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**A. Representation of the Members of the Board of Directors**  
**(according to article 4 par. 2 of L.3556/2007)**

The

- a. Evangelos Mytilineos, Chairman of the Board of Directors and Chief Executive Officer
- b. Ioannis Mytilineos, Vice - Chairman of the Board of Directors
- c. George Kontouzoglou, Member of the Board of Directors

**CERTIFY**

**a.** the enclosed financial statements of "MYTILINEOS HOLDINGS S.A." for the period of 1.1.2008 to 31.12.2008, drawn up in accordance with the applicable accounting standards, reflect in a true manner the assets and liabilities, equity and results of "MYTILINEOS HOLDINGS S.A.", as well as of the businesses included in Group consolidation, taken as a whole and

**b.** as far as we know, the enclosed report of the Board of Directors reflects in a true manner the development, performance and financial position of "MYTILINEOS HOLDINGS S.A.", and of the businesses included in Group consolidation, taken as a whole, including the description of the principal risks and uncertainties.

**Maroussi, 26 March 2009**

**The designees**

Evangelos Mytilineos

Ioannis Mytilineos

George Kontouzoglou

Chairman of the Board of Directors  
and Chief Executive Officer

Vice - Chairman of the  
Board of Directors

Member of the Board  
of Directors

## **B. Independent Auditor's Report**

To the Shareholders of **MYTILINEOS HOLDINGS S.A.**

### **Report on the Financial Statements**

We have audited the accompanying Financial Statements of **MYTILINEOS HOLDINGS S.A.** ("the Company") as well as the consolidated Financial Statements of the Company and its subsidiaries ("the Group"), which comprise the balance sheet as at December 31, 2008, and the 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 that have been adopted by the European Union. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

### **Auditor's Responsibility**

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 comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers 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 policies used and the 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 audit opinion.

### **Opinion**

In our opinion, the abovementioned individual and consolidated Financial Statements present fairly, in all material respects, the financial position of the Company and that of the Group as of December 31, 2008, and the financial performance and the cash flows of the Company and those of the Group for the year then ended in accordance with International Financial Reporting Standards that have been adopted by the European Union.



**Report on Other Legal Matters**

We verified the agreement and correspondence of the content of the Board of Directors' Report with the abovementioned financial statements, in the context of the requirements of Articles 43<sup>a</sup>, 107 and 37 of Law 2190/1920.

Athens, 26 March 2009

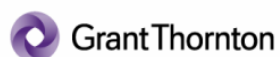
The Certified Public  
Accountants Auditors

George Deligiannis

Manolis Michalios

SOEL Reg. No 15791

SOEL Reg. No 25131



44, Vas. Konstantinou Str, 116 35 Athens

SOEL Reg. No 127

## **C. Annual Board of Directors Management Report**

### **Board of Directors Annual Management Report**

This report summarizes financial information for the Group and the Company "MYTILINEOS HOLDINGS S.A." for the period ended 31 December 2008, significant events during that period and their effect on the interim financial statements. It also presents the main risks and uncertainties that the Group companies may face till the end of the year and significant related party transactions.

The report was prepared according to the provisions of L.2190/1920, L. 3556/2007 and the resolution 7/448/11.10.2007 of the Board of the Hellenic Capital Committee.

#### **I. General Review 2008**

The year 2008 was a year which by all indications will go down in history as the year in which the strongest economic crisis after the 1929 unfolded. The negative symptoms which had already started to become apparent since the second half of 2007, and which were related to the first problems that emerged in the US housing market and, more specifically, in the securitization of subprime mortgage loans, would turn out to be the catalyst for the storm that was to follow.

The year started amid widespread concern, with FED proceeding to aggressive reductions of interest rates which initially led the US Dollar to an all-time low (1.60 against the Euro), while on the other hand triggering out-of-control inflationary pressures which peaked in the summer of 2008, with oil prices reaching nearly \$150 per barrel. The full force of the crisis took hold after the summer, when prices collapsed and activities in the interbank market virtually froze. The banking sector, with investment banks leading the way, was forced to sustain huge losses caused by the impairment of their so-called "toxic" assets, thus setting in motion a veritable domino effect across all markets. The culmination of the crisis came with the collapse of Lehman Brothers and the full freeze in credit which this brought about. The crisis, which had

first led to the collapse of stock markets, spread almost immediately to the real economy, hitting nearly all sectors and threatening with bankruptcy a number of countries which are now facing the likelihood of taking recourse to the IMF.

The end of the year has found governments in the developed economies adopting measures on a global scale to rescue and restructure the financial sector, with developing economies experiencing a mass outflow of funds and the global economy entering into a deep recession accompanied by a rapid growth of unemployment and a widespread climate of insecurity.

Despite the particularly adverse economic environment which began to take shape in 2008, the Group has managed, by making the necessary defensive moves, to remain on a steady course of profitability and to also establish the basis for its further growth.

### **Metallurgy and Mining Sector**

For the sector of metals, 2008 was a particularly difficult year, as in addition to the negative economic environment the industry had also to face significantly increased energy costs mainly due to the increasing prices of fuel oil. Traditionally, the commodities sector is strongly cyclical and is always vulnerable during periods of economic slowdown.

The year was characterised by a very pronounced variability in the prices of metals. During the first half of the year, the price of aluminium climbed from \$2,300/ton to \$3,300/ton in July, only to plummet to around \$1,400/ton at the end of the year.

At the same time, all production costs (raw materials, transport, oil, electricity) increased significantly. This increase was combined with the negative movement of the US Dollar against the Euro, with the Euro/USD parity rising as high as 1.60. The performance of the US Dollar improved significantly at the end of 2008, with the Euro/USD parity dropping back to 1.40.

The outbreak of the economic crisis after the summer may have brought about a reduction in costs, but was accompanied by a rapid decline in the price of aluminium and the build-up of a huge surplus in the market. The huge difficulties faced by the construction and automotive

industry were decisive in driving demand to sink and, as a result, the global surplus of the supply/demand balance reached 4.5 million tons, about 60% above 2007. In the first quarter of 2009 the global surplus of the supply/demand balance has already reached 5.5 million tons. The increase in stock, coupled with prices for aluminium dropping to a level below cost, forces many producers globally to cut back production and their suspend investment plans.

The year 2009 is finding the sector in a weak position, placing its hopes in the State measures for strengthening the economy and primarily in the measures adopted to rescue the automotive industry. At the same time, however, the cancellation of investment plans raises questions regarding the balance in the market on the medium-to-long term, should demand recover.

The group monitors its performance on Metallurgy & Mining Sector through the subsidiaries "Aluminium S.A." (Alumina–Aluminium) and "Sometra S.A." (Zinc–Lead). Zinc – Lead Sector was the first which effected from the negative economic environment mainly due to the decrease on demand, the increasing prices of coke and the difficulty to find appropriate Raw Materials. All the above mentioned reasons lead the General Assembly of the company on 26.01.2009 to suspend temporary the production activity. Also, for the Alumina – Aluminium Sector, the situation, especially the second half of 2008, lead to the same action but the Group manage through the hedging and treasury policy to handle the negative impacts and finally to bring results which were above the Management's provisions.

### **EPC Sector (Construction)**

The economic environment shaped after the first half of 2008 also impacted negatively on the EPC sector. This impact is a more direct one and is related to the increased difficulties which companies active in the energy sector (Utilities) face in securing financing for new projects. In parallel, the economic slowdown and the diminished willingness to assume risk has led many companies to reconsider their investment plans.

Nevertheless, the extremely strong need for investments in the energy sector, and the required shift to modern, more environment-friendly power plants, make the EPC sector particularly resilient.

The Group through its subsidiary METKA is the leading and most specialized EPC Constructor in Greece and expanded in competitive markets abroad with value of pending construction contracts amounting to € 524mil and construction contracts under negotiation amounting to € 935mil. On 2008 METKA GROUP under the negative economic environment had to deal extensions in the procedure of agreements and to sign new contracts and also delays on completion for others which was not under its control. Despite the above mentioned, the Company manage to proceed on the construction and to bring positive results.

### **Energy Sector**

The rise in fuel prices, the increased concerns over the huge environmental strain put on the planet by CO2 emissions, and the policy followed by the countries that seek to ensure their self-reliance in terms of energy and limit their dependence on energy-producing countries (e.g. Russia, the OPEC), made many countries turn to promoting huge investments in RES as well as in nuclear power.

At the same time, the recent crisis in the relationships between Ukraine and Russia over natural gas brought to the forefront the dependence of European countries on the Russian natural gas and demonstrated the need to seek alternative sources.

Overall, the energy sector is traditionally characterised as defensive and is considered to be resilient to economic slowdown. The sharp drop in oil prices during the last months, and their potential standstill at levels below \$ 140/barrel raises questions about the viability of investments in alternative fuels.

On the domestic front, the rapid rise of oil prices during the first half of the year, coupled with the deficit in the country's balance of energy, drove the marginal system price to €87.2/MWh, up from €64.9/MWh in 2007. This development demonstrates once again the need for immediately accelerating investments in order to cover the deficit. The de-escalation of oil prices should not be reason enough to relax, as further delay in investments will pose significant obstacles to the country's future growth.

The Group through the strategic alliance with "ENDESA EUROPA", holds a significant and balanced portfolio of energy assets while its solvency ratio secures the financing of the development of the largest energy plan in Greece. On 2008 significant events occurred such as the beginning of operations of the Cogeneration Plan and the acquisition of four wind parks in Evia with a total capacity of 18.6 MW from the Danish firm DONG. In parallel, the Group's investment plan is continuing intact, as the construction of its second Combined-Cycle Power Plant in Agios Nikolaos (Viotia), 444 MW, is close to completion, and the construction of a third CCGT, with a capacity of 395.9 MW, is about to begin in collaboration with MOTOR OIL.

The Group during the fiscal year 2008 managed to increase its turnover comparing to 2007. The operating profits despite the decrease comparing to 2007 remain satisfying enough and taking into account the sensitivity analysis above initial projections of the management

The effect on the Group's Sales, EBITDA and net profitability for 2008, comparing to last year is presented below:

#### **A. SALES**

<b>Amounts in mil.€</b>	<b>Deviation Analysis 2008 - 2007</b>
<b>Turnover 2007</b>	<b>912.6</b>
<b><i>Effects from:</i></b>	
EPC	81.1
LME	24.5
Volumes	11.6
Premia & Prices	-4.3
Organic \$/€ eff.	-49.8
<b>Turnover 2008</b>	<b>975.8</b>

## **B. EBITDA**

<b>Amounts in mil.€</b>	<b>Deviation Analysis 2008 - 2007</b>
<b>EBITDA 2007</b>	<b>153.7</b>
<b><i>Effects from:</i></b>	
LME	43.7
EPC	20.5
Opex & R/M	-2.0
Premia & Prices	-4.3
Other	-7.9
Freight & Logistics	-9.7
For.Curr.Transl.	-10.3
Volumes	-10.3
Fuel Oil	-26.7
Organic \$/€ eff.	-29.1
<b>EBITDA 2008</b>	<b>117.6</b>

## **C. Net Profit after Minorities**

<b>Amounts in mil.€</b>	<b>Deviation Analysis 2008 - 2007</b>
<b>EAT after minorities 2007</b>	<b>193.60</b>
<b><i>Effects from:</i></b>	
Taxes	43.8
Minorities	4.2
Discontinued Operations	3.2
Share in Associates Results	-7.3
Net Financials	-18.6
Operating Results (EBIT)	-50.5
On-off items	-149.9
<b>EAT after minorities 2008</b>	<b>18.5</b>

The above results are significantly improved in comparison with the Management's projections as published on March 2008 after considering the relevant sensitivity analysis for the impact of the change in prices of respective market factors, as shown below.

***Amounts in mil. €***

**Management Estimation for Group EBITDA 2008** **138**

VARIABLES	Sensitivity Measurement for every	Actual 2008	Estimated 2008	Factor Sensitivity	Deviation
LME AL (\$/tn)	50\$/tn	2,575	2,950	1.44	(11)
€/ \$	0.05	1.475	1.480	14.40	1
Fuel Oil - FOB MED 1% (\$/tn)	50\$/tn	540	465	6.32	(9)
LME Zn (\$/tn)	50\$/tn	1,875	2,300	-0.10	1
LME Pb (\$/tn)	50\$/tn	2,089	2,300	0.20	(1)

**Total A** **(19)**

Other Sector's Deviation	-	-	-	-	Deviation
EPC - Group METKA	-	-	-	-	(17)
Energy sector - Endesa	-	-	-	-	(27)

**Total B** **(45)**

**Total Impact (A+B)** **(63)**

**Estimated Group EBITDA according to sensitivities analysis** **75**

<b>Actual Group EBITDA</b>	<b>117.6</b>
Possitive Difference	42.9
Due to:	
<i>Hedging Group Policy LME</i>	<i>43.4</i>
<i>Price Effect (Raw Material, Logistics &amp; Prims)</i>	<i>(3.7)</i>
<i>Sales - Production Volume Effect</i>	<i>3.3</i>

The Group's policy is to monitor its performance on a month to month basis thus tracking on time and effectively the deviations from its goals and undertaking necessary actions. The group evaluates its financial performance using the following generally accepted Key Performance Indicators (KPI's).

- **EBITDA (Earnings Before Interest, Taxes, Depreciation & Amortization):** The Group defines "EBITDA" as Operating results before depreciation, amortization, financial and investment results and before the effects of any special factors such as:



- a) the share in the EBITDA of associates when these are active in one of the Group's reported Business Sector and
  - b) the effects of eliminations of any profit or loss from transactions of the Group with the above mentioned associates.
- **ROCE (Return On Capital Employed):** this ratio divides EBIT with the total Capital Employed of the Group which is the sum of Equity, Total of Bank Loans and Long Term Provisions.
  - **ROE (Return On Equity):** this ratio divides Earning After Tax(EAT) with the Group's Shareholders' Equity.
  - **EVA (Economic Value Added):** this figure is calculated by multiplying the difference of ROCE and Cost of Capital with the Capital Employed as defined above and reflects the amount added to the economic value of the firm. In order to calculate the Cost of Capital the group uses the WACC formula.

The above indicators for 2008 as compare with 2007 are as follows:

	2008	2007
<b>ROCE</b>	<b>10%</b>	<b>12%</b>
<b>ROE</b>	<b>5%</b>	<b>11%</b>
<b>EVA ( in mil. €)</b>	<b>6</b>	<b>43</b>

## **II. Significant Information**

During the reporting period, the Group proceed to the following:

On 01.01.2008 ENDESA Hellas announced that has applied for the renewal of the Installation License for the natural gas-fired power plant in Volos. The 440MW CCGT power plant will be constructed on a green field in the industrial zone of Volos region. ENDESA Hellas, which has also decided to build two additional CCGTs of a similar capacity within the next five years, is investigating appropriate sites and is preparing relevant proposals for that purpose.

On 10.01.2008 ENDESA Hellas also announced that is in the process of completing the preparations for the commencing of the construction of the new electricity production unit in Volos.

In March 2008, the joint venture between METKA-GENERAL ELECTRIC was announced preferred bidder in the international tender conducted with PETROM S.A., subsidiary of the multi-national company OMV-Austria, for the announcing of a contractor in respect of the construction of a 850Mw power plant in Petrobrazi of Romania. The relevant agreement was signed on 31.03.2008 and increased the backlog of projects by € 210 million. In addition, following an international tender, in which participants were the SIEMENS/ASTE and ANSALDO/METKA Consortia, the ANSALDO/METKA Consortium was appointed preferred bidder and received on 07.09.08, a contract award letter from the Ministry of Electricity of the Syrian Arab Republic. This project is the largest EPC project in the history of METKA. With the award of this contract, the backlog of projects contracted to the METKA Group is increased by a further €650 million to stand at an overall total of €1.3 billion.

On 29.04.2008 the Company announced that the consultatory response and positive recommendation of the Regulatory Authority for Energy, regarding the incorporation of the Cogeneration Plant in the electricity supply system of Greece, was approved by the Ministry of Development.

On 30 June 2008, the Prefecture of Athens approved the merger by absorption of «DELTA RENEWABLE ENERGY SOURCES S.A.» from «ENDESA Hellas S.A.». Capital gains recognized due to the merger amount € 36,55m at parent level and €10,32m at group level.

On 18.07.2008 the Council of State (decision number 764/08) overruled the petition of an environmental organization for the discontinuance of the construction of the energy plant of 430MW of ENDESA Hellas in Agios Nikolaos Viotia.

Regarding the metallurgy sector, an agreement between ALUMINIUM S.A., a wholly-owned industrial subsidiary of the MYTILINEOS Group, and Swiss-based GLENCORE AG, one of the world's largest producers and traders of raw materials, metals and minerals, was signed on 30 July 2008. The agreement involves the sale to GLENCORE AG of alumina produced by ALUMINIUM S.A. during the next 10 years. The value of the agreement is expected to exceed \$2 billion, with the quantities involved exceeding 5 million tons.

In August 2008 the State Council rejected the application lodged by Kopelouzos Group companies PROMETHEUS GAS and DAMCO ENERGY S.A. for an interim order to suspend enforcement of the decisions of the Minister of Development concerning the modification of the production licenses held by "Aluminium of Greece S.A." for the cogeneration plant in Agios Nikolaos (Viotia) and their transfer to "Aluminium S.A.".

On 29 September 2008, Mytilineos Group filed to the Prefecture of Athens the De-merger Plan of "ALUMINION S.A." by the merger of its assets and liabilities with the companies "ALUMINION OF GREECE S.A." and "ENDESA HELLAS S.A.". The aforementioned business combination is expected to be completed within November 2008. A summary of the De-merger plan has been published in the electronic web-site of the Group.

On 3.11.2008 MYTILINEOS Holdings S.A. and "MOTOR OIL (HELLAS) CORINTH REFINERIES S.A. announced the signature of an agreement for the joint construction, operation and exploitation of a 395.9MW combined cycle, natural gas fired power station within the MOTOR OIL facilities in Ag. Theodori, Corinthia. The agreement provides for the acquisition by MYTILINEOS Holdings S.A. of a 65% stake in KORINTHOS POWER S.A., which currently holds

the licenses for the above plant, through a share capital increase, with MOTOR OIL S.A. retaining a 35% stake in the Company. The increase of the Company's share capital will amount to 59.5 million Euro and will be fully subscribed by MYTILINEOS Holdings S.A. until the procedures for its transfer to Endesa Hellas S.A. are completed. The total investment will amount to 285 million Euro. The above participation of MYTILINEOS Holdings S.A. is expected to form part of the overall energy portfolio of Endesa Hellas S.A., once the procedure for the contribution of the other energy assets from the former to the latter has been completed. The above agreement is subject to the approval of the Regulatory Authority for Energy (RAE) and of the Hellenic Competition Commission.

On 12 June 2008, Mytilineos Group announced the acquisition of the Greek wind portfolio of Dong Energy AS comprising of Energie E2 Aioliki SA and Energie E2 Aiolika Parka Karystias S.A. Adjusting for the Companies' net interest bearing debt position as of 31 December 2007, the total net consideration to be paid amounts to € 27m. The acquisition of those entities was completed on 5.11.2008.

The subsidiary company "ALUMINION S.A." has filed a lawsuit against the Public Power Company (PPC) regarding the validity of the termination of the initial electricity supply contract by the latter. In addition, "ALUMINION S.A." disputes the increase of electricity supply prices enforced by PPC in July 2008 on the electricity supply invoices following the relevant Ministerial decree (Ministry of Development) for the suspension of regulated invoices in high voltage and the obligation of PPC to negotiate with its customers subject to a ceiling of a 10% increase on current invoice.

The Group proceeded in a restructure of its open hedging positions for about 70.000 tn of Aluminum which resulted in an increase of the average selling price of the metal by 450\$/tn.

On 31/7/2008, the Company concluded an agreement for a common bond issue according to L.3156/2003 of Euro 465 mil., with a duration of 5 years, which accrues interest on a floating basis at Euro interbank borrowing rate (Euribor plus spread 0.85%).

### **III Prospects for the Forthcoming Year (2009)**

#### **Metallurgy and Mining Sector**

In 2009, the Group is expected to benefit significantly from the successful risk-hedging policy which had been followed prior to the outbreak of the crisis and the collapse of the prices of aluminium. Through the derivatives market, the company has managed to secure selling prices which are substantially higher than the current ones, for its entire aluminium production in 2009 as well as for the largest part of its production in 2010. Characteristic of this is that on 31.12.2008 the valuation of these forward positions exceeded \$300 million. At the same time, the Group has already taken measures to also obtain protection against the currency risk arising from a potential further weakening of the US Dollar, and has managed to drastically reduce its exposure to this currency. The above measures, coupled with the systematic efforts undertaken to curtail major cost components, translate to considerable advantages over the competition and allow the Group to face the future with confidence.

#### **Energy Sector**

The year 2009 is expected to prove a turning point in the energy sector, as during this year the huge investments made in terms of effort and funds will start to bear fruit and lead to tangible benefits that will strengthen significantly the Group's financial position. More in particular, the 334MW co-generation plant, one of the most modern power plants of its kind in Europe, is expected to enter into full commercial operation in June and contribute significantly to the operating results for 2009. In parallel, the Group's ambitious investment plan is continuing at a rapid pace, as construction of its second combined-cycle power plant in Agios Nikolaos (Viotia), with a capacity of 444 MW, is now nearing completion, and construction of a third plant, with a capacity of 395.9 MW, is about to begin in collaboration with MOTOR OIL. The Group is also strongly involved in the RES sector, where, after its recent acquisition from the Danish firm DONG of four wind parks in Evia with a total capacity of 18.6 MW, the Group's total operational capacity is now standing at 45 MW, with another 800 MW in various licensing stages. All the above help make more feasible the Group's goal of an installed operational capacity of more than 1,800 MW by the year 2013, and of making a significant contribution to the efforts to

address the serious social issues in connection with deficits in the power system and to drastically reduce expensive energy imports.

## **EPC Sector**

The successful course of METKA is expected to continue into 2009 and lead to impressive results for yet another year. The signed backlog of METKA, which currently stands at a record-high of €1 billion, serves as the best guarantee for continuation of this excellent performance. METKA is actively pursuing its operations in Greece and abroad, while also expanding dynamically to competitive markets abroad, carrying out EPC contracts for five major projects. In particular, implementation of the contracts is progressing for the projects of the PPC in Aliveri (contract value: €219 million), ENDESA HELLAS in Agios Nikolaos (contract value: €232 million), OMV PETROM in Romania (contract value: €210 million), and KORINTHOS POWER in Ag. Theodori (contract award value: €285 million). The huge project secured by METKA in Syria, involving the construction of a 700 MW PEEGT plant (contract award value: €650 million), is in the contract signature stage, and implementation is expected to begin during 2009. In addition to the above, METKA is in the final negotiation stages for a number of equally large projects in Greece and abroad, with good prospects for a successful outcome that, once established, will drive turnover and profits to new record-high levels in the next years.

## **The Strategy for the Group**

In a constantly changing economic environment, sustained high liquidity ensures smooth continuation of investments in all areas of business activity. Relying on its highly skilled human resources, substantial assets and financial robustness, the Group aims to secure its stable organic growth in the broader region of SE Europe, N. Africa and the Middle East, focusing on bringing into play the considerable synergies between the key areas of business activity and seeking to ensure their balanced development.

A core choice for growth is the goal to take advantage of the opportunities opened up by the liberalisation of the energy market in Greece. The investment plan of the Group, with investments worth more than €1 billion planned for the next three years, is key to realising the Group's vision of creating the largest independent producer of electrical power in the country.

## **IV Business Risk Management**

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and price risk), credit risk, liquidity risk, cash flow risk and fair value interest-rate risk. The Group's overall risk management programme focuses on the unpredictability of commodity and financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge the exposure to certain financial risks.

Risk management is carried out by a central treasury department (Group Treasury) under policies approved by the Board of Directors. Group Treasury operates as a cost and service centre and provides services to all business units within the Group, co-ordinates access to both domestic and international financial markets and manages the financial risks relating to the Group's operations.

## Credit Risk

The Group has no significant concentrations of credit risk with any single counter party. Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to wholesale customers, including outstanding receivables and committed transactions.

The tables below summarize the maturity profile of the Group's financial assets as at 31.12.2008 and 31.12.2007 respectively:

### Liquidity Risk Analysis - Trade Receivables

(Amounts in thousands €)

	GROUP					
	Past due but not impaired				Non past due	
	0-3 months	3-6 months	6-12 months	> 1 year	but not	Total
2008	12,163	1,722	3,345	823	232,263	250,316
2007	11,412	2,342	2,987	870	281,375	298,985

	COMPANY					
	Past due but not impaired				Non past due	
	0-3 months	3-6 months	6-12 months	> 1 year	but not	Total
2008	-	-	-	-	19,222	19,222
2007	-	-	-	-	7,824	7,824

## Liquidity Risk

Liquidity risk is related with the Group's need for the sufficient financing of its operations and development. The policy of the Group is to minimise interest rate cash flow risk exposures on long-term financing. Liquidity risk is managed by retaining sufficient cash and immediately liquidated financial assets as well as sufficient credit lines with Banks and Suppliers in relation to the required financing of operations and investments.

The tables below summarize the maturity profile of the Group's liabilities as at 31.12.2008 and 31.12.2007 respectively:



**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

<b>2008</b>	<b>GROUP</b>				
	<b>up to 6 months</b>	<b>6 to 12 months</b>	<b>1 to 5 years</b>	<b>after 5 years</b>	<b>Total</b>
Long Term Loans	-	-	311,195	-	<b>311,195</b>
Short Term Liabilities	27,341	72,373	343	-	<b>100,057</b>
Leasing liabilities	390	28	28	-	<b>446</b>
Trade and other payables	116,329	25,250	-	-	<b>141,579</b>
Other payables	18,909	3,402	-	-	<b>22,311</b>
<b>Total</b>	<b>162,968</b>	<b>101,053</b>	<b>311,566</b>	<b>-</b>	<b>575,588</b>

**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

<b>2007</b>	<b>GROUP</b>				
	<b>up to 6 months</b>	<b>6 to 12 months</b>	<b>1 to 5 years</b>	<b>after 5 years</b>	<b>Total</b>
Long Term Loans	-	-	56,855	-	<b>56,855</b>
Short Term Liabilities	287,645	7,911	-	-	<b>295,556</b>
Leasing liabilities	536	30	21	-	<b>587</b>
Trade and other payables	128,823	34,052	19,905	-	<b>182,781</b>
Other payables	14,877	15,448	-	-	<b>30,325</b>
<b>Total</b>	<b>431,882</b>	<b>57,442</b>	<b>19,926</b>	<b>-</b>	<b>509,250</b>

**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

<b>2008</b>	<b>COMPANY</b>				
	<b>up to 6 months</b>	<b>6 to 12 months</b>	<b>1 to 5 years</b>	<b>after 5 years</b>	<b>Total</b>
Long Term Loans	-	-	310,851	-	<b>310,851</b>
Short Term Loans	14,968	-	-	-	<b>14,968</b>
Leasing liabilities	-	-	-	-	<b>-</b>
Trade and other payables	-	-	-	-	<b>-</b>
Other payables	24,971	-	-	-	<b>24,971</b>
<b>Total</b>	<b>39,939</b>	<b>-</b>	<b>310,851</b>	<b>-</b>	<b>350,790</b>

**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

<b>2007</b>	<b>COMPANY</b>				
	<b>up to 6 months</b>	<b>6 to 12 months</b>	<b>1 to 5 years</b>	<b>after 5 years</b>	<b>Total</b>
Long Term Loans	-	-	12,550	-	<b>12,550</b>
Short Term Loans	228,646	-	-	-	<b>228,646</b>
Leasing liabilities	-	-	-	-	<b>-</b>
Trade and other payables	-	-	-	-	<b>-</b>
Other payables	46,084	-	-	-	<b>46,084</b>
<b>Total</b>	<b>274,730</b>	<b>-</b>	<b>12,550</b>	<b>-</b>	<b>287,280</b>

## Market Risk

### Price Risk

The Group's earnings are exposed to movements in the prices of the commodities it produces, which are determined by the international markets and the global demand and supply.

The Group is price risk from fluctuations in the prices of variables that determine either the sales and/or the cost of sales of the group entities (i.e. products' prices (LME), raw materials, other cost elements etc.). The Group's activities expose it to the fluctuations of the prices of Aluminium (AL), Zinc (Zn), Lead (Pb) as well as to Fuel Oil as a production cost.

### **Foreign Exchange Risk**

The Group is activated in a global level and consequently is exposed to foreign exchange risk emanating mainly from the US dollar. This kind of risk mainly results from commercial transactions in foreign currency as well as net investments in foreign entities. For managing this type of risk, the Group Treasury Department enters into derivative or non derivative financial instruments with financial institutions on behalf and in the name of group companies.

### **Interest Rate Risk**

Group's interest bearing assets comprises only of cash and cash equivalents. Additionally, the Group maintains its total bank debt in products of floating interest rate. In respect of its exposure to floating interest payments, the Group evaluates the respective risks and where deemed necessary considers the use of appropriate interest rate derivatives. The policy of the Group is to minimise interest rate cash flow risk exposures on long-term financing.

### **Effect from Risk Factors and Sensitivities Analysis**

The effect from the above mentioned factors to Group's operating results, equity and net results presented in the following table:

<b>LME AL (Aluminium)</b>	<b>\$/tn</b>	<b>+ - 50</b>
EBITDA	mil. €	+ - 1.44
Net Results	mil. €	+ - 1.44
Equity	mil. €	- + 8.07
<b>LME Zn (Zinc)</b>	<b>\$/tn</b>	<b>+ - 50</b>
EBITDA	mil. €	- + 0.10
Net Results	mil. €	- + 0.075
Equity	mil. €	- + 0.075
<b>LME Pb (Lead)</b>	<b>\$/tn</b>	<b>+ - 50</b>
EBITDA	mil. €	+ - 0.20
Net Results	mil. €	+ - 0.15
Equity	mil. €	+ - 0.15

<b>Parity \$/€</b>		<b>+ - 0.05</b>
EBITDA	mil. €	- + 15.65
Net Results	mil. €	- + 11.74
Equity	mil. €	- + 11.74

<b>Fuel Oil Price (FOB Med)</b>	<b>\$/tn</b>	<b>+ - 50\$</b>
EBITDA	mil. €	- + 6.32
Net Results	mil. €	- + 4.74
Equity	mil. €	- + 4.74

It is noted that an increase of five (5) basis points presume a decrease of 2.25 mil. € on net results and Equity.

The Group's exposure in price risk and therefore sensitivity may vary according to the transaction volume and the price level. However the above sensitivity analysis is representative for the Group exposure in 2008.

## **V Other Information for the Group and the Company**

### **Group Structure**

Companies included in the consolidated financial statements and the method of consolidation are presented in the following table:

Name of subsidiaries, associates and joint ventures	Country of Incorporation	Percentage	Consolidation method
MYTILINEOS S.A.	Greece	<b>Parent</b>	
METKA S.A.	Greece	55.43%	Full
SERVISTEEL	Greece	55.42%	Full
E.K.M.E. S.A.	Greece	22.17%	Full
RODAX A.T.E.E.	Greece	55.43%	Full
ELEMKA S.A.	Greece	46.28%	Full
BRIDGE ACCESSORIES & CONSTRUCTION SYSTEMS S.A.	Greece	34.21%	Full
ENERGY CONSTRUCTION DEVELOPMENT WESTERN GREECE S.A.	Greece	55.43%	Full
DELFI DISTOMON A.M.E.	Greece	100.00%	Full
ALUMINION S.A.	Greece	100.00%	Full
ALUMINION OF GREECE S.A.I.C.	Greece	100.00%	Full
ELVO	Greece	43.00%	Equity
DEFENSE MATERIAL INDUSTRY S.A.-MYTILINEOS AND Co,	Greece	100.00%	Full
INDUSTRIAL RESEARCH PROGRAMS "BEAT"	Greece	35.00%	Equity
GENIKI VIOMICHANIKI	Greece	Joint Management	Full
THORIKI S.A.I.C.	Greece		Full
THERMOREMA S.A.	Greece	20.00%	Equity
KASTANIOTIKO S.A.	Greece	47.29%	full until 30/06
POUGAKIA S.A.	Greece	47.54%	full until 30/06
KALOMOIRA S.A.	Greece	20.00%	Equity
DELTA ENERGY S.A.	Greece	44.99%	full until 30/06
FOIVOS ENERGY S.A.	Greece	44.99%	full until 30/06
YDROXOOS S.A.	Greece	44.99%	full until 30/06
PEPONIAS S.A.	Greece	28.12%	full until 30/06
FTHIOTIKI ENERGY S.A.	Greece	15.75%	Equity
YDRIA ENERGY S.A.	Greece	44.99%	full until 30/06
AIOLIKI MARTINOY S.A.	Greece	44.99%	full until 30/06
ARGIRI ENERGY S.A.	Greece	44.99%	full until 30/06
EN.DY. S.A.	Greece	44.99%	full until 30/06
FOTINOS TILEMAXOS S.A.	Greece	44.99%	full until 30/06
THESSALIKI ENERGY S.A.	Greece	44.99%	full until 30/06
IONIA ENERGY S.A.	Greece	24.50%	Equity
ELECTRONWATT S.A.	Greece	5.00%	Equity
BUSINESS ENERGY S.A.	Greece	12.46%	Equity
DELTA RENEWABLE ENERGY SOURCES S.A.	Greece	49.99%	full until 30/06
ENDESA Hellas S.A.	Greece	49.99%	Equity
NORTH AEGEAN RENEWABLES	Greece	49.99%	Equity
MYTILINEOS HELLENIC WIND POWER S.A.	Greece	39.99%	Equity
AIOLIKI ANDROU TSIROVLIDI S.A.	Greece	40.09%	Equity
AIOLIKI NEAPOLEOS S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS PIRGOS S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS POUNTA S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS HELONA S.A.	Greece	40.09%	Equity
AIOLIKI ANDROU RAHI XIROKABI S.A.	Greece	40.09%	Equity
AIOLIKI PLATANOU S.A.	Greece	40.09%	Equity
AIOLIKI SAMOTHRAKIS S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS DIAKOPTIS S.A.	Greece	40.09%	Equity
AIOLIKI SIDIROKASTROU S.A.	Greece	40.09%	Equity
HELLENIC SOLAR S.A.	Greece	49.99%	Equity
SPIDER S.A.	Greece	49.99%	Equity
GREENENERGY A.E.	Greece	39.99%	Equity
BUSINESS ENERGY TPOIZINIA	Greece	24.50%	Equity
MOVAL S.A. <sup>(1)</sup>	Greece	100.00%	Full
ARGYRITIS GEA S.A. <sup>(1)</sup>	Greece	100.00%	Full
ANEMOSTRATA RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ANEMODRASI RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ANEMORAHY RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ANEMOSKALA RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
KATAVATIS RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ENERGY E2 AIOLIKI S.A.	Greece	100.00%	Full
ENERGY E2 AIOLIKA PARKA KARYSTIAS S.A.	Greece	100.00%	Full
METKA BRAZI SRL <sup>(1)</sup>	Romania	55.43%	Full
SOMETRA S.A.	Romania	92.79%	Full
DELTA PROJECT CONSTRUCT SRL	Romania	95.01%	Full
MYTILINEOS FINANCE S.A.	Luxemburg	99.97%	Full
STANMED TRADING LTD	Cyprus	99.97%	Full
DROSCO HOLDINGS LIMITED	Cyprus	46.28%	Full
MYTILINEOS ELGRADO D.O.O.	Serbia	99.97%	Full
MYVEKT INTERNATIONAL SKOPJE	FYROM	99.97%	Full
RDA TRADING	Guernsey Islands	99.97%	Full

<sup>(1)</sup> Formed Subsidiaries for the period 1.-31.12.2008

## Related Party Transactions

The related party transactions mentioned below are on a pure commercial basis. The Group or any of its related parties has not entered in any transactions that were not in an arm's length basis, and do not intent to participate in such transactions in the future. No transaction had any special terms and there were no guarantees given or received.

In the tables below presented the intercompany transactions and balances between the Company, its subsidiaries and the BoD members for the fiscal year 2008 and the intercompany balances at 31.12.2008:

### Transactions with subsidiaries and associates

Amounts in thousands €

		GROUP	COMPANY
		31/12/2008	31/12/2008
Sales of goods to	ELVO	358	
Sales of goods to	ENDESA HELLAS S.A.	44,959	
Purchase of services from	STANMED TRADING LTD		447
Purchase of services from	ENDESA HELLAS S.A.	74	4
Sales of services to	DELFI DISTOMON A.M.E.		9
Sales of services to	THORIKI S.A.I.C.		664
Sales of services to	ALOUMINION S.A.		9,475
Sales of services to	ELEMKA S.A.		50
Sales of services to	METKA S.A.		6,084
Sales of services to	ENDESA HELLAS S.A.	90	17
Sales of services to	ELVO	127	126

**Receivables/ Liabilities from/ to subsidiaries and associates**

Amounts in thousands €

		<b>GROUP</b> <b>31/12/2008</b>	<b>COMPANY</b> <b>31/12/2008</b>
Receivables from	MYTILINEOS BELGRADE D.O.O.	540	11
Receivables from	BUSINESS ENERGY S.A.	14	14
Receivables from	ENDESA HELLAS S.A.	4,558	192
Receivables from	MYTILINEOS HELLENIC WIND POWER S.A.	748	748
Receivables from	FTHIOTIKI ENERGY S.A., Moshato, Athens	916	
Receivables from	POUGAKIA S.A.	6	
Receivables from	AIOLIKI MARTINOY S.A.	24	
Receivables from	YDROXOOS S.A.	114	
Receivables from	PELOPONISSOU S.A.	522	
Receivables from	ENERGY CONSTRUCTION DEVELOPMENT WESTERN GREECE S.A.		106
Receivables from	THORIKI S.A.I.C.		565
Receivables from	ALOUMINION S.A.		5,899
Receivables from	METKA S.A.		11,900
Receivables from	METKA S.A.		2
Receivables from	ELEMKA S.A.		4
Receivables from	ELVO	12	12
Receivables from	STANMED TRADING LTD		19,644
Receivables from	ENDESA HELLAS S.A.	10,931	

(Amounts in thousands €)

	<b>GROUP</b>		<b>COMPANY</b>	
	<b>31/12/2008</b>	<b>31/12/2007</b>	<b>31/12/2008</b>	<b>31/12/2007</b>
Short term employee benefits				
- Wages and Salaries and BOD Fees	13,387	13,592	5,880	5,513
- Insurance service cost	225	175	113	94
- Bonus	599	379	474	379
- Other remunerations	6	-	6	34
	<b>14,215</b>	<b>14,145</b>	<b>6,472</b>	<b>6,020</b>
Pension Benefits:				
- Defined benefits scheme	38	37	-	-
- Defined contribution scheme	221	171	61	68
- Other Benefits scheme	-	-	-	-
Payments through Equity	347	161	347	161
<b>Total</b>	<b>14,822</b>	<b>14,514</b>	<b>6,880</b>	<b>6,249</b>

## Corporate Governance

The company has adopted Corporate Governance Principles in line with those established by Greek legislation and by international best practices. These principles, on which the organization and management of the company are ultimately based, strive for transparency in investor relations and the indemnity of stakeholders' interest.

The Board of Directors of Mytilineos S.A. is the trustee of the Group's Corporate Governance Principles. It is comprised by 2 executive and 7 non-executive members. From the non-executive members, 5 satisfy the conditions set by law 3016/2002, and can be called "independent".

The Audit Committee is comprised by 2 non-executive members of the Board and its mission is to conduct objective internal and external audits and facilitate an effective communication among the auditors and the Board. Its responsibilities are to ensure compliance with the rules of Corporate Governance, guarantee a proper operation of the Internal Audit System and supervise the works of the company's Internal Audit Department.

Internal Auditing is a basic and essential element of corporate governance. The Internal Audit department of Mytilineos S.A. is an independent organizational unit that reports to the company's Board of Directors. Its responsibilities include the evaluation and improvement of risk management and internal auditing methodology. The unit also verifies compliance with legislated policies and with procedures set by the company's Internal Regulation of Operations, and the current legislation.

Mytilineos Holdings S.A. has an internal audit department. Head of the department is Mr. Papageorgiou Antonios. The Head of Internal Audit has a full time employment relationship to our company.

### **Dividend Policy**

Regarding the distribution of dividends the Board Of Directors, considering among others the Group's performance, the prospects and the Capital Expenditure plans, proposes the distribution of dividends of 0,10€/share (gross) as opposed to 0,51€/share in 2007, this proposed dividend is subject to the approval of the General Assembly and to note that, according to article 8 of L.3697/2008, dividends is subject to 10% withholding tax.

### **Post Balance Sheet events**

MYTILINEOS Group proceeded during the period 1.1.2009 to 24.3.2009 to the purchase of 564.049 treasury shares at an average price of €3,88 per share.

On 26 January 2009 the General Assembly of the Shareholders of the subsidiary Sometra S.A. resolved to the temporary suspension of the production activity of the Zinc-Lead production plant in Copsa Mica, Romania, and to drastically reduce the number of personnel. This decision



was considered necessary due to the extremely adverse conditions that prevail in the international markets for metals in combination with the lack of raw materials for the production of Zinc, after the world's main bulk concentrate mine ceased operation. It is noted that the price of Zinc in London's Metal Exchange (LME) registers an all-time record low of 1,100 USD/ton, down from 4,000 US/ton in early 2008. The temporary suspension of production of Sometra will significantly limit operating losses from the respective activity, and will thus impact positively on the Group's financial position.

There are no other significant subsequent events, apart from the abovementioned, which should be announced for the purposes of I.F.R.S.

**Evangelos Mytilineos**

**Chairman & Managing Director**

**MYTILINEOS S.A. – HOLDING**

**Information regarding the issues of article 4 paragraph 7-8 of L.3356/2007 of  
MYTILINEOS Holdings S.A.**

This explanatory report of the Board of Directors is submitted to the Ordinary General Shareholders' Meeting and contains detailed information regarding the issues of paragraph 7 and 8 of article 4 L.3356/2007.

**I. Company's Share Capital Structure**

The share capital of Mytilineos Holding S.A amounts to 125.173.241,66 euro, divided into 116.984.338 common registered shares with voting right and a par value of 1,07 euro each. Each share provides one voting right. The share capital of the company did not alter within 2008.

The shares of Mytilineos Holding S.A are listed on the Securities Market of the Athens Exchange.

The rights of the Company's shareholders with respect to their shares are proportional to the share capital stake to which the paid-in share value corresponds. Each share incorporates all the rights and obligations that are stipulated by the Law and Company's Articles of Association, and more specifically:

- The right to dividends from the annual profits or liquidation profits of the Company. A percentage of 35% of the net profits following deduction only of the statutory reserves or 6% of the paid in capital (and in particular the larger of the two amounts) is distributed from the profits of each year to the shareholders as an initial dividend while the distribution of an additional dividend is resolved upon by the General Meeting. The General Meeting determines the added dividend. Dividends are entitled to each shareholder who is registered in the Shareholders' Register held by the Company on the date of approval of the financial statements by the Ordinary General Shareholders' Meeting. The payment date and the payment method of the dividend are available through the media appointed by L. 3556/07. The right to receive payment of the dividend is subject to a time limitation and the respective unclaimed amount goes to the

State upon the lapse of five years from the end of the year during which the General Meeting approved the distribution of the said dividend.

- The right to reclaim the amount of one's contribution during the liquidation or, similarly, the writing off of the capital representing the share, provided that this is resolved upon by the General Meeting,
- The right of pre-emption at every share capital increase of the Company via cash payment or the issuance of new shares.
- Each shareholder is entitled to request the annual financial statements along with the relevant reports of the Board of Directors and the Auditors of the Company.
- Shareholders participate in the Company's General Meeting which constitute the following rights: legitimacy, presence, participation in discussions, submission of proposals on the items of the agenda, entry of one's opinion on the minutes of the Meeting and finally the right to vote.
- The General Meeting of Company's Shareholders retain all its rights and obligations during the winding up (according to paragraph 4 of article 33 of the Articles of Association).

The shareholders' responsibility is limited to the nominal value of the shares held.

## **II. Restrictions for Transferring Company Shares**

The transfer of Company shares takes place based on procedures stipulated by the law while there are no restrictions set by the Articles of Association for transfer of shares.

## **III. Important Indirect/Direct Participations According to Articles 9-10 of L.3556/07**

The Shareholders (natural or legal entity) that hold direct or indirect a more than 5% of Company's Shares and their respective voting rights are presented in the following table.

<b>Shareholders</b>	<b>Number of Shares</b>	<b>% of Shares</b>	<b>% of Voting Rights</b>
Evangelos Mytilineos	17,036,837	14.56%	15.88%
Ioannis Mytilineos	18,286,876	15.63%	17.05%
MYTILINEOS Holding S.A. - (own shares)	9,704,294	8.30%	0.00%
<b>Total</b>	<b>45,028,007</b>	<b>38.49%</b>	<b>32.93%</b>

#### **IV. Shares with Special Control Rights**

There are no Company shares that provide special control rights to their holders.

#### **V. Restrictions on Voting Rights**

No restrictions on voting rights emanate from the Company shares according to the Articles of Association.

#### **VI. Agreements between Company Shareholders**

The Company is not aware of any agreements among its shareholders, which would result in restrictions on the assignment of its shares or exercise of the voting rights stemming from such shares.

#### **VII. Regulations Regarding the Assignment and Replacement of BoD Members and Amendments of the Articles of Association**

For the assignment and replacement of BoD members as well as for amendments of its Articles of Association, the Company follows the provisions of C.L. 2190/1920

#### **VIII. Responsibility of the BoD for the Issuance of New Shares or Acquisition of Own Shares According to C.L. 2190/1920**

A) According to the provisions of article 13 par. 1 item b) of C.L. 2190/1920 and the article 5 of the Articles of Association, the Company's Board of Directors has the right, following a relevant decision by the General Shareholder's Meeting to increase the Company's share capital with the

issuance of new shares, through a decision by the Board of Directors that is made with a majority of at least two thirds (2/3) of its total members.

In this case, Company's share capital may be increased by no more than the share capital amount paid up on the date when the Board of Directors was granted such power by the General Meeting, This power of the Board of Directors may be renewed by the General Meeting for a period that may not exceed five year per instance of renewal.

B) In accordance with the decisions of the General Meeting of shareholders of the Company on 14.6.2006 and 3.9.2007 the Board of Directors of the Company: (a) On 5.12.2007 resolved on the specification of the terms and table of allocation of the stock option plan of the Company pursuant to the provisions of article 13 para. 13 of codified law 2190/1920 as in force, in favour of members of the Board and executive members of the Company and its affiliates. According to the above decision, there are 28 beneficiaries with up to 171.715 corresponding call options for the current year. It is noted that the beneficiaries of the program did not exercise their rights in 2008.

C) According to the provisions of the paragraphs 5-13 of article 16 par. 9 item b) of C.L. 2190/1920, the listed companies may acquire own shares through the Athens Stock Exchange, according to decision of the General Meeting until the 10% of total shares, in order to support the stock exchange price. In the Meeting held on 14.6.2006 the General Meeting of Shareholders, making use of the above possibility provided by the Law, decide that the Company should acquire, during the period 14.6.2006 - 13.6.2007 no more than 4.054.034 shares, equivalent to 10% of total existing shares, in order to support the stock exchange price of its share, in a price range between € 5 (minimum) and € 35 (maximum). In the Meeting held on 16.2.2006 the General Meeting of Shareholders amended the initial decision in a price range between € 5 (minimum) and € 50 (maximum). In the context of implementing the aforementioned General Meeting decision, the Company's BoD defines by resolution, prior to the start of the individual trading period, the principal trading terms, in particular the maximum number of own shares to be acquired, maximum and minimum price and time period that shares shall be acquired. The company on 6.6.007 completed the 3rd phase of its Share Buyback Program through the acquisition of 1.096.293 treasury shares at an average price of

35,27 euro on the context of the 16.2.2007 decision of the Board of Directors. During that period the company had acquired a total of 5.695.898 (adjusted after split) treasury shares which represented 4,82% of share capital

D) On 7.12.2007, the Board of Directors of the Company resolved on the commencement of the plan regarding the acquisition of owned shares, on the purpose of realizing strategic goals and business targets, pursuant to article 16 para. 1 of codified law 2190/1920, in implementation of the decision of the Extraordinary General Meeting of the Company's shareholders of 7.12.2007, and all acquisitions will be made pursuant to the provisions of Regulation 2273/2003 of the EU Committee. In the period from 13.12.2007 until 6.12.2009, the Company will acquire up to six million fifty three thousand nine hundred and seven (6.053.907) owned shares, at a minimum acquisition price of € 2,08 euros per share and a maximum acquisition price of € 25 euros per share. During the reported period the company acquired a total of 4.068.396 treasury shares. Up to 31.12.2008 the Company has totally acquired 9.704.294 treasury shares which represents 8,30% of its share capital.

#### **IX. Important Agreement which is Amended / Terminated in Case a Change Arises in the Company's Control Following a Public Offer**

There are no agreements which enter into force, are amended or terminated in the event of change in the control of the Company following a public offer.

## **X. Agreement Between the Company and BoD Members or Employees Regarding the Termination of their Terms / Employment**

There is no agreement between the Company and the BoD members or staff providing for the payment of any compensation specifically in the event of resignation or dismissal without cause, or termination of their mandate or employment as a result of a Public Acquisition Offer.

The provisions formed for retirement compensations amounted to € 611 thousand as at 31.12.2008.

**Evangelos Mytilineos**  
**Chairman & Managing Director**  
**MYTILINEOS Holdings S.A.**

#### **D. Annual Financial Statements**

We confirm that the attached Financial Statements are those approved by the Board of Directors of "MYTILINEOS S.A." at 26.03.2008 and have been published to the electronic address [www.mytilineos.gr](http://www.mytilineos.gr). It is noted that the published, in the press, brief financial data aim to provide the user with general information but do not present a full picture of the Company's and Group's financial results and position, according to International Accounting Standards. It is also noted that, for simplification purposes, the published, in the press, brief financial data contain summarizations or reclassifications of certain figures.



## I. Income Statement

(Amounts in thousands €)

	Notes	THE GROUP		THE COMPANY	
		1/1-31/12/08	1/1-31/12/07	1/1-31/12/08	1/1-31/12/07
<b>Sales</b>	5.1, 5.2	975,755	912,597	231	3,256
Cost of sales	6.22	(853,764)	(748,994)	-	(826)
<b>Gross profit</b>		<b>121,991</b>	<b>163,603</b>	<b>231</b>	<b>2,430</b>
Other operating income	6.24	31,753	50,455	17,821	25,620
Distribution expenses	6.23	(8,113)	(10,288)	(286)	(165)
Administrative expenses	6.23	(45,351)	(50,529)	(17,684)	(21,377)
Other operating expenses	6.24	(19,700)	(22,177)	(271)	(3,023)
<b>Earnings before interest and income tax</b>		<b>80,580</b>	<b>131,064</b>	<b>(189)</b>	<b>3,485</b>
Financial income	6.25	2,988	17,142	436	15,813
Financial expenses	6.25	(30,365)	(25,891)	(17,362)	(16,911)
Other financial results	6.26	2,417	152,268	36,771	188,190
Share of profit of associates		(7,526)	(194)	-	-
<b>Profit before income tax</b>		<b>48,094</b>	<b>274,389</b>	<b>19,656</b>	<b>190,577</b>
Income tax expense	6.28	(15,388)	(59,170)	1,936	(29,504)
<b>Profit for the period</b>		<b>32,706</b>	<b>215,219</b>	<b>21,592</b>	<b>161,073</b>
Result from discontinuing operations	6.31	(1,359)	(4,546)	-	-
<b>Profit for the period</b>		<b>31,347</b>	<b>210,673</b>	<b>21,592</b>	<b>161,073</b>
<b>Attributable to:</b>					
Equity holders of the parent		18,492	193,602	21,592	161,073
Minority interest		12,855	17,071	-	-
Basic earnings per share	6.29	0.1687	1.7120	0.1970	1.4244
Diluted earnings per share	6.29	-	-	-	-
		<b>Summary of Results from discontinuing operations</b>	<b>Summary of Results from discontinuing operations</b>		
Earnings before income tax, financial results, depreciation and amortization (Cicular No.34 Hellenic Capital Market)	(A)	104,314	153,707	186	4,370
<b>Operating Earnings before income tax, financial results, depreciation and amortization (Group EBITDA)</b>	<b>(B)</b>	<b>117,559</b>	<b>153,707</b>		
Earnings before income tax and financial results		80,580	131,064	(189)	3,485
Earnings before income tax		48,094	274,389	19,656	190,577
Earnings for the period		32,706	215,219	21,592	161,073

**(A) Definition of line item: Earnings before income tax, financial results, depreciation and amortization (Cicular No.34 Hellenic Capital Market)**

Earnings before income tax	48,094
Plus: Financial results	14,644
Plus: Capital results	17,842
Plus: Depreciation	23,734
<b>Earnings before income tax, financial results, depreciation and amortization (Cicular No.34 Hellenic Capital Market)</b>	<b>104,314</b>

**(B) Definition of line item: Operating Earnings before income tax, financial results, depreciation and amortization (Group EBITDA)**

Earnings before income tax	48,094
Plus: Financial results	14,644
Plus: Capital results	17,842
Plus: Depreciation	23,734
<b>Subtotal</b>	<b>104,314</b>
(*) Plus: Other operating results (I)	(2,231)
(*) Plus: Other operating results (II)	15,475
<b>Operating Earnings before income tax, financial results, depreciation and amortization (Group EBITDA)</b>	<b>117,559</b>

(\*) For the determination of Group EBITDA, the Group included in other operating results the following:

- I) The Group share in the EBITDA of associate companies where these are active in one of the Group's reported Business Segments.  
The above amount of 2.2 mil € regards the Groups percentage in the EBITDA of the associate Endesa Hellas which is active in the Energy Sector
- II) The Group's share on the profit from the construction of fixed assets on account of associates when these are active in one of its reported Business Segments.  
The reason for that is that such profits will be released in the Group accounts on a net profitability level over the same period as depreciation is charged.  
The above amount of 15.5 mil € regards the profit from the construction of the power station in St. Nicolas on behalf of the associate Endesa Hellas

*The accompanying notes are an integral part of these consolidated financial statements*

## II. Balance Sheet

(Amounts in thousands €)

		THE GROUP		THE COMPANY	
	Notes	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>ASSETS</b>					
<b>Non Current Assets</b>					
Tangible Assets	6.1	421,517	387,654	10,998	11,136
Goodwill	6.2	171,730	141,359	-	-
Intangible Assets	6.3	6,252	9,155	76	61
Investments in Subsidiary Companies		-	-	664,258	670,048
Investments in Associate Companies	6.4	206,040	190,159	215,144	178,452
Deferred Tax Receivables	6.5	19,689	23,676	622	588
Financial Assets Available for Sale		477	477	37	37
Derivatives	6.10	73,600	19,274	-	-
Other Long-term Receivables	6.6	2,711	1,354	113	110
		<b>902,016</b>	<b>773,108</b>	<b>891,248</b>	<b>860,432</b>
<b>Current Assets</b>					
Inventories	6.7	174,020	180,883	-	-
Trade and other receivables	6.8	250,316	298,985	19,222	7,824
Other receivables	6.9	57,105	65,152	7,979	61,745
Financial assets at fair value through profit or loss	6.11	2,757	6,702	1,031	2,903
Derivatives	6.10	129,205	17,318	-	-
Cash and cash equivalents	6.12	44,403	84,933	2,507	4,104
		<b>657,806</b>	<b>653,973</b>	<b>30,739</b>	<b>76,576</b>
Non Current Assets Available for Sale	6.33	210,329	222,638	-	-
<b>Total Assets</b>		<b>1,770,151</b>	<b>1,649,719</b>	<b>921,987</b>	<b>937,008</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Equity</b>					
Share capital	6.13	114,790	119,143	114,790	119,143
Share premium		198,650	223,993	49,969	75,312
Fair value reserves		203,486	35,723	-	-
Other reserves	6.14	148,181	110,524	94,481	94,237
Translation reserves		(32,164)	(35,317)	-	-
Retained earnings		215,757	288,927	262,360	297,455
<b>Equity attributable to parent's shareholders</b>		<b>848,700</b>	<b>742,993</b>	<b>521,600</b>	<b>586,147</b>
<b>Minority interests</b>		<b>52,609</b>	<b>56,860</b>	<b>-</b>	<b>-</b>
<b>Total Equity</b>		<b>901,309</b>	<b>799,853</b>	<b>521,600</b>	<b>586,147</b>
<b>Non-Current Liabilities</b>					
Long-term debt	6.15	311,195	56,855	310,851	12,550
Derivatives	6.10	-	-	-	-
Deferred tax liability	6.5	72,688	78,133	46,401	48,356
Liabilities for pension plans	6.16	44,868	40,597	611	598
Other long-term liabilities	6.17	56,701	24,093	-	-
Provisions	6.18	15,175	18,945	1,268	1,268
<b>Total Non-Current Liabilities</b>		<b>500,627</b>	<b>218,623</b>	<b>359,131</b>	<b>62,772</b>
<b>Current Liabilities</b>					
Trade and other payables	6.19	141,579	182,781	-	-
Tax payable	6.20	19,293	59,961	1,069	13,067
Short-term debt	6.15	100,057	295,637	14,968	228,646
Liabilities to subsidiaries	6.21	-	-	19,645	34,865
Derivatives	6.10	-	-	-	-
Other payables	6.21	22,311	30,325	5,326	11,218
Current portion of non-current provisions	6.18	437	2,390	248	293
<b>Total current liabilities</b>		<b>283,677</b>	<b>571,094</b>	<b>41,256</b>	<b>288,089</b>
<b>Total liabilities</b>		<b>784,304</b>	<b>789,717</b>	<b>400,387</b>	<b>350,861</b>
Liabilities related to non current assets available for sale	6.33	84,538	60,149	-	-
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,770,151</b>	<b>1,649,719</b>	<b>921,987</b>	<b>937,008</b>

*The accompanying notes are an integral part of these consolidated financial statements*

### III. Statement of Changes in Equity (Group)

	Notes	Attributable to the group's shareholders							Total	Minorities	Total
		Share Capital	Share Capital above par	Revaluation Reserves	Stock Option Plan Reserve	Other Reserves	Translation Reserves	Profit(Loss) carried forward			
(Amounts in thousands €)											
<b>Opening Balance 01/01/2007, according to IFRS - as published-</b> Equity movement for the accounting of the merger of Aluminium of Greece and Delta Project based on IAS 8		24,162	181,117	991	-	33,482	(9,844)	220,482	450,390	328,747	779,137
		74,812	201,666	-	-	-	-	-	276,478	(276,478)	-
<b>Adjusted Opening Balance, 1st January 2007, according to IFRS from application of IAS 8</b> <b>Change in equity for the period 01/01 - 31/12/2007</b>		98,974	382,784	991	-	33,482	(9,844)	220,482	726,868	52,269	779,137
<b>Translation reserve of foreign Subsidiaries</b>		-	-	-	-	-	(25,474)	-	(25,474)	(1,652)	(27,126)
<b>Taxes recognised directly in Equity</b>		-	-	-	-	(2,880)	-	(34,880)	(37,760)	(37,760)	(37,760)
Dividends paid		-	-	-	-	-	-	(22,976)	(22,976)	(32,193)	(55,169)
Transfer to reserves		-	-	-	-	48,092	-	(46,883)	1,209	(1,209)	-
- <b>Available for sale financial assets</b>		-	-	(16,500)	-	-	-	-	(16,500)	-	(16,500)
Profit (Loss) from revaluation recognized directly in equity		-	-	-	-	-	-	-	-	-	-
Minus: Profit (Loss) transferred to income statement due to sale		-	-	-	-	-	-	-	-	-	-
- <b>Cash Flow hedging reserve</b>		-	-	-	-	-	-	-	-	-	-
Profit (Loss) recognized directly in equity		-	-	-	-	-	-	-	-	-	-
Profit (Loss) transferred to income statement due to sale		-	-	-	-	-	-	-	-	-	-
<b>Net profit(loss) recognized directly in Equity</b>		-	-	46,650	-	45,212	(25,474)	(104,738)	(38,350)	(35,054)	(73,404)
Treasury stock sales/purchases		(5,880)	(65,827)	-	-	-	-	-	(71,707)	-	(71,707)
Equity movement for the accounting of the merger of Aluminium of Greece and Delta Project based on IAS 8		24,945	(88,469)	-	-	-	-	(10,769)	(74,294)	74,294	-
Minorities decrease from Subsidiaries Treasury Shares cancellation		877	(877)	-	-	-	-	-	(4,486)	-	(4,486)
Impact from acquisition of share in subsidiaries		135	(4,621)	-	-	-	-	-	1,257	-	1,257
Impact from sale of share in subsidiaries		92	1,003	-	161	31,670	-	(9,649)	10,103	(51,108)	(41,005)
Net profit(loss) for the period 1/1/-31/12/2007		-	-	(11,918)	-	-	-	-	(6,265)	(6,265)	(6,265)
<b>Total Recognised Profit(Loss) for the period</b>		-	-	-	-	-	-	-	5,694	5,694	5,694
<b>Closing Balance at 31st December 2007, according to IFRS</b>		20,169	(158,791)	34,732	161	76,882	(25,474)	68,445	16,124	4,591	20,716
		119,143	223,993	35,723	161	110,364	(35,317)	288,927	742,992	56,861	799,853
<b>Opening Balance 1st January 2008, according to IFRS - as published-</b> <b>Change in equity for the period 01/01 - 31/12/2008</b>		119,143	223,993	35,723	161	110,364	(35,317)	288,927	742,992	56,861	799,853
<b>Translation reserve of foreign Subsidiaries</b>		-	-	-	-	-	3,153	-	3,153	226	3,379
<b>Taxes recognised directly in Equity</b>		-	-	-	-	-	-	(56,789)	(56,789)	(11,577)	(68,366)
Dividends paid	6.37	-	-	-	-	37,310	-	(37,310)	-	-	-
Transfer to reserves		-	-	-	-	-	-	-	-	-	-
- <b>Available for sale financial assets</b>		-	-	-	-	-	-	-	-	-	-
Profit (Loss) from revaluation recognized directly in equity		-	-	-	-	-	-	-	-	-	-
Minus: Profit (Loss) transferred to income statement due to sale		-	-	-	-	-	-	-	-	-	-
- <b>Cash Flow hedging reserve</b>		-	-	-	-	-	-	-	-	-	-
Profit (Loss) recognized directly in equity		-	-	-	-	-	-	-	-	-	-
Profit (Loss) transferred to income statement due to sale		-	-	200,907	-	-	-	-	200,907	-	200,907
<b>Net profit(loss) recognized directly in Equity</b>		-	-	(33,144)	-	-	-	-	(33,144)	-	(33,144)
Treasury stock sales/purchases		-	167,764	-	-	37,310	3,153	(94,099)	114,128	(11,351)	102,777
Stock Option Plan		(4,353)	(25,343)	-	347	-	-	-	(29,696)	-	(33,144)
Impact from acquisition of share in subsidiaries		-	-	-	-	-	-	-	347	-	347
Impact from transfer of subsidiary (DRES)		-	-	-	-	-	-	(2,165)	(2,165)	(2,300)	(4,465)
Net profit(loss) for the period 1/1/-31/12/2008		-	-	-	-	-	-	4,601	4,601	(3,454)	1,147
<b>Total Recognised Profit(Loss) for the period</b>		(4,353)	(25,343)	167,764	347	37,310	3,153	(73,171)	105,707	(4,250)	101,456
<b>Closing Balance at 31st December 2008, according to IFRS</b>		114,790	198,650	203,486	508	147,674	(32,164)	215,756	848,699	52,610	901,309

The accompanying notes are an integral part of these consolidated financial statements

## IV. Statement of Changes in Equity (Company)

(Amounts in thousands €)

		Attributable to the parent's shareholders			
	Notes	Share Capital	Share Capital above par	Other reserves	Profit(Loss) carried forward
					Total
<b>Opening Balance at 01/01/2007 according to IFRS</b>		24,162	177,503	4,592	53,625
<i>Equity movement for the accounting of the merger of Aluminium of Greece and Delta Project based on IAS 8</i>		74,080	(1,349)	62,199	228,014
<b>Opening Balance at 01/01/2007 according to IFRS</b>		<b>98,242</b>	<b>176,154</b>	<b>66,791</b>	<b>281,639</b>
<i>Adjustments in Shareholders Equity for the period 1/1-31/12/07</i>					
Treasury Stock Purchases		(5,880)	(65,827)	-	-
Μεταβολή ιδίων Κεφαλαίων από συγχώνευση		26,689	(36,019)	11,607	(106,602)
Αύξηση Μετοχικού Κεφαλαίου από Stock Options		92	1,003	-	-
Εύλογη αξία Stock Options		-	-	161	-
Διανομή ανανεωμένων Χρήσης 2007		-	-	15,679	(38,655)
Net Profit for the period 1/1-31/12/07		-	-	-	161,073
<b>Total recognised profit(loss) for the period Closing balance at 31/12/2007</b>		<b>20,901</b>	<b>(100,843)</b>	<b>27,447</b>	<b>15,816</b>
		<b>119,143</b>	<b>75,311</b>	<b>94,238</b>	<b>297,455</b>
<b>Opening Balance at 01/01/2008 according to GR Gaap</b>		119,143	75,312	94,237	297,455
<i>Adjustments in Shareholders Equity for the period 1/1-31/12/08</i>					
Treasury Stock Purchases	6.32	(4,353)	(25,344)	-	-
Adjustments in Shareholders Equity due to sale of investment		-	-	-	-
Stock Options fair value		-	-	347	-
Taxes recognised directly in Equity		-	-	-	-
Transfer op reserves		-	-	(103)	103
Dividends paid	6.37	-	-	-	(56,789)
Net Profit for the period 1/1-31/12/08		-	-	-	21,592
<b>Total recognised profit(loss) for the period Closing balance at 31/12/2008</b>		<b>(4,353)</b>	<b>(25,344)</b>	<b>244</b>	<b>(35,094)</b>
		<b>114,790</b>	<b>49,968</b>	<b>94,481</b>	<b>262,361</b>
					<b>521,600</b>

The accompanying notes are an integral part of these consolidated financial statements

## V. Cash Flow Statement

(Amounts in thousands €)

	Notes	THE GROUP		THE COMPANY	
		1/1-31/12/08	1/1-31/12/07	1/1-31/12/08	1/1-31/12/07
<b>Cash flows from operating activities</b>					
Cash flows from operating activities	6.30	151,398	127,624	20,380	36,244
Interest paid		(26,799)	(25,317)	(14,210)	(16,995)
Taxes paid		(57,008)	(57,535)	(10,665)	(48,190)
<b>Net Cash flows continuing operating activities</b>		<b>67,591</b>	<b>44,772</b>	<b>(4,495)</b>	<b>(28,941)</b>
<b>Net Cash flows discontinuing operating activities</b>		<b>(1,583)</b>	<b>(3,175)</b>	<b>-</b>	<b>-</b>
<b>Net Cash flows from continuing and discontinuing operating activities</b>		<b>66,008</b>	<b>41,597</b>	<b>(4,495)</b>	<b>(28,941)</b>
<b>Cash flows from investing activities</b>					
Purchases of tangible assets	6.1	(13,473)	(14,291)	(236)	(398)
Purchases of intangible assets	6.2	(2,893)	(2,676)	(41)	(102)
Sale of tangible assets	6.1	159	1,478	72	636
Dividends received		(316)	541	34,023	35,678
Loans to related parties		-	1,703	-	-
Purchase of financial assets at fair value through profit and loss		1,228	(1,000)	-	-
(Acquisition )/Sale of subsidiaries (less cash)		(33,792)	70,096	(24,049)	19,981
Sale of financial assets held-for-sale		-	948	-	-
Sale of financial assets at fair value through profit and loss		-	979	-	-
Interest received		3,809	17,679	436	15,811
Cash received from loans to associates		-	-	-	-
Grants received		178	185	-	-
Other cash flows from investing activities		(10)	(30)	-	-
<b>Net Cash flow from continuing investing activities</b>		<b>(45,110)</b>	<b>75,612</b>	<b>10,205</b>	<b>71,606</b>
<b>Net Cash flow from discontinuing investing activities</b>		<b>(2,319)</b>	<b>(94,519)</b>	<b>-</b>	<b>-</b>
<b>Net Cash flow from continuing and discontinuing investing activities</b>		<b>(47,429)</b>	<b>(18,907)</b>	<b>10,205</b>	<b>71,606</b>
<b>Cash flow from financing activities</b>					
Proceeds from issue of share capital		-	1,096	-	1,096
Sale of treasury shares		(29,696)	(77,701)	(29,696)	(77,701)
Tax payments		-	(2,949)	-	-
Dividends paid to parent's shareholders		(69,126)	(60,437)	(57,551)	(74,765)
Proceeds from borrowings		297,041	321,132	296,906	22,827
Repayments of borrowings		(5,163)	(273,731)	(5,000)	(26,343)
Payment of finance lease liabilities		(135)	(69)	-	-
<b>Net Cash flow continuing financing activities</b>		<b>192,921</b>	<b>(92,659)</b>	<b>204,659</b>	<b>(154,886)</b>
<b>Net Cash flow discontinuing financing activities</b>		<b>(460)</b>	<b>6,616</b>	<b>-</b>	<b>-</b>
<b>Net Cash flow continuing and discontinuing financing activities</b>		<b>192,461</b>	<b>(86,043)</b>	<b>204,659</b>	<b>(154,886)</b>
<b>Net (decrease) / increase in cash and cash equivalents</b>		<b>211,040</b>	<b>(63,353)</b>	<b>210,369</b>	<b>(112,221)</b>
Cash and cash equivalents at beginning of period		(210,698)	(135,820)	(224,542)	(112,322)
Less: Cash and cash equivalents at beginning of period from discontinuing activities		13,058	24,850	-	-
Exchange differences in cash and cash equivalents		1,614	261	1,712	-
<b>Net cash at the end of the period</b>		<b>(11,102)</b>	<b>(223,762)</b>	<b>(12,461)</b>	<b>(224,543)</b>
<b>Overdrafts</b>		<b>(100,057)</b>	<b>(295,637)</b>	<b>(14,968)</b>	<b>(228,646)</b>
<b>Cash and cash equivalent</b>		<b>44,403</b>	<b>84,933</b>	<b>2,507</b>	<b>4,103</b>
<b>Cash and cash equivalents at evð of period from discontinuing activities</b>		<b>44,552</b>	<b>(13,058)</b>	<b>-</b>	<b>-</b>
<b>Net cash at the end of the period</b>		<b>(11,102)</b>	<b>(223,762)</b>	<b>(12,461)</b>	<b>(224,543)</b>

*The accompanying notes are an integral part of these consolidated financial statements*

## **1. Information about MYTILINEOS HOLDINGS S.A.**

### **1.1 General Information**

Mytilineos Holdings S.A. is today one of the biggest industrial Groups internationally, activated in the sectors of Metallurgy, EPC, Energy, and Defence. The Company, which was founded in 1990 as a metallurgical company of international trade and participations, is an evolution of an old metallurgical family business which began its activity in 1908.

Devoted to continuous growth and progress and aiming to be a leader in all its activities, the Group promotes through its long presence its vision to be a powerful and competitive European Group of “Heavy Industry”.

The group’s headquarters is located in Athens – Maroussi (5-7 Patroklou Str., P.C. 151 25) and its shares were listed in the Athens Stock Exchange in 1995.

The financial statements for the year ended 31.12.2008 (along with the respective comparative information for the previous year 2007), were approved by the Board of directors on 26.03.2009.

### **1.2 Nature of Activities**

During the last ten years the Group’s activities have expanded from the traditional sector of international metal’s trading to those of construction and energy. The group aims in the development of synergies between the three different areas of activities, by delegating the role of management and strategy formation in Mytilineos Holdings S.A.

The group monitors its performance on Metallurgy & Mining Sector through the subsidiaries “Aluminium S.A.” (Alumina–Aluminium) and “Sometra S.A.” (Zinc–Lead). Zinc – Lead Sector was the first which effected from the negative economic environment mainly due to the decrease on demand, the increasing prices of coke and the difficulty to find appropriate Raw Materials. All the above mentioned reasons lead the General Assembly of the company on 26.01.2009 to suspend temporary the production activity. Also, for the Alumina – Aluminium Sector, the situation, especially the second half of 2008, lead to the same action but the Group

manage through the hedging and treasury policy to handle the negative impacts and finally to bring results which were above the Management's provisions.

The Group through its subsidiary METKA is the leading and most specialized EPC Constructor in Greece and expanded in competitive markets abroad with value of pending construction contracts amounting to €524mil and construction contracts under negotiation amounting to €935mil.

The Group through the strategic alliance with "ENDESA EUROPA", holds a significant and balanced portfolio of energy assets while its solvency ratio secures the financing of the development of the largest energy plan in Greece.

## **2. Basis for Preparation of the Financial Statements**

The consolidated financial statements of MYTILINEOS S.A. as of December 31st 2008 covering the entire 2008 fiscal year, have been compiled based on the historic cost principle as is amended by the readjustment of specific asset and liability items into market values, the going concern principle and are in accordance with the International Financial Reporting Standards (IFRS) that have been issued by the International Accounting Standards Board (IASB) and their interpretations that have been issued by the International Financial Reporting Interpretations Committee (IFRIC) of the IASB. The accompanying standalone financial statements are compiled by demand of the statutory law 2190/1920.

According to the IFRS, the preparation of the Financial Statements requires estimations during the application of the company's accounting principles. Important admissions are presented wherever it has been judged appropriate.

The reporting currency is Euro (currency of the country of the domicile of the parent Company) and all amounts are reported in thousands unless stated otherwise.

### **3. Basic Accounting Principles**

The accounting principles under which the attached financial statements have been prepared and the Group applies consistently are the following:

#### **3.1 New and Amended Accounting Standards and Interpretations of IFRIC**

##### **a) New and Amended Standards and Interpretations Applicable to the December 2008 year-end**

##### ***IAS 39 & IFRS 7 Financial Instruments: Recognition and Measurement & Disclosures: Reclassification of Financial Assets - (amendment October 2008)***

The amendment to IAS 39 becomes effective for annual periods beginning on or after 1<sup>st</sup> July 2008. The amendment permits an entity to reclassify non-derivative financial assets (other than those designated at fair value through profit or loss by the entity upon initial recognition) out of the fair value through profit or loss category in particular circumstances. It also permits an entity to transfer from the available-for-sale category to the loans and receivables category a financial asset that would have met the definition of loans and receivables (if the financial asset had not been designated as available for sale), if the entity has the intention and ability to hold that financial asset for the foreseeable future. This amendment did not have an impact on the Group's financial statements.

##### ***IFRIC 11 IFRS 2 — Group and Treasury Share Transactions***

This interpretation is effective for periods beginning on or after 1 March 2007. This interpretation requires that arrangements whereby an employee has rights to an entity's equity instruments to be accounted for as an equity-settled scheme, even if: The entity chooses to, or is required to, buy those equity instruments (i.e., treasury shares) from another party, or A shareholder of the entity provides the equity instruments needed. The interpretation also sets out requirements as to how subsidiaries, in their separate financial statements, should account for schemes when their employees receive equity instruments of the parent. In particular, it requires that: When the parent grants equity instruments to a subsidiary's employees, they are accounted for as an equity-settled arrangement (and as an equity contribution by the parent) only if the parent accounts for it this way in the consolidated financial statements. Where employees transfer between entities in a group and retain their rights under the share-based payment arrangement, each entity



recognises an expense based on the proportion of the total vesting period for which the employee has worked for that subsidiary. When a subsidiary grants the equity instruments of its parent to its employees the transaction is accounted for as a cash-settled scheme and a liability recognised. This amendment did not have an impact on the Group's financial statements.

### ***IFRIC 12 Service Concession Agreements***

IFRIC 12 handles the way with which the concession managers of a service concession must apply IFRS to account for the liabilities they undertake and the rights provided to them in the service concession agreements. IFRIC 12 is effective from the 1<sup>st</sup> January 2008 and is not expected to affect the Group's financial statements.

### ***IFRIC 14 IAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction (effective for annual periods beginning on or after 1 January 2008)***

This Interpretation did not impact the Group's financial statements, since all the funded defined benefits programs exist, resulting in net obligation.

## **b) New and Amended Standards and Interpretations Applicable to December 2009 Year-Ends**

### ***IFRS 1 First-time Adoption of International Financial Reporting Standards — Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate (Amendments)***

IFRS 1 is amended to allow an entity, in its separate financial statements, to determine the cost of investments in subsidiaries, jointly controlled entities or associates (in its opening IFRS financial statements) as one of the following amounts:

- Cost determined in accordance with IAS 27
- At the fair value of the investment at the date of transition to IFRS, determined in accordance with IAS 39 Financial Instruments: Recognition and Measurement
- The previous GAAP carrying amount of the investment at the date of transition to IFRS

This determination is made for each investment, rather than being a policy decision. The amendment is effective for periods beginning on or after 1 January 2009. This amendment will not have any effect on the financial position of the Group.

### ***IFRS 2 'Share Based Payment: "vesting Conditions and Cancellations" – Amendment***

The amendment clarifies two issues: The definition of 'vesting condition', introducing the term 'non-vesting condition' for conditions other than service conditions and performance conditions. It also clarifies that the same accounting treatment applies to awards that are effectively cancelled by either the entity or the counterparty. The Group expects that this Interpretation will have no impact on its financial statements. The amended IFRS 2 becomes effective for financial years beginning on or after January 2009.

### ***IFRS 8 Operating Sectors***

IFRS 8 replaces IAS 14 and sets different disclosure requirements regarding the information by activity sectors. IFRS 8 is effective from the 1<sup>st</sup> January 2009 and is expected to be adopted by the Group.

### ***IAS 1 Presentation of Financial Statements – Revised***

The standard was revised to require statement of changes in equity to include only transactions with shareholders. A new statement of comprehensive income is introduced and dividends to equity holders are shown only in the statement of changes of equity or notes to the financial statements. The revised IAS 1 becomes effective for financial years beginning on or after January 2009 and is expected to be adopted by the Group.

### ***IFRS 23 - (amendment) Borrowing Cost***

In the revised standard, the previous benchmark treatment of recognising borrowing costs as an expense has been eliminated. Instead, borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets form part of the costs of the asset. The revised version of IAS 23 Borrowing Cost becomes effective for annual periods beginning on or after 1<sup>st</sup> January 2009. This amendment will not have any effect on the financial position of the Group.

***IAS 27 Consolidated and Separate Financial Statements — Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate Amendments) Effective for Periods Beginning on or after 1 January 2009.***

IAS 27 is amended for the following changes in respect of the holding companies separate financial statements:

- The deletion of the “cost method”. Making the distinction between pre- and post-acquisition profits is no longer required. All dividends will be recognised in profit or loss. However, the payment of such dividends requires the entity to consider whether there is an indicator of impairment; and
- In cases of reorganisations where a new parent is inserted above an existing parent of the group (subject to meeting specific requirements), the cost of the subsidiary is the previous carrying amount of its share of equity items in the subsidiary rather than its fair value.

The revisions to IAS 27 are to be applied prospectively. An entity may elect to apply the changes retrospectively from a specific date. If such changes are applied retrospectively, it must be applied to all reorganisations subsequent to the date of the first restated reorganisation.

***IAS 32 and IAS 1 Puttable Financial Instruments – Amendment***

The amendment to IAS 32 requires certain puttable financial instruments and obligations arising on liquidation to be classified as equity if certain criteria are met. The amendment to IAS 1 requires disclosure of certain information relating to puttable instruments classified as equity. The Group does not expect these amendments to have an impact on its financial statements. The amendment to IAS 32 becomes effective for financial years beginning on or after January 2009.

***IFRIC 13 Customer Loyalty Programmes***

The International Financial Reporting Interpretations Committee (IFRIC) issued a new interpretation relating to the application of IAS 18 Revenue Recognition. IFRIC 13 “Customer Loyalty Programmes” clarifies that where entities grant award credits (e.g. loyalty points or reward miles) as part of a sales transaction and customers can redeem those award credits in the future for free or discounted goods or services, IAS 18 paragraph 13 applies. This requires that the award credits are treated as a separate component of the sales transaction and an amount of the consideration received or receivable needs to be allocated to the award

credits. The timing of the recognition of this element of revenue is deferred until the entity satisfies its obligations relating to the award credits, either by supplying the rewards directly or by transferring the obligation to a third party. IFRIC 13 needs to be applied for annual periods beginning on or after 1<sup>st</sup> January 2008.

### ***IFRIC 15 Agreements for the Construction of Real Estate***

This Interpretation was issued on 3 July, 2008 and is effective for annual periods beginning on or after 1 January 2009 and must be applied retrospectively. IFRIC 15 provides guidance on how to determine whether an agreement for the construction of real estate is within the scope of IAS 11 'Construction Contracts' or IAS 18 'Revenue' and, accordingly, when revenue from such construction should be recognised. The Group is in the process of assessing the impact of this interpretation on its financial statements. This Interpretation has not yet been endorsed by the E.U..

### ***IFRIC 16 Hedges of a Net Investment in a Foreign Operation***

This Interpretation was issued on 3 July, 2008 and is effective for annual periods beginning on or after 1 October, 2008 and can be applied retrospectively or prospectively. IFRIC 16 clarifies three main issues, namely:

- A presentation currency does not create an exposure to which an entity may apply hedge accounting. Consequently, a parent entity may designate as a hedged risk only the foreign exchange differences arising from a difference between its own functional currency and that of its foreign operation.
- Hedging instrument(s) may be held by any entity or entities within the group.
- While IAS 39, 'Financial Instruments: Recognition and Measurement', must be applied to determine the amount that needs to be reclassified to profit or loss from the foreign currency translation reserve in respect of the hedging instrument, IAS 21 'The Effects of Changes in Foreign Exchange Rates' must be applied in respect of the hedged item.

The Group is in the process of assessing the impact of this interpretation on its financial statements. This Interpretation has not yet been endorsed by the E.U..

### **c) New and Amended Standards and Interpretations Issued that are Effective Subsequent to December 2009 Year-Ends**

#### ***IFRS 3 'Business Combinations' and IAS 27 'Consolidated and Separate Financial Statements' – Revised***

As regards IFRS 3, this will apply to business combinations occurring in those periods and its scope has been revised to include combinations of mutual entities and combinations without consideration (dual listed shares). IFRS 3 and IAS 27, inter alia, require greater use of fair value through the income statement and cement the economic entity concept of the reporting entity. Furthermore, these standards also introduce the following requirements (i) to remeasure interests to fair value when control is obtained or lost, (ii) recognising directly in equity the impact of all transactions between controlling and non-controlling shareholders where loss of control is not lost and, (iii) focuses on what is given to the vendor as consideration rather than what is spent to achieve the acquisition. More specifically, items such as acquisition-related costs, changes in the value of the contingent consideration, share-based payments and the settlement of pre-existing contracts will generally be accounted for separately from the business combination and will often affect the income statement. The revised IFRS 3 and IAS 7 become effective for financial years beginning on or after July 2009. The Group is in the process of assessing the impact this revised standard will have on its financial statements.

#### ***IAS 39 Financial Instruments: Recognition and Measurement: Eligible Hedged Items - (amendment July 2008)***

The amendment clarifies that an entity is permitted to designate a portion of the fair value changes or cash flow variability of a financial instrument as a hedged item. An entity can designate the changes in fair value or cash flows related to a one-sided risk as the hedged item in an effective hedge relationship. The Group does not expect this amendment to have an impact on its financial statements. The amendment to IAS 39 becomes effective for annual periods beginning on or after 1<sup>st</sup> July 2009.

### ***IFRIC 17 Distribution of Non-cash Assets to Owners***

This Interpretation was issued on November 2008 and is effective for annual periods beginning on or after 1 July, 2009 and cannot be applied retrospectively. This Interpretation applies to the following types of non-reciprocal distributions of assets by an entity to its owners acting in their capacity as owners:

(a) Distributions of non-cash assets (e.g. items of property, plant and equipment, businesses as defined in IFRS 3 – Business Combinations, ownership interests in another entity or disposal groups as defined in IFRS 5 – Non-current assets held for sale and discontinued operations); and

(b) Distributions that give owners a choice of receiving either non-cash assets or a cash alternative.

This Interpretation applies only to distributions in which all owners of the same class of equity instruments are treated equally. It does not apply to a distribution of a non-cash asset that is ultimately controlled by the same party or parties before and after the distribution. This exclusion applies to the separate, individual and consolidated financial statements of an entity that makes the distribution. Also, it does not apply when an entity distributes some of its ownership interests in a subsidiary but retains control of the subsidiary. This Interpretation addresses only the accounting by an entity that makes a non-cash asset distribution. It does not address the accounting by shareholders who receive such a distribution. The Group is in the process of assessing the impact of this interpretation on its financial statements. This Interpretation has not yet been endorsed by the E.U..

### ***IFRIC 18 Transfers of Assets from Customers***

This Interpretation was issued in January, 2009 and is effective for annual periods beginning on or after 1 July, 2009 and can be applied retrospectively or prospectively. This Interpretation applies to the accounting for transfers of items of property, plant and equipment by entities that receive such transfers from their customers. 5 Agreements within the scope of this Interpretation are agreements in which an entity receives from a customer an item of property, plant and equipment that the entity must then use either to connect the customer to a network or to provide the customer with ongoing access to a supply of goods or services, or to do both. The Group is in the process of assessing the impact of this interpretation on its financial statements. This Interpretation has not yet been endorsed by the E.U..

### 3.2 Consolidation

**Subsidiaries:** All the companies that are managed or controlled, directly or indirectly, by another company (parent) either through the majority of voting rights or through its dependence on the know-how provided from the Group. Therefore, subsidiaries are companies in which control is exercised by the parent. Mytilineos S.A. acquires and exercises control through voting rights.

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.

MYTILINEOS S.A. exercises control over, the listed on the ATHENS STOCK EXCHANGE, METKA. Due to the large dissemination of these stocks, "control" over this Firm can be determined even in cases that the Group holds stakes lower than 50% of the total voting rights. In such cases, "control" is determined through the representation of the majority of the chairs of the BoD.

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.

Specifically as regards to business combinations that had taken place prior to the Group's transition date to the IFRS (January 1st, 2004) the exemption provided under IFRS 1 was used and the purchase method was not used retroactively. Based on this exemption the Company did not recalculate the acquisition cost of the subsidiaries that had been acquired prior to the date of transition to the IFRS, nor the fair value of the

acquired assets and liabilities at the date of acquisition. Consequently, the goodwill recognized as at the transition date, based on the IFRS 1 exemption, was calculated under the prior accounting principles and was presented in the same way as the group's last published financial statements before the transition to IFRS. During the transition date, the review went forward with the impairment review of goodwill.

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.

For the accounting of transactions with minority, the Group applies the accounting principle based on which such transactions are handled as transactions with third parties beyond the Group. The sales towards the minority create profit and losses for the Group, which are booked in the results. The purchases by the minority create goodwill, which is the difference between the price paid and the percentage of the book value of the equity of the subsidiary acquired.

**Associates:** Associates are companies on which the Group can exercise significant influence but not "control" and which do not fulfill the conditions to be classified as subsidiaries or joint ventures. The assumptions used by the group imply that holding a percentage between 20% and 50% of a company's voting rights suggests significant influence on the company. Investments in associates are initially recognized at cost and are subsequently valued using the Equity method. At the end of each period, the cost of acquisition is increased by the Group's share in the associates' net assets change and is decreased by the dividends received from the associates.

Any goodwill arising from acquiring associates is contained in the cost of acquisition. Whether any impairment of this goodwill occurs, this impairment decreases the cost of acquisition by equal charge in the income statement of the period.

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 Equity. 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, including any other doubtful debts, 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.

### **3.3 Segment Reporting**

A business segment is defined as a group of assets and operations engaged in providing goods and services which are subject to different risks and returns than those of other business segments.

A geographical segment is engaged in providing products or services within a particular economic environment that are subject to risks and returns that are different from those of segments operating in other economic environments.

The Group's business is active in Metallurgy, Constructions and in the Generation and Trading of Energy. Geographically the Group is activated in the Greek market, the Euro zone and Other Countries.

### **3.4 Foreign Currency Translation**

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 euros, which is the operating currency and the reporting currency of the parent Company and all its subsidiaries.

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 period 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.

The Group's foreign activities in foreign currency (which constitute an inseparable part of the parent's activities), are converted to the operating currency using the rates in effect at the date of the transaction, while the asset and liability items of foreign activities, including surplus value and fair value adjustments, that arise during the consolidation, are converted to euro using the exchange rates that are in effect as at the balance sheet date.

The individual financial statements of companies included in the consolidation, which initially are presented in a currency different than the Group's reporting currency, have been converted to euros. The asset and liability items have been converted to euros using the exchange rate prevailing at the balance sheet date. The income and expenses have been converted to the Group's reporting currency using the average rates during the aforementioned period. Any differences that arise from this process, have been debited / (credited) to the Equity under the "Translation Reserves" account.

### **3.5 Tangible Assets**

Fixed assets are reported in the financial statements at acquisition cost or deemed cost, as determined based on fair values as at the transition dates, less accumulated depreciations 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.

Depreciation of tangible fixed assets (other than Land which are not depreciated) is calculated using the straight line method over their useful life, as follows:

Land	25-35 years
Mechanical equipment	4-20 years
Vehicles	4-10 years
Other equipment	4-7 years

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.

Upon sale of the tangible fixed assets, any difference between the proceeds and the book value are booked as profit or loss to the results. Expenditure on repairs and maintenance is booked as an expense in the period they occur.

Self-constructed tangible fixed assets constitute an addition to the acquisition cost of tangible assets at a value that includes the direct cost of employee's salaries (including the relevant employer's contributions), the cost of materials used and other general costs.

Regarding borrowing costs, the amendment of IAS 23 "Borrowing Costs" will not have any effect on the Group.

### 3.6 Intangible Assets

The intangible assets include Goodwill, the rights of use of Property, plant and equipment, software licenses, licenses for the production, installation and operation of renewable energy assets and thermal energy assets and the environment rehabilitation expenditure.

**Goodwill on Acquisition:** is the difference between the asset's acquisition cost and fair value and the net assets of the subsidiary / associate company as at the acquisition date. During the acquisition date, the company recognizes this surplus value, emerged from acquisition, as an asset and presents it in cost. This

cost is equal to the amount by which the acquisition cost exceeds the company's share in the net assets of the acquired company.

After the initial recognition, the surplus value is valued at cost less any accumulated impairment losses. The surplus value is not depreciated, but is reviewed on an annual basis for possible decrease in its value (impairment), if there are events that indicate such a loss according to IAS 36.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. A cash generated unit is the smallest identifiable group of assets generating cash inflows independently and represents the level used by the Group to organise and present each activities and results in its internal reporting. Impairment is determined for goodwill by assessing the recoverable amount of the cash-generating units, to which the goodwill relates. Where the recoverable amount (typically the value in use) of the cash-generating units is less than their carrying amount an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods. The Group performs its annual impairment test of goodwill as at 31 December.

In the case where acquisition cost is less than the company's stake in the acquired company's net assets, the former recalculates the acquisition cost and values the assets, liabilities and contingent liabilities of the acquired company. Any difference prevailing after the recalculation is recognized directly in the income statement as a profit.

**Software:** Software licenses are valued in cost of acquisition less accumulated depreciation. Depreciation is calculated using the straight line method during the assets' useful life that range from 1 to 3 years.

**Production, Installation and Operation Licenses of Renewable Energy Assets and Thermal Energy Assets:** The different types of licenses entitles the group either with the right to construct an energy asset or the right to produce and sell energy. Current market conditions provide adequate evidence about the recoverable amount of such licenses. Therefore the Group has recognized licenses as intangible assets at fair value less depreciation and less any provision for impairment. The Group runs impairment tests on a yearly basis using the following methodology:

- i) Attach possibility factors according to management estimation regarding the construction of assets under license.
- ii) Runs Discounted Cash Flows (DCF) methodology using assumptions prevailing at the energy market. The period regarded by the management for provisions exceeds the five years encouraged by IAS 36 as, especially for the renewable energy assets, there is satisfactory visibility for a substantially longer period.
- iii) The final recoverable amount is calculated for a total portfolio of either renewable or thermal energy assets by multiplying the overall possibility factor with the outcome of the DCF valuation.
- iv) Finally, the Group compares the recoverable value calculated to be the value-in-use of the assets with their carrying amounts. When the recoverable value is less than the carrying amount an equal impairment provision is charged to the income statement.

For the reported period, the recoverable value of the licenses acquired by the group exceeds their carrying amount.

**Legal Rights to Explore Mines:** The legal rights to explore mines concern rights that the group has acquired mining mineral reserves in several geographical areas. In cost of the mining rights, apart from nominal value of the rights, any cost that relates to the initial evaluation of the rehabilitation cost of the area where work has been done, the commitment of the Group either during the acquirement of the right or as a result of its use for a certain time period. The depreciation time period that is adopted by the Group does not exceed 10 years.

**Right of Use of Tangible Assets:** Rights of exploitation of tangible assets that are granted in the frames of conventions of manufacture of work (compensative profits) are valued in cost of acquisition, which equals their fair value at the date of their concession, less accumulated depreciation. Depreciation is calculated using the “production units method”.

**Research and Development Expenses :** Research and Development expenditures are recognized as expenses when they are realized. The expenses which arise from the developing programs (related to the design and the test of new or improved products) are capitalized if it is possible to produced future economic benefit. The other development expenditures are booked as an expense in the results when they are realized. Previous years’ development expenditures recognized as expenses, can not be capitalized in the

future fiscal years. The capitalized development expenses are depreciated from the beginning of the product's economic life using the straight line method during the period of the product's future economic benefits. The Group's depreciation period doesn't exceed the 5 years.

### **3.7 Impairment of Assets**

Assets with an indefinite useful life are not depreciated and are subject to an impairment review annually and when some events suggest that the book value may not be recoverable any resulting difference is charged to the period's results. 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 net sales value and the value in use. An impairment loss is recognized by the company when the book value of these assets (or cash generating unit- CGU) is greater than its recoverable amount.

Net sales value is the amount received from the sale of an asset at an arm's length transaction in which participating parties have full knowledge and participate voluntarily, after deducting any additional direct cost for the sale of the asset, while value in use is the present value of estimated future cash flows that are expected to flow into the company from the use of the asset and from its disposal at the end of its estimated useful life.

### **3.8 Important Accounting Decisions, Estimations and Assumptions**

The compilation of financial statements according to IFRS requires the management to make decisions, perform estimations and use assumptions that affect the amounts presented in the financial statements, the assets, liabilities, income and expenses. The actual results may differ due to such estimations. Estimations are continuously enhanced and are based on historical data and other factors, such as expectations for future events expected to realize under current conditions.

#### **3.8.1 Accounting Decisions**

During the implementation procedure for accounting policies, decisions are made by the management, which relate to the following:

## Classification of Investments

Management classifies Financial assets in the scope of IAS 39 based on their nature and their characteristics at the following four categories:

- financial assets at fair value through profit and loss,
- loans and receivables,
- held-to-maturity investments, and
- available-for-sale investments.

Financial assets are recognized initially at cost, which represents their fair value (plus, in certain cases, directly attributable transaction costs). The Group determines the classification of its financial assets after initial recognition and, where allowed and appropriate, re-evaluates this designation at each financial year-end.

- (i) Financial assets at fair value through profit and loss: Financial assets are classified as held for trading if they are acquired for the purpose of selling in the near term. Gains or losses on investments held for trading are recognized in income.
- (ii) Loans and receivables: Loans and receivables which are generated from the Group's operations (and are beyond the Group's normal credit terms) are carried at amortized cost using the effective interest method. Gains and losses are recognized in the income statement when the loans and receivables are derecognized or impaired, as well as through the amortization process.
- (iii) Held-to-maturity investments: Financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity when the Group has the positive intention and ability to hold to maturity. Investments intended to be held for an undefined period are not included in this classification. Held-to-maturity investments are carried at amortized cost using the effective interest method. For investments carried at amortized cost, gains and losses are recognized in income when the investments are derecognized or impaired, as well as through the amortization process.

#### • Recoverability of Receivables Accounts

Short term receivables are presented in their nominal value, net of provisions for potential non collectible accounts, while long-term receivables (balances that deviate from the normal credit terms) are measured at amortized cost based on the effective interest rate method. At each balance sheet date all potentially uncollectible accounts are assessed individually for purposes of determining the appropriate allowance for doubtful accounts. The balance of such allowance for doubtful accounts is appropriately adjusted at each balance sheet date in order to reflect the possible risks. Any amount written-off with respect to customer account balances is charged against the existing allowance for doubtful accounts. Any amount provided for in respect to customer account balances is charged in the profit and loss statement.

#### • Impairment of Inventories

Provision for slow moving, damaged or obsolete inventories is made when necessary. The impairments at the net realizable value of inventories are charged in the profit and loss statement in the period the occur.

#### • Classification of a Lease as Operating or Financial

Leases where all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease. Leases of property, plant and equipment where the Group has substantially all the risks and rewards of ownership are classified as finance leases.

### 3.8.2 Assumptions and Estimations

The presentation of the value of specific assets and liabilities in the financial statements requires the use of estimations that are based on assumptions relating to the values and conditions not known with certainty during the compilation date of the financial statements. The Group continuously evaluates the estimations it makes based on historical data, the research of specialized consultants, the trends and methods considered appropriate for the estimation of specific conditions as well as estimations regarding how the assumptions made may change in the future.



Assumptions and estimations are required for the presentation of:

- Possible reductions in goodwill
- Provisions for future payable income tax and deferred taxes.
- The fair value of derivatives and other financial instruments
- Provisions amounts
- Contingent receivables and liabilities

- **Possible Reductions in Goodwill**

The Group test goodwill for impairment annually and whenever events or circumstances make it more likely than not that an impairment may have occurred, such as a significant adverse change in the business climate or a decision to sell or dispose of a reporting unit. Determining whether an impairment has occurred requires valuation of the respective reporting unit, which we estimate using a discounted cash flow method. When available and as appropriate, we use comparative market multiples to corroborate discounted cash flow results. In applying this methodology, we rely on a number of factors, including actual operating results, future business plans, economic projections and market data.

If this analysis indicates goodwill is impaired, measuring the impairment requires a fair value estimate of each identified tangible and intangible asset. In this case we supplement the cash flow approach discussed above with independent appraisals, as appropriate.

We test other identified intangible assets with defined useful lives and subject to amortization by comparing the carrying amount to the sum of undiscounted cash flows expected to be generated by the asset. We test intangible assets with indefinite lives annually for impairment using a fair value method such as discounted cash flows.

The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 6. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations.

- **Budget of Construction Contracts**

The treatment for income and expenses of a construction contract, depends on whether the final result of the contract can be reliably estimated. When the result of a construction contract can be estimated reliably then all income and expenses related to the contract are recognized as such during the time period of the contract. The Group uses the percentage of completion method to determine the appropriate amount of income and expense to be recognized in each period. The percentage of completion is calculated as the contracted cost realized over the total budgeted cost of construction for each project.

- **Income Tax**

Group and company is subject to income taxes in numerous jurisdictions. Significant estimates are required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Group and company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. 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.

- **Provisions**

**Doubtful Accounts** are reported at the amounts likely to be recoverable based on historical experience of customer default. As soon as it is learned that a particular account is subject to a risk over and above the normal credit risk (e.g., low creditworthiness of customer, dispute as to the existence or the amount of the claim, etc.), the account is analyzed and written down if circumstances indicate the receivable is uncollectible.

**Provisions for Environmental Rehabilitation** are reported at the amounts that are likely to be claimed against the Group in order to settle the liability.

- **Contingencies**

The Group is involved in litigation and claims in the normal course of operations. Management is of the opinion that any resulting settlements would not materially affect the financial position of the Group as at December 31, 2006. However, the determination of contingent liabilities relating to the litigation and claims is a complex process that involves judgments as to the outcomes and interpretation of laws and regulations. Changes in the judgments or interpretations may result in an increase or decrease in the Company's contingent liabilities in the future.

### 3.9 Group Structure

Group companies, included in the consolidated financial statements are:

Name of subsidiaries, associates and joint ventures	Country of Incorporation	Percentage	Consolidation method
MYTILINEOS S.A.	Greece	Parent	
METKA S.A.	Greece	55.43%	Full
SERVISTEEL	Greece	55.42%	Full
E.K.M.E. S.A.	Greece	22.17%	Full
RODAX A.T.E.E.	Greece	55.43%	Full
ELEMKA S.A.	Greece	46.28%	Full
BRIDGE ACCESSORIES & CONSTRUCTION SYSTEMS S.A.	Greece	34.21%	Full
ENERGY CONSTRUCTION DEVELOPMENT WESTERN GREECE S.A.	Greece	55.43%	Full
DELFI DISTOMON A.M.E.	Greece	100.00%	Full
ALOUMINION S.A.	Greece	100.00%	Full
ALOUMINION OF GREECE S.A.I.C.	Greece	100.00%	Full
ELVO	Greece	43.00%	Equity
DEFENSE MATERIAL INDUSTRY S.A.-MYTILINEOS AND Co,	Greece	100.00%	Full
INDUSTRIAL RESEARCH PROGRAMS "BEAT"	Greece	35.00%	Equity
GENIKI VIOMICHANIKI	Greece	Joint Management	Full
THORIKI S.A.I.C.	Greece	100.00%	Full
THERMOREMA S.A.	Greece	20.00%	Equity
KASTANOTIKO S.A.	Greece	47.29%	full until 30/06
POUGAKIA S.A.	Greece	47.54%	full until 30/06
KALOMOIRA S.A.	Greece	20.00%	Equity
DELTA ENERGY S.A.	Greece	44.99%	full until 30/06
FOIVOS ENERGY S.A.	Greece	44.99%	full until 30/06
YDROXOOS S.A.	Greece	44.99%	full until 30/06
PEPONIAS S.A.	Greece	28.12%	full until 30/06
FTHIOTIKI ENERGY S.A.	Greece	15.75%	Equity
YDRIA ENERGY S.A.	Greece	44.99%	full until 30/06
AIOLIKI MARTINOY S.A.	Greece	44.99%	full until 30/06
ARGIRI ENERGY S.A.	Greece	44.99%	full until 30/06
EN.DY. S.A.	Greece	44.99%	full until 30/06
FOTINOS TILEMAXOS S.A.	Greece	44.99%	full until 30/06
THESSALIKI ENERGY S.A.	Greece	44.99%	full until 30/06
IONIA ENERGY S.A.	Greece	24.50%	Equity
ELECTRONWATT S.A.	Greece	5.00%	Equity
BUSINESS ENERGY S.A.	Greece	12.46%	Equity
DELTA RENEWABLE ENERGY SOURCES S.A.	Greece	49.99%	full until 30/06
ENDESA Hellas S.A.	Greece	49.99%	Equity
NORTH AEGEAN RENEWABLES	Greece	49.99%	Equity
MYTILINEOS HELLENIC WIND POWER S.A.	Greece	39.99%	Equity
AIOLIKI ANDROU TSIROVLIDI S.A.	Greece	40.09%	Equity
AIOLIKI NEAPOLEOS S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS PIRGOS S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS POUNTA S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS HELONA S.A.	Greece	40.09%	Equity
AIOLIKI ANDROU RAHI XIROKABI S.A.	Greece	40.09%	Equity
AIOLIKI PLATANOU S.A.	Greece	40.09%	Equity
AIOLIKI SAMOTHRAKIS S.A.	Greece	40.09%	Equity
AIOLIKI EVOIAS DIAKOPTIS S.A.	Greece	40.09%	Equity
AIOLIKI SIDIROKASTROU S.A.	Greece	40.09%	Equity
HELLENIC SOLAR S.A.	Greece	49.99%	Equity
SPIDER S.A.	Greece	49.99%	Equity
GREENENERGY A.E.	Greece	39.99%	Equity
BUSINESS ENERGY TPOIZINIA	Greece	24.50%	Equity
MOVAL S.A. <sup>(1)</sup>	Greece	100.00%	Full
ARGYRITIS GEA S.A. <sup>(1)</sup>	Greece	100.00%	Full
ANEMOSTRATA RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ANEMODRASI RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ANEMORAHI RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ANEMOSKALA RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
KATAVATIS RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	Greece	20.00%	Full
ENERGY E2 AIOLIKI S.A.	Greece	100.00%	Full
ENERGY E2 AIOLIKA PARKA KARYSTIAS S.A.	Greece	100.00%	Full
METKA BRAZI SRL <sup>(1)</sup>	Romania	55.43%	Full
SOMETRA S.A.	Romania	92.79%	Full
DELTA PROJECT CONSTRUCT SRL	Romania	95.01%	Full
MYTILINEOS FINANCE S.A.	Luxemburg	99.97%	Full
STANMED TRADING LTD	Cyprus	99.97%	Full
DROSCO HOLDINGS LIMITED	Cyprus	46.28%	Full
MYTILINEOS ELGRADO D.O.O.	Serbia	99.97%	Full
MYVEKT INTERNATIONAL SKOPJE	FYROM	99.97%	Full
RDA TRADING	Guernsey Islands	99.97%	Full

<sup>(1)</sup> Formed Subsidiaries for the period 1.-31.12.2008

During the reporting period, the Group:

In addition, during the reporting period and in the framework of transformations and corporate restructuring, the Group proceed to the following:

<b>METKA</b>		<b>Acquisition Cost (A)</b>	<b>Sale Value (B)</b>	<b>Fair Value of Net Assets</b>	<b>Share of Group in Fair Value of Net Assets (C)</b>	<b>Total No of Shares 31/12/08</b>	<b>% purchases/(sales)</b>	<b>Sale profit (parent level)</b>	<b>Goodwill on acquisition (A-C)</b>	<b>Sale profit (Group level) (B-C)</b>	<b>Negative Goodwill on acquisition (C-A)</b>
<b>Purchase</b>	Through ASE	24,048,753	-	142,521,421	5,618,269	28,794,579	3.94%	-	18,430,483	-	-
<b>Sale</b>	Through ASE	-	-	-	-	-	-	-	-	-	-
		<b>24,048,753</b>	<b>-</b>	<b>142,521,421</b>	<b>5,618,269</b>	<b>28,794,579</b>	<b>0</b>	<b>-</b>	<b>18,430,483</b>	<b>-</b>	<b>-</b>

On 30 June 2008, the Prefecture of Athens approved the merger by absorption of «DELTA RENEWABLE ENERGY SOURCES S.A.» from «ENDESA Hellas S.A.». «DELTA RENEWABLE ENERGY SOURCES S.A.» is the parent company of the following :

	<b>Percentage %</b>
THERMOREMA S.A., Moshato, Athens	40.00%
KASTANOTIKO S.A., Moshato, Athens	94.59%
POUGAKIA S.A., Moshato Athens	95,10%
DELTA ENERGY S.A., Moshato, Athens	90.00%
FOIVOS ENERGY S.A., Amfiklia Fthiotidas	90.00%
YDROXOOS S.A., Moshato, Athens	90.00%
PEPONIAS S.A., Moshato, Athens	56.25%
FTHIOTIKI ENERGY S.A., Moshato, Athens	31.50%
YDRIA ENERGY S.A., Moshato, Athens	90.00%
AIOLIKI MARTINO S.A., Moshato, Athens	90.00%
ARGIRI ENERGY S.A., Moshato, Athens	90.00%
EN.DY. S.A., Moshato, Athens	90.00%
FOTINOS TILEMAXOS S.A., Moshato, Athens	90.00%
THESSALIKI ENERGY S.A., Moshato, Athens	90.00%
IONIA ENERGY S.A., Moshato, Athens	49.00%
ELECTRONWATT S.A., Moshato, Athens	10.00%
BUSINESS ENERGY S.A., Alimos, Athens	24.92%
BUSINESS ENERGY TPOIZINIA	49,00%

Capital gains recognized due to the merger amounted at € 36,55 mil. at parent level and € 10,32mil. at group level as in the table below:

Amounts in thousands €

<b>Transferred Assets</b>	<b>Book Value</b>
DELTA RENEWABLE ENERGY SOURCES S.A. (DRES)	80
<b>Total Value (a)</b>	<b>80</b>
<b>Value of stake in ENDESA (b)</b>	<b>36,634</b>
<b>Capital gains at parent level (b-a)</b>	<b>36,554</b>
<b>Adjustments in consolidated financial statements</b>	
<b>(-) Minus</b>	
Recognised value of intangible assets	35,798
Recognised goodwill	1,614
Share capital	60
<b>Adjustments (c)</b>	<b>37,472</b>
<b>(+) Plus</b>	
Value of investment in transferred assets at Group level	11,234
<b>Adjustments (d)</b>	<b>11,234</b>
<b>Total Capital gains at Group level (b-a-c+d)</b>	<b>10,316</b>

On 12.06.2008 Mytilineos Group announced the acquisition of the Greek wind portfolio of Dong Energy AS comprising of Energie E2 Aioliki SA and Energie E2 Aiolika Parka Karystias S.A. Adjusting for the Companies' net interest bearing debt position as of 31.12.2007, the total net consideration paid amounts to Euro 27 mill. The acquisition of those entities was completed on 5.11.2008 (please see note 6.27).

### 3.10 Significant Information

During the reporting period, the Group proceed to the following:

On 01.01.2008 ENDESA Hellas announced that has applied for the renewal of the Installation License for the natural gas-fired power plant in Volos. The 440MW CCGT power plant will be constructed on a green field in the industrial zone of Volos region. ENDESA Hellas, which has also decided to build two additional CCGTs of a similar capacity within the next five years, is investigating appropriate sites and is preparing relevant proposals for that purpose.

On 10.01.2008 ENDESA Hellas also announced that is in the process of completing the preparations for the commencing of the construction of the new electricity production unit in Volos.

In March 2008, the joint venture between METKA-GENERAL ELECTRIC was announced preferred bidder in the international tender conducted with PETROM S.A., subsidiary of the multi-national company OMV-Austria, for the announcing of a contractor in respect of the construction of a 850MW power plant in

Petrobrazzi of Romania. The relevant agreement was signed on 31.03.2008 and increased the backlog of projects by € 210 million. In addition, following an international tender, in which participants were the SIEMENS/ASTE and ANSALDO/METKA Consortia, the ANSALDO/METKA Consortium was appointed preferred bidder and received on 07.09.08, a contract award letter from the Ministry of Electricity of the Syrian Arab Republic. This project is the largest EPC project in the history of METKA. With the award of this contract, the backlog of projects contracted to the METKA Group is increased by a further €650 million.

On 29.04.2008 the Company announced that the consultatory response and positive recommendation of the Regulatory Authority for Energy, regarding the incorporation of the Cogeneration Plant in the electricity supply system of Greece, was approved by the Ministry of Development.

On 18.07.2008 the Council of State (decision number 764/08) overruled the petition of an environmental organization for the discontinuance of the construction of the energy plant of 430MW of ENDESA Hellas in Agios Nikolaos Viotia.

Regarding the metallurgy sector, an agreement between ALUMINIUM S.A., a wholly-owned industrial subsidiary of the MYTILINEOS Group, and Swiss-based GLENCORE AG, one of the world's largest producers and traders of raw materials, metals and minerals, was signed on 30 July 2008. The agreement involves the sale to GLENCORE AG of alumina produced by ALUMINIUM S.A. during the next 10 years. The value of the agreement is expected to exceed \$2 billion, with the quantities involved exceeding 5 million tons.

In August 2008 the State Council rejected the application lodged by Kopelouzos Group companies PROMETHEUS GAS and DAMCO ENERGY S.A. for an interim order to suspend enforcement of the decisions of the Minister of Development concerning the modification of the production licenses held by "Aluminium of Greece S.A." for the cogeneration plant in Agios Nikolaos (Viotia) and their transfer to "Aluminium S.A.".

On 29 September 2008, Mytilineos Group filed to the Prefecture of Athens the De-merger Plan of "ALUMINION S.A." by the merger of its assets and liabilities with the companies "ALUMINION OF GREECE S.A." and "ENDESA HELLAS S.A.". The aforementioned business combination is expected to be completed within November 2008. A summary of the De-merger plan has been published in the electronic web-site of the Group.

On 3.11.2008 MYTILINEOS Holdings S.A. and "MOTOR OIL (HELLAS) CORINTH REFINERIES S.A. announced the signature of an agreement for the joint construction, operation and exploitation of a 395.9MW combined cycle, natural gas fired power station within the MOTOR OIL facilities in Ag. Theodori, Corinthia. The agreement provides for the acquisition by MYTILINEOS Holdings S.A., through its 100% subsidiary "ARGYRITIS GEA S.A.", of a 65% stake in KORINTHOS POWER S.A., which currently holds the licenses for the above plant, through a share capital increase, with MOTOR OIL S.A. retaining a 35% stake KORINTHOS POWER S.A.. The increase of the Company's share capital will amount to 59.5 million Euro and will be fully subscribed by MYTILINEOS Holdings S.A. until the procedures for its transfer to Endesa Hellas S.A. are completed. The total investment will amount to 285 million Euro. The above participation of MYTILINEOS Holdings S.A. is expected to form part of the overall energy portfolio of Endesa Hellas S.A., once the procedure for the contribution of the other energy assets from the former to the latter has been completed. The above agreement is subject to the approval of the Regulatory Authority for Energy (RAE) and of the Hellenic Competition Commission.

### **3.11 Financial Instruments**

Financial instrument is any contract that creates a financial asset in an enterprise and a financial liability or Equity instrument in another.

The financial instruments of the Group are classified in the following categories according to the substance of the contract and the purpose for which they were purchased.

#### **i) Financial Instruments Valued at Fair Value through the Income Statement**

These comprise assets that satisfy any of the following conditions:

- Financial assets that are held for trading purposes (including derivatives, except those that are designated and effective hedging instruments, those that are acquired or incurred for the purpose of sale or repurchase and, finally, those that are part of a portfolio of designated financial instruments).
- Upon initial recognition it is designated by the company as an instrument valued at fair value, with any changes recognized through the Income Statement.



In the Balance-sheet of the Group the exchanges and the assessment at fair value of derivatives they are portrayed in separate items of Asset and Liabilities with titled « Derivatives Financial Assets ». The changes at fair value of derivatives are registered in income statement.

## **ii) Loans and Receivables**

They include non-derivative financial assets with fixed or predefined payments which are not traded in active markets. The following are not included in this category (loans and receivables):

- Receivables from down payments for the purchase of goods or services,
- Receivables relating to tax transactions, which have been legislatively imposed by the state,
- Any receivable not covered by a contract which gives the company the right to receive cash or other financial fixed assets.

Loans and receivables 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.

## **iii) Investments Held to Maturity**

These include non derivative financial assets with fixed or defined payments and specific maturity and which the Group intends to hold until their maturity.

The Group did not hold investments of this category.

## **iv) 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.

Financial assets available for sale are valued at fair value and the relevant profit or loss is booked in Equity reserves until such assets are sold or characterized as impaired.

During the sale, or when they are characterized as impaired, the profit or loss is transferred to the results. Impairment losses that have been booked to the results are not reversed through the results. The purchases and sales of investments are recognized during the transaction date, which is also the date the Group commits to purchase or sell the item. Investments are initially recognized at fair value plus costs directly related to the transaction. Costs directly related to the transaction are not added for items valued at fair value through the income statement. Investments are written-off when the right on cash flows from investments mature or is transferred and the Group has essentially transferred all the risks and rewards implied by the ownership.

The loans and receivables are recognized in amortized 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. The securities that are not traded in an active market that have been classified in the category Financial assets available for sale, and whose fair value cannot be determined in an accurate and reliable way, are valued at their acquisition cost.

At each balance sheet date the Group assess 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.

### **3.12 Inventories**

At the balance sheet date, inventories are valued at the lower of acquisition cost and net realizable value. Net realizable value is the estimated sales price during the normal course of the company's business less any relevant sales expenses. The cost of inventories does not include financial expenses.

### **3.13 Trade Receivables**

Receivables from customers are initially booked at their fair value and are subsequently valued at their amortized cost using the method of the effective interest rate, less the provision for impairment. In the event that the amortized cost or the cost of a financial asset exceeds the present value, then this asset is valued at its recoverable amount, i.e. at the present value of the future cash flows of the asset, which is calculated using the real initial interest rate.

The relevant loss is immediately transferred to the period's profit and loss. The impairment losses, i.e. when there is objective evidence that the Group is unable to collect all the amounts owed based on the contractual terms, are recognized in the income statement.

### **3.14 Cash and Cash Equivalents**

Cash and cash equivalents include cash in the bank and in hand as well as short term highly liquid investments such as money market products and bank deposits. Money market products are financial assets which are valued at fair value through the profit and loss account.

### **3.15 Non-Current Assets Classified as Held for Sale**

The assets available for sale also include other assets (including Goodwill) and tangible fixed assets that the Group intends to sell within one year from the date they are classified as "Held for sale".

The assets classified as "Held for sale" are valued at the lowest value between their book value immediately prior to their classification as available for sale, and their fair value less the sale cost. Assets classified as "Held for sale" are not subject to depreciation. The profit or loss that results from the sale and reassessment of assets "Held for sale" is included in "other income" and "other expenses" respectively, in the income statement.

The Group has not classified non-current assets as Held for sale.

### **3.16 Share Capital**

Expenses incurred for the issuance of shares reduce, after deducting the relevant income tax, the proceeds from the issue. Expenses related to the issuance of shares for the purchase of companies are included in the acquisition cost of the company acquired.

Where any Group company purchases the Company's equity share capital (Treasury shares), the consideration paid, including any directly attributable incremental costs is deducted from equity attributable to the Company's equity holders until the shares are cancelled, reissued or disposed of. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs, is included in equity attributable to the Company's equity holders. Treasury stock does not hold any voting rights.

### **3.17 Income Tax & Deferred Tax**

The tax for the period comprises current income tax and deferred tax, i.e. the tax charges or tax credits that are associated with economic benefits accruing in the period but have been assessed by the tax authorities in different periods. Income tax is recognized in the income statement of the period, except for the tax relating to transactions that have been booked directly to Equity. In such case the related tax is, accordingly, booked directly to Equity.

Current income taxes include the short-term liabilities or receivables from the fiscal authorities that relate to taxes payable on the taxable income of the period and any additional income taxes from previous periods (tax audit differences).

Current taxes are measured according to the tax rates and tax laws prevailing during the financial years to which they relate, based on the taxable profit for the year. All changes to the short-term tax assets or liabilities are recognized as part of the tax expense in the income statement.

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 based on the tax rates that are expected to be in effect during the period in which the asset or liability will be settled, 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. In the event where it is impossible to identify the timing of the reversal of the temporary differences, the tax rate in effect on the day after the balance sheet date is used.

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.

Most changes in the deferred tax assets or liabilities are recognized as part of the tax expense in the income statement. Only changes in assets or liabilities that affect the temporary differences are recognized directly in the Equity of the Group, such as the revaluation of property value, that results in the relevant change in deferred tax assets or liabilities being charged against the relevant Equity account.

### **3.18 Employee Benefits**

**Short-Term Benefits:** Short-term employee benefits (except post-employment benefits) monetary and in kind are recognized as an expense when they accrue. Any unpaid amount is booked as a liability, while in the case where the amount paid exceeds the amount of services rendered, the company recognizes the excess amount as an asset (prepaid expense) only to the extent that the prepayment will lead to a reduction of future payments or to reimbursement.

**Post-Employment Benefits:** Post-employment benefits comprise pensions or other benefits (life insurance and medical insurance) the company provides after retirement as an exchange for the employees' service with the company. Thus, such 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.

- **Defined Contribution Scheme**

According to the defined contributions scheme, the (legal or implied) obligation of the company is limited to the amount that it has been agreed that it will contribute to the entity (i.e. pension fund) that manages the contributions and provides the benefits. Thus the amount of benefits the employee will receive depends on the amount the company will pay (or even the employee) and from the paid investments of such contributions.

The payable contribution from the company to a defined contribution scheme, is either recognized as a liability after the deduction of the paid contribution, or as an expense.

- **Defined Benefits Scheme**

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 are liability items for the company's benefits and for the expense that will be recognized in the results. Such 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.

**Benefits for Employment Termination:** Termination benefits are payable when employment is terminated before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. 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 based on the yields of investment grade corporate or government bonds.

In the case of an offer that is made to encourage voluntary redundancy, the valuation of benefits for employment termination must be based on the number of employees that are expected to accept the offer.

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.

### **3.19 Grants**

The Group recognizes Government Grants that cumulatively satisfy the following criteria:

- There is reasonable certainty that the company has complied or will comply to the conditions of the grant and
- it is probable that the amount of the grant will be received.

Government Grants are booked at fair value and are systematically recognized as revenues according to the principle of matching the grants with the corresponding costs that they are subsidizing.

Government Grants that relate to assets are included in long-term liabilities as deferred income and are recognized systematically and rationally as revenues over the useful life of the fixed asset.

### **3.20 Provisions**

Provisions 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. Provisions are reviewed during the date when each balance sheet is compiled so that they may reflect the present value of the outflow that is expected to be required for the settlement of the obligation. Contingent liabilities are not recognized in the financial statements but are disclosed, except if

the probability that there will be an outflow of resources that embody economic benefits is very small. Contingent claims are not recognized in the financial statements but are disclosed provided that the inflow of economic benefits is probable.

### 3.21 Recognition of Income and Expenses

**Income:** Income includes the fair value of goods and services sold, net of Value Added Tax, discounts and returns. Intercompany revenue within the Group is eliminated completely. The recognition of revenue is done as follows:

- **Construction Projects Contracts:** The income from the execution of construction contracts is accounted for in the period the project is constructed, based on its completion stage.
- **Sale of Goods:** Sales of goods are recognized when the Group transfers goods to customers, the goods are accepted by them and the collection of the resulting claim is reasonably assured.
- **Provision of Services:** Income from the provision of services is accounted for in the period during which the services are rendered, based on the stage of completion of the service in relation to the total services to be rendered.
- **Income from Assigned rights for Use of Tangible Assets (Compensative benefits):** The fair value of the assigned rights is recognized as deferred income and are amortized through the income statement according to the completion of the contracts for which these rights have been assigned.
- **Income Interest:** Interest income is recognized on a time proportion basis using the effective interest rate. When there is impairment of assets, their book value is reduced to their recoverable amount which is the present value of the expected future cash flows discounted using the initial real interest rate. Interest is then booked using the same interest rate calculated on the impaired (new book) value.
- **Dividends:** Dividends are accounted for as revenue when the right to receive payment is established.

**Expenses:** Expenses are recognized in the results on an accrued basis. The payments made for operating leases are transferred to the results as an expense, during the time the lease is used. Interest expenses are recognized on an accrued basis.



### 3.22 Leases

**Group Company as Lessee:** 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.

Lease agreements where the lessor transfers the right of use of an asset for an agreed period of time, without transferring, however, the risks and rewards of ownership of the fixed asset are classified as operating leases. Payments made with respect to operating leases (net of any incentives offered by the lessor) are recognised in the income statement proportionately throughout the term of the lease.

**Group Company as lessor:** When fixed assets are leased through financial leasing, the present value of the lease is recognized as a receivable. The difference between the gross amount of the receivable and its present value is registered as a deferred financial income. The income from the lease is recognized in the period's results during the lease using the net investment method, which represents a constant periodic return.

Fixed assets that are leased through operating leases are included in the balance sheet's tangible assets. They are depreciated during their expected useful life on a basis consistent with similar self-owned tangible assets. The income from the lease (net of possible incentives given to the lessees) is recognized using the constant method during the period of the lease.

### **3.23 Construction Contracts**

Construction contracts refer to the construction of assets or a group of affiliated assets specifically for customers according to the terms provided for in the relevant contracts and whose execution usually lasts for a period of over one fiscal year.

The expenses that refer to the contract are recognized when occur.

In the case where the result of one construction contract may not be reliably valued, and especially in the case where the project is at a premature state, then:

- The income must be recognized only to the extent that the contractual cost may be recovered, and
- The contractual cost must be recognized in the expenses of the period in which it was undertaken.

Thus, for such contracts income is recognized in order for the profit from the specific project to equal zero.

When the result of a construction contract can be valued reliably, the contract's income and expenses are recognized during the contract's duration, respectively as income and expense.

The Group uses the "percentage of completion" method to define the appropriate income and expense amount that will be recognized in a specific period.

The completion stage is measured based on the contractual cost that has been realized up to the balance sheet date compared to the total estimated construction cost of each project.

When it is likely for the total contract cost to exceed the total income, then the expected loss is directly recognized in the period's results as an expense.

For the calculation of the cost realized until the end of the period, any expenses related to future activities regarding the contract are excluded and appear as a project under construction. The total cost that was realized and the profit/loss that was recognized for each contract is compared with the progressive invoices until the end of the period.

When the realized expenses plus the net profit (less the losses) that have been recognized, exceed the progressive invoices, the difference appears as a receivable from construction contract customers in the account "Customers and other receivables". When the progressive invoices exceed the realized expenses plus the net profit (less the losses) that have been recognized, the balance appears as a liability towards construction contract customers in the account "Suppliers and other liabilities".

### **3.24 Dividend Distribution**

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

### **3.25 Pro forma figure "Operating Earnings before Financial & Investment results, Tax, Depreciation & Amortization" (Group EBITDA)**

Pro forma figures (EBITDA, EBITDA margin, free cash flow, net debt) are not governed by the International Financial Reporting Standards (IFRS). Thus, these figures are calculated and presented by the Group in a way that provides a more fair view of the financial performance of its Business Sectors. The Group defines "Group EBITDA" as the Operating earning before any interest income and expenses, investment results, depreciation, amortization and before the effects of any special factors. "Group EBITDA" is an important indicator used by MYTILINEOS Group to manage the Group's operating activities and to measure the performance of the individual segments.

The special factors that affect the Group's net profit / (losses) and EBITDA are the following:

- The Group's share in the EBITDA of associates when these are active in one of its reported Business Segments.
- The Group's share on the profit from the construction of fixed assets on account of associates when these are active in one of its reported Business Segments.

It is noted that the Group financial statements, prepared according to IAS 21 and IAS 28, include:

- the Group's share in the net results of associates while,
- the Group's profit realized in connection with the construction of fixed assets on account of associates, when these are active in one of its reported Business Segments is eliminated in proportion to share ownership. Such profits are deducted from the Group's equity and fixed assets and released in the Group accounts over the same period as depreciation is charged.

The Group states that the calculation of "Group EBITDA" may differ from the calculation method used by other companies/groups. However, "Group EBITDA" is calculated with consistency in each financial reporting period and any other financial analysis presented by the Group. Specifically financial results contain interest income/expense, while investment results contain gains/loss of financial assets at fair value through profit and loss, share of results in associates companies and gains/losses from the disposal of financial assets (such as subsidiaries and associates).

Finally, the proforma figure "Group EBITDA" should not be confused with the figure "Earnings before income tax, financial results, depreciation and amortization" calculated for the purposes of 6/448/11.10.2007 resolution of the Hellenic Capital Committee, according to Circular No. 34, as the purpose of the latter is not to define proforma figures like EBITDA despite the familiar terminology used.

## **4. Business Risk Management**

### **4.1 Financial Risk Factors**

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk and price risk), credit risk, liquidity risk, cash flow risk and fair value interest-rate risk. The Group's overall risk management program focuses on the unpredictability of commodity and financial markets and seeks to minimize potential adverse effects on the Group's financial performance. The Group uses derivative financial instruments to hedge the exposure to certain financial risks.

Risk management is carried out by a central treasury department (Group Treasury) under policies approved by the Board of Directors. Group Treasury operates as a cost and service centre and provides services to all business units within the Group, co-ordinates access to both domestic and international financial markets and manages the financial risks relating to the Group's operations. This includes identifying, evaluating and if necessary, hedging financial risks in close co-operation with the various business units within the Group.

## 4.2 Financial Instruments

The Group's financial instruments consist mainly of deposits with banks, bank overdrafts, FX spot and forwards, trade accounts receivable and payable, loans to and from subsidiaries, associates, joint ventures, investments in bonds, dividends payable and lease obligations.

The financial instruments presented in the financial statements are categorized in the tables below:

(Amounts in thousands €)

	<b>GROUP</b>		<b>COMPANY</b>	
	<b>2008</b>	<b>2007</b>	<b>2008</b>	<b>2007</b>
<b>Non Current Assets</b>				
Financial Assets Available for Sale	477	477	37	37
Derivatives	73,600	19,274	-	-
Other Long-term Receivables	2,711	1,354	113	110
<b>Total</b>	<b>76,788</b>	<b>21,105</b>	<b>150</b>	<b>147</b>
<b>Current Assets</b>				
Derivatives	129,205	17,318	-	-
Financial assets at fair value through profit or loss	2,757	6,702	1,031	2,903
Trade and other receivables	307,421	364,137	27,201	69,569
Cash and cash equivalents	44,403	84,933	2,507	4,104
<b>Total</b>	<b>483,786</b>	<b>473,090</b>	<b>30,739</b>	<b>76,576</b>
<b>Non-Current Liabilities</b>				
Long-term debt	311,195	56,855	310,851	12,550
Other long-term liabilities	56,701	24,093	-	-
<b>Total</b>	<b>367,896</b>	<b>80,948</b>	<b>310,851</b>	<b>12,550</b>
<b>Current Liabilities</b>				
Short-term debt	100,057	295,637	14,968	228,646
Trade and other payables	163,890	213,106	5,326	11,218
<b>Total</b>	<b>263,947</b>	<b>508,743</b>	<b>20,294</b>	<b>239,864</b>

**Capital Management:** The primary objective of the Group's capital management is to ensure the continuous smooth operation of its business activities and the achievement of its growth plans combined with an acceptable credit rating. For the purpose of capital management, the Group monitors the ratios "Net Debt to EBITDA" and "Net Debt to Equity". As net debt, the Group defines interest bearing borrowings minus cash and cash equivalents, plus the Group's share in the net debt of ENDESA Group. The ratios are managed in such a way in order to ensure the Group a credit rating compatible with its strategic growth.

The table below presents ratio results for the years December 31, 2008 and 2007 respectively:

	<b>GROUP</b>	
	<b>2008</b>	<b>2007</b>
Long-term debt	311,195	56,855
Short-term debt	100,057	295,637
Cash and cash equivalents	(44,403)	(84,933)
<b>Net debt of continuing operations</b>	<b>366,849</b>	<b>267,559</b>
Share of Net debt of ENDESA Group	13,525	(40,951)
<b>Group Net debt</b>	<b>380,374</b>	<b>226,608</b>
<b>Group EBITDA</b>	<b>117,559</b>	<b>153,707</b>
<b>Total Equity</b>	<b>901,309</b>	<b>799,853</b>
<b>Group Net debt / Group EBITDA</b>	<b>3.24</b>	<b>1.47</b>
<b>Group Net debt / Total Equity</b>	<b>0.42</b>	<b>0.28</b>

The Company does not manage its capital on Company level but only on a Group level.

### 4.3 Market Risk

#### (i) Foreign Exchange Risk

The Group is activated in a global level and consequently is exposed to foreign exchange risk emanating mainly from the US dollar. This kind of risk mainly results from commercial transactions in foreign currency as well as net investments in foreign entities. For managing this type of risk, the Group Treasury Department enters into derivative or non derivative financial instruments with financial institutions on behalf and in the name of group companies.

In Group level these financial instruments are characterized as exchange rate risk hedges for certain assets, liabilities or foreseen commercial transactions.

#### (ii) Price Risk

The Group's earnings are exposed to movements in the prices of the commodities it produces, which are determined by the international markets and the global demand and supply.

The Group is price risk from fluctuations in the prices of variables that determine either the sales and/or the cost of sales of the group entities (i.e. products' prices (LME), raw materials, other cost elements etc.). The

Group's activities expose it to the fluctuations of the prices of Aluminium (AL), Zinc (Zn), Lead (Pb) as well as to Fuel Oil as a production cost.

Commodity price risk can be reduced through the negotiation of long term contracts or through the use of financial derivatives.

### **(iii) Interest Rate Risk**

Group's interest bearing assets comprises only of cash and cash equivalents. Additionally, the Group maintains its total bank debt in products of floating interest rate. In respect of its exposure to floating interest payments, the Group evaluates the respective risks and where deemed necessary considers the use of appropriate interest rate derivatives. The policy of the Group is to minimize interest rate cash flow risk exposures on long-term financing.

### **Effects and Sensitivity Analysis**

The effects of the above risks at the Group's operating results, equity, and net profitability are presented in the table bellow:

<b>LME AL (Aluminium)</b>	<b>\$/tn</b>	<b>+ - 50</b>
EBITDA	mil. €	+ - 1.44
Net Results	mil. €	+ - 1.44
Equity	mil. €	- + 8.07
<b>LME Zn (Zinc)</b>	<b>\$/tn</b>	<b>+ - 50</b>
EBITDA	mil. €	- + 0.10
Net Results	mil. €	- + 0.075
Equity	mil. €	- + 0.075
<b>LME Pb (Lead)</b>	<b>\$/tn</b>	<b>+ - 50</b>
EBITDA	mil. €	+ - 0.20
Net Results	mil. €	+ - 0.15
Equity	mil. €	+ - 0.15

<b>Parity \$/€</b>		<b>+ - 0.05</b>
EBITDA	mil. €	- + 15.65
Net Results	mil. €	- + 11.74
Equity	mil. €	- + 11.74

<b>Fuel Oil Price (FOB Med)</b>	<b>\$/tn</b>	<b>+ - 50\$</b>
EBITDA	mil. €	- + 6.32
Net Results	mil. €	- + 4.74
Equity	mil. €	- + 4.74

#### 4.4 Credit Risk

The Group has no significant concentrations of credit risk with any single counter party. Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to wholesale customers, including outstanding receivables and committed transactions. Concerning trade accounts receivables, the Group is not exposed to significant credit risks as they mainly consist of a large, widespread customer base. All Group companies monitor the financial position of their debtors on an ongoing basis.

The Group also has potential credit risk exposure arising from cash and cash equivalents, investments and derivative contracts. To minimize this credit risk, the Group operates within an established counterparty policy approved by the Board of Directors, which limits the amount of credit exposure to any one financial institution. Also, as regards money market instruments, the Group only deals with well-established financial institutions of high credit standing.



The tables below summarize the maturity profile of the Group's financial assets as at 31.12.2008 and 31.12.2007 respectively:

**Liquidity Risk Analysis - Trade Receivable**  
(Amounts in thousands €)

	GROUP					
	Past due but not impaired				Non past due but not impaired	Total
	0-3 months	3-6 months	6-12 months	> 1 year		
2008	12,163	1,722	3,345	823	232,263	<b>250,316</b>
2007	11,412	2,342	2,987	870	281,375	<b>298,985</b>

	COMPANY					
	Past due but not impaired				Non past due but not impaired	Total
	0-3 months	3-6 months	6-12 months	> 1 year		
2008	-	-	-	-	19,222	<b>19,222</b>
2007	-	-	-	-	7,824	<b>7,824</b>

## 4.5 Liquidity Risk

Liquidity risk is related with the Group's need for the sufficient financing of its operations and development. The policy of the Group is to minimize interest rate cash flow risk exposures on long-term financing. Liquidity risk is managed by retaining sufficient cash and immediately liquidated financial assets as well as sufficient credit lines with Banks and Suppliers in relation to the required financing of operations and investments.

The tables below summarize the maturity profile of the Group's financial liabilities as at 31.12.2008 and 31.12.2007 respectively:

**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

2008	GROUP				
	up to 6 months	6 to 12 months	1 to 5 years	after 5 years	Total
Long Term Loans	-	-	311,195	-	<b>311,195</b>
Short Term Liabilities	27,341	72,373	343	-	<b>100,057</b>
Leasing liabilities	390	28	28	-	<b>446</b>
Trade and other payables	116,329	25,250	-	-	<b>141,579</b>
Other payables	18,909	3,402	-	-	<b>22,311</b>
<b>Total</b>	<b>162,968</b>	<b>101,053</b>	<b>311,566</b>	<b>-</b>	<b>575,588</b>

**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

2007	GROUP				
	up to 6 months	6 to 12 months	1 to 5 years	after 5 years	Total
Long Term Loans	-	-	56,855	-	<b>56,855</b>
Short Term Liabilities	287,645	7,911	-	-	<b>295,556</b>
Leasing liabilities	536	30	21	-	<b>587</b>
Trade and other payables	128,823	34,052	19,905	-	<b>182,781</b>
Other payables	14,877	15,448	-	-	<b>30,325</b>
<b>Total</b>	<b>431,882</b>	<b>57,442</b>	<b>19,926</b>	<b>-</b>	<b>509,250</b>

**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

	COMPANY				
	up to 6 months	6 to 12 months	1 to 5 years	after 5 years	Total
<b>2008</b>					
Long Term Loans	-	-	310,851	-	<b>310,851</b>
Short Term Loans	14,968	-	-	-	<b>14,968</b>
Leasing liabilities	-	-	-	-	-
Trade and other payables	-	-	-	-	-
Other payables	24,971	-	-	-	<b>24,971</b>
<b>Total</b>	<b>39,939</b>	-	<b>310,851</b>	-	<b>350,790</b>

**Liquidity Risk Analysis - Liabilities**  
(Amounts in thousands €)

	COMPANY				
	up to 6 months	6 to 12 months	1 to 5 years	after 5 years	Total
<b>2007</b>					
Long Term Loans	-	-	12,550	-	<b>12,550</b>
Short Term Loans	228,646	-	-	-	<b>228,646</b>
Leasing liabilities	-	-	-	-	-
Trade and other payables	-	-	-	-	-
Other payables	46,084	-	-	-	<b>46,084</b>
<b>Total</b>	<b>274,730</b>	-	<b>12,550</b>	-	<b>287,280</b>

## 4.6 Hedging Accounting

The Group uses Derivative financial instruments such as Commodity Futures and Currency Forwards in order to mitigate the risk related to its business activities along with the risk related to the funding of such activities.

At inception of the hedging transaction, the Group validates the hedging relationship between the underlying and the hedging instrument as far as its risk management strategy is concerned. The Group also verifies the hedging efficiency from the beginning of the hedging relationship and on a continuing basis.

All derivative financial instruments are initially recognized at fair value as at the date of settlement and are valued on a mark - to - market basis on each balance sheet date. The result of this valuation is recognized as an asset when positive and as a liability when negative.

When a derivative financial instrument is no longer regarded as hedging instrument any difference in its fair value is recognized in profit and loss.

There are three kinds of hedges.

## **Fair Value Hedging**

Fair value hedging is regarded when hedging the exposure in the fluctuations of the fair value of a recognized asset, liability, contingent liability or part of them that could have a negative impact on results. When hedging accounting, concerning fair value hedge, is followed then any profit or loss from revaluation is recognized in profit and loss.

## **Cash Flow Hedging**

The Group enters into Cash Flow Hedging transactions in order to cover the risks that cause fluctuations in its cash flows and arise either from an asset or a liability or a forecasted transaction.

On revaluation of open positions, the effective part of the hedging instrument is recognized directly in Equity as "Hedging Reserve" while the ineffective part is recognized in Profit & Loss. The amounts recognized in Equity are transferred in profit and loss at the same time as the underlying.

When a hedging instrument has expired, sold, settled or does not qualify for hedging accounting all accumulated profit or loss recognized in Equity, stays in Equity until the final settlement of the underlying. If the underlying is not expected to be settled then any profit or loss recognized in Equity is transferred to profit and loss account.

## **Hedging of a Net Investment**

Hedging of a foreign investment is regarded for accounting purposes in a way similar to cash flow hedging. The effective part of the hedging result is recognized directly in Equity while any ineffective part is recognized in profit and loss. Accumulated profit or loss recognized in Equity is transferred in profit and loss account at the time of disposal of the investment.

## **Determination of Fair Value**

The fair value of financial instruments trading in an active market is defined by the published prices as of the date of the financial statements.

The fair value of financial instruments not traded in active market is defined through the use of valuation techniques and assumptions based on relevant market information as of the date of the financial statements.

## **5. Segment Reporting**

### **5.1 Primary Reporting Format – Business Segments**

The Group is active in three main business segments: Metallurgy, Constructions and Energy.

It is noted that, in the context of the agreement between the Group and “ENDESA Europa”, the Group will contribute its entire thermal and renewable energy assets and licenses to the new company. The Group applied IFRS 5 “Non Current Assets Available for Sale & Discontinued Operations” and present separately the assets, liabilities and results which are going to be transferred to the new company for the reporting period and for the respective period of the previous year (Note 6.33).

The above mentioned assets, liabilities and results are those which are presented in the following tables under the Energy segment and transferred to column E “Discontinued Operations”.

Segment’s results are as follows:

(Amounts in thousands €)

**1/1-31/12/08**

Total gross segment sales
Intercompany sales
Inter-segment sales
<b>Sales</b>
Operating profit
Financial results
Share of profit/(loss) of associates
Profit from company acquisition
<b>Profit before income tax</b>
Income tax
<b>Profit for the period</b>
Result from discontinuing operations
<b>Segment Depreciation</b>
Other operating results included in EBITDA
<b>Segment EBITDA</b>
<b>Capital Expenditure</b>

Metallurgy	Constructions	Energy	Other	Discontinuing operations	Total
863,682	381,472	1,415	231	(242)	<b>1,246,558</b>
(199,688)	(454)	-	(110)	-	<b>(200,252)</b>
-	(70,552)	-	-	-	<b>(70,552)</b>
<b>663,994</b>	<b>310,467</b>	<b>1,415</b>	<b>120</b>	<b>(242)</b>	<b>975,755</b>
44,118	51,730	27	(15,997)	703	<b>80,580</b>
(10,101)	(3,561)	(667)	(11,302)	671	<b>(24,961)</b>
-	-	23	(7,526)	(23)	<b>(7,526)</b>
-	-	-	-	-	-
<b>34,016</b>	<b>48,169</b>	<b>(616)</b>	<b>(34,826)</b>	<b>1,350</b>	<b>48,094</b>
(7,813)	(9,290)	(197)	1,903	9	<b>(15,388)</b>
<b>26,204</b>	<b>38,879</b>	<b>(813)</b>	<b>(32,924)</b>	<b>1,359</b>	<b>32,706</b>
-	-	-	-	1,359	<b>1,359</b>
<b>17,918</b>	<b>5,240</b>	<b>720</b>	<b>375</b>	<b>(519)</b>	<b>23,734</b>
-	15,475	(2,231)	-	-	<b>13,245</b>
<b>62,035</b>	<b>72,445</b>	<b>(1,484)</b>	<b>(15,622)</b>	<b>184</b>	<b>117,559</b>
<b>53,833</b>	<b>1,945</b>	-	<b>219</b>	<b>(10,931)</b>	<b>45,066</b>

**1/1-31/12/07**

Total gross segment sales
Intercompany sales
Inter-segment sales
<b>Sales</b>
Operating profit
Financial results
Share of profit/(loss) of associates
Profit from company acquisition
<b>Profit before income tax</b>
Income tax
<b>Profit for the period</b>
Result from discontinuing operations
<b>Segment Depreciation</b>
<b>Segment EBITDA</b>
<b>Capital Expenditure</b>

Metallurgy	Constructions	Energy	Other	Discontinuing operations	Total
1,134,396	284,249	6,095	3,541	(6,961)	<b>1,421,320</b>
(452,622)	-	-	(1,019)	-	<b>(453,641)</b>
-	(55,082)	-	-	-	<b>(55,082)</b>
<b>681,774</b>	<b>229,167</b>	<b>6,095</b>	<b>2,522</b>	<b>(6,961)</b>	<b>912,597</b>
95,702	47,327	(842)	(13,175)	2,052	<b>131,064</b>
(5,562)	(37,556)	(2,090)	186,897	1,829	<b>143,518</b>
(53)	-	(127)	(140)	127	<b>(193)</b>
-	-	-	-	-	-
<b>90,087</b>	<b>9,771</b>	<b>(3,059)</b>	<b>173,582</b>	<b>4,008</b>	<b>274,389</b>
(18,208)	(11,434)	(558)	(29,508)	538	<b>(59,170)</b>
<b>71,879</b>	<b>(1,663)</b>	<b>(3,617)</b>	<b>144,074</b>	<b>4,546</b>	<b>215,219</b>
-	-	-	-	(4,546)	<b>(4,546)</b>
<b>16,821</b>	<b>4,981</b>	<b>346</b>	<b>887</b>	<b>(392)</b>	<b>22,643</b>
<b>112,523</b>	<b>52,308</b>	<b>(496)</b>	<b>(12,288)</b>	<b>1,660</b>	<b>153,707</b>
<b>75,802</b>	<b>2,557</b>	-	<b>256</b>	-	<b>78,615</b>

Segment's assets and liabilities are as follows:

(Amounts in thousands €)

**31/12/2008**

	Metallurgy	Constructions	Energy	Other	Total
Assets	892,597	131,102	701,140	45,313	<b>1,770,152</b>
Consolidated assets	<b>892,597</b>	<b>131,102</b>	<b>701,140</b>	<b>45,313</b>	<b>1,770,152</b>
Liabilities	191,979	(29,044)	292,864	413,043	<b>868,842</b>
Consolidated liabilities	<b>191,979</b>	<b>(29,044)</b>	<b>292,864</b>	<b>413,043</b>	<b>868,842</b>

**31/12/2007**

	Metallurgy	Constructions	Energy	Other	Total
Assets	876,334	317,756	385,476	70,153	<b>1,649,719</b>
Consolidated assets	<b>876,334</b>	<b>317,756</b>	<b>385,476</b>	<b>70,153</b>	<b>1,649,719</b>
Liabilities	594,242	191,589	60,149	3,886	<b>849,865</b>
Consolidated liabilities	<b>594,242</b>	<b>191,589</b>	<b>60,149</b>	<b>3,886</b>	<b>849,865</b>

## 5.2 Secondary Reporting Format – Geographical Segments

The Group is active in Greece where it has its Headquarters. It operates also in Euro zone and other countries.

Group's sales allocation to geographical segments, are as follows.

(Amounts in thousands €)

	1/1-31/12/08	1/1-31/12/07
Greece	426,203	409,664
Eurozone	445,218	385,799
Other countries	104,334	117,135
<b>Sales from Continued Operations</b>	<b>975,755</b>	<b>912,597</b>
<b>Sales from Discontinued Operations</b>	<b>242</b>	<b>6,961</b>

Following there is an analysis of sales per type:

(Amounts in thousands €)

	1/1-31/12/08	1/1-31/12/07
Sale of commodities	86,103	292,806
Sales of goods produced	589,391	394,792
Sales of other inventory	1,447	2,407
Services	7,714	11,165
Subcontracts	-	-
Sale of Property	260	1,518
Constructions	290,841	209,909
Other	-	-
<b>Total</b>	<b>975,755</b>	<b>912,597</b>

## 6. Notes on the Financial Statements

### 6.1 Tangible Assets

(Amounts in thousands €)

	GROUP				
	Land & Buildings	Vehicles & mechanical equipment	Furniture and other equipment	Tangible assets under construction	Total
Gross Book value	268,440	608,002	21,327	136,525	1,034,294
Accumulated depreciation and/or impairment	(42,533)	(433,348)	(17,453)	-	(493,333)
<b>Net Book value as at 01/01/2007</b>	<b>225,907</b>	<b>174,654</b>	<b>3,874</b>	<b>136,525</b>	<b>540,960</b>
Gross Book value	265,361	571,537	21,817	42,294	901,009
Accumulated depreciation and/or impairment	(46,158)	(448,560)	(18,636)	-	(513,355)
<b>Net Book value as at 31/12/2007</b>	<b>219,203</b>	<b>122,976</b>	<b>3,180</b>	<b>42,294</b>	<b>387,654</b>
Gross Book value	279,154	597,561	22,513	65,263	964,490
Accumulated depreciation and/or impairment	(52,162)	(471,331)	(19,480)	-	(542,974)
<b>Net Book value as at 31/12/2008</b>	<b>226,991</b>	<b>126,230</b>	<b>3,032</b>	<b>65,263</b>	<b>421,517</b>

	Land & Buildings	Vehicles & mechanical equipment	Furniture and other equipment	Tangible assets under construction	Total
<b>Book value as at 01/01/2007</b>	<b>225,907</b>	<b>174,654</b>	<b>3,874</b>	<b>136,525</b>	<b>540,960</b>
Additions from acquisition/consolidation of	2,399	3,337	666	253	6,655
Additions	13,613	12,552	818	51,632	78,615
Sales-Reductions	(3,197)	(50,816)	(974)	12,836	(42,151)
Depreciation	(3,629)	(15,801)	(1,189)	-	(20,620)
Reclassifications	-	5,931	-	(5,931)	-
Net foreign exchange differences	(12,933)	(833)	-	(462)	(14,228)
Tangible assets of discount. operations	(2,957)	(6,047)	(15)	(152,559)	(161,578)
<b>Net Book value as at 31/12/2007</b>	<b>219,203</b>	<b>122,976</b>	<b>3,180</b>	<b>42,294</b>	<b>387,654</b>
Additions from acquisition/consolidation of	6,038	13,297	-	-	19,335
Additions	2,165	10,124	831	31,946	45,066
Sales-Reductions	(4)	(166)	(8)	(136)	(314)
Depreciation	(3,223)	(16,850)	(972)	-	(21,045)
Reclassifications	1,766	(4,132)	-	2,108	(258)
Net foreign exchange differences	1,047	981	-	(18)	2,010
Tangible assets of discount. operations	-	-	-	(10,931)	(10,931)
<b>Net Book value as at 31/12/2008</b>	<b>226,992</b>	<b>126,230</b>	<b>3,032</b>	<b>65,263</b>	<b>421,517</b>

(Amounts in thousands €)

**COMPANY**

	Land & Buildings	Vehicles & mechanical equipment	Furniture and other equipment	Tangible assets under construction	Total
Gross Book value	13,263	168	1,249	-	14,680
Accumulated depreciation and/or impairment	(2,090)	(104)	(883)	-	(3,077)
<b>Net Book value as at 01/01/2007</b>	<b>11,173</b>	<b>64</b>	<b>365</b>	<b>-</b>	<b>11,603</b>
Gross Book value	13,193	179	1,321	-	14,693
Accumulated depreciation and/or impairment	(2,388)	(122)	(1,047)	-	(3,557)
<b>Net Book value as at 31/12/2007</b>	<b>10,805</b>	<b>57</b>	<b>274</b>	<b>-</b>	<b>11,136</b>
Gross Book value	13,193	167	1,403	125	14,887
Accumulated depreciation and/or impairment	(2,616)	(132)	(1,141)	-	(3,890)
<b>Net Book value as at 31/12/2008</b>	<b>10,576</b>	<b>35</b>	<b>261</b>	<b>125</b>	<b>10,998</b>

	Land & Buildings	Vehicles & mechanical equipment	Furniture and other equipment	Tangible assets under construction	Total
<b>Book value as at 01/01/2007</b>	<b>11,173</b>	<b>64</b>	<b>365</b>	<b>-</b>	<b>11,603</b>
Additions	17	12	226	1	256
Sales-Reductions	(87)	(1)	(154)	(1)	(243)
Depreciation	(298)	(18)	(164)	-	(480)
<b>Net Book value as at 31/12/2007</b>	<b>10,805</b>	<b>57</b>	<b>274</b>	<b>-</b>	<b>11,136</b>
Additions	-	-	94	125	219
Sales-Reductions	-	(9)	-	-	(9)
Depreciation	(228)	(13)	(107)	-	(348)
<b>Net Book value as at 31/12/2008</b>	<b>10,576</b>	<b>35</b>	<b>261</b>	<b>125</b>	<b>10,998</b>

Leased fixed assets included in the table above are as follows:

(Amounts in thousands €)

	<b>GROUP</b>			
	Mechanical equipment	Vehicles	Furniture and other equipment	Total
Gross Book value	174	87	3	263
Accumulated depreciation and/or impairment	(19)	(54)	(3)	(76)
<b>Net Book value as at 01/01/2007</b>	<b>154</b>	<b>33</b>	<b>-</b>	<b>187</b>
Additions	-	-	-	-
Sales-Reductions	-	-	-	-
Depreciation	(21)	(10)	-	(31)
Gross Book value	174	87	3	263
Accumulated depreciation and/or impairment	(40)	(64)	(3)	(107)
<b>Net Book value as at 31/12/2007</b>	<b>133</b>	<b>23</b>	<b>-</b>	<b>156</b>
Additions	157	-	-	157
Sales-Reductions	-	-	-	-
Depreciation	(49)	(6)	-	(55)
Gross Book value	330	87	3	420
Accumulated depreciation and/or impairment	(89)	(71)	(3)	(162)
<b>Net Book value as at 31/12/2008</b>	<b>241</b>	<b>16</b>	<b>-</b>	<b>257</b>

No liens or pledges exists on the Group's and Company's fixed assets. Depreciation charged in profit and loss is analyzed in notes 6.22 and 6.23.



## 6.2 Goodwill

Goodwill is allocated to the group's cash-generating groups identified according to business segment.

Goodwill is allocated to the group's cash-generating groups identified according to business segment.

(Amounts in thousands €)

	Metallurgy	Constructions	Energy	Other	Continuing operations	Discontinuing operations	Total
Gross Book value	7,412	111,092	-	-	118,504	13,716	132,220
Accumulated depreciation and/or impairment	-	-	-	-	-	-	-
<b>Net Book Value as at January 1st 2007</b>	<b>7,412</b>	<b>111,092</b>	-	-	<b>118,504</b>	<b>13,716</b>	<b>250,723</b>
Gross Book value	7,412	124,150	-	5	131,567	-	131,567
Accumulated depreciation and/or impairment	-	-	-	-	-	-	-
<b>Net Book Value as at December 31st 2007</b>	<b>7,412</b>	<b>124,150</b>	-	<b>5</b>	<b>131,567</b>	-	<b>131,567</b>
Gross Book value	7,412	145,280	-	5	152,696	-	152,696
Accumulated depreciation and/or impairment	-	-	-	-	-	-	-
<b>Net Book Value as at December 31st 2008</b>	<b>7,412</b>	<b>145,280</b>	-	<b>5</b>	<b>152,696</b>	-	<b>152,696</b>
Book value as at January 1st 2007	7,412	114,761	-	-	122,173	6,085	128,257
Additions	5,480	20,642	-	5	26,126	1,820	27,946
Sales-Reductions	-	(6,939)	-	-	(6,939)	(1,556)	(8,496)
Impairment	-	-	-	-	-	-	-
<b>Net Book value as at 31th 2007</b>	<b>12,891</b>	<b>128,463</b>	-	<b>5</b>	<b>141,359</b>	<b>6,348</b>	<b>147,708</b>
Additions	-	18,430	13,554	-	31,985	-	31,985
Sales-Reductions	-	(1,614)	-	-	(1,614)	(6,348)	(7,962)
Impairment	-	-	-	-	-	-	-
<b>Net Book value as at December 31st 2008</b>	<b>12,891</b>	<b>145,280</b>	<b>13,554</b>	<b>5</b>	<b>171,730</b>	-	<b>171,730</b>

The allocation of Goodwill among the group's subsidiaries is as follows:

(Amounts in thousands €)

	Recognized Goodwill as at 31/12/2008
METKA	144,643
ALOUMINION S.A.	12,891
E2 ENERGY SA	6,031
E2 ENERGY LLC	7,524
ELEMKA S.A.	635
DEFENSE MATERIAL INDUSTRY S.A.-MYTILINEOS AND Co,	5
DROSCO HOLDINGS LTD	2
<b>Net Book value as at 31/12/2008</b>	<b>171,730</b>

The Group performs impairment tests for goodwill on an annual basis. The recoverable amount of the recognized goodwill, was assessed using their value in use. The "value in use" was determined based on management estimates that were verified by an independent valuator. For the calculation of the value in use the discounted cash flows method was used.

The Group reviewed for impairment all of its continuing activities and no impairment issue was identified. Regarding the zinc-lead activity of SOMETRA S.A. (100% subsidiary of MYTILINEOS Group), for which the Group resolved in January 2009 to the temporary suspension of the production activity, MYTILINEOS S.A. recognised an impairment loss of an amount of € 30m. It is noted that in a Group level the recognized losses from the aforementioned investment exceeds the impairment recognized by the Parent Company.

### 6.3 Intangible Assets

(Amounts in thousands €)

	Software	Land Restoration	GROUP Licenses	Other intangible	Total
Gross Book value	6,998	55,407	44,298	11,108	117,810
Accumulated depreciation and/or impairment	(5,688)	(51,321)	-	(3,014)	(60,024)
<b>Net Book value as at 01/01/2007</b>	<b>1,309</b>	<b>4,086</b>	<b>44,298</b>	<b>8,094</b>	<b>57,786</b>
Gross Book value	7,115	58,209	7,603	9,794	82,721
Accumulated depreciation and/or impairment	(6,238)	(54,025)	(7,603)	(5,701)	(73,567)
<b>Net Book value as at 31/12/2007</b>	<b>878</b>	<b>4,184</b>	<b>-</b>	<b>4,093</b>	<b>9,155</b>
Gross Book value	7,364	61,407	7,603	9,778	86,152
Accumulated depreciation and/or impairment	(6,528)	(57,109)	(7,603)	(8,661)	(79,901)
<b>Net Book value as at 31/12/2008</b>	<b>837</b>	<b>4,298</b>	<b>-</b>	<b>1,117</b>	<b>6,252</b>

(Amounts in thousands €)

	Software	Land Restoration	GROUP Licenses	Other	Total
<b>Book value as at 01/01/2007</b>	<b>1,309</b>	<b>4,086</b>	<b>44,298</b>	<b>8,094</b>	<b>57,786</b>
Additions	106	-	-	2,568	2,675
Depreciation	(549)	-	-	(5,390)	(5,940)
<b>Net Book value as at 31/12/2007</b>	<b>878</b>	<b>4,184</b>	<b>-</b>	<b>4,093</b>	<b>9,155</b>
Additions	249	3,198	-	-	3,447
Sales-Reductions	-	-	-	(16)	(16)
Depreciation	(290)	(3,084)	-	(2,960)	(6,334)
<b>Net Book value as at 31/12/2008</b>	<b>837</b>	<b>4,298</b>	<b>-</b>	<b>1,117</b>	<b>6,252</b>

(Amounts in thousands €)

	COMPANY	
	Software	Total
Gross Book value	320	320
Accumulated depreciation and/or impairment	(52)	(52)
<b>Net Book value as at 01/01/2007</b>	<b>267</b>	<b>267</b>
Gross Book value	332	332
Accumulated depreciation and/or impairment	(270)	(270)
<b>Net Book value as at 31/12/2007</b>	<b>61</b>	<b>61</b>
Gross Book value	295	295
Accumulated depreciation and/or impairment	(219)	(219)
<b>Net Book value as at 31/12/2008</b>	<b>76</b>	<b>76</b>

(Amounts in thousands €)

	COMPANY	
	Software	Total
<b>Book value as at 01/01/2007</b>	<b>220</b>	<b>220</b>
Additions	62	62
Depreciation	(221)	(221)
<b>Net Book value as at 31/12/2007</b>	<b>61</b>	<b>61</b>
Additions	41	41
Depreciation	(27)	(27)
<b>Net Book value as at 31/12/2008</b>	<b>76</b>	<b>76</b>

Amortization charged in profit and loss is analyzed in notes 6.22 and 6.23.

## 6.4 Investments in Affiliated Companies

(Amounts in thousands €)

	GROUP	
	31/12/2008	31/12/2007
<b>Opening Balance</b>	<b>190,159</b>	<b>30,247</b>
Share of profit/loss (after taxation and minority interest)	(7,526)	(194)
Additions	38,784	161,888
Reversal of received dividends	(15,415)	(1,782)
Other Changes in Equity	38	-
<b>Balance at end of period</b>	<b>206,040</b>	<b>190,159</b>

The table below presents summarised financial information of associate's:

(Amounts in thousands €)

	% Participation	31/12/2008				Net profit/ (loss)
		Assets	Liabilities	Equity	Sales	
ENDESA Hellas S.A. (consolidated)	49.99%	502,673	95,745	406,928	11,290	-3,610
ELVO)	43%	165,059	146,469	18,590	40,595	(13,374)

	% Participation	31/12/2007				Net profit/ (loss)
		Assets	Liabilities	Equity	Sales	
ENDESA Hellas S.A. (consolidated)	49.99%	427,462	88,703	338,759	3,300	629
ELVO)	43%	222,256	190,292	31,964	83,948	(5,997)

## 6.5 Deferred Tax

(Amounts in thousands €)

	GROUP				COMPANY			
	31/12/2008		31/12/2007		31/12/2008		31/12/2007	
	Asset	Liability	Asset	Liability	Asset	Liability	Asset	Liability
<b>Non Current Assets</b>								
Intangible Assets	769	(152)	338	(152)	284	-	123	-
Tangible Assets	1,584	21,179	1,542	26,493	-	853	-	1,172
Financial assets available to sale	-	(416)	-	-	-	(416)	-	-
Long Term Receivables	-	35	-	-	-	-	-	-
<b>Current Assets</b>								
Stocks	-	-	-	-	-	-	-	-
Construction Contracts	15,764	15,136	8,427	9,253	-	-	-	-
Receivables	3,037	399	5,574	898	292	-	409	-
Financial assets available to sale	-	-	-	52	-	-	-	52
Financial assets at fair value	-	-	-	-	-	-	-	-
<b>Reserves</b>								
Reserves' defer tax liability	-	10,055	-	10,208	-	8,896	-	8,896
<b>Long-term Liabilities</b>								
Employee Benefits	6,200	-	7,495	12	45	-	57	-
Subsidies	102	-	113	-	-	-	-	-
Long-term Loans	-	474	-	-	-	474	-	-
Other Long-term Liabilities	2,638	681	3,731	-	-	175	-	-
<b>Short-term Liabilities</b>								
Provisions	8	-	1	1,818	-	-	-	1,818
Contingent Liabilities	-	-	-	-	-	-	-	-
Employee Benefits	1,041	-	1,366	-	-	-	-	-
Liabilities from derivatives	-	377	3,678	-	-	-	-	-
Liabilities from financing leases	24	-	-	(20)	-	-	-	-
Other Short-term Liabilities	22	-	26	1,769	-	-	-	-
Other contingent defer taxes	-	36,419	-	36,419	-	36,419	-	36,419
<b>Offsetting</b>	<b>(11,499)</b>	<b>(11,499)</b>	<b>(8,615)</b>	<b>(8,615)</b>	-	-	-	-
<b>Total</b>	<b>19,689</b>	<b>72,688</b>	<b>23,676</b>	<b>78,133</b>	<b>622</b>	<b>46,401</b>	<b>588</b>	<b>48,356</b>

## 6.6 Other Long-Term Receivables

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Customers - Withholding quarantees falling due after one year	1,923	535	-	-
Given Guarantees	342	386	113	110
Other long term receivables	446	434	-	-
<b>Total other long-term liabilities</b>	<b>2,711</b>	<b>1,354</b>	<b>113</b>	<b>110</b>

These receivables fall due after one year and relate mainly withholding construction guarantees.

## 6.7 Inventories

(Amounts in thousands €)

	GROUP	
	31/12/2008	31/12/2007
Raw materials	40,699	45,529
Semi-finished products	34,699	51,495
Finished products	39,631	30,805
Work in Progress	12,876	12,201
Merchandise	3,139	1,369
Others	45,765	42,274
<b>Total</b>	<b>176,809</b>	<b>183,673</b>
(Less)Provisions for scrap,slow moving and/or destroyed inventories:	(2,789)	(2,790)
	<b>(2,789)</b>	<b>(2,790)</b>
<b>Total Net Realizable Value</b>	<b>174,020</b>	<b>180,883</b>

Other stock relate to fuels, spare parts and other consumables.

## 6.8 Customers and other Trade Receivables

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Customers	197,300	218,049	19,186	7,824
Notes receivable	164	4	-	-
Checks receivable	9,548	16,299	35	-
Less: Impairment Provisions	(1,288)	(1,563)	-	-
<b>Net trade Receivables</b>	<b>205,724</b>	<b>232,789</b>	<b>19,222</b>	<b>7,824</b>
Advances for inventory purchases	642	1,038	-	-
Advances to trade creditors	43,950	65,158	-	-
<b>Total</b>	<b>250,316</b>	<b>298,985</b>	<b>19,222</b>	<b>7,824</b>

The Group's receivables and liabilities from construction contracts are analyzed in the following tables:

### Constructional Contracts

	GROUP	
	31/12/2008	31/12/2007
Realised Contractual Revenues	361,369	264,988
Realised Contractual Cost & Profits (minus realised losses)	1,190,705	928,398
Advances received	(33,081)	(71,701)
Clients holdings for good performance	7,693	6,431
Receivables for construction contracts according to the percentage of completion	67,894	65,789
Liabilities related to construction contracts according to the percentage of completion	(3,254)	(26,477)

## 6.9 Other Receivables

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Other Debtors	7,340	19,081	960	1,878
Receivables from the State	43,692	40,063	6,707	15,272
Receivables from Subsidiaries	-	-	206	42,845
Prepaid expenses for construction contracts	4,929	1,962	-	-
Accrued income - Prepaid expenses	1,703	4,606	107	1,751
Less: Provision for Bad Debts	(559)	(559)	-	-
<b>Net Receivables</b>	<b>57,105</b>	<b>65,152</b>	<b>7,979</b>	<b>61,745</b>
<b>Total</b>	<b>57,105</b>	<b>65,152</b>	<b>7,979</b>	<b>61,745</b>

## 6.10 Derivatives Financial Instruments

(Amounts in thousands €)

### Commodity derivatives

Futures/Forwards

### Currency & interest rates derivatives:

Foreign exchange forward

### Total

GROUP			
31/12/2008		31/12/2007	
Assets	Liabilities	Assets	Liabilities
194,997	-	36,592	-
7,808	-	-	-
<b>202,805</b>	<b>-</b>	<b>36,592</b>	<b>-</b>

All derivatives open positions have been mark to market. Fair values of the "interest rate swaps", are confirmed by the financial institutions that the Group has as counterparties.

The Group manages the exposure to currency risk through the use of currency forwards and options and thus by "locking" at exchange rates that provide sufficient cash flows and profit margins.

Furthermore, the Group manages the exposure to commodity risk through the use of: a) commodity futures that hedge the risk from the change at fair value of commodities and b) commodity swaps that hedge fluctuations in cash flows from the volatility in aluminum prices

## 6.11 Financial Assets at Fair Value through the Income Statement

These are high-liquidity placements in shares, bonds and mutual funds with a short-term investment horizon:

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Opening Balance</b>	<b>6,702</b>	<b>7,737</b>	<b>2,903</b>	<b>3,025</b>
Additions	13	931	-	(69)
Sales	(2,069)	(2,003)	-	(53)
Fair value adjustments	(1,890)	37	(1,872)	-
Exchange rate differences	-	-	-	-
<b>Balance at end of the period</b>	<b>2,757</b>	<b>6,702</b>	<b>1,031</b>	<b>2,903</b>

## 6.12 Cash and Cash Equivalents

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Cash	153	22	12	13
Bank deposits	15,678	78,504	2,494	4,090
Repos	28,572	6,407	-	-
<b>Total</b>	<b>44,403</b>	<b>84,933</b>	<b>2,507</b>	<b>4,104</b>

Group's cash management involves deposits in Euro or foreigner currency and in overnight Libor-Euribor interest rates. Interest received underlies a 10% taxation.

The effective weighted average interest rate for bank deposits is as follows:

	31/12/2008	31/12/2007
<b>Deposits EUR</b>	3.20%	4.00%
<b>Deposits USD</b>	2.50%	5.60%

As at 31.12.2008, cash of an amount of € 44.6m was transferred to the Balance Sheet of "Discontinued Operations" in the context of the De-merger of "ALUMINION S.A."

## 6.13 Total Equity

### i) Share Capital

The parent company's shares as well as the shares of the subsidiary "METKA S.A." are listed on the Athens Stock Exchange (ASE).

The "above par" account has resulted from the issuance of shares above their par values.



As of January 1, 2007, the share capital of the parent company amounted to € 125.173.241,66 consisted of 116.984.338 common shares with a nominal value of € 1,07 each.

The 1st Repeat Extraordinary General Assembly of Shareholders of 3.9.2007 approved the merger by absorption of the anonymous companies ALUMINIUM OF GREECE INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME and DELTA MECHANICAL EQUIPMENT AND INTEGRATED PROJECTS S.A. by the Company and decided the concurrent and parallel:

a) Share capital increase of the Company, (aa) (i) by the amount of the share capital contributed by ALUMINIUM OF GREECE INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME amounting € 206.565.872,90 less the amount of € 108.359.199,60 Euro corresponding to the nominal value of the invalidated shares of ALUMINIUM OF GREECE INDUSTRIAL AND COMMERCIAL SOCIETE ANONYME held by the Company, ii) by the amount of the share capital contributed by DELTA MECHANICAL EQUIPMENT & INTEGRATED PROJECTS S.A. amounting to € 4.250.000 less the amount € 2.700.180,04, corresponding to the nominal value of the invalidated shares of DELTA MECHANICAL EQUIPMENT & INTEGRATED PROJECTS S.A. held by the Company, i.e. in total, by the amount of € 99.756.493,26 (bb) by the amount of € 135.483,84 resulting from capitalization of part of the Company's share premium account, for the purpose of maintaining the share exchange ratio.

b) change of the nominal value of each Company share from € 0,60 Euro to € 2,55,

c) the issuance of 8.187.182 registered shares of a nominal value of € 2,55, which shall be distributed to the shareholders of the merged companies, as per the exchange ratios set forth in the Draft Merger Contract of 18.8.2007, which was approved by the Company's 1st Repeat Extraordinary General Assembly of Shareholders of 3.9.2007.

The 2nd Re-iterative General Meeting of the Company's shareholders of 26.11.2007 resolved on the following:

(a) decrease of the nominal value of the Company's shares € 2,55 to € 1,07 with the issuance of 68.190.531 new common registered shares, and the pro bono distribution of 24 new shares of the new par value of € 1,07 each for each 10 old shares of the previous par value of € 2,55 each, to the existing shareholders and  
(b) increase of the Company's share capital through capitalization of share premium reserve amounting to €

876.735,61 for rounding purposes of the new par value of the shares. Following the above, the share capital of the Company amounts to €125.080.916,71, divided into one 116.898.053 incorporeal common registered shares of a par value of € 1,07 each.

In accordance with the Board of Directors resolution of 5.12.2007, following the exercise by senior executives of the Company and of companies of Mytilineos group of stock option rights granted to them on the basis of the Stock Option Plans that have been approved by resolutions dated 14.6.2006 and 3.9.2007 of the General Meeting of Shareholders, the share capital was increased by € 92.324,95 with cash payments and issuance of 86.285 new registered voting shares, nominal value of € 1,07 each. Share price was € 12,70 according to the relevant stock option plan. The resulted par value difference of € 1.003.495 was transferred to share premium.

Following the exercise of the call options, the Company's share Capital amounts to € 125.173.241,66, divided into 116.984.338 ordinary shares of nominal value € 1,07 each.

Subsequently, the total amount of the Company's share capital amounts to 125.173.241,66 Euro divided into 116.984.338 intangible, common registered voting shares of a new nominal value 1,07 Euro each. The share capital of the Company did alter within the current year (2008).

## **ii) Share Based Payments to Members of the Board of Directors and Executives**

By the General Meetings resolutions of 14.6.2006 and 14.9.2007, the Shareholders of the Company approved a stock option plan for the members of the Board of Directors and certain executives of the Mytilineos Group. The main provisions of the stock option plan are as follows:

- The Board of Directors issues stock option certificates within the period of the next 3 to five years.
- The maximum strike price is equal to the 80% of the average share price of six trading months preceding the relevant Shareholders' Annual General Meeting.
- Eligible individuals are members of the Board of Directors, certain executives and other employees that have a minimum of service in the Company.
- The maximum number of stocks issued by options vested is 3% of the total number of stocks.
- Options vest at 20% in 2007, 30% in 2008 and 50% in 2009.

- Options are not tradable or transferable.
- Options vested can be exercised within the first twenty days of December of the year they vest.

The stock option plan is realized by cash payments from the beneficiaries.

The following table illustrates the stock options vested in 2007:

	<b>31/12/2008</b>	<b>31/12/2007</b>
<b>Stock Options vested - outstanding at the beginning of the year</b>	<b>16,915.00</b>	-
Stock Options vested	154,800.20	103,200.00
Stock Options exercised	-	(86,285)
<b>Stock Options vested - outstanding at the end of the year</b>	<b>171,715.20</b>	<b>16,915.00</b>
Stock Options to be vested in forthcoming years	258,000.00	412,800.20
<b>Total stock options outstanding at the end of the year</b>	<b>429,715.20</b>	<b>429,715.20</b>

The amount of stock options that will vest within the forthcoming years per year of vesting and per exercise price has as follows:

<b>Vesting Date</b>	<b>Exercise price</b>	<b>Number of share options</b>		
		<b>Group</b>	<b>Mytilineos S.A.</b>	<b>Subsidiaries</b>
2007	12,70	16,915.00	9,258.60	7,656.40
2008	12,70	154,800.10	83,763.10	71,037.00
2009	12,70	258,000.10	139,605.10	118,395.00
		<b>429,715.20</b>	<b>232,626.80</b>	<b>197,088.40</b>

The fair value of the stock options is estimated at the award date using the Black-Scholes option pricing model. The inputs to the model used for the valuation of stock options awarded in 2007 are as follows:

- Share Price at award date Euro 13,92
- Risk-free interest rate 4,48%
- Dividend yield 1,97%
- Stock Volatility 28%
- Expected life of option 3 years

Based on these inputs the model produced a value of Euro 1,29 per each stock option awarded in 2007.

## 6.14 Reserves

Reserves in the financial statements are analyzed as follows:

### Other Reserves (Group) (Amounts in thousands €)

	Regular Reserve	Special & Extraordinary Reserves	Tax-free and Specially taxed Reserves	Revaluation reserves	Financial instruments valuation reserve	Stock Option Plan Reserve	Total
Opening Balance 01/01/2007	9,800	3,017	20,159	133	372	-	33,482
Taxes recognised directly in Equity	-	(2,880)	-	-	-	-	(2,880)
Transfer op reserves	7,942	784	39,699	39	(372)	-	48,092
Stock Option Plan	-	-	-	-	-	161	161
Cancellation of shares	-	-	31,670	-	-	-	31,670
Closing Balance at 31st December 2007	17,742	920	91,528	173	-	161	110,524
Opening Balance 01/01/2008	17,742	920	91,528	173	-	161	110,524
Taxes recognised directly in Equity	-	-	-	-	-	-	-
Transfer of reserves	1,569	35,759	(18)	-	-	-	37,310
Stock Option Plan	-	-	-	-	-	347	347
Closing Balance at 31st December 2008	19,311	36,680	91,510	173	-	508	148,181

### Other Reserves (The Company) (Amounts in thousands €)

	Regular Reserve	Special & Extraordinary Reserves	Tax-free and Specially taxed Reserves	Revaluation reserves	Stock Option Plan Reserve	Total
Opening Balance 01/01/2007	5,212	(4,884)	4,131	133	-	4,592
Equity movement for the accounting of the merger of Aluminium of Greece and Delta Project based on IAS 8	42,726	1,887	17,547	39	-	62,199
Adjusted Opening Balance 1st January 2007, according to IFRS from application of IAS 8	47,938	(2,998)	21,678	172	-	66,791
Equity movement for the accounting of the merger of Aluminium of Greece and Delta Project based on IAS 8	6,146	(1,837)	7,297	-	-	11,606
Distribution of profits of 2006	1,879	13,800	-	-	-	15,679
Stock Option Plan	-	-	-	-	161	161
Closing Balance at 31st December 2007	55,963 0	8,966 0	28,975 0	172 0	161 0	94,237
Opening Balance 01/01/2008	55,963	8,966	28,975	172	161	94,237
Stock Option Plan	-	-	-	-	347	347
Transfer op reserves	-	-	(103)	-	-	(103)
Closing Balance at 31st December 2008	55,963 0	8,966 0	28,872 0	172 0	508 0	94,481

The majority of the above reserves relates to Parent Company and Greek subsidiaries. Under Greek corporate law, corporations are required to transfer a minimum of 5% of their annual net profit as reflected in their statutory books to a legal reserve, until such reserve equals one-third of the outstanding share capital. The above reserve cannot be distributed throughout the life of the company.

Tax free reserves represent non distributed profits that are exempt from income tax based on special provisions of development laws (under the condition that adequate profits exist for their allowance). These reserves mainly relate to investments and are not distributed. For these reserves, deferred tax liabilities of € 10 mil. were provided.

Specially taxed reserves represent interest income and income from disposal of listed in the Stock Exchange and non listed companies and are tax free or tax has been withheld at source. Except for any tax prepayments, these reserves are exempted from taxes, provided they are not distributed to shareholders.

## 6.15 Loan Liabilities

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Long Term Liabilities</b>				
Bank loans	-	43,799	-	-
Leasing liabilities	343	506	-	-
Bonds	310,851	12,550	310,851	12,550
Other	-	-	-	-
<b>Total Long-Term Loans</b>	<b>311,195</b>	<b>56,855</b>	<b>310,851</b>	<b>12,550</b>
<b>Short Term Liabilities</b>				
Overdraft	96,675	237,043	14,968	227,923
Bank loans	3,279	58,513	-	723
Leasing liabilities	103	81	-	-
<b>Total Short Term Loans</b>	<b>100,057</b>	<b>295,637</b>	<b>14,968</b>	<b>228,646</b>
<b>Total Loans</b>	<b>411,252</b>	<b>352,492</b>	<b>325,819</b>	<b>241,196</b>

The effective weighted average borrowing rate for the group, as at the balance sheet date is as follows:

	31/12/2008	31/12/2007
<b>EUR</b>	5.80%	5.6%
<b>USD</b>	4.70%	6.8%

On 31.07.08 the Company concluded an agreement for a common Bond Loan issuance for a maximum of Euro 465 mil under the provisions of L. 3156/2003, with a duration of 5 Years, and a floating interest rate on the basis of Euro Interbank Borrowing Rate (Euribor) plus an annual spread of 0,85%. The purpose of the loan was to ensure the necessary capital to fund the Group's development plan but also to refinance its short term borrowings. The issuance of the new loan will result into a significant decrease of the annual financial cost committing at the same time the necessary funds for the realization of the Group's investing plan, with the participation of the major Greek and foreign Banks operating in the Greek financial market.

As of 31.12.2008, loans of an amount of €43,8m was transferred to the Balance Sheet of "Discontinued Operations" in the context of the De-merger of "ALUMINION S.A."

## 6.16 Employee Benefit Liabilities

The amounts recognized on the Balance Sheet are:

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Balance Sheet liabilities for:</b>				
Pension benefits	44,868	40,597	611	598
<b>Total</b>	<b>44,868</b>	<b>40,597</b>	<b>611</b>	<b>598</b>

The amounts registered in the consolidated profit & loss are the following:

(Amounts in thousands €)

	GROUP					
	31/12/2008			31/12/2007		
	Defined Contributions Plans	Defined Benefit Plans	Total	Defined Contributions Plans	Defined Benefit Plans	Total
Current employment cost	1,270	2,018	3,288	2,668	2,853	5,521
Financial cost	1,431	870	2,300	1,334	696	2,030
Anticipated return on assets	-	(5)	(5)	-	(208)	(208)
Net actuarial (profits)/ losses realised for the period	(1,495)	3,951	2,455	(102)	-	(102)
Past employment cost	-	-	-	(677)	2,858	2,180
Losses from abridgement	5	-	5	-	11	-
<b>Amount included in employees' benefits</b>	<b>1,210</b>	<b>6,833</b>	<b>8,043</b>	<b>3,223</b>	<b>6,210</b>	<b>9,422</b>
Expected return of plan assets		5,180	5,180		208	208
Actuarial gains on plan assets		(1,359,236)	(1,359,236)		11	11
<b>Return of plan assets</b>	<b>-</b>	<b>(1,354,056)</b>	<b>(1,354,056)</b>	<b>-</b>	<b>219</b>	<b>219</b>

COMPANY		
Defined Contributions Plans		
31/12/2008	31/12/2007	
Current employment cost	61	68
Financial cost	24	29
Net actuarial (profits)/ losses realised for the period	(10)	(92)
<b>Amount included in employees' benefits</b>	<b>75</b>	<b>5</b>

The amounts registered in the consolidated balance sheet are the following:

(Amounts in thousands €)

	GROUP					
	31/12/2008			31/12/2007		
	Defined Contributions Plans	Defined Benefit Plans	Total	Defined Contributions Plans	Defined Benefit Plans	Total
Present value of Defined Benefit Plans		18,048	18,048		16,563	16,563
Less: Fair value of plan assets		(3,762)	(3,762)		(5,180)	(5,180)
	-	<b>14,286</b>	<b>14,286</b>	-	<b>11,383</b>	<b>11,383</b>
Present value of Defined Contributions Plans	30,541		30,541	29,213	-	29,213
Net actuarialy (profits)/ losses not recognised	40		40	-	-	-
	<b>30,581</b>	-	<b>30,581</b>	<b>29,213</b>	-	<b>29,213</b>
<b>Net retirement obligation</b>	<b>30,581</b>	<b>14,286</b>	<b>44,868</b>	<b>29,213</b>	<b>11,383</b>	<b>40,597</b>

The changes on present value of benefit scheme contribution are:

(Amounts in thousands €)

	GROUP					
	31/12/2008			31/12/2007		
	Defined Contributions Plans	Defined Benefit Plans	Total	Defined Contributions Plans	Defined Benefit Plans	Total
<b>Opening Balance</b>	<b>29,213</b>	<b>16,563</b>	<b>45,777</b>	<b>26,314</b>	<b>13,930</b>	<b>40,244</b>
Current employment cost	1,381	2,018	3,399	2,670	2,853	5,523
Financial cost	1,524	870	2,394	1,268	696	1,965
Actuarialy (profits)/ losses	3,466	2,591	6,057	3,376	2,858	6,233
Losses from abridgement	-	-	-	-	-	-
Settlements	5	-	5	-	-	-
Additions due to acquisitions	8	-	8	141	-	141
Contributions paid	(5,016)	(3,994)	(9,010)	(4,555)	(3,773)	(8,328)
<b>Closing Balance</b>	<b>30,581</b>	<b>18,048</b>	<b>48,630</b>	<b>29,213</b>	<b>16,563</b>	<b>45,777</b>

The changes on fair value of benefit scheme assets are:

(Amounts in thousands €)

	31/12/2008	31/12/2007
	Defined Benefit Plans	Defined Benefit Plans
<b>Opening Balance</b>	<b>5,180</b>	<b>5,596</b>
Expected return of plan assets	5	208
Actuarialy (profits)/ losses	(1,359)	11
Employer contributions	3,930	3,200
Contributions paid	3,994	(3,835)
Additions due to acquisitions	-	-
<b>Closing Balance</b>	<b>3,762</b>	<b>5,180</b>

The assumptions used, are presented in the following table:

	31/12/2008	31/12/2007
Discount rate	5.50%	4.50%
Future wage and salary increase	3.00%	4.00%
Future pension increase	0.50%	0.50%
Inflation	2.50%	2.50%

## 6.17 Other Long-Term Liabilities

(Amounts in thousands €)

### *Received guarantees - Grants-Leasing*

<b>Opening balance</b>	<b>2,781</b>	<b>21,674</b>
Received guarantees - Grants-Leasing from Subsidiaries' aquisition	5,816	109
Additions	178	185
Transfer at profits/loss	(255)	(417)
Transfer from / (to) Short term	3	26
Discont. operations	(2,000)	(18,794)
<b>Balance at end of period</b>	<b>6,523</b>	<b>2,781</b>

### *Other*

<b>Opening balance</b>	<b>434</b>	<b>469</b>
Additions	47	-
Transfer at profits/loss	-	(1)
Transfer from / (to) Short term	-	(34)
<b>Balance at end of period</b>	<b>481</b>	<b>434</b>

### *Rights for using Assets acquired through compensative*

<b>Opening balance</b>	<b>973</b>	<b>3,786</b>
Depreciation for the period	(2,960)	(3,048)
Transfer from / (to) Short term	1,987	235
<b>Balance at end of period</b>	<b>0</b>	<b>973</b>

### *Advances of customers*

<b>Opening balance</b>	<b>19,905</b>	<b>6,430</b>
Additions	42,315	110,050
Depreciation for the period	(56,800)	(39,229)
Transfer from / (to) Short term	41,781	(57,345)
<b>Balance at end of period</b>	<b>47,201</b>	<b>19,905</b>

### *Clients holdings for good performance*

<b>Opening balance</b>	<b>-</b>	<b>1,061</b>
Additions	2,992	2,711
Depreciation for the period	(3,804)	(1,859)
Transfer from / (to) Short term	3,308	(1,913)
<b>Balance at end of period</b>	<b>2,496</b>	<b>-</b>

### **Total**

	<b>56,701</b>	<b>24,093</b>
Long Term Liabilities	56,701	24,093
	<b>56,701</b>	<b>24,093</b>



The increase of the account “Advances of customers” is due to the reallocation of the long term portion of customers’ construction advances.

## 6.18 Provisions

Provisions referring to Group and Company are recognized if the following are met: (a) legal or implied liabilities exist as a consequence of past events, (b) there is a possibility of settlement that will require the outflow of economic benefits and (c) the amount of the liability can be measured reliably. More specifically, the Group recognizes provisions for environmental restorations as a result of exploitation of mineral resources processed mainly for the production of Alumina and Aluminum. All provisions are reviewed at each balance-sheet date and are adjusted accordingly so that they reflect the present value of expenses that will be required for the restoration of the environment. Contingent receivables are not recognized in the financial statements but are disclosed if there is a possibility of an inflow of economic benefits.

(Amounts in thousands €)

	GROUP				
	A. Litigation Provision	B. Environmental Restoration	C. Tax liabilities	D. Other	Total
<b>01/01/2007</b>	<b>1,500</b>	<b>7,033</b>	<b>3,853</b>	<b>8,341</b>	<b>20,727</b>
Additional provisions for the period	-	-	1,029	3,244	<b>4,273</b>
Unrealised reversed provisions	-	(1,260)	-	52	<b>(1,208)</b>
Realised provisions for the period	-	(344)	(2,085)	(28)	<b>(2,457)</b>
<b>31/12/2007</b>	<b>1,500</b>	<b>5,429</b>	<b>2,797</b>	<b>11,609</b>	<b>21,335</b>
-Long Term					18,945
-Short Term					2,390
Additional provisions for the period	-	-	-	119	<b>119</b>
Additional provisions for the period	-	132	1,425	1,588	<b>3,145</b>
Unrealised reversed provisions	-	-	-	(362)	<b>(362)</b>
Realised provisions for the period	-	(204)	(203)	(8,219)	<b>(8,626)</b>
<b>31/12/2008</b>	<b>1,500</b>	<b>5,357</b>	<b>4,019</b>	<b>4,736</b>	<b>15,612</b>
-Long Term					15,175
-Short Term					437

(Amounts in thousands €)

	COMPANY		
	Tax liabilities	Other	Total
<b>01/01/2007</b>	<b>3,100</b>	-	<b>3,100</b>
Unrealised reversed provisions	-	293	<b>293</b>
Realised provisions for the period	(1,832)	-	<b>(1,832)</b>
<b>31/12/2007</b>	<b>1,268</b>	<b>293</b>	<b>1,561</b>
-Long Term			1,268
-Short Term			293
Additional provisions for the period	-	88	<b>88</b>
Realised provisions for the period	-	(133)	<b>(133)</b>
<b>31/12/2008</b>	<b>1,268</b>	<b>248</b>	<b>1,516</b>
-Long Term			1,268
-Short Term			248

A. The amount relates to the old "ARSA" litigation case.

B. This provision relates to future obligations that may result from tax audits.

C. This provision represents the present value of the estimated costs to reclaim quarry sites and other similar post-closure obligations.

D. Comprises other provisions relating to other risks none of which are individually material to the Group and to contingent liabilities arising from current commitments .

## 6.19 Suppliers and other Liabilities

(Amounts in thousands €)

	GROUP	
	31/12/2008	31/12/2007
Suppliers	105,236	88,752
Customers' Advances	33,088	71,843
Liabilities to customers for project implementation	3,255	22,186
<b>Total</b>	<b>141,579</b>	<b>182,781</b>

The reduction of the account is due to transfer of construction advances to long term obligations.

## 6.20 Current Tax Liabilities

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Tax expense for the period	15,989	41,319	6	3,493
Tax audit differences	-	8,690	-	8,631
Tax liabilities	3,304	9,953	1,063	944
<b>Total</b>	<b>19,293</b>	<b>59,961</b>	<b>1,069</b>	<b>13,067</b>

## 6.21 Other Short-Term Liabilities

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Liabilities to Related Parties	885	1,411	19,645	34,865
Accrued expense	6,054	6,478	-	-
Social security insurance	4,441	4,320	167	139
Dividends payable	1,577	1,699	1,010	1,136
Deferred income-Grants	1,081	3,074	-	-
Others Liabilities	8,273	13,345	4,148	9,944
<b>Total</b>	<b>22,311</b>	<b>30,325</b>	<b>24,971</b>	<b>46,083</b>

## 6.22 Cost of Goods Sold

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Retirement benefits	6,605	6,510	-	-
Other employee benefits	79,065	82,269	-	139
Cost of materials & inventories	527,833	436,061	-	-
Third party expenses	46,578	40,218	-	265
Third party benefits	148,642	142,535	-	1
Assets repair and maintenance cost	808	399	-	3
Operating leases rent	408	510	-	1
Taxes & Duties	231	148	-	0
Advertisement	35	25	-	-
Other expenses	20,802	19,904	-	416
Depreciation - Tangible Assets	19,912	17,831	-	1
Depreciation - Intangible Assets	2,844	2,584	-	-
<b>Total</b>	<b>853,764</b>	<b>748,994</b>	<b>-</b>	<b>826</b>

## 6.23 Administrative & Distribution Expenses

### DISTRIBUTION EXPENSES

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Retirement benefits	2	15	-	-
Other employee benefits	2,228	2,234	-	36
Third party expenses	1,096	4,165	285	81
Third party benefits	466	630	-	22
Assets repair and maintenance cost	61	16	-	2
Operating leases rent	70	159	-	4
Taxes & Duties	10	8	-	1
Advertisement	79	51	-	1
Other expenses	3,849	2,854	-	7
Depreciation - Tangible Assets	239	113	1	10
Depreciation - Intangible Assets	14	42	-	-
<b>Total</b>	<b>8,113</b>	<b>10,288</b>	<b>286</b>	<b>165</b>

### ADMINISTRATIVE EXPENSES

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Retirement benefits	170	59	-	-
Other employee benefits	14,728	14,600	7,209	7,059
Inventory cost	8	-	-	-
Third party expenses	16,491	18,839	6,349	9,307
Third party benefits	1,969	2,620	512	666
Assets repair and maintenance cost	665	504	144	158
Operating leases rent	1,325	1,239	491	543
Taxes & Duties	323	344	-	5
Advertisement	1,245	1,000	887	825
Other expenses	7,117	9,744	1,717	1,873
Depreciation - Tangible Assets	1,264	1,348	347	721
Depreciation - Intangible Assets	47	233	27	221
<b>Total</b>	<b>45,351</b>	<b>50,529</b>	<b>17,684</b>	<b>21,377</b>

## 6.24 Other Operating Income / Expenses

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Other operating income</b>				
Grants amortization	15	33	-	-
Income from Subsidies	231	363	-	23
Compensations	190	-	182	-
Profit from foreign exchange differences	20,229	41,146	1,781	8,294
Rent income	651	667	210	234
Sales commission income	-	-	-	-
Operating income from services	2,880	487	15,433	16,015
Other	873	5,939	159	1,053
Income from reversal of unrealized provisions	6,602	1,622	-	-
Profit from sale of fixed assets	82	197	56	-
<b>Total</b>	<b>31,753</b>	<b>50,455</b>	<b>17,821</b>	<b>25,620</b>
<b>Other operating expenses</b>				
Losses from foreign exchange differences	16,682	15,116	2	-
Provision for Bad Debts	-	203	-	4
Loss from sale of fixed assets	111	95	9	-
Other	2,111	6,556	34	2,892
Other taxes	546	181	224	127
Compensations	251	27	3	-
<b>Total</b>	<b>19,700</b>	<b>22,177</b>	<b>271</b>	<b>3,023</b>

The fluctuations of the foreign exchange currency rates in 2008 and 2007 and the respective effect in the financial statements are analysed in detail in the Annual Report of the B.o.D. and in note 4 "Business Risk Management"

## 6.25 Financial Income / Expenses

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Interest income from:</b>				
- Bank deposits	775	484	12	15
- Customers	101	1,677	7	1,667
- Interest rate swaps	-	1,151	-	1,151
- Loans to related parties	-	-	417	-
-Other	2,112	13,831	-	12,980
<b>Total</b>	<b>2,988</b>	<b>17,142</b>	<b>436</b>	<b>15,813</b>
<b>Interest expenses from:</b>				
- Discounts of Employees' benefits liability due to service termination	85	66	-	-
- Bank Loans	26,686	21,583	16,751	13,966
- Loans to related parties	-	-	447	-
- Letter of Credit commissions	1,208	809	118	5
-Factoring	124	8	2	8
- Financial Leases	47	6	-	-
- Other Banking Expenses	2,214	2,322	44	1,834
<b>Total</b>	<b>30,365</b>	<b>25,891</b>	<b>17,362</b>	<b>16,911</b>

Financial income in 2007 contains an income of € 12,9m relating to interests received by the Export Credit Insurance Organization (ECIO) for the case of the investment in Kosovo.

## 6.26 Other Financial Results

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Derivatives:				
Cash Flow Hedging	-	(1,076)	-	(1,076)
Nonhedging derivatives	(818)	-	-	-
Profit / (loss) from fair value of other financial instrument through profit/loss	(3,766)	(700)	(3,584)	2,462
Fair value profit	10,316	123,186	6,554	123,186
Profit / (loss) from the sale of financial instruments	(24)	27,755	-	27,778
Losses from foreign exchange differences	(2,858)	-	-	-
Income from dividends	-	3,103	34,233	35,840
Other Income	(433)	-	(433)	-
<b>Total</b>	<b>2,417</b>	<b>152,268</b>	<b>36,771</b>	<b>188,190</b>

The line "Fair value profit" contains the capital gains recognised from the transfer of assets to ENDESA (please see note 3.9)

Furthermore, the Group reviewed for impairment all of its continuing activities and no impairment issue was identified. Regarding the zinc-lead activity of SOMETRA S.A. (100% subsidiary of MYTILINEOS Group), for which the Group resolved in January 2009 to the temporary suspension of the production activity, MYTILINEOS S.A. recognised an impairment loss of an amount of € 30m. It is noted that in a Group level the recognized losses from the aforementioned investment exceeds the impairment recognized by the Parent Company.

## 6.27 Consolidations of Companies

On 12.06.2008, Mytilineos Group, in line with the implementation of the commonly agreed strategy with Endesa Hellas SA for the dynamic expansion in the Greek electricity market announced the acquisition of the Greek wind portfolio of Dong Energy AS comprising of "Energie E2 Aioliiki SA" and "Energie E2 Aioliika Parka Karystias LLC". Adjusting for the Companies' net interest bearing debt position as of 31.12.2007, the total

net consideration to be paid amounts to Euro 27 mill. The acquisition of those entities was completed on 5.11.2008.

The fair values of identifiable assets and liabilities related to the Group, the total consideration (cost) of acquisition and the resulting goodwill recognized are summarized as follows:

**ENERGY E2 AIOLIKA PARKA KARYSTIAS S.A.**

(Amounts in thousands €)

	Fair value recognised on acquisition	Previous carrying value
<b>ASSETS</b>		
Property, plant and equipment	9,644	10,423
Trade and other receivables	1,175	1,175
Cash and cash equivalents	221	221
<b>Total Assets</b>	<b>11,040</b>	<b>11,819</b>
<b>LIABILITIES</b>		
Non-Current Liabilities	2,898	2,898
Current Liabilities	1,375	1,375
<b>Total liabilities</b>	<b>4,273</b>	<b>4,273</b>
<b>Net Assets</b>	<b>6,767</b>	<b>7,546</b>
Goodwill arising on acquisition	7,524	
<b>Consideration, satisfied by cash</b>	<b>14,291</b>	
<b>Cash flow on acquisition</b>		
Purchase consideration settled in cash	14,200	
Direct and other purchase expenses	91	
	<b>(221)</b>	
Net cash acquired with the subsidiary		
<b>Net cash flow on acquisition</b>	<b>14,070</b>	

**ENERGY E2 AIOLIKI S.A.**

(Amounts in thousands €)

	Fair value recognised on acquisition	Previous carrying value
<b>ASSETS</b>		
Property, plant and equipment	9,931	10,773
Trade and other receivables	675	675
Cash and cash equivalents	57	57
<b>Total Assets</b>	<b>10,663</b>	<b>11,505</b>
<b>LIABILITIES</b>		
Non-Current Liabilities	2,991	2,991
Current Liabilities	432	432
<b>Total liabilities</b>	<b>3,423</b>	<b>3,423</b>
<b>Net Assets</b>	<b>7,240</b>	<b>8,082</b>
Goodwill arising on acquisition	6,031	
<b>Consideration, satisfied by cash</b>	<b>13,271</b>	
<b>Cash flow on acquisition</b>		
Purchase consideration settled in cash	13,186	
Direct and other purchase expenses	84	
	<b>(57)</b>	
Net cash acquired with the subsidiary		
<b>Net cash flow on acquisition</b>	<b>13,214</b>	



## 6.28 Income Tax

Income tax for the Group and Company differs from the theoretical amount that would result using the nominal tax rate prevailing at year end over the accounting profits. The reconciliation of this difference is analyzed as follows:

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Income Tax	15,023	59,663	53	14,952
Income Tax provision	1,510	(673)	-	-
Tax Audit differences	(7)	9,484	-	10,220
Deferred taxation	(1,137)	(9,305)	(1,989)	4,332
<b>Total</b>	<b>15,388</b>	<b>59,170</b>	<b>(1,936)</b>	<b>29,504</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Earnings before tax</b>	<b>48,094</b>	<b>274,389</b>	<b>19,656</b>	<b>190,577</b>
Nominal Tax rate	25%	25%	25%	25%
<b>Presumed Tax on Income</b>	<b>12,024</b>	<b>68,597</b>	<b>4,914</b>	<b>47,644</b>
Adjustments for Nominal Tax Rate changes	(2,101)	-	-	-
Adjustment for statutory revaluation of fixed assets	(976)	-	-	-
- <i>Adjustments for non taxable income</i>				
Non taxable income	(10,598)	(35,283)	(10,105)	(35,283)
Tax on Non taxable reserves	(5,916)	-	-	-
Dividends	(6,847)	(8,512)	(6,847)	(8,512)
Elimination of assets construction Intercompany Profit	(3,904)	(1,733)	-	-
Profit on acquisitions	-	-	-	-
- <i>Adjustments for non deductible expenses for tax purposes</i>				
Goodwill Impairment	-	-	-	-
Non tax deductible expenses	26,269	36,101	10,049	17,625
Other	7,438	-	53	8,030
<b>Realized Tax on Income</b>	<b>15,388</b>	<b>59,170</b>	<b>(1,936)</b>	<b>29,504</b>

## 6.29 Earnings per Share

Basic earnings per share are calculated by dividing net profit for the year attributable to shareholders by the weighted average number of ordinary shares in issue during the year, excluding ordinary shares purchased by the Company and held as treasury shares.

(Amounts in thousands €)

	GROUP		COMPANY	
	1/1-31/12/08	1/1-31/12/07	1/1-31/12/08	1/1-31/12/07
Profit attributable to Shareholders of the parent	18,492	193,602	21,592	161,073
Weighted average number of shares	109,591	113,085	109,591	113,085
<b>Basic earnings per share</b>	<b>0.1687</b>	<b>1.7120</b>	<b>0.1970</b>	<b>1.4244</b>
Diluted effects of share options	-	-	-	-
<b>Diluted earnings per share</b>	<b>0.1687</b>	<b>1.7120</b>	<b>0.1970</b>	<b>1.4244</b>

#### Continuing Operations

	1/1-31/12/08	1/1-31/12/07	1/1-31/12/08	1/1-31/12/07
Profit attributable to Shareholders of the parent	19,748	197,922	21,592	161,073
Weighted average number of shares	109,591	113,085	109,591	113,085
<b>Basic earnings per share</b>	<b>0.1802</b>	<b>1.7502</b>	<b>0.1970</b>	<b>1.4244</b>
Diluted effects of share options	-	-	-	-
<b>Diluted earnings per share</b>	<b>0.1802</b>	<b>1.7502</b>	<b>0.1970</b>	<b>1.4244</b>

#### Discontinuing Operations

	1/1-31/12/08	1/1-31/12/07
Profit attributable to Shareholders of the parent	(1,256)	(4,320)
Weighted average number of shares	109,591	113,085
<b>Basic earnings per share</b>	<b>(0.0115)</b>	<b>(0.0382)</b>
Diluted effects of share options	-	-
<b>Diluted earnings per share</b>	<b>(0.0115)</b>	<b>(0.0382)</b>

The diluted earnings per share are calculated adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has one category of dilutive potential ordinary shares: stock options. As at 31.12.2008 the Group and the Company have no diluted earnings per share from stock options.

## 6.30 Cash Flows from Operating Activities

(Amounts in thousand €)

	<b>GROUP</b>		<b>COMPANY</b>	
	<b>1/1-31/12/08</b>	<b>1/1-31/12/07</b>	<b>1/1-31/12/08</b>	<b>1/1-31/12/07</b>
<b>Cash flows from operating activities</b>				
<b>Profit for the period</b>	32,706	215,219	21,592	161,073
<b>Adjustments for:</b>				
Tax	15,388	59,170	(1,936)	29,504
Depreciation of property, plant and equipment	21,067	20,191	348	658
Depreciation of intangible assets	2,920	2,869	27	227
Impairments	-	35,201	30,000	35,201
Provisions	(710)	6,759	-	9
Income from reversal of prior year's provisions	(954)	(1,054)	-	-
Profit / Loss from sale of tangible assets	147	(282)	(47)	(180)
Profit/Loss from fair value valuation of investment property	-	(30,854)	-	(30,911)
Profit / Loss from fair value valuation of derivatives	(691)	(7,965)	-	(7,965)
Profit / Loss from fair value valuation of financial assets at fair value through profit and loss	(7,970)	(157,696)	(34,249)	(160,079)
Profit / Loss from sale of held-for-sale financial assets	-	-	-	-
Profit / Loss from sale of financial assets at fair value through profit and loss	-	(7)	-	-
Interest income	(3,851)	(18,018)	(436)	(15,811)
Interest expenses	30,045	25,833	17,362	16,995
Dividends	165	(681)	(34,233)	(35,840)
Grants amortization	(255)	(417)	-	-
Profit from company acquisition	-	-	-	-
Parent company's portion to the profit of associates	7,526	194	-	-
Loans Exchange differences	(6,985)	(18,914)	(1,759)	(743)
Other Operating Results	15,731	240	188	234
	<b>104,279</b>	<b>129,788</b>	<b>(3,143)</b>	<b>(7,628)</b>
<b>Changes in Working Capital</b>				
(Increase)/Decrease in stocks	6,705	(24,220)	-	-
(Increase)/Decrease in trade receivables	32,407	(52,498)	47,332	61,122
(Increase)/Decrease in other receivables	-	-	-	-
Increase / (Decrease) in liabilities	8,027	74,530	(23,809)	(17,232)
Provisions	-	-	-	-
Pension plans	(20)	24	-	(18)
Other	-	-	-	-
	<b>47,119</b>	<b>(2,164)</b>	<b>23,523</b>	<b>43,872</b>
<b>Net Cash flows operating activities</b>	<b>151,398</b>	<b>127,624</b>	<b>20,380</b>	<b>36,244</b>

## 6.31 Discontinued Operations

In the context of the agreement between the Group and "ENDESA Europa", the Group will contribute its entire thermal and renewable energy assets and licenses to the new company. The Group applied IFRS 5 "Non Current Assets Available for Sale & Discontinued Operations" and present separately the assets, liabilities and results which are going to be transferred to the new company. Following is presented the analysis of the relevant assets and liabilities as well as the profit and loss and the cash flows of the discontinued operations.

(Amounts in thousands €)

**ASSETS**

**Non Current Assets**

Tangible Assets	151,345
Deferred Tax Receivables	11,800
	<b>163,145</b>

**Current Assets**

Inventories	158
Other receivables	2,474
Cash and cash equivalents	44,552
	<b>47,184</b>

**Total Assets**

**210,329**

**LIABILITIES**

**Non-Current Liabilities**

Long-term debt	43,799
Other long-term liabilities	17,789
<b>Total Non-Current Liabilities</b>	<b>61,588</b>

**Current Liabilities**

Trade and other payables	22,762
Short-term debt	-
Other payables	189
<b>Total current liabilities</b>	<b>22,951</b>

**Total liabilities**

**84,538**

(Amounts in thousands €)

**Sales**

	<b>242</b>	<b>6,961</b>
Cost of sales	<b>(163)</b>	<b>(4,946)</b>
<b>Gross profit</b>	<b>79</b>	<b>2,015</b>

Other operating income	32	179
Distribution expenses	(50)	(340)
Administrative expenses	(700)	(3,529)
Research & Development expenses	-	(1)
Other operating expenses	(63)	(377)

**Earnings before interest and income tax**

**(702) (2,053)**

Financial income	-	20
Financial expenses	(671)	(1,657)
Other financial results	-	(192)
Negative goodwill	-	-
Share of profit of associates	23	(127)
<b>Profit before income tax</b>	<b>(1,350)</b>	<b>(4,009)</b>

Income tax expense	(9)	(537)
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**Profit for the period**

**(1,359) (4,546)**

**Attributable to:**

<i>Equity holders of the parent</i>	(1,256)	(4,320)
<i>Minority interest</i>	(103)	(226)
<i>Basic earnings per share</i>	<i>(0.0115)</i>	<i>(0.0382)</i>

**Summary of Result**

Earnings before income tax, financial results, depreciation and amortization	(184)	(1,660)
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### 6.32 Sale of Treasury Shares

The company on 6.6.2007 completed the 3rd phase of its Share Buyback Program through the acquisition of 1.096.293 treasury shares at an average price of 35,27euro on the context of the 16.2.2007 decision of the Board of Directors. During the reported period the company has acquired a total of 2.098.171 treasury shares at an average price of 34,18euro. At the same time the company has already completed its 12 month Share Buyback Program for the purchase of treasury shares decided in the Special General Assembly of 14.6.2006.

On 7.12.2007, the Board of Directors of the Company resolved on the commencement of the plan regarding the acquisition of owned shares, in implementation of the decision of the Extraordinary General Meeting of the Company's shareholders of 7.12.2007. In the period from 13.12.2007 until 6.12.2009, the Company will acquire up to 2.522.461 owned shares, at a minimum acquisition price of 5 €/share and a maximum acquisition price of 60 €/share.

As at 31.12.2008, the company has overall acquired 9,704,294 (adjusted after split) treasury shares, which corresponds to 8,30% of its new share capital.

### 6.33 Encumbrances

There are no encumbrances on the Group's and company's assets.

### 6.34 Commitments

Group's commitments due to construction contracts and finance lease are as follows:

(Amounts in thousands €)

	GROUP	
	31/12/2008	31/12/2007
<b>Commitments from construction contracts</b>		
Value of pending construction contracts	523,517	621,737
Granted guarantees of good performance	172,323	162,753
<b>Total</b>	<b>695,841</b>	<b>784,490</b>

	GROUP	
	31/12/2008	31/12/2007
<b>Commitments from finance lease</b>		
Until 1 year	75	566
1 to 5 years	28	21
<b>Total</b>	<b>103</b>	<b>587</b>

## **6.35 Contingent Assets & Contingent Liabilities**

### **Disclosures Related to Contingent Liabilities**

In 1998 the company proceed to an agreement with the Romanian governmental service ARSA for the acquisition of a controlling stake in the former governmental entity SOMETRA. The agreement had provisions regarding the obligation of the acquirer to make investments in the field of technology and environment for the years 1999-2003. The agreement had also the provision for arbitration in case of differences upon performance. ARSA, on the back of its claim for violation of the agreement provisions regarding investment obligations, has appealed in the arbitration court asserting payments for non performance related to the investments of the years 2001-2003. The arbitration court has already proceed to the substance of the difference and the Group management believes that there will be no material liability beyond the amount of 1.6m \$ that is considered as a realistic provision. The above mentioned amount has already been included to the results of 2006

There are no litigations or arbitrations pending against the Group that may have a significant impact on its financial position or operations.

The fiscal years that have not been inspected by the tax authorities for each of the Group's companies are as follows:

COMPANY	Years Not Inspected by Tax Authorities
MYTILINEOS S.A. Maroussi, Athens	2007-2008
METKA S.A., N. Heraklio, Athens	2005-2008
SERVISTEEL, Volos	2007-2008
E.K.M.E. S.A. Municipality of Ehedorou, Thessaloniki	2005-2008
RODAX A.T.E.E., N.Heraklio, Athens	2008
ELEMKA S.A., N.Heraklio, Athens	2007-2008
DROSCO HOLDINGS LIMITED, Cyprus	2003-2008
BRIDGE ACCESSORIES & CONSTRUCTION SYSTEMS S.A., Maroussi, Athens	2006(ext. fiscal year)-2008
ENERGY CONSTRUCTION DEVELOPMENT WESTERN GREECE S.A., Agrinio	2007-2008
Aitolokarnanias	
METKA BRAZI SRL, Bucharest	2008
ROMANIA	
DELFI DISTOMON A.M.E.	2005-2008
ALOUMINION S.A.	2006(ext. fiscal year)-2008
COGENERATION OF ELECTRICITY AND HEAT S.A.	2005-2008
ELVO, Thessaloniki	2006-2008
SOMETRA S.A., Sibiu Romania	2003-2008
MYTILINEOS FINANCE S.A., Luxemburg	2007-2008
STANMED TRADING LTD, Cyprus	2004-2008
MYTILINEOS ELGRADO D.O.O., Serbia	1999-2008
MYVEKT INTERNATIONAL SKOPJE	1999-2008
RDA TRADING, Guernsey Islands	2007-2008
DEFENSE MATERIAL INDUSTRY S.A.-MYTILINEOS AND Co, Maroussi, Athens	2003-2008
INDUSTRIAL RESEARCH PROGRAMS "BEAT", Halandri, Athens	2003-2008
GENIKI VIOMICHANIKI, Maroussi, Athens	2003-2008
THORIKI S.A.I.C., Maroussi, Athens	2003-2008
THERMOREMA S.A., Moshato, Athens	2007-2008
KASTANIOTIKO S.A., Moshato, Athens	2003-2008
POUGAKIA S.A., Moshato Athens	2007-2008
DELTA PROJECT CONSTRUCT SRL, Boucourestsi, Romania	2005-2008
KALOMOIRA S.A., Moshato, Athens	2003-2008
DELTA ENERGY S.A., Moshato, Athens	2007-2008
FOIVOS ENERGY S.A., Amfikhia Fthiotidas	2000-2008
YDROXOOS S.A., Moshato, Athens	2007-2008
PEPONIAS S.A., Moshato, Athens	2007-2008
FTHIOTIKI ENERGY S.A., Moshato, Athens	2003-2008
YDRIA ENERGY S.A., Moshato, Athens	2005-2008
AIOLIKI MARTINO S.A., Moshato, Athens	2003-2008
ARGIRI ENERGY S.A., Moshato, Athens	2003-2008
EN.DY. S.A., Moshato, Athens	2003-2008
FOTINOS TILEMAXOS S.A., Moshato, Athens	2003-2008
THESSALIKI ENERGY S.A., Moshato, Athens	2000-2008
IONIA ENERGY S.A., Moshato, Athens	2006-2008
ELECTRONWATT S.A., Moshato, Athens	2006-2008
BUSINESS ENERGY S.A., Alimos, Athens	2006-2008
DELTA RENEWABLE ENERGY SOURCES S.A. Ag. Paraskevi Attikis	2004-2008
ENDESA Hellas S.A.	2007-2008
NORTH AEGEAN RENEWABLES, Maroussi, Athens	2006-2008
MYTILINEOS HELLENIC WIND POWER S.A., Maroussi, Athens	2002-2008
AIOLIKI ANDROU TSIROVLIDI S.A., Maroussi, Athens	2003-2008
AIOLIKI NEAPOLEOS S.A., Maroussi, Athens	2003-2008
AIOLIKI EVOIAS PIRGOS S.A., Maroussi, Athens	2003-2008
AIOLIKI EVOIAS POUNTA S.A., Maroussi, Athens	2003-2008
AIOLIKI EVOIAS HELONA S.A., Maroussi, Athens	2003-2008
AIOLIKI ANDROU RAHI XIROKABI S.A., Maroussi, Athens	2003-2008
AIOLIKI PLATANOU S.A., Maroussi, Athens	2003-2008
AIOLIKI SAMOTHRAKIS S.A., Maroussi, Athens	2003-2008
AIOLIKI EVOIAS DIAKOFITIS S.A., Maroussi, Athens	2003-2008
AIOLIKI SIDIROKASTROU S.A., Maroussi, Athens	2007-2008
HELLENIC SOLAR S.A., Maroussi Athens	2006-2008
SPIDER S.A., Maroussi Athens	2003-2008
GREENENERGY A.E.	2007-2008
BUSINESS ENERGY TPOIZINIA	2007-2008
MOVAL S.A.	2008
ARGYRITIS GEA S.A.	2008
ANEMOSTRATA RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	2008
ANEMODRASI RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	2008
ANEMORAHY RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	2008
ANEMOSKALA RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	2008
KATAVATIS RENEWABLE ENERGY SOURCES S.A. <sup>(1)</sup>	2008
ENERGY E2 AIOLIKI S.A.	2006-2008
ENERGY E2 AIOLIKA PARKA KARYSTIAS S.A.	2007-2008

<sup>(1)</sup> Formed Subsidiaries for the period 1.-31.12.2008

During the reporting period, tax authorities' inspection assessed tax differences, amounting to € 200 thousand, which were matched against the tax provisions. On 11.07.2008, the Tax Authorities commenced the regular income tax audit for the subsidiary company METKA S.A. for the fiscal years 2005 to 2007. The tax audit was completed on 28.01.2008 and the tax authorities assessed tax differences, amounting to € 833.216. As at 31.12.2008 the Group has provided for those tax differences.

For the fiscal years that have not been inspected by the tax authorities (as reported in the above table), there is a possibility of additional tax imposition. Therefore the group assesses, on an annual basis, the contingent liabilities regarding additional taxes from tax inspections in respect of prior years and makes relevant provisions where this is deemed necessary. AS at 31.12.2008 The Group has provided for tax differences from unaudited tax years of an amount of € 10m.

### **Other Contingent Assets & Liabilities**

The subsidiary company "ALUMINION S.A" has filed a lawsuit against the Public Power Company (PPC) regarding the validity of the termination of the initial electricity supply contract by the latter. In addition, "ALUMINION S.A." disputes the increase of electricity supply prices enforced by PPC in July 2008 on the electricity supply invoices following the relevant Ministerial decree (Ministry of Development) for the suspension of regulated invoices in high voltage and the obligation of PPC to negotiate with its customers subject to a ceiling of a 10% increase on current invoice.

The Group has new accumulated claims amounting to € 1,4m. The outcome of the above mentioned claims is in the stage of finalization by the insurance companies. In addition, the Group has submitted demands to its construction customers, amounting to € 0,8m for executed work that is not related to Contractual Obligations.

### **6.36 Changes in Accounting Estimations**

No change in accounting estimates was effected in 2008.



### 6.37 Dividend Proposed and Payable

The Board of Directors of the parent company will propose to the general Assembly the distribution of dividends from 2007 profit amounting €0,10/per share as opposed to €0,51/per share for 2006. It is noted that according to article 8 of L.3697/2008 dividends are subject to 10% withholding tax.

In the reporting period the Group paid a total amount of € 68,4 mil. for dividends to the Group Companies Shareholders, out of which an amount of € 56,8 mil. regards mother company shareholders and the rest regards minority shareholders.

### 6.38 Number of Employees

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
Full time employees	1,689	1,778	79	78
Part time employees	1,109	1,109	-	-
<b>Total</b>	<b>2,798</b>	<b>2,887</b>	<b>79</b>	<b>78</b>

## 6.39 Related Party Transactions

(Amounts in thousands €)

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Stock Sales</b>				
Parent Company				
Subsidiaries				
Associates	45,317	427		
Other Related Parties				
<b>Total</b>	<b>45,317</b>	<b>427</b>	<b>-</b>	<b>-</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Stock Purchases</b>				
Parent Company				
Subsidiaries				
Associates				
Other Related Parties				
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Services Sales</b>				
Parent Company				
Subsidiaries			16,281	16,863
Associates	217	403	143	251
Other Related Parties				
<b>Total</b>	<b>217</b>	<b>403</b>	<b>16,424</b>	<b>17,114</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Services Purchases</b>				
Parent Company				
Subsidiaries			447	876
Associates	74	202	4	
Other Related Parties	14,822	14,514	6,880	6,249
<b>Total</b>	<b>14,896</b>	<b>14,715</b>	<b>7,331</b>	<b>7,125</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Loans given to Related Parties</b>				
Parent Company				
Subsidiaries			-	26,860
Associates				
Other Related Parties				
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>26,860</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Loans received from Related Parties</b>				
Parent Company				
Subsidiaries			19,644	34,865
Associates		400		
Other Related Parties				
<b>Total</b>	<b>-</b>	<b>400</b>	<b>19,644</b>	<b>34,865</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Balance from sales of stock/services receivable</b>				
Parent Company				
Subsidiaries			18,470	7,824
Associates	7,443	123	966	-
Other Related Parties	31		31	
<b>Total</b>	<b>7,474</b>	<b>123</b>	<b>19,467</b>	<b>7,824</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Guarantees granted to related parties</b>				
Parent Company				
Subsidiaries			37,324	47,291
Associates				
Other Related Parties				
<b>Total</b>	<b>-</b>	<b>-</b>	<b>37,324</b>	<b>47,291</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Balance from sales/purchases of stock/services payable</b>				
Parent Company				
Subsidiaries			6	-
Associates	10,931	32	12	
Other Related Parties	209	97	209	28
<b>Total</b>	<b>11,141</b>	<b>129</b>	<b>227</b>	<b>28</b>

	GROUP		COMPANY	
	31/12/2008	31/12/2007	31/12/2008	31/12/2007
<b>Balance from sales/purchases of non-current assets receivable</b>				
Parent Company				
Subsidiaries			-	15,712
Associates				
Other Related Parties				
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>15,712</b>

The above mentioned related party transactions are on a pure commercial basis. The Group or any of its related parties has not entered in any transactions that were not in an arm's length basis, and do not intent to participate in such transactions in the future. No transaction from the above mentioned had any special terms and there were no guarantees given or received.

(Amounts in thousands €)

	<b>GROUP</b>		<b>COMPANY</b>	
	<b>31/12/2008</b>	<b>31/12/2007</b>	<b>31/12/2008</b>	<b>31/12/2007</b>
Short term employee benefits				
- Wages and Salaries and BOD Fees	13,387	13,592	5,880	5,513
- Insurance service cost	225	175	113	94
- Bonus	599	379	474	379
- Other remunerations	6	-	6	34
	<b>14,215</b>	<b>14,145</b>	<b>6,472</b>	<b>6,020</b>
Pension Benefits:				
- Defined benefits scheme	38	37	-	-
- Defined contribution scheme	221	171	61	68
- Other Benefits scheme	-	-	-	-
Payments through Equity	347	161	347	161
<b>Total</b>	<b>14,822</b>	<b>14,514</b>	<b>6,880</b>	<b>6,249</b>

No loans have been given to members of the Board of Directors or other management members of the Group (and their families).

## 6.40 Reclassifications

A) In the Group "Cash Flow Statement" for the period 1.1. – 30.9.2007, the cash flows from discontinuing operations (see note 7.9) are presented separately so as to be comparable to the Cash Flow Statement of 31.12.2008.

B) The amount of € 788 thousand relating to tax provisions was transferred from the account "Deferred tax liabilities" to the account "Provisions" in the Balance Sheet of 31.12.2007 so as to be comparable to the Balance Sheet of 31.12.2008.

#### **6.41 Post Balance Sheet Events**

MYTILINEOS Group has proceeded during the period 1.1.2009 to 24.3.2009 to the purchase of 564.049 common shares with an average purchase price of €3,88.

On 26 January 2009 the General Assembly of the Shareholders of the subsidiary Sometra S.A. resolved to the temporary suspension of the production activity of the Zinc-Lead production plant in Copsa Mica, Romania, and to drastically reduce the number of personnel. This decision was considered necessary due to the extremely adverse conditions that prevail in the international markets for metals in combination with the lack of raw materials for the production of zinc, after the world's only bulk concentrate mine stopped operating. It is noted that the price of zinc in London's Metal Exchange (LME) registers an all-time record low of only 1,100 USD/ton, down from 4,000 US/ton in early 2008. The temporary suspension of production of Sometra will significantly limit operating losses from the corresponding activity, and will thus impact positively on the Group's financial position.

There are no other significant subsequent events, apart from the abovementioned, which should be announced for the purposes of I.F.R.S.

## E. Figures and Information

<b>MYTILINEOS HOLDINGS S.A.</b> <small>Company's No 253432/04/16/16/26 in the register of Societies Anonymous  5-7 Pavloukias St, Mytilene</small>				
<b>FIGURES AND INFORMATION FOR THE FISCAL YEAR OF 1 JANUARY 2008 UNTIL 31 DECEMBER 2008</b> <small>(In terms of article 125 of Law 2190, for companies publishing annual financial statements in accordance with IAS/IFRS)</small> The figures presented below aim to give summary information about the financial position and results of MYTILINEOS S.A. and its subsidiaries. The reader who aims to form a full opinion on the company's financial position and results, must consult the interim financial statements prepared according to the International Financial Reporting Standards and the Auditor's Report where this is required. Subsidiarily, the reader can visit the company's website, where the above financial statements are posted.				
<b>GENERAL PROFILE</b> <small>Supervising Authority:</small> Company website: Board of Directors: Chairman of the Board: President: Vice President: Independent non-executive: Executive Director non-executive: Independent non-executive: Executive Director non-executive: Independent non-executive: Date of approval of the Financial Statements by the Board of Directors: The Certified Auditor: Auditing Company: Type of Auditor's opinion:		<b>INCOME STATEMENT</b> <small>Amounts in 100's €</small>		
<b>BALANCE SHEET</b> <small>Amounts in 100's €</small>		<b>CASH FLOW STATEMENT</b> <small>Amounts in 100's €</small>		
<b>STATEMENT OF CHANGES IN EQUITY</b> <small>Amounts in 100's €</small>		<b>ADDITIONAL DATA AND INFORMATION</b>		
<b>ADDITIONAL DATA AND INFORMATION</b>		<b>ADDITIONAL DATA AND INFORMATION</b>		

## F. Information of the Article 10 of the Law 3401/2005

MYTILINEOS HOLDINGS SA published to press the following information of article 10, Law 3401/2005 and made them available to public during the financial year 2008. Information is uploaded both in the official web site of Athens Stock Exchange (ASE) [www.ase.gr](http://www.ase.gr) and in the company's web site [www.mytilineos.gr](http://www.mytilineos.gr).

### Press Releases 2008

(<http://www.mytilineos.gr/default.asp?pageID=64&pageCode=05.05.01&tablePageID=58&pageNo=1&direction=asc&orderby=&langID=2&siteID=1&imerominia=01%2F01%2F2008&ddYear=2008>)

23/1/2008	METKA IN A JOINT VENTURE WITH GENERAL ELECTRIC (GE) ANNOUNCED BIG ENERGY PROJECT FOR 850 Mwatt IN ROMANIA
18/3/2008	Endesa: Announcement of the new Business Plan
26/3/2008	2007 Annual Results
27/3/2008	Guidance for the Year 2008 - 2009
27/3/2008	METKA S.A. - Guidance for the year 2008 - 2009
31/3/2008	SIGNED TODAY IN BUCHAREST THE CONTRACT PETROM – GE/ METKA FOR THE CONSTRUCTION OF A POWER PLANT WITH 860 MW CAPACITY IN ROMANIA
24/4/2008	Invitation of the Shareholders to a Regular General Meeting on May 8th,2008
20/5/2008	Press Release - Results for the first quarter of 2008
12/6/2008	Press Release - New Investments of Mytilineos Group in 'Green Energy' - The Greek listed company acquires the Greek wind portfolio of Dong Energy AS of a total installed capacity of 18.6MW
7/7/2008	250MW TO BE CONTRIBUTED TO THE NATIONAL POWER SYSTEM - MYTILINEOS Group to place 250 MW at the disposal of the HTSO during the heat wave
21/7/2008	Council of State's positive verdict for ENDESA HELLAS SA case
31/7/2008	MYTILINEOS GROUP and GLENCORE AG sign 10-year agreement for the sale of \$2 billion of
4/8/2008	Bond Loan up to the amount of EURO 465 millions
4/8/2008	Results for the first semester of 2008:The Group remains on a steady course of growth and profitability in spite of adverse conditions in the international markets
25/8/2008	State council rejects application by "PROMETHEUS GAS" and "DAMCO ENERGY"
8/9/2008	The largest EPC contract in the company's history - Construction of a 700MW power plant with a budget of €650,000,000 awarded in 07.09.08 to the ANSALDO/METKA consortium led by METKA
3/11/2008	Motor Oil and the Mytilineos Group conclude major deal in the energy sector
5/11/2008	Results for the 9M period of 2008 - The Group Remains on a Steady Course of Growth and Profitability in Spite of Adverse Conditions in the International Markets

### **Announcements 2008**

(<http://www.mytilineos.gr/default.asp?pageID=65&pageCode=05.05.02&tablePageID=59&pageNo=1&direction=asc&orderby=&langID=2&siteID=1&fimerominia=01%2F01%2F2008&ddYear=2008>)

29/12/2008	Announcement pursuant to Law 3556/2007
24/12/2008	Announcement pursuant to Law 3556/2007
23/12/2008	Announcement pursuant to Law 3556/2007
22/12/2008	Announcement pursuant to Law 3556/2007
22/12/2008	Announcement pursuant to Law 3556/2007
19/12/2008	Announcement pursuant to Law 3556/2007
19/12/2008	Announcement of Share Buy-back
18/12/2008	Announcement pursuant to Law 3556/2007
18/12/2008	Announcement pursuant to Law 3556/2007
17/12/2008	Announcement pursuant to Law 3556/2007
17/12/2008	Announcement pursuant to Law 3556/2007
17/12/2008	MYTILINEOS HOLDINGS S.A. - Announcement of Share Buy-back
8/12/2008	Announcement of Share Buy-back
4/12/2008	Announcement of deviation from the share buy-back limit of 25%
28/11/2008	Announcement of Acquisition of Owned Shares
6/11/2008	Announcement
3/11/2008	Announcement of deviation from the share buy-back limit of 25%
27/10/2008	Announcement of Acquisition of Owned Shares
24/10/2008	Announcement
23/10/2008	Announcement of Acquisition of Owned Shares
22/10/2008	Announcement of Acquisition of Owned Shares
21/10/2008	Announcement Pursuant to Law 3556/2007
10/10/2008	Announcement of Acquisition of Owned Shares
8/10/2008	Announcement of Acquisition of Owned Shares
2/10/2008	Announcement of deviation from the share buy-back limit of 25%
2/10/2008	Announcement of Acquisition of Owned Shares
26/9/2008	Announcement of Share Buy-back
12/9/2008	Announcement of Acquisition of Owned Shares
11/9/2008	Announcement of Acquisition of Owned Shares
11/9/2008	Announcement of Acquisition of Owned Shares
9/9/2008	Announcement of Acquisition of Owned Shares
8/9/2008	Announcement of Acquisition of Owned Shares
5/9/2008	Announcement of Acquisition of Owned Shares
4/9/2008	Announcement of Acquisition of Owned Shares
3/9/2008	Announcement of Acquisition of Owned Shares
2/9/2008	Announcement of Acquisition of Owned Shares
2/9/2008	Announcement of deviation from the share buy-back limit of 25%
29/8/2008	Announcement of Acquisition of Owned Shares
28/8/2008	Announcement of Acquisition of Owned Shares
27/8/2008	Announcement of Acquisition of Owned Shares
26/8/2008	Announcement of Acquisition of Owned Shares
25/8/2008	announcement of Acquisition of Owned Shares
25/8/2008	Announcement of Acquisition of Owned Shares
22/8/2008	Announcement of Acquisition of Owned Shares
20/8/2008	Announcement of Acquisition of Owned Shares
18/8/2008	Announcement of Acquisition of Owned Shares
18/8/2008	Announcement of Acquisition of Owned Shares
14/8/2008	Announcement of Acquisition of Owned Shares
13/8/2008	Announcement of Acquisition of Owned Shares
11/8/2008	Announcement of Acquisition of Owned Shares



6/8/2008	Announcement of Acquisition of Owned Shares
6/8/2008	Announcement of Acquisition of Owned Shares
5/8/2008	Announcement of Acquisition of Owned Shares
4/8/2008	Announcement of Acquisition of Owned Shares
4/8/2008	Announcement
31/7/2008	Announcement of Acquisition of Owned Shares
31/7/2008	Announcement of Acquisition of Owned Shares
30/7/2008	Announcement of Acquisition of Owned Shares
28/7/2008	Announcement of Acquisition of Owned shares
24/7/2008	Announcement of Acquisition of Owned Shares
21/7/2008	Announcement of Acquisition of Owned Shares
17/7/2008	Announcement of Acquisition of Owned Shares
16/7/2008	Announcement of Acquisition of Owned Shares
14/7/2008	Announcement of Acquisition of Owned Shares
9/7/2008	Announcement of Acquisition of owned shares
3/7/2008	Announcement of Acquisition of Owned Shares
2/7/2008	Announcement of Acquisition of Owned Shares
27/6/2008	Announcement of Acquisition of Owned Shares
20/6/2008	Announcement of Acquisition of owned shares
10/6/2008	Announcement
30/5/2008	Announcement
30/5/2008	Announcement
22/5/2008	Announcement Pursuant to Law 3556/2007
16/5/2008	Announcement
8/5/2008	Announcement
11/4/2008	Announcement Pursuant to Law 3556/2007
10/4/2008	Announcement Pursuant to Law 3556/2007
8/4/2008	Announcement Pursuant to Law 3556/2007
1/4/2008	Announcement Pursuant to Law 3556/2007
1/4/2008	Announcement Pursuant to Law 3556/2007
1/4/2008	Announcement
31/3/2008	Announcement of Acquisition of owned shares
31/3/2008	Announcement Pursuant to Law 3556/2007
31/3/2008	Announcement Pursuant to Law 3556/2007
28/3/2008	Announcement Pursuant to Law 3556/2007
20/3/2008	Announcement of Acquisition of owned shares
19/3/2008	Announcement Pursuant to Law 3556/2007
3/3/2008	Announcement of Acquisition of Owned Shares
29/2/2008	Announcement of Acquisition of owned Shares
28/2/2008	ANNOUNCEMENT OF ACQUISITION OF OWNED SHARES
14/2/2008	Financial Calendar 2008
14/2/2008	Announcement Pursuant to Law 3556/2007
12/2/2008	Announcement of Acquisition of Owned Shares
12/2/2008	Announcement of Acquisition of Owned shares
11/2/2008	Announcement of acquisition of owned shares
8/2/2008	Announcement of Acquisition of owned Shares
7/2/2008	Announcement of Acquisition of owned Shares
6/2/2008	Correction of Previous Announcement: Notice of a significant change in voting rights pursuant to Law 3556/2007
5/2/2008	Announcement of Acquisition of owned shares
4/2/2008	Announcement of Acquisition of owned shares

4/2/2008	ANNOUNCEMENT OF ACQUISITION OF OWNED SHARES
1/2/2008	Announcement Of Acquisition Of Owned Shares
31/1/2008	Announcement of Regulated Information in accordance to article 9 par. 5 under Law 3556/2007 - New Share Capital
30/1/2008	Announcement Pursuant To Law 3556/2007
28/1/2008	Notice of a significant change in voting rights pursuant to Law 3556/2007
24/1/2008	Announcement of Acquisition of Owned Shares
24/1/2008	Announcement Pursuant to Law 3556
23/1/2008	Announcement Pursuant to Law 3556/2007
23/1/2008	Announcement Of Acquisition of Owned Shares
22/1/2008	Announcement Pursuant to Law 3556
22/1/2008	Announcement Pursuant to Law 3556/2007
21/1/2008	Announcement Pursuant to Law 3556/2007
18/1/2008	Announcement Pursuant to Law 3556/2007
17/1/2008	Announcement
16/1/2008	Announcement
16/1/2008	Announcement Pursuant to Law 3556/2007
15/1/2008	Announcement
14/1/2008	ANNOUNCEMENT
10/1/2008	Announcement

## Financial Statements

([http://www.mytilineos.gr/default.asp?pageid=46&pagecode=05.01.02&tablepageid=16&pageno=1&direction=asc&orderby=&langID=2&siteid=1&f\\_imerominia=01%2f01%2f2008&ddyear=2008&f\\_tupos\\_katastasis=](http://www.mytilineos.gr/default.asp?pageid=46&pagecode=05.01.02&tablepageid=16&pageno=1&direction=asc&orderby=&langID=2&siteid=1&f_imerominia=01%2f01%2f2008&ddyear=2008&f_tupos_katastasis=))

<b>IFRS MYTILINEOS</b>	31/12/2008	Figures and Information
<b>IFRS NOTES MYTILINEOS</b>	31/12/2008	Annual Financial Statements (Notes)
<b>IFRS MYTILINEOS</b>	30/9/2008	Figures and Information
<b>IFRS NOTES MYTILINEOS</b>	30/9/2008	Interim Financial Statements (Notes)
<b>IFRS MYTILINEOS</b>	30/6/2008	Figures and Information
<b>IFRS NOTES MYTILINEOS</b>	30/6/2008	Interim Financial Statements
<b>IFRS NOTES MYTILINEOS</b>	31/3/2008	Interim Financial Statements (Notes)
<b>IFRS MYTILINEOS</b>	31/3/2008	Figures and Information

## **G. Availability of Financial Statements**

The Annual Financial Statements of the Group and the Company as well as the financial statements of the companies that are consolidated, the auditor's report and the report of the Board of Directors for the year ending December 31st 2008 have been posted on the web site of the company. For further details and information, the shareholders and investors should contact the Mytilineos Group Investor Relations Officer Mr. Nikolaos Kontos. Finally, the present Annual Financial Report, the prior years' Annual Reports and other significant information can be found on the web site of the company ([www.mytilineos.gr](http://www.mytilineos.gr)).

THE PRESIDENT OF THE BOARD & CHIEF EXECUTIVE OFFICER	THE VICE-PRESIDENT OF THE BOARD	THE GROUP CHIEF FINANCIAL OFFICER	THE GROUP FINANCIAL CONTROLLER
<b>EVANGELOS MYTILINEOS</b>	<b>IOANNIS MYTILINEOS</b>	<b>IOANNIS DIMOU</b>	<b>IOANNIS KALAFATAS</b>
I.D. No AB649316/2006	I.D. No AE044243/2007	I.D. No P102714/1993	I.D. No AZ 556040/2008