

TITAN CEMENT CYPRUS LIMITED

REPORT AND FINANCIAL STATEMENTS
31 December 2012

TITAN CEMENT CYPRUS LIMITED

REPORT AND FINANCIAL STATEMENTS 31 December 2012

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TITAN CEMENT CYPRUS LIMITED

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:

Arta Antoniou
Spyroulla Papaeracleous
Stelios Triantafyllides
Iosif Nina (appointed on 28 August 2012)
Spyrou Eftychiou (appointed on 28 August 2012)

Company Secretary:

A.T.S Services Limited
2-4 Arch. Makarios Avenue III
Capital Center, 9th Floor
CY-1065 Nicosia, Cyprus

Independent Auditors:

Ernst & Young Cyprus Limited
Certified Public Accountants & Registered Auditors
36 Byron Avenue
1511 Nicosia, Cyprus

Registered office:

2-4 Arch. Makarios III Avenue
Capital Center, 9th Floor
CY-1065 Nicosia
Cyprus

TITAN CEMENT CYPRUS LIMITED

REPORT OF THE BOARD OF DIRECTORS

The Board of Directors presents its report and audited financial statements of the Company for the year ended 31 December 2012.

Principal activities

The principal activities of the Company, which are unchanged from last year, are those of an investment holding company.

Review of current position, future developments and significant risks

The Company made a profit for the year 2012 of €25,240,339 compared to the loss of €12,902 made in 2011. The increase was mainly due to the dividends received from its subsidiaries in the amount of €25,120,266, where no dividends were received in 2011. The net assets of the Company as at 31 December 2012 were €143,190,408 compared to €20,104 in 2011. The Board of Directors does not expect any significant changes in the activities of the Company in the foreseeable future.

The Company's principal risks or uncertainties are stated in note 3.

Results and Dividends

The Company's results for the year are set out on page 6. The Board of Directors approved the payment of a dividend as detailed below and the remaining net profit for the year is retained.

Dividends

During the year 2012 the Board of Directors approved the payment of an interim dividend of €25,120,266 (2011: €NIL).

Share capital

Authorised capital

On 15 March 2012 the authorised share capital of the Company was increased to 155,000 ordinary shares of €1.71 each.

Issued capital

On 15 March 2012, the Company issued 152,050 ordinary shares of €1.71 each at premium €998.29 per share.

On 15 May 2012, the Company resolved to reduce its share premium by €8,999,769 by submitting a court order and after a unanimous written resolution of the sole Shareholder of the Company.

Board of Directors

The members of the Company's Board of Directors as at 31 December 2012 and at the date of this report are presented on page 1. All of them were members of the Board of Directors throughout the year ended 31 December 2012.

In accordance with the Company's Articles of Association all directors presently members of the Board continue in office.

There were no significant changes in the assignment of responsibilities and remuneration of the Board of Directors.

Events after the reporting period

Any significant events that occurred after the end of the reporting period are described in note 20 to the financial statements.

TITAN CEMENT CYPRUS LIMITED

REPORT OF THE BOARD OF DIRECTORS

Independent Auditors

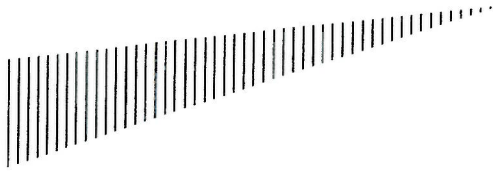
The Independent Auditors, Ernst & Young Cyprus Limited, have expressed their willingness to continue in office and a resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By order of the Board of Directors,

Stelios Triantafyllides
Director

Nicosia, 26 March 2013





Independent auditor's report

To the Members of Titan Cement Cyprus Limited

Report on the financial statements

We have audited the accompanying financial statements of Titan Cement Cyprus Limited (the "Company"), which comprise the statement of financial position as at 31 December 2012, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Board of Directors' Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Titan Cement Cyprus Limited as at 31 December 2012, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

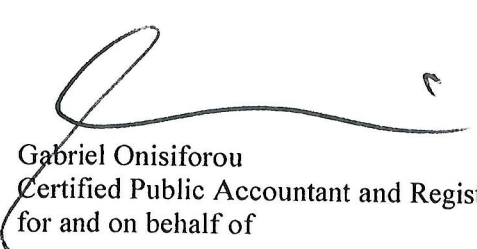
Report on Other Legal Requirements

Pursuant to the requirements of the Auditors and Statutory Audits of Annual and Consolidated Accounts Law of 2009, we report the following:

- We have obtained all the information and explanations we considered necessary for the purposes of our audit.
- In our opinion, proper books of account have been kept by the Company.
- The Company's financial statements are in agreement with the books of account.
- In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Cyprus Companies Law, Cap. 113, in the manner so required.
- In our opinion, the information given in the report of the Board of Directors is consistent with the financial statements.

Other Matter

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 34 of the Auditors and Statutory Audits of Annual and Consolidated Accounts Law of 2009 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.



Gabriel Onisiforou
Certified Public Accountant and Registered Auditor
for and on behalf of

Ernst & Young Cyprus Limited
Certified Public Accountants and Registered Auditors

Nicosia
26 March 2013

TITAN CEMENT CYPRUS LIMITED

STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2012

	Note	2012 €	2011 €
Other income			
Profit from investing activities	5	25,120,266	-
Administration and other expenses	6	190,083	855
	7	(41,498)	(13,662)
Profit/(loss) before tax		25,268,851	(12,807)
Tax			
	9	(28,512)	(95)
Net profit/(loss) for the year		25,240,339	(12,902)
Other comprehensive income		-	-
Total comprehensive income for the year		25,240,339	(12,902)

The notes on pages 10 to 18 form an integral part of these financial statements.

TITAN CEMENT CYPRUS LIMITED

STATEMENT OF FINANCIAL POSITION 31 December 2012

	Note	2012 €	2011 €
ASSETS			
Investments in subsidiaries	11	<u>143,050,831</u>	-
		<u>143,050,831</u>	-
Current assets			
Trade and other receivables	12	-	1,183
Cash and cash equivalents	13	<u>144,685</u>	<u>24,572</u>
		<u>144,685</u>	<u>25,755</u>
Total assets		<u><u>143,195,516</u></u>	<u><u>25,755</u></u>
EQUITY AND LIABILITIES			
Equity			
Share capital	14	263,150	3,145
Share premium		142,872,691	82,465
Retained earnings /(accumulated losses)		<u>54,567</u>	<u>(65,506)</u>
Total equity		<u><u>143,190,408</u></u>	<u><u>20,104</u></u>
Current liabilities			
Trade and other payables	15	5,108	5,646
Current tax liabilities	16	-	5
		<u>5,108</u>	<u>5,651</u>
Total equity and liabilities		<u><u>143,195,516</u></u>	<u><u>25,755</u></u>

On 26 March 2013 the Board of Directors of Titan Cement Cyprus Limited authorised these financial statements for issue.

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 Arta Antoniou
 Director

.....

 Spyroulla Papaeracleous
 Director

The notes on pages 10 to 18 form an integral part of these financial statements.

TITAN CEMENT CYPRUS LIMITED

STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2012

	Note	Share capital €	Share premium €	Accumulated losses €	Total €
Balance at 1 January 2011		3,145	82,465	(52,604)	33,006
Net loss for the year		-	-	(12,902)	(12,902)
Balance at 31 December 2011/ 1 January 2012		3,145	82,465	(65,506)	20,104
Net profit for the year		-	-	25,240,339	25,240,339
Transactions with owners					
Issue of share capital	14	260,005	151,789,995	-	152,050,000
Reduction of share premium	14	-	(8,999,769)	-	(8,999,769)
Dividends	10	-	-	(25,120,266)	(25,120,266)
Balance at 31 December 2012		263,150	142,872,691	54,567	143,190,408

Share premium is not available for distribution.

Companies which do not distribute 70% of their profits after tax, as defined by the relevant tax law, within two years after the end of the relevant tax year, will be deemed to have distributed as dividends 70% of these profits. Special contribution for defence at 20% for the tax years 2012 and 2013 and 17% for 2014 and thereafter (up to 31 August 2011 the rate was 15% and was increased to 17% for the period thereafter to 31 December 2011) will be payable on such deemed dividends to the extent that the shareholders (companies and individuals) are Cyprus tax residents. The amount of deemed distribution is reduced by any actual dividends paid out of the profits of the relevant year at any time. This special contribution for defence is payable by the Company for the account of the shareholders.

The notes on pages 10 to 18 form an integral part of these financial statements.

TITAN CEMENT CYPRUS LIMITED

STATEMENT OF CASH FLOWS

Year ended 31 December 2012

	Note	2012 €	2011 €
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(loss) before tax		25,268,851	(12,807)
Adjustments for:			
Dividend income	5	(25,120,266)	-
Interest income	6	(190,083)	(855)
Cash flows used in operations before working capital changes		(41,498)	(13,662)
Decrease/(increase) in trade and other receivables		1,183	(33)
(Decrease)/increase in trade and other payables		(538)	1,103
Cash flows used in operations		(40,853)	(12,592)
Tax paid		(28,517)	(156)
Net cash flows used in operating activities		(69,370)	(12,748)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for purchase of investments in subsidiaries	11	(143,050,831)	-
Interest received		190,083	855
Dividends received		25,120,266	-
Net cash flows (used in)/from investing activities		(117,740,482)	855
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of share capital	14	152,050,000	-
Reduction of share premium	14	(8,999,769)	-
Dividends paid		(25,120,266)	-
Net cash flows from financing activities		117,929,965	-
Net increase /(decrease) in cash and cash equivalents		120,113	(11,893)
Cash and cash equivalents:			
At beginning of the year		24,572	36,465
At end of the year	13	144,685	24,572

The notes on pages 10 to 18 form an integral part of these financial statements.

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

1. Incorporation and principal activities

Country of incorporation

The Company Titan Cement Cyprus Limited was incorporated in Cyprus on 31 May 2006 as a private limited liability Company under the Cyprus Companies Law, Cap. 113. Its registered office is at 2-4 Arch. Makarios III Avenue, Capital Center, 9th Floor, CY-1065 Nicosia, Cyprus.

Principal activities

The principal activities of the Company, which are unchanged from last year, are those of an investment holding company.

2. Accounting policies

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

Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113.

These financial statements are the separate parent financial statements of the Company. Consolidated financial statements, which would include the financial statements of the Company and its subsidiary undertaking have not been prepared because the Company is a wholly owned subsidiary itself and it does not need to prepare consolidated financial statements as IFRS consolidated financial statements are prepared by its ultimate parent company Titan Cement S.A., a company incorporated in Greece. This exemption is permitted by International Accounting Standard IAS27 "Consolidated and Parent Financial Statements" and by the Cyprus Companies Law, Cap. 113. Consolidated financial statements can be obtained from Titan Cement S.A., 22A Halkidos Street, 11143 Athens, Greece.

The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

Adoption of new and revised IFRSs

The accounting policies adopted are consistent with those of the previous financial year except as follows:

The Company has adopted all the new and amended IFRS and IFRIC interpretations that are effective as of 1 January 2012. The adoption did not have a material effect on the accounting policies of the Company.

At the date of approval of these financial statements, standards and interpretations were issued by the International Accounting Standards Board which were not yet effective. Some of them were adopted by the European Union and others not yet. The Board of Directors expects that the adoption of these accounting standards in future periods will not have a material effect on the financial statements of the Company.

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

2. Accounting policies (continued)

Subsidiary companies

Investments in subsidiary companies are stated at cost less provision for impairment in value, which is recognised as an expense in the period in which the impairment is identified.

Revenue recognition

Revenues earned by the Company are recognised on the following bases:

- **Interest income**

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

- **Dividend income**

Dividend income is recognised when the right to receive payment is established.

Foreign currency translation

(1) **Functional and presentation currency**

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Euro (€), which is the Company's functional and presentation currency.

(2) **Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in statement of comprehensive income.

Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax liabilities and assets are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and laws that have been enacted, or substantively enacted, by the reporting date.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Currently enacted tax rates are used in the determination of deferred tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same fiscal authority.

Dividends

Interim dividends are recognised in equity in the year in which they are paid. Dividend distribution to the Company's shareholders is recognised in the Company's financial statements in the year in which they are approved by the Company's shareholders.

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

2. Accounting policies (continued)

Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise cash at bank and in hand and short term deposits with an original maturity of three months or less.

Impairment of assets

Assets, other than intangibles with indefinite useful lives, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

Share capital

Ordinary shares are classified as equity.

Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

Receivables from/payables to related parties

Receivables from/payables to related parties are stated at their transacted values as they are on demand. Management believes that their fair value is not materially different from their transacted values.

Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

3. Financial risk management

Financial risk factors

The Company is exposed to liquidity risk and capital risk management arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

3.1 Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses. The Company has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

The following tables detail the Company's remaining contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

31 December 2012

	Carrying amounts	3 months or less
	€	€
Trade and other payables	5,108	5,108
	<u>5,108</u>	<u>5,108</u>

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

3. Financial risk management (continued)

3.1 Liquidity risk (continued)

31 December 2011

	Carrying amounts	3 months or less
	€	€
Trade and other payables	5,646	5,646
	<u>5,646</u>	<u>5,646</u>

3.2 Capital risk management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Company's overall strategy remains unchanged from last year.

Fair value estimation

The fair values of the Company's financial assets and liabilities approximate their carrying amounts at the reporting date.

4. Critical accounting estimates and judgments

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

- **Income taxes**

Significant judgement is required in determining the provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

In Management's opinion, the Company is in substantial compliance with the tax laws governing its operations. However the risk remains that the relevant authorities could take differing positions with regard to interpretative issues and the effect could be significant. The Company met the tax filing in Cyprus. To the best of Management's knowledge, no breaches of tax law have occurred. Thus, the Company has not recorded any provision for potential impact of any such breaches as at 31 December 2012.

- **Impairment of investments in subsidiaries**

The Company periodically evaluates the recoverability of investments in subsidiaries whenever indicators of impairment are present. Indicators of impairment include such items as declines in revenues, earnings or cash flows or material adverse changes in the economic or political stability of a particular country, which may indicate that the carrying amount of an asset is not recoverable. If facts and circumstances indicate that investment in subsidiaries may be impaired, the estimated future undiscounted cash flows associated with these subsidiaries/associates would be compared to their carrying amounts to determine if a write-down to fair value is necessary.

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS Year ended 31 December 2012

5. Other income

	2012	2011
	€	€
Dividend income	<u>25,120,266</u>	-
	<u>25,120,266</u>	<u>-</u>

6. Profit from investing activities

	2012	2011
	€	€
Bank interest income	<u>190,083</u>	855
	<u>190,083</u>	<u>855</u>

7. Administration and other expenses

	2012	2011
	€	€
Sundry operating expenses	<u>41,498</u>	13,662
	<u>41,498</u>	<u>13,662</u>

8. Operating profit/(loss)

	2012	2011
	€	€
Operating profit/(loss) is stated after charging the following items:		
Director's fees	-	-
Auditors' remuneration	<u>3,744</u>	<u>3,680</u>

9. Tax

9.1 Tax recognised in profit or loss

	2012	2011
	€	€
Defence contribution - current year	<u>28,512</u>	95
Charge for the year	<u>28,512</u>	<u>95</u>

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the applicable tax rates as follows:

	2012	2011
	€	€
Profit/(loss) before tax	<u>25,268,851</u>	<u>(12,807)</u>
Tax calculated at the applicable tax rates	2,526,885	(1,281)
Tax effect of expenses not deductible for tax purposes	2,403	-
Tax effect of allowances and income not subject to tax	<u>(2,531,035)</u>	<u>(86)</u>
Tax effect of tax loss for the year	1,747	1,367
Defence contribution current year	<u>28,512</u>	<u>95</u>
Tax charge	<u>28,512</u>	<u>95</u>

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

9.2 Tax recognised in other comprehensive income

	2012	2011
	€	€
Total income tax recognised in other comprehensive income	<u><u>-</u></u>	<u><u>-</u></u>

The corporation tax rate is 10%.

Under certain conditions interest income may be subject to defence contribution at the rate of 15% (10% to 30 August 2011). In such cases this interest will be exempt from corporation tax. In certain cases, dividends received from abroad may be subject to defence contribution at the rate of 20% for the tax years 2012 and 2013 and 17% for 2014 and thereafter (up to 31 August 2011 the rate was 15% and was increased to 17% for the period thereafter to 31 December 2011).

As at 31 December 2012, the balance of tax losses amounts to €43,891 (2011: €35,577) which is available for offset against future taxable profits for a period of 5 years from each of the tax year a loss was incurred.

Due to tax losses sustained in the year, no tax liability arises on the Company.

10. Dividends

	2012	2011
	€	€
Interim dividend paid	<u><u>25,120,266</u></u>	<u><u>-</u></u>
	<u><u>25,120,266</u></u>	<u><u>-</u></u>

During the year 2012 the Board of Directors approved the payment of an interim dividend of €25,120,266 (2011: €NIL).

Dividends are subject to a deduction of special contribution for defence at 20% for the tax years 2012 and 2013 and 17% for 2014 and thereafter (up to 31 August 2011 the rate was 15% and was increased to 17% for the period thereafter to 31 December 2011) for individual shareholders that are resident in Cyprus.

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

11. Investments in subsidiaries

	2012	2011
Balance at 1 January	€	€
Additions	-	-
Balance at 31 December	<u>143,050,831</u>	<u>-</u>
	<u>143,050,831</u>	<u>-</u>

The details of the subsidiaries are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	2012 Holding %	2011 Holding %	2012 €	2011 €
Tithys Limited (1)	Cyprus	Holding Company	100	-	58,500,000	-
Balkcem Limited (2) (3)	Cyprus	Holding Company	100	-	27,000,231	-
Terret Enterprises Limited (4)	Cyprus	Holding Company	100	-	57,550,000	-
Stari Silo Company DOO (5)	Belgrade	Dormant Company	100	-	600	-
					<u>143,050,831</u>	<u>-</u>

(1) On 10 March 2012 the Company acquired 100% of Tithys Limited from Aemos Cement Limited for a consideration of €58,500,000.

(2) On 10 March 2012 the Company acquired 100% of Balkcem Limited from Aemos Cement Limited for a consideration of €36,000,000.

(3) On 15 May 2012 the Balkcem Limited reduced its share premium by €8,999,769.

(4) On 10 April 2012 the Company acquired 100% of Terret Enterprises Ltd from Aemos Cement Cyprus for a consideration of €57,550,000.

(5) On 24 May 2012 the Company acquired 100% of Stari Silo Co Doo from Aemos Cement Cyprus Limited for a consideration of €600.

12. Trade and other receivables

	2012	2011
Accrued income	€	€
Other receivables	-	33
	<u>-</u>	<u>1,150</u>
	<u>-</u>	<u>1,183</u>

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

13. Cash and cash equivalents

For the purposes of the statement of cash flows, the cash and cash equivalents include the following:

	2012	2011
	€	€
Cash at bank and in hand	<u>144,685</u>	<u>24,572</u>
	<u>144,685</u>	<u>24,572</u>

Cash at bank represents current and fixed deposit accounts denominated in Euro and carry annual interest from 1,0% to 1,5% respectively.

14. Share capital

	2012	2012	2011	2011
	Number of shares	€	Number of shares	€
Authorised				
Ordinary shares of €1.71 each	<u>155,000</u>	<u>265,050</u>	<u>2,000</u>	<u>3,145</u>
Issued and fully paid				
Balance at 1 January	1,839	3,145	2,000	3,145
Issue of shares	<u>152,050</u>	<u>260,005</u>	-	-
Balance at 31 December	<u>153,889</u>	<u>263,150</u>	<u>2,000</u>	<u>3,145</u>

Authorised capital

On 15 March 2012 the authorised share capital of the Company was increased to 155,000 ordinary shares of €1.71 each.

Issued capital

On 15 March 2012, the Company issued 152,050 ordinary shares of €1.71 each at premium €998.29 per share.

On 15 May 2012, the Company resolved to reduce its share premium by €8,999,769 by submitting a court order and after a unanimous written resolution of the sole Shareholder of the Company.

15. Trade and other payables

	2012	2011
	€	€
Accruals	-	3,047
Other creditors	<u>5,108</u>	<u>2,599</u>
	<u>5,108</u>	<u>5,646</u>

16. Current tax liabilities

	2012	2011
	€	€
Special contribution for defence	-	5
	<u>-</u>	<u>5</u>

TITAN CEMENT CYPRUS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2012

17. Related party transactions

The Company is a subsidiary of Aemos Cement Limited, incorporated in Cyprus holding 100% of the Company's share capital. The Company's ultimate controlling party is Titan Cement S.A.

For the purpose of these financial statements, parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operating decisions and as such include all companies which are ultimately controlled by a common management.

17.1 Dividend income (Note 5)

	2012	2011
Dividend income	€ <u>25,120,266</u>	€ <u>-</u>
	<u>25,120,266</u>	<u>-</u>

During the year 2012 the Board of Directors approved the payment of an interim dividend of €25,120,266 (2011: €NIL).

18. Contingent liabilities

The Company had no contingent liabilities as at 31 December 2012/2011.

19. Commitments

The Company had no capital or other commitments as at 31 December 2012/2011.

20. Events after the reporting period

Cyprus and the Eurogroup reached an agreement on 25 March 2013 on a package of measures intended to restore the viability of the financial sector and sound public finances over the coming years.

As part of the measures for restructuring the financial sector, there will be a restructuring of two of the local banks. All insured depositors (those with deposits less than €100,000) in all banks will be fully protected in accordance with the relevant EU directive.

In addition, the Cypriot authorities will introduce administrative measures, appropriate in view of the present unique and exceptional situation of Cyprus' financial sector and to allow for a swift reopening of the banks as soon as possible. These administrative measures may include restrictions on cash withdrawals, compulsory renewal of maturing deposits and restrictions on capital movements. These measures will be temporary, proportionate and non discriminatory, and subject to strict monitoring in terms of scope and duration in line with the EU Treaty.

As of 31 December 2012 and the date of the approval of these financial statements, the Company holds bank assets domiciled in Cyprus but which are not affected by the above events, other than the temporary administrative measures described above.

Independent auditor's report on pages 4 and 5