

# METKA

## METAL CONSTRUCTIONS OF GREECE S.A.

Company's number in the register of Societes Anonymes 10357/06/B/86/113

11 Mar. Antypa Str., 141 21 N. Iraklio

FIGURES AND INFORMATION FOR THE YEAR ENDED 31 DECEMBER 2008

(In terms of article 135 of Law 2190, for companies publishing annual financial statements in accordance with IAS/IFRS)

The figures presented below aim to give summary information about the financial position and results of METKA S.A. and its subsidiaries.

We advise the reader, before making any investment decision or other transaction concerning the company, to visit the company's web site where the financial statements according to International Financial Reporting Standards together with the Auditor's Report, whenever is required, are presented.

### INFORMATION ABOUT THE COMPANY

|   |   |
|---|---|
| Supervising Authority:                        | Ministry of Development (Department for limited companies)  |
| Company's web address:                        | www.metka.gr  |
| Board of Directors:                           | IOANNIS MYTILINEOS - CHAIRMAN, STAMATIS GIANNAKOPOULOS - VICE PRESIDENT (NON- EXECUTIVE MEMBER),<br>GEORGIOS PALLAS - MANAGING DIRECTOR, GEORGIOS IKOMOMU, FILLIPOS ZOTOS, NIKOLAOS BAKIRTZOGLU -<br>INDEPENDENT NON-EXECUTIVE MEMBER, IOSIF AVAGIANOS - INDEPENDENT NON-EXECUTIVE MEMBER |
| Date of approval of the Financial Statements: | 24 March 2009   |
| Name of the auditor:                          | Pavlos L. Stellakis (AM. SOEL: 24941)   |
| Auditing firm:                                | GRANT THORNTON  |
| Type of auditor's audit report:               | Unqualified   |

### BALANCE SHEET (FY consolidated and company)

Amounts in 000' s EURO

|   | THE GROUP      |                | THE COMPANY    |                |
|---|----------------|----------------|----------------|----------------|
|   | 31/12/2008     | 31/12/2007     | 31/12/2008     | 31/12/2007     |
| <b>ASSETS</b>                                   |                |                |                |                |
| Tangible assets                                 | 64.761         | 68.357         | 42.369         | 45.471         |
| Intangible assets                               | 1.131          | 4.072          | 1.081          | 4.041          |
| Other non current assets                        | 12.044         | 10.194         | 45.684         | 43.942         |
| Inventories                                     | 15.292         | 21.785         | 11.244         | 18.686         |
| Trade receivables                               | 213.084        | 208.494        | 180.086        | 185.522        |
| Other current assets                            | 10.955         | 13.341         | 7.742          | 8.178          |
| Cash and cash equivalents                       | 17.688         | 27.260         | 9.304          | 22.809         |
| <b>TOTAL ASSETS</b>                             | <b>334.955</b> | <b>353.503</b> | <b>297.510</b> | <b>328.649</b> |
| <b>LIABILITIES</b>                              |                |                |                |                |
| Share Capital                                   | 16.624         | 16.624         | 16.624         | 16.624         |
| Other Shareholder's Equity                      | 125.897        | 110.443        | 128.885        | 116.578        |
| <b>Total Shareholders Equity (a)</b>            | <b>142.521</b> | <b>127.067</b> | <b>145.509</b> | <b>133.202</b> |
| Minority Interests (b)                          | 15.521         | 12.163         | -              | -              |
| <b>Total Equity (c)=(a) + (b)</b>               | <b>158.042</b> | <b>139.230</b> | <b>145.509</b> | <b>133.202</b> |
| Long-term borrowings                            | -              | -              | -              | -              |
| Provisions and other long-term liabilities      | 65.587         | 35.634         | 63.067         | 31.670         |
| Short-term borrowings                           | 11.417         | 18.258         | -              | 7.425          |
| Other short-term borrowings                     | 99.909         | 160.381        | 88.934         | 156.352        |
| <b>Total liabilities (d)</b>                    | <b>176.913</b> | <b>214.273</b> | <b>152.001</b> | <b>195.447</b> |
| <b>TOTAL EQUITY AND LIABILITIES ( c ) + (d)</b> | <b>334.955</b> | <b>353.503</b> | <b>297.510</b> | <b>328.649</b> |

### GENERAL INFORMATION

- Group Structure -Group companies that are included in the consolidated financial statements with their respective domicile and percentage of ownership by the company, as well as the consolidation method of the annual consolidated financial statements of 2008, are presented thoroughly in note 5 of the annual financial report.  
The 100% subsidiary METKA BRAZI S.R.L. (Bucharest, Romania), that was founded by METKA S.A. on 12/06/2008, was first incorporated with full consolidation method to the Interim Financial Statements as of 30/06/2008.  
The incorporation of the above mentioned company to the consolidated Financial Statements of the Group, has affected less than 25% the Sales Turnover, the Profit after Taxes, The Minority Interests and the Shareholder's Equity.
- The consolidated financial statements of METKA Group are incorporated in the consolidated financial statements of Mytilineos Group, that is based in Greece and owns 55.427% of METKA Group.
- In the above Financial Statements, the Group adopted the basic accounting principles, which were employed for issuing the financial statements of FY 2007. There are not any adjustments in the accounting principles and forecasts compared to the previous year.
- There are no encumbrances to the company's and Group's assets.
- There is no litigation which might have an important impact on the company's and the Group's assets.  
The litigation provision balance as of 31.12.2008 amounts to € 1.391 thousand for the Group € 23,5 thousand for the Company.  
Other provisions balance as of 31.12.2008 amounts to € 3.575 thousand for the Group and € 2.292 thousand for the Company.  
The Group's and the Company's tax provision balance for fiscal years unaudited by tax authorities as of 31.12.2008 amounts to € 1.330 thousand for the Group € 1.083 thousand for the Company.
- The tax unaudited fiscal years of the Company and the Group are presented in detail in note 39.2 of the annual financial report.
- The number of employees at the end of the reporting period are as follows:

|                        | THE GROUP  |            | THE COMPANY |            |
|------------------------|------------|------------|-------------|------------|
|                        | 31/12/2008 | 31/12/2007 | 31/12/2008  | 31/12/2007 |
| FULL TIME EMPLOYEES    | 320        | 330        | 194         | 198        |
| DAILY - WAGE EMPLOYEES | 220        | 219        | 75          | 84         |
| <b>Total</b>           | <b>540</b> | <b>549</b> | <b>269</b>  | <b>282</b> |

- Investments in tangible and intangible assets for the fiscal year 2008 amount to € 1.843 thousand for the Group and € 636 thousand for the Company.
- The earnings per share were calculated according to the earnings after tax and minorities on the weighted average number of shares of the parent company.
- Intercompany transactions for the fiscal year of 2008 according to I.A.S. 24 are as follows:

| Amounts in 000's Euro                           | THE GROUP | THE COMPANY |
|---|-----------|-------------|
| a) Income                                       | 140.584   | 138.087     |
| b) Expenses                                     | 6.393     | 27.805      |
| c) Receivables                                  | 39.942    | 36.298      |
| d) Payables                                     | 33.925    | 52.581      |
| e) Key management compensations                 | 4.185     | 2.959       |
| f) Receivables from key management              | 0         | 0           |
| g) Payables to key management included in above | 229       | 209         |

- Adjustments in some accounts of the comparative year have been made in order to provide more information. (The relevant reference in note 38 of the annual financial report). "Profit before taxes, borrowings and investments results" and "Profit before taxes, borrowings, investments and depreciation results" have been revaluated for the fiscal year 2007.  
The amounts that were first published for the fiscal year 01.01-31.12.2007, were € 52.179 thousand and € 57.160 thousand for the Group and € 48.944 thousand and € 52.782 thousand for the Company. "The above adjustments have not affected the turnover, the profit after tax and minorities and the net equity of the Group and of the Company for the comparative year."
- The amount of € 2 thous. in Statement of Changes in Equity concerns Translation Reserve and has been directly recognised as income in net equity.
- At the end of the fiscal year 2008 the mother company or subsidiary firms do not possess shares of the mother company.
- There has been no discontinuance of operations of the Company or of the Group.

### INCOME STATEMENT (FY consolidated and company)

Amounts in 000' s EURO

|  | THE GROUP      |                | THE COMPANY    |                |
|--|----------------|----------------|----------------|----------------|
|  | 1/1-31/12/2008 | 1/1-31/12/2007 | 1/1-31/12/2008 | 1/1-31/12/2007 |
| <b>Sales Turnover</b>  | <b>381.472</b> | <b>284.249</b> | <b>330.485</b> | <b>248.818</b> |
| <b>Gross Profit</b>  | <b>81.983</b>  | <b>67.914</b>  | <b>67.440</b>  | <b>60.804</b>  |
| <b>Profit before taxes, borrowings and investments results</b>               | <b>61.620</b>  | <b>52.108</b>  | <b>52.947</b>  | <b>48.863</b>  |
| <b>Profit before taxes</b>   | <b>57.980</b>  | <b>50.454</b>  | <b>50.066</b>  | <b>53.623</b>  |
| <b>Profit after taxes</b>  | <b>44.785</b>  | <b>37.288</b>  | <b>38.282</b>  | <b>41.423</b>  |
| <b>Attributable to:</b>  |                |                |                |                |
| Shareholders   | 41.428         | 36.804         | 38.282         | 41.423         |
| Minority interests   | 3.357          | 484            | -              | -              |
| Net Profit per share-basic (in €)  | 0,7974         | 0,7084         | 0,7369         | 0,7974         |
| Proposed dividend per share (in €)   | 0,4000         | 0,5000         | 0,4000         | 0,5000         |
| <b>Profit before taxes, borrowings, investments and depreciation results</b> | <b>66.860</b>  | <b>57.089</b>  | <b>56.588</b>  | <b>52.700</b>  |

### CASH FLOW STATEMENT (Indirect Method)

Amounts in 000' s EURO

|  | THE GROUP       |                 | THE COMPANY     |                 |
|--|-----------------|-----------------|-----------------|-----------------|
|  | 1/1-31/12/2008  | 1/1-31/12/2007  | 1/1-31/12/2008  | 1/1-31/12/2007  |
| <b>Operating Activities</b>  |                 |                 |                 |                 |
| Profit before Taxes (Continued Operations)                                       | 57.980          | 50.454          | 50.066          | 53.623          |
| Plus (Less) Adjustments for:   |                 |                 |                 |                 |
| Depreciations  | 5.240           | 4.981           | 3.642           | 3.838           |
| Provisions   | (726)           | (176)           | 45              | (246)           |
| Exchange differences   | (770)           | (801)           | (770)           | (801)           |
| Results (revenues, expenses, profit, loss) from Investment Activities            | (425)           | (369)           | (357)           | (6.330)         |
| (Profit)/Loss from provisions of pensions and other employee obligations         | 7               | -               | -               | -               |
| Debit Interest and similar expenses  | 2.882           | 1.150           | 2.131           | 767             |
| Operating profit before changes in working capital                               | 64.188          | 55.239          | 54.757          | 50.851          |
| Plus/less adjustments for changes in working capital or operating activities:    |                 |                 |                 |                 |
| Decrease /( Increase) in Inventories   | 6.493           | 3.593           | 7.442           | 3.043           |
| Decrease /( Increase) in Trade and Other Receivables                             | (5.697)         | (88.900)        | 3.593           | (85.927)        |
| Decrease /( Increase) in other current assets                                    | (2.887)         | (1.393)         | (2.947)         | (1.381)         |
| Increase/(decrease) in trade payables (excluding banks)                          | (11.232)        | 82.285          | (16.787)        | 74.794          |
| Less:  |                 |                 |                 |                 |
| Debit Interest and similar expenses paid   | (2.882)         | (1.150)         | (2.131)         | (767)           |
| Taxation paid  | (25.578)        | (6.918)         | (23.615)        | (4.167)         |
| <b>Net cash flows from operating activities (a)</b>                              | <b>22.405</b>   | <b>42.756</b>   | <b>20.312</b>   | <b>36.446</b>   |
| <b>Investing Activities</b>  |                 |                 |                 |                 |
| (Acquisition)/ Sale of subsidiary, associates and other investments              | -               | (7.950)         | (1)             | (8.000)         |
| Proceeds of tangible and intangible assets                                       | (1.826)         | (2.543)         | (619)           | (706)           |
| Proceeds from the sale of tangible and intangible assets                         | 67              | 689             | 43              | 678             |
| Proceeds of financial assets at fair value in net results                        | -               | (1.000)         | -               | -               |
| Proceeds from sale of financial assets at fair value with changes in net results | 2.045           | 979             | -               | -               |
| Interest received  | 546             | 256             | 258             | 64              |
| Borrowings to/from affiliated parties  | -               | -               | (232)           | -               |
| Proceeds from dividends  | -               | 29              | 130             | 6.190           |
| <b>Net cash flows from investing activities (b)</b>                              | <b>832</b>      | <b>(9.540)</b>  | <b>(421)</b>    | <b>(1.774)</b>  |
| <b>Financing Activities</b>  |                 |                 |                 |                 |
| Proceeds from Borrowings   | 185.843         | 246.370         | 166.761         | 233.388         |
| Payments of borrowings   | (192.549)       | (236.486)       | (174.186)       | (225.816)       |
| Payments of finance lease Liabilities (capital)                                  | (135)           | (69)            | -               | (3)             |
| Dividends paid   | (25.972)        | (20.838)        | (25.972)        | (20.838)        |
| <b>Net cash flows from financing activities ( c )</b>                            | <b>(32.813)</b> | <b>(11.023)</b> | <b>(33.397)</b> | <b>(13.269)</b> |
| <b>Net increase in cash and cash equivalents (a) + (b) + (c)</b>                 | <b>(9.576)</b>  | <b>22.193</b>   | <b>(13.505)</b> | <b>21.403</b>   |
| <b>Cash and cash equivalents at the beginning of the year</b>                    | <b>27.260</b>   | <b>4.959</b>    | <b>22.809</b>   | <b>1.298</b>    |
| <b>Effects of exchange rate changes</b>  | <b>4</b>        | <b>108</b>      | <b>2</b>        | <b>108</b>      |
| <b>Cash and cash equivalents at the end of the year</b>                          | <b>17.688</b>   | <b>27.260</b>   | <b>9.304</b>    | <b>22.809</b>   |

### STATEMENT OF CHANGES IN EQUITY (FY consolidated and company)

Amounts in 000' s EURO

|  | THE GROUP      |                | THE COMPANY    |                |
|--|----------------|----------------|----------------|----------------|
|  | 31/12/2008     | 31/12/2007     | 31/12/2008     | 31/12/2007     |
| Equity balance at beginning of the year (01.01.2008 and 01.01.2007 respectively) | 139.230        | 122.722        | 133.202        | 112.559        |
| Profit / (Loss) after Taxes  | 44.785         | 37.288         | 38.282         | 41.423         |
| Dividends paid   | (25.975)       | (20.780)       | (25.975)       | (20.780)       |
| Net income registered directly to owner's equity                                 | 2              | -              | -              | -              |
| <b>Equity balance at year end (31.12.2008 and 31.12.2007 respectively)</b>       | <b>158.042</b> | <b>139.230</b> | <b>145.509</b> | <b>133.202</b> |

N. Iraklio 24th March 2009

THE PRESIDENT OF THE BOARD  
IOANNIS MYTILINEOS  
I.D. NO: AE044243/2007

THE MANAGING DIRECTOR  
GEORGIOS PALLAS  
I.D. NO: M 565448/1983

THE FINANCIAL DIRECTOR  
GEORGIOS MAMMAS  
I.D. NO M 164917/1982

THE CHIEF ACCOUNTANT  
SPYRIDON PETRATOS  
I.D. NO AB263393/2006