Financial statements 31 December 2006

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March 8, 2007

Our reference: AAA/4/FC/NK/07/1133

Report of the Board of Directors Financial statements of the year ended 31 December 2006

The company was incorporated on the 16th of March, 2005. The two shareholders are H.H. Sheikh Hasher Al Maktoum Bin Juma Al Maktoum and Aktor S.A. who have established a construction partnership, Al Ahmadiah Aktor LLC, with headquarters in Dubai, U.A.E.

The first year of operations had two signed contracts valued at AED 81 Million. The second year of operations resulted in a marginal profit of AED 60,214 with an additional two signed contracts in effect valued at AED 208 Million. First quarter of 2007 showed promising activity with a further two new contracts valued at AED 312 Million.

Summary of project activities to date:

2005:

Al Sofouh (AED 49 Million), Dubai Arch Tower (AED 32 Million)

2006:

City Hospital (AED 174.5 Million), Ibn Battuta, first contract (AED 33.5 Million)

2007:

Ibn Battuta, 2nd contract (AED 111.7 Million); Anantara - signing stage (AED 200 Million)

Under the current circumstances of having signed and ongoing contracts of AED 600 Million with backlog of AED 500 Million, the shareholders remain optimistic towards future growth and success of the organization. The company's historical performance, operational improvements to date and an ever expanding market contribute to this outlook. The shareholders also remain committed to strategic operational and marketing improvements, which will be instrumental in achieving the company's vision.

The company has increased the number of its employees from 331 in 2005 to 820 in 2006, developed internal systems and procedures, was awarded the ISO 9001:2000 certification by TUV Germany and has achieved a resulting confidence for operational development within a highly competitive environment.

As indicated in the financial statements, revenue in 2006 brought the company into profit-making status. The management is forecasting a considerable profit at the end of 2007.

The report of the board of directors has been approved on Harch & Loot

On behalf of Al Ahmadiah Aktor LLC

S.K. Joshi Member of the BOD

Member of the BOD

Konstantines Mathiopoulos

Member of the BAD

Andrew Stephanides

Member of the BOD



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Independent auditors' report

The Shareholders Al Ahmadiah Aktor LLC

Report on the financial statements

We have audited the accompanying financial statements of Al Ahmadiah Aktor LLC ("the Company"), which comprise the balance sheet as of 31 December 2006 and income statement, statement of changes in equity and cash flow statement for the year then ended and a summary of significant accounting policies and other explanatory notes.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material mis-statements, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of risks of material mis-statement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting principles used and reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2006 and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards and comply with the Articles of Association and UAE Federal Law No. 8 of 1984 (as amended).

Report on other legal and regulatory requirements

As required by the Federal Law No. 8 of 1984 (as amended), we further confirm that we have obtained all information and explanations necessary for our audit, that proper financial records have been kept by the Company, that a physical count of inventories was carried out by management in accordance with established principles, and the contents of the Directors' report which relate to these financial statements are in agreement with the Company's financial records. We are not aware of any violation of the above mentioned Law and the Articles of Association having occurred during the year ended 31 December 2006, which may have had a material adverse effect on the business of the Company or its financial position.

Santa wa noo

Income statement

for the year ended 31 December 2006

			289 days period ended
	Note	2006 AED	31 December 2005 AED
Contract revenue		100,035,970	
Contract costs	3	(92,041,341)	-
Gross profit		7,994,629	
Administrative and general expenses	4	(7,456,080)	(4,438,561)
Finance cost		(478,335)	(57,150)
Net profit/(loss) for the year/period	·	60,214	(4,495,711)

The notes on pages 7 to 16 form part of these financial statements.

The independent auditors' report is set out on page 2.

Balance sheet

at 31 December 2006

ar of Bootinger 2000	Note	2006 AED	2005 AED
Programme and a mile means		E 471 022	1 102 055
Property, plant and equipment Long term retention receivables	5 8	5,671,932 7,979,704	1,103,055
Current assets			
Inventories	6	3,887,361	-
Contract work in progress	7	20,238,930	5,887,611
Contract and other receivables	8	53,667,124	12,228,871
Cash at bank and in hand	9	102,336	2,235,306
		77,895,751	20,351,788
Current liabilities		كَلَّهُ فَقَا فَكَ عَلَى هَمْ فَقَدَ سَنَدَ مَثَانَ مِنْ فِي فِيمَ هِمَ بِعَدِ مِن المِدِ المِدِ	
Trade and other payables	10	55,447,648	17,577,943
Due to related parties	11	1,195,403	493,138
Loan from shareholders	12	6,115,585	2,500,000
Bank borrowings	13	23,314,138	-
Current portion of long term loan	14	733,175	-
		86,805,949	20,571,081
Net current liabilities		(8,910,198)	(219,293)
Non current liabilities			
Provision for staff terminal benefits	15	(1,059,881)	(177,034)
Long term loan	14	(610,979)	-
Retention payable	10	(2,506,075)	(202,439)
Net assets		564,503	504,289
Represented by			
Share capital	16	5,000,000	5,000,000
Statutory reserve	17	6,021	-
Accumulated losses		(4,441,518)	(4,495,711)
		564,503	504,289

The notes on pages 7 to 16 form part of these financial statements.

We approve these financial statements and confirm that we are responsible for them, including selecting the accounting policies and making the judgements underlying them. We also confirm that we have made available all relevant accounting records and information for their compilation.

These financial statements were approved by the Board of Directors on

0 8 MAR 2007

The independent auditors' report is set out on page 2.

Statement of cash flows

for the year ended 31 December 2006

2006 AED 60,214 ,194,708 471 882,847 ,138,240 ,887,361) ,351,319) ,438,253) 979,704)	-
60,214 ,194,708 471 882,847 ,138,240 ,887,361) ,351,319) ,438,253)	(4,495,711) 112,738 - 177,034 (4,205,939)
,194,708 471 882,847 ,138,240 ,887,361) ,351,319) ,438,253)	112,738 - 177,034 (4,205,939)
,194,708 471 882,847 ,138,240 ,887,361) ,351,319) ,438,253)	112,738 - 177,034 (4,205,939)
471 882,847 ,138,240 ,887,361) ,351,319) ,438,253)	177,034 (4,205,939)
471 882,847 ,138,240 ,887,361) ,351,319) ,438,253)	177,034 (4,205,939)
,138,240 ,887,361) ,351,319) ,438,253)	(4,205,939)
,887,361) ,351,319) ,438,253)	-
,351,319) ,438,253)	
,438,253)	(5.887.611)
	/- j j /
979,704)	(12,228,871)
,	-
,869,705	17,577,943
303,636	202,439
702,265	493,138
,64 2 ,791)	(4,048,901)
,764,056)	(1,215,793)
,764,056)	(1,215,793)
-	5,000,000
,615,585	2,500,000
	-
(1 22, 196)	-
,959,739	7,500,000
,447,108)	•
,235,306	-
,211,802)	2,235,306
102,336	2,235,306
314,138)	-
	,764,056) ,764,056) ,615,585 ,466,350 (122,196) ,959,739 ,447,108) ,235,306 ,211,802) ,211,802)

The notes on pages 7 to 16 form part of these financial statements.

The independent auditors' report is set out on page 2.

Statement of changes in equity for the year ended 31 December 2006

	Share capital AED	Accumulated losses AED	Statutory reserve AED	Total AED
Introduced during the period	5,000,000	-	-	5,000,000
Net loss for the period	-	(4,495,711)	-	(4,495,711)
At 31 December 2005	5,000,000	(4,495,711)	 -	504,289
As at 1 January 2006	5,000,000	(4,495,711)	-	504,289
Net profit for the year	-	60,214		60,214
Transfer to statutory reserve	-	(6,021)	6,021	-
At 31 December 2006	5,000,000	(4,441,518)	6,021	564,503

The notes on pages 7 to 16 form part of these financial statements.

Notes

(forming part of the financial statements)

1 Legal status and principal activities

Al Ahmadiah Aktor LLC ("the Company") is a limited liability Company registered in the Emirate of Dubai under the UAE Federal Law No. 8 of 1984 (as amended). The Company was incorporated and started its operations on 16th March 2005.

The Company is primarialy involved in construction projects, civil works and contracting for the supply, installation, execution and maintenance of electrical and mechanical works as well as air-conditioning systems..

The registered address of the Company is P.O. Box 182456, Dubai, United Arab Emirates.

The shareholding pattern of the Company is as follows:

Name of the shareholder	Shareholding (%)
HH Sheikh Hasher Maktoum Bin Juma Al Maktoum	51
Aktor SA Technical	49

2 Significant accounting policies

Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and its interpretations adopted by the International Accounting Standards Board and the requirement of the U.A.E. Federation Law No. 8 of 1984 (as ammended)

Basis of preperation

These financial statements have been prepared on the historical cost basis and are presented in United Arab Emirates Dirham ("AED"), which is the Company's functional currency.

These financial statements have been prepared on a going concern basis, notwithstanding the fact that the Company has incurred accumulated losses of AED 4,441,518 for the year ended 31 December 2006 (2005: 4,495,711) and has net current liabilities of AED 8,910,198 (2005: AED 219,293) as at that date. The shareholders of the Company have provided an undertaking to provide the necessary financial support to enable the Company to continue its operations in the foreseeable future.

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are discussed in note 21

Notes (continued)

2 Significant accounting policies

The accounting policies set out below have been applied consistently to all periods presented in these financial statements.

Certain comparative amounts have been reclassified to conform with the current year's presentation.

Contract revenue

Contract revenue on construction contracts is stated at contract cost plus estimated attributable profits less any foreseeable losses recognised during the year. Profit is recognised only when the outcome of the contract can be reliably estimated. No profit is recognised in the early stages of the contract. Contract revenue is recognised on the percentage of completion method. Provision is made for all losses incurred to the accounting date together with any further losses foreseen in bringing the contract to completion

Contract work in progress

Contract work-in-progress is stated at contract revenue, less progress billings. For contracts where progress billings exceed the contract revenue, the excess is included in current liabilities as billings in excess of valuation

Property, plant and equipment

Items of property, plant and equipment are stated at cost or deemed cost less accumulated depreciation and impairment losses (refer accounting policy on impairment).

The cost of property, plant and equipment is their purchase cost, together with any incidental expenses of acquisition. The cost of self constructed assets includes the cost of materials, direct labour, the initial estimate, where relevant, of the costs of dismantling and removing the items and restoring the site on which they are located, and an appropriate proportion of production overheads.

The Company recognizes in the carrying amount of an item of property, plant and equipment the cost of replacing part of such item when that cost is incurred, if it is probable that the future economic benefits embodied with the item will flow to the Company and the cost of the item can be measured reliably. All other costs are recognised in the income statement as an expense when incurred.

Depreciation

Depreciation is charged to the income statement on a straight line basis over the estimated useful lives of each item of property, plant and equipment. The estimated economic useful lives are as follows:

T	Life (years)
Furniture and fixtures	3-5
Computer equipment	3
Plant and machinery	5-10
Motor vehicles	5

Depreciation methods and useful lives as well as residual values are reassessed at the reporting date.

Notes (continued)

2 Significant accounting policies (continued)

Inventories

Inventories are valued at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated cost to completion and selling expenses. The cost of inventories is based on the weighted average cost principle and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

Contract and other receivables

Contract and other receivables are stated at amortized cost less impairment losses if any.

Contract and other payables

Contract and other payables are stated at their amortized cost.

Impairment

The carrying amounts of the Company's assets are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of the asset exceeds its recoverable amount. Impairment losses, if any, are recognised in the income statement.

Provisions

A provision is recognised in the balance sheet when the Company has a present obligation (legal or constructive) as result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Staff terminal benefits

The provision for employees' terminal benefits, disclosed as a non-current liability, is based on the liability that would arise, in accordance with the UAE Federal Labour Law, if the employment of all employees were terminated at the balance sheet date.

Finance costs

Finance costs are recognised as expenses in the year in which they are incurred.

Foreign currency

Transactions in foreign currencies are translated at the foreign exchange rate ruling on the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to AED at the exchange rate at that date. Foreign currency differences arising on retranslation are recognised in the income statement. Non monetary assets and liabilities denominated in foreign currencies which are measured in terms of historical cost are translated into AED at the exchange rate ruling at the date of the transaction.

Operating lease

Payments made under operating leases are recognised in the income statement on a straight-line basis over the term of the lease.

Notes (continued)

2 Significant accounting policies (continued)

New standards and interpretations not yet adopted

The new standards, amendments to standards and interpretations are not yet effective for the year ended 31 December 2006, and have therefore not been applied in preparing these financial statements:

IAS 1 Presentation of Financial Statements - Capital Disclosures requires the Company to disclose information that enables users of its financial statements to evaluate the Company's objectives, policies and processes for managing capital, and

IFRS 7 Financial Instruments: Disclosures requires the Company to disclose the qualitative and quantitative information about its exposure to risks arising from financial instruments, including specified minimum disclosure about credit risk, liquidity risk and market risk.

IAS 1 and IFRS 7 (superseding IAS 30 and 32), which become mandatory for the Company's 2007 financial statements are not expected to have any impact on the financial statements of the Company except for the disclosure as required under the respective International Financial Reporting Standards.

3 Contract costs

These include:	2006 AED	289 days period ended 2005 AED
Material costs	24,305,690	_
Sub-contract costs	27,520,965	_
Staff related costs	24,403,832	-
Depreciation	787,435	-
	*************************************	======

4 Administrative and general expenses

•		289 days
		period ended
	2006	2005
These include.	AED	AED
Staff costs	4,061,195	2,397,372
Rent	607,984	368,516
Legal and consultancy charges	770,943	283,522
Licence fees	294,119	100,788
Depreciation	407,273	85,699
		======

Notes (continued)

5 Property, plant and equipment

F	urniture and fixtures AED	Computer equipment AED	Plant and machinery AED	Motor vehicles AED	Total AED
Cost		4			
Additions for the period	627,881	587,912	-	•	1,215,793
At 31 December 2005	627,881	587,912		-	1,215,793
At 1 January 2006	627,881	587,912	-	-	1,215,793
Additions for the year Disposals for the year	1,204,602 (475)	1,016,764	3,407,690 -	135,000	5,764,056 (475)
At 31 December 2006	1,832,008	1,604,676	3,407,690	135,000	6,979,374
Depreciation		, 90			
Charge for the period	54,696	58,042	•	-	112,738
At 31 December 2005	54,696	58,042	*****	***	110.730
The St December 2003				*****	112,738
At 1 January 2006	54,696	58,042	_	_	112,738
Charge for the year	293,221	398,463	500,474	2,550	1,194,708
On disposal	(4)		. · · -	•	(4)
At 31 December 2006	347,913	456,505	500,474	2,550	1,307,442
N-4 b 1	**********		****	*******	
Net book value At 31 December 2006	1,484,095	1,148,171	2,907,216	132,450	5,671,932
At 31 December 2005	573,185	529,870			1 102 055
The structure of 2003	======	329,870 ======			1,103,055

Plant and machinery includes machinery with a net book value of AED 1,341,412 (2005:Nil) mortgaged against finance obtained for such machinery (also refer note 14).

6	Inventories	2006 AED	2005 AED
	Materials at site	3,887,361	-

Notes (continued)

7	Contract work in progress	2006 AED	2005 AED
`			ALD
	Value of work done Less: progress billings	100,035,970 (79,797,040)	5,887,611 -
		20,238,930	5,887,611
			= ==== ===
8	Contract and other receivables	2006	2005
		AED	AED
	Contract receivables	32,147,023	_
	Advance to subcontractors and suppliers	12,039,340	8,112,357
	Margin deposits	3,129,729	-
	Other receivables	6,351,032	4,116,514
		53,667,124	12 228 871
		=======	12,228,871 ========
	Retention receivables - non current	7,979,704	-
			========
9	Cash at bank and in hand	2006	2005
	•	AED	AED
	Cash at bank	22,454	2,189,516
	Cash in hand	79,882	45,790
		102,336	2,235,306
			======
10	Trade and other payables	2006	2005
	• •	AED	AED
	Trade payables	26,211,041	442,525
	Advances from customers	26,869,431	15,450,000
	Other payables and accruals	2,367,176	1,685,418
		55,447,648	17,577,943
	Retention payables - long term	2,506,075	202,439
		======	======================================

Notes (continued)

11 Related party transactions

The Company, in the normal course of business, carries out transactions with other enterprises, which fall within the definition of a related party contained in International Accounting Standard 24. Transactions with related parties are as follows:

	1	2006 AED	2005 AED
	Purchases and services received	337,590	67,813 ====
	Compensation to key management personnel		
		2006 AED	2005 AED
	Salaries and other short term employee benefits Post retirement benefits	837,514 46,201	378,581 13,647 =====
	The year end balances with the related parties is as follow	vs:	
	Due to related parties	2006 AED	2005 AED
	Millennium Construction LLC Al Fajer Establishment Al Fajer Travel, Tourism and Cargo Aktor Construction International Limited	1,126,208 5,900 63,295	9,819
		1,195,403	493,138 ======
12	Loan from shareholders	2006 AED	2005 AED
	Aktor SA Technical (Euro 747,500) HH Sheikh Hasher Maktoum Bin Juma Al Maktoum	3,615,585 2,500,000	2,500,000
		6,115,585	2,500,000
	The shareholders have confirmed that the loans are interest	st free and pavable on	demand

The shareholders have confirmed that the loans are interest free and payable on demand.

The finance cost includes AED 176,002 towards the loss on revaluation of loan from Aktor SA Technical in foreign currency.

Notes (continued)

13	Bank borrowings	2006 AED	2005 AED
	Bank overdraft	23,314,138	-

The Company's bank overdraft carries interest at the normal commercial rates.

The Company's bank facilities are mainly secured by:

- a) Hold cover of AED 23 million from General Bank of Greece S.A;
- b) Irrovocable and unconditional assignment of contracts receivable in favour of the bank;
- c) Lien over time deposit of AED 1.5 million; and
- d) Personal guarantee of H.H. Sheikh Hasher Al Maktoum and corporate guarantee of M/s Aktor Constructions International Limited, Greece.

14 Long term loan

	2006 AED	2005 AED
Loan obtained during the year	1,466,350	_
Less: repaid during the year	(122,196)	-
	===========	
Balance as at 31 December	1,344,154	<u>-</u>
Less: due within one year	(733,175)	-
Non-current portion of long term loan	610,979	-
		===

The loan is secured by notarized mortgage over the machinery (refer note 6).

Further, the Company has given the following undertakings:

- not to sell, transfer or otherwise dispose of or create or permit to subsist any mortgage, pledge, lien charge without prior approval of the bank; and
- not to change the legal ownership, status or constitution of the Company.

15 Provision for staff terminal benefits

	2006	2005
	AED	AED
As at 1 January	177,034	_
Add: provision made during the year/period	903,521	177,034
Less: paid during the year	(20,674)	-
	1,059,881	177,034

Notes (continued)

16 Share capital

2006 AED	2005 AED
5,000,000	5,000,000
	AED

17 Statutory reserve

In accordance with Article 255 of the Federal Law No.8 of 1984 (as amended) and the Articles of Association of the Company, 10% of net profit for the year, if any, is required to be transferred to a statutory reserve, which is non-distributable. Such allocations may be ceased when the statutory reserve becomes equal to half of the share capital. During the year the Company has transferred AED 6,021 (2005: Nil) to the statutory reserve.

18 Contingent liabilities and capital commitments

	2006	2005
	AED	AED
Letters of credit	34,185,066	-
Letters of guarantee	95,764,743	33,092,000
		=======================================

There were no significant capital commitments at 31 December 2006 (2005: Nil).

19 Operating leases

The Company leases office premises and staff accommodation under an operating lease. Lease rentals are reviewed periodically to reflect market rentals. Minimum lease payments under non-cancellable operating lease rental commitments are:

	2006 AED	2005 AED
Less than one year	868,639	591,284
		======

20 Financial instruments

Financial assets of the Company comprise cash at bank and in hand, contract and other receivables. Financial liabilities of the Company include contract and other payables, amounts due to related parties and bank borrowings. Accounting policies for financial assets and liabilities are set out in note 2.

Notes (continued)

20 Financial instruments (continued)

Credit risk

The Company's cash is placed with reputable banks, with good credit ratings.

Currency risk

The Company has no significant exposure to foreign currency risk in its normal business operation. However the Company is subject to foreign currency risk in respect of loans obtained from related parties in foreign currency.

Interest rate risk

The Company has no significant interest rate risk. Bank borrowings are at normal commercial rates. Loans from the shareholders are interest free.

Fair value

The fair value of the Company's financial assets and financial liabilities approximates their carrying value.

21 Accounting estimates and judgement

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

(a) Contract work in progress

Contract work-in-progress is stated at cost plus estimated attributable profits less foreseeable losses and progress billings. In determining estimated attributable profits or foreseeable losses if any to be recognised, the Company needs to estimate the outcome of each contract and also the percentage of cost incurred in relation to the total estimated costs. The final result of the contract may differ from the estimate made at the time of preparation of these financial statements.

(b) Impairment losses on receivables

The Company reviews its receivables to assess impairment at least on an annual basis. The Company's credit risk is primarily attributable to its trade receivables. In determining whether impairment losses should be reported in the income statement, the Company makes judgements as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for impairment is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.