

Interim Report for the
six months ended 30 June 2011





Hill & Smith Holdings PLC

Hill & Smith Holdings PLC is an international group with leading positions in the design, manufacture and supply of infrastructure products and galvanizing services to global markets. It serves its customers from facilities principally in the UK, France, USA, Thailand, China and Sweden.

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Front Cover in descending order

- 1) V&S LLC's galvanized welded studs on 64' beams for the TappanZee Bridge in New York.
- 2) Pipe supports at the factory in China.
- 3) Varley & Gulliver parapet for the HQ building Al Raha Beach, Abu Dhabi.



Group Highlights

- Group performance broadly in line with Board's expectations
- Good performance from Galvanizing Services in US and France
- Acquisition of The Paterson Group (USA) and ATA (Sweden)
- Wholly focused on two higher added value divisions - Infrastructure Products and Galvanizing Services
- Interim dividend increased by 3.8% to 5.4p per share

Group Results

	30 June 2011	30 June 2010	Change
Revenue	£195.1m	£193.5m	+0.8%
Underlying operating profit*	£18.2m	£23.5m	-22.6%
Underlying profit before taxation*	£16.2m	£21.5m	-24.7%
Underlying earnings per share*	15.0p	19.2p	-21.9%
Dividend per share	5.4p	5.2p	+3.8%

Net debt increased to £113.9m, compared to the year end level of £70.6m, mainly due to acquisitions.

Revenue

£195.1m

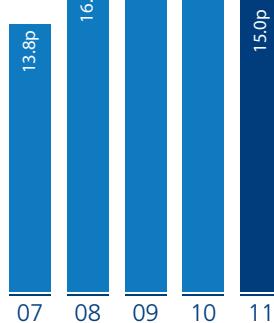
+0.8%



Underlying earnings per share*

15.0p

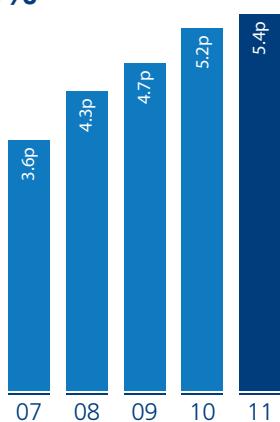
-21.9%



Dividend per share

5.4p

+3.8%



* Underlying profit measures exclude Non-Underlying items which represent business reorganisation costs, property items, acquisition related expenses, amortisation of acquisition intangibles, impairments, losses on disposal of available for sale financial assets, change in the value of financial instruments and net financing returns on pension obligations. References to an underlying profit measure throughout this Interim Report are defined on this basis.

At a Glance

The Group now has two main business segments, Infrastructure Products and Galvanizing Services and a brief description of each is given opposite.

Below is the revenue and underlying operating profit performance for the six months ended 30 June 2011.

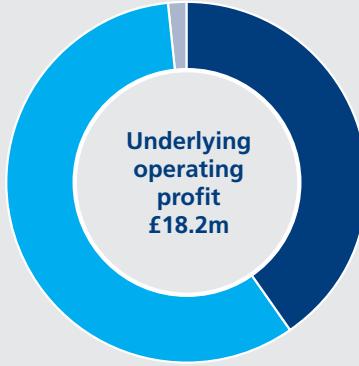
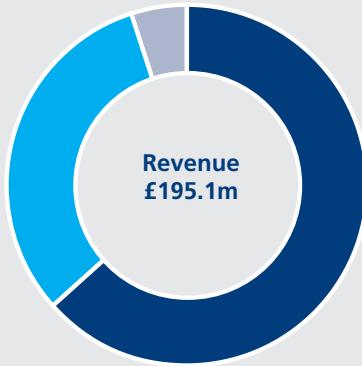
Group Business mix

Revenue

 Infrastructure Products	£123.6m
 Galvanizing Services	£59.9m
 Building and Construction Products	£11.6m

Underlying operating profit

 Infrastructure Products	£7.5m
 Galvanizing Services	£10.8m
 Building and Construction Products	- loss of £0.1m



› Infrastructure Products

- › Revenue **£123.6m** (2010: £125.2m[†])
- › Underlying Operating Profit **£7.5m** (2010: £11.7m[†])

For the core markets of roads and utilities — supplying products and services such as permanent and temporary road safety barriers, street lighting columns, bridge parapets, gantries, temporary car parks, "GRP" railway platforms, variable road messaging solutions, traffic data collection systems, plastic drainage pipes, pipe supports for the power and liquid natural gas markets, energy grid components, industrial flooring, handrails, access covers and security fencing.

Operating from subsidiaries in the UK, France, USA, Thailand, China and Sweden.

[†] restated to reflect realignment of segments (see note 4 on page 16)

› Galvanizing Services

- › Revenue **£59.9m** (2010: £57.2m)
- › Underlying Operating Profit **£10.8m** (2010: £12.0m)

Providing zinc and other coating services for a wide range of products including fencing, lighting columns, structural steelwork, bridges, agricultural and other products for the infrastructure and construction markets.

Services are delivered from a network of galvanizing operations in the UK, France and USA.



New separation barrier for the M8 Glasgow.

Business Review



Bill Whiteley
Chairman

"During the period, we made two important acquisitions that have further extended our market offering and increased our international footprint."

Introduction

The Group has delivered a performance in the first half of 2011 in line with the outlook given at the time of the full year results in March.

This outcome reflects a good performance from the Galvanizing Services division in the US and France offset by the well publicised challenges in some of the key markets for our Infrastructure Products division, particularly in the UK. Whilst we have purposefully and significantly reduced our exposure to UK Government expenditure in recent years, the marked reduction in activity in this area, particularly in roads spend, has impacted the Group as anticipated.

During the period, we made two important acquisitions that have further extended our market offering and increased our international footprint, such that over 69% of our operating profits now come from outside the UK. In March we acquired The Paterson Group, the US manufacturer and distributor of pipe supports to the power generation, commercial and industrial markets and in May, we acquired ATA, a Swedish road safety products company.

More recently, in July we disposed of the only business in the Building and Construction Products division, Ash and Lacy Building Systems. This disposal follows our action earlier in the year when the industrial flooring businesses were refocused to provide access solutions for large infrastructure projects in both the UK and overseas markets. These businesses are now included and managed within the Infrastructure Products division and their results incorporated into the Infrastructure Products segment, including re-stated comparatives. Accordingly, the Building and Construction Products division will cease to exist from the end of this financial year.

As a result, the Group is now wholly focused on two core higher added value divisions – Infrastructure Products and Galvanizing Services. Both divisions have a significant international presence and long term growth dynamics.

We have a very sound balance sheet and the new £210m five year credit facility, announced in May 2011, further enhances our financial flexibility and underpins our growth strategy.

Results

Revenue increased 0.8% to £195.1m (2010: £193.5m) after taking account of an adverse currency translation impact of £1.6m. Adjusting for revenue of £11.2m, arising from acquisitions, underlying revenue reduced by £8.0m to £183.9m (a 5.0% reduction). Underlying operating margin reduced to 9.3% (2010: 12.1%), resulting in a decrease in underlying operating profit of 22.6% to £18.2m (2010: £23.5m). Acquisitions contributed £0.6m underlying operating profit.

Underlying profit before taxation at £16.2m was 24.7% behind the previous year (2010: £21.5m). Profit before taxation declined to £4.6m (2010: £20.2m).

Underlying earnings per share at 15.0p reduced by 21.9% compared to the previous year (2010: 19.2p). Basic earnings per share was 1.7p (2010: 18.0p).

Dividend

The Board has declared an interim dividend of 5.4p per share (2010: 5.2p), representing a 3.8% increase on the corresponding period last year. The dividend is covered 2.8 times (2010: 3.7 times) by underlying earnings per share. The interim dividend will be paid on 6 January 2012 to the shareholders on the register on 25 November 2011.

Operational Review

Infrastructure Products

Overall revenues were down 1.3% to £123.6m (2010: £125.2m) with no material impact from exchange movements. Adjusting for acquisitions, revenues reduced by £12.8m. This, along with lower margins at 6.1% (2010: 9.3%), resulted in underlying operating profits being 35.9% lower at £7.5m (2010: £11.7m). Acquisitions accounted for £0.6m of underlying operating profit.

Roads

As previously stated, in our November Interim Management Statement, the reduction in roads spend together with the delay in the UK's Managed Motorway Programme has reduced the revenue and profitability in our roads businesses. Techspan, the electronic signage business, won an order for £4m from the Scottish Office for signage for the new Forth Bridge Crossing, however, this did not replace the large order supplied to the Highways Agency as a result of the stimulus spend in the same period for the previous year.



Derek Muir
Group Chief Executive

"The Group is now wholly focused on two core higher added value divisions - Infrastructure Products and Galvanizing Services."

Our temporary vehicle restraint system, Varioguard, achieved consistent rental utilisation but rental rates came under pressure due to excessive capacity in the market. More recently, whilst larger projects remain in place, we have been experiencing a lack of demand for "everyday" deployment. However, with the introduction of the Managed Motorway Programme in the last quarter of 2011, we expect our utilisation to improve again.

The UK lighting column operation performed well, benefiting from the long term PFI orders gained in 2010. Profitability remained similar to last year despite a marked reduction in Local Authority spending.

In France, lighting column volumes increased, however the competitive environment has led to similar profits to 2010. The new in-house powder coating facility started production in June and the benefits of lower production costs will be seen in the second half.

We continue to make progress in the USA with Zoneguard, our temporary steel vehicle restraint system which offers an alternative to the traditional established concrete wall system. Market penetration has however, proved more difficult than anticipated with excess capacity in the market, mainly due to the lack of a long term US highway bill and a reduced number of State contract lettings compared to 2010.

The acquisition of ATA, the road safety products company in Sweden, provides us with an attractive platform to enter the Scandinavian market with tested vehicle restraint systems. The first weeks of trading since acquisition in May 2011 have seen revenues and profit ahead of our expectations and we are confident of a strong performance from this business in the second half of 2011.

Utilities

The requirement for new power generation in emerging economies and the replacement of power generation infrastructure in developed countries provides us with an excellent opportunity for the Group's utilities businesses.

The Group's pipe supports business supplies large industrial pipe supports for petrochemical, gas, coal and nuclear power plants around the world. Whilst there is currently a hiatus in the build programme of nuclear power plants, the overall demand for power generation over the medium to long term has not

changed and new plants should continue to be built whether using gas, fossil or nuclear fuels.

The £9m orders won at the end of 2010 for power plants in India began shipping in April and will be completed by November this year. Whilst the performance in the first half has been impacted by longer than anticipated lead times, the robust order book which stood at £15m at the end of June, driven by demand in emerging markets, means that we expect stronger revenues in the second half of 2011. Rising material costs and competitive pressures will however impact margins.

The Paterson Group, acquired in March this year, has now been integrated with our existing business to become a global supplier in this marketplace, under the well established Bergen Pipe Supports brand. Synergies in the enlarged pipe supports business have been explored and a number of the opportunities identified are being implemented.

The UK water industry's AMP5 (Asset Management Programme) continued to gain momentum in the first half and orders for the supply of interconnecting pipework, storm water attenuation and access systems will enable a strong second half performance.

Rationalisation of the sites in the USA utility fabrication business at the end of 2010 produced a better result compared with the first half of 2010 and orders for the second half are strong. However, this market is also under competitive pressures due to excess capacity and this will affect margins.

Our USA based GRP business, Creative Pultrusions, had an excellent start to the year securing orders for rail platforms, sheet piling and materials for the growth markets of gas exploration and renewable energy in the USA. The business enters the second half with a strong order book which will produce an excellent improvement in profitability year on year.

Galvanizing Services

Revenue increased by 4.7% to £59.9m (2010: £57.2m). Underlying operating profit reduced by 10.0% to £10.8m (2010: £12.0m). Overall volumes were similar to 2010 with favourable comparatives in the USA and France offset by that of the UK. As expected, overall margins returned to a more normal level of 18.0% (2010: 21.0%).

Business Review



Mark Pegler
Group Finance Director

"In May, the Group completed a refinancing of its revolving credit facilities, securing a new £210m five year multi currency facility on competitive terms with five leading banks."

Margins in the USA and France remained strong due to the increased volumes improving utilisation and therefore offsetting increased operating costs. UK volumes were significantly down in the period due to a combination of a reduction in volumes from our own Infrastructure Products businesses and a continued reduction in larger construction projects. This reduced volume had a significant impact on the performance in the UK.

We expect these overall trends in our galvanizing markets to continue in the second half of the year.

Building and Construction Products

The division comprised solely the business of Ash & Lacy Building Systems Limited which was sold on 22 July 2011. Revenues rose slightly to £11.6m (2010: £11.1m) and the underlying loss of £0.1m was marginally improved from a loss of £0.2m in 2010. Following the disposal, the division will cease to exist from the end of this financial year.

Financial Review

Cash generation and financing

Cash generated from operations during the period was £12.6m (2010: £25.0m) which was lower than normally experienced due to a £9.5m (2010: £4.1m) cash outflow in respect of additional working capital requirements. Higher inventory values created by stronger steel prices, higher zinc bath values and specific investment in project build programmes ahead of customer call offs were the principal drivers of the increased investment. Capital expenditure amounted to £7.3m (2010: £6.4m) which, as a multiple of depreciation and amortisation, was 1.0 times (2010: 0.9 times). Full year capital expenditure is expected to be c.£16m, around 1.0 times depreciation and amortisation.

In May the Group completed a refinancing of its revolving credit facilities, securing a new £210m five year multi currency facility on competitive terms with five leading banks. At 30 June 2011, the Group had committed facilities available of £224.2m and a further £12.7m in other on demand facilities. The facilities at the Group's disposal provide significant headroom against its expected funding requirements.

Change in net debt

	6 months ended 30 June 2011 £m	6 months ended 30 June 2010 £m	Year ended 31 December 2010 £m
Operating profit	9.9	22.3	39.6
Non-cash items	13.8	8.1	15.7
Operating cash flow before movement in working capital	23.7	30.4	55.3
Net movement in working capital	(9.5)	(4.1)	(1.3)
Change in provisions and employee benefits	(1.6)	(1.3)	(2.3)
Operating cash flow	12.6	25.0	51.7
Tax paid	(2.6)	(3.1)	(9.4)
Net financing costs paid	(5.0)	(2.5)	(3.4)
Capital expenditure	(7.3)	(6.4)	(15.2)
Proceeds on disposal of non-current assets	—	—	0.9
Free cash flow	(2.3)	13.0	24.6
Dividends paid (Note 10)	(4.0)	(3.6)	(8.8)
Purchase of shares for employee benefit trust	(0.8)	(0.4)	(0.4)
Disposals	—	0.3	0.3
Acquisitions	(35.2)	—	(0.2)
Issue of new shares	0.1	0.8	0.8
Net debt (increase)/decrease	(42.2)	10.1	16.3
Effect of exchange rate fluctuations	(1.1)	1.1	0.7
Net debt at the beginning of the period	(70.6)	(87.6)	(87.6)
Net debt at the end of the period	(113.9)	(76.4)	(70.6)

The net debt to EBITDA* ratio under the key banking covenant is 1.9 times (covenant 3.0 times) compared to 1.2 times at 30 June 2010 and 1.2 times at 31 December 2010. The increase in the ratio since the year end is principally due to the expenditure on the two acquisitions completed during the period. Interest cover was 14.9 times (covenant 4.0 times).

Tax

The tax charge for the period was £3.3m (2010: £6.4m). The underlying effective tax rate for the period was 29.0% (2010: 31.4%) which is our estimated effective rate for the full year.

Finance costs

Net financing costs increased by £3.2m to £5.3m including a one time charge of £2.5m associated with the costs of the new revolving credit facility, which are required to be expensed in accordance with IAS39 (Revised), rather than capitalised and amortised over the life of the facility. Net underlying financing costs amounted to £2.0m (2010: £2.0m). Underlying operating profit covered net underlying finance costs 9.1 times (2010: 11.8 times).

* Rolling 12 months



Business Review

Principal Risks and Uncertainties

The Group has a process for identifying, evaluating and managing the principal risks it faces. Details of these principal risks are contained on pages 14 and 15 of the Group's Annual Report and Accounts for the year ended 31 December 2010. It is the Directors' opinion that these are the risks that could impact on the performance of the Group and that they are also applicable to the current financial year.

The Directors have continued with their strategy of increased geographical diversity (primarily through acquisitions) and providing higher value added infrastructure products to niche markets to limit the potential impact of lower Government expenditure on major projects. In addition the Group is increasing its capabilities to service customers in emerging markets such as China and India.

Subject to the foregoing, for the six months ended 30 June 2011, there has been no significant change in the overall scope of the principal risks referred to above. As in previous years such risks are being managed and their anticipated impact mitigated where possible. The Directors do not therefore, envisage any significant effect of these changes upon the expected performance of the Group for the remainder of 2011, notwithstanding the continuing uncertainty in the general economic environment.

Going Concern

The Group meets its day to day working capital and other funding requirements through a combination of long term funding and short term overdraft borrowings. The Group's principal financing facility is an amortising £210m multi currency facility which expires in 2016.

The Group actively manages its strategic, commercial and day to day operational risks and through its Treasury function operates Board approved financial policies, including hedging policies, that are designed to ensure the Group maintains an adequate level of funding headroom and effectively mitigates foreign exchange and other financial risks.

After making enquiries, the Directors have reasonable expectation that the Company and its subsidiaries have adequate resources to continue in operational existence for the foreseeable future and therefore adopt the going concern principle.

"We remain confident that our business model and strategy for international expansion will deliver attractive growth and value in the medium and longer term."

Outlook

The Board remains cautious in its outlook for the second half due to the difficult economic conditions and competitive pressures in our markets.

The UK roads infrastructure businesses anticipate a stronger fourth quarter as the first Managed Motorway schemes are expected to start.

We enter the second half with a strong order backlog in our utilities businesses although the timing of some of these projects, whilst currently planned for delivery in this period, may be subject to delays.

Overall volumes in galvanizing are expected to remain similar to 2010 and we continue to see strong activity in the USA and France offsetting any volume and margin weakness in the UK market.

Against that background, we are clearly focused on managing the business and its cost base very tightly, taking proactive measures where necessary.

The Group is now wholly focused on the transport and utilities infrastructure markets and on galvanizing services in the US, France and UK. We anticipate that operating profit from overseas operations for the year will be in excess of 63% and UK Government spend, now expected to represent just 14% of Group revenue for the full year, continues to reduce as a proportion of our overall business. We remain confident that our business model and strategy for international expansion will deliver attractive growth and value in the medium and longer term.

Directors' Responsibility Statement

We confirm that to the best of our knowledge:

- The condensed set of financial statements has been prepared in accordance with IAS 34: Interim Financial Reporting as adopted by the EU;
- The interim management report includes a fair review of the information required by:
 - a) DTR 4.2.7R of the Disclosure and Transparency Rules, being an indication of important events that have occurred during the first six months of the financial year and their impact on the condensed set of financial statements; and a description of the principal risks and uncertainties for the remaining six months of the year; and
 - b) DTR 4.2.8R of the Disclosure and Transparency Rules, being related party transactions that have taken place in the first six months of the current financial year and that have materially affected the financial position or performance of the entity during that period including any changes in the related party transactions described in the last annual report that could do so.

This report was approved by the Board of Directors on 8 August 2011 and is available on the Company's website (www.hsholdings.com).

By order of the Board

W H Whiteley
Chairman

D W Muir
Group
Chief Executive

M Pegler
Group
Finance Director

8 August 2011



Condensed Consolidated Income Statement

Six months ended 30 June 2011

	Notes	6 months ended 30 June 2011			6 months ended 30 June 2010			Year ended 31 December 2010		
		Underlying results £m	Non-Underlying items* £m	Total £m	Underlying results £m	Non-Underlying items* £m	Total £m	Underlying results £m	Non-Underlying items* £m	Total £m
Revenue	4, 5	195.1	—	195.1	193.5	—	193.5	374.2	—	374.2
Trading profit		18.2	0.1	18.3	23.5	0.1	23.6	45.9	—	45.9
Amortisation of acquisition intangibles		—	(0.9)	(0.9)	—	(0.4)	(0.4)	—	(0.9)	(0.9)
Business reorganisation costs	6	—	(1.6)	(1.6)	—	(0.9)	(0.9)	—	(4.4)	(4.4)
Acquisition costs	6	—	(0.6)	(0.6)	—	—	—	—	(1.0)	(1.0)
Loss on remeasurement as held for sale	6	—	(5.3)	(5.3)	—	—	—	—	—	—
Operating profit	4, 5	18.2	(8.3)	9.9	23.5	(1.2)	22.3	45.9	(6.3)	39.6
Financial income	7	0.4	1.8	2.2	0.2	1.7	1.9	0.6	3.4	4.0
Financial expense	7	(2.4)	(5.1)	(7.5)	(2.2)	(1.8)	(4.0)	(4.3)	(4.0)	(8.3)
Profit before taxation	8	16.2	(11.6)	4.6	21.5	(1.3)	20.2	42.2	(6.9)	35.3
Taxation		(4.7)	1.4	(3.3)	(6.8)	0.4	(6.4)	(12.2)	1.5	(10.7)
Profit for the period attributable to the equity holders of the parent		11.5	(10.2)	1.3	14.7	(0.9)	13.8	30.0	(5.4)	24.6
Basic earnings per share	9	15.0p		1.7p	19.2p		18.0p	39.0p		32.0p
Diluted earnings per share	9			1.7p			17.9p			31.7p
Dividend per share										
— interim	10			5.4p			5.2p			

* Non-Underlying items represent business reorganisation costs, property items, acquisition related expenses, amortisation of acquisition intangibles, impairments, losses on disposal of available for sale financial assets, change in the value of financial instruments and net financing return on pension obligations.

Condensed Consolidated Statement of Comprehensive Income

Six months ended 30 June 2011

	6 months ended 30 June 2011 £m	6 months ended 30 June 2010 £m	Year ended 31 December 2010 £m
Profit for the period	1.3	13.8	24.6
Exchange differences on translation of overseas operations	0.5	1.1	0.3
Exchange differences on foreign currency borrowings denominated as net investment hedges	(0.5)	1.3	1.1
Effective portion of changes in fair value of cash flow hedges	0.8	(0.6)	(0.3)
Actuarial gain on defined benefit pension schemes	–	–	4.6
Taxation on items taken directly to other comprehensive income	(0.1)	0.2	(1.4)
Other comprehensive income for the period	0.7	2.0	4.3
Total comprehensive income for the period attributable to the equity holders of the parent	2.0	15.8	28.9



Condensed Consolidated Balance Sheet

As at 30 June 2011

	Notes	30 June 2011 £m	30 June 2010 £m	31 December 2010 £m
Non-current assets				
Intangible assets		132.3	109.8	109.7
Property, plant and equipment		106.4	102.4	102.9
Other receivables		–	1.0	–
		238.7	213.2	212.6
Current assets				
Assets held for sale	6	11.1	–	–
Inventories		58.1	48.5	46.4
Trade and other receivables		87.8	82.2	74.9
Cash and cash equivalents	11	10.1	37.1	27.0
		167.1	167.8	148.3
Total assets		405.8	381.0	360.9
Current liabilities				
Liabilities held for sale	6	(5.2)	–	–
Trade and other liabilities		(82.8)	(79.0)	(72.2)
Current tax liabilities		(9.1)	(11.3)	(7.6)
Provisions for liabilities and charges		(0.5)	–	(0.8)
Interest bearing borrowings	11	(5.1)	(26.8)	(27.0)
		(102.7)	(117.1)	(107.6)
Net current assets		64.4	50.7	40.7
Non-current liabilities				
Other liabilities		(0.2)	(0.2)	(0.2)
Provisions for liabilities and charges		(4.0)	(4.8)	(3.6)
Deferred tax liability		(19.8)	(12.4)	(15.9)
Retirement benefit obligation		(10.6)	(15.5)	(10.9)
Interest bearing borrowings	11	(118.9)	(86.7)	(70.6)
		(153.5)	(119.6)	(101.2)
Total liabilities		(256.2)	(236.7)	(208.8)
Net assets		149.6	144.3	152.1
Equity				
Share capital		19.2	19.2	19.2
Share premium		29.2	29.1	29.1
Other reserves		4.5	4.5	4.5
Translation reserve		6.6	7.6	6.6
Hedge reserve		(0.2)	(1.2)	(0.9)
Retained earnings		90.3	85.1	93.6
Total equity attributable to equity holders of the parent		149.6	144.3	152.1

Condensed Consolidated Statement of Changes in Equity

Six months ended 30 June 2011

	Share capital £m	Share premium £m	Other reserves † £m	Translation reserve £m	Hedge reserve £m	Retained earnings £m	Total equity £m
Opening balance	19.2	29.1	4.5	6.6	(0.9)	93.6	152.1
Profit for the year	—	—	—	—	—	1.3	1.3
Other comprehensive income for the period	—	—	—	—	0.7	—	0.7
Dividends	—	—	—	—	—	(4.0)	(4.0)
Credit to equity of share-based payments	—	—	—	—	—	0.2	0.2
Satisfaction of long term incentive plan	—	—	—	—	—	(0.8)	(0.8)
Shares issued	—	0.1	—	—	—	—	0.1
Closing balance	19.2	29.2	4.5	6.6	(0.2)	90.3	149.6

Six months ended 30 June 2010

	Share capital £m	Share premium £m	Other reserves † £m	Translation reserve £m	Hedge reserve £m	Retained earnings £m	Total equity £m
Opening balance	19.0	28.5	4.5	5.2	(0.6)	74.8	131.4
Profit for the year	—	—	—	—	—	13.8	13.8
Other comprehensive income for the period	—	—	—	2.4	(0.6)	0.2	2.0
Dividends	—	—	—	—	—	(3.6)	(3.6)
Credit to equity of share-based payments	—	—	—	—	—	0.3	0.3
Satisfaction of long term incentive plan	—	—	—	—	—	(0.4)	(0.4)
Shares issued	0.2	0.6	—	—	—	—	0.8
Closing balance	19.2	29.1	4.5	7.6	(1.2)	85.1	144.3

Year ended 31 December 2010

	Share capital £m	Share premium £m	Other reserves † £m	Translation reserve £m	Hedge reserve £m	Retained earnings £m	Total equity £m
Opening balance	19.0	28.5	4.5	5.2	(0.6)	74.8	131.4
Profit for the year	—	—	—	—	—	24.6	24.6
Other comprehensive income for the period	—	—	—	1.4	(0.3)	3.2	4.3
Dividends	—	—	—	—	—	(8.8)	(8.8)
Credit to equity of share-based payments	—	—	—	—	—	0.2	0.2
Satisfaction of long term incentive plan	—	—	—	—	—	(0.4)	(0.4)
Shares issued	0.2	0.6	—	—	—	—	0.8
Closing balance	19.2	29.1	4.5	6.6	(0.9)	93.6	152.1

† Other reserves represents the premium on shares issued in exchange for shares of subsidiaries acquired and £0.2m capital redemption reserve.



Condensed Consolidated Statement of Cash Flows

Six months ended 30 June 2011

	Notes	6 months ended 30 June 2011 £m	6 months ended 30 June 2010 £m	Year ended 31 December 2010 £m
Profit before tax		4.6	20.2	35.3
Add back net financing costs		5.3	2.1	4.3
Operating profit	4, 5	9.9	22.3	39.6
Share-based payments		0.2	0.3	0.2
Movement in fair value of forward contracts	6	(0.1)	(0.1)	–
Loss on remeasurement as held for sale		5.3	–	–
Loss on disposal of property, plant and equipment		0.3	0.3	0.1
Depreciation		6.6	6.6	12.9
Amortisation of intangible assets		1.5	1.0	2.1
Impairment of non-current assets		–	–	0.4
Adjustment for non-cash items		13.8	8.1	15.7
Operating cash flows before movement in working capital		23.7	30.4	55.3
Increase in inventories		(8.4)	(5.2)	(3.2)
(Increase)/decrease in receivables		(10.3)	(6.1)	2.8
Increase/(decrease) in payables		9.2	7.2	(0.9)
Decrease in provisions and employee benefits		(1.6)	(1.3)	(2.3)
Net movement in working capital		(11.1)	(5.4)	(3.6)
Cash generated by operations		12.6	25.0	51.7
Income taxes paid		(2.6)	(3.1)	(9.4)
Interest paid		(2.3)	(2.8)	(4.1)
Net cash from operating activities		7.7	19.1	38.2
Interest received		0.5	0.3	0.7
Proceeds on disposal of non-current assets		–	–	0.9
Purchase of property, plant and equipment		(7.2)	(5.7)	(13.5)
Purchase of intangible assets		(0.1)	(0.3)	(1.3)
Deferred consideration received in respect of disposals		–	0.3	0.3
Payments in respect of acquisitions of subsidiaries and associates		(35.2)	–	(0.2)
Net cash used in investing activities		(42.0)	(5.4)	(13.1)
Issue of new shares		0.1	0.8	0.8
Purchase of shares for employee benefit trust	10	(0.8)	(0.4)	(0.4)
Dividends paid		(4.0)	(3.6)	(8.8)
New loans raised		118.0	8.5	14.0
Payment of transaction costs related to new loans raised		(2.5)	–	–
Costs of terminating financial instruments		(0.4)	–	–
Repayments of loans		(91.1)	(21.0)	(41.0)
Repayment of obligations under finance leases		(1.9)	(2.1)	(4.0)
Net cash from/(used in) financing activities		17.4	(17.8)	(39.4)
Net decrease in cash		(16.9)	(4.1)	(14.3)
Cash at the beginning of the period		27.0	41.1	41.1
Effect of exchange rate fluctuations		–	0.1	0.2
Cash at the end of the period	11	10.1	37.1	27.0

Notes to the Condensed Consolidated Interim Financial Statements

1. Basis of preparation

Hill & Smith Holdings PLC is incorporated in the UK. The Condensed Consolidated Interim Financial Statements of the Company have been prepared on the basis of International Financial Reporting Standards, as adopted by the EU ('Adopted IFRSs') that are effective at 8 August 2011 and in accordance with IAS34: Interim Financial Reporting, comprising the Company, its subsidiaries and its interests in jointly controlled entities (together referred to as the 'Group').

As required by the Disclosure and Transparency Rules of the Financial Services Authority, the Condensed Consolidated Interim Financial Statements have been prepared applying the accounting policies and presentation that were applied in the preparation of the Company's published Consolidated Financial Statements for the year ended 31 December 2010 (these statements do not include all of the information required for full annual financial statements and should be read in conjunction with the full annual report for the year ended 31 December 2010), except for the following which became effective and were adopted by the Group:

- IAS24 (Revised) - Related Party Transactions (effective for annual periods beginning on or after 1 January 2011)
- Amendments to IFRIC14 - Prepayments of a minimum funding requirement (effective for annual periods beginning on or after 1 January 2011)
- IFRIC19 - Extinguishing Financial Liabilities with Equity Insurers (effective for annual periods beginning on or after 1 July 2010)

The adoption of these standards and interpretations has not had a significant impact on the results for the period.

The comparative figures for the financial year ended 31 December 2010 are not the Company's statutory accounts for that financial year. Those accounts have been reported on by the Company's auditors and delivered to the registrar of companies. The report of the auditors was (i) unqualified, (ii) did not include a reference to any matters to which the auditors drew attention by way of emphasis without qualifying their report, and (iii) did not contain a statement under Section 498 (2) or (3) of the Companies Act 2006.

These Condensed Consolidated Interim Financial Statements have not been audited or reviewed by auditors pursuant to the Auditing Practices Board's Guidance on Financial Information.

The financial statements are prepared on the going concern basis. This is considered appropriate given that the Company and its subsidiaries have adequate resources to continue in operational existence for the foreseeable future.

2. Financial risks, estimates, assumptions and judgements

The preparation of the Condensed Consolidated Interim Financial Statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from estimates.

In preparing these Condensed Consolidated Interim Financial Statements, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the Consolidated Financial Statements as at and for the year ended 31 December 2010.

3. Exchange rates

The principal exchange rates used were as follows:

	6 months ended 30 June 2011		6 months ended 30 June 2010		Year ended 31 December 2010	
	Average	Closing	Average	Closing	Average	Closing
Sterling to Euro (£1 = €)	1.15	1.11	1.15	1.22	1.17	1.17
Sterling to US Dollar (£1 = \$)	1.62	1.61	1.52	1.50	1.54	1.57
Sterling to Thai Baht (£1 = Baht)	49.47	49.30	49.62	48.51	48.83	47.00
Sterling to Yuan (£1 = CNY)	10.60	10.38	10.36	10.15	10.43	10.32



Notes to the Condensed Consolidated Interim Financial Statements

4. Segmental information

The Group has three reportable segments, which are Infrastructure Products, Galvanizing Services and Building and Construction Products. Several operating segments that have similar economic characteristics have been aggregated into these reporting segments.

Following the recent restructuring of the industrial flooring businesses and the subsequent disposal of a non-core subsidiary since the period end, the segmental analysis has been realigned to better reflect the core activities of the Group. The Chief Operating Decision Maker believes that by rationalising the industrial flooring businesses, they now focus on infrastructure markets and, as such, have been represented within the Infrastructure Products segment. Ash & Lacy Building Systems Limited (which is held for sale at 30 June 2011 (Note 6)) is the only business remaining in the Building and Construction Products segment. The comparatives in this Note have been restated accordingly.

The acquisitions detailed in Note 12 both fall into the Infrastructure Products segment.

Income Statement

	6 months ended 30 June 2011			6 months ended 30 June 2010 (restated)		
	Revenue £m	Result £m	Underlying Result* £m	Revenue £m	Result £m	Underlying Result* £m
Infrastructure Products	123.6	5.9	7.5	125.2	11.4	11.7
Galvanizing Services	59.9	10.3	10.8	57.2	11.1	12.0
Building and Construction Products	11.6	(6.3)	(0.1)	11.1	(0.2)	(0.2)
Total Group	195.1	9.9	18.2	193.5	22.3	23.5
Net financing costs		(5.3)	(2.0)		(2.1)	(2.0)
Profit before taxation		4.6	16.2		20.2	21.5

	Year ended 31 December 2010 (restated)		
	Revenue £m	Result £m	Underlying Result* £m
Infrastructure Products	237.0	16.2	21.2
Galvanizing Services	115.4	23.7	25.0
Building and Construction Products	21.8	(0.3)	(0.3)
Total Group	374.2	39.6	45.9
Net financing costs		(4.3)	(3.7)
Profit before taxation		35.3	42.2

* Underlying result is stated before Non-Underlying items as defined on the Condensed Consolidated Income Statement, and is the measure of segment profit used by the Chief Operating Decision Maker, who is the Chief Executive. The Result columns are included as additional information.

Galvanizing Services provided £3.3m revenues to Infrastructure Products (six months ended 30 June 2010: £4.3m, the year ended 31 December 2010: £7.9m). Building and Construction Products provided £0.1m revenues to Infrastructure Products (six months ended 30 June 2010: £0.1m, the year ended 31 December 2010: £0.5m). These internal revenues, along with revenues generated from within their own segments, have been eliminated on consolidation.

The Group presents the analysis of continuing operations revenue by geographical market, irrespective of origin:

	6 months ended 30 June 2011 £m	6 months ended 30 June 2010 £m	Year ended 31 December 2010 £m
UK	95.4	113.6	207.9
Rest of Europe	48.8	43.8	85.9
North America	40.2	27.6	61.0
Asia and the Middle East	7.2	5.4	12.2
Rest of the World	3.5	3.1	7.2
Total Group	195.1	193.5	374.2

5. Operating Profit

	6 months ended 30 June 2011 £m	6 months ended 30 June 2010 £m	Year ended 31 December 2010 £m
Revenue	195.1	193.5	374.2
Cost of sales	(131.7)	(127.6)	(248.1)
Gross profit	63.4	65.9	126.1
Distribution costs	(10.8)	(10.4)	(20.2)
Administrative expenses	(37.9)	(33.2)	(66.9)
Loss on sale of non-current assets	(0.3)	(0.3)	(0.1)
Loss on remeasurement	(5.3)	—	—
Other operating income	0.8	0.3	0.7
Operating profit	9.9	22.3	39.6

6. Non-Underlying items

Six months ended 30 June 2011

Subsequent to the period end the Group disposed of one of its non-core businesses, Ash & Lacy Building Systems Limited. This business does not meet the criteria of a discontinued operation and accordingly its results are included in continuing operations. In the Balance Sheet the assets and liabilities have been reclassified into assets and liabilities held for sale at the lower of their carrying amount and their estimated fair value. This has resulted in a loss on remeasurement as held for sale which is included in Non-Underlying items as follows:

	30 June 2011 £m
Intangible assets	5.0
Property, plant and equipment	1.0
Inventories	3.5
Current assets	6.0
Current liabilities	(5.2)
Deferred tax	0.1
Net assets	10.4
Fair value	5.1
Loss on remeasurement as held for sale	5.3

Costs and indemnities incurred as part of the sale and purchase agreement amounting to £0.6m increased the overall loss on disposal of Ash & Lacy Building Systems Limited to £5.9m. Provision for the costs and indemnities is included in the reorganisation costs noted below.

The fair values of the assets and liabilities of the Ash & Lacy Building Systems Limited disposal group are as follows:

	30 June 2011 £m
Assets held for sale	10.3
Liabilities held for sale	(5.2)
Net assets held for sale	5.1

The Group also holds for sale a property in one of its US subsidiaries, V&S LLC, at a fair value of £0.8m. Therefore, assets held for sale totalled £11.1m at the balance sheet date. The US property was disposed of in July 2011 at its fair value.

Non-Underlying items included in operating profit also include the following:

- Business reorganisation and redundancy costs of £1.6m.
- Acquisition related expenses of £0.6m in respect of the Group's acquisitions detailed in Note 12.
- Amortisation of acquired intangible fixed assets of £0.9m.
- Gains of £0.1m arising from movements in the fair value of foreign currency forward contracts.

Amounts included within financial income and expense are the net financing cost on pension obligations of £0.1m. Costs associated with the Group's refinancing of its revolving credit facility, amounting to £3.2m, are also included within financial expense.



Notes to the Condensed Consolidated Interim Financial Statements

6. Non-Underlying items continued

Year ended 31 December 2010

Non-underlying items in the year ended 31 December 2010 included in operating profit comprise the following:

- Business reorganisation costs of £5.7m, principally relating to the closure of three manufacturing plants, two in the UK and one in the USA, and other redundancy costs. Included is an asset impairment charge of £0.4m.
- Release of environmental provisions of £1.3m. A review of environmental issues and provisions principally relating to the 2007 acquisition of Zinkivent GmbH identified that the Group was carrying provisions for potential issues which have either been remedied or for which spend is expected to be lower than that originally provided for.
- Amortisation of acquired intangible fixed assets of £0.9m.
- Acquisition related expenses of £1.0m, which prior to revisions to IFRS3, adopted for the first time in 2010, would have been capitalised upon the successful acquisition of the target investment.

Amounts included within financial income and expense represent the net financing return on pension obligations of £0.6m.

7. Net financing costs

	6 months ended 30 June 2011 £m	6 months ended 30 June 2010 £m	Year ended 31 December 2010 £m
Interest on bank deposits	0.4	0.2	0.6
Expected return on pension scheme assets	1.8	1.7	3.4
Financial income	2.2	1.9	4.0
Interest on bank loans and overdrafts	2.2	1.9	3.8
Interest on finance lease and hire purchase contracts	0.2	0.3	0.4
Interest on other loans	–	–	0.1
Total interest expense	2.4	2.2	4.3
Financial expenses relating to refinancing	3.2	–	–
Expected interest cost on pension scheme obligations	1.9	1.8	4.0
Financial expense	7.5	4.0	8.3
Net financing costs	5.3	2.1	4.3

8. Taxation

Tax has been provided on the underlying profit at the estimated effective rate of 29.0% (2010: 31.4%) for existing operations for the full year.

9. Earnings per share

The weighted average number of ordinary shares in issue during the period was 76.9m, diluted for the effect of outstanding share options 77.8m (six months ended 30 June 2010: 76.8m and 77.2m diluted, the year ended 31 December 2010: 76.9m and 77.6m diluted).

Underlying earnings per share are shown below as the Directors consider that this measurement of earnings gives valuable information on the underlying performance of the Group:

	6 months ended 30 June 2011		6 months ended 30 June 2010		Year ended 31 December 2010	
	Pence per share	£m	Pence per share	£m	Pence per share	£m
Basic earnings	1.7	1.3	18.0	13.8	32.0	24.6
Non-Underlying items	13.3	10.2	1.2	0.9	7.0	5.4
Underlying earnings	15.0	11.5	19.2	14.7	39.0	30.0
Diluted earnings	1.7	1.3	17.9	13.8	31.7	24.6
Non-Underlying items	13.0	10.2	1.2	0.9	7.0	5.4
Underlying diluted earnings	14.7	11.5	19.1	14.7	38.7	30.0

10. Dividends

Dividends paid in the period were the prior year's interim dividend of £4.0m (2010: £3.6m). The final dividend for 2010 of £5.8m (2010: £5.3m) was paid on 8 July 2011. Dividends declared after the Balance Sheet date are not recognised as a liability, in accordance with IAS10. The Directors have proposed an interim dividend for the current year of £4.2m, 5.4p per share (2010: £4.0m, 5.2p per share).

11. Analysis of net debt

	30 June 2011 £m	30 June 2010 £m	31 December 2010 £m
Cash and cash equivalents	10.1	37.1	27.0
Interest bearing loans and borrowings due within one year	(5.1)	(26.8)	(27.0)
Interest bearing loans and borrowings due after one year	(118.9)	(86.7)	(70.6)
Net debt	(113.9)	(76.4)	(70.6)
	30 June 2011 £m	30 June 2010 £m	31 December 2010 £m
Change in net debt			
Operating profit	9.9	22.3	39.6
Non-cash items	13.8	8.1	15.7
Operating cash flow before movement in working capital	23.7	30.4	55.3
Net movement in working capital	(9.5)	(4.1)	(1.3)
Change in provisions and employee benefits	(1.6)	(1.3)	(2.3)
Operating cash flow	12.6	25.0	51.7
Tax paid	(2.6)	(3.1)	(9.4)
Net financing costs paid	(5.0)	(2.5)	(3.4)
Capital expenditure	(7.3)	(6.4)	(15.2)
Proceeds on disposal of non-current assets	—	—	0.9
Free cash flow	(2.3)	13.0	24.6
Dividends paid (Note 10)	(4.0)	(3.6)	(8.8)
Purchase of shares for the employee benefit trust	(0.8)	(0.4)	(0.4)
Disposals	—	0.3	0.3
Acquisitions	(35.2)	—	(0.2)
Issue of new shares	0.1	0.8	0.8
Net debt (increase)/decrease	(42.2)	10.1	16.3
Effect of exchange rate fluctuations	(1.1)	1.1	0.7
Net debt at the beginning of the period	(70.6)	(87.6)	(87.6)
Net debt at the end of the period	(113.9)	(76.4)	(70.6)



Notes to the Condensed Consolidated Interim Financial Statements

12. Acquisitions

On 16 March 2011 Hill & Smith (USA) Limited acquired, on a debt free cash free basis, 100% of the issued share capital of The Paterson Group, Inc. and its related companies for US\$45m in cash, a leading manufacturer and distributor of pipe supports and hangers to the power generation, commercial and industrial markets in North America.

Table of The Paterson Group acquisition

	Pre acquisition carrying amount £m	Policy alignment and provisional fair value adjustments £m	Total £m
Intangible assets			
Brands	–	5.8	5.8
Customer lists	–	5.7	5.7
Patents and Licences	–	1.1	1.1
Property, plant and equipment	3.6	–	3.6
Inventories	5.8	(1.0)	4.8
Current assets	5.5	(0.1)	5.4
Cash and cash equivalents	2.8	–	2.8
Total assets	17.7	11.5	29.2
Current liabilities	(2.6)	(1.1)	(3.7)
Deferred tax	0.7	(3.5)	(2.8)
Non current liabilities	(0.1)	(1.1)	(1.2)
Total liabilities	(2.0)	(5.7)	(7.7)
Net assets	15.7	5.8	21.5
Consideration			29.1
Goodwill			7.6
Cash flow effect			
Consideration			29.1
Cash and cash equivalents received in the business			(2.8)
Deferred consideration			(1.0)
Net cash consideration shown in the Consolidated Statement of Cash Flows			25.3

Post acquisition The Paterson Group contributed £8.8m revenue and £0.2m profit, which is included in the Group's Consolidated Income Statement.

12. Acquisitions continued

On 19 May 2011 Hill & Smith Sweden AB acquired, on a debt free cash free basis, 100% of the issued share capital of ATA Bygg-och Markprodukter AB for 100m SEK in cash, a distributor of road safety barriers and manufacturer and distributor of road signage to the infrastructure market in Sweden.

Table of the ATA acquisition

	Pre acquisition carrying amount £m	Policy alignment and provisional fair value adjustments £m	Total £m
Intangible assets			
Brands	–	0.3	0.3
Customer lists	–	4.5	4.5
Property, plant and equipment	1.0	–	1.0
Inventories	2.1	(0.6)	1.5
Current assets	2.4	(0.1)	2.3
Total assets	5.5	4.1	9.6
Current liabilities	(2.3)	–	(2.3)
Deferred tax	–	(1.1)	(1.1)
Total liabilities	(2.3)	(1.1)	(3.4)
Net assets	3.2	3.0	6.2
Consideration			10.0
Goodwill			3.8
Cash flow effect			
Consideration			10.0
Deferred consideration			(0.1)
Net cash consideration shown in the Consolidated Statement of Cash Flows			9.9

Post acquisition ATA contributed £1.8m revenue and £0.3m profit, which is included in the Group's Consolidated Income Statement.

Brand names, customer relationships and patents and licences have been recognised as specific intangible assets as a result of the acquisitions. The remaining goodwill is mainly represented by the assembled workforce and the geographical advantages afforded to the Group. Brand names and trademarks relating to The Paterson Group have been valued at £5.8m and are considered to have indefinite lives.

Policy alignment and fair value adjustments principally relate to harmonisation with Group IFRS accounting policies, including the provisional application of fair values on acquisition.

If the above acquisitions had occurred on 1 January 2011 the continuing results of the Group for the period would have shown revenue of £210.7m and a profit for the period of £2.2m.

Principal Group Businesses

Infrastructure Products

Asset International Limited

Large diameter plastic pipes and storm water attenuation tanks

Stephenson Street, Newport,
South Wales, NP19 4XH
Tel: +44 (0) 1633 273081
Fax: +44 (0) 1633 290519
sales@assetint.co.uk
www.assetint.co.uk

ATA Bygg-och Markprodukter AB*

Road safety barriers and road signage
Incorporated in Sweden

Staffans väg 7, Box 7051, 192 07
Sollentuna, Sweden
Tel: +46 (0) 8 98 80 70
Fax: +46 (0) 8 29 25 15
ata@ata.se
www.ata.se

Barkers Engineering Limited*

Fencing and fasteners

Duke Street, Fenton, Stoke-on-Trent,
Staffordshire, ST4 3NS
Tel: +44 (0) 1782 319264
Fax: +44 (0) 1782 599724
sales@barkersengineering.com
www.barkersengineering.com

Bergen-Power Pipe Supports, Inc.*

Constant and variable pipe support systems
Incorporated in the USA

225 Merrimac Street, Woburn,
Massachusetts, 01801 USA
Tel: +1 (781) 935 9550
Fax: +1 (781) 938 0026
bpwoburn@bergenpower.com
www.bergenpower.com

Bergen Pipe Supports India Private Limited*

Constant and variable pipe support systems
Incorporated in India

93 Kandrathur Road, 1st Floor, Porur,
Chennai, 600116, Tamil Nadu, India
Tel: +91 (44) 248 251 36
psgisales@gmail.com

Birtley Building Products Limited*

Steel lintels and doors

Mary Avenue, Birtley, County Durham,
DH3 1JF
Tel: +44 (0) 191 410 6631
Fax: +44 (0) 191 410 0650
info@birtley-building.co.uk
www.birtley-building.co.uk

British Pipe Supports (Jingjiang) Limited*

Constant and variable pipe support systems
Incorporated in China

West End of Fuyang Road,
South Developing District,
Jingjiang City, Jiangsu Province,
PRC, 214500, China
Tel: +86 (0) 523 8462 1515
Fax: +86 (0) 523 8462 1536
bps@pipesupports.com.cn

Bromford Iron & Steel Company Limited*

Hot rolled steel flats, bars, sections and profiles

Bromford Lane, West Bromwich,
West Midlands, B70 7JJ
Tel: +44 (0) 121 553 6121
Fax: +44 (0) 121 525 0913
enquiries@bromfordsteels.co.uk
www.bromfordsteels.co.uk

Carpenter & Paterson, Inc.*

Constant and variable pipe support systems
Incorporated in the USA

225 Merrimac Street, Woburn,
Massachusetts. 01801
Tel: +1 (781) 935 7036
Fax: +1 (781) 935 9555
www.carpenterandpaterson.com

CA Traffic Limited

Traffic counting and classifying equipment

Griffin House, Gatehouse Way,
Aylesbury, Buckinghamshire, HP19 8BP
Tel: +44 (0) 1908 511122
Fax: +44 (0) 1908 511505
sales@c-a.co.uk
www.c-a.co.uk

Creative Pultrusions, Inc.*

Manufacturer of glass reinforced plastic products (GRP) for the infrastructure market
Incorporated in the USA

214 Industrial Lane, Alum Bank,
Pennsylvania, 15521, USA
Tel: +1 (814) 839 4186
Fax: +1 (814) 839 4276
www.creativepultrusions.com

Conimast International SAS*

Specialist highmast lighting columns
Incorporated in France

Z.I. La Sauniere BP70, 89600,
Saint Florentin, France
Tel: +33 (0) 3 86 43 82 01
Fax: +33 (0) 3 86 43 82 10
ci@galva.fr
www.conimast.fr

Hill & Smith Limited

Highway and off-highway safety barriers,
temporary highway, general workzone protection systems and corrugated steel structures

Springvale Business and Industrial Park,
Bilston, Wolverhampton, WV14 0QL
Tel: +44 (0) 1902 499400
Fax: +44 (0) 1902 499419
barrier@hill-smith.co.uk
www.hill-smith.co.uk

Berry Systems (D)

Car park and industrial barriers, spring steel barriers, protection bollards, speed ramps, handrail panels

Tel: +44 (0) 1902 4991100
Fax: +44 (0) 1902 494080
sales@berrysystems.co.uk
www.berrysystems.co.uk

Brifex (D)

Wire rope safety barriers

Tel: +44 (0) 1902 499400
Fax: +44 (0) 1902 499419
eng@brifex.co.uk
www.brifex.co.uk

Bristorm (D)

Anti-terrorist security fencing

Tel: +44 (0) 1902 499400
Fax: +44 (0) 1902 499419
simon.box@hill-smith.co.uk
www.bristorm.com

Notes:

The above lists the Company's subsidiary undertakings, except for some intermediate holding companies and certain other undertakings of minor importance. Except where indicated, the undertakings are subsidiaries incorporated in Great Britain and the share capital consists of ordinary shares only.

* The Company's effective interest is held indirectly for these undertakings.

(D) Operating division only, not a limited company

Principal Group Businesses

Infrastructure Products

JA Envirotanks (D)

Large steel storage tanks

PO Box 16, Charles Henry Street,
Birmingham, B12 0SP
Tel: +44 (0) 121 622 4661
Fax: +44 (0) 121 622 1402
sales@jaenvirotanks.co.uk
www.jaenvirotanks.com

Techspan Systems (D)

Electronic information messaging and
display systems

Griffin House, Gatehouse Way,
Aylesbury, Buckinghamshire, HP19 8BP
Tel: +44 (0) 1296 673000
Fax: +44 (0) 1296 673002
enquiries@techspan.co.uk
www.techspan.co.uk

TopDeck Parking (D)

Demountable car parking system

Tel: +44 (0) 1902 499400
Fax: +44 (0) 1902 494080
sales@topdeckparking.co.uk
www.topdeckparking.co.uk

Hill & Smith, Inc.

Permanent and temporary road barrier
solutions

1000 Buckeye Park Road, Columbus, Ohio,
43207, USA
Tel: +1 (614) 340 6294
Fax: +1 (614) 340 6296
info@hillandsmith.com
www.hillandsmith.com

Hill & Smith Infrastructure Products India Private Limited*

Highway and off-highway safety barriers,
temporary highway, general workzone
protection systems and corrugated steel
structures
Incorporated in India

335 Udyog Vihar, Phase IV, Gurgaon,
Haryana, 122015, India
Tel: +91 124 438 3721
Fax: +91 124 438 3720
enquiries@hsipi.in

Lionweld Kennedy Flooring Limited

Handrail and industrial flooring structures

Marsh Road, Middlesbrough, TS1 5JS
Tel: +44 (0) 1642 245151
Fax: +44 (0) 1642 224710
sales@lk-uk.com
www.lk-uk.com

Mallatite Limited

Steel and highway lighting columns

Holmewood Industrial Estate, Hardwick
View Road, Holmewood, Chesterfield,
S42 5SA
Tel: +44 (0) 1246 593280
Fax: +44 (0) 1246 593281
sales@mallatite.co.uk
www.mallatite.co.uk

PHS Industries, Inc.*

Constant and variable pipe support
systems
Incorporated in the USA

434 Latique Road, Waggaman,
State of Louisiana 70094, USA
Tel: +1 (504) 431 7722
Fax: +1 (504) 431 7900
www.phsind.com

Pipe Supports Limited*

Constant and variable pipe support
systems

Unit 22, West Stone, Berry Hill Industrial
Estate, Droitwich, Worcestershire, WR9 9AS
Tel: +44 (0) 1905 795500
Fax: +44 (0) 1905 794126
psl@pipesupports.com
www.pipesupports.com

Pipe Supports Asia Limited*

Constant and variable pipe support systems
Incorporated in Thailand

26/5 Moo 9, Soi Rattanaraj,
Bangna-Trad Road, Km 18.2, Bangchalong,
Bangplee, Samut Prakem, 10540, Thailand
Tel: +66 (2) 312 7685
Fax: +66 (2) 312 7707
psa@pipesupports.com
www.pipesupports.com

Pipe Supports Group Trading (Jingjiang) Limited*

(for address see British Pipe Supports)
Constant and variable pipe support systems
Incorporated in China

Redman Fisher Engineering Limited*

Specialising in industrial flooring and GRP
platforms

Access Design and Engineering (D)

Access covers, gantries and specialist
metalwork

Halesfield 18, Telford, Shropshire
TF7 4JS

Tel: +44 (0) 1952 588788
Fax: +44 (0) 1952 685139
sales@access-design.co.uk
www.access-design.co.uk

Varley & Gulliver Limited

Parapets and pedestrian guardrails

57-70 Alfred Street, Sparkbrook,
Birmingham, B12 8JR
Tel: +44 (0) 121 733 2441
Fax: +44 (0) 121 766 6875
sales@v-and-g.co.uk
www.v-and-g.co.uk

V&S Utilities**

Electrical utility products and services.
Incorporated in the USA

1000 Buckeye Park Road, Columbus, Ohio
43207, USA
Tel: +1 (614) 449 8261
Fax: +1 (614) 449 8851
info@hotdipgalvanizing.com
www.hotdipgalvanizing.com

Notes:

The above lists the Company's subsidiary undertakings, except for some intermediate holding companies and certain other undertakings of minor importance. Except where indicated, the undertakings are subsidiaries incorporated in Great Britain and the share capital consists of ordinary shares only.

* The Company's effective interest is held indirectly for these undertakings.

(D) Operating division only, not a limited company



Principal Group Businesses

Galvanizing Services

France Galva SA*

Galvanizing and powder coaters of steel
Incorporated in France

Z.I. La Sauniere BP70, 89600
Saint Florentin, France
Tel: +33 (0) 3 86 43 82 01
Fax: +33 (0) 3 86 43 82 10
ci@galva.fr
www.galva.fr

Joseph Ash Limited*

Galvanizing Services

Alcora Building 2, Mucklow Hill
Halesowen, West Midlands, B62 8DG
Tel: +44 (0) 121 504 2560
Fax: +44 (0) 121 504 2599
sales@josephash.co.uk
www.josephash.co.uk

Voigt & Schweitzer, LLC*

Galvanizing Services
Incorporated in the USA

1000 Buckeye Park Road, Columbus
Ohio, 43207, USA
Tel: +1 (614) 449 8281
Fax: +1 (614) 449 8851
info@hotdipgalvanizing.com
www.hotdipgalvanizing.com

Notes:

The above lists the Company's subsidiary undertakings, except for some intermediate holding companies and certain other undertakings of minor importance. Except where indicated, the undertakings are subsidiaries incorporated in Great Britain and the share capital consists of ordinary shares only.

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(D) Operating division only, not a limited company

Directors

W H Whiteley BSc, FCMA
(Chairman and Non-Executive)

D W Muir BSC, CEng, MICE
(Group Chief Executive)

M Pegler BCom, FCA
(Group Finance Director)

J F Lennox CA
(Non-Executive)

C J Snowdon BA, FCA
(Non-Executive)

Contacts

Hill & Smith Holdings PLC
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Westhaven House
Arleston Way
Shirley, Solihull
West Midlands
B90 4LH
Tel: +44 (0) 121 704 7430
Fax: +44 (0) 121 704 7439

Registration Details
Registered in England and Wales
Company Number: 671474

Company Website
www.hsholdings.com

Company Secretary
John Humphreys FCIS

Professional Advisers

Auditors
KPMG Audit Plc
1 Snowhill
Snow Hill Queensway
Birmingham
B3 2DL

Brokers and Financial Advisers
Investec Investment Banking
2 Gresham Street
London
EC2V 7QP

Principal Bankers
Barclays Bank PLC
Midlands Corporate Banking Centre
PO Box 3333
15 Colmore Row
Birmingham
B3 2WN

Lawyers
Wragge & Co
55 Colmore Row
Birmingham
B3 2QD

Silks Solicitors
Barclays Bank Chambers
Birmingham Street
Oldbury
B69 4EZ

Public Relations
MHP Communications
60 Great Portland Street
Oldbury
B69 4EZ

Registrars
Computershare Investor Services PLC
PO Box 82
The Pavilions
Bridgwater Road
Bristol
BS99 7NH



Financial Calendar

Ex dividend date	23 November 2011
Record date	25 November 2011
Payment of interim dividend for 2011	6 January 2012
Preliminary results announcement for 2011	March 2012
Annual General Meeting 2012	May 2012

Dividend Reinvestment Plan

Hill & Smith offers a Dividend Reinvestment Plan ("Plan"). The Plan, administered by the Company's Registrars, Computershare Investor Services, allows shareholders to reinvest their cash dividends in Hill & Smith ordinary shares. Shareholders who have not already joined the Plan, and who wish to participate in the Plan in respect of the interim dividend to be paid on 6 January 2012, need to elect to do so by 13 December 2011. In order to make an election, shareholders should contact Computershare Investor Services either by telephoning 0870 707 1058 or by visiting its website www.Computershare.com/investor/UK.



Quick Move Varioguard machines to be deployed on the M1 J10-13.



Hill & Smith Holdings PLC

2011 >

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