

BLUE CIRCLE (HW) LIMITED
(FORMERLY MYSON COMBUSTION PRODUCTS LIMITED)

COMPANY NUMBER 166344

DIRECTORS' REPORT AND BALANCE SHEET

31 DECEMBER 2000



BLUE CIRCLE (HW) LIMITED

Company Registration Number 166344

DIRECTORS' REPORT

The Directors present their Report and Accounts for the year ended 31 December 2000.

Review of Business

The Company has not traded during the year, has received no income and incurred no expenditure, and consequently has made neither profits nor losses.

On 8 January 2001, it was announced that Blue Circle and Lafarge had agreed the terms on which Lafarge S.A., through its wholly-owned subsidiary Lafarge Minerals Limited, proposes to acquire Blue Circle Industries PLC. Please refer to Note 4 of these accounts for more details.

Directors and Directors' Interests

The Directors of the Company during (and unless otherwise indicated throughout) the year were as follows:

Blue Circle Home Products Limited
G F Franklin

The Directors, other than Blue Circle Home Products Limited, had no beneficial interests in the shares of the Company as it is a wholly owned subsidiary undertaking of Blue Circle Home Products Limited. Blue Circle Home Products Limited's interest in the shares of the Company are dealt with in the accounts of Blue Circle Home Products Limited.

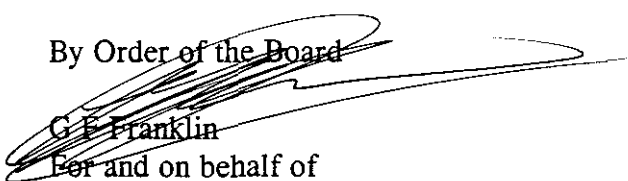
The following Directors held shares in Blue Circle Industries PLC at 31 December 2000:

Director	1 January 2000		31 December 2000	
	Shares	Options	Shares	Options
G F Franklin 50p Ordinary	4,471	23,000	1,657	32,823

Auditors

The Company is a dormant company within the meaning of Section 250 (3) Companies Act 1985 throughout the financial year ended 31 December 2000 and a special resolution has been passed exempting the Company from the requirement to appoint auditors.

By Order of the Board


G F Franklin
For and on behalf of
BCHP Secretary Limited
Secretary

23 February 2001

BLUE CIRCLE (HW) LIMITED

Company Registration Number 166344

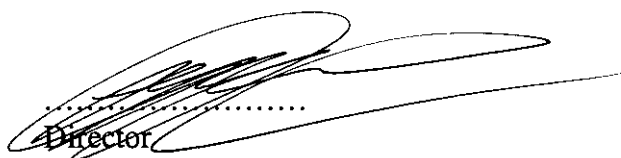
BALANCE SHEET AS AT 31 December 2000

		31 December	
		2000	1999
		£	£
NOTES			
CURRENT ASSETS/(LIABILITIES)			
Creditors:	Amounts falling due within one year		
	Amount owed by parent undertaking	(5,880,083)	(5,880,083)
		(5,880,083)	(5,880,083)
CAPITAL AND RESERVES			
Called up share capital	1	484,000	484,000
Revaluation Reserve		50,717	50,717
Accumulated Losses		(6,414,800)	(6,414,800)
		(5,880,083)	(5,880,083)

The Company was dormant within the meaning of Section 250(3) of the Companies Act 1985 throughout the financial year ended with the date of the Balance Sheet.

The accounts were approved by the Board on 23 February 2001.

SIGNED ON BEHALF OF THE BOARD BY:


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Director

BLUE CIRCLE (HW) LIMITED

Company Registration Number 166344

NOTES TO THE ACCOUNTS - 31 December 2000

1 CALLED UP SHARE CAPITAL

	Authorised Number	£	Allotted called up and fully paid Number	£
As at 1 January 2000 and 31 December 2000				
£1 Ordinary shares	484,000	484,000	484,000	484,000

2 DIRECTORS EMOLUMENTS

No director received any emoluments from the Company during the year.

3 ULTIMATE PARENT UNDERTAKING

The company's ultimate parent undertaking is Blue Circle Industries PLC which is incorporated in Great Britain and registered in England and Wales.

4 POST-BALANCE SHEET EVENTS

On 8 January 2001, it was announced that Blue Circle Industries PLC, the company's ultimate holding company and Lafarge had agreed the terms on which Lafarge SA, through its wholly-owned subsidiary, Lafarge Minerals Limited, proposes to acquire Blue Circle Industries PLC. A circular setting out details of the proposed acquisition was sent to shareholders on 24 January 2001 and the acquisition was approved at shareholders meetings on 19 February 2001. Shareholders will receive 495 pence for each Blue Circle share. The acquisition is subject to various conditions, including regulatory clearance from competition authorities in the US, Canada and the European Union.