

**NATIONAL CEMENT COMPANY  
(PUBLIC SHAREHOLDING CO.)  
DUBAI**

Interim condensed financial statements

Period ended March 31, 2013

National Cement Company (Public Shareholding Co.), Dubai

Interim condensed financial statements for the period ended March 31, 2013

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Contents

Page:

Review report of the independent auditors

1

Interim condensed financial report

- Interim condensed statement of financial position

2

-Interim condensed statement of comprehensive income

3

- Interim condensed statement of changes in equity

4

- Interim condensed statement of cash flows

5

- Notes to the interim condensed financial statements

6 - 19



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## Review report of the independent auditors to the shareholders of National Cement Company (Public Shareholding Co.), Dubai

We have reviewed the accompanying interim condensed statement of financial position of National Cement Company (Public Shareholding Co.) ("the Company") as of March 31, 2013, and the related interim condensed statements of comprehensive income, changes in equity and cash flows for the three months period then ended ("the interim financial information"). Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this interim financial information based on our review.

### Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### Conclusion

Based on our review, no matter has come to our attention that causes us to believe that the accompanying interim financial information as of March 31, 2013 is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

**BDO CHARTERED ACCOUNTANTS & ADVISORS**  
Dubai  
Yunus Yusuf Saif  
Reg. No. 418

May 9, 2013

## National Cement Company (Public Shareholding Co.), Dubai

## Interim condensed statement of financial position at March 31, 2013

|                                                    |      | Unaudited<br>March 31<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|----------------------------------------------------|------|------------------------------------------|--------------------------------------------|
|                                                    | Note |                                          |                                            |
| <b>Non current assets</b>                          |      |                                          |                                            |
| Property, plant and equipment                      | 4    | 205,704                                  | 206,516                                    |
| Investment properties                              | 5    | 2,924                                    | 2,924                                      |
| Investment in marketable securities                | 6    | 1,066,054                                | 1,060,595                                  |
| Investment in an associate                         | 7    | 69,679                                   | 69,679                                     |
| Long term receivable from associate                | 8    | 388,000                                  | 388,000                                    |
| Total non current assets                           |      | 1,732,361                                | 1,727,714                                  |
| <b>Current assets</b>                              |      |                                          |                                            |
| Investment in marketable securities                | 6    | 922                                      | 950                                        |
| Loan receivable from associate                     | 8    | 25,000                                   | 25,000                                     |
| Inventories                                        | 9    | 74,407                                   | 86,009                                     |
| Trade and other receivables                        | 10   | 142,602                                  | 142,525                                    |
| Due from related parties                           | 11   | 51,805                                   | 56,097                                     |
| Bank balances and cash                             | 12   | 52,258                                   | 30,304                                     |
| Total current assets                               |      | 346,994                                  | 340,885                                    |
| <b>Current liabilities</b>                         |      |                                          |                                            |
| Due to related parties                             | 11   | 12,673                                   | 20,754                                     |
| Bank loan                                          | 13   | 25,000                                   | 25,000                                     |
| Trade and other payables                           | 14   | 111,350                                  | 50,614                                     |
| Total current liabilities                          |      | 149,023                                  | 96,368                                     |
| Net current assets                                 |      | 197,971                                  | 244,517                                    |
| <b>Non current liabilities</b>                     |      |                                          |                                            |
| Provision for employees' end of service gratuities |      | (23,570)                                 | (23,380)                                   |
| Bank loan                                          |      | (388,000)                                | (388,000)                                  |
| Net assets                                         |      | 1,518,762                                | 1,560,851                                  |
| <b>Equity</b>                                      |      |                                          |                                            |
| Share capital                                      | 15   | 358,800                                  | 358,800                                    |
| Share application money payable                    |      | 26                                       | 26                                         |
| Fair value reserve                                 | 16   | 414,132                                  | 426,614                                    |
| General reserve                                    | 17   | 316,517                                  | 316,517                                    |
| Statutory reserve                                  | 18   | 179,402                                  | 179,402                                    |
| Foreign exchange reserve                           | 7    | (17,949)                                 | (17,949)                                   |
| Retained earnings                                  |      | 267,834                                  | 297,441                                    |
| Total equity                                       |      | 1,518,762                                | 1,560,851                                  |

These interim condensed financial statements were approved and authorised for issue by the Board of Directors on May 9, 2013 and were signed on their behalf by:

Director

Director

The notes on pages 6 to 19 form part of these interim condensed financial statements

National Cement Company (Public Shareholding Co.), Dubai

Interim condensed statement of comprehensive income for the period ended March 31, 2013

|                                                              | Note | Unaudited<br>Three months<br>period ended<br>March 31, 2013<br>AED'000 | Unaudited<br>Three months<br>period ended<br>March 31, 2012<br>AED'000 |
|--------------------------------------------------------------|------|------------------------------------------------------------------------|------------------------------------------------------------------------|
| Revenue                                                      |      | 53,098                                                                 | 48,680                                                                 |
| Cost of sales                                                | 20   | (43,557)                                                               | (46,844)                                                               |
| <b>Gross profit</b>                                          |      | <b>9,541</b>                                                           | <b>1,836</b>                                                           |
| Other income                                                 | 21   | 3,203                                                                  | 2,995                                                                  |
|                                                              |      | 12,744                                                                 | 4,831                                                                  |
| Administration, selling and general expenses                 | 22   | (7,762)                                                                | (8,909)                                                                |
| Finance cost                                                 | 23   | (16)                                                                   | (1,901)                                                                |
| <b>Profit/(loss) before financial income and expense</b>     |      | <b>4,966</b>                                                           | <b>(5,979)</b>                                                         |
| Financial income                                             | 24   | 37,437                                                                 | 21,594                                                                 |
| <b>Net profit for the period</b>                             |      | <b>42,403</b>                                                          | <b>15,615</b>                                                          |
| Net movement in fair value of available for sale investments |      | (10,319)                                                               | 29,889                                                                 |
| <b>Total comprehensive income for the period</b>             |      | <b>32,084</b>                                                          | <b>45,504</b>                                                          |
| Basic and diluted earnings per share (AED)                   | 25   | 0.12                                                                   | 0.04                                                                   |



National Cement Company (Public Shareholding Co.), Dubai

Interim condensed statement of changes in equity for the period ended March 31, 2013

|                                                                               | Share capital<br>AED'000 | Share application money payable<br>AED'000 | Fair value reserve<br>AED'000 | General reserve<br>AED'000 | Statutory reserve<br>AED'000 | Foreing exchange translation reserve<br>AED'000 | Retained earnings<br>AED'000 | Total equity<br>AED'000 |
|-------------------------------------------------------------------------------|--------------------------|--------------------------------------------|-------------------------------|----------------------------|------------------------------|-------------------------------------------------|------------------------------|-------------------------|
| <b>Balance as at January 1, 2012</b>                                          | 358,800                  | 26                                         | 714,665                       | 316,517                    | 179,402                      | -                                               | 302,401                      | 1,871,811               |
| Transfer on derecognition of investments to statement of comprehensive income | -                        | -                                          | 2,255                         | -                          | -                            | -                                               | -                            | 2,255                   |
| Total comprehensive income for the period                                     | -                        | -                                          | 29,889                        | -                          | -                            | -                                               | 15,615                       | 45,504                  |
| Dividend paid during the period                                               | -                        | -                                          | -                             | -                          | -                            | -                                               | (71,760)                     | (71,760)                |
| <b>Balance as at March 31, 2012 (Unaudited)</b>                               | <b>358,800</b>           | <b>26</b>                                  | <b>746,809</b>                | <b>316,517</b>             | <b>179,402</b>               | <b>-</b>                                        | <b>246,256</b>               | <b>1,847,810</b>        |
| <b>Balance as at January 1, 2013</b>                                          | 358,800                  | 26                                         | 426,614                       | 316,517                    | 179,402                      | (17,949)                                        | 297,441                      | 1,560,851               |
| Transfer on derecognition of investments to statement of comprehensive income | -                        | -                                          | (2,163)                       | -                          | -                            | -                                               | -                            | (2,163)                 |
| Total comprehensive income for the period                                     | -                        | -                                          | (10,319)                      | -                          | -                            | -                                               | 42,403                       | 32,084                  |
| Dividend paid during the period                                               | -                        | -                                          | -                             | -                          | -                            | -                                               | (71,760)                     | (71,760)                |
| Directors' fee                                                                | -                        | -                                          | -                             | -                          | -                            | -                                               | (250)                        | (250)                   |
| <b>Balance as at March 31, 2013 (Unaudited)</b>                               | <b>358,800</b>           | <b>26</b>                                  | <b>414,132</b>                | <b>316,517</b>             | <b>179,402</b>               | <b>(17,949)</b>                                 | <b>267,834</b>               | <b>1,518,762</b>        |

The notes on pages 6 to 19 form part of these condensed financial statements

## Interim condensed statement of cash flow for the period ended March 31, 2013

|                                                               |      | Unaudited<br>Three months<br>period ended<br>March 31, 2013<br>AED'000 | Unaudited<br>Three months<br>period ended<br>March 31, 2012<br>AED'000 |
|---------------------------------------------------------------|------|------------------------------------------------------------------------|------------------------------------------------------------------------|
|                                                               | Note |                                                                        |                                                                        |
| <b>Cash flows from operating activities</b>                   |      |                                                                        |                                                                        |
| Net profit for the period                                     |      | 42,403                                                                 | 15,615                                                                 |
| Adjustments for:                                              |      |                                                                        |                                                                        |
| Depreciation                                                  | 4    | 3,955                                                                  | 3,312                                                                  |
| Gain on disposal of property, plant and equipment             |      | -                                                                      | (446)                                                                  |
| Provision for employees' end of service gratuities            |      | 538                                                                    | 270                                                                    |
| Financial income and expense (net)                            | 24   | (37,437)                                                               | (21,066)                                                               |
|                                                               |      | <hr/>                                                                  | <hr/>                                                                  |
| Operating profit before working capital changes               |      | 9,459                                                                  | (2,315)                                                                |
| Change in inventories                                         | 9    | 11,602                                                                 | 3,676                                                                  |
| Change in trade and other receivables                         | 10   | (77)                                                                   | 9,329                                                                  |
| Change in due from related parties                            | 11   | 4,292                                                                  | 25,806                                                                 |
| Change in trade and other payables                            | 14   | 60,736                                                                 | 67,207                                                                 |
| Change in due to related parties                              | 11   | (8,081)                                                                | 1,165                                                                  |
| Payment of end of service benefits                            |      | (348)                                                                  | (257)                                                                  |
|                                                               |      | <hr/>                                                                  | <hr/>                                                                  |
| <i>Net cash generated from operating activities</i>           |      | 77,583                                                                 | 104,611                                                                |
| <b>Cash flows from investing activities</b>                   |      |                                                                        |                                                                        |
| Purchase of property, plant and equipment                     | 4    | (3,143)                                                                | (24,266)                                                               |
| Investment in marketable securities                           | 6    | (117,111)                                                              | (107,090)                                                              |
| Proceeds from disposal of property, plant and equipment       |      | -                                                                      | 446                                                                    |
| Proceeds from disposal of investment in marketable securities |      | 99,198                                                                 | 109,858                                                                |
| Dividend income                                               | 24   | 22,545                                                                 | 15,101                                                                 |
| Interest income                                               | 24   | 14,892                                                                 | 6,713                                                                  |
|                                                               |      | <hr/>                                                                  | <hr/>                                                                  |
| <i>Net cash from investing activities</i>                     |      | 16,381                                                                 | 762                                                                    |
| <b>Cash flows from financing activities</b>                   |      |                                                                        |                                                                        |
| Dividend paid during the period                               | 19   | (71,760)                                                               | (71,760)                                                               |
| Directors' fee                                                |      | (250)                                                                  | -                                                                      |
|                                                               |      | <hr/>                                                                  | <hr/>                                                                  |
| <i>Net cash used in financing activities</i>                  |      | (72,010)                                                               | (71,760)                                                               |
|                                                               |      | <hr/>                                                                  | <hr/>                                                                  |
| <b>Net increase in cash and cash equivalents</b>              |      | 21,954                                                                 | 33,613                                                                 |
| <b>Cash and cash equivalents at beginning of the period</b>   |      | 30,304                                                                 | 21,125                                                                 |
|                                                               |      | <hr/>                                                                  | <hr/>                                                                  |
| <b>Cash and cash equivalents at end of the period</b>         |      | 52,258                                                                 | 54,738                                                                 |
|                                                               |      | <hr/>                                                                  | <hr/>                                                                  |

The notes on pages 6 to 19 form part of these interim condensed financial statements

**1. Status and activities**

National Cement Company (Public Shareholding Co.), Dubai ("the Company"), is registered in accordance with the decree issued by His Highness Ruler of Dubai on April 10, 1968 establishing a cement company in the Emirate of Dubai and in accordance with the provisions of the UAE Federal Law No. 8 of 1984 (as amended). The registered address of the Company is P.O. Box 4041, Dubai, United Arab Emirates.

The principal activity of the Company is to manufacture and sell cement and cement related products. The Company also invests in investment securities and derivative products. The Company is listed on the Dubai Financial Market since 2005.

The interim condensed financial statements for the three months period ended March 31, 2013 were authorized for issue by the Board of Directors on May 9, 2013.

These interim condensed financial statements are presented in thousands of UAE Dirhams (AED'000) unless otherwise stated.

**2. Basis of preparation**

These interim condensed financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") for interim condensed financial statements (International Accounting Standard 34 Interim Financial Reporting). These interim condensed financial statements do not include all of the information required for full annual financial statements and should be read in conjunction with the financial statements of the Company for the year ended December 31, 2012.

**3. Significant accounting policies**

The accounting policies applied in the preparation of these interim condensed financial information are consistent with those applied in the annual financial statements of the Company for the year ended December 31, 2012.

These interim condensed financial statements are presented in United Arab Emirates Dirhams ("AED"), rounded to the nearest thousand and are prepared under the historical cost convention except in respect of investment in marketable securities and derivative financial instruments, which are stated at fair values.

**4. Property, plant and equipment**

During the period ended March 31, 2013 additions to the property, plant and equipment amounted to approximately AED 3.14 million and no assets were disposed off during the period. Depreciation charge for the period amounts to AED 3.95 million.



**5. Investment properties**

Investment properties represent land and villas constructed on that land. No investment properties were bought or sold during the current period and no depreciation was charged as the depreciable assets are fully depreciated.

During the period there is no significant change in fair market value of investment properties, including land, on comparing the same with annual financial statements of the Company for the year ended December 31, 2012.

**6. Investment in marketable securities**

|                         | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|-------------------------|-------------------------------------------|--------------------------------------------|
| Non current investments | 1,066,054                                 | 1,060,595                                  |
| Current investments     | 922                                       | 950                                        |
|                         | <u>1,066,976</u>                          | <u>1,061,545</u>                           |

Noncurrent investments represents available for sale investments in securities (quoted debt and equity instruments) which are intended to be held for more than one year from the date of statement of financial position. The Company's current investments comprise investments in quoted marketable equity securities which are held as available for sale investments.

Movement in available for sale investments at fair value are as follows:

|                                                         | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|---------------------------------------------------------|-------------------------------------------|--------------------------------------------|
| Opening balance                                         | 1,061,545                                 | 1,427,612                                  |
| Additions                                               | 117,111                                   | 201,609                                    |
| Disposals/redeemed                                      | (99,198)                                  | (279,625)                                  |
| Reclassification adjustments on disposal of investments | (2,163)                                   | 9,042                                      |
| Fair value changes                                      | (10,319)                                  | (297,093)                                  |
|                                                         | <u>1,066,976</u>                          | <u>1,061,545</u>                           |

During the period, the Company has recognised a fair value loss of AED 10.32 million (2012: AED 297.09 million), recognized to other comprehensive income reclassified from equity to statement of comprehensive income, for investments not yet derecognised.

## 6. Investment in marketable securities (Continued)

- a. At March 31, 2013, investments include AED 51.32 million (December 31, 2012: AED 50.35 million) which are stated at cost. In the opinion of the management, the fair value of these investments is not significantly different from their carrying amounts.
- b. At March 31, 2013, investments in marketable securities amounting to AED 319.60 million (December 31, 2012: AED 293.4 million) are held in the personal name of one of the Company's Director for the beneficial interest of the Company.
- c. Investments amounting to AED 451 million (December 31, 2012: AED 715 million) are pledged with the bank against the loan of AED 413 million.

Sensitivity analysis on market risk arising as a result of changes in the market price of investments and foreign currency risk arising as a result of fluctuation in the foreign exchange rates is explained in Note 27 to the financial instruments.

Movements at carrying value in available for sale investments are as follows:

|                                                         | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|---------------------------------------------------------|-------------------------------------------|--------------------------------------------|
| Opening balance                                         | 1,061,545                                 | 1,427,612                                  |
| Additions                                               | 117,111                                   | 201,609                                    |
| Disposals/redeemed                                      | (99,198)                                  | (279,625)                                  |
| Reclassification adjustments on disposal of investments | (2,163)                                   | 9,042                                      |
| Fair value changes                                      | (10,319)                                  | (297,093)                                  |
|                                                         | <u>1,066,976</u>                          | <u>1,061,545</u>                           |

Break up of profit/ (loss) on disposal of available for sale investment is as follows:

|                                                                                                                  | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|------------------------------------------------------------------------------------------------------------------|-------------------------------------------|--------------------------------------------|
| Reclassification adjustments on disposal of investments                                                          | -                                         | 9,368                                      |
| Realised gain on disposal attributable to difference between<br>selling price and carrying amount of investments | -                                         | (9,042)                                    |
|                                                                                                                  | <u>-</u>                                  | <u>326</u>                                 |

**6. Investment in marketable securities (Continued)**

The geographical distribution of available for sale investments is as follows:

|                      | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|----------------------|-------------------------------------------|--------------------------------------------|
| United Arab Emirates | 677,992                                   | 698,267                                    |
| Saudi Arabia         | 233,770                                   | 213,001                                    |
| Other countries      | 155,214                                   | 150,277                                    |
|                      | <u>1,066,976</u>                          | <u>1,061,545</u>                           |

**7. Investment in an associate**

Investment in an associate company represents 22.74% share in Berber Cement Company (Ltd), a limited liability company registered in the Republic of Sudan. The principal activity of the associate is to manufacture and sell cement. The Company's share in net assets of the associate has been equity accounted as at December 31, 2012 based on the financial statements of the associate as at December 31, 2012.

During the period there is no addition or disposal in investment. And the Company accounts net assets of associate on equity method on yearly basis.

**8. Loan receivable from associate**

This amount represents loan given to Associate and is recoverable in thirteen installments over a period of six years beginning October 2013. The interest rate on this loan is charged on the same terms as the long term loan from the bank which is 6 months EIBOR +3.45%. Refer note 13 for the bank liability against this loan.

**9. Inventories**

|                            | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|----------------------------|-------------------------------------------|--------------------------------------------|
| Raw materials              | 29,334                                    | 33,423                                     |
| Work in progress           | 23,378                                    | 32,364                                     |
| Finished goods             | 3,841                                     | 1,550                                      |
| Consumable and spare parts | 24,976                                    | 25,794                                     |
| Provision for obsolescence | (7,122)                                   | (7,122)                                    |
|                            | <u>74,407</u>                             | <u>86,009</u>                              |



## 10. Trade and other receivables

|                                   | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|-----------------------------------|-------------------------------------------|--------------------------------------------|
| Trade receivables                 | 81,954                                    | 82,061                                     |
| Allowance for doubtful debts      | (6,000)                                   | (6,000)                                    |
|                                   | <u>75,954</u>                             | <u>76,061</u>                              |
| Advances                          | 14,682                                    | 14,512                                     |
| Advance towards investment        | 51,824                                    | 51,824                                     |
| Prepayments and other receivables | 142                                       | 128                                        |
|                                   | <u>142,602</u>                            | <u>142,525</u>                             |

## 11. Related party disclosures

The Company, in the ordinary course of its business, enters into trading and financing transactions with concerns which fall within the definition of "related party" as contained in International Accounting Standard 24. The balances due to/from such parties, which have been disclosed separately in the interim condensed financial statements, are unsecured and repayable on demand. The management believes that the terms of the trading transactions are not materially different from those that could have been obtained from unrelated parties.

The significant related party transactions during the period are as follows:

|                                          | Unaudited<br>March 31,<br>2013<br>AED'000 | Unaudited<br>March 31,<br>2012<br>AED'000 |
|------------------------------------------|-------------------------------------------|-------------------------------------------|
| <b>With Other related parties:</b>       |                                           |                                           |
| - Sale of cement                         | 6,814                                     | 3,740                                     |
| - Purchase of materials and services     | 7,659                                     | 4,866                                     |
| <b>With Key Management Personnel:</b>    |                                           |                                           |
| - Salaries and other short term benefits | 750                                       | 854                                       |
| - End of service benefits charged        | 41                                        | 47                                        |
| - End of service benefits at period end  | 4,792                                     | 5,765                                     |
| - Directors' fee                         | 250                                       | -                                         |
|                                          | <u>          </u>                         | <u>          </u>                         |



## 11. Related party disclosures (Continued)

Related party balances are as under:

|                                    | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|------------------------------------|-------------------------------------------|--------------------------------------------|
| <b>Payables:</b>                   |                                           |                                            |
| - To other related parties         | 12,673                                    | 20,754                                     |
| <b>Receivables:</b>                |                                           |                                            |
| - From Associate - others          | 30,734                                    | 33,291                                     |
| - From Associate - short term loan | 25,000                                    | 25,000                                     |
| - From Associate - long term loan  | 388,000                                   | 388,000                                    |
| - From other related parties       | 9,057                                     | 16,817                                     |
| - From Director                    | 12,014                                    | 5,989                                      |

## 12. Bank balances and cash

|                                               | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|-----------------------------------------------|-------------------------------------------|--------------------------------------------|
| Cash at hand                                  | 521                                       | 488                                        |
| Current accounts with banks                   | 31,737                                    | 29,816                                     |
| Fixed deposits maturing:<br>- within 3 months | 20,000                                    | -                                          |
|                                               | <u>52,258</u>                             | <u>30,304</u>                              |

## 13. Bank loans

This represents loan from the bank with interest rate of 6 months EIBOR +3.45% and total facility of AED 440 million out of which AED 413 million is withdrawn. The loan is repayable in thirteen equal installments over a period of six years. Please refer note 6 for details of investments pledged against this loan and note 8 for loan receivable from associate against this loan.

## 14. Trade and other payables

|                             | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|-----------------------------|-------------------------------------------|--------------------------------------------|
| Trade payables              | 9,623                                     | 14,176                                     |
| Other accruals and payables | 14,634                                    | 17,301                                     |
| Advances                    | 85                                        | 107                                        |
| Directors' fees             | 250                                       | 1,750                                      |
| Dividend payable            | 86,758                                    | 17,280                                     |
|                             | <u>111,350</u>                            | <u>50,614</u>                              |

## 15. Share capital

|                                  | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|----------------------------------|-------------------------------------------|--------------------------------------------|
| Issued and fully paid up:        |                                           |                                            |
| 358,800,000 shares of AED 1 each | <u>358,800</u>                            | <u>358,800</u>                             |

## 16. Fair value reserve

This reserve represents the cumulative changes in fair value of investments in marketable securities. Movement in fair value reserve is as follows:

|                                                         | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|---------------------------------------------------------|-------------------------------------------|--------------------------------------------|
| Opening balance                                         | 426,614                                   | 714,665                                    |
| Net movement in changes in fair value                   | (10,319)                                  | (297,093)                                  |
| Reclassification adjustments on disposal of investments | (2,163)                                   | 9,042                                      |
|                                                         | <u>414,132</u>                            | <u>426,614</u>                             |

**17. General reserve**

As required by Article 57.2 of the Article of Association of the Company, 10% of the net profit has to be transferred to general reserve. It can be discontinued by the resolution of the ordinary general meeting on the proposal of Board of Directors or if it reaches 10% of the paid up capital of the Company. Such reserve shall be used for the purpose designated by the ordinary general meeting on the proposal of the Board of Directors. No such transfer has been made during the period under review.

**18. Statutory reserve**

In accordance with Article 57.1 of the Memorandum of Association of the Company and the UAE Federal Law No.8 of 1984 (as amended), a minimum of 10% of the net profit of the Company is to be allocated every year to a non-distributable reserve. Such allocation has ceased as statutory reserve equals 50% of paid-up share capital.

**19. Dividend**

For the financial year ended December 31, 2012, a dividend of AED 71.76 million was proposed by the Directors' of the Company which was approved in the Annual General Meeting on March 21, 2013.

**20. Cost of sales**

|                   | Unaudited<br>Three months<br>period ended<br>March 31, 2013<br>AED'000 | Unaudited<br>Three months<br>period ended<br>March 31, 2012<br>AED'000 |
|-------------------|------------------------------------------------------------------------|------------------------------------------------------------------------|
| Material expenses | 22,673                                                                 | 31,222                                                                 |
| Factory utilities | 10,362                                                                 | 5,654                                                                  |
| Staff costs       | 6,887                                                                  | 6,952                                                                  |
| Depreciation      | 3,635                                                                  | 3,016                                                                  |
|                   | <u>43,557</u>                                                          | <u>46,844</u>                                                          |

## 21. Other income

|                                               | Unaudited<br>Three months<br>period ended<br>March 31, 2013<br>AED'000 | Unaudited<br>Three months<br>period ended<br>March 31, 2012<br>AED'000 |
|-----------------------------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------|
| Rental income from investment properties      | 667                                                                    | 537                                                                    |
| Other rental income                           | 1,698                                                                  | 1,284                                                                  |
| Income from scrap sales                       | 838                                                                    | 728                                                                    |
| Gain on sale of property, plant and equipment | -                                                                      | 446                                                                    |
|                                               | <u>3,203</u>                                                           | <u>2,995</u>                                                           |

## 22. Administration, selling and general expenses

|                                    | Unaudited<br>Three months<br>period ended<br>March 31, 2013<br>AED'000 | Unaudited<br>Three months<br>period ended<br>March 31, 2012<br>AED'000 |
|------------------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------|
| Staff salaries and benefits        | 4,839                                                                  | 5,359                                                                  |
| License fees                       | 214                                                                    | 221                                                                    |
| Insurance                          | 461                                                                    | 569                                                                    |
| Communication                      | 30                                                                     | 19                                                                     |
| Repair and maintenance             | 1,058                                                                  | 1,659                                                                  |
| Travelling and conveyance expenses | 46                                                                     | 65                                                                     |
| Legal and professional             | 100                                                                    | 105                                                                    |
| Electricity and water              | 108                                                                    | 41                                                                     |
| Depreciation                       | 320                                                                    | 296                                                                    |
| Other                              | 184                                                                    | 180                                                                    |
| Finance charges                    | 402                                                                    | 395                                                                    |
|                                    | <u>7,762</u>                                                           | <u>8,909</u>                                                           |

## 23. Finance costs

Finance costs represent interest paid on overdrafts and bank loans.



24. Financial income

|                                                                             | Unaudited<br>Three months<br>period ended<br>March 31, 2013<br>AED'000 | Unaudited<br>Three months<br>period ended<br>March 31, 2012<br>AED'000 |
|-----------------------------------------------------------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------|
| Interest income:                                                            |                                                                        |                                                                        |
| - interest rate swap contracts                                              | -                                                                      | 171                                                                    |
| - investments                                                               | 14,892                                                                 | 6,542                                                                  |
| Net revaluation gain(unrealised) on:                                        |                                                                        |                                                                        |
| - interest rate swap contracts                                              | -                                                                      | 529                                                                    |
| Gain on disposal of available for sale financial assets                     | -                                                                      | 1,506                                                                  |
| Dividend income on available for sale financial assets                      | 22,545                                                                 | 15,101                                                                 |
| <b>Financial income</b>                                                     | <b>37,437</b>                                                          | <b>23,849</b>                                                          |
| Loss on disposal of available for sale financial assets                     | -                                                                      | 2,255                                                                  |
| <b>Financial expense</b>                                                    | <b>-</b>                                                               | <b>2,255</b>                                                           |
| <b>Financial income recognised in the statement of comprehensive income</b> | <b>37,437</b>                                                          | <b>21,594</b>                                                          |

25. Earnings per share

|                                         | Unaudited<br>Three months<br>period ended<br>March 31, 2013<br>AED'000 | Unaudited<br>Three months<br>period ended<br>March 31, 2012<br>AED'000 |
|-----------------------------------------|------------------------------------------------------------------------|------------------------------------------------------------------------|
| Net profit attributable to shareholders | 42,403                                                                 | 15,615                                                                 |
| Weighted average number of shares       | 358,800                                                                | 358,800                                                                |
| <b>Earnings per share</b>               | <b>0.12</b>                                                            | <b>0.04</b>                                                            |

**26. Segment reporting**

The Company's activities comprise two main business segments, manufacturing and selling cement and cement related products and investment in marketable securities and derivative products. The details of segment revenue, segment result, segment assets and segment liabilities have been provided on page 19.

**27. Financial instruments**

**Capital risk management**

The capital is managed by the Company in a way that it is able to continue as a going concern while maximizing return to stakeholders.

The capital structure of the Company consists of borrowings, cash and cash equivalents and equity attributable to equity holders comprising of issued capital, reserves and retained earnings.

**Market risk management**

The Company is primarily exposed to the financial risks of changes in foreign currency exchange rates (currency risk), interest rates (interest rate risk) and market prices (other price risk).

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of the changes in foreign exchange rates.

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices whether those changes are caused by factors specific to the individual financial instrument or the Company, or factors affecting all similar financial instruments traded in the market.

*Foreign currency risk management*

The Company undertakes certain transactions denominated in foreign currencies. Hence, exposures to exchange rate fluctuation arise. The Company is mainly exposed to US Dollars. The US Dollar has been pegged against the United Arab Emirates Dirham ("AED"), hence no exchange risk is considered to exist.

*Interest rate risk management*

The Company is exposed to interest rate risk on cash at bank (including time deposits), available for sale investments and interest rate swap contracts.

If the interest rates on available for sale investments have had been 50 base points higher or lower and all other variables were held constant, the Company's profits would have increased or decreased by AED 74,458 (March 31, 2012: AED 8,550)

If the interest rates on interest swap contracts have had been 50 base points higher or lower and all other variables were held constant, the Company's profits would have increased or decreased by AED Nil (March 31, 2012: AED 327,100).

**27. Financial instruments *(Continued)***

*Other price risk management*

The Company is exposed to other price risks in market on its equity investments. Investments in equity instruments are generally held for long term and are not traded actively.

If equity prices in market had been 10% higher/lower:

- Available for sale investment valuation reserve would increase/decrease by AED 60.76 million.
- The profit would be unaffected as equity investments are classified as available for sale.

**Credit risk management**

Credit risk is the risk that one party of a financial instrument will cause a financial loss for the other party by failing to discharge an obligation.

The Company is exposed to credit risk from its financial assets which comprise principally of fixed deposits, bank balances, trade and other receivables, due from related parties and investments. The credit risk on trade receivables is subjected to credit evaluations and an allowance may be made for estimated irrecoverable amounts. The Company is not exposed to any significant concentration of credit risk because its exposure is spread over financial institutions.

**Liquidity risk management**

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities.

The Company has built appropriate liquidity risk management framework for the management of its short, medium and long term funding and liquidity requirements. The Company manages liquidity risk by maintaining adequate reserves and banking facilities by continuously monitoring forecast and actual cashflows.



## 27. Financial instruments (Continued)

## Financial instruments by category

|                                | Unaudited<br>March 31,<br>2013<br>AED'000 | Audited<br>December 31,<br>2012<br>AED'000 |
|--------------------------------|-------------------------------------------|--------------------------------------------|
| <b>Financial assets</b>        |                                           |                                            |
| Available for sale investments | 1,066,976                                 | 1,061,545                                  |
| Loans and receivables:         |                                           |                                            |
| - Trade and other receivables  | 142,460                                   | 142,397                                    |
| - Due from related parties     | 51,805                                    | 56,097                                     |
| - Loan to associate            | 413,000                                   | 413,000                                    |
| Cash and bank balances         | <u>52,258</u>                             | <u>30,304</u>                              |
| <b>Financial liabilities</b>   |                                           |                                            |
| Other financial liabilities    |                                           |                                            |
| - Trade and other payables     | 111,350                                   | 50,614                                     |
| - Due to related parties       | 12,673                                    | 20,754                                     |
| Bank loans                     | <u>413,000</u>                            | <u>413,000</u>                             |

## 28. Operating leases

## Leases as lessee

The Company has leased plots of land under operating leases on which residential flats for staff accommodation are located. These leases typically run for a period of one year, with an option to renew the lease after that date. The lease rentals are usually renewed to reflect market rentals.

## Leases as lessor

The Company had leased residential villas on operating leases to earn rental income. These leases typically run for a period of one year, with an option to renew the lease after that date. The lease rentals are usually renewed to reflect market rentals.

## 29. Comparative figures

Certain comparative figures have been reclassified to conform to the presentation adopted in these interim condensed financial statements.



National Cement Company (Public Shareholding Co.), Dubai

Notes to the interim condensed financial statements for the period ended March 31, 2013 (Continued)

Segment report as on March 31, 2013

|                                            | Three months period ended March 31, 2013 (Unaudited) |                                                                              |                  | Three months period ended March 31, 2012 (Unaudited) |                                                                              |                  |
|--------------------------------------------|------------------------------------------------------|------------------------------------------------------------------------------|------------------|------------------------------------------------------|------------------------------------------------------------------------------|------------------|
|                                            | Cement<br>AED'000                                    | Investment in<br>marketable securities<br>and derivative products<br>AED'000 | Total<br>AED'000 | Cement<br>AED'000                                    | Investment in<br>marketable securities<br>and derivative products<br>AED'000 | Total<br>AED'000 |
| Segment revenue                            | 53,098                                               | 37,437                                                                       | 90,535           | 48,680                                               | 21,594                                                                       | 70,274           |
| Segment result                             | 9,541                                                | 37,437                                                                       | 46,978           | 1,836                                                | 21,594                                                                       | 23,430           |
| Other income                               | -                                                    | -                                                                            | 3,203            | -                                                    | -                                                                            | 2,995            |
| Unallocated expenses                       | -                                                    | -                                                                            | (7,778)          | -                                                    | -                                                                            | (10,810)         |
| Net profit for the year                    | -                                                    | -                                                                            | 42,403           | -                                                    | -                                                                            | 15,615           |
| Segment assets                             | 526,776                                              | 1,066,976                                                                    | 1,593,752        | 588,883                                              | 1,456,240                                                                    | 2,045,123        |
| Investment in equity<br>accounted investee | -                                                    | -                                                                            | 69,679           | 78,723                                               | -                                                                            | 78,723           |
| Other assets                               | -                                                    | -                                                                            | 415,924          | -                                                    | -                                                                            | 2,924            |
| Total assets                               | 526,776                                              | 1,066,976                                                                    | 2,079,355        | 667,606                                              | 1,456,240                                                                    | 2,126,770        |
| Segment liabilities                        | 147,593                                              | -                                                                            | 147,593          | 278,867                                              | 93                                                                           | 278,960          |
| Other liabilities                          | -                                                    | -                                                                            | 413,000          | -                                                    | -                                                                            | -                |
| Total liabilities                          | 147,593                                              | -                                                                            | 560,593          | 278,867                                              | 93                                                                           | 278,960          |
| Capital expenditure                        | 3,143                                                | 117,111                                                                      | 120,254          | 24,266                                               | 107,090                                                                      | 131,356          |
| Depreciation                               | 3,955                                                | -                                                                            | 3,955            | 3,312                                                | -                                                                            | 3,312            |