

YANBU CEMENT COMPANY
(A Saudi Joint Stock Company)

**INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS (UNAUDITED)**
For the three months period ended 31 March 2014
with
INDEPENDENT AUDITORS' REVIEW REPORT

YANBU CEMENT COMPANY
(A Saudi Joint Stock Company)

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)

As at 31 March 2014

Expressed in Saudi Riyals

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REVIEW REPORT ON THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The Shareholders
Yanbu Cement Company
Jeddah, Saudi Arabia

Scope of Review

We have reviewed the accompanying interim consolidated balance sheet of Yanbu Cement Company (the Company) and its subsidiary (collectively referred to as "the Group") as at 31 March 2014 and the interim consolidated statements of income, cash flows and changes in equity for the three months period then ended and the attached condensed notes (1) through (14) which form an integral part of the interim condensed consolidated financial statements. These interim condensed consolidated financial statements are the responsibility of the Company's management and have been prepared by them and submitted to us together with all the information and explanations which we required. Our responsibility is to provide a conclusion on the review of these interim condensed consolidated financial statements based on our review.

We conducted our review in accordance with Saudi Organization for Certified Public Accountants (SOCPA) standard on interim financial information. A review is limited principally to analytical procedures applied to financial data and inquiries of Company's personnel responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion on the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim condensed consolidated financial statements for them to be in conformity with the accounting standards generally accepted in the Kingdom of Saudi Arabia.

For KPMG Al Fozan & Al Sadhan

Ebrahim Oboud Baeshen
License No. 382



Jumada Al Thani 15, 1435H
Corresponding to April 15, 2014

YANBU CEMENT COMPANY
(A Saudi Joint Stock Company)
INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED)
As at 31 March 2014
Expressed in Saudi Riyals

	Notes	<u>2014</u>	<u>2013</u>
<u>ASSETS</u>			
Current assets:			
Cash and cash equivalents		402,468,209	763,213,996
Trade receivables		198,680,817	146,259,844
Inventories		499,559,378	318,683,738
Prepayments and other current assets		15,861,754	17,087,509
Total current assets		<u>1,116,570,158</u>	<u>1,245,245,087</u>
Non-current assets:			
Property, plant and equipment	4	<u>3,266,465,237</u>	3,369,296,883
Total non-current assets		<u>3,266,465,237</u>	<u>3,384,002,883</u>
Total assets		<u>4,383,035,395</u>	<u>4,614,541,970</u>
<u>LIABILITIES AND EQUITY</u>			
Current liabilities:			
Current portion of long term loans	5	280,483,828	275,483,828
Trade payable		48,808,936	46,076,732
Dividends payable	6	368,606,272	378,368,623
Zakat provision	7	6,840,938	7,601,074
Accrued expenses and other current liabilities		61,752,771	90,195,289
Total current liabilities		<u>766,492,745</u>	<u>797,725,546</u>
Non-current liabilities:			
Long term loans	5	347,246,449	707,730,277
Employee's end of service benefits provision		66,148,638	56,056,021
Total non-current liabilities		<u>413,395,087</u>	<u>763,786,298</u>
Total liabilities		<u>1,179,887,832</u>	<u>1,561,511,844</u>
<u>EQUITY</u>			
Equity attributable to the Company's shareholders:			
Capital	8	1,575,000,000	1,575,000,000
Statutory reserve	9	787,500,000	787,500,000
Retained earnings		806,555,721	659,264,033
Total equity attributable to the Company's shareholders		<u>3,169,055,721</u>	<u>3,021,764,033</u>
Non-controlling interest		34,091,842	31,266,093
Total equity		<u>3,203,147,563</u>	<u>3,053,030,126</u>
Total liabilities and equity		<u>4,383,035,395</u>	<u>4,614,541,970</u>

The accompanying notes 1 through 14 form an integral part of these interim condensed consolidated financial statements (unaudited).

YANBU CEMENT COMPANY
(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)

For the three months period ended 31 March 2014

Expressed in Saudi Riyals

	<u>Note</u>	<u>2014</u>	<u>2013</u>
Net sales		439,504,901	455,761,559
Costs of sales		<u>(216,252,774)</u>	<u>(192,541,154)</u>
Gross profit		223,252,127	263,220,405
Selling and distribution expenses		<u>(2,934,709)</u>	<u>(2,368,763)</u>
General and administrative expenses		<u>(7,287,819)</u>	<u>(5,968,918)</u>
Income from operations		213,029,599	254,882,724
Other income		384,542	3,388,628
Financial charges		<u>(1,901,028)</u>	<u>(2,920,693)</u>
Net income before Zakat and non-controlling interest		211,513,113	255,350,659
Zakat		<u>(6,125,000)</u>	<u>(7,085,000)</u>
Net income before non-controlling interest		205,388,113	248,265,659
Non-controlling interest		<u>(169,897)</u>	<u>(1,243,270)</u>
Net income		<u>205,218,216</u>	<u>247,022,389</u>
Earnings per share from:	10		
- Income from operations		<u>1.35</u>	<u>1.62</u>
- Other income		<u>0.002</u>	<u>0.02</u>
- Net income		<u>1.30</u>	<u>1.57</u>

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YANBU CEMENT COMPANY
(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the three months period ended 31 March 2014

Expressed in Saudi Riyals

	<u>2014</u>	<u>2013</u>
Operating activities		
Net income	205,218,216	247,022,389
Adjustments to reconcile the net income with net cash from operating activity:		
Depreciation	52,559,399	51,571,536
Amortization of deferred financing charges	723,000	723,000
(Gain) on disposal of property, plant and equipment	(156,200)	(108,500)
Zakat charge for the period	6,125,000	7,085,000
Share of non-controlling interest in the income of the subsidiary	169,897	1,243,270
Employees' end of service benefits provision	4,063,623	4,290,937
	<u>268,702,935</u>	<u>311,827,632</u>
Changes in operating assets and liabilities		
Trade receivables	(18,713,118)	22,930,088
Inventories	(18,225,861)	5,104,389
Prepayments and other current assets	43,806,293	3,358,667
Trade payable	3,467,863	2,851,380
Accrued expenses and other current liabilities	(58,375,189)	(49,993,863)
Employees' end of service benefit paid	(308,407)	(3,158,021)
Zakat paid	(16,216,081)	(24,070,680)
	<u>204,138,435</u>	<u>268,849,592</u>
Net cash from operating activities		
Investing activities		
Purchase of property, plant and equipment	(38,301,047)	(24,131,046)
Proceeds from disposal of property, plant and equipment	156,200	108,500
	<u>(38,144,847)</u>	<u>(24,022,546)</u>
Net cash used in investing activities		
Financing activities		
Repayment of bank facilities	(60,843,956)	(60,843,957)
Dividends paid to shareholders	(11,676,154)	(203,701,433)
Dividends paid to non-controlling interest	--	(1,320,000)
Board of Directors' remunerations	(2,200,000)	(2,200,000)
	<u>(74,720,110)</u>	<u>(268,065,390)</u>
Net cash used in financing activities		
Net change in cash and cash equivalents	91,273,478	(23,238,344)
Cash and cash equivalents at the beginning of the period	311,194,731	786,452,340
	<u>402,468,209</u>	<u>763,213,996</u>
Cash and cash equivalents at the end of the period		

The accompanying notes 1 through 14 form an integral part of these interim condensed consolidated financial statements (unaudited).

YANBU CEMENT COMPANY
(A Saudi Joint Stock Company)

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the three months period ended 31 March 2014

Expressed in Saudi Riyals

	Total equity attributable to the Company's shareholders					Non-controlling interest	Total equity
	Capital	Statutory reserve	Expansionary reserve	Retained earnings	Total		
As at 31 March 2014							
Balance at the beginning of period	1,575,000,000	787,500,000	--	918,537,505	3,281,037,505	33,921,945	3,314,959,450
Net income for the period	--	--	--	205,218,216	205,218,216	169,897	205,388,113
Dividends	--	--	--	(315,000,000)	(315,000,000)	--	(315,000,000)
Board of Directors' remunerations	--	--	--	(2,200,000)	(2,200,000)	--	(2,200,000)
Balance as at 31 March 2014	1,575,000,000	787,500,000	--	806,555,721	3,169,055,721	34,091,842	3,203,147,563
As at 31 March 2013							
Balance at the beginning of period	1,050,000,000	525,000,000	741,879,357	985,062,287	3,301,941,644	31,342,823	3,333,284,467
Net income for the period	--	--	--	247,022,389	247,022,389	1,243,270	248,265,659
Transfer as an increase in capital (Note 8)	525,000,000	--	(525,000,000)	--	--	--	--
Transfer to statutory reserve (Note 9)	--	262,500,000	(216,879,357)	(45,620,643)	(525,000,000)	(1,320,000)	(526,320,000)
Dividends	--	--	--	(525,000,000)	(525,000,000)	--	(525,000,000)
Board of Directors' remunerations	--	--	--	(2,200,000)	(2,200,000)	--	(2,200,000)
Balance as at 31 March 2013	1,575,000,000	787,500,000	--	659,264,033	3,021,764,033	31,266,093	3,053,030,126

The accompanying notes 1 through 14 form an integral part of these interim condensed consolidated financial statements (unaudited).

YANBU CEMENT COMPANY
(A Saudi Joint Stock Company)

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

As of 31 March 2014

Expressed in Saudi Riyals

1. ORGANIZATION AND PRINCIPAL ACTIVITIES

Yanbu Cement Company was established as a Saudi Joint Stock Company ("the Company" and "Parent Company") incorporated per Royal Decree No. M/10 on 24/3/1397H based on the Council of Ministers Resolution No. 1074 on 10/8/1394H. is registered in Yanbu City under Commercial Registration No. 4700000233 on 21/11/1398H pursuant to Ministry of Industry and Electricity Resolution No. 67/S on 17/3/1396H.

The Company is engaged in the manufacturing of ordinary Portland cement, resistant cement and pozolanic cement.

The interim condensed consolidated financial statements comprise the financial statements of the parent company and its mentioned below subsidiary (collectively referred to as "the Group"):

<u>Company's name</u>	<u>Country of incorporation</u>	<u>Shareholding</u>
Yanbu Saudi Kuwaiti Paper Products Company Limited	Kingdom of Saudi Arabia	60%

The subsidiary is engaged in the manufacturing and wholesale trading of all kinds of cement paper bags.

2. BASIS OF PREPARATION

(a) Statement of compliance

The interim condensed consolidated financial statements are prepared in accordance with the accounting standards generally accepted in the Kingdom of Saudi Arabia and in accordance with Saudi Organization for Certified Public Accountants standard on interim financial information.

Interim condensed consolidated financial statements include all the adjustments which consist primarily of normal recurring merits considered necessary by the Management to present a fair balance sheet, results of operations and cash flows.

Interim condensed consolidated financial statements do not include all the information and disclosures required for the audited financial statements which are prepared according to the Saudi Organization for Certified Public Accountants. In addition, results presented in these interim condensed consolidated financial statements may not represent an accurate indicator for results for a complete one year.

The interim condensed consolidated financial statements should be read in conjunction with the annual consolidated financial statements of the Group for the year ended December 31, 2013.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

As of 31 March 2014

Expressed in Saudi Riyals

2. **BASIS OF PREPARATION (continued)**

(b) **Basis of measurement**

These interim condensed consolidated financial statements are prepared under the historical cost basis, using the accrual basis of accounting and the going concern concept.

(c) **Functional and presentation currency**

The interim condensed consolidated financial statements are presented in Saudi Arabian Riyals (SR) which is the Group's functional and presentation currency.

(d) **Use of estimates and judgments**

The preparation of the interim condensed consolidated financial statements requires management to make some 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 recognized in the period in which the estimates are revised and in future periods affected.

Information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have a significant effect on the amounts recognized in the interim condensed consolidated financial statements that are included in the notes:

- **Impairment of trade accounts receivable**

An estimate of the collectible amount of trade accounts receivable is made when collection of the full amount is no longer probable. For individually significant amounts, this estimation is performed on an individual basis. Amounts which are not individually significant, but which are past due, are assessed collectively and an allowance applied according to the length of time past due.

- **Impairment of slow moving inventories**

Inventories are held at the lower of cost and net realizable value. When inventories become old or obsolete, an estimate is made of their net realizable value. For individually significant amounts this estimation is performed on an individual basis. Amounts which are not individually significant, but which are old or obsolete, are assessed collectively and an allowance applied according to the inventory type and the degree of ageing or obsolescence, based on expected selling prices.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)**

As of 31 March 2014

Expressed in Saudi Riyals

2. BASIS OF PREPARATION (continued)

(e) Use of estimates and judgments (continued)

- Impairment and un collectability of financial assets

Property, plant and equipment and other non-current assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss, if any, is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accounting policies followed by the Group in preparing these interim condensed consolidated financial statements are consistent with the policies used in preparing the consolidated financial statements for the year ended December 31, 2013 and interim condensed consolidated financial statements for the comparative period. Significant accounting policies adopted by the Group for the preparation of these interim condensed consolidated financial statements are as follows. Certain comparative amounts have been reclassified to conform with current period presentation.

Basis of consolidation

The interim condensed consolidated financial statements comprise the interim financial statements of the parent company and its subsidiary, as explained in Note (1) above.

1. Subsidiary

A subsidiary is an entity controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date control ceases. All intra-group balances and financial transactions resulting from transactions between the Company and the subsidiaries and those arising between the subsidiaries are eliminated in preparing these consolidated financial statements. Any unrealized gains and losses arising from intra-group transactions are also eliminated on consolidating the interim condensed consolidated financial statements.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

As of 31 March 2014

Expressed in Saudi Riyals

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of consolidation (continued)

2. Acquisition of non-controlling interest

Any changes in a group's ownership interest in a subsidiary after acquiring control, is accounted as an equity transactions and the carrying amounts of the non-controlling interest is adjusted against the fair value of the consideration paid and any difference is recognised directly in equity under "Effect of acquisitions transaction with non-controlling interest shareholders without change in control". Purchase of equity by the amount exceeding the carrying value of the net share acquired will result in trading goodwill. Disposals to non-controlling interest, if any, result in gains and losses for the Group that are recorded in the income statement if control is lost.

Trade receivable

Trade receivable is stated at original invoice amount less allowance for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off as incurred.

Inventories

Raw material inventories, work-in-progress and spare parts are stated at the lower of cost or net realizable value. Cost of raw materials and spare parts is determined using the weighted average method. The cost of work-in-progress includes direct materials, direct labor and any related overheads. Slow moving and obsolete inventories are provided for and stated at net book value.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Deferred financing costs

Deferred financing costs represent the industrial evaluation costs relating to line 5 project (Saudi Industrial Development Fund "SIDF") which will be amortized using straight line method over the loan period. Deferred financing costs measured at cost less the accumulated amortization. And presented as a deduction from the loan principle.

Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and any impairment in value, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset. Finance costs on borrowings to finance the construction of the assets are capitalized during the period of time that is required to complete and prepare the asset for its intended use.

All other expenditures are recognized in the interim consolidated statement of income when incurred. Depreciation is charged to the interim consolidated statement of income on a straight-line basis over the estimated useful lives of the individual items of property, plant and equipment.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

As of 31 March 2014

Expressed in Saudi Riyals

3. **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)**

Property, plant and equipment (continued)

Repairs and maintenance expenditures are charged to the interim consolidated statement of income. Improvements that increase the value or materially extend the life of the related assets are capitalized

Freehold land is not depreciated. The cost less estimated residual value of Property, plant and equipment is depreciated on a straight line basis over the estimated useful lives of the assets - effective from its date of purchase or construction. Paper products factory buildings and paper products factory plant and equipment related to the subsidiary are depreciated using the units of production method.

The estimated useful lives of assets for the current and comparative period are as follows:

	<u>Years</u>
Factory buildings	25
Paper factory production buildings	30
Buildings and other constructions	40
Berth	20
Machinery and equipment	25
Paper factory machinery and equipment	Production units
Vehicles and trucks	4 - 6.67
Furniture and other assets	4 - 6.67

Accounts payable and accruals

Liabilities are recognized for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

Provisions

A provision is recognized if, as a result of past events, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probably that an outflow of economic benefits, will be required to settle this obligation.

Employees' end of service benefits

Employees' end of service benefits, calculated in accordance with Saudi Arabian labour regulations, are accrued and charged to interim consolidated statement of income. The liability is calculated at the current value of the vested benefits to which the employee is entitled, should his services are terminated at the balance sheet date.

Revenue recognition

Revenue is recognized, when the significant risks and rewards of ownership of the goods have passed to the buyer and the amount of revenue can be measured reliably normally on delivery to the customer net of trade and quantity discounts.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

As of 31 March 2014

Expressed in Saudi Riyals

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Expenses

Selling and distribution expenses are those arising from the Company's efforts underlying the selling and distribution functions. All other expenses, excluding production costs and financial charges, are classified as general and administrative expenses. Allocations of common expenses between cost of sales and selling and distribution and general and administrative expenses, when required, are made on consistent basis.

Zakat

The Company and its subsidiary are subject to zakat in accordance with Saudi Arabian Zakat rules and regulations. Zakat for the period was accounted for based on an estimate. The liability is charged to the interim consolidated statement of income in an independent item. Zakat is calculated finally when issuing the annually audited consolidated financial statement.

Translation of foreign currencies

Transactions denominated in foreign currencies are translated to the functional currency of the Group at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currency at the balance sheet date are translated to the functional currency of the Group at the foreign exchange rate ruling at that date. Exchange differences arising on translation are recognized in the interim consolidated statement of income.

Dividends

Interim dividends are recorded as a liability in the period in which they are approved by the Board of Directors. Final dividends are recorded in the year in which they were approved by the general assembly of shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise bank balances, cash in hand, time deposits and investments in mutual funds readily convertible to cash and has a maturity of 3 months or less as at the original investment date.

Segment reporting

A segment is a distinguishable component of the Group that is engaged in providing products or services, which is subject to risks and rewards that are different from those of other segments. The Group's primary format for segmental reporting is based on business segments. The business segments are determined based on the Group's management and internal reporting structure.

4. PROPERTY, PLANT AND EQUIPMENTS

- a) All the property, plant and equipment of the fifth production line with a total cost amounting to SR 1.82 billion are mortgaged to Saudi industrial Development fund (SIDF) against long term loan obtained from the Fund.
- b) As at March 31, 2014, the capital work in progress represents residential buildings being built for employees in the Factory site, a security fence around the plant, adjust filter for the Fourth line and a water desalination plant.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
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Expressed in Saudi Riyals

5. LONG TERM LOANS

Long-term loans at March 31, comprise the following:

	<u>2013</u>	<u>2012</u>
Saudi Industrial Development Fund (SIDF) (5-1)	243,186,000	275,294,000
National Commercial Bank loans (5-2)	<u>384,544,277</u>	<u>707,920,105</u>
	<u>627,730,277</u>	<u>983,214,105</u>

Long-term loans were presented in the interim consolidated balance sheet as at March 31 as follows:

	<u>2013</u>	<u>2012</u>
Current portion presented under current liabilities	280,483,828	275,483,828
Non-current portion presented under non-current liabilities	<u>347,246,449</u>	<u>707,730,277</u>
	<u>627,730,277</u>	<u>983,214,105</u>

5.1 Saudi Industrial Development Fund loan:

- On June 7, 2010, the loan from Saudi Industrial Development Fund (SIDF) was obtained to finance the construction of the fifth production line "the project". The total outstanding balance as of March 31, 2014 is amounting to SR 255 million (March 31, 2013: SR 290 million) from the total approved loan amount of SR 300 million out of which an amount of SR 22.5 million is deducted as industrial evaluation costs. The loan is repayable over 6 years in semiannual installments starting from 28 December 2012. The loan is secured by a mortgage of property, plant and equipment of fifth production line. The loan agreement contains covenants and certain financial ratios to be maintained.
- Part of the industrial evaluation costs amounting to SR 4.9 million has been capitalized as a part of project cost which related to the period from obtaining the loan until the completion of the project on March 31, 2012. The remaining balance amounting to SR 17.6 million were classified as deferred financing costs and will be amortized over the loan period ending April 30, 2018, and thus. The portion which has been charged to the income statement for the three months period ended March 31, 2014 from these costs amounted to SR 723 thousands (2013: SR 723 thousands).

The SIDF loan balance as at March 31 is represented as follows:

	<u>2013</u>	<u>2012</u>
Total Loan	255,000,000	290,000,000
Less: Deferred Finance Charges	<u>(11,814,000)</u>	<u>(14,706,000)</u>
	<u>243,186,000</u>	<u>275,294,000</u>

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NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
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5. LONG TERM LOANS (continued)

5.2 National Commercial Bank loans:

- During the year 2011, the company obtained bank facilities amounting to SR 1.2 billion from National Commercial Bank to finance the construction of fifth production line with no guarantee. The loan is repayable over 5 years started from March 31, 2011 and it will end on March 1, 2016 with an amount of SR 20 million in a monthly basis. During the year 2013, an amount of SR 80 million was paid as an early settlement of bank installments, accordingly it will end October 31, 2015.
- Yanbu Saudi Kuwaiti Products Company (a Subsidiary) obtained bank facilities from the National Commercial Bank amounting to SR 12 million to cover its obligations against construction contractors and to finance local and foreign purchase of the equipment required. The loan is secured by a guarantee from the Parent Company (Yanbu Cement Company). The repayments of the installments started on 1 January 2012 by SR 281,319 monthly installment and will end on August 2014.

All the loans are bearing Banks commissions based on agreed commercial rates.

6. DIVIDENDS PAYABLE

The movement in the dividends payable during the three months period ended March 31, 2014 is as follows:

	<u>2014</u>	<u>2013</u>
Balance as of January 1	65,282,426	57,070,056
Dividends declared during the period (6.1)	315,000,000	525,000,000
Dividends paid during the period	<u>(203,701,433)</u>	<u>(203,701,433)</u>
Balance as of March 31	<u>368,606,272</u>	<u>378,368,623</u>

- 6.1 The Ordinary General Assembly meeting number thirty three held on Sunday Jumada Al Awal 22, 1435H, corresponding to March 23, 2014, has approved to distribute dividends for the second half for the year 2013 amounting to SR 315 million (2012: SR 525 million) based on SR 2 for each share (2012: SR 5 for 105 million shares as of December 31, 2012) as 20% of the Capital (2012: 50% of the capital amounting to SR 1,050 million as of December 31, 2012) to be eligible to the shareholders registered in the Stock Exchanges (Tadawel) records at the end of trading day of the ordinary general assembly meeting date. Note that half year dividends for the first half of the year 2013 has been distributed amounting SR 315 million based on SR 2 per share. Accordingly the total amount distributed dividends for the year 2013 amounting SR 630 million based on SR 4 for each share as 40% of the Capital (2012: SR 525 million based on SR 5 per share representing 50% of the capital).

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

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7. ZAKAT STATUS

Yanbu Cement Company (A Saudi Joint Stock Company)

Zakat assessment has been finalized with the Department of Zakat and Tax (DZIT) for the year ending December 31, 2004. The Company has filed its zakat returns for the years from December 31, 2005 until 2011. The DZIT has made a field inspection for these years resulted in claiming the Company to pay zakat differences by an amount of SR 72.7 million and differences for withholding tax by the amount of SR 361 thousand. The Company has paid the withholding tax and filed an objection with the DZIT on the above mentioned zakat differences, the Company's management are convinced that the Company's position is favorable and therefore has a great opportunity for non-payment, accordingly no provision has been made for these zakat differences.

The Company has filed its Zakat returns for the years 2012 and 2013 and still waiting for the DZIT assessment.

Yanbu Saudi Kuwaiti Paper Products Company (Subsidiary)

Zakat assessment has been finalized with the Department of Zakat and Tax (DZIT) for the years up to December 31, 2008. The Company has filed its zakat returns for the years from December 31, 2009 until 2012 and settled the amount required and still waiting for the DZIT assessment.

8. CAPITAL

The Extraordinary General Assembly meeting number sixth held on Sunday Jumada Al Awal 12, 1434H, corresponding to March 24, 2013, has approved to increase the Company's capital by 50% from SR 1.05 billion to SR 1.575 billion, Accordingly the number of shares will be 157.5 million shares instead of 105 million shares, by issuing one bonus share for every two shares owned to be eligible grant to shareholders registered in the Company's records at the end of trading day of the extraordinary general assembly meeting date to strengthen the financial position of the Company. The proposed increase to be covered by the transfer of SR 525 million from the expansionary reserve as of December 2012 and to grouping the fractional shares and sell them for the benefit of eligible shareholders of these shares.

The amendments of Articles (6) and (7) of the Company's Article of Association in respect of the increase in the share capital is in process.

9. STATUTORY RESERVE

As required by Saudi Arabian Regulations for Companies and the Company article of association, the Company is required to transfer 10% of its net income each year to the statutory reserve until the reserve reaches 50% of the capital. The limit have been achieved on the previous years, However, the Extraordinary General Assembly number sixth held on Sunday Jumada Al Awal 12, 1434H, corresponding to March 24, 2013, agreed to increase the statutory reserve by the amount of SR 262.5 million to become SR 787.5 million by that the transfer of SR 262.5 million from expansionary reserve and retained earnings to statutory reserve and bringing the statutory reserve after adjustment equal to 50% of the new capital.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

As of 31 March 2014

Expressed in Saudi Riyals

10. EARNING PER SHARE

Earnings per share from income from operations and earnings per share from other income and earnings per share from net income for the three months period ended March 31, 2014 are calculated on the base of outstanding number of shares during the period amounting to 157.5 million shares (March 31, 2013: 157.5 million shares).

11. CAPITAL COMMITMENTS AND CONTINGENCIES

- a) As of March 31, 2014 the capital commitments relating to projects under construction amounted to SR 83 million (31 March 2013: SR 63 million).
- b) As of March 31, 2014 the contingent liabilities against Banks letter of guarantees issued on behalf of the Company amounted to SR 9.1 million (March 31, 2013: SR 9.1 million).

12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future profitability or the fair values of the financial instruments. The Group is subject to interest rate risk on its interest bearing assets and liabilities mainly bank overdraft and bank facilities. The management limits the company's interest rate risk by monitoring changes in interest rates.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial liabilities. Liquidity requirements are monitored on a regular basis and management ensures that sufficient funds are available to meet any commitments as they arise.

The Group's financial current liabilities consist of the current portion of bank facilities, trade accounts payables, dividends payable and accrued expenses and other liabilities. All the financial liabilities are expected to be settled within 12 months of the balance sheet date and the Company expects to have adequate funds available to do so.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Cash and cash equivalents of the Group standing at the balance sheet date are placed with national banks with sound credit ratings. Trade receivables are mainly due from local customers and related parties, 72% as of March 31, 2014 (2013: 80%) of the Group's trade receivables are due from 5 main customers (2013: 5 customers). Trade receivables are stated at their estimated realizable values.

Currency risk

Currency risk is the risk that value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Group is not exposed to fluctuations in foreign exchange rates during its ordinary course of business, since all significant transactions of the Group during the period are in Saudi Riyal and US Dollars and there is no significant risks related to balance stated at US Dollars since the exchange of Saudi Riyal against the US Dollar is fixed.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

As of 31 March 2014

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12. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

Fair values of financial instruments

Fair value is the amount for which an asset could be exchanged, or a liability settled between knowledgeable willing parties in an arm's length transaction. The company's financial assets consist of cash and cash equivalent, accounts receivables and other assets, its financial liabilities consist of bank facilities, trade accounts payables, dividends payables accrued expenses and other liabilities.

The fair values of financial instruments are not materially different from their carrying values.

13. SEGMENT INFORMATION

The company has one operating segment representing in the production of Cement. Company's principal operations are only within the Kingdom of Saudi Arabia; therefore, financial information has not been segmented into various business or geographical segments. Subsidiary's financial information are not significant for Group financial statements for segment reporting purposes.

14. APPROVAL OF THE FINANCIAL STATEMENTS

These interim condensed consolidated financial statements were approved for issuance by the Audit Committee on behalf of the Board of Directors on Jumada Al Thani 15, 1435H, corresponding to April 15, 2014.