

**TITAN EGYPTIAN INVESTMENTS
LIMITED**

REPORT AND FINANCIAL STATEMENTS
31 December 2014

TITAN EGYPTIAN INVESTMENTS LIMITED

REPORT AND FINANCIAL STATEMENTS 31 December 2014

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TITAN EGYPTIAN INVESTMENTS LIMITED

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:

Spyroulla Papaeracleous (resigned 29/07/2014)
Artemisia Antoniou
Gareth Essex-Cater
Lyndsey Pinnigton
Maroulla Georgiou (appointed 29/07/2014)

Independent Auditors:

Ernst & Young Cyprus Limited
Certified Public Accountants & Registered Auditors
Jean Nouvel Tower
6 Stasinou Avenue, 1060 Nicosia
P.O.Box 21656
1511 Nicosia, Cyprus

Registered office:

13 Castle Street, St. Helier, Jersey, Channel Islands, JE4
5UT

TITAN EGYPTIAN INVESTMENTS 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 2014.

Principal activities

The principal activities of the Company, which are unchanged from last year, are those of an investment holding company and the investing and trading in shares including but not limited to any form of dividend and interest earning shares, bonds, deposits and loans.

Change of Company address

The Company's registered office changed from 22 Grenville Street, St. Helier, Jersey, JE4 8PX to 13 Castle Street, St. Helier, JE4 5 UT with effect from 1st June 2013.

Review of current position, future developments and significant risks

The net profit for the Company for the year ended 31 December 2014 was €5,877,621 (2013: €4,270,519). On 31 December 2014 the total assets of the Company were €392,797,709 (2013: €466,434,137) and the net assets of the Company were €392,791,195 (2013: €466,413,574). The financial position, development and performance of the Company as presented in these financial statements are considered satisfactory.

The main risks and uncertainties faced by the Company and the steps taken to manage these risks, are described in note 3 of the financial statements.

Results

The Company's results for the year are set out on page 6.

Dividends

The Board of Directors does not recommend the payment of a dividend and the net profit for the year is retained. During the year 2013 the Board of Directors approved the payment of an interim dividend €43,103,000.

Share capital

Authorised capital

On 11 December 2014 the authorised share capital of the Company was decreased by an aggregate of €79,500,000 by cancelling and extinguishing 39,750,000 of the Company's fully paid "A" Shares of €1 each and 39,750,000 of the Company's fully paid "B" Shares of €1 each.

Issued capital

On 11 December 2014, the Company resolved to reduce its share capital from €223,119,446 divided into 111,559,723 "A" shares of €1 each and 111,559,723 "B" shares of €1 each to €143,619,446 divided into 71,809,723 "A" shares of €1 each and 71,809,723 "B" shares of €1 each by cancelling and extinguishing 39,750,000 of the fully paid "A" shares of €1 each and 39,750,000 of the fully paid "B" shares of €1 each and by repaying to the sole member of the Company the sum of €1 per share cancelled.

Board of Directors

The members of the Company's Board of Directors as at 31 December 2014 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 2014, except as stated in page 1.

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

There were no material events after the reporting period, which have a bearing on the understanding of the financial statements.

TITAN EGYPTIAN INVESTMENTS LIMITED

REPORT OF THE BOARD OF DIRECTORS

By order of the Board of Directors,



Artemisia Antoniou
Director

Nicosia, 6 May 2015



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Jean Nouvel Tower
6 Stasinou Avenue
P.O.Box 21656
1511 Nicosia, Cyprus

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Independent Auditor's Report

To the Members of Titan Egyptian Investments Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Titan Egyptian Investments Limited (the "Company"), which comprise the statement of financial position as at 31 December 2014, 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, 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 about 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.



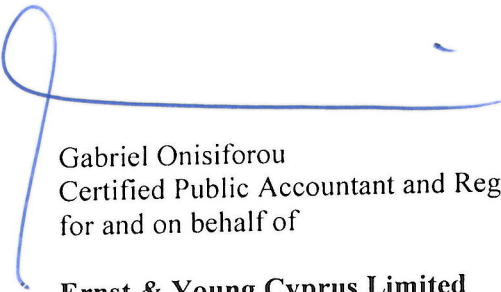
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Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Titan Egyptian Investments Limited as at 31 December 2014, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Other Matter

This report, including the opinion, has been prepared for and only for the Company's members as a body. 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
6 May 2015

TITAN EGYPTIAN INVESTMENTS LIMITED

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME Year ended 31 December 2014

	Note	2014 €	2013 €
Profit from investing activities	5	5,925,101	4,331,408
Administration expenses		<u>(42,326)</u>	<u>(50,250)</u>
Operating profit	6	5,882,775	4,281,158
Finance costs	7	<u>(3,589)</u>	<u>(3,496)</u>
Profit before tax		5,879,186	4,277,662
Withholding tax on bank interest		<u>(1,565)</u>	<u>(7,143)</u>
Net profit for the year		5,877,621	4,270,519
Other comprehensive income		<u>-</u>	<u>-</u>
Total comprehensive income for the year		<u>5,877,621</u>	<u>4,270,519</u>

The notes on pages 10 to 19 form an integral part of these financial statements.

TITAN EGYPTIAN INVESTMENTS LIMITED


STATEMENT OF FINANCIAL POSITION

31 December 2014

	Note	2014 €	2013 €
ASSETS			
Non-current assets			
Investments in subsidiaries	8	322,305,423	322,305,423
Loans receivable	9	<u>-</u>	<u>63,302,704</u>
		<u>322,305,423</u>	<u>385,608,127</u>
Current assets			
Trade and other receivables	10	2,961	428
Loans receivable	9	68,695,178	46,726,948
Cash and cash equivalents	11	<u>1,794,147</u>	<u>34,098,634</u>
		<u>70,492,286</u>	<u>80,826,010</u>
Total assets		<u><u>392,797,709</u></u>	<u><u>466,434,137</u></u>
EQUITY AND LIABILITIES			
Equity			
Share capital	12	143,619,446	223,119,446
Retained earnings		<u>249,171,749</u>	<u>243,294,128</u>
Total equity		<u><u>392,791,195</u></u>	<u><u>466,413,574</u></u>
Current liabilities			
Trade and other payables	13	<u>6,514</u>	<u>20,563</u>
		<u>6,514</u>	<u>20,563</u>
Total equity and liabilities		<u><u>392,797,709</u></u>	<u><u>466,434,137</u></u>

On 6 May 2015 the Board of Directors of Titan Egyptian Investments Limited authorised these financial statements for issue.


.....
Artemisia Antoniou
Director


.....
Maroulla Georgiou
Director

The notes on pages 10 to 19 form an integral part of these financial statements.

TITAN EGYPTIAN INVESTMENTS LIMITED

STATEMENT OF CHANGES IN EQUITY Year ended 31 December 2014

	Share capital €	Retained earnings €	Total €
Balance at 1 January 2013	223,119,446	282,126,609	505,246,055
Net profit for the year	-	4,270,519	4,270,519
Transactions with owners			
Dividends	-	(43,103,000)	(43,103,000)
Balance at 31 December 2013/ 1 January 2014	223,119,446	243,294,128	466,413,574
Comprehensive income			
Net profit for the year	-	5,877,621	5,877,621
Transactions with owners			
Reduction of share capital (Note 12)	(79,500,000)	-	(79,500,000)
Balance at 31 December 2014	<u>143,619,446</u>	<u>249,171,749</u>	<u>392,791,195</u>

The notes on pages 10 to 19 form an integral part of these financial statements.

TITAN EGYPTIAN INVESTMENTS LIMITED

CASH FLOW STATEMENT

Year ended 31 December 2014

	2014	2013
Note	€	€
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	5,879,186	4,277,662
Adjustments for:		
Unrealised exchange (profit)	-	(4)
Dividend income	5 (3)	(4)
Interest income	5 <u>(5,924,340)</u>	<u>(4,330,973)</u>
Cash flows used in operations before working capital changes	(45,157)	(53,319)
Increase in trade and other receivables	(2,533)	(422)
(Decrease)/increase in trade and other payables	(14,049)	14,063
Cash flows used in operations	(61,739)	(39,678)
Tax paid	(1,565)	(7,143)
Net cash flows used in operating activities	(63,304)	(46,821)
CASH FLOWS FROM INVESTING ACTIVITIES		
Loans granted	(34,500,000)	(45,000,000)
Loans repayments received	81,754,342	38,021,344
Bank interest received	4,472	20,408
Dividends received	3	4
Net cash flows from/(used in) investing activities	47,258,817	(6,958,244)
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments from reduction of share capital	(79,500,000)	-
Unrealised exchange profit	-	6
Dividends paid	-	(43,103,000)
Net cash flows used in financing activities	(79,500,000)	(43,102,994)
Net decrease in cash and cash equivalents	(32,304,487)	(50,108,059)
Cash and cash equivalents:		
At beginning of the year	34,098,634	84,206,693
At end of the year	11 1,794,147	<u>34,098,634</u>

The notes on pages 10 to 19 form an integral part of these financial statements.

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

1. Incorporation and principal activities

Country of incorporation

The Company Titan Egyptian Investments Limited (the "Company") was incorporated in Jersey, Channel Islands on 20 December 1999. Its registered office is at 13 Castle Street, St. Helier, Jersey, Channel Islands, JE4 5UT.

Principal activities

The principal activities of the Company, which are unchanged from last year, are those of an investment holding company and the investing and trading in shares including but not limited to any form of dividend and interest earning shares, bonds, deposits and loans.

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 have been prepared in accordance with International Financial Reporting Standards (IFRSs). 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.

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 undertakings 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 Separate Financial Statements". Consolidated financial statements can be obtained from Titan Cement S.A., 22A Halkidos Street, 11143 Athens, Greece.

Adoption of new and revised IFRSs

During the current year the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 January 2014. This 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. 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 EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

2. Accounting policies (continued)

Subsidiary companies

Subsidiaries include all companies that are controlled by the company. Control is presumed to exist when the parent owns, directly or indirectly through subsidiaries, more than one half of the voting power of an enterprise.

Investments in subsidiaries and other group companies are stated at cost less any impairment in value. The carrying values of investments in subsidiaries are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. Impairment losses are recognised in the statement of comprehensive income.

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.

Finance costs

Interest expense and other borrowing costs are charged to profit or loss as incurred.

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 profit or loss.

Tax

Profits arising in the Company for the 2014 Year of Assessment will be subject to Jersey Income Tax at the rate of 0% (2013: 0%).

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

2. Accounting policies (continued)

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.

Financial instruments

Financial assets and financial liabilities are recognised in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

Loans granted

Loans originated by the Company by providing money directly to the borrower are categorised as loans and are carried at amortised cost. The amortised cost is the amount at which the loan granted is measured at initial recognition minus principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount and the maturity amount, and minus any reduction for impairment or uncollectibility. All loans are recognised when cash is advanced to the borrower.

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability (or group of financial assets or financial liabilities) and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability.

Cash and cash equivalents

Cash and short term deposits in the balance sheet comprise cash at banks and at hand and short term deposits with an original maturity of three months or less.

Impairment of non-financial assets

Intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to depreciation or amortisation and other assets 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.

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

2. Accounting policies (continued)

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.

3. Financial risk management

Financial risk factors

The Company is exposed to interest rate risk, credit risk, liquidity risk, currency 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 Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk. The Company's management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

3.2 Credit risk

Credit risk arises when a failure by counter parties to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the reporting date. The Company has no significant concentration of credit risk. Cash balances are held with recognised financial institutions and the Company has policies to limit the amount of credit exposure to any financial institution.

3.3 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 2014	Carrying amounts €	3 months or less €
Trade and other payables	6,514	6,514
	6,514	6,514
31 December 2013	Carrying amounts €	3 months or less €
Trade and other payables	20,563	20,563
	20,563	20,563

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

3. Financial risk management (continued)

3.4 Currency risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. Currency risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the Company's measurement currency. The Company is exposed to foreign exchange risk arising from various currency exposures primarily with respect to the US Dollar. The Company's management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

3.5 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 except as disclosed in note 9.

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:

- **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 recoverable amount associated with these subsidiaries would be compared to their carrying amounts to determine if a write-down is necessary.

5. Profit from investing activities

	2014	2013
	€	€
Loan interest income (Note 14.2)	5,919,868	4,310,567
Bank interest income	4,472	20,408
Exchange profit	758	429
Dividend income (Note 14)	3	4
	<u>5,925,101</u>	<u>4,331,408</u>

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

6. Operating profit

	2014 €	2013 €
Operating profit is stated after charging the following items:		
Directors' fees (Note 14.1)	3,450	19,768
Auditors' remuneration	<u>6,160</u>	<u>5,200</u>

7. Finance costs

	2014 €	2013 €
Net foreign exchange transaction losses	1,343	1,274
Sundry finance expenses	<u>2,246</u>	<u>2,222</u>
	<u>3,589</u>	<u>3,496</u>

8. Investments in subsidiaries

	2014 €	2013 €
Balance at 1 January	<u>322,305,423</u>	322,305,423
Balance at 31 December	<u>322,305,423</u>	<u>322,305,423</u>

The details of the subsidiaries are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	2014 Holding %	2013 Holding %	2014 €	2013 €
Beni Suef Cement Company	Egypt	Cement manufacturing	0.001	0.001	34	34
Alexandria Development Limited	Jersey	Investment holding	83	83	293,368,323	293,368,323
East Cement Trade Ltd	Cyprus	Investment holding	100	100	12,617,810	12,617,810
Less provision for impairment					(747,810)	(747,810)
Kocem Limited	Cyprus	Investment holding	100	100	<u>17,067,066</u>	<u>17,067,066</u>
					<u>322,305,423</u>	<u>322,305,423</u>

Alexandria Development Ltd holds 88.03% in Alexandria Portland which is a listed Company in Cairo stock exchange. Certain group companies of Titan Cement SA own various percentage holdings in Alexandria Portland totalling effectively approximately 83% (2013: 83%). The Group carried out an impairment test of the investments relevant CGU as a whole and concluded that its value in use is greater than its carrying amount in the financial statements.

During the year, the Company received dividend income of €3 (2013: €4) (Note 14.3) from Beni Suef.

In the opinion of the directors and management the carrying amount of the investment in subsidiaries is lower than its recoverable amount.

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

9. Loans receivable

	2014	2013
	€	€
Loans to related companies (Note 14.2)	<u>68,695,178</u>	110,029,652
Less current portion	<u>(68,695,178)</u>	(46,726,948)
Non-current portion	<u>-</u>	<u>63,302,704</u>

The loans are repayable as follows:

	2014	2013
	€	€
Within one year	68,695,178	46,726,948
Between one and five years	-	63,302,704
	<u>68,695,178</u>	<u>110,029,652</u>

The fair values of non-current receivables approximate to their carrying amounts as presented above.

10. Trade and other receivables

	2014	2013
	€	€
Dividends receivable	12	8
Prepayments	449	420
Other receivables	2,500	-
	<u>2,961</u>	<u>428</u>

11. Cash and cash equivalents

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

	2014	2013
	€	€
Cash at bank and in hand	<u>1,794,147</u>	34,098,634
	<u>1,794,147</u>	<u>34,098,634</u>

Cash at bank represents current and fixed deposit accounts denominated in Euro, US\$ and EGP and carry annual interest at 0,5%.

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

12. Share capital

	2014 Number of shares	2014 €	2013 Number of shares	2013 €
Authorised				
Class "A" Ordinary shares of €1.00 each	72,104,723	72,104,723	111,854,723	111,854,723
Class "B" Ordinary shares of €1.00 each	72,104,723	72,104,723	111,854,723	111,854,723
	<u>144,209,446</u>	<u>144,209,446</u>	<u>223,709,446</u>	<u>223,709,446</u>
Issued and fully paid				
Balance at 1 January	223,119,446	223,119,446	223,119,446	223,119,446
Reduction of share capital	(79,500,000)	(79,500,000)	-	-
Balance at 31 December	<u>143,619,446</u>	<u>143,619,446</u>	<u>223,119,446</u>	<u>223,119,446</u>

Authorised capital

On 11 December 2014 the authorised share capital of the Company was decreased by an aggregate of €79,500,000 by cancelling and extinguishing 39,750,000 of the Company's fully paid "A" Shares of €1 each and 39,750,000 of the Company's fully paid "B" Shares of €1 each.

Issued capital

On 11 December 2014, the Company resolved to reduce its share capital from €223,119,446 divided into 111,559,723 "A" shares of €1 each and 111,559,723 "B" shares of €1 each to €143,619,446 divided into 71,809,723 "A" shares of €1 each and 71,809,723 "B" shares of €1 each by cancelling and extinguishing 39,750,000 of the fully paid "A" shares of €1 each and 39,750,000 of the fully paid "B" shares of €1 each and by repaying to the sole member of the Company the sum of €1 per share cancelled.

13. Trade and other payables

	2014 €	2013 €
Other creditors	<u>6,514</u>	<u>20,563</u>
	<u>6,514</u>	<u>20,563</u>

14. Related party transactions

The Company is wholly owned by Iapetos Limited, incorporated in Cyprus. Iapetos Limited is ultimately owned and controlled by Titan Cement SA, incorporated in Greece.

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.

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

14. Related party transactions (continued)

The following transactions were carried out with related parties:

14.1 Directors' remuneration

The remuneration of Directors and other members of key management was as follows:

	2014	2013
	€	€
Directors' fees	<u>3,450</u>	<u>19,768</u>
	<u>3,450</u>	<u>19,768</u>

14.2 Loans to related parties

	2014	2013
	€	€
Related party - principal	<u>63,302,704</u>	108,302,704
Related party - interest	<u>5,392,474</u>	<u>1,726,948</u>
	<u>68,695,178</u>	<u>110,029,652</u>

On 23 December 2013, the Company entered into a new loan facility of €50,000,000 with Titan Global Finance Plc. The total principal amount utilised from the loan was €45,000,000. The loan was unsecured, bore an interest rate 3 month Euribor plus 3,05% per annum and was repayable on 23 December 2014. The interest income for the year was €1,627,702 (2013: €16,160). The loan was fully settled on 17 December 2014.

On 30 June 2011, the Company entered into a loan facility of €97,982,704 with Alexandria Portland Cement Company. During 2014 amounts repaid were €NIL (2012: €4,680,000). The loan is unsecured, bears an interest rate of 6 month Euribor plus 5.15% per annum and is repayable by 30 June 2015. The interest income for the year was €3,681,686 (2013: €3,819,592), interest repaid during the year was €NIL (2013: €4,758,034).

On 17 June 2014, the Company entered into a new loan facility of €34,500,000 with Titan Global Finance Plc. The total principal amount utilised from the loan was €34,500,000. The loan was unsecured, bore an interest rate 3 month Euribor plus the basis point margin per annum and was repayable on 28 December 2014. The interest income for the year was €610,481. The loan was fully settled on 17 December 2014.

14.3 Dividend income (Note 8)

	2014	2013
	€	€
Dividend income	<u>3</u>	<u>4</u>
	<u>3</u>	<u>4</u>

15. Contingent liabilities

The Company had no contingent liabilities as at 31 December 2014/2013.

16. Commitments

The Company had no capital or other commitments as at 31 December 2014/2013.

TITAN EGYPTIAN INVESTMENTS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2014

17. Events after the reporting period

There were no material events after the reporting period, which have a bearing on the understanding of the financial statements.

Independent auditor's report on pages 4 and 5