

SAUDI CEMENT COMPANY
(A Saudi Joint Stock Company)

**INTERIM FINANCIAL STATEMENTS
AND LIMITED REVIEW REPORT FOR
THE THREE MONTHS AND NINE MONTHS
PERIODS ENDED SEPTEMBER 30, 2013**

SAUDI CEMENT COMPANY
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LIMITED REVIEW REPORT

To the stockholders of
The Saudi Cement Company
Dammam – Kingdom of Saudi Arabia

Scope of the Review

We have reviewed the accompanying interim balance sheet of the Saudi Cement Company (a Saudi joint stock company) as of September 30, 2013 and the related interim statement of income for three months and nine months periods then ended, interim statements of cash flows and changes in stockholders' equity for the nine-months period then ended, including the related notes from 1 to 9 which form an integral part of these interim financial statements as prepared by the Company and presented to us with all the necessary information and explanations we required. These interim financial statements are the responsibility of the Company's management.

We conducted our review in accordance with the interim financial statements review standard established by the Saudi Organization for Certified Public Accountants. A review of the interim financial statements consists principally of applying analytical procedures to the financial data, and making inquiries of persons responsible for financial and accounting matters in the Company. It is substantially less in scope than an audit conducted in accordance with the generally accepted auditing standards, the objective of which is the expression an opinion regarding the financial statements taken as a whole. Accordingly, we do not express such an opinion.

Review result

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

For Dr. Mohamed Al-Amri & Co.



Gihad M. Al-Amri
Certified Public Accountant
Registration No. 362



15/ 12/1434 (H)
20/ 10/2013 (G)

SAUDI CEMENT COMPANY
(A Saudi Joint Stock Company)

INTERIM BALANCE SHEET AS AT SEPTEMBER 30, 2013 (Unaudited)

	<u>Notes</u>	<u>2013</u> <u>SR'000</u>	<u>2012</u> <u>SR'000</u>
<u>ASSETS</u>			
Current Assets			
Cash and cash equivalents		107,341	60,399
Accounts receivable		209,659	195,071
Inventories		431,537	364,749
Prepaid expenses and other		111,839	51,570
Total current assets		860,376	671,789
Non- current assets			
Investments	5	97,735	76,957
Fixed assets – net		3,212,379	3,364,467
Capital work in progress		128,102	112,200
Total non-current assets		3,438,216	3,553,624
TOTAL ASSETS		4,298,592	4,225,413
<u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>			
Current liabilities			
Islamic Tawarruq loans	7	520,000	500,000
Saudi Industrial Development Fund (SIDF) loan-current portion		90,000	80,000
Accounts payable		106,255	55,809
Dividends and other payables to stockholders		117,916	111,130
Accruals and other credit balances		132,495	143,261
Total current liabilities		966,666	890,200
Non- current liabilities			
Capital lease obligations		1,031	-
Saudi Industrial Development Fund (SIDF) loan		290,000	380,000
Provision for end of service benefits		79,745	73,897
Total non- current liabilities		370,776	453,897
Stockholders' Equity			
Paid up capital (represents 153,000,000 shares fully paid of SR 10 each.)	1	1,530,000	1,530,000
Statutory reserve	4	765,000	659,075
Voluntary reserve- Al Ahsa Trauma Center		50,000	50,000
Voluntary reserve- un appropriated		20,000	20,000
Retained earnings		596,150	622,241
Total stockholders' equity		2,961,150	2,881,316
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY		4,298,592	4,225,413

The accompanying notes 1 to 9 form an integral part of these interim financial statements.

SAUDI CEMENT COMPANY
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INTERIM STATEMENT OF INCOME
FOR THE THREE MONTHS AND NINE MONTHS PERIODS ENDED SEPTEMBER 30, 2013
(Unaudited)

	For the three months ended September 30, 2013 SR'000	For the three months ended September 30, 2012 SR'000	For the nine months ended September 30, 2013 SR'000	For the nine months ended September 30, 2012 SR'000
Note				
Sales	455,133	433,139	1,694,301	1,663,457
Cost of sales	<u>(194,722)</u>	<u>(194,738)</u>	<u>(719,790)</u>	<u>(756,243)</u>
Gross income	260,411	238,401	974,511	907,214
Selling and distribution expenses	(7,148)	(7,264)	(22,414)	(25,440)
General and administrative expenses	<u>(15,415)</u>	<u>(12,594)</u>	<u>(47,352)</u>	<u>(39,803)</u>
Operating income	237,848	218,543	904,745	841,971
Company's share of profits of associated companies	1,149	-	3,456	3,237
Islamic Murabaha income	-	-	293	371
Islamic and SIDF loans charges	(3,807)	(4,038)	(9,895)	(11,319)
Others, net	<u>(253)</u>	<u>318</u>	<u>372</u>	<u>12,151</u>
Net Income before zakat	234,937	214,823	898,971	846,411
Zakat	<u>(5,875)</u>	<u>(5,370)</u>	<u>(22,475)</u>	<u>(21,160)</u>
Net income for the period	229,062	209,453	876,496	825,251
Earnings per share (SR)	3			
Earnings per share from net income	<u>SR 1.50</u>	<u>SR 1.37</u>	<u>SR 5.73</u>	<u>SR 5.39</u>
Earnings per share from continuing main operations	<u>SR 1.49</u>	<u>SR 1.37</u>	<u>SR 5.70</u>	<u>SR 5.29</u>
Earnings per share from continuing other operations	<u>SR 0.01</u>	<u>SR 0.00</u>	<u>SR 0.03</u>	<u>SR 0.10</u>
Weighted average number of shares	<u>153,000,000 shares</u>	<u>153,000,000 shares</u>	<u>153,000,000 shares</u>	<u>153,000,000 shares</u>

The accompanying notes 1 to 9 form an integral part of these interim financial statements.

SAUDI CEMENT COMPANY
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INTERIM STATEMENT OF CASH FLOWS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2013 (Unaudited)

	2013 SR'000	2012 SR'000
Cash flows from operating activities:		
Net income before zakat	898,971	846,411
Adjustments for :		
Depreciation	150,240	150,473
End of service benefits	14,545	5,965
Islamic Murabaha income	(293)	(371)
Company's share in profits of associated companies	(3,456)	(3,237)
Islamic and SIDF loans charges	9,895	11,319
Gain on disposal of fixed assets	(101)	(8,063)
	<u>1,069,801</u>	<u>1,002,497</u>
Changes in operating assets and liabilities :		
Accounts receivable	(4,225)	(21,241)
Inventories	(108,823)	114,118
Prepaid expenses and other	(65,062)	111
Accounts payable	73,364	12,297
Accruals and other credit balances	18,647	28,955
Cash from operations	<u>983,702</u>	<u>1,136,737</u>
Islamic and SIDF loans charges paid	(11,937)	(14,969)
End of service benefits paid	(7,722)	(4,245)
Zakat paid	(37,937)	(21,530)
Net cash from operating activities:	<u>926,106</u>	<u>1,095,993</u>
Cash flows from investing activities		
Additions to fixed assets and capital work in progress	(54,461)	(51,353)
Proceeds from disposal of fixed assets	102	15,885
Dividends received from associated companies	3,227	3,576
Islamic Murabaha income, received	293	371
Investments	-	1,919
Net cash used in investing activities	<u>(50,839)</u>	<u>(29,602)</u>
Cash flows from financing activities		
Islamic Tawarruq loans	120,000	60,000
Saudi industrial development fund (SIDF) loan	(40,000)	(70,000)
Capital lease obligations - paid	(522)	-
Directors' remuneration paid	(2,200)	(2,200)
Dividends paid	(1,071,886)	(1,225,509)
Net cash used in financing activities	<u>(994,608)</u>	<u>(1,237,709)</u>
Net decrease in cash and cash equivalents	<u>(119,341)</u>	<u>(171,318)</u>
Cash and cash equivalents, January 1	<u>226,682</u>	<u>231,717</u>
Cash and cash equivalents, September 30	<u>107,341</u>	<u>60,399</u>
Non-cash transactions:		
Fixed assets acquired by capital lease	<u>2,212</u>	<u>-</u>

The accompanying notes 1 to 9 form an integral part of these interim financial statements.

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INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2013 (Unaudited)

	Notes	Share capital SR 000	Statutory reserve SR 000	Voluntary reserve Al-Ahsa Trauma Center SR 000	Voluntary reserve un appropriated SR 000	Retained earnings SR 000	Total SR 000
January 1, 2012		1,530,000	659,075	50,000	20,000	1,023,190	3,282,265
Dividends	8	-	-	-	-	(1,224,000)	(1,224,000)
Directors' remuneration		-	-	-	-	(2,200)	(2,200)
Net income for the period		-	-	-	-	825,251	825,251
September 30, 2012		1,530,000	659,075	50,000	20,000	622,241	2,881,316
January 1, 2013		1,530,000	765,000	50,000	20,000	792,854	3,157,854
Dividends	8	-	-	-	-	(1,071,000)	(1,071,000)
Directors' remuneration		-	-	-	-	(2,200)	(2,200)
Net income for the period		-	-	-	-	876,496	876,496
September 30, 2013		1,530,000	765,000	50,000	20,000	596,150	2,961,150



The accompanying notes 1 to 9 form an integral part of these interim financial statements.

SAUDI CEMENT COMPANY
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NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE THREE MONTHS AND NINE MONTHS ENDED SEPTEMBER 30, 2013 (Unaudited)

1- ORGANISATION AND ACTIVITIES

Saudi Cement Company ("the company") was established as a Saudi Joint Stock Company in accordance with the royal decree no 6/6/10/726 issued on 8 Rabi al Thani, 1375 H (corresponding to November 23, 1955).

The principal activity of the Company is manufacturing and selling of cement and related products.

The Company's share capital amounts to SR 1,530,000,000 consisting of 153 million shares of fully paid par value of SR 10 each.

2- SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The accompanying interim financial statements have been prepared under the historical cost convention on the accruals basis of accounting in accordance with generally accepted accounting principles applicable in Saudi Arabia. The accounting policies used in the preparation of the interim financial statements are consistent with the accounting policies used for the preparation of annual financial statements.

The following is a summary of these accounting policies:

a) Use of estimates

The preparation of interim financial statements in conformity with generally accepted accounting principles require the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the interim financial statements and the reported amount of revenues and expenses during the this period. Although these estimates are based on management's best knowledge of current events and actions, actual results ultimately may differ from those estimates.

b) Cash and cash equivalents

Cash and cash equivalents include cash on hand, cash at banks, deposits, and short term investments that can be converted easily to cash and has a maturity date of three months or less from the date of purchasing it.

Islamic Murabaha that have a maturity date up to three months from the purchasing date are considered as cash and cash equivalents. Islamic Murabaha that have a maturity date of more than three months but less than one year from the purchasing date are classified as Islamic Murabaha in banks in a separate line under the current assets.

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NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE THREE MONTHS AND NINE MONTHS ENDED SEPTEMBER 30, 2013 (Unaudited)

c) Inventories

Finished goods and work in process inventories represent the cost of raw materials, labor, materials, and other overhead expenses. Raw material inventories are stated at the lower of weighted average cost or net realizable value. Paper bags, spare parts, maintenance consumables, and others are valued at weighted average cost.

d) Investments

Investments in companies which are at least 20% owned and in which the Company exercises significant influence are recorded using the equity method, under which the investment is stated initially at cost and adjusted thereafter in light of change in the Company's shares of net assets of the investee based on recent available financial statements of the investee Company. These are referred to as associated companies. The Company's share in the associated companies' net income or losses for the period is included in the interim statement of income.

e) Fixed assets

Fixed assets are stated at cost less accumulated depreciation. Major expenditure incurred to improve the performance of machinery and equipment is capitalized. Depreciation is provided over the estimated useful lives of the applicable assets using the straight line method. The annual depreciation rates are as following:

Buildings, structures, and installations	3% - 5%
Machinery, equipment, and improvements	3.25% - 33%
Tools and transportation equipment	10 % - 25%
Furniture and fixtures	10 % - 25%

f) End of service benefits

End of service benefits, payable to employees upon their termination, are provided in the financial statements based on the employees' period of service, in accordance with Saudi Arabian Labor Law.

g) Sales

Sales are recognized upon delivery of the product (cement / clinker) to customers.

h) Selling and distribution expenses, and general and administrative expenses

Selling and distribution expenses represent, mainly salaries and wages, transportation and other related expenses. All other expenses other than production costs, are classified as general and administrative expenses. Allocations between general and administrative expenses and selling and distribution expenses are made on a consistent basis.

NOTES TO THE INTERIM FINANCIAL STATEMENTS
FOR THE THREE MONTHS AND NINE MONTHS ENDED SEPTEMBER 30, 2013 (Unaudited)

i) Employees' early retirement program

The Company has a voluntary retirement program which is granted to eligible employees at the Company's discretion. Employees qualifying for the early retirement scheme are required to choose one of two payment options , either in lump sum payment or monthly installments. Under the lump sum payment option, the total amount paid is expensed in the year the employee retires. Under the monthly payment option, a liability is established in the year of retirement for all future payments.

j) Foreign currency translation

Transactions denominated in foreign currencies are translated to Saudi Riyals at exchange rates prevailing on the date of such transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to Saudi Riyals at exchange rate prevailing at that date. Gains or losses from settlement and translation of foreign currency transactions are included in the interim statement of income.

k) Impairment of assets

At each balance sheet date, the Company reviews the carrying amounts of its fixed assets to determine whether there is any indication that assets have suffered from an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash – generating unit to which the asset belongs.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. Impairment losses are recognized as an expense immediately.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount so that increases carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognized as income immediately.

l) Zakat

The Company is subject to the regulations of the Department of Zakat and Income Tax in the Kingdom of Saudi Arabia. Zakat is provided on accrual basis. The zakat provision for each interim period is estimated. The actual zakat provision is calculated at the year end and any difference is adjusted in the fourth quarter. When the final zakat assessment is approved any difference between the assessment and the zakat estimates (if existed) is recorded in the interim income statement.

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m) Dividends

Final dividends distributions are recorded in the year in which the general assembly approves such distributions. Interim dividends are resolved by the Board of Directors in accordance with Ministry of Trade Directive # 222/221/9/1288 dated 2/4/1421H and are recorded in the year in which the resolution is made.

3- EARNINGS PER SHARE

- Earnings per share is computed by dividing net income for the period by the weighted average number of shares outstanding .
- Earnings per share from continuing main operations is computed by dividing operating income less finance charges and zakat by the weighted average number of shares outstanding.
- Earnings per share for continuing other operations is computed by dividing total other income and expenses which are not directly attributable to the company's main operations by the weighted average number of shares outstanding .
- If the number of shares changed without changing the shareholders equity (as the case of stock dividends), then the effect of this change on the number of shares outstanding is regarded as if this change has happened at the beginning of the year and the earnings per share for all comparative periods is re-calculated using the new number of shares outstanding.

4- STATUTORY RESERVE

In accordance with the regulations for companies in the Kingdom of Saudi Arabia and the Company's articles of association, the Company established a statutory reserve by the appropriation of 10% of net income until the reserve equaled 50% of the share capital and this reserve is not available for dividends distribution.

5- INVESTMENTS

Subsequent to Saudi Cement Company's Board of directors' approval on 9/11/2010 G (3/12/1431H) of an investment in the State of Kuwait amounting to Kuwaiti Dinars (KD) 4 million, the Company has subscribed to a share of 40% in the formation of International Group Cement Company (a Kuwaiti Closed Joint Stock Company). The Articles of Association of this Company was signed on 23/10/2011 (25/11/1432 H). The authorized share capital of the Company amounts to KD 10 million divided into 100 million shares of 100 fils per share. The Saudi Cement Company paid an amount of KD 2,400,000 for its share in the paid up capital currently amounted to KD 6 million.

6- SEGMENTAL INFORMATION

The Company has one operating segment engaged in the production of cement and related products. The Company carries out its activities mainly in the kingdom of Saudi Arabia.

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NOTES TO THE INTERIM FINANCIAL STATEMENTS
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7- ISLAMIC TAWARRUQ LOANS

Some local banks have granted the Company various revolving Islamic Tawarruq loans facilities for the purpose of financing its working capital with a total limit amounting to SR 1,600 million as at end of third quarter 2013 (third quarter 2012 : SR 1,600 million) . Management has the ability to rollover these loans on their maturity dates if the need arises. Therefore, it is possible that these loans may be repaid over a period exceeding one year.

The utilized loans' balance as at end of third quarter 2013 is SR 520 million (third quarter 2012: SR 500 million).

8- DIVIDENDS

The Board of Directors resolved during its meeting held on 02/6/2012 G (12/7/1433 H) to pay interim dividends for first half of 2012 at the rate of SAR 3.5 per share, representing 35% of the nominal share value amounted to SR 535.5 million. Entitlement to the distribution would be to stockholders on record as at the end of Tadawul dealings on Wednesday 04/7/2012G (14/8/1433H). Disbursement will commence on Monday 16/7/2012 G(26/8/1433 H) .

The General Assembly approved during its meeting held on 20/3/2013 G (8/5/1434 H) on the proposal of the Board of Directors to pay interim dividends for second half of 2012 at the rate of SR 3.5 per share, representing 35% of the nominal share value amounted to SR 535.5 million (SR 4.5 per share for second half of year 2011). Entitlement to the distribution would be to stockholders on record as at the end of Tadawul dealings on Wednesday 20/3/2013G (8/5/1434H). Disbursement commenced on Sunday 31/3/2013 G (19/5/1434 H).

The Board of Directors resolved during its meeting held on Wednesday 29/5/2013 G (19/7/1434 H) to pay interim dividends for first half of 2013 at the rate of SAR 3.5 per share, representing 35% of the nominal share value amounted to SR 535.5 million (SR 3.5 per share for first half of year 2012). Entitlement to the distribution would be to stockholders on record as at the end of Tadawul dealings on Monday 01/7/2013G (22/8/1434H). Disbursement commenced on Tuesday 9/7/2013 G(1/9/1434 H).

9- THE INTERIM PERIOD RESULTS

The results of operations in the interim period may not necessarily present a precise indicator for the actual results for the whole year.