will cut carbon emissions, as replacements are required less frequently.
<p>Generate 50% of our revenue from sustainable products</p>	<ul style="list-style-type: none"> • The acquisition of Mick George Limited, specialising in recycling and waste management services, and the acquisition of Bristol & Avon Group Limited, a supplier of recycled aggregates, increases revenue from sustainable products. • Heidelberg Materials UK opened its first recycling hub at Appleford, to recycle construction waste for reuse and divert away from landfill. Investment is continuing, in order to develop a national network of recycling hubs. • 725,000 tonnes of recycled aggregates were processed in 2024, up from 575,000 tonnes in 2023. • In the UK, over 75% of concrete supplied by Heidelberg Materials UK exceeded the sustainable revenue criteria and has increased by 25% from 2023. • The percentage of recycled asphalt plantings (RAPs) used in products for asphalt mixes was 18% in 2024.
<p>Offer 50% circular alternatives for concrete products.</p>	<ul style="list-style-type: none"> • In 2024, the evoBuild product line for low carbon and circular products was launched in the UK to significantly reduce the CO₂ impact of concrete supplied. • High specification watertight concrete containing 70% Regen GGBS, minimising production of heat and reducing the risk of thermal cracking, whilst also reducing CO₂ emissions is being sold to customers.

HANSON HOLDINGS LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2024

Climate-related Financial Disclosures (continued)

Net Zero by 2050

The Company's operating subsidiaries plan to be NetZero by 2050.

Principal risks and uncertainties

Group undertakings

The Company's results arise from transactions with fellow group undertakings in the group headed by Heidelberg Materials AG. The Directors are therefore of the opinion that the Company is not directly exposed to significant risks and uncertainty; however, by the very nature of its activities, the Company is indirectly exposed to similar risks and uncertainties to those faced by other group companies. Details of the proposed risks and uncertainties facing the group headed by Heidelberg Materials AG are disclosed in the financial statements of that Company.

Foreign exchange risk

The Company is exposed to foreign exchange risk in respect of its investments in subsidiary undertakings, which are supported by assets and future operating cashflows, some of which are in Australian dollars and Euros. Significant fluctuations in foreign currency rates could potentially result in future impairment charges. These are not hedged.

This report was approved by the board on 25 September 2025 and signed on its behalf.



W F Rogers
Secretary

**DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2024**

The Directors present their report and the financial statements for the year ended 31 December 2024.

Results and dividends

The profit for the year, after taxation, amounted to £33,357,000 (2023 - £966,547,000).

During the year the Company paid dividends in specie totalling £nil (2023 - £2,734,320,000). The Directors do not recommend the payment of a final dividend (2023 - £nil).

Future developments

The Directors anticipate that the Company will continue as a group investment holding company for the foreseeable future.

Going concern

The Company has limited activity outside of the Heidelberg Materials AG group and therefore its on-going activity is dependent on the operational activity of the Heidelberg Materials AG group.

The financial statements have been prepared on a going concern basis as the Company's ultimate parent undertaking, Heidelberg Materials AG which indirectly owns the Company's entire share capital, has committed to continue to support the Company for a period of no less than 12 months from the date of approval of these financial statements, in order that it can meet its liabilities as they fall due. The Company's liabilities are typically with Heidelberg Materials AG group companies.

The Directors have considered and satisfied themselves that Heidelberg Materials AG is able to make the commitments it has made to the Company. In doing this, the Directors have noted that the ultimate parent undertaking, Heidelberg Materials AG, has made an assessment of identifiable risks on their global business activities, including: the on-going impact of geopolitical instability in Ukraine and the Middle East and other political uncertainties; energy and raw material market volatility; persistent inflationary pressures; proposed tariffs; relatively high interest rates and the overarching impact these factors have on construction and consumer markets. The ultimate parent undertaking continues to operate on a going concern basis.

Thus the Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future and they continue to adopt the going concern basis of accounting in preparing the financial statements.

Engagement with employees

The Company has no employees. This report therefore summarises the engagement with employees of the Company's UK subsidiaries.

The Company's UK subsidiaries take a number of measures to ensure proactive and meaningful engagement with its workforce - this applies to all employees and all companies within Heidelberg Materials UK.

Heidelberg Materials UK values engagement with its workforce, as a key stakeholder. The engagement takes place on many different levels, using a variety of formal and informal measures, which facilitates two-way dialogue to ensure employees have a direct voice to the executive team.

An employee forum has been established, with 13 active employee representatives representing the various business lines and staff functions. The forum meets fortnightly and is chaired by the Head of Human Resources or Senior HR Business Partner.

Four members of the forum also sit on the ultimate parent company's European Works Council, which the Directors believe represents a positive opportunity for the UK workforce to make its voice heard directly at the level of the ultimate parent company.

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Engagement with employees (continued)

The employee forum acts as a key information and discussion channel between employees and executive management. At the September 2024 meeting, Heidelberg Materials UK's chief executive officer (CEO), together with business line managing directors, provided detailed updates on business line specific activities, business performance and markets, health and safety progress, digital and our new people plan.

Employee representatives raised numerous points of discussion during the meeting, with employees invited to anonymously submit questions in advance. These processes lead to a combination of management commitments, reviews and explanations on a wide range of safety, environmental, operational and commercial matters. Minutes are taken which are published on the Heidelberg Materials UK intranet, together with the questions and answers. The Directors believe that the employee forum provides a positive and transparent means of engaging with the workforce as a key stakeholder, in the interests of the long-term sustainability of the Company and its operations.

In addition to the employee forum, the CEO delivers a national leadership communication roadshow each year. These take the form of informal town hall talks, with the CEO providing detailed updates to staff regarding business performance, strategy and the priorities for the year ahead, as well as giving the workforce the opportunity to put questions directly to the senior management in attendance. In addition, core business areas have a stall with representatives from across the business discussing their priorities for 2024 and beyond, and engaging on any challenges, issues or other matters employees would like to get feedback on.

Other measures to facilitate effective engagement with employees include the regular business update via Teams by the CEO and executive management, as well as the quarterly publication of Heidelberg Materials UK's Team magazine, which is sent to every employee's home address, and includes regular updates through the year on business performance and strategy. Heidelberg Materials UK's Team magazine also communicates to employees the many positive measures Heidelberg Materials UK takes to support our local communities as key stakeholders in the context of the long-term sustainability of our operations.

All Heidelberg Materials employees have been assigned an email address and have the ability to access our people system, Workday, where they can view their personal information and payslip.

We regularly provide updates on Viva Engage and continue to increase our presence on Social Media which has meant we are reaching a wider and more diverse audience with our communications and business activities, contributing to the enhancement of our employer brand. The Directors value the consultations undertaken with trade unions, setting out detailed business performance updates when meeting with them.

Heidelberg Materials UK places great importance on visible and engaged leadership. Management frequently visits sites to discuss health and safety, as well as other broader topics, with employees. Safety conversations in particular are closely monitored to demonstrate the commitment to engaged leadership and the significance of safety.

The Head of Human Resources works with the HR Business Partnering Team and attends management meetings to provide insight on feedback regularly received from employees at various forums which often influences the direction of the business's People Strategy. Through the work and engagement carried out within the business the HR team are ensuring the Company's values and culture are embedded within the workforce.

In 2024, a new people strategy was developed by collaborating with representatives from various parts of the business to shape our future together. This strategy was formed through conducting workshops with business representatives. We also collaborated with colleagues from Heidelberg Materials European countries to share best practices. These workshops provided a platform for exchanging ideas, addressing challenges, and fostering a collaborative environment that supports our strategic goals.

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Engagement with employees (continued)

Employee surveys are carried out periodically, and in September 2024, a comprehensive survey was conducted to monitor the culture and values within the workforce. The results showed a significant improvement in the engagement score, which increased from 73% to 78%. This positive change reflects our ongoing efforts to create a supportive and engaging work environment.

To build on this success, we are currently developing action plans aimed at providing continuous improvement. These plans will address the feedback received from the survey and focus on key areas such as employee well-being, professional development, communication and workplace culture. The goal is to ensure that our employees feel valued and heard, and that we continue to foster a positive and inclusive workplace.

In addition to the engagement survey, a wellbeing survey was conducted in January 2024 to assess the current state of employees' mental health. This survey helped us evaluate the effectiveness of our wellbeing strategies and identify areas for improvement. As a result, we have trained over two hundred mental health first aiders to support our employees. Additionally, we created a wellbeing dashboard that provides management and support functions with insightful data to take informed actions.

A further component of engagement with employees is the annual Heidelberg Materials UK return to work carried out on the first working day of the New Year, with the usual Health and Safety stand down held.

Heidelberg Materials UK is committed to being a fair, inclusive, and respectful business, whilst raising awareness of key challenges both internally and across the industry. To implement this commitment, we have a Fairness, Awareness, Inclusion and Respect (FAIR) committee. Led by a member of the executive board and made up from a range of diverse backgrounds the committee shape our strategy and promote the business as a place where anyone, regardless of gender, background, age, ethnicity, disability or sexual orientation feels welcome and able to have a successful career.

In addition to the FAIR committee, there are three employee networks: Network of Women (NOW), LGBT+ network and the Armed Forces Network. Investing in FAIR continues to be a paramount priority for us, and it plays a pivotal role in our staff retention strategy. It fosters a positive work environment that entices and motivates them to remain part of our team.

Participation in the Disability Confident scheme, provides an inclusive and accessible work environment that values diversity and equal opportunities. A silver accreditation with the Armed Forces Covenant recognises the support in place for employee armed forces personnel, veterans, and their families.

The Sabbatical Policy was extended to early talent trainees in 2024 and continues to allow staff flexibility in their working location, if the job allows, to give a better work-life balance.

The family policies are continuously reviewed to better support our employees. In January the Paternity Leave was extended to three weeks and Maternity Pay was increased to support new parents. A progressive Neonatal Leave policy, a Fertility policy, and a Menopause policy also exist to support employees in their time of need. Employees are provided with an occupational health program that includes annual and biennial medicals depending on job profile. An Employee Assistance Programme (EAP) provides employees with immediate access to confidential 24-hour telephone counselling and support. The helpline is available to support all Heidelberg Materials UK employees and provides support through work and life issues and problems arising, ranging from legal to medical, stress and general health, fitness and wellbeing advice. The EAP is completely confidential, with high level statistical information relating to usage level being passed to management for periodic review.

Heidelberg Materials UK's values are also underpinned by a broad range of policies ranging from management responsibilities and matters of legal compliance, to dignity at work and ensuring fairness, inclusion and respect in the workplace always. Where employees do not feel able to express concerns within the structure of reporting lines, an online reporting platform has been established to provide employees with an opportunity to address any compliance related concerns and matters of potential policy transgression, within a safe and protected process; issues raised are reviewed and investigated, with reporting back to the Heidelberg Materials UK executive team.

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Engagement with employees (continued)

The various measures described in this report are reviewed annually by the Heidelberg Materials UK executive team and the Company believes that collectively they allow for a strong level of communication and engagement with employees.

Directors

The Directors who served during the year and up to the date of signing the financial statements were:

N Benning-Prince
R C Dowley
E A Gretton
A Quilez Somolinos

Directors' indemnity

Heidelberg Materials AG has indemnified, by means of directors' and officers' liability insurance, one or more Directors of the Company against liability in respect of proceedings brought by third parties, subject to the conditions set out in section 234 of the Companies Act. Such qualifying third party indemnity provision was in force during the year and is in force as at the date of approving the Directors' Report.

The articles of association also provide for the Directors to be indemnified by the Company subject to the provisions of the Companies Act.

Disclosure of information to auditors

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as the Director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Director has taken all the steps that ought to have been taken as a Director in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors

Pricewaterhouse Coopers LLP having indicated their willingness to act will continue in office, as auditors of the Company, in accordance with section 487 of the Companies Act 2006.

This report was approved by the board on 25 September 2025 and signed on its behalf.



W F Rogers
Secretary

HANSON HOLDINGS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2024

The Directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

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.

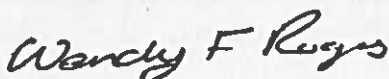
In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 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 safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Directors are also 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.

The Responsibilities Statement was approved by the board on 25 September 2025 and signed on its behalf.



W F Rogers
Secretary

Independent auditors' report to the members of Hanson Holdings Limited

Report on the audit of the financial statements

Opinion

In our opinion, Hanson Holdings Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 31 December 2024; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, comprising material accounting policy information and other explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2024 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Directors' responsibilities statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

In preparing the financial statements, the directors are responsible for 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

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 an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to the Companies Act 2006 and UK tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting inappropriate journal entries and management bias in accounting estimates. Audit procedures performed by the engagement team included:

- Reading board minutes for evidence of breaches of regulations and reading relevant correspondence;
- Identifying and testing journal entries, in particular journal entries posted with unexpected account combinations;
- Inquiries of management in respect of any known or suspected instances of non compliance with laws and regulations and fraud;
- Challenging assumptions and judgements made by management in their significant accounting estimates and obtaining corroborative evidence to support their reasonableness.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to

whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Stuart Couch (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Bristol
26 September 2025

HANSON HOLDINGS LIMITED

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 £000	2023 £000
Exceptional items - Impairment of fixed asset investments and release of impairment in value of fixed asset investments	6	(6,789)	(1,767,773)
Operating loss		(6,789)	(1,767,773)
Income from fixed assets investments	7	40,400	2,734,320
Interest receivable and similar income	8	211	-
Interest payable and similar expenses	9	(465)	-
Profit before tax		33,357	966,547
Tax on profit	10	-	-
Profit for the financial year		33,357	966,547
Total comprehensive income for the year		33,357	966,547

All amounts relate to continuing operations.

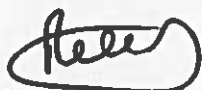
The notes on pages 22 to 31 and Appendix I form part of these financial statements.

HANSON HOLDINGS LIMITED
REGISTERED NUMBER: 05009743

BALANCE SHEET
AS AT 31 DECEMBER 2024

	Note	2024 £000	2023 £000
Fixed assets			
Investments	12	1,999,664	1,696,453
Current assets			
Debtors: amounts falling due within one year	13	20,661	50
Creditors: amounts falling due within one year	14	(170,465)	-
Net current (liabilities)/assets		(149,804)	50
Total assets less current liabilities		1,849,860	1,696,503
Creditors: amounts falling due after more than one year	15	(120,000)	-
Net assets		1,729,860	1,696,503
Capital and reserves			
Called up share capital	16	1,600,000	1,600,000
Other reserves	17	4,168	4,168
Profit and loss account		125,692	92,335
Total equity		1,729,860	1,696,503

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 25 September 2025.



R C Dowley
Director

The notes on pages 22 to 31 and Appendix I form part of these financial statements.

HANSON HOLDINGS LIMITED**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024**

	Called up share capital £000	Other reserves £000	Profit and loss account £000	Total equity £000
At 1 January 2023	1,600,000	4,168	1,860,108	3,464,276
Comprehensive income for the year				
Profit for the year	-	-	966,547	966,547
Contributions by and distributions to owners				
Dividends paid	-	-	(2,734,320)	(2,734,320)
At 1 January 2024	1,600,000	4,168	92,335	1,696,503
Comprehensive income for the year				
Profit for the year	-	-	33,357	33,357
At 31 December 2024	1,600,000	4,168	125,692	1,729,860

The notes on pages 22 to 31 and Appendix I form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

1. General information

Hanson Holdings Limited ("the Company") is a limited company incorporated and domiciled in the United Kingdom. The address of its registered office and principal place of business is disclosed in the Company Information.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention and in accordance with Financial Reporting Standard 101 (FRS 101) 'Reduced Disclosure Framework' and the Companies Act 2006.

The Company's financial statements are presented in Sterling, which is also the Company's functional currency, and all values are rounded to the nearest thousand pounds (£'000).

The material accounting policies applied in the preparation of these financial statements are set out below. These policies have, unless otherwise stated, been consistently applied to all periods presented.

The Company is itself a subsidiary company and is exempt from the requirement to prepare group financial statements by virtue of section 401 of the Companies Act 2006. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

2.2 Financial Reporting Standard 101 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

This information is included in the consolidated financial statements of Heidelberg Materials AG as at 31 December 2024 and these financial statements may be obtained from Berliner Strasse 6, D 69120 Heidelberg, Germany.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.3 Going concern

The Company has limited activity outside of the Heidelberg Materials AG group and therefore its on-going activity is dependent on the operational activity of the Heidelberg Materials AG group.

The financial statements have been prepared on a going concern basis as the Company's ultimate parent undertaking, Heidelberg Materials AG which indirectly owns the Company's entire share capital, has committed to continue to support the Company for a period of no less than 12 months from the date of approval of these financial statements, in order that it can meet its liabilities as they fall due. The Company's liabilities are typically with Heidelberg Materials AG group companies.

The Directors have considered and satisfied themselves that Heidelberg Materials AG is able to make the commitments it has made to the Company. In doing this, the Directors have noted that the ultimate parent undertaking, Heidelberg Materials AG, has made an assessment of identifiable risks on their global business activities, including: the on-going impact of geopolitical instability in Ukraine and the Middle East and other political uncertainties; energy and raw material market volatility; persistent inflationary pressures; proposed tariffs; relatively high interest rates and the overarching impact these factors have on construction and consumer markets. The ultimate parent undertaking continues to operate on a going concern basis.

Thus the Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future and they continue to adopt the going concern basis of accounting in preparing the financial statements.

2.4 Financial instruments

Financial assets

Financial assets are initially measured at fair value plus, in the case of a financial asset not subsequently measured at fair value through profit or loss, transaction costs.

The Company's financial assets comprise amounts owed by group undertakings.

Financial assets are subsequently measured at amortised cost where they are financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is calculated using the effective interest method and represents the amount measured at initial recognition less repayments of principal plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses (ECL) on investments in debt instruments that are measured at amortised cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.4 Financial instruments (continued)

Impairment of financial assets (continued)

The ECL required for other debt instruments is determined using a three stage model.

- At the initial recognition of the financial asset an expected credit loss provision is recorded for the twelve month period following the reporting date. Any interest revenue is calculated on the gross carrying amount of the financial asset.
- If the credit risk of that financial instrument has increased significantly since initial recognition, a loss allowance for full lifetime expected credit losses is recorded. Any interest revenue is calculated on the gross carrying amount of the financial asset. Should the significant increase in credit risk reverse within subsequent reporting periods then the expected credit losses on the financial instrument revert to being measured based on an amount equal to the twelve month expected credit losses.
- If objective evidence of impairment exists, a loss allowance for full lifetime expected credit losses is recognised. Any interest revenue is calculated on the net carrying amount of the financial asset.

Financial liabilities

Financial liabilities are initially measured at fair value and, in the case of loans and borrowing and payables, net of directly attributable transactions costs.

The Company's financial liabilities include amounts owed to group undertakings.

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.5 Investments

Investments in subsidiaries are held at historical cost less provision for impairment.

2.6 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders.

2.7 Interest income

Interest income is recognised in profit or loss using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

2. Accounting policies (continued)

2.8 Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the Balance Sheet date.

Income tax is charged or credited to other comprehensive income if it relates to items that are charged or credited to other comprehensive income. Similarly, income tax is charged or credited directly to equity if it relates to items that are credited or charged directly to equity. Otherwise income tax is recognised in the Statement of Comprehensive Income.

2.9 Exceptional items

The Company presents as exceptional items those material items of income and expense which, because of the nature and expected infrequency of the events giving rise to them, merit separate presentation to allow shareholders to understand better the elements of financial performance in the year, so as to facilitate comparison with prior periods and to assess better trends in financial performance.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

Impairment of investments

The Company reviews investments in subsidiaries and other investments for impairment if there are any indications that the carrying values may not be recoverable. The carrying value of the investment is compared to the recoverable amount and where a deficiency exists, an impairment charge is considered by management.

The recoverable amount represents the net assets of the investment at the time of the review or where applicable is represented by an estimate of future cash flows expected to arise from the investment. A suitable discount rate is applied to the future cash flows in order to calculate the present value.

Reversals of impairments are recognised where there is a favourable change in the economic assumptions in the period since the provision was made.

Recoverability of amounts owed by group undertakings

The Company recognises a loss allowance for expected credit losses (ECL) on investments in debt instruments that are measured at amortised cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

4. Auditors' remuneration

Fees for audit services provided to the Company have been borne by other group undertakings. It is not practicable to ascertain what proportion of such fees relates to the Company.

HANSON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

5. Staff costs

The average monthly number of employees, including the Directors, during the year was nil (2023 - nil).

The Directors of the Company are also directors of a number of the group's fellow subsidiaries. The Directors received total remuneration of £1,189,000 (2023 - £1,116,000), which was paid by various fellow subsidiaries. The Directors do not believe that it is practicable to apportion this amount between their services as Directors of the Company and their services as directors of fellow subsidiary companies.

6. Exceptional items

	2024 £000	2023 £000
Release of impairment in value of fixed asset investments	1,419	12,070
Impairment in value of fixed asset investments	(8,208)	(1,779,843)
	<u>(6,789)</u>	<u>(1,767,773)</u>

At the year end the Company partially impaired its investment in Hanson Building Materials Limited by £8,208,000 and partially released the impairment against its investment in Hanson Finance Limited by £1,419,000 to bring the carrying values in line with the underlying net assets. Net assets has been used as an approximation of the fair value less costs of disposal.

In the prior year the Company partially impaired its investments in Hanson Buildings Materials Limited by £1,622,981,000 and in Birchwood Concrete Products Limited by £156,862,000 to bring the carrying values in line with the underlying net assets following the receipt of dividends in specie and the Company also partially released the impairment against its investment in Hanson Finance Limited by £12,070,000 to bring the carrying value in line with the underlying net assets.

7. Income from investments

	2024 £000	2023 £000
Income from fixed asset investments	<u>40,400</u>	<u>2,734,320</u>

During the year, the Company received an interim dividend from its subsidiary, Civil and Marine Limited, of £400,000 per share.

8. Interest receivable and similar income

	2024 £000	2023 £000
Interest receivable from group companies	<u>211</u>	<u>-</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**
9. Interest payable and similar expenses

	2024 £000	2023 £000
Interest on loans with group undertakings	465	-

10. Tax

	2024 £000	2023 £000
Current tax		
Current UK corporation tax on profit for the year	-	-
Total current tax	-	-

Reconciliation of the tax charge for the year

The tax assessed for the year is lower than (2023 - lower than) the standard rate of corporation tax in the UK of 25% (2023 - 23.5%). The differences are explained below:

	2024 £000	2023 £000
Profit before tax	33,357	966,547
Profit before tax multiplied by standard rate of corporation tax in the UK of 25% (2023 - 23.5%)	8,339	227,139
Effects of:		
Non-tax deductible impairment/(reversal of impairment) of investments	1,698	415,426
Non-taxable dividend income	(10,100)	(642,565)
Group relief	62	-
Transfer pricing adjustments	1	-
Total tax charge for the year	-	-

Change in corporation tax rate

The main rate of corporation tax is 25% (2023 - 23.5%).

HANSON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

11. Dividends paid

	2024 £000	2023 £000
Dividend paid	-	2,734,320

In the prior year the Company declared dividends in specie totalling £2,734,320,000 which were satisfied by the assignment of its intercompany receivable due from Hanson Limited.

12. Fixed asset investments

	Investments in subsidiary companies £000
Cost	
At 1 January 2024	3,616,760
Additions	310,000
At 31 December 2024	3,926,760
Impairment	
At 1 January 2024	1,920,307
Charge for the period	8,208
Reversal of impairment losses	(1,419)
At 31 December 2024	1,927,096
Net book value	
At 31 December 2024	1,999,664
At 31 December 2023	1,696,453

On 19 December 2024, the Company purchased the entire share capital of Hanson (ER - No 10) Limited from fellow group undertakings, Heidelberg Materials Iberia Holding, S.L.U. and Heidelberg Materials Hispania Aridos, S.A.U. at a fair market value for cash consideration of £310,000,000.

At the year end the Company partially impaired its investment in Hanson Building Materials Limited by £8,208,000 and partially released the impairment against its investment in Hanson Finance Limited by £1,419,000 to bring the carrying values in line with the underlying net assets. Net assets has been used as an approximation of the fair value less costs of disposal.

HANSON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

12. Fixed asset investments (continued)

Subsidiary undertakings

The investments in which the Company directly held any class of share capital are as follows:

Name	Country of incorporation	Class of shares	Holding	Principal activity
Birchwood Concrete Products Limited	England and Wales	Ordinary	100%	Group finance company
Hanson Building Materials Limited	England and Wales	Ordinary	100%	Investment holding company
PILC Limited *	Guernsey	Ordinary	100%	Group finance company
Hanson Finance Limited	England and Wales	Ordinary	100%	Investment holding company
Hanson H4 Limited	England and Wales	Ordinary	100%	Group finance company
Hanson Hedging (Dollars) (1) Limited	England and Wales	Ordinary	100%	Investment holding company
Civil and Marine Limited	England and Wales	Ordinary	100%	Ground granulated blast furnace slag
Hanson Canada Limited	England and Wales	Ordinary	100%	Group finance company
Hanson Australia Funding Limited	Australia	Ordinary	100%	Investment holding company
Hanson Holdings (3) Limited	England and Wales	Ordinary	100%	Investment holding company
Hanson (ER- No 10) Limited	England and Wales	Ordinary	100%	Investment holding company

* Registered as a UK Establishment.

The registered office of the investments registered in England and Wales is Second Floor, Arena Court, Crown Lane, Maidenhead, Berkshire, SL6 8QZ.

The registered office of PILC Limited is 22 Havilland Street, St Peter Port, Guernsey, GY1 2QB.

The registered office of Hanson Australia Funding Limited is 35 Clarence Street, Level 14, Sydney 2000, Australia.

A full listing of indirectly held investments is presented in Appendix I.

HANSON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

13. Debtors

	2024 £000	2023 £000
Due within one year		
Amounts owed by group undertakings	20,661	50

Included within amounts owed by group undertakings is an amount of £20,611,000 (2023 - £nil) which is unsecured, repayable on demand and accrues interest at SONIA.

The remaining balance is interest free, unsecured, has no fixed date of repayment and is repayable on demand.

14. Creditors: Amounts falling due within one year

	2024 £000	2023 £000
Amounts owed to group undertakings	170,465	-

Included in amounts owed to group undertakings due within one year are two loan notes totalling £170,000,000 (2023 - £nil) which mature on 19 December 2025. These amounts are unsecured, repayable on one month's notice and accrue interest at a fixed rate of 4.92238% per annum.

The remaining balance relates to accrued interest.

15. Creditors: Amounts falling due after more than one year

	2024 £000	2023 £000
Amounts owed to group undertakings	120,000	-

Amounts owed to group undertakings due after more than one year are four loan notes of £30,000,000 each, together totalling £120,000,000 (2023 - £nil) which are unsecured, repayable on 19 December 2026, 19 December 2027, 19 December 2028 and 19 December 2029 and accrue interest at fixed rates between 4.714% and 4.909% per annum.

HANSON HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

16. Share capital

	2024 £000	2023 £000
Allotted, called up and fully paid		
1,600,000,000 (2023 - 1,600,000,000) ordinary shares of £1 each	1,600,000	1,600,000

The Company has no authorised share capital limit.

17. Reserves

Other reserves

The other reserve represents capital contributions received by the Company.

18. Related party transactions

The Company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with wholly owned subsidiaries in the group headed by Heidelberg Materials AG. Balances outstanding at 31 December with related parties, are as follows:

	2024 £000	2023 £000
Amounts owed by fellow group subsidiary undertakings	50	50
Amounts owed by ultimate parent undertaking	20,611	-
Amounts owed to direct parent undertaking	(140,227)	-
Amounts owed to direct subsidiary undertaking	(150,238)	-
	(269,804)	50

19. Ultimate parent undertaking and controlling party

The Company's immediate parent undertaking is Hanson Limited, a company registered in England and Wales. The Company's ultimate parent undertaking is Heidelberg Materials AG, a company registered in Germany. The largest and smallest group in which the results of the Company are consolidated is that headed by Heidelberg Materials AG. Copies of the consolidated financial statements of Heidelberg Materials AG may be obtained from Berliner Strasse 6, D 69120 Heidelberg, Germany.

HANSON HOLDINGS LIMITED

APPENDIX I – LISTING OF INDIRECT SUBSIDIARIES AND INVESTMENTS AT 31 DECEMBER 2024

Name	Country of incorporation	Group ownership %	Registered office
ARC (Western) Limited	England and Wales	100	*
AI Services (Manchester) Limited	England and Wales	100	*
ARC Concrete (Anglia) Limited	England and Wales	100	*
ARC South Wales Limited	England and Wales	100	*
ARC South Wales Mortar Limited	England and Wales	100	*
ARC South Wales Quarries Limited	England and Wales	100	*
ARC South Wales Surfacing Limited	England and Wales	100	*
Agecroft Management Ltd	England and Wales	31.08	5th Floor Minerva House, 29 East Parade, LS1 5PS, Leeds, United Kingdom
Amangani SA	Panama	100	PHARIFA, 9th and 10th Floors, West Boulevard, Santa Maria Business District, Panama City, Panama
Appleby Group Limited	England and Wales	100	*
Balla Homes Ltd	England and Wales	100	*
Bristol & Avon Group Limited	England and Wales	100	*
Bristol & Avon Stone Supplies Limited	England and Wales	100	*
Bristol & Avon Transport & Recycling Ltd	England and Wales	100	*
CHB Products Limited	England and Wales	100	*
Calumite Limited	England and Wales	51	*
Calumite s.r.o.	Czech Republic	51	Lihovarská 636/44, 718 00 Ostrava-Kunčičky, Czech Republic
Cambridgeshire Aggregates Limited	England and Wales	50	Bardon Hill, Bardon Road, Coalville, Leicestershire, LE67 1TL, United Kingdom
Cement Australia (Coal) Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia (Darra) Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia

HANSON HOLDINGS LIMITED

APPENDIX I – LISTING OF INDIRECT SUBSIDIARIES AND INVESTMENTS AT 31 DECEMBER 2024

Name	Country of incorporation	Group ownership %	Registered office
Cement Australia (Exploration) Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia (Goliath) Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia (Queensland Transport) Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia (Queensland) Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia Holdings Pty Ltd	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia Packaged Products (Qld) Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia Packaged Products Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cement Australia Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Cementco Investments Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Charterneed Limited	England and Wales	100	*
City of London Heliport Limited	England and Wales	55.56	*
Civil and Marine (Holdings) Limited	England and Wales	100	*
Civil and Marine Slag Cement Limited	England and Wales	100	*
Claughton Manor Brick Limited (The)	England and Wales	100	*
Cumbrian Industrials Limited	England and Wales	100	*
DRBS East Limited	England and Wales	100	*
Desimpel Brick Limited	England and Wales	82.39	*
Drew Group Holdings Limited	England and Wales	49.00	Caird Avenue, BH25 5PX, New Milton, United Kingdom
F.C. Precast Concrete Limited	England and Wales	100	*
Frimstone Limited	England and Wales	100	*
Geocycle Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Geocycle SBF Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia

HANSON HOLDINGS LIMITED

APPENDIX I – LISTING OF INDIRECT SUBSIDIARIES AND INVESTMENTS AT 31 DECEMBER 2024

Name	Country of incorporation	Group ownership %	Registered office
Habfield Limited	England and Wales	100	*
Hanson (F) Limited	England and Wales	82.39	*
Hanson (FH) Limited	England and Wales	82.39	*
Hanson (FP) Limited	England and Wales	100	*
Hanson (RBMC) Limited	England and Wales	82.39	*
Hanson (SH) Limited	England and Wales	82.39	*
Hanson Aggregates Marine Limited	England and Wales	100	*
Hanson Aggregates South Wales Holdings Limited	England and Wales	100	*
Hanson Aggregates South Wales Limited	England and Wales	100	*
Hanson Aggregates UK Limited	England and Wales	100	*
Hanson Bath and Portland Stone Limited	England and Wales	100	*
Hanson Blocks North Limited	England and Wales	100	*
Hanson Brick Ltd	England and Wales	82.39	*
Hanson Building Materials Europe Limited	England and Wales	100	*
Hanson Building Products (2003) Limited	England and Wales	100	*
Hanson Building Products Limited	Jersey	82.39	22 Grenville Street, JE4 8PX St. Helier, Jersey
Hanson Cement Holdings Pty Ltd	Australia	100	35, Clarence Street, Level 14, 2000 Sydney, Australia
Hanson Clay Products Limited	England and Wales	82.39	*
Hanson Concrete Products Limited	England and Wales	100	*
Hanson Crewing Services Limited	England and Wales	100	*
Hanson Facing Bricks Limited	England and Wales	100	*
Hanson Green Limited	Bermuda	100	Clarendon House, 2 Church Street, Hamilton, Bermuda

HANSON HOLDINGS LIMITED

APPENDIX I – LISTING OF INDIRECT SUBSIDIARIES AND INVESTMENTS AT 31 DECEMBER 2024

Name	Country of incorporation	Group ownership %	Registered office
Hanson H5	England and Wales	100	*
Hanson Iceland EHF	Iceland	100	Hofdatorg, 18th Floor, 105 Reykjavik, Iceland
Hanson Marine Holdings Limited	England and Wales	100	*
Hanson Marine Limited	England and Wales	100	*
Hanson Packed Products Limited	England and Wales	82.39	*
Hanson Quarry Products Europe Limited	England and Wales	100	*
Hanson Quarry Products Holdings Limited	England and Wales	100	*
Hanson Quarry Products Trade Finance Limited	England and Wales	100	*
Hanson Quarry Products Ventures Limited	England and Wales	100	*
Hanson TIS Holdings Limited	England and Wales	82.39	*
Hanson TIS Limited	England and Wales	82.39	*
Hanson Thermalite Limited	England and Wales	82.39	*
Hanson Trustees Limited	England and Wales	100	*
Heidelberg Materials BP Limited	England and Wales	82.39	*
Heidelberg Materials Euro III Limited	England and Wales	100	*
Holme Sand & Ballast LLP	England and Wales	24.50	Caird Avenue, BH25 5PX, New Milton, United Kingdom
Humber Sand and Gravel Limited	England and Wales	50	CEMEX House, Binley Business Park, Harry Weston Road, Coventry, CV3 2TY, United Kingdom
Irvine - Whitlock Limited	England and Wales	82.39	*
Kimbolton Coal Company Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Kingston Minerals Limited	England and Wales	100	*
Manchester Waste Recycling Limited	England and Wales	100	*

HANSON HOLDINGS LIMITED

APPENDIX I – LISTING OF INDIRECT SUBSIDIARIES AND INVESTMENTS AT 31 DECEMBER 2024

Name	Country of incorporation	Group ownership %	Registered office
Marples Ridgway Limited	England and Wales	100	*
Mendip Rail Limited	England and Wales	50	Bardon Hill, Bardon Road, LE67 1TL, Coalville, United Kingdom
Mick George Concrete Limited	England and Wales	100	*
Mick George Contracting Limited	England and Wales	100	*
Mick George Demolition Limited	England and Wales	100	*
Mick George EBT Trustee Limited	England and Wales	100	*
Mick George Earthworks Limited	England and Wales	100	*
Mick George Environmental Limited	England and Wales	100	*
Mick George Limited	England and Wales	100	*
Mick George Mepal Limited	England and Wales	100	*
Mick George Recycling Limited	England and Wales	100	*
Midland Quarry Products Limited	England and Wales	100	*
Milton Hall (Southend) Brick Company Limited (The)	England and Wales	100	*
National Brick Company Limited	England and Wales	100	*
National Star Brick and Tile Holdings Limited	England and Wales	100	*
National Star Limited	England and Wales	100	*
New Milton Concrete Limited	England and Wales	49	Caird Avenue, BH25 5PX, New Milton, United Kingdom
New Milton Sand and Ballast Limited	England and Wales	49	Caird Avenue, BH25 5PX, New Milton, United Kingdom
North Tyne Roadstone Limited	England and Wales	50	Ground Floor T3 Trinity Park, Bickenhill Lane, B37 7ES, Birmingham, United Kingdom
Pacific Lime Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Pencrete Limited	England and Wales	100	*
Pozzolanic Enterprises Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia

HANSON HOLDINGS LIMITED

APPENDIX I – LISTING OF INDIRECT SUBSIDIARIES AND INVESTMENTS AT 31 DECEMBER 2024

Name	Country of incorporation	Group ownership %	Registered office
Pozzolanic Holdings Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Pozzolanic Industries Pty Limited	Australia	25	18, Station Avenue, 4076 Darra, Australia
Purfleet Aggregates Limited	England and Wales	100	*
Rezincote (1995) Limited	England and Wales	100	*
Samuel Wilkinson & Sons Limited	England and Wales	100	*
Seacoast Products, Inc.	USA	68.50	Corporation Trust Center, 1209 Orange Street, Wilmington, 19801 Delaware, USA
Seagoe Concrete Products Limited	England and Wales	100	*
Small Lots (Mix-It) Limited	England and Wales	100	*
Smiths Concrete Limited	England and Wales	100	*
Solent Industrial Estates Limited	England and Wales	49	Caird Avenue, BH25 5PX, New Milton, United Kingdom
Terrain Plant (Holdings) Limited	England and Wales	100	*
The Cornwall Coal Company Pty Ltd	Australia	25	18, Station Avenue, 4076 Darra, Australia
The Purfleet Ship to Shore Conveyor Company Limited	England and Wales	100	*
Tilmanstone Brick Limited	England and Wales	82.39	*
UDS (No 10)	England and Wales	100	*
Viewgrove Investments Limited	England and Wales	100	*
W.G. Hibbs & Co. Limited	England and Wales	49	Caird Avenue, BH25 5PX, New Milton, United Kingdom

* The registered office of the investments is Second Floor, Arena Court, Crown Lane, Maidenhead, Berkshire, SL6 8QZ.

The registered office of Agecroft Management Ltd was changed after the year end to 13th Floor, Nova South, 160 Victoria Street, London, SW1E 5LB, United Kingdom.

On 10 July 2025, Hanson Finance Limited sold the issued share capital of the Company's indirect subsidiary, Heidelberg Materials Euro III Limited, to Hanson Limited.