

28.03.2007

MYTILINEOS S.A. - GROUP OF COMPANIES
Merger initiation by absorption of
ALUMINIUM and DELTA by MYTILINEOS

The Company hereby announces, pursuant to the provisions of L. 3340/2005, article 2 of decision no. 3/347/12.7.2005 of the Capital Market Commission and article 281 of the Athens Stock Exchange Regulation that the Company's Board of Directors decided at the meeting of 28.3.2007 the merger by absorption of the ASE listed companies with company names ALUMINIUM OF GREECE INDUSTRIAL AND COMMERCIAL S.A. (henceforth ALUMINIUM) and DELTA MECHANICAL EQUIPMENT AND INTEGRATED PROJECTS SOCIETE ANONYME (henceforth DELTA) by the Company, as per the provisions of articles 69 en. of C.L. 2190/1920, articles 1 to 5 of L. 2166/1993 and generally the provisions of commercial law as applicable.

The abovementioned meeting decided the initiation of the merger process with effective Transformation Balance Sheet date of 31.3.2007 and the appointment of chartered auditors to ascertain the book value of the absorbed companies' assets. Furthermore, the appointment of independent credit institutions of recognized standing was decided, in order for the latter to assess the merged companies and provide an opinion on the fairness and reasonableness of the share exchange ratio of the merged companies.

For the purposes of providing an accurate briefing to the shareholders of the companies and investors at large, the joint valuation of the Boards of Directors on the exchange ratio is hereby announced, subject to verification by the independent financial institutions and approval of the merged companies' General Assemblies of Shareholders. More specifically, it is suggested that the Shareholders of ALUMINIUM exchange their shares with MYTILINEOS shares at an exchange ratio of 1 common listed voting share of ALUMINIUM, of a nominal value of 5.30 Euro each, to 0.39540 of a common listed voting share of MYTILINEOS, of a nominal value of 0.60 Euro. It is suggested that shareholders of DELTA exchange their shares with MYTILINEOS shares at an exchange ratio of 1 common listed voting share of DELTA, of a nominal value of 0.34 Euro each, to 0.1888 of a common listed voting share of MYTILINEOS of a nominal value of 0.60 Euro. The suggested exchange ratios reflect the closing price of all of the companies involved at the latest ASE session of 27.03.2007, which fall within the price range of internal valuations.

The Boards of Directors of the three listed transformed companies decided, in accordance with the law, to jointly appoint NBGI, EFG EUROBANK and ALPHA BANK, who will value the merging companies and provide an opinion, and verify the fairness and reasonableness of the above share exchange ratios.

The completion of the above transformation is subject to the approval of the General Assemblies of Shareholders of the three companies which are expected to decide within the 2nd semester of 2007 and obtaining all necessary approvals by the competent supervising authorities as specified by law. After all necessary approvals by the competent supervising authorities have been obtained, a joint prospectus will be distributed to the investing public, pursuant to the provisions of applicable law.