

**AUDITORS REPORT TO THE SHAREHOLDERS OF TALAAT MOSTAFA  
GROUP HOLDING COMPANY "TMG HOLDING" (S.A.E)**

**Report on the Financial Statements**

We have audited the accompanying consolidated financial statements of **TALAAT MOSTAFA GROUP HOLDING COMPANY "TMG HOLDING" (S.A.E)**, represented in the balance sheet as at 31 December 2010, and the related statements of income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

***Management's Responsibility for the Financial Statements***

These consolidated financial statements are the responsibility of the Company's Management, as Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with Egyptian Accounting Standards and applicable Egyptian laws. Management responsibility includes 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 consolidated financial statements based on our audit. We conducted our audit in accordance with Egyptian Standards on Auditing and applicable Egyptian laws. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance that the consolidated 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. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, and 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 consolidated financial statements referred to above, give a true and fair view, in all material respects, of the consolidated financial position of **TALAAT MOSTAFA GROUP HOLDING COMPANY "TMG HOLDING" (S.A.E)** as of 31 December 2010, and of its financial performance and its cash flows for the year then ended in accordance with Egyptian Accounting Standards and the related applicable Egyptian laws and regulations.

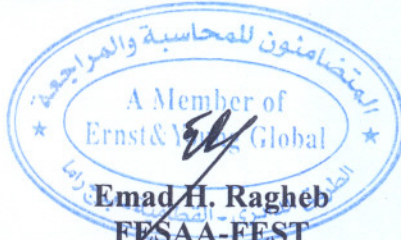
**ALLIED FOR ACCOUNTING & AUDITING  
(E&Y)**

**ARAB CHARTERED ACCOUNTANTS  
(RSM INTERNATIONAL)**

Without Qualifying our Opinion, a new primary contract was signed between Arab Company for Projects and Urban Development – subsidiary Company - and The New Urban Communities Authority on 8 November 2010 relating to Madinaty project and the in kind amount should not be less than LE 9.979 Billion.

Subsequent to the date of the financial position, material events have been occurred in Egypt that could influenced on the economic scale. Those events did not influence on financial position on 31 December 2010, but it could influence on the financial position in the subsequent periods whereas difficulty of determining the amount of those influences at the presence time. (Note 40).

**Cairo: 9 March 2011**



**Auditors**

**Emad H. Ragheb**  
**FESAA-FEST**  
**(RAA. 3678)**  
**(RCMA 42)**



**Magdy Hashish**  
**Magdy Hashish & Co**  
**(RAA. 1626)**  
**(RCMA 117)**

**ALLIED FOR ACCOUNTING & AUDITING  
(E&Y)**

**ARAB CHARTERED ACCOUNTANTS  
(RSM INTERNATIONAL)**

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

CONSOLIDATED BALANCE SHEET

As of 31 December 2010

	Notes	31/12/2010 LE	31/12/2009 LE
<b>Non-Current Assets</b>			
Property and Equipment	(4)	4,341,247,115	3,729,384,866
Projects Under Constructions	(5)	189,920,850	582,350,774
Investment Property	(6)	418,952,399	-
Goodwill	(7)	15,393,653,117	15,135,241,851
Available for Sale Investments	(8)	53,254,920	50,627,930
Investments in Associates	(9)	4,496,462	2,120,000
Bonds Held to Maturity	(11)	483,837,951	335,643,104
<b>Total Non-Current Assets</b>		<b>20,885,362,814</b>	<b>19,835,368,525</b>
<b>Current Assets</b>			
Work in Progress	(14)	13,800,270,971	11,718,189,283
Inventory – Net	(15)	34,218,987	28,613,092
Accounts and Notes Receivable	(13)	15,522,416,435	17,061,160,470
Prepayments and Other Debit Balances	(16)	2,920,766,683	3,073,022,407
Available for Sale Investments	(7)	25,845,508	7,601,335
Investment Debtors	(10)	808,212,565	1,304,980,161
Financial assets at fair value through profit and loss	(12)	298,682,002	461,101,260
Cash on Hand and at Banks	(17)	577,482,301	398,783,476
<b>Total current assets</b>		<b>33,987,895,452</b>	<b>34,053,451,484</b>
<b>Current Liabilities</b>			
Provisions	(28)	481,478	555,590
Banks Overdraft		31,674,030	48,644,960
Creditors and Notes Payable	(18)	1,033,052,219	604,004,564
Current Portion of Loans and Facilities	(26)	752,264,645	752,207,123
Current Portion of Long Term Liabilities	(27)	-	65,451,032
Customers Advance Payment	(19)	19,040,221,267	20,446,576,316
Dividends Creditors		16,495,077	1,890,973
Accrued Expense and Other Credit Balances	(20)	2,088,243,430	1,702,120,027
<b>Total Current Liabilities</b>		<b>22,962,769,146</b>	<b>23,621,450,585</b>
<b>WORKING CAPITAL</b>		<b>11,025,096,306</b>	<b>10,432,000,899</b>
<b>TOTAL INVESTMENTS</b>		<b>31,910,459,120</b>	<b>30,267,369,424</b>
<b>Financed as follows:</b>			
<b>Owner's Equity</b>			
Authorized Capital	(21)	30,000,000,000	30,000,000,000
Issued and Paid up Capital	(21)	20,132,314,980	20,302,035,500
Legal Reserves	(22)	164,999,734	162,740,218
General Reserves	(23)	61,735,404	25,747,613
Net unrealized gains (losses) on available for sale investments	(24)	1,960,000	(600,000)
Accumulative translation adjustment		5,958,297	-
Treasury Stocks	(25)	(30,089,758)	(133,977,325)
Retained earning		3,080,207,081	1,682,046,129
Net profit for the year		940,008,374	1,106,174,370
<b>TOTAL MOTHER COMPANY SHAREHOLDERS EQUITY</b>		<b>24,357,094,112</b>	<b>23,144,166,505</b>
Minority Interest		1,327,970,613	1,684,636,138
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>25,685,064,725</b>	<b>24,828,802,643</b>
<b>Nun-current Liabilities</b>			
Loans and Facilities – nun-current	(26)	2,020,531,059	1,240,163,530
Nun-current Liabilities	(27)	4,178,432,531	4,177,619,742
Deferred Tax Liability	(29)	26,430,805	20,783,509
<b>Total Nun- Current Liabilities</b>		<b>6,225,394,395</b>	<b>5,438,566,781</b>
<b>Total Shareholders' Equity and Nun- Current liabilities</b>		<b>31,910,459,120</b>	<b>30,267,369,424</b>

Chairman  
Tarek Talaat Mostafa

Financial Director  
Ghaleb Ahmed Fayed

Auditors  
Emad H. Ragheb

Auditors  
Magdy Hashish

-The attached notes 1 to 40 are an integral part of these consolidated financial statements.  
-Audit report attached.

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2010

	Notes	31/12/2010 LE	31/12/2009 LE
Revenue	(30)	5,339,432,964	4,822,123,471
Cost of revenue	(30)	(3,817,063,411)	(3,137,537,501)
<b>GROSS PROFIT</b>		<b>1,522,369,553</b>	<b>1,684,585,970</b>
General and administrative expenses, marketing and sales expenses		(308,978,351)	(223,968,136)
Depreciation		(112,899,751)	(101,323,315)
Provisions		(623,370)	(555,590)
Provisions no longer required		697,482	7,748,347
Impairment Loss	(31)	(1,497,816)	-
<b>Operating Profit</b>		<b>1,099,067,747</b>	<b>1,366,487,276</b>
Credit interest		27,891,733	37,900,444
Interest on bonds		1,425,999	29,470,433
Income from treasury bills		30,323,921	4,758,796
Finance cost		(174,616,068)	(206,921,197)
Dividends revenue	(32)	3,075,342	1,036,103
Revenue on sale of financial investments	(33)	17,078,574	29,849,340
Revenue of revalue financial assets at fair value through profit and loss	(12)	15,735,730	13,566,025
Share of profit of associates		2,051,462	487,500
Revenue of revalue Investment Property		135,168,894	-
Other income	(34)	38,404,456	31,869,051
Capital gain		3,823,748	560,089
Board of directors allowances		(720,600)	(699,250)
Foreign exchange (loss) gain		(9,489,171)	4,226,193
Prior years revenue		13,791,544	-
<b>NET PROFIT FOR THE PERIOD BEFORE TAX</b>		<b>1,203,013,311</b>	<b>1,312,590,803</b>
Income tax	(29)	(193,407,001)	(104,450,676)
Deferred tax expense		(5,649,363)	(8,715,648)
<b>NET PROFIT FOR THE PERIOD AFTER TAX</b>		<b>1,003,956,947</b>	<b>1,199,424,479</b>
Minority interest		(63,948,573)	(93,250,109)
<b>NET PROFIT FOR THE PERIOD(MOTHER COMPANY SHAREHOLDERS)</b>		<b>940,008,374</b>	<b>1,106,174,370</b>
Earnings per share (LE/Share)	(35)	0.47	0.55

Chairman  
  
Tarek Talaat Mostafa

Financial Director  
  
Ghaleb Ahmed Fayed

-The attached notes 1 to 40 are an integral part of these financial statements.

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2010

	Issued and Paid up Capital	Legal Reserves	General Reserves	Net unrealized (losses) gains on available for sale	Accumulative translation adjustments	Treasury Stocks	Retained Earning	Net Profit for the year	Total	Minority Interest	Total
	LE	LE	LE	LE		LE	LE	LE	LE	LE	LE
Balance at 1 January 2010	20,302,035,500	162,740,218	25,747,613	(600,000)	-	(133,977,325)	1,682,046,129	1,106,174,370	23,144,166,505	1,684,636,138	24,828,802,643
Transfer to retained earning	-	-	-	-	-	-	1,106,174,370	(1,106,174,370)	-	-	-
Net profit for the year	-	-	-	-	-	-	-	940,008,374	940,008,374	63,948,573	1,003,956,947
Reconciliation on retained earning*	-	-	-	-	-	-	294,246,098	-	294,246,098	-	294,246,098
Reconciliation on minority interest**	-	-	-	-	-	-	-	-	-	(420,614,097)	(420,614,097)
Legal Reserve	-	2,259,516	-	-	-	-	(2,259,516)	-	-	-	-
Treasury Stocks redemption	(169,720,520)	-	35,987,791	-	-	103,887,567	-	-	(29,845,162)	-	(29,845,162)
Accumulative translation adjustments***	-	-	-	-	5,958,297	-	-	-	5,958,297	-	5,958,297
Net unrealized gains (losses) on available for sale	-	-	-	2,560,000	-	-	-	-	2,560,000	-	2,560,000
<b>Balance as of 31 December 2010</b>	<b>20,132,314,980</b>	<b>164,999,734</b>	<b>61,735,404</b>	<b>1,960,000</b>	<b>5,958,297</b>	<b>(30,089,758)</b>	<b>3,080,207,081</b>	<b>940,008,374</b>	<b>24,357,094,112</b>	<b>1,327,970,613</b>	<b>25,685,064,725</b>
Balance at 1 January 2009	20,302,035,500	158,119,298	25,747,613	-	-	(169,899,138)	-	1,637,521,925	21,953,525,198	1,994,171,695	23,947,696,893
Transfer to retained earning	-	-	-	-	-	-	1,637,521,925	(1,637,521,925)	-	-	-
Net profit for the year	-	-	-	-	-	-	-	1,106,174,370	1,106,174,370	93,250,109	1,199,424,479
Reconciliation on retained earning	-	-	-	-	-	-	49,145,124	-	49,145,124	-	49,145,124
Reconciliation on minority interest	-	-	-	-	-	-	-	-	-	(402,785,666)	(402,785,666)
Legal Reserve	-	4,620,920	-	-	-	-	(4,620,920)	-	-	-	-
Net unrealized gains (losses) on available for sale	-	-	-	(600,000)	-	-	-	-	(600,000)	-	(600,000)
Treasury Stocks transferred to the incentives system of employees.	-	-	-	-	-	35,921,813	-	-	35,921,813	-	35,921,813
<b>Balance as of 31 December 2009</b>	<b>20,302,035,500</b>	<b>162,740,218</b>	<b>25,747,613</b>	<b>(600,000)</b>	<b>-</b>	<b>(133,977,325)</b>	<b>1,682,046,129</b>	<b>1,106,174,370</b>	<b>23,144,166,505</b>	<b>1,684,636,138</b>	<b>24,828,802,643</b>

\* Includes mainly the increase in company's share results from the purchase of the minority interest in Nova Park CO, as well as Treasury Stocks for Alexandria Co. for Real Estate investment besides the dividends from the subsidiaries.

\*\* Includes mainly the decrease in minority interest in Retained Earnings resulted from the acquisition of the minority interest in Nova Park CO and Treasury Stocks for Alex CO for Real Estate investment.

\*\*\* Accumulative translation adjustments is due to translation of the financial statements of Thabat for real estate development as foreign operation

- The attached notes (1) to (40) are an integral part of these consolidated financial statements.

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

**CONSOLIDATED CASH FLOW STATEMENT**

For the year ended 31 December 2010

	Notes	31/12/2010 LE	31/12/2009 LE
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Net profit for the year before tax and minority interest		1,203,013,311	1,312,590,803
Depreciation & Amortization		112,899,751	101,323,315
Revenue from bonds amortization	(11)	(1,194,846)	(1,193,993)
Provisions		623,370	(47,689,602)
Provisions no longer required		(697,482)	(7,748,347)
Impairment Loss	(6)	1,497,816	-
(Revenue) of reevaluate investment property		(135,168,894)	-
(Revenue) of reevaluate financial assets at fair value through profit and loss	(12)	(15,735,730)	(13,566,025)
Share of profit of associates		(2,051,462)	(487,500)
Reconciliation on retained earning and Minority Interest		441,892,303	(244,767,216)
Credit Interests, bonds and treasury bills revenue		(59,641,653)	(72,129,673)
Capital (Gain)		(3,823,748)	(560,089)
Foreign Exchange Differences		9,489,171	(4,226,193)
Reconciliation on Deferred tax		(2,067)	-
<b>Operating profit before changes in working capital</b>		<b>1,551,099,840</b>	<b>1,021,545,480</b>
Change in work in progress		(2,365,865,194)	(1,412,085,588)
Change in work in Finished goods		-	18,466,664
Change in inventory		(10,590,240)	(1,489,096)
Change in Accounts and Notes Receivables		1,538,744,035	1,090,872,986
Change in Prepayments and Other Debit Balances		673,102,641	(432,458,749)
Change in Creditors and Notes Payable		429,047,655	98,128,818
Change in current portion of nun- current liabilities		(65,451,032)	271,406,755
Change in Customers Advance Payment		(1,406,355,049)	(1,279,478,409)
Change in nun- current liabilities		812,789	(32,534,637)
Change in Dividends Creditors		14,604,104	(87,123)
Change in financial assets at fair value through profit and loss		178,154,988	(41,643,716)
Change in Other Credit Balances		193,083,404	214,498,995
<b>Net Cash flows provided from (used in) Operating Activities</b>		<b>730,387,939</b>	<b>(484,85775,620)</b>

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

**CONSOLIDATED CASH FLOW STATEMENT - Continued**  
For the year ended 31 December 2010

**CASH FLOWS FROM INVESTING ACTIVITIES**

(Payment) on Purchasing of Property and Equipment and Projects Under Construction	<b>(344,060,938)</b>	(225,429,314)
Gain from sale fixed assets	<b>20,536,956</b>	1,703,328
proceeds (Payment) on Purchasing of Bonds Held to Maturity	<b>(147,000,000)</b>	246,855
Proceeds (Payment) from Available for Sale Investments	<b>(18,311,163)</b>	6,832,677
proceeds from Investments in Associates	<b>(325,000)</b>	(325,999,479)
(Payment) on Purchasing Minority Interest	<b>(826,671,570)</b>	75,000
(Payment) in Investment Debtors	<b>(260,000)</b>	14,699,125
<b>Net Cash flows (used in) Investing Activities</b>	<b>(1,316,091,715)</b>	(527,871,808)

**CASH FLOWS FROM FINANCING ACTIVITIES**

(Payment) on Purchasing of Treasury Stocks	<b>(29,845,162)</b>	-
Collected Interest	<b>40,282,813</b>	67,620,242
proceeds (Payment) from Loans and Facilities	<b>780,425,051</b>	(23,079,111)
<b>Net Cash flows received from Financing Activities</b>	<b>790,862,702</b>	44,541,131
Foreign Exchange Impact	<b>(9,489,171)</b>	4,226,193
<b>NET CASH AND CASH EQUIVALENTS DURING THE YEAR</b>	<b>195,669,755</b>	(963,962,104)
Cash and Cash Equivalents at the beginning of the year	<b>350,138,516</b>	1,314,100,620
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>	<b>545,808,271</b>	350,138,516

(17)

The following accrued revenues and expenses are eliminated:

- Accrued Revenues amounted LE 19,358,840 from other debit balances.
- Due amounts to tax authority amounted LE 193,407,001 from other credit balances.

- The attached notes 1 to 40 are an integral part of these consolidated financial statements.

## Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

#### 1 BACKGROUND

Talaat Mostafa Group Holding TMG Holding S,A,E, was established on 13 February 2007 under the provisions of law 95 of 1992 and its executive regulations and registered in Egypt under Commercial Registration numbered 187398 by date 3 April 2007,

The main objective of the Company is participating in the incorporation of shareholding companies or participating in the capital increase of those companies,

#### 2 Basis of preparing the financial statements and the significant accounting policies

- The financial statements of the holding company and the subsidiaries have been prepared according to the Egyptian Accounting Standards and the prevailing laws and local regulations,
- The financial statements have been presented in Egyptian Pound,
- The financial statements are prepared under the historical cost convention modified to include the measurement at of the fair value of financial investment, and financial assets valued at the fair value through the profit and losses

#### 3 Basis of consolidating the financial statements

- Eliminate all the Inter-company accounts and transactions as well as unrealized profit (loss) results from the transactions with the subsidiaries
- The minority interest is presented as a separate item in the consolidated balance sheet and the minority share in the net results of the subsidiaries is presented as a separate item in the consolidated income statement, in the case of the increase of minority share in the loss of the subsidiaries over there share in the net assets of those companies, the increase or any additional loss related to the minority to be recorded in the holding company share in the net results of those companies except the amount of loss that the minority approved before to bear it, in case of the subsidiaries achieved profit in the following periods of the above mentioned loss, the total profit to be recorded to the holding company share in results of the subsidiaries until all previously recorded loss is redeemed ,
- The company treat the transactions with the minority partners the same treatment with external parties, Profit or loss from the sale of share of the company to the minority to be recorded in the income statements, and purchase share from the minority results in as goodwill due to the different between the purchase price and the share in net assets aquired and the different between the book value and the net fair value of the assets acquired to be recorded in the equity.
- The consolidated financial statements include the assets, liabilities and the results of Talaat Mostafa holding company (the company) and all its subsidiaries that stated below, The subsidiary is the company that the holding company owns direct or indirect long term investment more than 50% of the capital that give the right to vote or have control,
- The subsidiaries are included in the consolidated financial statements starting from acquisition date to the date that control is stopped,
- Purchase methods is used to account for acquiring subsidiaries and the acquisition cost is measured by the fair value or the return that the company gave from assets, equity instruments or liabilities bear it or liabilities committed to bear it on behalf of the aquiree at the date of swab plus the additional costs related directly to the acquisition process , the net acquired assets including the proper liabilities are to be measured to determined its fair value at the date of acquisition despite any rights to minorities, the increase in the acquisition cost to the fair value of the company share in net assets is considered goodwill and if the cost of acquisition is less that above mentioned fair value of the nest assets the different to recoded in the consolidated income statement,



Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

**Significant Accounting Policies (continue)**

The consolidated financial statements include the subsidiaries which controlled by Talaat Mostafa Group Company "TMG Holding" as a share bigger than 50% of the subsidiaries' paid capital.

The following are the subsidiaries that are included in the consolidated financial statements:

Arab company for projects and urban development (S,A,E)	99,99%
Alexandria company for real estate investment (S,A,E)*	96.93%
San Stefano company for real estate investment (S,A,E)**	72.18%
Alexandria for urban projects Company (S,A,E)***	40%
Thabat Company for real estate development****	50%

\*Arab company for projects and urban development acquires 1, 64% of Alexandria company for real estate investment.

\*\* The company acquires with an indirect way 27.82% of San Stefano Company for real estate investment through its subsidiary (Arab company for projects and urban development, Alexandria Company for real estate investment, Alexandria for urban projects Company).

\*\*\* Alexandria company for real estate investment acquires 60% of Alexandria for urban projects Company.

\*\*\*\* Thabat Company for real estate development is saudian company with issued capital SR 125,000,000

**Foreign currency translation**

The group's records are maintained in Egyptian pound, Transactions in foreign currencies during the year are recorded using the exchange rates prevailing on the transaction date, At the balance sheet date, monetary assets and liabilities denominated in foreign currencies are translated to Egyptian pound using the exchange rates prevailing on that date, Translation differences are recorded in the statement of income,

**Property, plant and equipment**

Property, plant and equipment is stated at cost less accumulated depreciation and any impairment in value, Depreciation is calculated on a straight line basis over the estimated useful lives of the assets as follows:

	Years
Buildings & constructions	20 - 80
Motor Vehicles	5
Tools & equipments	3 - 8
Furniture and other assets	5- 10
Computers	3 - 8
Marina Equipments	2 - 10

Projects under construction are depreciated when it is ready for use in the place and the condition of operating, then to be reclassified to the fixed assets category,

Other subsequent expenditure is capitalised only when it increases future economic benefits of the related item of property, plant and equipment, all other expenditure is recognised in the consolidated income statement as the expense is incurred,

**Project under construction:**

Projects under construction represent the amounts that are paid for the purpose of constructing or purchasing fixed assets until it is ready to be used in the operation, upon which it is transferred to fixed assets, Projects under construction are valued at cost,

**Investment Property**

Investment properties are the real estate's (Buildings, Lands or both) that are kept for renting or increase in its value; they are measured initially at cost, including transaction costs.

Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the balance sheet date. Gains or losses arising from changes in the fair values of investment properties are included in the income statement in the year in which they arise.

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

**Significant Accounting Policies (continue)**

**Investments**

**Investments in associates**

Investments in associates are accounted for using the Equity method except for when investment are classified as available for sale according to the Egyptian accounting standards No, 32 None current assets held for sale and discontinued operations, these associates companies are those companies which the company has a major influence and which are not subsidiaries or joint venture, Investments in associates are recorded in the Balance sheet with cost,

in addition to company share of any changes in the net assets of associates company after deducting any impairment losses, the company's consolidated income statement reflect its share in the result of associates companies,

These investment include company's share in the profit of subsidiaries according to their financial statements which ratified by their auditors and these investments are diluted by company share form the dividends declared according to investee's General Assembly Meeting decisions.

The losses or revenues results from the transactions between the company and its affiliates are eliminated in the range of the company's share in the affiliated companies.

**Available-for-sale investments**

Available-for-sale investments are recognised and derecognised, on a trade date basis, when the Company becomes, or ceases to be, a party to the contractual provisions of the instrument, They are included in non current assets unless management intends to dispose of the investments within 12 months of the balance sheet date.

Investments designated as available-for-sale investments are initially recorded at cost (except for non listed investments in the capital exchange market) and subsequently measured at fair value, Changes in fair value are reported as a separate component of equity, Upon elimination of investments, the previously reported as "cumulative changes in fair value" within equity is to be included in the consolidated income statement for the period, except for impairments loss, and for non listed investments is to be recorded at cost less impairment loss.

**Financial Assets at Fair Value through profit or loss**

Financial Assets at Fair Value through profit or loss includes financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss, Trade investments is acquired mainly for sale or repurchased in short periods.

Management designate the investments as financial assets at fair value through profit or loss according to the Egyptian accounting standard No, 25 requirements and those requirements do not apply to the noncurrent financial investments which its fair value cannot be reliably measured,

After the initial recognition, those investments to be measured at fair value and any defences to be recorded in the consolidated income statement.

**Investments in Bonds held to maturity**

Investments in Bonds held to maturity with fixed or determinable payments that are not quoted in an active market, are carried at adjusted cost which represent the nominal value plus the bond premium or discount and the premium / discount to be amortized by using the effective rate method, the amortization amount to be added to the bonds revenue in the consolidated income statement.

**Intangible assets - Goodwill**

Goodwill represents the increase of the acquisition cost of the shares of the subsidiaries companies with the company share in the fair value of the net assets of those companies at the date of acquisition, Goodwill results from purchase subsidiaries is recorded as noncurrent assets and the goodwill results from purchase investments in associates recorded as investments in associates, at the end of each financial year the goodwill is tested for impairments and to be displayed at cost after deducting the impairment loss if exist

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

**Significant Accounting Policies (continue)**

**Work in progress**

Properties acquired, constructed or in the course of construction for sale are classified as work in progress, Unsold properties are stated at the lower of cost or net sales value, Properties in the course of development for sale are stated at cost, The cost of development properties includes the cost of land and other related expenditure which are capitalized as and when activities that are necessary to get the properties ready for sale are in progress, Net sales value represents the estimated selling price less costs to be incurred in selling the property, The property is considered to be completed when all related activities, including the infrastructure and facilities for the entire project, have been completed  
Management reviews the cost of the work in progress on yearly basis.

**Finished units**

Finished units are stated at the lower of cost or net realizable value, the consolidated income statement includes any decreases in the net realized value to the book value,

**Inventories**

Inventories are stated at the lower of cost or net realizable value,  
The inventory of hotels suppleness since the opening of the hotel and required for the operation to be measured in the fair value and the decrease of the fair value to be recorded in the consolidated income statements

**Accounts receivable, Debtors and notes receivable**

Accounts receivable are stated at original invoice amount, all those amounts are reviewed annually to decide wither there is an indicator for impairment possibility in the assets value,

**Credit Balances and accruals**

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the supplier or not,

**Separation of assets and liabilities to short-and long-term**

Assets which worth collected during the year after the date of financial statements be included within current assets either the assets that collectible date exceed the year date of financial statements be included within long-term assets,

**Related party transactions**

Related party transactions performed by the Company within its normal business transactions are recorded based on the conditions set by the board of directors,

**Employees Pension Plan**

The company participates in the social insurance system in accordance to the social insurance laws no, 79 for the year 1975 and its amended and the company share in the social insurance cost to be charged to the consolidated income statement according to the accrual basis,

**Provisions**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made, Provisions are reviewed at the balance sheet date and adjusted to reflect the current best estimate, Where the effect of the time value of money is material, the amount of a provision should be the present value of the expected expenditures required to settle the obligation,

**Legal reserve**

According to the Company's article of association, 5% of the net profits of the year is to be transferred to the legal reserve until this reserve reaches 50 % of the issued capital, The reserve is used upon a decision from the general assembly meeting based on the proposal of the board of directors,

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

**Significant Accounting Policies (continue)**

**Revenue recognition**

The company uses full contract methods in recognize revenue for the all sold units, which required to capitalize the costs under work in progress account till the salable units are completed and delivered to the customer, then revenue is recognized and match it with the related operation cost, Revenue from share profit recorded when there is right to receive it,

**Recording the operational cost**

Delivery minutes with the customers of the sellable units to the customers and revenue recognized of those units are the bases to record the operational cost related to those units which includes:

**The direct and indirect costs**

The construction cost of the sellable units according to the payment certificates of the contractors and suppliers that approved by the technical department of the company is recoded in work in progress account and the costs to be distributed to the sold units according to the following basis:

- Unit share of the land cost and units share of the land cost which was distributed as the land area of each units to the total area of the units in the project,
- The unit share from the actual and estimated costs that distributed based on the contracts and invoices of each sector from units , villas and retails in each phase
- The units share from the indirect actual and estimated costs are distributed based on the direct cost of each sector in each phase

**Impairment of financial assets**

The Company regularly assesses whether there is an indication that an asset could be impaired,

The impairment loss of a financial assets that was measured with the amortized cost is to be measured as the different between the amortized cost of the book value and the present value of the projected cash flow by using the effective rate

The impairment loss related to financial assets available for sale to be calculated by using the present fair value, The remaining financial assets are estimated according to the groups level that have the same credit risk characterises,

Impairment loss is recognized in the consolidated income statement any subsequent reversal of an impairment loss is recognized in profit and loss, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date,

If the available for sale asset is impaired, an amount comprising the difference between its cost and its fair value, less any impairment loss previously recognised in the consolidated income statement, is transferred from equity to consolidated income statement, Reversal in respect of equity instruments classified as available for sale are recognised directly in the equity

A previously recognized impairment loss is reversed when there is a change in the recoverable amount of the asset to the extent of the previously recognized loss,

**Impairment of non-financial assets**

The company assesses at each reporting date wither there is an indication that an asset may be impaired, An asset's recoverable amount is higher of an asset's or cash – generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount, In assessing value in use, the estimated future cash flows are discounted to their present value using a pre –tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset, Impairment losses of continuing operations are recognised in the consolidated income statement in those expenses categories consistent with the function of impairment asset except for the property previously revaluated where the revaluation was taken to equity, In this case the impairment is also recognised in equity up to the amount of any previous revaluated,

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

**Significant Accounting Policies (continue)**

**Treasury stocks**

The treasury shares (Company shares) are recorded with the cost and deducted from the owners' equity in the balance sheet. Any profit or loss proceeds of disposing these treasury stocks are being recorded within the owners' equity,

**Accounting estimates**

The preparation of financial statements in accordance with Egyptian Accounting Standards requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses during the financial years, Actual results could differ from these estimates,

Those estimates are reviewed on regularly basis and any differences in the estimates in the date of examining those estimates will affect only the period under examination and if those differences will affect the current period and the coming periods those differences to be recorded in the current and future periods,

**Income tax**

Income tax is calculated in accordance with the Egyptian tax law,

Deferred income tax is recognized using the liability method on temporary differences between the amount attributed to an asset or liability for tax purposes (tax base) and its carrying amount in the balance sheet (accounting base) using the applicable tax rate,

Deferred tax asset is recognized when it is probable that the asset can be utilized to reduce future taxable profits and the asset is reduced by the portion that will not create future benefit.

**Cash flow statement**

The cash flow statement is prepared using the indirect method, for the purpose of preparing the cash flow statements , the cash and cash equivalent include cash on hand , cash at bank , short term deposits , treasury bills with maturity date three months or less deducting the bank over draft – if any,

**Borrowing**

Borrowings are initially recognized at the value of the consideration received, Amounts maturing within one year are classified as current liabilities, unless the Company has the right to postpone the settlement for a period exceeding twelve months after the balance sheet date, then the loan balance should be classified as long term liabilities,

**Borrowing costs**

Borrowing costs are recorded in the statement of income as financing expenses except the borrowing costs directly related to the acquisition, construction or production of a qualifying assets which is included as part of the cost of the asset, the borrowing cost amount that will be capitalized is determined based on the actual borrowing cost.

Suspend capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

Cease capitalizing of the borrowing costs when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

**Expenses**

All expenses including operating expenses, general and administrative expenses and other expenses are recognized and charged to the statement of income in the financial year in which these expenses were incurred,

**Dividends**

Dividends recognized as liability in the period in which the company General Assembly meeting decided to distribute profits,

**Earnings per share**

Basic earnings per share amounts are calculated by dividing net profit for the period attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the period,

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

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**Significant Accounting Policies (continue)**

**Fair values**

For investments traded in an active market, fair value is determined by reference to quoted market bid prices,  
The fair value of interest-bearing items is estimated based on discounted cash flows using interest rates for items with similar terms and risk characteristics,  
For unquoted equity investments, fair value is determined by reference to the market value of a similar investment or is based on the expected discounted cash flows,

**Segment information**

Segment is a major part of the group that produce products, services(Operational segment) or produce products, services in special economical environment (Geographical segment) and its profit and loss are deferent from the profit and loss of the other segments ,

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

4 PROPERTY AND EQUIPMENT

	Lands LE	Buildings & Constructions LE	Motor Vehicles LE	Tools & Equipments LE	Furniture & Fixtures LE	Marine Equipment LE	Computers LE	Total LE
<b>Cost</b>								
As of 1 January 2010	450,257,272	3,017,698,270	59,408,113	221,290,774	380,533,515	5,412,713	18,727,311	4,153,327,968
Additions	127,913,190	330,610,302	18,425,025	90,824,446	117,832,095	781,468	1,405,089	687,791,615
Disposals	(390,000)	(18,399,860)	(1,960,010)	(650,158)	(857,354)	(62,900)	-	(22,320,282)
<b>As of 31 December 2010</b>	<b>577,780,462</b>	<b>3,329,908,712</b>	<b>75,873,128</b>	<b>311,465,062</b>	<b>497,508,256</b>	<b>6,131,281</b>	<b>20,132,400</b>	<b>4,818,799,301</b>
<b>Accumulated depreciation</b>								
At 1 January 2010	-	(147,558,218)	(36,149,388)	(80,150,800)	(101,849,066)	(2,382,691)	(6,841,562)	(374,931,725)
Depreciation charge	-	(43,849,317)	(10,207,392)	(20,604,502)	(29,466,136)	(689,077)	(3,325,172)	(108,141,596)
Disposals	-	3,211,240	1,647,848	155,977	446,315	59,755	-	5,521,135
<b>As of 31 December 2010</b>	-	(188,196,295)	(44,708,932)	(100,599,325)	(130,868,887)	(3,012,013)	(10,166,734)	(477,552,186)
<b>Net book value As of</b>								
<b>31 December 2010</b>	<b>577,780,462</b>	<b>3,141,712,417</b>	<b>31,164,196</b>	<b>210,865,737</b>	<b>366,639,369</b>	<b>3,119,268</b>	<b>9,965,666</b>	<b>4,341,247,115</b>
31 December 2009	450,257,272	2,853,914,949	22,367,842	137,431,165	254,809,705	3,030,022	7,573,911	3,729,384,866

- First degree mortgage on the land of san Stefano project at 339 Gaish road- san Stefano – Alexandria and all the building on it that owned by san Stefano Co. for real estate investment and san Stefano company for tourism investments
- First degree mortgage on the land of el Nile hotel at 12 Ahmed Raghieb St, garden city – Cairo and all the building on it that to El Nile Co. also the garage and club land at 4 Ahmed Raghieb St, garden city – Cairo
- First degree mortgage on the land and the building of four season hotel sharm el sheik in shark bay – sharm el sheik owned by Alexandria Saudi Co. for tourism investment
- First degree mortgage on the land and the building of four season hotel Nile plaza – garden city – Cairo owned by Nova Park Co. , excluding the total sold or available for sale units and its share in the land

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

**5 - PROJECTS UNDER CONSTRUCTIONS**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Computers and Software	<b>15,087,431</b>	12,915,709
Villa (Al Rehab – Madinaty- Sednawy)	<b>71,076,954</b>	60,288,378
Fixtures	-	2,664,623
Mayfair Club	-	24,104,113
Hotel Assets	<b>7,068,507</b>	25,877,343
Administration Office In Dubai	-	7,891,767
Luxor Project	-	27,863,827
Sharm El sheik Extended project	<b>96,687,958</b>	-
Al Nile Hotel	-	420,745,014
	<b><u>189,920,850</u></b>	<u>582,350,774</u>

**6- Investment Property**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Book value	<b>283,783,505</b>	-
Revenue of revalue investment property	<b>135,168,894</b>	-
	<b><u>418,952,399</u></b>	<u>-</u>

**7- GOODWILL**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Arab Company for Projects and Urban Development	<b>12,235,313,553</b>	12,235,313,553
Alexandria Company for Real Estate Investment*	<b>2,992,171,784</b>	2,733,760,518
San Stefano Company for Real Estate Investments	<b>96,337,795</b>	96,337,795
Alexandria Company for Urban Projects	<b>69,829,985</b>	69,829,985
	<b><u>15,393,653,117</u></b>	<u>15,135,241,851</u>

\*In 14 July 2010 Nova park Co. (One the subsidiaries' in Arab Company for hotels and tourism investments) Acquire the minority interest 43.68% (233720 shares from total company shares of 535000 shares with the amount of LE 826,671,570 and a good will results due to the increase of the purchase price from the book value of the acquired share

Goodwill is tested on yearly basis to ensure if there is any decrease in its book value and the management of the group hasn't found any decrease.



Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2010

**8- AVAILABLE FOR SALE INVESTMENTS**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
<b>Available for sale investment – short term</b>		
Dune groasses overseas	<b>26,496</b>	26,496
Tansy finance	<b>26,496</b>	26,496
Rockland	<b>26,496</b>	26,496
Housing Insurance Company	<b>4,950,000</b>	4,950,000
Shara North Marine Company	<b>18,244,173</b>	-
Egyptian For Real Estate refinance Company	<b>2,055,560</b>	2,055,560
Free Zone Industry Area East Port Saied	<b>16,287</b>	16,287
Egyptian Company for Marketing and Distribution	<b>500,000</b>	500,000
	<b>25,845,508</b>	7,601,335
<b>Available for sale investment – long term</b>		
Housing Development Bank Securities	<b>57,930</b>	57,930
Credentials investment fund Horus	<b>46,480,000</b>	43,920,000
El Tameer for Real Estate Finance Company	<b>6,716,990</b>	6,650,000
	<b>53,254,920</b>	50,627,930
	<b>79,100,428</b>	58,229,265

Available for sale investments that have no market price and its fair value can't be properly determined due to the nature of the unpredictable future cash flows, therefore it was recorded at cost.

The available for sale investments are classified into current and concurrent assets based on the purpose of the investment whether the acquisition for keeping the investments.

**9- INVESTMENTS IN ASSOCIATES**

	<b>Percentage</b>	<b>31/12/2010</b>	31/12/2009
		<b>LE</b>	LE
Hill / TMG for Projects and Construction Management	<b>49%</b>	<b>2,311,380</b>	1,470,000
Alexandria for Projects Management	<b>32.5%</b>	<b>2,185,082</b>	650,000
		<b>4,496,462</b>	2,120,000

**10- INVESTMENT DEBTORS**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Morsi El Sadid for Real Estate and Tourism Investment Company	<b>807,942,565</b>	807,050,302
Areez Arab Limited Company	-	403,954,847
Thabat for Real Estate Improvement	-	93,975,012
Luxor for Real Estate and Investment Company	<b>250,000</b>	-
TMG for Commercial and Service projects	<b>5,000</b>	-
TMG for Commercial and Administrative Projects	<b>5,000</b>	-
TMG for Medical Projects	<b>5,000</b>	-
TMG for Entertainment Projects	<b>5,000</b>	-
	<b>808,212,565</b>	1,304,980,161

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

31 December 2010

**11- BONDS HELD TO MATURITY**

Bonds held to maturity in governmental bonds are amounted to LE 483,837,951 in 340909 bonds with nominal value LE 1000 per bond and maturity date is 2013 with 8, 55% interest rate, the interests is due semi annually, and 147,000,000 bonds with nominal value LE 1000 per bond and maturity date is 2020 with 13% interest rate, the interests is due semi annually the balance of bonds discounting issue amounted to 4,071,049 at 31 December 2010 and it is amortized at the maturity date of the interest

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Historical cost	<b>487,909,000</b>	340,909,000
bonds discounting issue	<b>(5,265,896)</b>	(6,459,889)
Amortized value	<b>482,643,104</b>	334,449,111
Amortization of discounting bonds	<b>1,194,847</b>	1,193,993
Balance of bonds	<b>483,837,951</b>	335,643,104

**12- FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT AND LOSS**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Certificate of Deposit and Investment Funds *	<b>222,609,161</b>	225,898,018
Financial Portfolio Managed by both of Hermes for Assets Management and Arab African international bank *	<b>76,061,757</b>	61,019,399
Egyptian Cables Company	<b>11,084</b>	12,738
Treasury Bills	<b>-</b>	174,171,105
	<b>298,682,002</b>	461,101,260
<b>Market value</b>	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Book value of marketable securities before revaluation	<b>(282,946,272)</b>	(447,535,235)
Market value	<b>298,682,002</b>	461,101,260
	<b>15,735,730</b>	13,566,025

\* The portfolio in 31 December 2010 has several stocks for companies listed in Egyptian capital market

**13- ACCOUNTS AND NOTES RECEIVABLE**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Accounts Receivables	<b>169,674,015</b>	210,115,463
Notes Receivables	<b>15,352,742,420</b>	16,851,045,007
	<b>15,522,416,435</b>	17,061,160,470

**14-WORK IN PROGRESS**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Land	<b>3,869,236,725</b>	3,539,476,360
Consultations and Designs	<b>579,842,226</b>	332,049,032
Construction Work	<b>7,035,959,648</b>	5,693,045,761
Indirect Expenses	<b>2,315,232,372</b>	2,153,618,130
	<b>13,800,270,971</b>	11,718,189,283

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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- According to the contract with the new urban communities' authority, Arab company for projects and urban development received 8,000 Fadden to build Madinaty project on several phases against 7% of the total built up area of the apartments' buildings of the land project.
- The company recognizes the cost of the land as an asset against the obligations due to the new urban communities' authority in accordance to the estimated cost calculated according to the expected delivered units related to the phase that work started in it.
- During the period a verdict was issued for the case raised against the new urban communities' authority to cancel the contract of selling the land of Madinaty
- A committee was formed by a resolution from the prime minster to adjust the legal situation of the land of Madinaty , the committee reached to a decision to resell the land of Madinaty to Arab company for projects and urban development with a new contract dated 8 November 2010 and the in kind amount should not be less than LE 9.9 milliard, based on that the value of the land of Madinaty recorded above , will be considered up on signing the final contract of the land and in accordance to the actual cost that will be bearded due to the execution of the contract.
- As stated in the company's legal consultant letter, the raised issued in relation to Madinaty land contract dated 8 November 2010 do not form a real threats to the legal position of the company or its beneficiaries or customers
- Construction works includes estimated payment certificates amounted approximately LE 683 Millions, during the subsequence period , the company received final payment certificates amounted approximately LE 434 Millions

**15- INVENTORY**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Hotels Operating Equipments & Supplies	<b>27,982,045</b>	32,987,635
Goods Stock	<b>11,216,226</b>	1,652,570
(Less) Amortized Hotel Inventory	<b>(4,979,284)</b>	(6,027,113)
	<b><u>34,218,987</u></b>	<u>28,613,092</u>

**16 – PREPAID EXPENSES AND OTHER DEBIT BALANCES**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Advance Payment and Storage - Contractors and Accounts Payable	<b>1,345,896,830</b>	1,047,886,758
Contractors – Tashwinat	<b>857,653,881</b>	987,571,352
Hotels Current Accounts	<b>205,801,687</b>	119,120,504
Deposit with Others	<b>3,116,235</b>	2,741,961
Tax Authority	<b>10,419,636</b>	14,587,044
Other Debit Balances	<b>34,834,415</b>	70,520,468
Letter of credit	<b>80,146,038</b>	-
Loans to Employees	<b>1,242,581</b>	397,799
Received from Abroad	<b>-</b>	6,304,616
Accrued Revenue	<b>19,358,840</b>	4,534,914
Other Debtors	<b>103,176,681</b>	81,327,941
Prepaid expenses	<b>6,550,876</b>	290,085
Amounts paid for investments in companies under incorporation	<b>252,568,983</b>	737,738,965
	<b><u>2,920,766,683</u></b>	<u>3,073,022,407</u>

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

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**17 - CASH AND CASH EQUIVALENTS**

	Local Currency	Foreign	Total	Total
	LE	Currency	31/12/2010	31/12/2010
	LE	LE	LE	LE
*Time Deposits	396,219,282	12,743,322	<b>408,962,604</b>	267,817,634
Banks Current Accounts	59,813,087	26,317,513	<b>86,130,600</b>	38,305,128
Cash on Hand	20,568,023	291,481	<b>20,859,504</b>	11,197,513
**Treasury Bills	58,818,356	-	<b>58,818,356</b>	81,463,201
***Cheques Under Collection	2,711,237	-	<b>2,711,237</b>	-
	<u>538,129,985</u>	<u>39,352,316</u>	<u><b>577,482,301</b></u>	<u>398,783,476</u>

\*Time deposits due within three months

\*\*Treasury Bills due within three months

\*\*\*Cheques under collection represent banks cheques and accepted cheques.

For the purpose of preparing cash flow statement, the cash and cash equivalents consists of:

	31/12/2010	31/12/2009
	LE	LE
Cash on Hand and at Banks	<b>577,482,301</b>	398,783,476
Banks Overdraft	<b>(31,674,030)</b>	(48,644,960)
Cash and Cash Equivalents	<u><b>545,808,271</b></u>	<u>350,138,516</u>

**18- CREDITORS AND NOTES PAYABLE**

	31/12/2010	31/12/2009
	LE	LE
Contractors and suppliers	<b>230,372,641</b>	213,627,271
Notes Payables	<b>802,679,578</b>	390,377,293
	<u><b>1,033,052,219</b></u>	<u>604,004,564</u>

**19- CUSTOMERS ADVANCE PAYMENT**

	31/12/2010	31/12/2009
	LE	LE
Customers down payment ( Al Rehab Project )	<b>501,229,687</b>	863,028,395
Customers down payment ( Al Rehab 2 Project )	<b>4,221,722,529</b>	3,446,585,759
Customers down payment ( Madinaty Project )	<b>13,845,829,758</b>	15,627,673,370
Customers down payment ( Al Rabwa Project )	<b>342,108,287</b>	315,373,255
Customers down payment ( San Stefano Project )	<b>116,454,852</b>	193,915,537
Customers down payment ( Nasmal El Ryide )	<b>12,876,154</b>	-
	<u><b>19,040,221,267</b></u>	<u>20,446,576,316</u>

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**20- ACCRUED EXPENSES AND OTHER CREDIT BALANCES**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Retention	<b>571,325,244</b>	435,808,669
Tax Authority	<b>195,337,542</b>	148,807,083
Other Credit Balances	<b>128,620,345</b>	64,185,517
Accrued Expenses and Creditors	<b>260,535,407</b>	315,493,121
Insurance for Other	<b>106,425,422</b>	109,721,704
Due to Customers	<b>12,837,509</b>	12,701,883
Creditors Barriers	-	7,352,760
Contribution to the establishment - renew the club	<b>14,582,659</b>	5,674,135
Club Subscriptions	<b>395,791,716</b>	361,403,395
Units Insurance	<b>395,154,586</b>	240,971,760
	<b><u>2,080,610,430</u></b>	<u>1,702,120,027</u>

**21 – CAPITAL**

The company's authorized capital amounted to LE 50,000,000 and the issued and paid up capital LE 6,000,000 divided over 600000 share of LE 10 par value each.

According to the extra ordinary general assembly meeting dated 6 October 2007, the company's authorized capital was increased by LE 30,000,000,000 and the issued and paid capital was amended to be LE 18,152,035,500 divided over 1,815,203,550 share of LE 10 par value each through share swap with the subsidiaries companies,

According to the extra ordinary general assembly meeting dated 28 October 2007, the company's issued and paid capital was increased to be LE 20,302,035,500 divided over 2,030,203,550 shares recorded in the commercial register on 25 November 2007.

The amount increased amounted to 2,150,000,000 was paid with a premium share amounted to LE 1.6 per share by total amount LE 344,000,000.

According to the extra ordinary general assembly resolution dated 24 March 2010, The issued capital was reduced by the treasury stocks amounted of LE 169,720,520 par value as more than one year passed from the date of purchase and the issued capital is LE 20,132,314,980 (Twenty milliard and one hundred and thirty two million and fourteen thousand and nine hundred and eighty pound) Distributed to 2013231498 shares, recorded in the commercial register on 18 May 2010.

**22 – Legal Reserves**

Legal reserve amounted to 164,999,734 which represents the transferred amount of the shares Premium amounted to LE 344,000,000, and LE 1,6 per share, part of the premium amounted to LE 185,880,702 was used to cover the IPO expenses, the remaining balance of LE 158,119,298 was transferred to the legal reserve, as well 5% of the net profit of the retained earnings of the prior years was also transferred to the legal reserve.

**23- GENERAL RESERVES**

The general reserve balance amounted LE 61,735,404 includes amount of LE 25,747,613 represents the different results from shares swap of the company with the subsidiaries amounted according to the Extra Ordinary General Assembly Meeting dated 6 October 2007 to transfer the different to general reserve

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

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In addition to amount of LE 35,987,791 represent the difference between the par value and the book value of the treasury stocks that were redeemed according to the extraordinary general assembly resolution dated 24 March 2010

### 24- Net Unrealized (losses) on Available for Sale Investments

The revaluation of available for sale investments resulted to unrealized (losses) amounted to 1,960,000 LE which represented in the variation between the foreign exchange impact and the cost of the available for sale investments at the statement date.

### 25- TREASURY STOCKS

In accordance to the extra ordinary General Assembly resolution dated 28 October 2007, the company purchased during the month of February the number of 2919000 stocks of its stocks at amount of LE 36,188,826, to be used in the incentives system of employees.

According to the company's Board resolution dated 12 August 2008, the company purchased during the month of August and September the number of 20460016 stocks of its stocks at amount of LE 133,710,312, to be used for reselling, in the incentives system of employees or deducting the issued capital and 6406964 shares amounted LE 36,166,409 were sold to the incentives system of employees.

According to the extra ordinary General Assembly resolution dated 24 March 2010, the issued capital is reduce by the treasury stocks amounted of LE 133,732,729 as more than one year passed from the date of purchase and recorded in the commercial register on 18 May 2010.

Alexandria Company for real estate investments (one of the subsidiaries) purchase 190759 shares of its shares as treasury stocks with total amount of LE 29,758,404 according to the listing and disclosure rules of the Egyptian exchange (Bursa) due to the voluntary withdrawal of Alexandria Company for real estate from listing in the Egyptian exchange Bursa, therefore the balance of those treasury stocks is presented in the consolidated financial statements of Talaat Mostafa group holding

### 26- LOANS AND FACILITIES

	Short Term LE	Long Term LE	31/12/2010 LE	31/12/2009 LE
Banks Facilities	317,810,210	-	<b>317,810,210</b>	442,212,208
Loans *	434,454,435	2,020,531,059	<b>2,454,985,494</b>	1,550,158,445
	<u>752,264,645</u>	<u>2,020,531,059</u>	<u><b>2,772,795,704</b></u>	<u>1,992,370,653</u>

\* The instalments due within the following year is recorded in the current liabilities and the loans are granted with commercial papers and financial securities,

### 27- LONG TERM LIABILITIES

	31/12/2010 LE	31/12/2009 LE
New Urban Communities Authority	<b>4,177,619,742</b>	4,177,619,742
Employee termination benefits	<b>812,789</b>	-
Current portion of long term liabilities	-	65,451,032
	<u><b>4,178,432,531</b></u>	<u>4,243,070,774</u>

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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**28- Provisions**

The provision amounted LE 481,478 is created to face the general risks from the granted finance to the customers (Real Estate Finance) as a percentage 1% of the total finance given to the customer for the first portfolio related to El Rehab units.

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Balance beginning of the year	<b>555,590</b>	850,000
Provisions through the year	<b>623,370</b>	7,453,937
Provisions used through the year	<b>(697,482)</b>	(7,748,347)
	<b><u>481,478</u></b>	<u>555,590</u>

**29- INCOME TAX AND DEFERRED TAX LIABILITY**

The income tax was calculated as follows:

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Net book profit before tax	<b>1,203,013,311</b>	1,312,590,803
Adjustments to the net book profit to reach the net tax profit	<b>(235,978,307)</b>	(790,337,417)
Net tax profit	<b><u>967,035,004</u></b>	<u>522,253,386</u>
Tax rate	<b>20%</b>	20%
Income tax for the year	<b><u>193,407,001</u></b>	<u>104,450,676</u>

The balance of deferred tax liabilities in 31 December 2010 is LE 26,430,805 which represents the different between taxes depreciation and accounting depreciation to the fixed assets item and it's calculation as follow:

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
Accounting depreciation for assets	<b>51,892,377</b>	50,770,249
Taxes depreciation	<b>(80,139,190)</b>	(94,348,493)
Taxes differs	<b>(28,246,813)</b>	(43,578,244)
Tax rate	<b>20%</b>	20%
Deferred tax liability – 31 December 2010	<b>(5,649,363)</b>	(8,715,649)
Adjustments	<b>2,067</b>	-
Deferred tax liability – 31 December 2009	<b>(20,783,509)</b>	(12,067,860)
Deferred tax liability – 31 December 2010	<b><u>(26,430,805)</u></b>	<u>(20,783,509)</u>

**30- REVENUE AND COST OF REVENUE**

	<b>31/12/2010</b>	31/12/2009
	<b>LE</b>	LE
-Revenue from Sold Units	<b>4,605,805,362</b>	4,197,938,365
-Revenue from Hotels Operation	<b>607,878,051</b>	539,699,183
-Services Revenues	<b>125,749,551</b>	84,485,923
Total Revenues *	<b><u>5,339,432,964</u></b>	<u>4,822,123,471</u>
-Cost of Sold Units	<b>3,394,535,234</b>	2,787,710,220
-Cost of Hotels Operation	<b>347,104,364</b>	316,532,672
-Cost of Sold Services	<b>75,423,813</b>	33,294,609
Total Cost **	<b><u>3,817,063,411</u></b>	<u>3,137,537,501</u>

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

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\* The supervision revenue has been eliminated in amount LE 308,387,434

\*\* The supervision cost has been eliminated in amount LE 236,760,383

Herein under are the analyses for all sectors to the consolidated TMG Holding according to the main projects

	Real Estate	Tourism	General	31/12/2010	31/12/2009
Revenue	4,731,554,913	607,878,051	-	<b>5,339,432,964</b>	4,822,123,471
Cost of good sold	3,469,959,049	347,104,362	-	<b>3,817,063,411</b>	3,280,476,169
Gross Profit	1,261,595,864	260,773,689	-	<b>1,522,369,553</b>	1,516,394,729
Depreciation	33,533,187	70,509,638	8,856,924	<b>112,899,749</b>	101,323,315
Credit Interest	-	-	27,891,733	<b>27,891,733</b>	37,900,444
Investments Revenue	-	-	69,691,027	<b>69,691,027</b>	79,173,573
Other Revenue	-	-	56,019,748	<b>56,019,748</b>	44,674,820
Income Tax	-	-	199,056,363	<b>199,056,363</b>	113,169,132
Total Profits	748,954,675	126,267,273	64,786,427	<b>940,008,375</b>	1,106,174,370
Assets	48,415,948,645	4,191,064,777	-	<b>52,607,013,422</b>	53,030,110,983
Financial Investment	-	-	866,116,843	<b>866,116,843</b>	857,093,630
Unallocated Assets	-	-	1,400,128,002	<b>1,400,128,002</b>	10,241,382
Total Assets	48,415,948,645	4,191,064,777	2,266,244,845	<b>54,873,258,267</b>	53,897,445,995
Liabilities	27,182,982,424	1,857,028,204	-	<b>29,040,010,628</b>	29,002,156,044
Unallocated Liabilities	-	-	160,815,850	<b>160,815,850</b>	66,487,309
Total Liabilities	27,182,982,424	1,857,028,204	160,815,850	<b>29,200,826,478</b>	29,068,643,353

### 31- IMPAIRMENT LOSS

Impairment loss amounted to 1,497,816 which represent the difference between book value and recoverable value of the debit balances due from Areez Arab limited company.

### 32- DIVIDENDS REVENUE

	31/12/2010	31/12/2009
	LE	LE
Dividends from Orascom Construction	<b>424,653</b>	66,001
Dividends from Hermes	<b>417,300</b>	-
Dividends from Telecom Egypt Co	<b>310,029</b>	155,090
Dividends from CIB	<b>55,950</b>	33,900
Dividends from Sinai Cement	<b>108,880</b>	159,750
Dividends from Maridive & Oil Services	<b>63,216</b>	102,385
Dividends from Sidi krir	<b>67,767</b>	103,462
Dividends from Arab African Bank Portfolio	<b>583,954</b>	-
Dividends from Mobinil	-	69,240
Dividends from Other Companies	<b>278,413</b>	346,275
Alexandria for Projects Management	<b>650,000</b>	-
El Tameer for Real Estate Finance Company	<b>115,180</b>	-
	<b>3,075,342</b>	<b>1,036,103</b>



Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

**33- REVENUE FROM SALE FINANCIAL INVESTMENTS**

	31/12/2010	31/12/2009
	LE	LE
Sale price of financial investments	672,133,226	1,016,523,886
Book value of sold financial investments	<u>(655,054,652)</u>	<u>(986,674,546)</u>
	<u><b>17,078,574</b></u>	<u><b>29,849,340</b></u>

**34- OTHER INCOME**

	31/12/2010	31/12/2009
	LE	LE
Net revenue from El Rehab Club operation	7,240,525	19,896,929
Rents from rental units and usufruct	28,076,954	7,218,286
Other	<u>3,086,977</u>	<u>4,753,836</u>
	<u><b>38,404,456</b></u>	<u><b>31,869,051</b></u>

**35- EARNINGS PER SHARE**

Basic earnings per share is calculated by dividing the net profit of the period to the number of the ordinary outstanding shares during the period, without taking into consideration any future dividends for employees or the Board of directors related to the period ended in 31 December 2010, as there is no proposed dividends declared by the Board of directors. Earnings per share LE 0, 47 according to the following:

	31/12/2010	31/12/2009
	LE	LE
Net profit	<u>940,008,374</u>	<u>1,106,174,370</u>
Weighted average number of shares	<u>2,013,231,498</u>	<u>2,013,231,498</u>
Earnings per share	<u><b>0.47</b></u>	<u><b>0.55</b></u>

The weighted average of the out standing stocks is calculated as follow:

- Outstanding stocks of the beginning of the year	2,030,203,550
- Deduct treasury stocks at the beginning of the year	<u>(16,972,052)</u>
	<u><b>2,013,231,498</b></u>

**36-TAX SITUATION**

**Talaat Mostafa group holding company**

**a. Corporate tax**

The company is subject to income tax law no,91 for the year 2005, since the company begin its operations in 3 April 2007 and tax return is presented on time and no tax inspection yet.

**b. Salary tax**

The company pays the deducted income tax of the employees on monthly basis and the quarterly income tax returns are submitted within the legal dates,

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## Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

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**c. Stamp tax**

The company pays the stamp tax on time specially the stamp tax due to the advertising expenses.

### **Arab company for projects and urban development**

**a. Corporate tax**

The company presents its tax returns regularly and according to the legal times, the years till 2002 were examined and form no, (9-a) are received and the company paid the amounts due taking into consideration

that the company protest against what is stated in those forms regarding year 1996 (period before incorporation)

According to the court appeal no 4233 dated 25 July 2004 the company's project is tax exempted beginning 1 January 1997 for the phase I, beginning 1 January 1998 for the phase II and phase III for ten years also the phase IV and Phase V are exempted.

**b. Salary tax**

The company pays the deducted income tax of the employees on regularly basis, The Company's records were inspected for the years 1996 till 2000 and settlement is done to that date

The Company's records were inspected for the years 2001 till 2003 and paid the amount due

For the years 2004 till 2009 the tax returns are presented and amounts due are paid within the legal dates,

**c. Stamp tax**

Tax inspection took place for the Company's records for the years till 2005 and all tax due were paid; the company pays the stamp tax due on monthly basis according to law no, 11 for the year 1980 and adjusted by law no, 143 for the year 2006.

### **San Stefano Company for real estate investments**

**a. Corporate tax**

The Company's records were inspected till 2004 and paid the amount due; the tax returns are submitted within the legal dates.

**b. Salary tax**

Salary tax due are paid within the legal dates.

**c. Stamp tax**

Tax inspection took place for the Company's records for the years till 2005 and all tax due were paid.

### **Alexandria Company for real estate investments**

**a. Corporate tax**

- The company submits the tax returns within the legal dates.
- The Company's records were inspected till 2001 and paid the amount due
- No tax inspection took place for the years 2002 till 2007.
- Under the new urban societies law, the company's Projects in Virginia beach resort in north coast and al rabwa in sheik zaid city enjoy a tax holiday for each project.

## **NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

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### b. Salary tax

- The Company's records were inspected till 1997 and paid the amount due
- The Company's records were inspected for the years 1998 till 2001 and the tax assessment is not yet received.
- tax inspection took place for the years 2002 till 2004.
- The company pays the tax due on regularly basis to the tax authority.

### c. Stamp tax

- The Company's records were inspected and settled till 2004 and the tax due was paid.
- No tax inspection took place for the years 2004 till 2010.

## Arab company for hotels and tourism investments

### a. Corporate tax

No tax inspection took place till 2008 and the company submits the annual tax return according to form (28) within the legal dates and paid the amounts due accordingly.

### b. Salary tax

- The company pays the deducted income tax of the employees on regularly basis within the legal dates, the company submits the quarterly salary tax return form (4-salary) plus the annual return within the legal dates
- No tax inspection took place for the years 2005 till 2009.

### c. Stamp tax

- No tax inspection took place for the years 2005 till 2010.

## Alexandria for Urban projects

### a. Corporate tax

- The company submits the tax returns within the legal dates.
- The Company's records were inspected and settled till 2002 and the tax due was paid; the company enjoy a tax holiday under the new urban societies law.

### b. Salary tax

- The company pays the deducted income tax of the employees on regularly basis within the legal dates.

## Al rabwa for entertainment services

### a. Corporate tax

- The company submits the tax returns within the legal dates.
- No tax inspection took place till 2008 and the company enjoy a tax holiday under the new urban societies law.

### b. Salary tax

- The company pays the deducted income tax of the employees on regularly basis within the legal dates.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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### c. Stamp tax

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- No tax inspection took place till 2007.

### d. Sales tax

- The company submits the sales tax returns within the legal dates.
- 

## Al Masria for development and real estate projects

### a. Corporate tax

- The company submits the tax returns within the legal dates.
- The Company's records were inspected till 2004 and the tax assessment is not yet received.
- tax inspection took place for 2005
- No tax inspection took place till 2009

### b. Salary tax

- The Company's records were inspected till 2000 and paid the amount due
- The Company's records were inspected for the years 2001 till 2004 and the tax assessment is not yet received.
- No tax inspection took place from 2005 till 2009

### c. Stamp tax

- The Company's records were inspected and settled till 2004 and the tax due was paid.
- No tax inspection took place for the years till 2009.

## El Nile for hotels

- The company is subject to income tax article no,91 for the year 2005 and start its operation in 2010

## San Stefano For tourism investment

- The company enjoy a tax holiday for 5 years from operation date and No tax inspection took place .
- The company submits the tax returns within the legal dates.

## Nova Park –Cairo Company

### a. Corporate tax

- The Company's records were inspected and settled till 2004 and the tax due was paid
- The company submits the tax returns within the legal dates and paid the amounts due accordingly.

### b. Salary tax

- The Company's records were inspected and settled till 2004 and the tax due was paid
- The company pays the deducted income tax of the employees on regularly basis within the legal dates. the company submits the quarterly salary tax return within the legal dates

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 31 December 2010

### c. Stamp tax

- The Company's records were inspected and settled till 2004 and the tax due was paid

## Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

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- The company pays the stamp tax on time specially the stamp tax due to the advertising expenses.

### **Alexandria Saudi company for tourism projects**

#### **a. Corporate tax**

- The Company's records were inspected and settled till 2004 and the tax due was paid
- The company submits the tax returns within the legal dates and paid the amounts due accordingly.

#### **b. Salary tax**

- The Company's records were inspected and settled till 2004 and the tax due was paid
- The company pays the deducted income tax of the employees on regularly basis within the legal dates. the company submits the quarterly salary tax return within the legal dates

#### **c. Stamp tax**

- The Company's records were inspected and settled till 2006 and the tax due was paid
- The company pays the stamp tax on time specially the stamp tax due to the advertising expenses.

### **Mayfair Company for entertainment services**

#### **a. Corporate tax**

- The company starts operation in 2005 and no tax inspection took place till the date of issuing the financial statements and the company enjoy a tax holiday under the new urban societies law.

#### **b. Salary tax**

- The company pays the deducted income tax of the employees on regularly basis within the legal dates.

#### **c. Stamp tax**

- No tax inspection took place till to the date of issuing the financial statements.

#### **d. Sales tax**

- The company submits and pays the sales tax returns on monthly basis.

### **Port Venice for tourism development**

#### **a. Corporate tax**

- The company does not start its activities yet and enjoy a tax holiday under the investments guarantees and bonus law but the company submits the annual tax return according to the income tax law no.91 for the year 2005.

## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS 31 December 2010

#### **b. Salary tax**

## Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

There is no amount subject to income tax for the salaries as the company does not start its activities yet and no tax inspection took place yet

**c. Stamp tax**

- No tax inspection took place till to the date of issuing the financial statements.

**a. Sales tax**

- The company is not subject to sales tax law.
- 

### 37- RELATED PARTY TRANSACTIONS

To accomplish the company's objectives, the company deals with some related companies with the same terms of the other parties, It delegates some assignments in El Rehab City's project to them, It may as well pay off or settle some balances on behalf of them, These transactions balances appeared in the Assets and Liabilities in the Balance Sheet

Alexandria Company for construction S,A,E is the main contractor for the companies' projects under the contracts signed by the companies,

TMG company for real estate and tourism investment - some of the board members participate in it – owns 49,80% of Talaat Mostafa Group Holding

Total transactions

	31/12/2010		31/12/2009		Type of Transaction
	Construction Works	Management fees	Construction Works	Management fees	
	LE	LE	LE	LE	
Virginia Owners Union	-	<b>1,100,000</b>	-	1,040,500	Management
El basateen company	<b>12,728,940</b>	-	4,641,799	-	Service
Alexandria for Construction	<b>3,728,059,539</b>	-	3,316,554,909	-	Contractor
Hany Sary Elden for legal consulted		<b>1,216,260</b>		1,202,288	Legal Consultancy

The related party transactions that is included in the consolidated income statement:

	31/12/2010		31/12/2009		Type of Transaction
	Construction Works	Management fees	Construction Works	Management fees	
	LE	LE	LE	LE	
Virginia Owners Union	-	<b>1,100,000</b>	-	500,000	Management
Alexandria for Construction	<b>3,728,059,539</b>	-	34,026,417	-	Contractor
Hany Sary Elden for legal consulted		<b>1,216,260</b>		1,202,288	Legal Consultancy

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The related party transactions that is included in the balance sheet statement:

31/12/2010

31/12/2009

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	Notes Receivable	Notes payable	Notes Receivable	Notes payable
	LE	LE	LE	LE
Alexandria for Constructions Company	-	16,753,000	-	77,199,035
Alexandria for Touristic Projects	-	-	-	306,381

	31/12/2010		31/12/2009	
	Debit Balances	Credit Balances	Debit Balances	Credit Balances
	LE	LE	LE	LE
Alexandria for Constructions Company	6,819,965	-	8,995,216	-

**38- Contingent and other obligation contracted**

There's no any contingent obligations unrecorded in the financial statements

**39-Financial instruments and risk management**

The Company's financial instruments are represented in financial assets and financial liabilities, The financial assets include cash on hand and at banks, account receivable, debtors and other debit balances, The financial liabilities include banks overdrafts, accounts payable, creditors and other credit balances,

The significant accounting policies applied for the recognition and measurement of the above mentioned financial assets and liabilities and the related income and expenses

Herein under the significant risk related to the financial instruments as well as the significant policies and procedures that applied by the company to reduce those risks,

**A, Credit Risk**

Credit risk represents the risk of default of the customers from not paying the amounts due, this risk is limited due to the expand number of customers that the company deals with and having sufficient guarantees to reduce the risk of default a customer , also follow up the customers through specific departments.

**B, Interest Rate Risk**

The company mitigates the impact of the interest rate changes on its operational results and the value of its financial assets and liabilities.

**C, Foreign currency risk**

The foreign currency risk is the risk that the value of the financial assets and liabilities and the related cash inflows, and out flows in foreign currencies will fluctuate due to changes in foreign currency exchange rates, this risk is limited as most of the company's transactions are in local currency.

**D, Liquidity risk**

The Group monitors its risk to a shortage of funds using a recurring liquidity planning tool.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, bank loans, debentures, preference shares, finance leases and hire purchase contracts. The Group's policy is that not more than 35% of borrowings should mature in the next 12 month period. 12.1% of the Group's debt will mature in less than one year at 31 December 2008 (2007: 15.6%) based on the carrying value of borrowings reflected in the financial statements, excluding discontinued operations.

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS**

31 December 2010

**40- Events after the balance sheet date**

Subsequent to the date of the financial position, material events have been occurred in Egypt that could influenced on the economic scale which could effect on the company into several risks including constant revenue, business gross, foreign currency fluctuations, and impairment of assets.

## Talaat Mostafa Group Holding Company "TMG Holding" S.A.E

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Those events did not influence on financial position on 31 December 2010, but it could influence on the financial position in the subsequent periods, whereas difficulty of determining the amount of those influences at the presence time and the size of the effect of those events will be variant according to expected period that those events will be terminated.