



AKTOR SA GROUP

Annual Financial statements
under the International Financial Reporting Standards
for the financial year ended 31 December 2005

AKTOR S.A.

ANONYME TECHNICAL COMPANY
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AKTOR S.A.
ANONYME TECHNICAL
COMPANY

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31 December 2005

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AUDITOR'S REPORT

(UNQUALIFIED OPINION-EMPHASIS OF MATTER)

To the shareholders of «**AKTOR S.A.**»

We have audited the accompanying financial statements of «AKTOR ANONYME TECHNICAL COMPANY», as well as the consolidated financial statements of the company and its subsidiaries («Group») for the financial year ended on 31 December 2005. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Greek Auditing Standards, which are based on the International Standards on Auditing. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. The audit also includes assessing the accounting principles used and significant estimates made by management, evaluating the overall financial statement presentation as well as assessing the consistency of the Board of Directors' report with the aforementioned financial statements. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the aforementioned financial statements give a true and fair view of the financial position of the Company and the Group as of 31 December 2005, and of the results of its operations its cash flows and the changes in shareholders' equity for the year then ended in accordance with the International Financial Reporting Standards and the Board of Directors' Report is consistent with the aforementioned financial statements.

Without stating reservation regarding the conclusions of the audit, we call your attention to the fact that within receivables, there are included receivables of the amount of about €12 mil. from two joint ventures that AKTOR SA participates, for which there is no provision on their financial statements, because, as the letter of the Law Consultant who handles the above mentioned issue refers, there will be no adverse outcome in case of judicial intent, without being in the position to assess any aggravation from this issue. Additionally, in the letter, it is mentioned that the receivables of the two Joint Ventures from the owner of the works that refers to the contractor return for the new additional works, will be committed for Arbitration Court if the consensus solution of the issue fails.

Athens, March 29, 2006

CERTIFIED AUDITOR ACCOUNTANT

Ioannis A. Anastasopoulos

SOEL Reg. No. 10151

PROTYPOS ELEGTIKI S.A.

BKR Certified Auditors –Accountants–Business Consultants
Independent Member of **BKR** INTERNATIONAL



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Balance Sheet

All amounts in Euro thousands.

| | Notes | CONSOLIDATED | | COMPANY | |
|--|-------|----------------|----------------|----------------|--------------|
| | | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| ASSETS | | | | | |
| Non-current assets | | | | | |
| Property, plant and equipment | 6 | 80.099 | 90.807 | 45.672 | 1.902 |
| Intangible assets | 7 | 199 | 240 | 15 | - |
| Investments in subsidiaries | 8 | - | - | 84.398 | - |
| Investments in associates (consolidated using the equity method) | 9 | 11.877 | 10.330 | 59 | - |
| Investments in Joint Ventures | | 3.707 | 1.061 | 1.319 | 13 |
| Other Investments | 11 | - | 40.367 | - | 2.100 |
| Financial assets available for sale | 11 | 3.136 | - | 1.951 | - |
| Deferred tax asset | 18 | 348 | 2.856 | - | 145 |
| Other non-current receivables | 13 | 2.524 | - | 94 | - |
| | | 101.890 | 145.660 | 133.508 | 4.160 |
| Current assets | | | | | |
| Inventories | 12 | 27.799 | 36.228 | 587 | - |
| Trade and other receivables | 13 | 411.702 | 428.370 | 309.185 | 2.622 |
| Cash and cash equivalents | 14 | 159.604 | 116.435 | 84.163 | 1.706 |
| | | 599.105 | 581.033 | 393.935 | 4.328 |
| Total assets | | 700.995 | 726.693 | 527.443 | 8.488 |
| EQUITY | | | | | |
| Equity to shareholders | | | | | |
| Share capital | 15 | 89.115 | 117.582 | 89.115 | 5.804 |
| Premium on capital stock | 15 | 37.955 | 103.064 | 37.955 | - |
| Other reserves | | 87.725 | 85.694 | 84.067 | 1.637 |
| Profits/(losses) carried forward | | 46.414 | 39.334 | 67.849 | 319 |
| | | 261.209 | 345.674 | 278.985 | 7.760 |
| Minority interest | | 279 | 514 | - | - |
| Total equity | | 261.488 | 346.188 | 278.985 | 7.760 |



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LIABILITIES

Non-current liabilities

| | | | | | |
|--------------------------------|----|---------------|---------------|---------------|-----------|
| Borrowings | 17 | 970 | 1.364 | 609 | - |
| Deferred tax liabilities | 18 | 12.816 | 17.504 | 6.561 | - |
| Retirement benefit obligations | 20 | 2.060 | 2.305 | 1.762 | 13 |
| Grants | 19 | 567 | 502 | - | - |
| Other long-term liabilities | 16 | 2.093 | - | 2.093 | - |
| Other long-term provisions | | 332 | 506 | 162 | - |
| | | 18.838 | 22.181 | 11.187 | 13 |

Current liabilities

| | | | | | |
|--------------------------------|----|----------------|----------------|----------------|------------|
| Trade and other payables | 16 | 296.053 | 254.785 | 177.231 | 715 |
| Current income tax liabilities | | 7.936 | 36.926 | 1.789 | - |
| Borrowings | 17 | 115.906 | 66.021 | 57.477 | - |
| Dividends payable | | 641 | 591 | 641 | - |
| Other short-term provisions | | 133 | - | 133 | - |
| | | 420.669 | 358.323 | 237.271 | 715 |

| | | | | | |
|--------------------------|--|----------------|----------------|----------------|------------|
| Total liabilities | | 439.507 | 380.504 | 248.458 | 728 |
|--------------------------|--|----------------|----------------|----------------|------------|

| | | | | | |
|-------------------------------------|--|----------------|----------------|----------------|--------------|
| Total equity and liabilities | | 700.995 | 726.693 | 527.443 | 8.488 |
|-------------------------------------|--|----------------|----------------|----------------|--------------|

The notes on pages 12 to 66 are an integral part of these financial statements.



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Income Statement

All amounts in Euro thousands.

| | Notes | CONSOLIDATED | | COMPANY | |
|---|-------|------------------|----------------|------------------|--------------|
| | | 12 months untill | | 12 months untill | |
| | | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Sales | | 516.442 | 706.018 | 108.297 | 1.031 |
| Cost of Sales | 23 | (424.544) | (578.515) | (90.403) | (1.198) |
| Gross profit | | 91.898 | 127.503 | 17.893 | (168) |
| Selling expenses | 23 | (2.285) | (1.523) | - | (137) |
| Administrative expenses | 23 | (21.761) | (22.813) | (9.104) | (327) |
| Other operating income/(expenses) (net) | 25 | (8.094) | (938) | (1.077) | 113 |
| Operating results | | 59.758 | 102.229 | 7.713 | (518) |
| Income from dividends | | - | - | - | - |
| Share of profit/(loss) from associates | 9 | 3.153 | 2.535 | - | - |
| Profit/(Loss) from Joint Ventures | | 1.787 | - | 7.601 | (69) |
| Financial income (expenses) – net | 21 | 473 | (3.101) | (445) | 6 |
| Profits before income tax | | 65.171 | 101.663 | 14.868 | (582) |
| Income tax | 24 | (26.261) | (36.945) | (4.573) | (6) |
| Net profit for the year | | 38.910 | 64.718 | 10.296 | (588) |
| Distributed to: | | | | | |
| Shareholders of the parent company | | 39.335 | 64.728 | | |
| Minority rights | | (425) | (10) | | |
| | | 38.910 | 64.718 | | |

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Statement of Changes in Equity

All amounts in Euro thousands.

CONSOLIDATED FIGURES

| | To the Shareholders of the parent | | | Total | Minority Interests | Total |
|--|-----------------------------------|----------------|-------------------------|----------------|--------------------|----------------|
| | Share capital | Other reserves | Results carried forward | | | |
| Balance at 1 January 2004 | 215.546 | 75.599 | 34.853 | 325.997 | 598 | 326.596 |
| Profit/ (loss) recognised directly in equity | 0 | - | - | - | (74) | (74) |
| Net profit for the year | 0 | - | 64.728 | 64.728 | (10) | 64.718 |
| Total recognised net profit for the year | 0 | - | 64.728 | 64.728 | (84) | 64.644 |
| Issue of Share capital/ (reduction) | 5.101 | (5.101) | - | - | - | - |
| Transfer to reserves | 0 | 15.196 | (15.196) | - | - | - |
| Dividends | 0 | - | (45.051) | (45.051) | - | (45.051) |
| | 5.101 | 10.096 | (60.247) | (45.051) | - | (45.051) |
| Balance at 31 December 2004 | 220.646 | 85.694 | 39.334 | 345.675 | 514 | 346.189 |
| Balance at 1 January 2005 | 220.646 | 85.694 | 39.334 | 345.675 | 514 | 346.189 |
| Currency translation differences | - | (62) | - | (62) | - | (62) |
| Profit/ (loss) recognised directly in equity | - | 144 | 1.411 | 1.555 | 667 | 2.222 |
| Net profit for the year | - | - | 39.335 | 39.335 | (425) | 38.910 |
| Total recognised net profit for the year | - | 82 | 40.746 | 40.828 | 242 | 41.070 |
| Issue of Share capital/ (reduction) | -93.576 | - | (1.864) | (95.441) | - | (95.441) |
| Contribution of assets in parent company | - | - | 10.693 | 10.693 | (478) | 10.216 |
| Transfer to reserves | - | 1.949 | (1.949) | - | - | - |
| Dividends | - | - | (40.546) | (40.546) | - | (40.546) |
| | -93.576 | 1.949 | (33.666) | (125.294) | (478) | (125.771) |
| Balance at 31 December 2005 | 127.070 | 87.725 | 46.414 | 261.209 | 278 | 261.488 |

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COMPANY FIGURES

| | Share capital | Other reserves | Results carried forward | Total |
|--|----------------|----------------|-------------------------|----------------|
| Balance at 1 January 2004 | 5.804 | 1.637 | 906 | 8.348 |
| Net profit for the year | - | - | (588) | (588) |
| Balance at 31 December 2004 | 5.804 | 1.637 | 319 | 7.760 |
| Balance at 1 January 2005 | 5.804 | 1.637 | 319 | 7.760 |
| Profit/ (loss) recognised directly in equity | - | 80.512 | 61.016 | 141.528 |
| Net profit for the year | - | - | 10.296 | 10.296 |
| Total recognised net profit for the year | - | 80.512 | 71.312 | 151.824 |
| Issue of Share capital/ (reduction) | 121.266 | - | (1.864) | 119.401 |
| Transfer to reserves | - | 1.917 | (1.917) | - |
| | 121.266 | 1.917 | (3.782) | 119.401 |
| Balance at 31 December 2005 | 127.070 | 84.067 | 67.849 | 278.985 |

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Cash Flow Statement

All amounts in Euro thousands.

| | Notes | CONSOLIDATED | | COMPANY | |
|--|-------|----------------|-----------------|----------------|--------------|
| | | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Cash flows from operating activities | | | | | |
| Cash generated from operations | 27 | 145.961 | 68.915 | 85.232 | (504) |
| Interests paid | | (1.237) | (3.418) | 61 | (14) |
| Income tax paid | | (56.726) | (9.261) | (9.609) | (158) |
| Net cash flows from operating activities | | 87.998 | 56.236 | 75.683 | (676) |
| Cash flows from investing activities | | | | | |
| Purchase of property, plant and equipment (PPE) | 6 | (14.131) | (4.993) | (4.001) | (85) |
| Purchase of intangible assets | 7 | (383) | (199) | (28) | - |
| Sale of property, plant and equipment (PPE) | | 5.995 | 1.038 | 346 | 40 |
| Sale of intangible assets | | 32 | - | - | - |
| Acquisition of Subsidiaries & share capital increase of Subsidiaries | 8 | (5.738) | (12.749) | (1.736) | - |
| Acquisition of Associates | 9 | - | (4.600) | - | - |
| Sale of Associates | 9 | - | 293 | - | - |
| Acquisition of Joint Ventures | 10 | (2.187) | (621) | (45) | - |
| Purchase of financial assets available for sale | 11 | (1.731) | - | (1.258) | - |
| Sale of financial assets available for sale | 11 | 9.087 | 1.694 | 15 | - |
| Interests received | | 1.721 | 494 | (2) | 20 |
| Net cash flows from investing activities | | (7.336) | (19.643) | (6.709) | (26) |
| Cash flows from financing activities | | | | | |
| Issue of treasury shares | | - | 2.783 | (0) | - |
| Dividends paid | | (40.496) | (44.898) | (33) | - |
| Loans received | | 88.083 | 134 | 12 | - |
| Loans repaid | | (38.592) | - | - | - |
| Payments of financial leases liabilities (capital instalments) | | - | (717) | - | - |
| Grants received | | 183 | 132 | - | - |
| Cash contribution from company of the Group | | - | - | 13.504 | (30) |



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| | | | | |
|---|----------------|-----------------|---------------|--------------|
| Net cash flows from financing activities | 9.178 | (42.566) | 13.483 | (30) |
| Net increase/ (decrease) in cash and cash equivalents | 89.840 | (5.973) | 82.457 | (732) |
| Cash and cash equivalents at the beginning of the year | 116.435 | 122.408 | 1.706 | 2.438 |
| Cash and cash equivalent that contributed to the parent company | (46.670) | - | - | - |
| Cash and cash equivalents at the end of the year | 159.604 | 116.435 | 84.163 | 1.706 |

The notes on pages 12 to 66 are an integral part of these financial statements.



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Notes to the consolidated financial statements

1 General information

The Group is active in the field of constructions. The Group mostly operates in Greece.

The Company has been organised and is established in Greece, headquartered at 18 Filellinon str., Chalandri.

These financial statements have been approved for issue by the Company's Board of Directors on 21 March 2006.

2 Summary of significant accounting policies

2.1 Basis of preparation

These annual financial statements have been prepared with the International Financial Reporting Standards (IFRS), including the International Accounting Standards (IAS) and IFRIC interpretations as adopted by the European Union, as well the IFRS issued by the International Accounting Standard Board (IASB).

All IFRS issued by IASB and are valid at the time of preparing these statements, have been adopted by the European Council through the confirmation procedure of the European Union (EU), except for IAS 39 (Financial Instruments: Recognition and Valuation). After suggestion of the Accounting Standardisation Committee, the Board adopted the Regulations 2086/2004 and 1864/2005 which require the use of IAS 39, except for specific stipulations regarding the deposits portfolio hedging, from 1 January 2005 for all listed companies.

The financial statements have been prepared under the IFRS as issued by IASB and adopted by the EU. The Group is not influenced by the stipulations regarding the deposits portfolio hedging, as presented in IAS 39.

According to transitory stipulations of IFRS 1 'First-time adoption of IFRS' and other standards, the Group applied the IFRS valid as of 31 December 2005 for the financial data as of 1 January 2004, except for the standards regarding the financial data which have been applied as of 1 January 2005 and are not included in the comparative data (2004) according to IFRS 1.

The Greek Generally Accepted Accounting Principles ("Greek GAAP") differ from IFRS at certain points. In preparing these consolidated financial statements, the Group's management differentiated some accounting treatment and valuation methods used in the financial statements under Greek GAAP, in order to comply with IFRS. The accounts have been reformed in relation to 2004, in order to take into consideration these reformations except if mentioned differently in the accounting policies hereinafter.

Reconciliations and description of the effect of the transition to IFRS on the Company's and the Group's equity and income statement are presented in Note 5.

This financial information has been prepared under the historical cost convention, except for the financial assets available-for-sale or at fair value through the income statement, which are carried at fair value.

The preparation of the financial statements under IFRS requires the use of accounting estimations and assumptions of the Management upon implementation of the accounting policies adopted. The areas requiring large extent of assumptions or where assumptions and estimations have a significant effect on the financial statements are mentioned in Note 4.



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As more specifically referred in Note 29, on the individual company financial statements as comparative data for the financial year 2004 they are that from the former TRIGONON S.A., whereas for the financial year 2005 the income statement includes the figures from the former TRIGONON S.A. until the modification date (30/09/2005). The period 01/10/2005 until 31/12/2005 includes additionally the results of the construction business unit that was absorbed.

Additionally, the Consolidated Financial Statements are presented as a continuation of the Consolidated Financial Statements of the adsorbed AKTOR SA, according to the provisions of Appendix B of IFRS 3. As a result these Consolidated Financial Statements includes the consolidated figures of Assets, Liabilities and Equity of AKTOR before the split, including the comparative figures of the financial year 2004.

2.2 New standards, interpretations and amendment of existing standards

A series of new accounting standards, modified standards and interpretations has been issued, which are mandatory for accounting years beginning from January 1st 2006. The Group's assessment regarding the effect of the aforementioned new standards and interpretations is as follows:

- **IAS 19 (amendment) Employee Benefits (in force as of 1.1.2006)**

This amendment provides the company with the choice of an alternative method of actuarial gains and losses recognition. It is possible to impose new recognition conditions for cases where there are multi-employer plans for which there are no sufficient information on the application of the defined benefit plans accounting. Moreover, it adds new disclosure requirements. This amendment is not relevant to the Group's operations.

- **IAS 39 (amendment) Cash Flow Hedge Accounting for provisions of inter-company transactions (in force as of 1 January 2006).**

The specific amendment allows the exchange rate risk from a provision of a highly probable intercompany transaction, to be characterized as item to be hedged in the consolidated financial statements under the condition that: (a) the transaction is in a currency other than the functional currency of the company which participates in the transaction and (b) the exchange rate risk will influence the consolidated profit and loss account. This amendment is not relevant to the Group's operations, since the Group does not have any intercompany transactions which could be characterized as items to be hedged.

- **IAS 39 (amendment) Fair Value Option (in force as of 1 January 2006).**

This amendment changes the definition of financial assets classified at fair value through the income statement and limits the possibility of classifying financial instruments in that category. The Group considers that the said amendment will not have a significant effect on the classification of financial instruments, since the Group cannot adopt the amended criteria on the definition of the financial instruments at fair value through the income statement. The Group shall adopt the said amendment as of 1 January 2006.

- **IAS 39 and IFRS 4 (amendment) Financial Guarantees (in force as of 1 January 2006).**

This amendment requires the issued financial guarantees – except for those proven to be insurance contracts – to be recognized initially at fair value and then at the higher value between (a) the unamortized balance of the relevant remunerations received and postponed and (b) the cost required to cover the commitment at the balance sheet date. The Management has reached the conclusion that the said amendment does not apply to the Group.

- **IFRS 1 (amendment) First-time Adoption of International Financial Reporting Standards and IFRS 6, Exploration for and Evaluation of Mineral Resources (in force as of 1 January 2006).**

These amendments do not apply to the Group.

- **IFRS 7, Financial instruments: Disclosures and the amendment to IAS 1, Presentation of Financial Statements, Capital Disclosures (in force as of 1 January 2007).**

IFRS 7 introduces additional disclosures aiming at improving the information provided regarding the financial instruments. It requires disclosure of qualitative and quantitative information regarding the company's exposure to risks as a result of the financial instruments. More specifically, it pronounces a minimum level of disclosure related to credit risk, liquidity risk and market risk (it imposes the sensitivity analysis regarding the market risk). IFRS 7 replaces IAS 30 (Disclosures to the Financial Statements of Banks and Credit Institutions) and the disclosure requirements of IAS 32, (Financial Instruments: Disclosure and Presentation). It applies to all the companies preparing financial statements under IFRS. The amendment to IAS 1 introduces disclosures regarding the amount of capitals of a company, as well as the way they are managed. The Group estimated the effect of IFRS 7 and the amendment to IAS 1 and reached to the conclusion that the additional disclosures required from their implementation is the sensitivity analysis related to the market risk and the capital disclosures. The Group will apply IFRS 7 and the amendment to IAS 1 as of 1 January 2007.

- **IFRIC Interpretation 4, Determining whether an arrangement contains a lease (in force as of 1 January 2006).**

IFRIC Interpretation 4 requires the determination of whether a corporate arrangement is or contains a lease. More specifically, it requires that the following are estimated: a) if the fulfillment of the arrangement depends on the use of specific asset(s) and b) if the arrangement entitles the lessee only to use the asset. The Management assesses that the Interpretation 4 is not expected to have an effect on the accounting presentation of the existing arrangements.

- **IFRIC Interpretation 5, Rights to interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds (in force as of 1 December 2006).**

IFRIC Interpretation 5 does not apply to the Group.

- **IFRIC Interpretation 6, Liabilities Arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment (in force as of 1 December 2005).**

IFRIC Interpretation 6 does not apply to the Group.

2.3 Consolidation

(a) *Subsidiaries*

Subsidiaries are all the companies that are controlled by the parent company. The existence of potential voting rights that are exercisable at the time the financial statements are prepared, is taken into account in order to determine whether the parent exercises control over the subsidiaries. Subsidiaries are consolidated completely (full consolidation) using the purchase method from the date that control over them is acquired and cease to be consolidated from the date that control no longer exists.

The acquisition of a subsidiary by the Group is accounted for using the purchase method. The acquisition cost of a subsidiary is the fair value of the assets given as consideration, the shares issued and the liabilities undertaken on the date of the acquisition plus any costs directly associated with the transaction. The individual assets, liabilities and contingent liabilities that are acquired during a business combination are valued during the acquisition at their fair values regardless of the participation percentage. The acquisition cost over and above the fair value of the individual assets acquired is booked as goodwill. If the total cost of the acquisition is lower than the fair value of the individual assets acquired, the difference is immediately transferred to the income statement.

Inter-company transactions, balances and unrealized profits from transactions between Group companies are eliminated in consolidation. Unrealized losses are also eliminated except if the transaction provides indication of impairment of the transferred asset. The accounting principles of the subsidiaries have been amended so as to be in conformity to the ones adopted by the Group. In the parent company's balance sheet subsidiaries are valued at cost less impairment.

In case of transactions concerning the increase of the Group's shareholding to subsidiaries, which do not fall under IFRS 3, the Group recognizes all consequences resulting from the difference between the fair value of the amount paid and the carrying amount of the minorities acquired, directly to equity.

(b) *Associates*

Associates are companies on which the Group can exercise significant influence but not "control", which is generally the case when the Group holds a percentage between 20% and 50% of a company's voting rights. Investments in associates are initially recognized at cost and are subsequently valued using the Equity method. The account of Investments in associates also includes the goodwill resulting from the acquisition (reduced by any impairment losses).

After the acquisition, the Group's share in the profits or losses of associates is recognized in the income statement, while the share of changes in reserves is recognized in reserves. The cumulated changes affect the book value of the investments in associated companies. When the Group's share in the losses of an associate is equal or larger than the carrying amount of the investment the Group does not recognize any further losses, unless it has guaranteed for liabilities or made payments on behalf of the associate or those that emerge from ownership.

Unrealized profits from transactions between the Group and its associates are eliminated according to the Group's percentage ownership in the associates. Unrealized losses are eliminated, except if the transaction provides indications of impairment of the transferred asset. The accounting principles of the associates have been adjusted to be in conformity to the ones adopted by the Group. In the balance sheet of the parent company, associates are valued at cost less impairment.

(c) Joint Ventures

The Group's investments in joint-ventures are recorded according to proportionate consolidation (except for those which are inactive at the date of first adoption of IFRS, which are consolidated with the equity method as described above). The Group adds its share from the income, expenses, assets and liabilities and cash flows of each joint-venture with the respective figures of the Group.

The Group recognises the share in the gains or losses from sales of the Group to the joint-ventures which is attributed to the other partners of the joint-venture. The Group does not recognise its share in the gains or losses of the joint-ventures which resulted from purchases of the Group by the joint-ventures until the assets acquired are sold to a third party. Occurring losses from such a transaction is recognised directly if it shows a reduction of the net realizable value of assets or impairment. The accounting principles of the joint-ventures have been adjusted in order to be in conformity to the ones adopted by the Group. In the balance sheet of the parent company, joint-ventures are valued at cost less impairment.

2.4 Foreigning currency translation

(a) Operating and presentation currency.

The measurement of the items in the financial statements of the Group's companies is based on the currency of the primary economic environment in which the Group operates (operating currency). The consolidated financial statements are reported in Euro, which is the operating currency and the reporting currency of the parent Company.

(b) Transactions and balances

Transactions in foreign currencies are converted to the operating currency using the rates in effect at the date of the transactions. Profits and losses from foreign exchange differences that result from the settlement of such transactions during the year and from the conversion of monetary items denominated in foreign currency using the rate in effect at the balance sheet date are posted to the results. Foreign exchange differences from non-monetary items that are valued at their fair value are considered as part of their fair value and are thus treated similarly to fair value differences.

(c) Group companies

The conversion of the individual financial statements of the companies included in the consolidation (none of which has a currency of a hyperinflationary economy), which have a different operating currency than the presentation currency of the Group is as follows:

- i) The assets and liabilities are converted using the rates in effect at the date of the balance sheet,
- ii) The income and expenses are converted using the average rates of the period (except if the average rate is not the logical approach of the accumulated impact of the rates in effect at the dates of the transactions, in which case income and expenses are converted using the rates in effect at the dates of the transactions) and



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-
- iii) Any differences arising from this process are recorded to an equity reserve and are transferred to the income statement upon sale of these companies.

Exchange differences arising from the conversion of the net investment in a foreign company, as well as of the borrowing characterised as hedging of this investment are recorded to equity. At the sale of a foreign company, accumulated exchange differences are transferred to the income statement of the year as profit or loss from the sale.

2.5 Leases

(a) Group company as lessee

The leases of assets through which the Group undertakes in effect all the risks and rewards of ownership are classified as operating leases. Operating leases expenses are recognized to the income statement proportionally during the lease period and include any restoration of the property if provided for in the leasing contract.

Leases of fixed assets with which all the risks and benefits related with ownership of an asset are transferred to the Group, regardless of whether the title of ownership of the asset is eventually transferred or not, are finance leases. These leases are capitalized at the inception of the lease at the lower of the fair value of the asset and the present value of the minimum lease payments. Each lease payment is apportioned between the reduction of the liability and the finance charge so that a fixed interest rate on the remaining financial liability is achieved. The relevant liabilities from leases, net of financial expenses, are reported as liabilities. The part of the financial expense that relates to finance leases is recognized in the income statement during the term of the lease. Fixed assets acquired through finance leases are depreciated over the shorter of their useful life and the lease term.

(b) Group company as lessor

The Group leases assets only through operating leases. Operating leases income are recognized to the income statement of the year proportionally during the period of the lease.

2.6 Tangible Assets

Fixed assets are reported in the financial statements at acquisition cost and any impairment suffered by the assets. The acquisition cost includes all the directly attributable expenses for the acquisition of the assets.

Subsequent expenditure is added to the carrying value of the tangible fixed assets or is booked as a separate fixed asset only if it is probable that future economic benefits will flow to the Group and their cost can be accurately and reliably measured. The repair and maintenance cost is booked in the results when such is realized.

Land is not depreciated. Depreciation of the other tangible assets is calculated using the straight line method over their useful life as follows:

- | | |
|------------------------|-------------|
| - Buildings | 40 Years |
| - Mechanical equipment | 5 - 7 Years |
| - Vehicles | 5 - 7 Years |
| - Other Equipment | 5 - 7 Years |



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The residual values and useful economic life of tangible fixed assets are subject to reassessment at each balance sheet date.

When the book value of tangible fixed assets exceeds their recoverable amount, the difference (impairment) is immediately booked as an expense in the income statement. (Note 2.9).

Upon sale of the tangible fixed assets, any difference between the proceeds and the book value is booked as profit or loss to the results.

Expenditure on construction of assets is capitalised for the period required for the completion of the construction. All other expenditure are recognised to the income statement.

2.7 Intangible Assets

Intangible assets mainly include software licenses valued at acquisition cost less depreciation. Depreciation are accounted for with the straight line method during the useful lives which vary from 1 to 3 years.

2.8 Expenses for exploration and evaluation of mineral resources

The expenses for exploration and evaluation of mineral resources are examined per area to be explored and are capitalized until available inventories are evaluated in the area of exploration. If no commercial viability for exploration of mineral resources is not succeeded then the expenses are recognized to the income statement. The capitalization is made either in Tangible Assets or in Intangible Assets according to the nature of the expense.

At the stage of exploration and evaluation no depreciation is recognized. If marketable inventories are found, then the assets resulting from the exploration and evaluation are reviewed for impairment.

Intangible and tangible assets regarding exploration and evaluation of mineral resources expenses are depreciated using the unit-of-production method. The depreciation rates are determined by the amount of inventories expected to be gained by the existing facilities using the existing quarring methods.

2.9 Impairment of assets

Assets that are depreciated are subject to an impairment review when there is evidence that their value will not be recoverable. The recoverable value is the greater between the fair value less any relevant sales expenses and the value in use. For the calculation of impairment losses assets are included in the minimum cash generating units. Impairment losses are recorded as expenses in the income statement when they arise.

2.10 Investments and other financial assets

From 1 January to 31 December 2004

Financial assets include investments in companies which are not subsidiaries, associates or joint-ventures, liabilities and other securities. Financial assets are recognised at cost except for the shares of companies not consolidated, which are listed in a stock market and are valued at the average stock price of December.



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From 1 January 2005

Group financial assets have been classified to the following categories according to the reason for which each investment was made. The Group defines the classification at initial recognition and reviews the classification at each balance sheet date.

(a) Financial assets valued at fair value through the income statement

These comprise assets that are held for trading purposes. Derivatives are classified as held for trading purposes except when they are designated as hedges. Assets falling under this category are recorded in the current assets if they are held for trading purposes or are expected to be sold within 12 months from the balance sheet date.

(b) Loans and receivables

They include non-derivative financial assets with fixed or predefined payments which are not traded in active markets and there is no intention of selling them. They are included in current assets except those with a maturity date exceeding 12 months from the balance sheet date. The latter are included in the non-current assets. Loans and receivables are included in the trade and other receivables account in the balance sheet.

(c) Financial assets available for sale

These include non derivative financial assets that are either designated as such or cannot be included in any of the previous categories. They are included in the non-current assets given that the Management does not intend to liquify them within 12 months from the balance sheet date.

Purchases and sales of investments are recognised at the date of the transaction which is the date when the Group is committed to buy or sell the asset. Investments are recognised at fair value plus expenditure directly related to the transaction, with the exception, regarding directly related expenditure, of those assets which are valued at fair value with changes in the income statement. Investments are eliminated when the right of cash flows from the investments ends or is transferred and the Group has transferred in effect all risks and rewards implied by the ownership.

Then available for sale financial assets are valued at fair value and the relative gains or losses are recorded to an equity reserve till those assets are sold or characterised as impaired. Upon the sale or when the assets are characterised as impaired, the gains or losses are transferred to the income statement. Impairment losses recognised to the income statement are not reversed through the income statement.

The loans and receivables are recognized in unamortized cost using the effective interest method.

The realized and unrealized profits or losses arising from changes in the fair value of financial assets valued at fair value through the income statement, are recognized in the profit and loss of the period they occur.

The fair values of financial assets that are traded in active markets, are defined by their prices. For non-traded assets, fair values are defined with the use of valuation techniques such as analysis of recent transactions, comparative items that are traded and discounted cash flows.

At each balance sheet date the Group assesses whether there are objective indications that lead to the conclusion that financial assets have been impaired. For company shares that have been classified as financial assets available for sale, such an indication consists of a significant or extended decline in the fair value compared to the acquisition cost. If impairment is established, any accumulated loss in Equity, which is the difference between acquisition cost and fair value, is transferred to the results. Impairment losses of shares are recorded to the income statement and are not reversed through the income statement.



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2.11 Inventories

Inventories are valued at the lower value between cost and net realisable value. The cost is calculated using the weighted average cost method. The cost of end products and semi-finished inventories includes cost of design, materials, average working cost and a proportion of the general cost of production.

Investments in properties to which a construction initiates aiming at a future sale are re-classified as inventories at book value at the balance sheet date. From now on they will be calculated at the lowest between cost and net realisable value. The cost of inventories does not include financial expenses. The net realisable value is calculated using current sales prices during the normal course of the company's business less any relevant sales expenses.

2.12 Trade Receivables

From 1 January 2004 to 31 December 2004

Trade receivables are initially booked at their book value less the provision for doubtful receivables. Provision for doubtful receivables is recognised when there is objective evidence that the Group is unable to collect all the amounts owed based on contractual terms. The amount of the provision is the difference between the book value and the amount expected to be collected. The amount of the provision is recognised as an expense in the income statement of the period.

From 1 January 2005

Trade receivables are recorded at book value less the provision for doubtful receivables. Provision for doubtful receivables is recognised when there is objective evidence that the Group is unable to collect all the amounts owed based on contractual terms. The amount of the provision is the difference between the book value and the present value of future cash flows. The amount of the provision is recognised as an expense in the income statement of the period.

2.13 Cash and cash equivalents

Cash and cash equivalents include cash in the bank and in hand, sight deposits, short term (up to 3 months) highly liquid and low risk investments.

2.14 Share Capital

The share capital includes the common shares of the Company. Where any Group company purchases the Company's equity share capital (Treasury shares), the consideration paid is deducted from equity attributable to the Company's equity holders until the shares are cancelled, reissued or disposed of. The profit or loss from the sale of treasury stock is recognised directly to equity.

2.15 Loans

Loans are recorded initially at fair value, net of any direct expenses of the transaction. Then they are valued at unamortized cost using the real interest rate method. Any difference between the amount received (net of any

relevant expenses) and the value of the payment is recognised to the income statement during the borrowing using the real interest rate method.

Loans are recorded as short term liabilities except when the Group has the right to postpone the settlement of the liability for at least 12 months from the balance sheet date.

2.16 Deferred income tax

Deferred income tax is determined according to the liability method which results from the temporary differences between the book value and the tax base of assets or liabilities. Deferred tax is not booked if it results from the initial recognition of an asset or liability in a transaction, except for a business combination, which when it occurred did not affect neither the accounting nor the tax profit or loss. Deferred tax assets and liabilities are valued taking into consideration the tax rates (and tax laws) that have been put into effect or are essentially in effect up until the balance sheet date.

Deferred tax assets are recognized to the extent that there will be a future tax profit to be set against the temporary difference that creates the deferred tax asset.

Deferred income tax is recognized for the temporary differences that result from investments in subsidiaries and associates, except for the case where the reversal of the temporary differences is controlled by the Group and it is possible that the temporary differences will not be reversed in the foreseeable future.

2.17 Employee benefits

(a) Post-employment benefits

Post-employment benefits include defined contribution schemes as well as defined benefits schemes. The accrued cost of defined contribution schemes is booked as an expense in the period it refers to.

The liability that is reported in the balance sheet with respect to this scheme is the present value of the liability for the defined benefit less the fair value of the scheme's assets (if there are such) and the changes that arise from any actuarial profit or loss and the service cost. The commitment of the defined benefit is calculated annually by an independent actuary with the use of the projected unit credit method. The yield of long-term Greek Government Bonds is used as a discount rate.

The actuarial profit and losses that emerge from adjustments based on historical data and are over or under the 10% margin of the accumulated liability, are booked in the results in the expected average service time of the scheme's participants. The cost for the service time is directly recognized in the results except for the case where the scheme's changes depend on the employees' remaining service with the company. In such a case the service cost is booked in the results using the straight line method within the maturity period.

(b) Benefits for employment termination

Termination benefits are payable when employment is terminated before the normal retirement date. The Group books these benefits when it is committed, either when it terminates the employment of existing employees according to a detailed formal plan for which there is no withdrawal possibility, or when it provides such benefits as an incentive for voluntary redundancy. When such benefits are deemed payable in periods that exceed twelve months from the Balance Sheet date, then they must be discounted.

In case of an employment termination where there is inability to assess the number of employees to use such benefits, a disclosure for a contingent liability is made but no accounting treatment is followed.

2.18 Provisions

Provisions for outstanding legal cases are recognized when the Group has present obligations (legal or constructive) as a result of past events, their settlement through an outflow of resources is probable and the exact amount of the obligation can be reliably estimated.

2.19 Grants

Gonernement grants are recognized on their fair value when it is expected with certainty that the grant is going to be collected and the Group is going to comply with all the statutoy requirements.

Gonerment grants that refer to expenses, are written down in transition balances and are recognized in income statement in order to correspond with the expenses that are going to reimburse.

Government grants that refer to the purchase of tangible assets, are included in the long-term liabilities as grants carried forward and are brought as incomes in the income statement with fixed method according to the expected useful life of the relevant assets.

2.20 Recognition of income

Income mainly arises from technical projects and trade of mine products.

Income and profit from construction contracts are recognised according to IAS 11 as described in note 2.21 hereinafter.

2.21 Contracts for projects under construction

Expenses regarding construction contracts are recognised when they occur.

When the result of a construction contract cannot be reliably assessed, as income from the contract are recognised only the expenses realised and expected to be collected.

When the result of a construction contract can be reliably assessed, the income and the expenses relating to the contract are recognised for the period of the contract as an income and expense respectively. The Group uses the percentage of completion method to define the appropriate amount of income and expense to be recognised for a certain period. The stage of completion is calculated based on the expenses which have been realised throught the balance sheet date in relation to the total estimated expenses for each contract. When it is likely that the total cost of a contract exceeds the total income, then the expected loss is recognised directly to the income statement as an expense.

In order to determine the cost realised till the end of the period, any expenses relating to future tasks included in the contract are exempted and presented as a project under construction. The total realised cost and recognised profit/ loss for each contract is compared with progressive invoices till the end of the financial year.

Wherever ther realised expenses plus the net profit (less losses) recognised exceed the progressive invoices, the occurring difference is presented as a receivable from construction contract customers in the account

“Customers and other trade receivables”. When the progressive invoices exceed realised expenses plus net profit (less losses) recognised, the balance is presented as a liability towards construction contract customers in the account “Suppliers and sundry creditors”.

2.22 Dividend distribution

The distribution of dividends to the shareholders of the parent company is recognized as a liability at the date on which the distribution is approved by the General Meeting of the shareholders.

3 Business risk management

3.1 Financial risk factors

The Group is exposed to several financial risks such as market risk (volatility in foreign exchange rates, interest rates, market prices), credit risk and liquidity risk.

The risk management is monitored by the Financial department and is determined by rules approved by the Board of Directors. The Financial department determines and estimates the financial risks in collaboration with the services managing those risks. The Board of Directors provides directions on the general management of the risk as well as specialised directions on the management of specific risks such as the interest rate risk, the credit risks, the use of derivative and non-derivative financial instruments, as well as the investment of cash.

(a) Market risk

The Group is exposed to a risk from the change of the value of properties and leases.

(b) Credit risks

The Group does not have significant accumulations of credit risk. It has developed policies in order to ensure that the leasing agreements are concluded with customers of sufficient credit rating. The Group has procedures which limit its exposure to credit risk from individual credit institutions.

(c) Liquidity risk

The liquidity risk is kept at low levels by retaining sufficient cash and immediately liquidated financial assets as well as credit lines.

(d) Cash flow risk and risk of changes in the fair values due to the change in interest rates

The interest rate risk is mainly resulting from long term loans. Group’s policy is to constantly monitor the tendencies of interest rates as well as the financing needs of the Group. Therefore, the decisions on the duration of the loans as well as the relation between the stable and floating interest rate are considered separately at each case.

3.2 Determination of fair values

The fair value of the financial instruments traded in active markets (stock markets), is determined from the published prices which are valued at the balance sheet date. For the financial assets the offer price is used and for the financial liabilities the demand price is used.

The fair value of the financial assets not traded in active markets is determined using valuation techniques and admittances based on market data at the balance sheet date.

The nominal value less provisions for doubtful receivables is estimated to approach their real value.

4 Critical accounting estimates and judgements of the management

The management's estimates and judgements are constantly reviewed and are based on historic data and expectations for future events which are deemed fair according to existing data.

4.1 Critical accounting estimates and judgements

The Group makes estimates and assumptions concerning the future.

(a) Construction Contracts

The Group uses the method of the completion percentage of the construction of a project for a construction contract, in order to determine the amount that will recognize in a specific period, according to the conventional cost that has occurred in the same period. For the determination of the completion percentage, the Group goes through assessments about the expected total cost for each project.

(b) Income tax

Estimates are required in determining the provision for income taxes that the Group is subjected to. There are several transactions and calculations for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

5 IFRS Transition**5.1 Adoption of IFRS 1**

The financial statements of the Group for the year ended 31 December 2005 are the first financial statements prepared under IFRS and have been drawn up as described in Note 2.1. The Group has applied IFRS 1 for the preparation of the financial statements.

The Group's transition date is the 1st January 2004. The Group prepared its opening IFRS balance sheet on that date. The reference date of the interim consolidated financial statements is the 31st December 2005. The Group's IFRS adoption date is the 1st January 2005.

In preparing these financial statements in accordance with IFRS 1, the Group has applied certain of the optional exemptions and all the mandatory exceptions from full retrospective application of IFRS, as follows:

5.2 Exemption from full retrospective application elected by the Group

The Group has elected to apply the following optional exemptions from full retrospective IFSR application:

(a) *Business combinations exemption*

The Group has applied the business combinations exemption in IFRS 1 and has not applied IFRS 3 in business combinations that took place before the transition date, the 1st January 2004.

(b) *Fair value as deemed cost exemption*

The Group has elected to appraise property investments and some fixed assets at fair value as at 1 January 2004 and adopt it as “deemed cost”.

(c) *Employee benefits exemption*

The Group has elected to recognise all cumulative actuarial gains and losses as at 1 January 2004.

(d) *Exemption from restatement of comparatives for IAS 32 and IAS 39*

The Group has elected to apply this exemption. It applies Greek GAAP rules to financial assets and financial liabilities for 2004. The adjustments required for differences between Greek GAAP and IAS 32 and IAS 39 have been determined and recognised at 1 January 2005.

(e) *Designation of financial assets and financial liabilities exemption*

The Group has elected to apply the comparatives exemption for IAS 32 and IAS 39 (see (d) above). The Group has reclassified investments in the share capital of non-consolidated companies as available-for-sale investments and as financial assets at fair value through the income statement. The adjustments relating to IAS 32 and IAS 39 have taken place as appropriate on the opening balance sheet date of 1 January 2005, which is the IAS 32/39 transition date.

5.3 Reconciliations between IFRS and Greek GAAP

The following reconciliations provide a quantification of the effect of the transition to IFRS:

- Balance sheet as at 1st January 2004 (Note 5.3.1)
- Balance sheet as at 31st December 2004 (Note 5.3.2)
- FY 2004 Income statement (Note 5.3.3)
- Equity as at 1st January and 31st December 2004 (Note 5.3.4)
- FY 2004 net profit (Note 5.3.5)



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5.3.1 Balance Sheet reconciliation at 1st January 2004

All amounts in Euro thousands.

CONSOLIDATED FIGURES

| | Greek GAAP | Restatements | IFRS |
|--|----------------|-----------------|----------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 82.638 | 20.022 | 102.661 |
| Intangible assets | 11.612 | (11.159) | 453 |
| Investments in subsidiaries | - | 241 | 241 |
| Investments in associates (consolidated using the equity method) | 12.395 | (9.977) | 2.419 |
| Investments in Joint Ventures | - | 956 | 956 |
| Other investments | 46.119 | (46.119) | - |
| Other non-current receivables | 161 | -161 | - |
| | 152.926 | (46.196) | 106.729 |
| Current assets | | | |
| Inventories | 7.968 | 18.584 | 26.552 |
| Trade and other receivables | 291.873 | 198.725 | 490.598 |
| Securities | 933 | 41.910 | 42.843 |
| Cash and cash equivalents | 71.432 | 50.976 | 122.408 |
| | 372.206 | 310.195 | 682.401 |
| Total assets | 525.132 | 263.998 | 789.130 |
| EQUITY | | | |
| Equity to shareholders | | | |
| Share capital | 98.022 | (36) | 97.985 |
| Share premium reserves | 117.561 | - | 117.561 |
| Other reserves | 96.645 | (21.046) | 75.599 |
| Profits/(losses) carried forward | -49.228 | 84.081 | 34.853 |
| Minority interest | - | - | 598 |
| Total equity | 262.999 | 63.596 | 326.596 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Deferred tax liabilities | - | 13.859 | 13.859 |
| Retirement benefit obligations | 200 | 3.698 | 3.898 |
| Grants | - | 236 | 236 |
| Other long-term provisions | 317 | 1.009 | 1.326 |
| | 517 | 18.801 | 19.318 |
| Current liabilities | | | |



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| | | | |
|-------------------------------------|----------------|----------------|----------------|
| Trade and other payables | 181.440 | 147.412 | 328.852 |
| Current income tax liabilities | 30.923 | 15.035 | 45.957 |
| Borrowings | 3.764 | 64.204 | 67.968 |
| Dividends payable | 45.488 | (45.051) | 438 |
| | 261.615 | 181.601 | 443.216 |
| Total liabilities | 262.132 | 200.402 | 462.534 |
| Total equity and liabilities | 525.132 | 263.998 | 789.130 |

All amounts in Euro thousands.

COMPANY FIGURES

| | Greek GAAP | Restatements | IFRS |
|----------------------------------|-------------------|---------------------|--------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 2.608 | - | 2.608 |
| Intangible assets | 32 | (32) | - |
| Investments in Joint Ventures | 13 | - | 13 |
| Other non-current receivables | 8 | (8) | - |
| | 2.660 | (40) | 2.620 |
| Current assets | | | |
| Inventories | 801 | - | 801 |
| Securities | 3.652 | 317 | 3.969 |
| Cash and cash equivalents | 2.438 | - | 2.438 |
| | 6.891 | 317 | 7.208 |
| Total Assets | 9.551 | 277 | 9.828 |
| EQUITY | | | |
| Equity to shareholders | | | |
| Share capital | 5.804 | - | 5.804 |
| Other reserves | 2.495 | (858) | 1.637 |
| Profits/(losses) carried forward | (157) | 1.064 | 906 |
| Total equity | 8.142 | 206 | 8.348 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Deferred tax liabilities | - | 3 | 3 |
| Retirement benefit obligations | 6 | 68 | 73 |
| Other long-term provisions | 52 | - | 52 |
| | 58 | 71 | 129 |
| Current liabilities | | | |



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| | | | |
|-------------------------------------|--------------|------------|--------------|
| Trade and other payables | 765 | - | 765 |
| Current income tax liabilities | 587 | - | 587 |
| | 1.351 | - | 1.351 |
| Total liabilities | 1.409 | 71 | 1.480 |
| Total equity and liabilities | 9.551 | 277 | 9.828 |



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5.3.2 Balance sheet reconciliation at 31st December 2004

All amounts in Euro thousands.

CONSOLIDATED FIGURES

| | Greek GAAP | Restatements | IFRS |
|--|----------------|----------------|----------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 72.398 | 18.408 | 90.806 |
| Intangible assets | 7.317 | (7.077) | 240 |
| Investments in associates (consolidated using the equity method) | 22.470 | (12.140) | 10.330 |
| Other investments | 43.742 | (3.376) | 40.367 |
| Other non-current receivables | 112 | (112) | - |
| | 146.039 | (379) | 145.660 |
| Current assets | | | |
| Inventories | 12.919 | 23.309 | 36.228 |
| Trade and other receivables | 274.779 | 153.593 | 428.371 |
| Securities | 508 | (508) | - |
| Cash and cash equivalents | 71.327 | 45.108 | 116.435 |
| | 359.532 | 221.502 | 581.034 |
| Total assets | 505.571 | 221.123 | 726.694 |
| EQUITY | | | |
| Equity to shareholders | | | |
| Share capital | 117.619 | (36) | 117.582 |
| Share premium reserves | 103.064 | - | 103.064 |
| Other reserves | 99.979 | (14.285) | 85.694 |
| Profits/(losses) carried forward | -50.693 | 90.027 | 39.334 |
| | 269.969 | 75.706 | 345.675 |
| Minority interest | - | - | 514 |
| Total equity | 269.969 | 76.220 | 346.189 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Borrowings | - | 1.364 | 1.364 |
| Deferred tax liabilities | - | 17.504 | 17.504 |
| Retirement benefit obligations | 197 | 2.108 | 2.305 |
| Grants | - | 502 | 502 |
| Other long-term provisions | 305 | 201 | 506 |
| | 502 | 21.681 | 22.182 |



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| Current liabilities | | | |
|-------------------------------------|----------------|----------------|----------------|
| Trade and other payables | 163.646 | 91.139 | 254.785 |
| Current income tax liabilities | 26.162 | 10.764 | 36.926 |
| Borrowings | 3.757 | 62.265 | 66.021 |
| Dividends payable | 41.536 | -40.946 | 591 |
| | 235.101 | 123.222 | 358.323 |
| Total liabilities | 235.602 | 144.903 | 380.505 |
| Total equity and liabilities | 505.571 | 221.123 | 726.694 |

All amounts in Euro thousands.

COMPANY FIGURES

| | Greek GAAP | Restatements | IFRS |
|-------------------------------|-------------------|---------------------|--------------|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | 1.902 | - | 1.902 |
| Intangible assets | 8 | (8) | - |
| Investments in Joint Ventures | 13 | - | 13 |
| Other non-current receivables | 2.100 | - | 2.100 |
| Deferred tax assets | - | 145 | 145 |
| Other non-current receivables | 2 | (2) | - |
| | 4.025 | 135 | 4.160 |
| Current assets | | | |
| Inventories | 421 | (421) | - |
| Trade and other receivables | 2.387 | 235 | 2.622 |
| Cash and cash equivalents | 1.706 | - | 1.706 |
| | 4.514 | (186) | 4.328 |
| Total Assets | 8.538 | (51) | 8.488 |
| EQUITY | | | |
| Equity to shareholders | | | |
| Share capital | 5.804 | - | 5.804 |
| Other reserves | 2.495 | (858) | 1.637 |



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| | | | |
|-------------------------------------|--------------|-------------|--------------|
| Profits/(losses) carried forward | (534) | 853 | 319 |
| Total equity | 7.765 | (5) | 7.760 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Retirement benefit obligations | 6 | 7 | 13 |
| | 6 | 7 | 13 |
| Current liabilities | | | |
| Trade and other payables | 700 | 15 | 715 |
| Current income tax liabilities | 68 | (68) | - |
| | 768 | (52) | 715 |
| Total liabilities | 773 | (46) | 728 |
| Total equity and liabilities | 8.538 | (51) | 8.488 |

5.3.3 Reconciliation of the Income Statement of the financial year 2004

All amounts in Euro thousands.

CONSOLIDATED FIGURES

| | Greek GAAP | Restatements | IFRS |
|---|-------------------|---------------------|----------------|
| Sales | 359.620 | 346.397 | 706.018 |
| Cost of sales | (283.669) | (294.845) | (578.515) |
| Gross profit | 75.951 | 51.552 | 127.503 |
| Selling expenses | (483) | (1.041) | (1.523) |
| Administration expenses | (16.351) | (6.463) | (22.813) |
| Other operating income / (expenses) (net) | (923) | (15) | (938) |
| Operating results | 58.195 | 44.033 | 102.229 |
| Income from dividends | 45.818 | (45.753) | 65 |
| Share of profit/(loss) from associates | 0 | 3.640 | 3.640 |
| Profit/(Loss) from Joint Ventures | (11.440) | 10.271 | (1.169) |
| Financial income (expenses) – net | (1.157) | (1.944) | (3.101) |
| Profit before tax | 91.415 | 10.248 | 101.663 |
| Income tax | (35.098) | (1.847) | (36.945) |
| Net profit for the year | 56.317 | 8.401 | 64.718 |



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COMPANY FIGURES

| | Greek GAAP | Restatements | IFRS |
|---|-------------------|---------------------|--------------|
| Sales | 1.158 | (127) | 1.031 |
| Cost of sales | -826 | (372) | (1.198) |
| Gross profit | 332 | (499) | (168) |
| Selling expenses | (137) | - | (137) |
| Administration expenses | (363) | 36 | (327) |
| Other operating income / (expenses) (net) | 94 | 20 | 113 |
| Operating results | (75) | (444) | (518) |
| Income from dividends | - | - | - |
| Share of profit/(loss) from associates | - | - | - |
| Profit/(Loss) from Joint Ventures | (173) | 104 | (69) |
| Financial income (expenses) – net | 25 | (20) | 6 |
| Profit before tax | (222) | (359) | (582) |
| Income tax | (155) | 149 | (6) |
| Net profit for the year | (377) | (211) | (588) |

5.3.4 Reconciliation of Equity

CONSOLIDATED FIGURES

All amounts in Euro thousands.

| | 1 January 2004 | 31 January 2004 |
|---|---------------------------|----------------------------|
| Equity balance of companies consolidated under Greek GAAP | 262.999 | 269.969 |
| Impact from construction contracts | 30.752 | 30.155 |
| Revision of provisions for employee benefits based on actuarial study | (2.333) | (1.487) |
| Elimination of intangible assets not meeting the recognition criteria under IAS 38 | (11.375) | (6.698) |
| Offsetting error of dividends to be distributed till approval by the Shareholders Meeting | 45.051 | 40.546 |
| Deferred tax readjustments | 1.245 | - |
| Elimination of doubtful receivables | (642) | (697) |
| Impact from the consolidation of companies and joint ventures for the first time under IFRS | 1.277 | 25.307 |
| Impact from recognition of financial leases | - | (167) |
| Depreciation correction | - | 88 |
| Other restatements | (376) | (10.827) |
| Total IFRS transition restatements | <u>63.596</u> | <u>76.220</u> |
| Total Equity under IFRS | <u>326.596</u> | <u>346.189</u> |



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COMPANY FIGURES

All amounts in Euro thousands.

| | <u>1</u> <u>January</u> <u>2004</u> | <u>31</u> <u>December</u> <u>2004</u> |
|--|---|---|
| Equity balance of companies consolidated under Greek GAAP | 8.142 | 7.765 |
| Impact from construction contracts | 269 | (100) |
| Revision of provisions for employee benefits based on actuarial study | (42) | 19 |
| Elimination of intangible assets not meeting the recognition criteria under IAS 38 | (21) | (6) |
| Deferred tax readjustments | - | (22) |
| Other restatements | - | 104 |
| Total IFRS transition restatements | <u>206</u> | <u>(5)</u> |
| Total Equity under IFRS | <u>8.348</u> | <u>7.760</u> |



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5.3.5 Net profit for the year 2004

CONSOLIDATED FIGURES

All amounts in Euro thousands.

| | 31 December 2004 |
|---|-----------------------------|
| Profit after tax according to Greek GAAP | 56.317 |
| Remunerations and other benefits of Bod Members and other High executives through appropriation | (6.000) |
| Implementation in receivables from Construction contracts (net amount from deffered taxation) | 12.766 |
| Net implementation of the difference in staff compensation provision (net amount from deffered taxation) | 965 |
| Difference in amortization according to GAAP, that have already diluted in equity as of 1/1/2004 according to IFRS(net amount from deffered taxation) | 3.892 |
| Net implementation of deffered tax obligations due to Elimination of doubtful receivables, according to GAAP | 617 |
| Difference in depreciation between IFRS and GAAP | 88 |
| Debit of the results with loss and taxes that under GAAP had been eliminated directly in equity | (2.356) |
| Profit/ (Loss) from affiliated companies | 3.640 |
| Loss of companies that are not consolidated under GAAP | (3.018) |
| Other | (2.193) |
| Total IFRS transition restatements | <u>8.401</u> |
| Total profit after taxes under IFRS | <u><u>64.718</u></u> |



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COMPANY FIGURES

All amounts in Euro thousands.

| | 31 December 2004 |
|--|---------------------------------|
| Total Profit before tax according to Greek GAAP | (222) |
| Offsetting error of amortization of eliminated intangible assets | 24 |
| Deferred tax | 149 |
| Income tax | (155) |
| Staff compensation provision | 61 |
| Profit/ (Loss) from joint ventures | 104 |
| Implementation of IAS 11 in Construction contracts | (548) |
| Total IFRS transition restatements | <u>(365)</u> |
| Total profit under IFRS | <u>(588)</u> |



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6 Tangible assets (property, plant and equipment)

All amounts in Euro thousands.

CONSOLIDATED FIGURES

| | Land & buildings | Transportation equipment | Mechanical equipment | Furniture & other equipment | PPE under construction | Total |
|--|------------------|--------------------------|----------------------|-----------------------------|------------------------|------------------|
| Cost | | | | | | |
| 1-Jan-04 | 45.805 | 25.255 | 101.704 | 7.278 | - | 180.043 |
| Exchange differences | - | - | - | - | - | - |
| Additions | 210 | 720 | 3.265 | 799 | - | 4.993 |
| Sales/Diletion | (218) | (1.247) | (1.748) | (99) | - | (3.312) |
| Revaluation | 853 | - | - | - | - | 853 |
| Subsidiaries acquisition | 866 | 831 | 1.527 | 99 | - | 3.323 |
| Reclassifications from assets under construction | 1.819 | 6 | 3.322 | 30 | - | 5.178 |
| 31-Dec-04 | 49.335 | 25.566 | 108.070 | 8.107 | - | 191.078 |
| 1-Jan-05 | 49.335 | 25.566 | 108.070 | 8.107 | - | 191.077 |
| 1 st consolidation of subsidiaries and change of method from Equity in Subsidiary | 164 | 16 | 1.342 | 179 | - | 1.701 |
| Contribution in parent company | (5.193) | - | - | - | - | (5.193) |
| Additions | 1.487 | 2.999 | 7.870 | 729 | 1.048 | 14.133 |
| Sales/Diletion | (3.808) | (696) | (12.761) | (455) | - | (17.720) |
| Reclassifications from assets under construction | - | - | 86 | - | (86) | - |
| 31-Dec-05 | 41.984 | 27.885 | 104.607 | 8.560 | 962 | 183.998 |
| Accumulated depreciation | | | | | | |
| 1-Jan-04 | (2.722) | (19.135) | (54.855) | (6.241) | - | (82.954) |
| Depreciation for the year | (663) | (2.918) | (13.801) | (770) | - | (18.153) |
| Revaluation | (8) | - | - | - | - | (8) |
| Reallocation | (275) | - | (569) | - | - | (845) |
| Subsidiaries acquisition | (93) | (200) | (481) | (71) | - | (845) |
| Sales/Diletion | - | 1.141 | 1.296 | 97 | - | 2.534 |
| 31-Dec-04 | (3.762) | (21.112) | (68.411) | (6.986) | - | (100.271) |



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| | | | | | | |
|--|----------------|-----------------|-----------------|----------------|------------|------------------|
| 1-Jan-05 | (3.762) | (21.112) | (68.411) | (6.986) | - | (100.271) |
| 1 st consolidation of subsidiaries and change of method from Equity in Subsidiary | (20) | (5) | (294) | (21) | - | (340) |
| Contribution in parent company | 931 | - | - | - | - | 931 |
| Depreciation for the year | (924) | (1.463) | (12.985) | (621) | - | (15.993) |
| Sales/Diletion | 1.514 | 74 | 10.318 | (132) | - | 11.774 |
| 31-Dec-05 | (2.261) | (22.506) | (71.372) | (7.760) | - | (103.899) |
| Net Book Value as of 31 December 2004 | 45.573 | 4.454 | 39.659 | 1.121 | - | 90.807 |
| Net Book Value as of 31 December 2005 | 39.723 | 5.379 | 33.235 | 800 | 962 | 80.099 |

Leased assets included in above data under financial leasing:

| | | | | | | |
|-------------------------------------|----------|--------------|------------|----------|----------|--------------|
| Cost – capitalized financial leases | - | 2.420 | 582 | - | - | 3.002 |
| Accumulated depreciation | - | (1.109) | (424) | - | - | (1.533) |
| Net Book Value | - | 1.311 | 158 | - | - | 1.469 |

COMPANY FIGURES

All amounts in Euro thousands.

| | Land & buildings | Transportation equipment | Mechanical equipment | Furniture & other equipment | PPE under construction | Total |
|--|------------------|--------------------------|----------------------|-----------------------------|------------------------|--------------|
| Cost | | | | | | |
| 1-Jan-04 | 2.116 | 802 | 3.174 | 175 | - | 6.268 |
| Exchange diferrences | - | - | - | - | - | - |
| Additions | - | 20 | 53 | 12 | - | 85 |
| Sales/Diletion | - | (220) | (388) | (69) | - | (677) |
| Revaluation | - | - | - | - | - | - |
| Subsidiaries acquisition | | | | | | |
| Disposal | | | | | | |
| Reclassifications from assets under construction | (188) | (41) | (334) | (3) | - | (567) |



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| | | | | | | |
|---|---------------|-----------------|-----------------|----------------|------------|-----------------|
| 31-Dec-04 | 1.928 | 561 | 2.505 | 115 | - | 5.109 |
| 1-Jan-05 | 1.928 | 561 | 2.505 | 115 | - | 5.109 |
| Contribution in parent company | 12.366 | 24.329 | 85.437 | 5.133 | 296 | 127.561 |
| Additions | 518 | 98 | 2.164 | 470 | 752 | 4.001 |
| Sales/Diletion | (19) | (294) | (278) | (365) | - | (955) |
| Disposal | - | - | - | - | - | - |
| Reclassifications from assets under construction | - | - | 86 | - | (86) | - |
| 31-Dec-05 | 14.793 | 24.694 | 89.914 | 5.353 | 962 | 135.715 |
| Accumulated depreciation | | | | | | |
| 1-Jan-04 | (487) | (720) | (2.295) | (159) | - | (3.660) |
| Exchange diferrences | - | - | - | - | - | - |
| Depreciation for the year | (15) | (24) | (177) | (9) | - | (224) |
| Revaluation | | | | | | |
| Reclassifications | | | | | | |
| Subsidiaries acquisition | | | | | | |
| Sales/Diletion | - | 220 | 388 | 69 | - | 677 |
| 31-Dec-04 | (502) | (523) | (2.084) | (98) | - | (3.207) |
| 1-Jan-05 | (502) | (523) | (2.084) | (98) | - | (3.207) |
| Contribution from company of the Group | (389) | (19.930) | (58.744) | (4.809) | - | (83.872) |
| Depreciation for the year | (87) | (403) | (2.952) | (146) | - | (3.588) |
| Sales/Diletion | - | 278 | 266 | 80 | - | 624 |
| 31-Dec-05 | (977) | (20.579) | (63.514) | (4.974) | - | (90.043) |
| Net Book Value as of 31 December 2004 | 1.426 | 38 | 421 | 16 | - | 1.902 |
| Net Book Value as of 31 December 2005 | 13.816 | 4.115 | 26.400 | 379 | 962 | 45.672 |
| Leased assets included in above data under financial leasing: | | | | | | |
| Cost – capitalized financial leases | - | 2.420 | - | - | - | 2.420 |
| Accumulated depreciation | - | (1.109) | - | - | - | (1.109) |
| Net Book Value | - | 1.311 | - | - | - | 1.311 |



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There are no impairments on the tangible assets within 2004 and 2005.

Against the assets of the Group mortgages and prenotices of a total euro 295,5 th. exist for the cover of bank liabilities. There are no mortgages – prenotices on the assets of the Parent company.



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7 Intangible assets

All amounts in Euro thousands.

CONSOLIDATED FIGURES

| | Software | Other | Total |
|--|----------------|-------------|----------------|
| Cost | | | |
| 1-Jan-04 | 2.116 | - | 2.116 |
| Additions | 199 | - | 199 |
| Sales/Diletion | (8) | - | (8) |
| Subsidiaries Aquisitions | 6 | - | 6 |
| 31-Dec-04 | 2.313 | - | 2.313 |
| 1-Jan-05 | 2.313 | - | 2.313 |
| Additions | 134 | 249 | 383 |
| Sales/Diletion | (620) | (125) | (745) |
| 31-Dec-05 | 1.827 | 124 | 1.951 |
| Accumulated depreciation | | | |
| 1-Jan-04 | (1.663) | - | (1.663) |
| Depreciation for the year | (417) | - | (417) |
| Subsidiaries Aquisitions | (1) | - | (1) |
| Sales/Diletion | 8 | - | 8 |
| 31-Dec-04 | (2.073) | - | (2.073) |
| 1-Jan-05 | (2.073) | - | (2.073) |
| Depreciation for the year | (219) | (173) | (392) |
| Sales/Diletion | 606 | 107 | 713 |
| 31-Dec-05 | (1.686) | (66) | (1.752) |
| Net book value as of 31 December 2004 | 240 | - | 240 |
| Net book value as of 31 December 2005 | 141 | 58 | 199 |



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COMPANY FIGURES

| | Software | Other | Total |
|--|----------------|----------|----------------|
| Cost | | | |
| 1-Jan-04 | - | - | - |
| 31-Dec-04 | - | - | - |
| 1-Jan-05 | - | - | - |
| Contribution from company of the Group | 1.341 | - | 1.341 |
| Additions | 22 | 5 | 28 |
| 31-Dec-05 | 1.363 | 5 | 1.368 |
| Accumulated depreciation | | | |
| 1-Jan-04 | - | - | - |
| 31-Dec-04 | - | - | - |
| 1-Jan-05 | - | - | - |
| Contribution from company of the Group | (1.339) | - | (1.339) |
| Depreciation for the year | (14) | - | (14) |
| 31-Dec-05 | (1.353) | - | (1.353) |
| Net book value as of 31 December 2004 | - | - | - |
| Net book value as of 31 December 2005 | 10 | 5 | 15 |

8 Group participations in companies consolidated

The companies of the Group consolidated with the full consolidation method are the following:

| No | COMPANY | REG OFFICE | VAT Number | SHARE OF PARTICIPATION | UNAUDITED YEARS |
|----|--------------------------------------|------------|------------|------------------------|-----------------|
| 1 | AKTOR S.A. | GREECE | 094100975 | | 2002-2005 |
| 2 | AKTOR CONSTRUCTION INTERNATIONAL LTD | CYPRUS | 12141480 D | 100,00% | 2004-2005 |



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| | | | | | |
|----|-------------------------------|---------|-------------|---------|-----------|
| 3 | AKTOR OPERATION LTD | CYPRUS | 121416751 I | 100,00% | 2004-2005 |
| 4 | S.C.AKTOROM SRL | ROMANIA | | 100,00% | 2002-2005 |
| 5 | ALAHMADIAN AKTOR LTD | DUBAI | | 50,00% | - |
| 6 | MILLENIUM | DUBAI | 565070 | 100,00% | - |
| 7 | BISTONIS S.A.. | GREECE | 099359683 | 76,00% | 2003-2005 |
| 8 | DIMITRA S.A. | GREECE | 999839600 | 50,50% | 2003-2005 |
| 9 | DORIKI LATOMIKA PRODUCTS S.A. | GREECE | 999641670 | 100,00% | 2004-2005 |
| 10 | HELLENIC QUARIES S.A. | GREECE | 094118942 | 100,00% | 2003-2005 |
| 11 | GREEK MINES S.A. | GREECE | 999932227 | 100,00% | 2004-2005 |
| 12 | HELLENIK LIGNITES S.A.. | GREECE | 999641370 | 100,00% | 2004-2005 |
| 13 | KASTOR S.A. | GREECE | 094026549 | 100,00% | 2003-2005 |
| 14 | TOMI S.A. | GREECE | 094496848 | 100,00% | 2001-2005 |
| 15 | PSITALIA MARITIME COMPANY | GREECE | 099732250 | 66,67% | 2005 |
| 16 | PLO-KAT S.A. | GREECE | 099490464 | 76,00% | 2003-2005 |

The change in the book value of the parent company's investments to companies consolidated is as follows:

All amounts in Euro thousands.

COMPANY FIGURES
31-Dec-05 31-Dec-04

| | | |
|---|---------------|----------|
| At beginning of the year | - | - |
| Contribution from company of the Group | 80.562 | - |
| Additions new | 536 | - |
| Additions – increase in cost of participation | 1.200 | - |
| Transfer from / to Associates, JV, available for sale | 2.100 | - |
| At end of the year | 84.398 | - |



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9 Investments of the Group in Associates

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|---|---------------|---------------|-----------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| At beginning of the year | 10.330 | 2.383 | - | - |
| Contribution to the parent | (1.334) | - | 59 | - |
| Additions new | - | 4.600 | - | - |
| (Sales) | - | (293) | - | - |
| Share in profit / loss (after tax) | 3.153 | 3.640 | - | - |
| Other changes in equity | (3) | - | - | - |
| Transfer from / to Associates, JV, available for sale | (270) | - | - | - |
| At end of the year | 11.876 | 10.330 | 59 | - |

Summary financial information on associates for the year 2005:

| 31/12/2005 | | | | | |
|----------------|---------------|--------------|--------------|----------------|-------------|
| COMPANY | ASSETS | LIABILITIES | INCOMES | PROFITS | PARTICIP. % |
| HELLAS GOLD SA | 40.603 | 6.780 | 1.282 | (3.384) | 35% |
| HELIDONA SA | 160 | 83 | - | (1) | 50% |
| | 40.763 | 6.862 | 1.282 | (3.384) | |

10 Joint Ventures

The following amounts represent the company's share of assets and liabilities in joint ventures which were consolidated with the proportional consolidation method and are included in the balance sheet:



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All amounts in Euro thousands.

| | 31-Dec-05 | 31-Dec-04 |
|--------------------------|------------------|------------------|
| Receivables | | |
| Non-current assets | 1.580 | 4.213 |
| Current assets | 256.066 | 225.793 |
| | 257.645 | 230.007 |
| Liabilities | | |
| Long term liabilities | 5.086 | 1.166 |
| Short term liabilities | 251.396 | 225.389 |
| | 256.482 | 226.555 |
| Equity balance | | |
| | 1.163 | 3.451 |
| Income | 197.920 | 304.351 |
| Expenses | (156.080) | (283.111) |
| Profit / loss(after tax) | 41.840 | 21.240 |

The following table presents in detail the Joint Ventures consolidated with the Proportional Consolidation method:

| No. | Joint Venture | REG. OFFICE | VAT Number | SHARE OF PARTICIPATION |
|---------------------------------|--|-------------|------------|------------------------|
| AKTOR S.A. - HEADQUARTER | | | | |
| 1 | J/V AKTOR SA – PANTEXNIKI SA | GREECE | 999953677 | 75% |
| 2 | J/V AKTOR SA - IMPREGILO SPA | GREECE | 999496100 | 60% |
| 3 | J/V AKTOR SA - ALPINE MAYREDER BAU GmbH | GREECE | 999710981 | 50% |
| 4 | J/V AKTOR SA - TODINI COSTRUZIONI GENERALI S..P.A. | GREECE | 999289147 | 45% |



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| No. | Joint Venture | REG. OFFICE | VAT Number | SHARE OF PARTICIPATION |
|---------------------------------------|--|-------------|------------|------------------------|
| 5 | J/V TEO SA – AKTOR SA | GREECE | 999709540 | 49% |
| 6 | J/V AKTOR SA - IMPREGILO SPA | GREECE | 999953825 | 50% |
| 7 | J/V AKTOR SA – TERNA SA – BIOTER SA | GREECE | 099821210 | 33,33% |
| 8 | J/V AKTOR SA – PANTEXNIKI SA - J & P AVAX SA | GREECE | 999711406 | 50% |
| 9 | J/V AKTOR SA - J & P AVAX SA – PANTEXNIKI SA | GREECE | 999953954 | 43,4840% |
| 10 | J/V AKTOR SA – MICHANIKI SA – MOCHLOS SA – ALTE SA – AEGEK SA | GREECE | 097971400 | 45,42% |
| 11 | J/V AKTOR SA - X.I. KALOGRITSAS SA | GREECE | 999711049 | 49,82% |
| 12 | J/V AKTOR SA - X.I. KALOGRITSAS SA | GREECE | 999711050 | 49,50% |
| 13 | J/V AKTOR SA - J & P AVAX SA – PANTEXNIKI SA | GREECE | 999498455 | 43,484% |
| 14 | J/V ATTIKI ODOS – CONSTRUCTION E.L.E.S.S. & D.P.L.Y. | GREECE | 097787147 | 39,1857% |
| 15 | J/V ATTIKAT SA – AKTOR SA | GREECE | 999068664 | 30% |
| 16 | J/V TOMI SA – AKTOR SA | GREECE | 999069415 | 15% |
| 17 | J/V TEO SA – AKTOR SA | GREECE | 999069360 | 49% |
| 18 | J/V SIEMENS AG – AKTOR SA – TERNA SA | GREECE | 999068191 | 37,5% |
| 19 | J/V AKTOR SA – PANTEXNIKI SA | GREECE | 999067968 | 60% |
| AKTOR S.A. - CENTRAL BRANCH A' | | | | |
| 1 | J/V (CARS) OF LARISA (EXECUTOR) | GREECE | 099338964 | 81,70% |
| 2 | J/V AKTOR - AEGEK - EKTER - TERNA (OLYMPIC AIRWAYS HANGAR CONSTR.) COMPL. | GREECE | 099340148 | 52,00% |
| 3 | J/V A.LIOSIA ANAPLASIA (AKTOR -TOMI) EXECUTOR | GREECE | 099840677 | 50,00% |
| 4 | J/V TERNA -AKTOR-J&P-AVAX (CONCERT HALL COMPL. PHASE B E/M) | GREECE | 999721203 | 66,00% |
| 5 | J/V TERNA -AKTOR-J&P-AVAX (CONCERT HALL COMPL. PHASE B BUILD.) | GREECE | 999721196 | 54,00% |
| 6 | AKTOR SA – ALTE SA | GREECE | 999370146 | 50,00% |
| 7 | J/V ATHINA SA & TE-THEMELIODOMI SA – AKTOR SA - X.KONSTANTINIDIS SA – TEXNERGA SA - TSABRAS SA | GREECE | 099078770 | 25,00% |
| 8 | J/V AKTOR SA – ALTE SA – EBEDOS SA | GREECE | 099840721 | 66,67% |



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| No. | Joint Venture | REG. OFFICE | VAT Number | SHARE OF PARTICIPATION |
|------------------|--|-------------|------------|------------------------|
| 9 | J/V AKTOR SA –ATHINA SA & TE-EBEDOS SA | GREECE | 099841545 | 49,00% |
| 10 | J/V GEFYRA | GREECE | 097654812 | 15,48% |
| 11 | J/V AEGEK - BIOTER SA - AKTOR SA - EKTER SA | GREECE | 099987915 | 40,00% |
| 12 | J/V AKTOR SA – ATHINA SA – THEMELIODOMI SA | GREECE | 999370030 | 71,00% |
| 13 | J/V AKTOR SA - J&P - AVAX SA | GREECE | 999722979 | 50,00% |
| 14 | J/V AKTOR SA – THEMELIODOMI SA – ATHINA SA | GREECE | 999658732 | 33,33% |
| 15 | J/V AKTOR SA - THEMELIODOMI SA – ATHINA SA | GREECE | 999659102 | 33,33% |
| 16 | J/V AKTOR -TOMI-ALTE-EBEDOS (OLYMPIC VILLAGE LANDSCAPING) | GREECE | 999723638 | 27,33% |
| 17 | J/V AKTOR SA -SOCIETE FRANCAISED EGUIP. | GREECE | 999723940 | 65,00% |
| 18 | J/V THEMELIODOMI SA – AKTOR SA – ATHINA SA - PASSAVANT MASCHINENTECHNIK GmbH - GIOVANNI PUTIGNANO & FIGLI Srl | GREECE | 097684750 | 53,33% |
| 19 | J/V TOMI SA – AKTOR SA | GREECE | 999371014 | 15,00% |
| 20 | J/V AKTOR SA – ATHINA SA –EBEDOS SA | GREECE | 999370318 | 49,00% |
| 21 | J/V AKTOR SA –ATHINA SA – THEMELIODOMI SA | GREECE | 999370607 | 63,68% |
| 22 | J/V TODINI COSTRUZIONI GENERALI S.p AKTOR SA | GREECE | 999722642 | 40,00% |
| 23 | J/V EKTER SA – AKTOR SA | GREECE | 097848970 | 50,00% |
| TOMI S.A. | | | | |
| 1 | J/V ANO LIOSIA ANAPLASIA AKTOR SA – TOMI SA | GREECE | 099840677 | 50% |
| 2 | J/V TOMI SA – AKTOR SA | GREECE | 999371014 | 85,00% |
| 3 | J/V AKTOR -TOMI-ALTE-EBEDOS (OLYMPIC VILLAGE LANDSCAPING) | GREECE | 999723638 | 18,00% |
| 4 | J/V TOMI SA- HELECTOR SA - L. BOUBOUKAS | GREECE | 099976476 | 59,614% |
| 5 | J/V AMIGDALEZA PROJECT | GREECE | 999722015 | 34% |
| 6 | J/V TOMI SA - AN. MARAGAKIS (2005) | GREECE | 999068479 | 65% |
| 7 | J/V TOMI SA – AKTOR SA (APOSELEMI DAM) | GREECE | 999069415 | 85% |



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| No. | Joint Venture | REG. OFFICE | VAT Number | SHARE OF PARTICIPATION |
|----------------------|-----------------------------------|-------------|------------|------------------------|
| KASTOR S.A. | | | | |
| 1 | J/V KASTOR SA – ELTER SA | GREECE | 999291235 | 70% |
| 2 | J/V KASTOR SA - ERTEKA | GREECE | 999332013 | 50% |
| VISTONIS S.A. | | | | |
| 1 | J/V VISTONIS SA-ERGO SA –LAMDA SA | GREECE | 999391812 | 50% |

11 Financial assets available for sale

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|--|---------------------|----------------------|---------------------|---------------------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| At the beginning of year | 40.367 | 43.833 | 2.100 | - |
| Contribution to the parent / from company of the Group | (31.068) | - | 633 | - |
| Additions new | 1.731 | - | 1.258 | 2.100 |
| (Disposal) | (8.013) | (1.694) | (15) | - |
| Transfer from/to Subsidiaries,Associates,JV | 43 | (241) | (2.100) | - |
| Fair value adjustments of the year : increase / (decrease) | <u>75</u> | <u>(1.532)</u> | <u>75</u> | <u>-</u> |
| At end of the year | <u>3.135</u> | <u>40.367</u> | <u>1.951</u> | <u>2.100</u> |
| Non-current assets | 3.135 | 40.367 | 1.951 | 2.100 |
| Current assets | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> |
| | <u>3.135</u> | <u>40.367</u> | <u>1.951</u> | <u>2.100</u> |



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12 Inventories

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|------------------------|---------------|---------------|------------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Raw materials | 441 | - | 587 | - |
| Finished products | 3.198 | - | - | - |
| Semi-finished products | 1.337 | 35.910 | - | - |
| Other | 22.822 | 318 | - | - |
| Total | 27.798 | 36.228 | 587 | - |

13 Receivables

There is no credit risk concentration in relation to trade receivables since the Group has a large client base from several business segments.

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|---|----------------|----------------|----------------|--------------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Customers | 196.645 | 258.468 | 107.809 | 357 |
| Less: Provisions for impairment | (2.649) | - | (2.385) | - |
| Trade receivables net | 193.996 | 258.468 | 105.423 | 357 |
| Prepayments | 5.424 | 1.019 | 1.395 | 9 |
| Amount due from customers for contract work | 107.916 | 69.373 | 56.784 | 115 |
| Income tax prepayment | 3.020 | - | - | 72 |
| Loans to associates | 3.416 | - | - | - |
| Other receivables | 99.221 | 78.935 | 63.846 | 2.070 |
| Total receivables -Related parties | 1.233 | 20.575 | 81.830 | - |
| Total | 414.226 | 428.370 | 309.279 | 2.622 |
| Non-current assets | 2.524 | - | 94 | - |
| Current assets | 411.702 | 428.370 | 309.185 | 2.622 |
| | 414.226 | 428.370 | 309.279 | 2.622 |



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14 Cash and cash equivalents

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|---------------------------|----------------|----------------|---------------|--------------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Cash on hand and in banks | 152.253 | 116.435 | 84.163 | 8 |
| Short-term bank deposits | 7.351 | - | - | 1.698 |
| Total | 159.604 | 116.435 | 84.163 | 1.706 |

15 Share capital

All amounts in Euro thousands.

CONSOLIDATED FIGURES

| | Number of shares | Common shares | Share premium | Total |
|-------------------------------------|--------------------|----------------|----------------|----------------|
| 1 January 2004 | 112.626.710 | 97.985 | 117.561 | 215.546 |
| Issuance of new shares / (decrease) | 22.525.342 | 19.597 | (14.497) | 5.100 |
| 31 December 2004 | 135.152.052 | 117.582 | 103.064 | 220.646 |
| 1 January 2005 | 135.152.052 | 117.582 | 103.064 | 220.646 |
| Issuance of new shares / (decrease) | (105.446.937) | (28.467) | (65.109) | (93.576) |
| 31 December 2005 | 29.705.115 | 89.115 | 37.955 | 127.070 |



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| | Number of shares | Common shares | Share premium | Total |
|--|-------------------|---------------|---------------|----------------|
| 1 January 2004 | 1.934.765 | 5.804 | - | 5.804 |
| Issuance of new shares / (decrease) | - | - | - | - |
| 31 December 2004 | 1.934.765 | 5.804 | - | 5.804 |
| 1 January 2005 | 1.934.765 | 5.804 | - | 5.804 |
| Issuance of new shares / (decrease) | 27.770.350 | 83.311 | 37.955 | 121.266 |
| 31 December 2005 | 29.705.115 | 89.115 | 37.955 | 127.070 |

16 Trade and other payables

The Company's liabilities from its commercial activity are free of interest rates.

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|--|----------------|----------------|----------------|------------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Suppliers | 123.281 | 90.015 | 67.518 | 10 |
| Accrued expenses | 4.922 | 75 | 370 | - |
| Insurance organizations and other taxes/ duties | 37.414 | 4.302 | 22.898 | 68 |
| Amount due to suppliers for contract work | 41.511 | - | 19.465 | 127 |
| Total liabilities to associates | 91.018 | 160.393 | 69.072 | 510 |
| Total | 298.146 | 254.785 | 179.323 | 715 |
| Long term | 2.093 | - | 2.093 | - |
| Short term | 296.053 | 254.785 | 177.231 | 715 |
| Total | 298.146 | 254.785 | 179.323 | 715 |

17 Borrowings

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|------------------------------------|----------------|---------------|---------------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Long-term borrowings | | | | |
| Bank borrowings | - | 270 | - | - |
| Finance leases | 629 | 1.094 | 609 | - |
| Other | 341 | - | - | - |
| Total long-term borrowings | 970 | 1.364 | 609 | - |
| Short-term borrowings | | | | |
| Bank overdrafts | 2.218 | - | - | - |
| Bank borrowings | 113.243 | 65.599 | 57.096 | - |
| Finance leases | 445 | 422 | 381 | - |
| Total short-term borrowings | 115.906 | 66.021 | 57.477 | - |
| Total borrowings | 116.876 | 67.385 | 58.086 | - |

The real borrowing interest rates of the Group fluctuated between 3,6%-4,5%.

The financial leasing liabilities included in the above tables are broken down as follows:

| | 31-Dec-05 | 31-Dec-04 |
|---|--------------|--------------|
| Finance lease liabilities - minimum lease payments | | |
| Up to 1 year | 502 | 512 |
| Between 1 and 5 years | 655 | 1.180 |
| Over 5 years | - | - |
| Total | 1.157 | 1.692 |
| Less: Future finance charge | (84) | (176) |
| Present value of finance lease liabilities | 1.073 | 1.516 |

The current value of financial leasing liabilities are broken down as follows:

| | 31-Dec-05 | 31-Dec-04 |
|-----------------------|---------------------|---------------------|
| Up to 1 year | 401 | 422 |
| Between 1 and 5 years | <u>673</u> | <u>1.094</u> |
| Total | <u>1.074</u> | <u>1.516</u> |

18 Deferred taxes

Deferred tax receivables and liabilities are compensated when there is an applical legal right to compensate the current tax receivables against the current tax liabilities and when the deferred income taxes regard the same tax authority. The amounts compensated are the following:

All amounts in Euro thousands.

| | CONSOLIDATED | |
|-----------------------------------|---------------------|---------------|
| | 31-Dec-05 | 31-Dec-04 |
| Deferred tax liabilities : | | |
| Recoverable after 12 months | 12.816 | 17.504 |
| Recoverable within 12 months | <u>-</u> | <u>-</u> |
| | 12.816 | 17.504 |
| Deferred tax claims: | | |
| Recoverable after 12 months | 348 | 2.856 |
| Recoverable within 12 months | <u>-</u> | <u>-</u> |
| | 348 | 2.856 |
| | <u>12.468</u> | <u>14.649</u> |

Changes in deferred tax receivables and liabilities during the financial year without accounting the compensation of the balances within the same tax authority are the following:



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Deferred tax liabilities: All amounts in Euro thousands.

| | Construction contracts | Other | Total |
|---------------------------------|------------------------|--------------|---------------|
| Balance as of 1/1/2005 | 22.019 | 842 | 23.022 |
| Income statement debit/(credit) | (1.385) | 650 | (895) |
| Equity debit/(credit) | (4.530) | - | (4.530) |
| Balance as of 31/12/2005 | 16.104 | 1.492 | 17.597 |

Deferred tax receivables:

| | Different tax depreciation | Tax losses | Other | Total |
|---------------------------------|-------------------------------|------------|--------------|--------------|
| Balance as of 1/1/2005 | 128 | 466 | 7.450 | 8.357 |
| Income statement (debit)/credit | 408 | (466) | (2.422) | (2.793) |
| Equity (debit)/credit | - | - | (436) | (436) |
| Balance as of 31/12/2005 | 536 | - | 4.592 | 5.128 |

COMPANY FIGURES

COMPANY
31-Dec-05 31-Dec-04

Deferred tax liabilities:

| | | |
|------------------------------|--------------|---|
| Recoverable after 12 months | 6.561 | - |
| Recoverable within 12 months | - | - |
| | 6.561 | - |

Deferred tax claims:

| | | |
|------------------------------|--------------|--------------|
| Recoverable after 12 months | - | 145 |
| Recoverable within 12 months | - | - |
| | - | 145 |
| | 6.561 | (145) |

The total change in deferred income tax is as follows:

| | COMPANY | |
|---|--------------|--------------|
| | 31-Dec-05 | 31-Dec-04 |
| Balance at the beginning of the year | (145) | 3 |
| Income statement Debit/ (credit) | (2.181) | (149) |
| Contribution from company of the Group | 8.887 | - |
| Balance at the end of the year | <u>6.561</u> | <u>(145)</u> |

Deferred tax liabilities:

All amounts in Euro thousands.

| | Construction Contracts | Total |
|--|------------------------|--------------|
| Balance as of 1/1/2005 | - | - |
| Income statement Debit/ (credit) | (3.222) | (3.222) |
| Contribution from company of the Group | 11.394 | 11.394 |
| Balance as of 31/12/2005 | <u>8.172</u> | <u>8.172</u> |

Deferred tax receivables:

| | Different tax depreciation | Other | Total |
|--|-------------------------------|--------------|--------------|
| Balance as of 1/1/2005 | - | 145 | 145 |
| Income statement Debit/ (credit) | 523 | (1.564) | (1.041) |
| Contribution from company of the Group | 4 | 2.503 | 2.507 |
| Balance as of 31/12/2005 | <u>527</u> | <u>1.084</u> | <u>1.611</u> |

19 Grants

All amounts in Euro thousands.

| | CONSOLIDATED | |
|--------------------------------------|--------------|-----------|
| | 31-Dec-05 | 31-Dec-04 |
| At the beginning of the year | 502 | 438 |
| Additions | 183 | 132 |
| Transfer to the income statement (-) | (119) | (68) |
| At the end of the year | 566 | 502 |

The parent company has no grant balances.

20 Retirement benefit obligations

The amounts recognized in the Balance sheet are the following:

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|--|--------------|-----------|-----------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Balance sheet liabilities for : | | | | |
| Retirement benefits | 2.060 | 2.305 | 1.762 | 13 |
| Total | 2.060 | 2.305 | 1.762 | 13 |

| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
|---------------------|--------------------------------|-----------|-----------|-----------|
| | Income statement charge | | | |
| Retirement benefits | 996 | 2.305 | 274 | 7 |
| Total | 996 | 2.305 | 274 | 7 |



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The changes in liabilities that have been recorded in the balance sheet are:

| | CONSOLIDATED | | COMPANY | |
|---|--------------|--------------|--------------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Present value of unfunded obligations | 4.468 | 4.083 | 4.079 | 71 |
| Unrecognised actuarial (profits)/losses | (2.409) | (1.778) | (2.317) | (58) |
| Liability in the Balance Sheet | 2.060 | 2.305 | 1.762 | 13 |

The changes in liabilities that have been recorded in the income statement are:

| | CONSOLIDATED | | COMPANY | |
|---|--------------|------------|------------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Current service cost | 493 | 474 | 114 | 4 |
| Finance cost | 124 | 135 | 29 | 3 |
| Net actuarial profits/(losses) recognised during the year | 167 | - | 45 | - |
| Losses on the curtailment | 212 | - | 87 | - |
| Total included in staff costs (note 22) | 996 | 609 | 274 | 7 |

The changes in liabilities that have been recorded in the balance sheet are:

| | CONSOLIDATED | | COMPANY | |
|---|--------------|--------------|--------------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Beginning of the year | 2.305 | 3.898 | 13 | 73 |
| Contribution from company of the Group | - | - | 2.435 | - |
| Indemnities paid | (1.016) | - | (960) | (68) |
| Contributions paid | (225) | (2.202) | - | - |
| Total expense charged in the income statement | 996 | 609 | 274 | 7 |
| End of year balance | 2.060 | 2.305 | 1.762 | 13 |

The main actuarial admittances used for accounting purposes are the following:

Discount interest rate:

| | |
|-----------------------------|-------|
| - On 31/12/2004 | 3,03% |
| - On 31/12/2005 | 3,59% |
| Future increase in salaries | 4,00% |

21 Financial income (expenses) - net

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|--|--------------|--------------|------------|------------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| - Bank borrowings | 1.413 | 3.418 | 509 | 14 |
| - Finance lease | (175) | - | (66) | - |
| | <u>1.238</u> | <u>3.418</u> | <u>443</u> | <u>14</u> |
| Interest income | <u>1.721</u> | <u>317</u> | <u>(2)</u> | <u>20</u> |
| Net interest income / (expenses) | <u>(483)</u> | <u>3.101</u> | <u>445</u> | <u>(6)</u> |
| Net foreign exchange differences gain/(losses) from borrowings | (10) | - | - | - |
| Total | <u>(473)</u> | <u>3.101</u> | <u>445</u> | <u>(6)</u> |

22 Employee benefits

All amounts in Euro thousands.



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| | CONSOLIDATED | | COMPANY | |
|---------------------------------------|---------------|----------------|---------------|------------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Wages and salaries | 65.128 | 77.149 | 16.257 | 538 |
| Social security expenses | 18.711 | 36.305 | 3.994 | 157 |
| Pension costs - defined benefit plans | 996 | 609 | 274 | 7 |
| Other employee benefits | 1.964 | - | 605 | - |
| Total | 86.799 | 114.063 | 21.130 | 702 |

23 Expenses per category

All amounts in Euro thousands.

CONSOLIDATE FIGURES

| | Notes | 31-Dec-05 | | | | 31-Dec-04 | | | |
|---|-------|----------------|------------------|-------------------------|----------------|----------------|------------------|-------------------------|----------------|
| | | Cost of Sales | Selling expenses | Administrative expenses | Total | Cost of Sales | Selling expenses | Administrative expenses | Total |
| Employee benefits | 22 | 71.911 | 497 | 14.390 | 86.798 | 105.574 | 655 | 7.834 | 114.062 |
| Inventories used | | 114.517 | - | 156 | 114.673 | 161.678 | 77 | - | 161.755 |
| Depreciation of PPE | 6 | 15.059 | 21 | 914 | 15.994 | 17.863 | 97 | 192 | 18.153 |
| Depreciation of intangible assets | 7 | 22 | - | 272 | 294 | 13 | - | 404 | 417 |
| Repair and maintenance expenses of PPE | | 8.022 | 17 | 398 | 8.437 | 14.693 | 20 | 252 | 14.965 |
| Operating lease rental | | 6.930 | 21 | 1.115 | 8.066 | 4.298 | 27 | 1.066 | 5.392 |
| Third parties fees for technical projects | | 183.040 | 385 | 1.797 | 185.222 | 239.517 | - | - | 239.517 |
| Other | | 24.998 | 1.344 | 2.719 | 29.061 | 34.879 | 647 | 13.065 | 48.591 |
| Total | | 424.544 | 2.285 | 21.761 | 448.590 | 578.515 | 1.522 | 22.813 | 602.850 |



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| | Notes | 31-Dec-05 | | | 31-Dec-04 | | | |
|---|-------|---------------|-------------------------|---------------|---------------|------------------|-------------------------|--------------|
| | | Cost of Sales | Administrative expenses | Total | Cost of Sales | Selling expenses | Administrative expenses | Total |
| Employee benefits | 22 | 13.825 | 7.305 | 21.130 | 573 | 43 | 86 | 702 |
| Inventories used | | 29.810 | 20 | 29.830 | 59 | - | - | 59 |
| Depreciation of PPE | 6 | 3.303 | 285 | 3.588 | 224 | - | - | 224 |
| Depreciation of intangible assets | 7 | 10 | 3 | 13 | - | - | - | - |
| Repair and maintenance expenses of PPE | | 2.015 | 169 | 2.184 | 20 | - | 1 | 21 |
| Operating lease rental | | 1.309 | 243 | 1.552 | 14 | 12 | 13 | 39 |
| Third parties fees for technical projects | | 32.673 | 620 | 33.293 | 201 | 72 | 190 | 464 |
| Other | | 7.460 | 458 | 7.918 | 106 | 9 | 38 | 154 |
| Total | | 90.403 | 9.104 | 99.507 | 1.198 | 137 | 327 | 1.662 |

24 Income tax

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|--------------|---------------|-----------------|--------------|-----------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Current tax | 24.355 | (47.771) | 6.753 | 155 |
| Deferred tax | 1.906 | 10.826 | (2.181) | (149) |
| Total | 26.261 | (36.945) | 4.573 | 6 |

The parent Company has been tax audited by the tax authorities through FY 2001 and therefore its financial obligations for the rest of the years (2002-2005) cannot be considered as final. The detailed table on the unaudited years of all the companies consolidated is presented in Note 8.



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25 Other income/ expenses

All amounts in Euro thousands.

| | CONSOLIDATED | | COMPANY | |
|--|----------------|----------------|----------------|------------|
| | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Income / (expenses) of participations & securities (except for dividends) | 190 | (1.105) | 29 | - |
| Profit/(losses) from the sale of Financial assets categorized as available for sale. | 1.074 | - | - | - |
| Profit /(losses) from PPE sales | 49 | 260 | 15 | 40 |
| Amortization Grants received (Note 19) | 119 | - | - | - |
| Rents | 677 | 2.121 | - | - |
| Other profits/(losses) | (10.203) | (3.319) | (1.121) | 74 |
| Total | (8.094) | (2.043) | (1.077) | 113 |

26 Dividends per share

The Board of Directors proposed the distribution of a total dividend amount for the year 2005 of euro 29.705.115,00 i.e. euro 1,00 per share, which is expected to be confirmed at the annual Ordinary Shareholders Meeting which will be held in June 2006. The present financial statements do not reflect the proposed dividend 2005.



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27 Operating cash flows

All amounts in Euro thousands.

| | Notes | CONSOLIDATED | | COMPANY | |
|--|-------|----------------|-----------------|---------------|--------------|
| | | 31-Dec-05 | 31-Dec-04 | 31-Dec-05 | 31-Dec-04 |
| Net profit for year | | 38.910 | 64.718 | 10.296 | (588) |
| Adjustments for: | | | | - | - |
| Income tax | | 26.261 | 36.945 | 4.573 | 6 |
| Depreciation of tangible assets | 6 | 15.993 | 18.153 | 3.588 | 224 |
| Depreciation of intangible assets | 7 | 392 | 417 | 14 | - |
| (Profit) / loss from sale of tangible assets | | (49) | - | (15) | (40) |
| (Profit) / loss from sale of financial assets available for sale | | (1.074) | - | - | - |
| Grants depreciation | 19 | (119) | (68) | - | - |
| Interest income | 21 | (1.721) | (317) | 2 | (20) |
| Interest expenses | 21 | 1.237 | 3.418 | 443 | 14 |
| (Profit) / loss from associates | | (3.153) | (3.640) | - | - |
| Goodwill from acquisition of subsidiaries & Joint ventures | | 3.496 | 2.846 | - | - |
| | | 80.173 | 122.472 | 18.900 | (403) |
| Changes in working capital | | | | | |
| (Increase) / decrease in inventories | | 9.833 | (9.676) | (312) | (198) |
| (Increase) / decrease in receivables (non-current & current) | | 22.381 | 62.228 | 32.330 | 355 |
| Increase/ (decrease) in liabilities (non-current & current) | | 33.965 | (81.124) | 34.810 | (197) |
| Increase/ (decrease) in provisions (non-current & current) | | (146) | (820) | 190 | (0) |
| Increase/ (decrease) of post-employment benefits | | (245) | (1.593) | (686) | (61) |
| Other | | - | (22.572) | - | - |
| | | 65.788 | (53.557) | 66.331 | (101) |
| Net cash flows from operating activities | | 145.961 | 68.915 | 85.232 | (504) |



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28 Acquisitions

A. HELLENIC LIGNITES S.A.

On 10 January 2005, the subsidiary company of the Group "Aktor S.A." acquired 100% of the share capital of the company "Hellenic Lignites S.A." (former "Pallirea S.A.") for the price of euro 2.500 th.

B. DORIKI QUARRY PRODUCTS S.A.

According to contracts signed on 20.05.2005 and on 09.11.2005, the subsidiary company AKTOR S.A. acquired 100% of the total share capital of the company DORIKI QUARRY PRODUCTS S.A. with registered office in Larissa for a total price of euro 2.050 th.

29 Transformation of the Group due to De-Merger by absorption of AKTOR S.A.

The extraordinary Shareholders Meetings of the companies ELLINIKI TECHNODOMIKI TEB A.E., AKTOR S.A. and TRIGONON S.A., held on 15.12.2005, approved of the Draft De-Merger Agreement of AKTOR S.A. through absorption by ELLINIKI TECHNODOMIKI TEB A.E. and TRIGONON S.A., which was renamed to AKTOR S.A., according to the decisions of the abovementioned Shareholders Meetings.

The said De-Merger of AKTOR S.A. through its absorption from the companies ELLINIKI TECHNODOMIKI TEB A.E. and TRIGONON S.A., the share capital increase and the relevant amendment of the Statutes of ELLINIKI TECHNODOMIKI TEB A.E., as well as the respective share capital increase of TRIGONON S.A., the relevant amendment of the Statutes and the change of its name from TRIGONON S.A. to AKTOR S.A., were approved by a) the decision K2-16034/15.12.2005 of the Ministry of Development and b) the EM-23244/15.12.2005 decision of the Athens Prefecture/East Athens Sector. These decisions were recorded in the Registry of Societes Anonymes and LTD on 15.12.2005.

As of 16.12.2005, i.r. the following day from the approval of the Ministry of Development and the Athens Prefecture, AKTOR S.A. was delisted from the Athens Exchange and was written off the Registry of Societes Anonymes.

Based on the above, the company that absorbed the construction activity of AKTOR, and continue to operates is TRIGONON SA, that has been renamed in AKTOR SA. As a result, on the company financial statements as comparative figures for the financial year 2004 are presented that of TRIGONON SA, whereas for the financial year 2005 the Income Statement includes figures of ex-TRIGONON SA until the transformation date (30/09/2005). The period 01/10/2005 until 31/12/2005 includes additionally the results of the construction sector that has been absorbed.

Although the present Financial Statements are of the law entity TRIGONON SA (that has been renamed in AKTOR), the consolidated financial statements are presented as a continuation of the Consolidated financial statements of the absorbed AKTOR SA, according to appendix B of IFRS 3. As a result, the present consolidated financial statements includes figures of Assets, Liabilities and Equity of AKTOR before the separation, including that of the comperative of the financial year 2004.

30 Contingent liabilities

The Group has contingent liabilities in relation to banks, other guarantees and other issues resulting within its normal course of operation. Contingent liabilities are not expected to generate significant charges.

31 Other notes

- (a) On 31.12.2005 the company personnel amounts to 2.003 people and the group personnel to 2.623 (except joint ventures) and on 31.12.2004 the relevant number amounted to 1.702 and 1.843 (except joint ventures) respectively.
- (b) In the current year there was a change as compared to the year 2004 in the consolidation method, as the Full consolidation method was used instead of the Equity method for the companies "PSITALLIA MARITIME COMPANY" due to the increase of the indirect share of participation in this company.
- (c) The companies included for the first time this year in the consolidated financial statements and were not included in the consolidated financial statements as of 31.12.2004 are the following:
- i) With the full consolidation method:
- HELLENIC LIGNITES S.A. (1st consolidation 31.03.2005)
 - PLO-KAT S.A. (1st consolidation 30.06.2005)
 - AL AHMADIAH AKTOR LLC (1st consolidation 31.12.2005)
 - MILLENIUM CONSTRUCTION EQUIPMENT & TRADING (1st consolidation 31.12.2005)
 - DORIKI QUARRY PRODUCTS (1st consolidation 31.12.2005)

32 Post balance sheet events

On January 4, 2006 was concluded in Muscat, Oman an agreement memorandum of US\$ 1,9 bil. for the construction of the A' phase of the project with the corporate name BLUE CITY. The total project includes 10 phases which will be completed in fifteen years and a total budgeted cost of US\$ 20 bil. After its completion the BLUE CITY will cover approximately 35 km² in the area of Al Sawadi 100 kilometres north of Muscat and 70 kilometre north of the international airport, on a coastal zone of exceptional beauty. The new city will host approximately 250.000 residents and together with the surrounding areas it will be able to welcome two million tourists per year.

The signature of the agreement memorandum for the A' phase was made between the company ASIT (Al Sawadi Investment and Tourism Co) in Oman and the joint-venture of the companies AKTOR S.A. and ENKA Insaat ve Sanayi AS in Turkey.

The project of the A' phase of the Blue City covers approximately 3,5 km², with total building facilities of 1.700.000 m², which include four 5 star hotels, 5.200 residences, two golf courses of PGA world championship specifications, a tourist village, a cultural village of historic heritage, commercial centres, an amphitheatre, a city hall, schools and all modern infrastructures of the city. The construction of the A' Phase will be completed in parts and the last part will be delivered in 2012. The people employed by the project will amount to 6.500 employees.



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Athens, March 21 2006

PRESIDENT OF THE
BOARD OF DIRECTORS &
GENERAL MANAGER

MANAGING
DIRECTOR

FINANCIAL MANAGER

ACCOUNTING MANAGER

HEAD OF ACCOUNTING
DEBT.

DIMITRIOS A. KOUTRAS

DIMITRIOS P.
KALLITSANTISIS

MARIA PAVLOPOULOU-
KARATZA

CHRISTOS I. GAGATSIOS

OLGA S. SOFIANOU

ID card No. I 280654

ID card No. Ξ 393014

LICENSE No.: A' Class
0025248

LICENSE No.: A' Class
0009672

LICENSE No.: A' Class
0015446