Aluminium Bahrain B.S.C. INTERIM CONDENSED FINANCIAL STATEMENTS

31 MARCH 2014 (UNAUDITED)



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REPORT ON THE REVIEW OF INTERIM CONDENSED FINANCIAL STATEMENTS TO THE BOARD OF DIRECTORS OF ALUMINIUM BAHRAIN B.S.C.

Introduction

We have reviewed the accompanying interim condensed financial statements of Aluminium Bahrain B.S.C. ('the Company') as at 31 March 2014, comprising of the interim statement of financial position as at 31 March 2014 and the related interim statements of comprehensive income, cash flows and changes in equity for the three-month period then ended and explanatory notes. The Company's Board of Directors is responsible for the preparation and presentation of these interim condensed financial statements in accordance with International Accounting Standard 34 "Interim Financial Reporting" ("IAS 34"). Our responsibility is to express a conclusion on these interim condensed financial statements based on our review

Scope of review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing. Consequently, it does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed financial statements are not prepared, in all material respects, in accordance with IAS 34.

7 May 2014

Manama, Kingdom of Bahrain

Ernst + Young

INTERIM STATEMENT OF FINANCIAL POSITION

At 31 March 2014

ASSETS	Note	31 March 2014 Unaudited BD '000	31 December 2013 Audited BD '000
ASSETS			
Non-current assets Property, plant and equipment Long term receivable		856,941 6,877	868,318 6,877
Long term recorded			9.57
		863,818	875,195
Current assets Inventories Current portion of long term receivable Accounts receivable and prepayments Other assets Bank balances and cash		145,341 3,438 93,727 4,800 41,153	144,930 3,438 85,375 4,800 64,540
Dank Balances and Sash			558.0
		288,459	303,083
TOTAL ASSETS		1,152,277	1,178,278
EQUITY AND LIABILITIES			
Equity Share capital Treasury shares Statutory reserve Capital reserve Retained earnings Proposed dividend		142,000 (4,895) 71,000 249 646,377	142,000 (5,157) 71,000 249 629,381 30,978
Total equity		854,731	868,451
Non-current liabilities Borrowings Derivative financial instruments Employees' end of service benefits	4	74,052 3,076 1,083 78,211	84,402 5,313 930 90,645
Current liabilities Borrowings Accounts payable and accruals Derivative financial instruments	4	105,654 109,048 4,633 219,335	116,432 97,960 4,790 219,182
T-4-1 11-1-1141			
Total liabilities		297,546	309,827
TOTAL EQUITY AND LIABILITIES		1,152,277	1,178,278

Daij Bin Salman Bin Daij Al Khalifa Chairman

Chief Executive Officer

Yousif A. Taqi Director

The attached notes 1 to 9 form part of these interim condensed financial statements.



INTERIM STATEMENT OF COMPREHENSIVE INCOME

For the three months ended 31 March 2014 (Unaudited)

	Note	31 March 2014 BD '000	31 March 2013 BD '000
	NOLE	BD 000	<i>BD</i> 000
Sales revenue Cost of sales	6	182,833 (154,407)	187,085 (144,658)
GROSS PROFIT		28,426	42,427
Other (expense) income		(400)	795
Selling and distribution expenses		(3,851)	(3,997)
General and administrative expenses		(7,354)	(7,723)
(Loss) gain on foreign exchange		(13)	333
Finance costs		(1,198)	(1,514)
PROFIT FOR THE PERIOD BEFORE DERIVATIVE FINANCIAL INSTRUMENTS		15,610	30,321
Gain on revaluation/settlement of derivative financial			
instruments (net)	4	1,519	10,182
PROFIT AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD		17,129	40,503
Basic and diluted earnings per share (fils)	3	12	29

Daij Bin Salman Bin Daij Al Khalifa Chairmán

Tim Murray Chief Executive Officer

Yousif A. Taqi Director



INTERIM STATEMENT OF CASH FLOWS

For the three months ended 31 March 2014 (Unaudited)

		31 March 2014	31 March 2013
	Note	BD '000	BD '000
OPERATING ACTIVITIES			
Profit for the period		17,129	40,503
Adjustments for:			
Depreciation		19,541	19,271
Loss on disposal of property, plant and equipment		910	216
Provision for slow moving inventories Provision for employees' end of service benefits		17 386	15 192
Provision for doubtful debts written back		300	(40)
Unrealised gain on revaluation of derivative			(40)
financial instruments	4	(2,394)	(13,745)
Interest income		(47)	(65)
Finance costs		1,198	1,514
(Reversal) amortisation of the cost of treasury shares held		4400	
for Employees Stock Incentive Plan		(106)	142
		36,634	48,003
Working capital changes:			
Inventories		(428)	(17,170)
Accounts receivable and prepayments Accounts payable and accruals		(8,352) 11,099	(11,865) 11,568
Cash from operations		38,953	30,536
Employees' end of service benefits paid			(61)
Net cash from operating activities		38,720	30,475
INVESTING ACTIVITIES			
Purchase of property, plant and equipment		(9,103)	(3,870)
Proceeds from disposal of property, plant and equipment		29	54
Interest received		47	65
Net cash used in investing activities		(9,027)	(3,751)
FINANCING ACTIVITIES			
Borrowings availed		63,920	123,704
Borrowings repaid		(85,048)	(138,176)
Finance costs paid		(1,209)	(1,617)
Dividends paid	8	(31,040)	(19,773)
Purchase of treasury shares - net Proceeds from resale of treasury shares		(842)	(115) 57
Proceeds from resale of treasury snares		1,139	
Net cash used in financing activities		(53,080)	(35,920)
DECREASE IN CASH AND CASH EQUIVALENTS		(23,387)	(9,196)
Cash and cash equivalents at 1 January		64,540	61,605
CASH AND CASH EQUIVALENTS AT 31 MARCH		41,153	52,409

Non-cash item

Finance costs of BD 11 thousand (2013: BD 103 thousand) which have been accrued but not yet paid have been excluded from the movement of accounts payable and accruals.

The attached notes 1 to 9 form part of these interim condensed financial statements.

Aluminium Bahrain B.S.C. INTERIM STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2014 (Unaudited)

	Share capital BD '000	Treasury shares BD '000	Statutory reserve BD '000	Capital reserve BD '000	Retained earnings BD '000	Proposed dividend BD '000	Total BD '000
Balance at 1 January 2014	142,000	(5,157)	71,000	249	629,381	30,978	868,451
Total comprehensive income for the period		1	1	1	17,129	1	17,129
Net movement in treasury shares	•	368	1	1	1	1	368
Reversal of excess amortisation of the cost of treasury shares held for Employees Stock Incentive Plan	1	(106)	ı	ı	ı	ı	(106)
Loss on resale of treasury shares	1	•	ì	ı	(71)	ı	(71)
Final dividend for 2013 approved and paid (note 8)	•	ı	1	1	ı	(31,040)	(31,040)
Shortage of final dividend paid for 2013	ı	ı	•	ı	(62)	62	1
Balance at 31 March 2014	142,000	(4,895)	71,000	249	646,377	8	854,731
	Share capital	Treasury shares	Statutory reserve	Capital reserve	Retained earnings RD '000	Proposed dividend	Total
		200	200			200	
Balance at 1 January 2013	142,000	(4,087)	71,000	249	600,683	19,773	829,618
Total comprehensive income for the period	1	1	ı	1	40,503	•	40,503
Net movement in treasury shares	•	10	•	•	•	•	10
Amortisation of the cost of treasury shares held for Employees Stock Incentive Plan	1	142	i	1	ı	ı	142
Loss on resale of treasury shares	1	1	1	1	(89)	ı	(89)
Final dividend for 2012 approved (note 8)	•	•	•	r	•	(19,773)	(19,773)
Balance at 31 March 2013	142,000	(3,935)	71,000	249	641,118		850,432

The attached notes 1 to 9 form part of these interim condensed financial statements.

At 31 March 2014

1 ACTIVITIES

Aluminium Bahrain B.S.C. ("the Company") was incorporated as a Bahrain Joint Stock Company (closed) in the Kingdom of Bahrain and registered with the Ministry of Industry and Commerce under commercial registration (CR) number 999.

Subsequent to the Initial Public Offering (IPO), the Company became a Bahrain Public Joint Stock Company effective 23 November 2010 and its shares were listed on Bahrain Stock Exchange (now Bahrain Bourse) and Global Depositary Receipts were listed on the London Stock Exchange. The Company has its registered office at 150 Askar Road, Askar 951, Kingdom of Bahrain.

As of 31 March 2014, the majority shareholder of the Company is Bahrain Mumtalakat Holding Company B.S.C. (c) (Mumtalakat), a company wholly owned by the Government of the Kingdom of Bahrain through the Ministry of Finance, which holds 69.38% (31 December 2013: 69.38%) of the Company's share capital.

The Company is engaged in manufacturing aluminium and aluminium related products. The Company owns and operates a primary aluminium smelter and the related infrastructure. The Company also has branch offices in Zurich and Hong Kong.

On 3 September 1990, the Company entered into a Quota Agreement between the Company, the Government of the Kingdom of Bahrain (GB), SABIC Industrial Investments Company (SIIC) and Breton Investments Limited (Breton). The Quota Agreement remains in full force and effect and was not amended with respect to the transfer of GB's shareholding in the Company to Mumtalakat. Consequent to the purchase of shares held by Breton in 2010, Breton ceased to be a shareholder of the Company, thereby revoking its entitlement to rights and obligations under the Quota Agreement, including the right to require the Company to sell the eligible quota of aluminium to Breton at a specified price.

On 25 May 2010, Mumtalakat provided a letter to the Company whereby it irrevocably and unconditionally waived its rights under the Quota Agreement requiring the Company to sell the eligible quota of aluminium to Mumtalakat. Consequently, as a result of this waiver the Company is no longer under an obligation to sell any part of its production to Mumtalakat. The Company is now free to sell 69.38% of its production to third-party customers on commercial terms. Mumtalakat has also acknowledged that it is under an obligation to purchase its quota of aluminium produced by the Company, should the Company decide to sell Mumtalakat's quota in accordance with the Quota Agreement. SIIC has not given a corresponding written waiver to the Company as at the date of approval of these interim condensed financial statements.

The interim condensed financial statements were authorised for issue by the Board of Directors on 7 May 2014.

2 SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation

The interim condensed financial statements of the Company for the three month period ended 31 March 2014 have been prepared in accordance with International Accounting Standard 34, "Interim Financial Reporting".

The interim condensed financial statements do not contain all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Company's annual financial statements as at 31 December 2013. In addition, results for the three month period ended 31 March 2014 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2014.

At 31 March 2014

2 SIGNIFICANT ACCOUNTING POLICIES (continued)

New and amended standards and interpretations

The accounting policies adopted in the preparation of the interim condensed financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended 31 December 2013, except for the adoption of new Standards and Interpretation effective as of 1 January 2014, noted below, which did not have any impact on the accounting policies, financial position or performance of the Company:

Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27)

These amendments provide an exception to the consolidation requirement for entities that meet the definition of an investment entity under IFRS 10 Consolidated Financial Statements. The exception to consolidation requires investment entities to account for subsidiaries at fair value through profit or loss. These amendments have no impact to the Company as the Company does not have any investment in entities that qualifies to be an investment entity under IFRS 10.

Offsetting Financial Assets and Financial Liabilities - Amendments to IAS 32

These amendments clarify the meaning of 'currently has a legally enforceable right to set-off' and the criteria for non-simultaneous settlement mechanisms of clearing houses to qualify for offsetting. These amendments have no impact on the Company.

Novation of Derivatives and Continuation of Hedge Accounting - Amendments to IAS 39

These amendments provide relief from discontinuing hedge accounting when novation of a derivative designated as a hedging instrument meets certain criteria. These amendments have no impact to the Company as the Company has not novated its derivatives during the current or prior periods.

Recoverable Amount Disclosures for Non-Financial Assets – Amendments to IAS 36

These amendments remove the unintended consequences of IFRS 13 Fair Value Measurement on the disclosures required under IAS 36 Impairment of Assets. In addition, these amendments require disclosure of the recoverable amounts for the assets or cash-generating units (CGUs) for which an impairment loss has been recognised or reversed during the period. These amendments have no impact on the Company.

IFRIC 21 Levies

IFRIC 21 is effective for annual periods beginning on or after 1 January 2014 and is applied retrospectively. It is applicable to all levies imposed by governments under legislation, other than outflows that are within the scope of other standards (e.g., IAS 12 Income Taxes) and fines or other penalties for breaches of legislation.

The interpretation clarifies that an entity recognises a liability for a levy no earlier than when the activity that triggers payment, as identified by the relevant legislation, occurs. It also clarifies that a levy liability is accrued progressively only if the activity that triggers payment occurs over a period of time, in accordance with the relevant legislation. For a levy that is triggered upon reaching a minimum threshold, no liability is recognised before the specified minimum threshold is reached. The interpretation requires these same principles to be applied in interim financial statements. These amendments have no impact on the Company.

3 EARNINGS PER SHARE

	Three month pe 31 Mar	
	2014	2013
Profit for the period - BD '000	17,129	40,503
Weighted average number of shares outstanding - thousands of shares	1,408,058	1,412,416
Basic and diluted earnings per share – fils	12	29

No separate figure for diluted earnings per share has been presented as the Company has issued no financial instruments which may have a dilutive effect.

4 DERIVATIVE FINANCIAL INSTRUMENTS

The Company does not engage in proprietary trading activities in derivatives. However, the Company enters into derivative transactions to hedge economic risks under its risk management guidelines that may not qualify for hedge accounting under IAS 39. Consequently, gains or losses resulting from the remeasurement to fair value of these derivatives are taken to the interim statement of comprehensive income.

The Company has a number of derivative financial instruments comprising interest rate collars, knockout swaps, forward foreign exchange contracts and commodity options. The fair values of the derivative financial instruments at 31 March 2014 and 31 December 2013 were as follows:

	31 Ma 201		31 December 2013	
	Assets BD '000	Liabilities BD '000	Assets BD '000	Liabilities BD '000
Commodity options	-	7,015	-	9,364
Commodity futures Interest rate collars	- -	64 630	-	38 701
Total	-	7,709	-	10,103

These are classified in the interim statement of financial position as follows:

	31 Ma 201		31 Decem 2013	nber
	Assets	Liabilities	Assets	Liabilities
	BD '000	BD '000	BD '000	BD '000
Non-current portion:				
Commodity options	-	3,076	-	5,232
Interest rate collars		-	<u>-</u>	81
	-	3,076	-	5,313
Current portion:				
Commodity options	-	3,939	-	4,132
Commodity futures	-	64	-	38
Interest rate collars	-	630	-	620
	-	4,633	-	4,790

NOTES TO THE INTERIM CONDENSED FINANCIAL STATEMENTS At 31 March 2014

4 DERIVATIVE FINANCIAL INSTRUMENTS (continued)

The fair valuation of the derivative financial instruments resulted in the following gains (losses) to the interim statement of comprehensive income for the three month period ended 31 March.

	Three month period ended 31 March		
	2014	2013	
	BD '000	BD '000	
Revaluation:			
Commodity options and futures	2,323	13,277	
Interest rate collars and knockout swaps	71	421	
Forward foreign exchange contracts	•	47	
Unrealised gains on derivative financial instruments	2,394	13,745	
Realised:			
Commodity options and futures	(570)	(2,868)	
Interest rate collars and knockout swaps	(305)	(695)	
Realised losses on derivatives	(875)	(3,563)	
Net gain on fair valuation taken to interim statement			
of comprehensive income	1,519	10,182	

5 FINANCIAL INSTRUMENTS

Fair values

Financial instruments comprise of financial assets, financial liabilities and derivative financial instruments. Financial assets consist of bank balances and cash and receivables. Financial liabilities consist of borrowings and payables. Derivative financial instruments consist of interest rate collars, forward exchange contracts and commodity options and futures.

The Company assessed that the fair value of cash and short term deposits, trade receivables, trade payables, other current liabilities and borrowings approximate their carrying amounts.

Set out below is an overview of financial instruments, other than bank balances, held by the Company as at 31 March 2014 and 31 December 2013:

	31 Marc	ch 2014	31 Decemb	er 2013
	Loans and receivables BD '000	Fair value profit or loss BD '000	Loans and receivables BD '000	Fair value profit or loss BD '000
Financial assets: Trade and other receivables	88,616	-	82,797	_
Financial liabilities:				
Borrowings	179,706	-	200,834	-
Accounts payable and accruals	79,979	-	60,633	-
Derivative financial instruments		7,709		10,103
	259,685	7,709	261,467	10,103

Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

At 31 March 2014

5 FINANCIAL INSTRUMENTS (continued)

Fair value hierarchy (continued)

Level 1: Quoted market prices in an active market (that are unadjusted) for identical assets or liabilities;

Level 2 : Valuation techniques (for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable); and

Level 3: Valuation techniques (for which the lowest level input that is significant to the fair value measurement is unobservable).

As at 31 March 2014, the Company's derivative financial instruments are measured at fair value. These are Level 2 as per the hierarchy above for the three months ended 31 March 2014. The Company does not have financial instruments qualifying for Level 1 or Level 3 classification.

During the three month period ended 31 March 2014 and the three month period ended 31 March 2013, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfers into or out of Level 3 fair value measurements.

6 OPERATING SEGMENT INFORMATION

For management purposes, the Company has a single operating segment which is the ownership and operation of a primary aluminium smelter and related infrastructure. Hence no separate disclosure of profit or loss, assets and liabilities is provided as this disclosure will be identical to the interim statement of financial position and interim statement of comprehensive income of the Company.

a) Product

An analysis of the sales revenue by product is as follows:	Three month per	
	31 Marc	h
	2014	2013
Aluminium	BD '000	BD '000
	181,025	187,085
Calcined coke	1,808	-
	182,833	187,085

b) Geographic information

An analysis of the sales revenue by geographic location is as follows:

, ggp	Three month per 31 Marc	
	2014	2013
	BD '000	BD '000
Kingdom of Bahrain	79,862	91,004
Rest of the Middle East and North Africa	37,104	45,818
Europe	30,932	23,996
Asia	21,292	21,166
Americas	13,643	5,101
Total sales revenue	182,833	187,085

The revenue information above is based on the location of the customers.

c) Customers

Revenue from sale of metal from two of the major customers of the Company amounted to BD 67,616 thousand (2013: BD 71,310 thousand), each being more than 10% of the total sales revenue for the period.

At 31 March 2014

7 COMMITMENTS AND CONTINGENCIES

As of 31 March 2014, there have been no significant changes to outstanding commitments and contingencies compared to 31 December 2013.

8 DIVIDEND

On 27 February 2014, the Company's shareholders approved the Board of Director's proposal to pay a final dividend of BD 0.022 per share (excluding treasury shares) totalling BD 31,040 thousand relating to 2013 which was fully paid as of 31 March 2014.

On 7 March 2013, the Company's shareholders approved the Board of Director's proposal to pay a final dividend of BD 0.014 per share (excluding treasury shares) totalling BD 19,773 thousand relating to 2012 which was fully paid as of 31 March 2013.

9 RELATED PARTY TRANSACTIONS

Related parties represent major shareholders, directors and key management personnel of the Company, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Board of Directors.

Transactions with shareholders

In the ordinary course of business, the Company purchases supplies and services from parties related to the Government of the Kingdom of Bahrain, principally natural gas and public utility services. A royalty, based on production, is also paid to the Government of the Kingdom of Bahrain.

Transactions with related parties included in the interim statement of comprehensive income are as follows:

Three-month period ended 31 March		
2014	2013	
BD '000	BD '000	
24,740	28,424	
304	270	
34	52	
25,078	28,746	
23,877	24,669	
828	740	
963	943	
25,668	26,352	
	2014 BD '000 24,740 304 34 25,078 23,877 828 963	

NOTES TO THE INTERIM CONDENSED FINANCIAL STATEMENTS At 31 March 2014

9 RELATED PARTY TRANSACTIONS (continued)

Balances with related parties included in the interim statement of financial position are as follows:

	31 March 2014 BD '000	31 December 2013 BD '000
Other related parties		
Assets		
Long term receivable	10,315	10,315
Bank balances	3,331	14,986
Receivables	9,056	7,923
	22,702	33,224
Liabilities		
Borrowings	15,040	15,040
Payables	20,548	9,616
	35,588	24,656

Outstanding balances at the end of the period arise in the normal course of business. For the three month period ended 31 March 2014, the Company has not recorded any impairment on amounts due from related parties (2013: nil).

Compensation of key management personnel

The remuneration of members of key management during the period was as follows:

	Three-month period ended 31 March	
	2014 BD '000	2013 BD '000
Short term benefits End of service benefits Contributions to Alba Savings Benefit Scheme	284 17 13	300 17 14
	314	331