PALM HILLS DEVELOPMENTS COMPANY S.A.E AND ITS SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS

31 DECEMBER 2014

EY
Building a better working world

Allied for Accounting & Auditing
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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF PALM HILLS DEVELOPMENTS COMPANY S.A.E.

Report on the Financial Statements

We have audited the accompanying consolidated financial statements of Palm Hills Developments Company S.A.E and its subsidiaries ('the Group'), which comprise the consolidated statement of financial position as at 31 December 2014, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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 International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

Basis for Qualified Opinion

The group has recorded sales returns of EGP 320,597,962 as an adjustment to retained earnings and non-controlling interests instead of recognising them in the current year consolidated statement of comprehensive income. This constitutes a departure from International Financial Reporting Standards. Had management recorded this amount in the consolidated statement of comprehensive income, net sales would have decreased by EGP 320,597,962 and the net profit would have decreased by the same amount.

Qualified Opinion

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2014, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

A Member of Ernst & Young Global

Date: 6 April 2015

Allied for Accounting & Auditing (EY)

Cairo, Egypt

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For The Year Ended 31 December 2014

	Notes	2014 EGP	2013 EGP
Revenues	3	**2,126,080,169**	1,222,027,066
Cost of revenues	3	**(1,378,140,621)**	(923,287,885)
GROSS PROFIT		**747,939,548**	298,739,181
Selling and administrative expenses	4	**(345,873,300)**	(165,121,044)
Interest income	5	**140,289,064**	223,344,585
Finance costs	6	**(243,999,417)**	(146,712,175)
Other income	7	**83,741,502**	37,970,596
PROFIT BEFORE INCOME TAX		**382,097,397**	248,221,143
Income tax expense	8	**(8,820,401)**	(509,302)
PROFIT FOR THE YEAR		**373,276,996**	247,711,841
Other comprehensive income		**-**	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**373,276,996**	247,711,841
Profit attributable to:			
Equity holders of the parent		**353,290,475**	236,835,300
Non-controlling interests		**19,986,521**	10,876,541
		373,276,996	247,711,841
Basic and diluted earnings per share for profit attributable to the equity holders of the parent (expressed in EGP per share)	29	**0.269**	0.226

The attached notes from 1 to 35 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2014

	Notes	2014 EGP	2013 (restated) EGP
ASSETS			
Non-current assets			
Investment property	9	**1,943,356,177**	1,439,137,315
Property and equipment	10	**312,468,739**	332,177,820
Advance payments for investment acquisitions	11	**224,477,033**	178,173,143
Investment in associates	12	**56,797,054**	53,700,017
Notes receivable	13	**2,660,382,446**	1,429,408,400
Deferred tax assets	8	**3,998,798**	-
		5,201,480,247	3,432,596,695
Current assets			
Notes receivable	13	**1,571,753,888**	1,273,423,714
Accounts receivable and prepayments	14	**1,719,121,085**	2,128,915,375
Bank balances and cash	15	**194,949,064**	111,052,325
Financial assets at fair value through profit or loss – Held for trading	16	**56,856,080**	69,433,887
Financial assets held-to-maturity	17	**19,657,226**	-
Development properties	18	**2,769,038,209**	3,667,553,764
		6,331,375,552	7,250,379,065
TOTAL ASSETS		**11,532,855,799**	10,682,975,760
EQUITY AND LIABILITIES			
Equity			
Share capital	19	**2,696,640,000**	2,096,640,000
Statutory reserve	20	**566,481,987**	558,122,261
Special reserve	20	**524,200,467**	524,200,467
Retained earnings		**80,929,186**	42,444,342
Equity attributable to equity holders of the parent		**3,868,251,640**	3,221,407,070
Non-controlling interests		**255,951,133**	284,722,793
Total equity		**4,124,202,773**	3,506,129,863
Non-current liabilities			
Term loans	21	**1,461,943,221**	801,517,010
Land purchase liabilities	22	**350,433,822**	403,156,448
Notes payable	23	**536,510,993**	762,178,151
Other non-current liabilities	24	**395,362,285**	334,404,537
Deferred tax liability	8	-	5,836,241
		2,744,250,321	2,307,092,387
Current liabilities			
Bank overdrafts	25	**39,197,560**	283,678,904
Term loans	21	**174,410,000**	215,084,338
Land purchase liabilities	22	**216,568,788**	197,799,213
Accounts payable and accruals	26	**1,515,360,465**	1,594,889,125
Notes payable	23	**805,227,757**	726,608,158
Advances from customers	27	**116,071,792**	89,095,996
Billings in excess of costs	28	**1,713,587,567**	1,697,271,588
Income tax payable	8	**83,978,776**	65,326,188
		4,664,402,705	4,869,753,510
Total liabilities		**7,408,653,026**	7,176,845,897
TOTAL EQUITY AND LIABILITIES		**11,532,855,799**	10,682,975,760

Ali Thabet
(Chief financial Officer)

Yasseen Mansour
(Chairman)

The attached notes from 1 to 35 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For The Year Ended 31 December 2014

	Attributable to equity holders of the parent						
	Share capital	*Statutory reserve*	*Special reserve*	*Retained earnings*	*Total*	*Non-controlling interests*	*Total*
	EGP	*EGP*	*EGP*	*EGP*	*EGP*	*EGP*	*EGP*
Balance as at 1 January 2014	**2,096,640,000**	**558,122,261**	**524,200,467**	**42,444,342**	**3,221,407,070**	**284,722,793**	**3,506,129,863**
Adjustment to equity (note 35)	-	-	-	(316,167,729)	(316,167,729)	(4,430,233)	(320,597,962)
Balance as at 1 January 2014 (restated)	**2,096,640,000**	**558,122,261**	**524,200,467**	**(273,723,387)**	**2,905,239,341**	**280,292,560**	**3,185,531,901**
Comprehensive income							
Profit for the year	-	-	-	353,290,475	353,290,475	19,986,521	373,276,996
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive income for 2014	-	-	-	353,290,475	353,290,475	19,986,521	373,276,996
Issue of share capital	600,000,000	-	-	-	600,000,000	-	600,000,000
Transfer to statutory reserve	-	8,359,726	-	(8,359,726)	-	-	-
Dividends to non-controlling interests	-	-	-	-	-	(17,061,816)	(17,061,816)
Acquiring of non-controlling interests in a subsidiary	-	-	-	9,721,824	9,721,824	(9,721,824)	-
Loss of control over a subsidiary	-	-	-	-	-	(17,544,308)	(17,544,308)
Balance at 31 December 2014	**2,696,640,000**	**566,481,987**	**524,200,467**	**80,929,186**	**3,868,251,640**	**255,951,133**	**4,124,202,773**

The attached notes from 1 to 35 are an integral part of these consolidated financial statements.

Palm Hills Developments Company S.A.E and its Subsidiaries

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For The Year Ended 31 December 2013

	Attributable to equity holders of the parent						
	Share capital	*Statutory reserve*	*Special reserve*	*Retained earnings*	*Total*	*Non-controlling interests*	*Total*
	EGP	*EGP*	*EGP*	*EGP*	*EGP*	*EGP*	*EGP*
Balance as at 1 January 2013	**2,096,640,000**	**557,947,383**	**524,200,467**	**152,344,111**	**3,331,131,961**	**254,615,311**	**3,585,747,272**
Adjustment to equity (note 35)	-	-	-	(346,560,191)	(346,560,191)	(2,819,059)	(349,379,250)
Balance as at 1 January 2013 (restated)	**2,096,640,000**	**557,947,383**	**524,200,467**	**(194,216,080)**	**2,984,571,770**	**251,796,252**	**3,236,368,022**
Comprehensive income							
Loss for the year	-	-	-	236,835,300	236,835,300	10,876,541	247,711,841
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive income for 2013	-	-	-	236,835,300	236,835,300	10,876,541	247,711,841
Transfer to statutory reserve	-	174,878	-	(174,878)	-	-	-
Non-controlling interests in the capital increase of a subsidiary	-	-	-	-	-	22,050,000	22,050,000
Balance at 31 December 2013	**2,096,640,000**	**558,122,261**	**524,200,467**	**42,444,342**	**3,221,407,070**	**284,722,793**	**3,506,129,863**

The attached notes from 1 to 35 are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
For The Year Ended 31 December 2014

	Notes	2014 EGP	2013 EGP
OPERATING ACTIVITIES			
Profit before income tax		**382,097,397**	248,221,143
Depreciation and impairment of property and equipment	10	**21,467,737**	26,496,313
Interest income	5	**(140,289,064)**	(223,344,585)
Finance cost	6	**243,999,417**	146,712,175
Share of (gain) loss of associates		**(3,097,037)**	1,470,868
Gain from financial assets at fair value through profit or loss – held for trading	7	**(4,881,558)**	(5,762,051)
Gain on sale of investment in a subsidiary		**(25,500,000)**	-
Gain on disposal of property and equipment		**(5,842,605)**	(8,386,703)
		467,954,287	185,407,160
Working capital adjustments:			
(Increase) in notes receivable		**(1,825,368,201)**	(328,406,702)
Decrease (increase) in accounts receivable and prepayments		**409,794,290**	(104,126,817)
Decrease in development properties		**266,497,908**	414,854
(Decrease) increase in notes payable		**(30,109,020)**	124,389,702
(Decrease) in accounts payable and accruals		**(79,528,660)**	(118,095,904)
Increase (decrease) in advances from customers		**26,975,796**	(42,202,334)
Increase in billings in excess of costs		**16,315,979**	28,261,851
Increase in other non-current liabilities		**60,957,748**	19,803,944
Cash used in operations		**(686,509,873)**	(234,554,246)
Interest paid		**(76,086,336)**	(58,604,555)
Tax paid		**(2,852)**	(80,599)
Net cash flows used in operating activities		**(762,599,061)**	(293,239,400)
INVESTING ACTIVITIES			
Purchase of properties and equipment	10	**(12,679,916)**	(6,443,620)
Proceeds from sale of properties and equipment		**10,138,253**	14,979,716
Purchase of investment properties		**(72,664,122)**	(2,948,431)
Advance payments for investments acquisition	11	**(46,303,890)**	(11,081,250)
Purchase of financial assets at fair value through profit or loss – held for trading		**(52,383,866)**	(49,176,426)
Proceeds from sale of financial assets at fair value through profit or loss – held for trading		**69,843,231**	44,843,231
Purchase of financial assets held-to-maturity		**(19,657,226)**	-
Interest received		**4,038,931**	963,122
Net cash flows used in investing activities		**(119,668,605)**	(8,863,658)
FINANCING ACTIVITIES			
Proceeds from borrowings		**1,218,658,750**	291,434,497
Repayments of borrowings		**(598,906,877)**	(104,567,128)
Non-controlling interests arising from capital increase of subsidiaries		**-**	22,050,000
Dividends to non-controlling interests		**(17,061,816)**	-
Proceeds from shares issued		**600,000,000**	-
Proceeds from sale of investment in a subsidiary		**7,955,692**	-
Net cash flows from financing activities		**1,210,645,749**	208,917,369
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**328,378,083**	(93,185,689)
Cash and cash equivalents at 1 January	15	**(172,626,579)**	(79,440,890)
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	15	**155,751,504**	(172,626,579)

- Investing and financing activities that did not require the use of cash and cash equivalents are excluded from the cash flow statement.

The attached notes from 1 to 35 are an integral part of these consolidated financial statements.

1 ACTIVITIES

Palm Hills for Development Company (S.A.E) was established according to the Investment Incentives and Guarantees Law No. (8) of 1997 and the Companies Law No.159 of 1981 and their executive regulations, taking into consideration the statutes of the Capital Market Law No. 95 of 1992 and its executive regulations. The company's headquarters is located in 6th of October City in 6th of October Governorate, whilst the main branch is located in Smart Village.

The company was registered in the Commercial Register under No. (6801) on 10 January 2005, and was listed in the unofficial schedule no. (2) of the Cairo and Alexandria Stock Exchanges on 27 December 2006. The company was listed in the official schedule no. (1) Of the Cairo and Alexandria Stock Exchange on April 2008 and on the London Stock Exchange on 8 May 2008.

The company was established to invest in real estate in the New Cities and New Urban Communities including building, constructing, possessing and managing residential compounds, resorts, villas and tourist villages, sale or lease as well as all the services, facilities, leasing and construction of integrated projects and managing the entertainment activities associated with the company's in activities. All such activities are subject to the approval of appropriate authorities.

These group consolidated financial statements were authorised for issue by the board of directors on 19 February 2015.

All the company operations are located in Egypt; it has only one identifiable operating reportable segment which is real estate development, club and hospitality do not meet the criteria of reportable segment neither separately nor in aggregate.

The company participated in the capital of twelve direct subsidiary companies as follows:

1-*New Cairo for Real Estate Developments S.A.E*
New Cairo for Real Estate Development S.A.E. is registered in Egypt under commercial registration number 12613 under the provisions of the Investment Guarantees and Incentives law No. 8 of 1997 and the Companies' Law No 159 of 1981 and the statutes of Capital Market Law No 95 of 1992. The company is located in plot 36 South investors' area in new Cairo. The company is engaged in construction, management, and the sale of hotels, motels, buildings and residential compounds and the purchase, development, dividing and sale of land.

2-*Royal Gardens for Real Estate Investment Company S.A.E*
Royal Gardens for Real Estate Investment Company S.A.E. is registered in Cairo under commercial registration number 21574 under the provisions of under the provisions of the Investment Guarantees and Incentives law No. 8 of 1997 and the Companies' Law No 159 of 1981 and the statutes of Capital Market Law No 95 of 1992. The company is located in 11 El-Nakhil Street – Dokki-Giza. The company is engaged in real estate investment in cities and new urban communities and the set up, execution, acquisition, and management of urban communities, resorts, villas and tourist villages through sale or lease. The company is also involved in all other types of related services such as finance leasing and construction.

3-*Palm Hills Middle East Company for Real Estate Investment S.A.E and Its Subsidiary*
Palm Hills Middle East Company for Real Estate Investment S.A.E and its subsidiary, **Middle East Company for Real Estate and Touristic Investment S.A.E** are engaged in real estate investment in new cities and urban communities, and also the construction, ownership and management of residential compounds, resorts, and villas. The company and its subsidiary are also involved in the sale and lease and other related services for managing integrated projects and entertainment activities.

The company is registered in Egypt under commercial registration number 21091. The company's subsidiary is registered in Egypt under commercial registration number 25016. Both companies are registered under the provisions of under the provisions of the Investment Guarantees and Incentives law No. 8 of 1997 and the Companies' Law No 159 of 1981 and the statutes of Capital Market Law No 95 of 1992.

1 **ACTIVITIES** – continued

4- ***Gamsha for Tourist Development S.A.E***
Gamsha for Tourist Development S.A.E. is registered in Egypt under commercial registration number 33955 under the provisions of the Companies' Law No 159 of 1981. The company is located in 11 El Nakhil Street-Dokki-Giza. The company is engaged in real estate investments in new cities, urban communities, remote areas and regions outside the old valley.

5- ***Nile Palm Al-Naeem for Real Estate Development S.A.E***
Nile Palm Al-Naeem for Real estate Development S.A.E. is registered in Egypt under commercial registration number 27613 under the provisions of the Investment Guarantees and Incentives law No. 8 of 1997 and the Companies' Law No 159 of 1981 and the statutes of Capital Market Law No 95 of 1992. The company is located in 40 Lebanon Street – Mohandessin- Giza. The company is engaged in real estate investment in new cities and urban communities, and also in the construction, ownership and management of residential compounds, resorts, and villas.

6- ***Saudi Urban Development Company S.A.E***
Saudi Urban Development (Company) S.A.E. is registered in Egypt under commercial registration number 1971 under the provisions of the Companies' Law No 159 of 1981. The company is located in 72 Gamet El-Dewal El Arabia Street-Mohandeseen-Cairo. The company is engaged in the construction of advanced residential projects.

7- ***Rakeen Egypt for Real Estate Investment S.A.E***
Rakeem Egypt for Real Estate Investment S.A.E. is registered in Egypt under commercial registration number 34611 under the provisions of the Investment Guarantees and Incentives law No. 8 of 1997 and the Companies' Law No 159 of 1981 and the statutes of Capital Market Law No 95 of 1992. The company is located in 6th of October City. The company is engaged in leasing, construction and operation of hotels, motels, resorts and residential compounds, construction, generation of electricity, desalination of water, land acquisition, dividing and constructing villas, residential units and offices malls and the marketing thereof..

8- ***Al Naeem for Hotels and Touristic Villages S.A.E***
Al Naeem for Hotels and Touristic Villages S.A.E. is registered in Egypt under commercial registration number 32915 under the provisions of the Investment Guarantees and Incentives law No. 8 of 1997 and the Companies' Law No 159 of 1981 and the statutes of Capital Market Law No 95 of 1992. The company is located in 6th of October City. The company is engaged in construction and operation of hotels in Hamata.

9- ***Gawda for Trade Services S.A.E***
Gawda for Trade Services S.A.E. is registered in Egypt under commercial registration number 10242 under the provisions of the Companies' Law No 159 of 1981. The company is located in 66 Gamet El-Dewal El Arabia Street-Mohandeseen-Cairo. The company is engaged in real estate investments in new cities, urban communities, remote areas and regions.

10- ***East New Cairo for Real Estate Development S.A.E***
East New Cairo for Real Estate Development was established under the name of Kappci Company for Real Estate and touristic Development -S.A.E according to Law No. 159 of 1981 and its executive regulation and the company was registered under commercial registration No. 1429 of Ismailia at 20 March 2007.

The company's name was modified at 25 June 2008 to East New Cairo for Real Estate Development and the company's location was changed to 35 Abo Bakr El Sedik St., - Heliopolis and it registered under the commercial registration No. 35539 on 13/11/2008.

The company is established to operate in all the fields of Real Estate investments, construction, and development of residential areas.

11- ***Macor for Securities Investment Company S.A.E and its subsidiaries***
Macor for Securities Investment Company S.A.E. was established in Egypt on 8 March 2000 under the provisions of Capital Market law No. 95 of 1992. The objective of the Company is to contribute in establishment or investment in the companies' securities especially the companies engaged in owning, renting and managing the hotels. motels and resorts.

The company has the following subsidiaries:

1 ACTIVITIES – continued

Six of October for Hotels and Touristic Services Company S.A.E
Six of October Company for Hotels and Touristic Services Company S.A.E was established in Egypt on 15 December 1998 under the provisions of the Investment Guarantees and Incentives law No. 8 of 1997 for the purpose of establishing and operating a four star Hotel in Six of October City operated by Accor for Hotels.

Hotels & Touristic Floating Restaurants Company S.A.E
Hotels and Touristic Floating Restaurants Company SAE was established in Egypt on 10 August 1988 under the provisions of the Companies' law No. 159 of 1981 for the purpose of establishing and operating hotels and touristic units and provide all its facilities.

Ismailia for Tourism Company S.A.E
Ismailia for Tourism Company S.A.E was established in Egypt on 1979. The company is working under the provisions of the Companies' law No. 159 of 1981 for the purpose of establishing and operating hotels, motels and touristic units.

12- *Palm Hills Hospitality S.A.E and its subsidiaries:*
Palm Hills Hospitality S.A.E. is registered in Egypt under commercial registration number 45441 under the provisions of the Companies' Law No 159 of 1981. The company is located in 11 El Nakhil Street-Dokki-Giza. The company is engaged in establishing and operating hotels, motels, resorts and residential compounds.

The company has the following subsidiaries:

Palm October for Hotels S.A.E.
Palm October for Hotels S.A.E. is registered in Egypt under commercial registration number 38357 under the provisions of the Companies' Law No 159 of 1981. The company is located in 11 El Nakhil Street-Dokki-Giza. The company is engaged in establishing and operating hotels, motels, resorts and residential compounds.

Palm Gamsha Hotels S.A.E
Palm October for Hotels S.A.E. is registered in Egypt under commercial registration number 46193 under the provisions of the Companies' Law No 159 of 1981. The company is located in 11 El Nakhil Street-Dokki-Giza. The company is engaged in establishing and operating the hotels, motels, resorts and residential compounds.

Palm North Coast Hotels S.A.E
Palm October for Hotels S.A.E. is registered in Egypt under commercial registration number 48189 under the provisions of the Companies' Law No 159 of 1981. The company is located in 11 El Nakhil Street-Dokki-Giza. The company is engaged in establishing and operating the hotels, motels, resorts and residential compounds.

The financial year end for each of the entities in the Group is 31 December.

2.1 BASIS OF PREPARATION

Preparation of consolidated financial statements
The consolidated financial statements have been prepared on a historical cost basis, except for financial assets at fair value through profit or loss that have been measured at fair value. The consolidated financial statements are presented in Egyptian Pounds (EGP).

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. Changes in assumptions may have a significant impact on the financial statements in the period the assumptions changed. Management believes that the underlying assumptions are appropriate. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 2.4.

Statement of compliance
The consolidated financial statements of Palm Hills Developments S.A.E and its subsidiaries (the "group") have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

2.1 BASIS OF PREPARATION - continued

Income and cash flow statements
The Group presents its statement of comprehensive income by function of expense.

The Group reports cash flows from operating activities using the indirect method.

Cash flows from investing and financing activities are determined using the direct method.

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiaries as at 31 December 2013. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

When the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

Business combinations and goodwill
Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

2.1 BASIS OF PREPARATION - continued
Business combinations and goodwill - continued

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest is re-measured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss. It is then considered in the determination of goodwill.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IAS 39 *Financial Instruments: Recognition and Measurement*, is measured at fair value with changes in fair value recognised either in either profit or loss or as a change to OCI. If the contingent consideration is not within the scope of IAS 39, it is measured in accordance with the appropriate IFRS. Contingent consideration that is classified as equity is not re-measured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the re-assessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

Investment in associates
An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries.

The Group's investments in its associate are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment.

The statement of profit or loss reflects the Group's share of the results of operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

The aggregate of the Group's share of profit or loss of an associate is shown on the face of the statement of profit or loss outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate.

2.1 BASIS OF PREPARATION - continued
Investment in associates - continued

The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, then recognises the loss as 'Share of profit of an associate and ain the statement of profit or loss.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

2.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES

The accounting policies used in the preparation of the financial statements are consistent with those used in the preparation of the financial statements for the year ended 31 December 2013, except for the adoption of the following new standards and interpretation effective as of 1 January 2014 if applicable:

- Amendments to IAS 32 – Financial instruments – Presentation: offsetting financial assets and financial liabilities (issued in December 2011), effective for annual periods beginning 1 January 2014,
- Amendments to IAS 36 – Impairment of assets: recoverable amount disclosures for non-financial assets (issued in May 2013), effective for annual periods beginning 1 January 2014,
- IAS 39 Novation of Derivatives and Continuation of Hedge Accounting - Amendments to IAS 39, effective for annual periods beginning 1 January 2014,
- Investment Entities (Amendments to IFRS 10, IFRS 12 and IAS 27), effective for annual periods beginning 1 January 2014, and
- IFRIC Interpretation 21 – Levies (issued in May 2013), effective for annual periods beginning 1 January 2014.

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the company's financial statements are disclosed below. The company intends to adopt these standards, if applicable, when they become effective.

IFRS 9 *Financial Instruments*
In July 2014, the IASB issued the final version of IFRS 9 Financial Instruments which reflects all phases of the financial instruments project and replaces IAS 39 Financial Instruments: Recognition and Measurement and all previous versions of IFRS 9. The standard introduces new requirements for classification and measurement, impairment, and hedge accounting. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted. Retrospective application is required, but comparative information is not compulsory. Early application of previous versions of IFRS 9 (2009, 2010 and 2013) is permitted if the date of initial application is before 1 February 2015. The Comapnay is not exepecting that the adoption of IFRS 9 will result in a material impact.

IFRS 14 *Regulatory Deferral Accounts*
IFRS 14 is an optional standard that allows an entity, whose activities are subject to rate-regulation, to continue applying most of its existing accounting policies for regulatory deferral account balances upon its first-time adoption of IFRS. Entities that adopt IFRS 14 must present the regulatory deferral accounts as separate line items on the statement of financial position and present movements in these account balances as separate line items in the statement of profit or loss. The standard requires disclosures on the nature of, and risks associated with, the entity's rate-regulation and the effects of that rate-regulation on its financial statements. IFRS 14 is effective for annual periods beginning on or after 1 January 2016.

2.2 **CHANGES IN ACCOUNTING POLICY AND DISCLOSURES** - continued

Amendments to IAS 19 ***Defined Benefit Plans: Employee Contributions***
IAS 19 requires an entity to consider contributions from employees or third parties when accounting for defined benefit plans. Where the contributions are linked to service, they should be attributed to periods of service as a negative benefit. These amendments clarify that, if the amount of the contributions is independent of the number of years of service, an entity is permitted to recognize such contributions as a reduction in the service cost in the period in which the service is rendered, instead of allocating the contributions to the periods of service. This amendment is effective for annual periods beginning on or after 1 July 2014. It is not expected that this amendment would be relevant to the company, since the company has no defined benefit plans with contributions from employees or third parties.

Annual improvements ***2010-2012 Cycle***
These improvements are effective from 1 July 2014 and are not expected to have a material impact on the Company. They include:

IFRS 2 ***Share-based Payment***
This improvement is applied prospectively and clarifies various issues relating to the definitions of performance and service conditions which are vesting. These amendments will not have any impact on the Company's financial statements.

IFRS 3 ***Business Combinations***
The amendment is applied prospectively and clarifies that all contingent consideration arrangements classified as liabilities (or assets) arising from a business combination should be subsequently measured at fair value through profit or loss whether or not they fall within the scope of IFRS 9 (or IAS 39, as applicable). These amendments will not have any impact on the Company's financial statements.

IFRS 8 ***Operating Segments***
The amendments are applied retrospectively and clarifies that:

- An entity must disclose the judgments made by management in applying the aggregation criteria in paragraph 12 of IFRS 8, including a brief description of operating segments that have been aggregated and the economic characteristics (e.g., sales and gross margins) used to assess whether the segments are 'similar'
- The reconciliation of segment assets to total assets is only required to be disclosed if the reconciliation is reported to the chief operating decision maker, similar to the required disclosure for segment liabilities.

IAS 16 ***Property, Plant and Equipment and IAS 38 Intangible Assets***
The amendment is applied retrospectively and clarifies in IAS 16 and IAS 38 that the asset may be revalued by reference to observable data on either the gross or the net carrying amount. In addition, the accumulated depreciation or amortisation is the difference between the gross and carrying amounts of the asset. These amendments will not have any impact on the Company's financial statements.

IAS 24 ***Related Party Disclosures***
The amendment is applied retrospectively and clarifies that a management entity (an entity that provides key management personnel services) is a related party subject to the related party disclosures. In addition, an entity that uses a management entity is required to disclose the expenses incurred for management services.

Annual improvements ***2011-2013 Cycle***
These improvements are effective from 1 July 2014 and are not expected to have a material impact on the Company. They include:

IFRS 3 ***Business Combinations***
The amendment is applied prospectively and clarifies for the scope exceptions within IFRS 3 that:

- Joint arrangements, not just joint ventures, are outside the scope of IFRS 3
- This scope exception applies only to the accounting in the financial statements of the joint arrangement itself

2.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES - continued

IFRS 13 ***Fair Value Measurement***
The amendment is applied prospectively and clarifies that the portfolio exception in IFRS 13 can be applied not only to financial assets and financial liabilities, but also to other contracts within the scope of IFRS 9 (or IAS 39, as applicable).

IAS 40 ***Investment Property***
The description of ancillary services in IAS 40 differentiates between investment property and owner-occupied
property (i.e., property, plant and equipment). The amendment is applied prospectively and clarifies that IFRS 3, and not the description of ancillary services in IAS 40, is used to determine if the transaction is the purchase of an asset or business combination.

IFRS 15 ***Revenue from Contracts with Customers***
IFRS 15 was issued in May 2014 and establishes a new five-step model that will apply to revenue arising from Contracts with customers. Under IFRS 15 revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The principles in IFRS 15 provide a more structured approach to measuring and recognising revenue. The new revenue standard is applicable to all entities and will supersede all current revenue recognition requirements under IFRS. Either a full or modified retrospective application is required for annual periods beginning on or after 1 January 2017 with early adoption permitted. The company is currently assessing the impact of IFRS 15.

Amendments to IFRS 11 ***Joint Arrangements: Accounting for Acquisitions of Interests***
The amendments to IFRS 11 require that a joint operator accounting for the acquisition of an interest in a joint operation, in which the activity of the joint operation constitutes a business must apply the relevant IFRS 3 principles for business combinations accounting. The amendments also clarify that a previously held interest in a joint operation is not remeasured on the acquisition of an additional interest in the same joint operation while joint control is retained. In addition, a scope exclusion has been added to IFRS 11 to specify that the amendments do not apply when the parties sharing joint control, including the reporting entity, are under common control of the same ultimate controlling party. The amendments apply to both the acquisition of the initial interest in a joint operation and the acquisition of any additional interests in the same joint operation and are prospectively effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments will not have any impact on the Company's financial statements.

Amendments to IAS 16 and IAS 38: ***Clarification of Acceptable Methods of Depreciation and Amortisation***
The amendments clarify the principle in IAS 16 and IAS 38 that revenue reflects a pattern of economic benefits generated from operating a business (of which the asset is part) rather than the economic benefits that are consumed through use of the asset. As a result, a revenue-based method cannot be used to depreciate property, plant and equipment and may only be used in very limited circumstances to amortise intangible assets. The amendments are effective prospectively for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments will not have any impact on the Company's financial statements.

Amendments to IAS 16 and IAS 41 ***Agriculture: Bearer Plants***
The amendments change the accounting requirements for biological assets that meet the definition of bearer plants. Under the amendments, biological assets that meet the definition of bearer plants will no longer be within the scope of IAS 41. Instead, IAS 16 will apply. After initial recognition, bearer plants will be measured under IAS 16 at accumulated cost (before maturity) and using either the cost model or revaluation model (after maturity). The amendments also require that produce that grows on bearer plants will remain in the scope of IAS 41 measured at fair value less costs to sell. For government grants related to bearer plants, IAS 20 Accounting for Government Grants and Disclosure of Government Assistance will apply. The amendments are retrospectively effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments will not have any impact on the Company's financial statements.

2.2 CHANGES IN ACCOUNTING POLICY AND DISCLOSURES - continued

Amendments to IAS 27: *Equity Method in Separate Financial Statements*
The amendments will allow entities to use the equity method to account for investments in subsidiaries, joint
ventures and associates in their separate financial statements. Entities already applying IFRS and electing to change to the equity method in its separate financial statements will have to apply that change retrospectively.
For first-time adopters of IFRS electing to use the equity method in its separate financial statements, they will be required to apply this method from the date of transition to IFRS. The amendments are effective for annual periods beginning on or after 1 January 2016, with early adoption permitted. These amendments will not have any impact on the Company's financial statements.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Revenue recognition
Provided it is probable that the economic benefits will flow to the group and the revenue and costs can be measured reliably, revenue is recognised in the statement of comprehensive income as follows: -

Sale of plots of land attributable to villas and town houses
Revenue on sale of plots is recognised as and when all of the following conditions are met:

- A sale is consummated and contracts are signed;
- The Group's receivable is not subject to future subordination;
- The Group has transferred to the buyer the usual risks and rewards of ownership in a transaction that is in substance a sale and does not have a substantial continuing involvement with the property; and
- If acquired on deferred terms, the buyer's investment, to the date of the financial statements, is adequate (at least 25%)

Construction of villas
Revenue on construction of villas is recognised based on percentage of completion in contracts where the buyer is able to specify the major structural elements of the design of the real estate before construction begins; and/or major structural changes once construction is in progress (whether it has exercised that ability or not).

In contrast, if construction could take place independently of the agreement and buyers have only limited ability to influence the design of the real estate (e.g. to select a design from a range of options specified by the entity, or to specify only minor variations to the basic design), the agreement will be treated as a sale of goods. (see sale of apartments below).

Under the percentage of completion method contract revenue is recognised over the period of the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

Variations in contract work, claims and incentive payments are included in contract revenue to the extent that they have been agreed with the customer and are capable of being reliably measured.

The group uses the 'percentage-of-completion method' to determine the appropriate amount to recognise in a given period. The stage of completion is measured by reference to the contract costs incurred up to the balance sheet date as a percentage of total estimated costs for each contract.

The group presents as an asset the gross amount due from customers for contract work for all contracts in progress for which costs incurred plus recognised profits (less recognised losses) exceed progress billings. Progress billings not yet paid by customers and retention are included within notes receivable. The group presents as a liability the gross amount due to customers for contract work for all contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses).

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Sale of apartments and chalets
Where the Group transfers risks and rewards of ownership of the property in its entirety at a single point of time, revenue and the associated costs are recognised at that point of time. Although this trigger is determined by reference to the sales contract and the relevant local laws, and so may differ from transaction to transaction, in general the Group determines the point of recognition to be the time at which the buyer takes possession of the property.

Revenue from club and hospitality activities
Service and management charges are recognised in the accounting period in which the services are rendered.

Interest
Interest income is recognised as the interest accrues using the effective interest method, under which the rate used exactly discounts estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Cost of revenues
Cost of revenues includes the cost of land and development costs. Development costs include the cost of infrastructure and construction. The cost of revenues in respect of apartments and villas is based on the estimated proportion of the development cost incurred to date to the estimated total development costs for each project.

The cost of revenues in respect of land sales is based on the total estimated cost of the land site over the total usable land area in a particular development.

Borrowing cost
Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily take a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

Development properties
Properties acquired, constructed or in the course of construction for sale are classified as development properties. Development properties are stated at cost plus attributable profit/loss less progress billings or, if lower, net realisable value. The cost of development properties includes the cost of land and other related expenditure, which are capitalised as and when activities that are necessary to get the properties ready for sale are in progress. Net realisable value represents the estimated selling price less costs to be incurred in selling the property.

Income tax
Taxation is provided in accordance with Egyptian fiscal regulations.

Deferred income tax is provided, using the liability method, on all temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on laws that have been enacted at the balance sheet date.

Deferred income tax assets are recognised for all deductible temporary differences and carry-forward of unused tax assets and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry-forward of unused tax assets and unused tax losses can be utilised.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Property and equipment
Property and equipment is stated at cost less accumulated depreciation and any impairment in value. Land and projects under construction are not depreciated.

Depreciation is calculated on a straight-line basis using the following depreciation rates:

Buildings	5%
Tools & Equipments	25%
Vehicles	20 - 25%
Furniture & Fixtures	25 – 33%

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of those parts that are replaced is derecognised. All other repairs and maintenance are charged to the statement of comprehensive income during the financial period in which they are incurred.

Investment property
Investment property, which is property held to earn rentals and/or for capital appreciation (including property under construction for such purposes), is measured initially at its cost, including transaction costs. Investment property also includes property that is being constructed or developed for future use as investment property. Subsequent to initial recognition, investment property is measured at cost less accumulated depreciation and any impairment in value. Land and projects under construction are not depreciated. If an investment property becomes owner-occupied, it is reclassified as property, plant and equipment.

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Impairment of non- financial assets
Assets that have an indefinite useful life, for example goodwill, are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation or depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. Whenever the carrying amount of these assets exceeds their recoverable amount, an impairment loss is recognised in the statement of comprehensive income. The recoverable amount is the higher of an asset's net selling price and the value in use. The net selling price is the amount obtainable from the sale of an asset in an arm's length transaction while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment and uncollectibility of financial assets
An assessment is made at each balance sheet date to determine whether there is objective evidence that a specific financial asset may be impaired. If such evidence exists, any impairment loss is recognised in the statement of comprehensive income. Impairment is determined as follows:

- For assets carried at fair value, impairment is the difference between cost and fair value, less any impairment loss previously recognised in the statement of comprehensive income;

- For assets carried at cost, impairment is the difference between carrying value and the present value of future cash flows discounted at the current market rate of return for a similar financial asset;

- For assets carried at amortised cost, impairment is the difference between carrying amount and the present value of future cash flows discounted at the original effective interest rate.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Financial assets at fair value through profit or loss – Held for trading
Financial assets at fair value through profit or loss are financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling or repurchasing in the near term. Assets in this category are classified as current assets. Regular way purchases and sales of financial assets are recognised on the trade-date – the date on which the group commits to purchase or sell the asset. Financial assets carried at fair value through profit or losses are initially recognised at fair value, and transaction costs are expensed in the statement of comprehensive income. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the group has transferred substantially all risks and rewards of ownership. Gains or losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are presented in the statement of comprehensive income within 'other (losses)/income – net' in the period in which they arise. Dividend income from financial assets at fair value through profit or loss is recognised in the statement of comprehensive income as part of other income when the group's right to receive payments is established.

Financial assets held-to-maturity
Non-derivative financial assets with fixed or determinable payments and fixed maturities are classified as held to maturity when the Group has the positive intention and ability to hold them to maturity. After initial measurement, held to maturity investments are measured at amortised cost using the EIR, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance income in the statement of comprehensive income. The losses arising from impairment are recognised in the statement of comprehensive income as finance costs.

Accounts receivable
Accounts receivable are stated at original invoice amount less a provision for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off when there is no possibility of recovery.

Notes receivable
Notes receivable are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

Prepayments
Prepayments are carried at cost less any accumulated impairment losses.

Intangible assets
Intangible assets acquired separately are reported at cost less accumulated amortisation and accumulated impairment losses. Amortisation is charged on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each annual reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Cash and cash equivalents
For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash in hand, bank balances, and short-term deposits with an original maturity of three months or less, net of outstanding bank overdrafts.

Accounts payable 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.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

Land purchase liability
Land purchase liability is recognised initially at the fair value. Land purchase liability is subsequently stated at amortised cost using the effective interest method.

When a liability is incurred for the purchase of land. Liability is to be recorded at the fair market value of the land received or at an amount that reasonably approximates the market value of the liability, whichever is more clearly determinable. If the fair value of the land or liability is not determinable, the present value of the liability is determined using a market interest rate to discount all future payments. The difference between present and face value of the liability is recorded as a discount and amortised to interest expense using the effective interest method.

Notes payable
Notes payable are recognised initially at fair value. Notes payable is subsequently stated at amortised cost using the effective interest method.

Borrowings
Borrowings are recognised initially at the fair value, net of transaction cost incurred. Borrowings are subsequently stated at amortised cost, any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the statement of comprehensive income over the period of the borrowings using the effective interest method.

Provisions
Provisions for legal claims are recognised when the group has a present legal or constructive obligations as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.

Share capital
Shares are classified as equity when there is no obligation to transfer cash or other assets.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Foreign currencies
Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. All differences are taken to the statement of comprehensive income.

Dividends distribution
Dividend distribution to the Group's shareholders is recognised as a liability in the Group's financial statements in the period in which the dividends are approved.

Fair value measurements
The fair values of financial instruments measured at amortised cost are disclosed in (note 33). There are no financial or non-financial assets and liabilities that are measured and carried in the statement of financial position at fair value.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability The principal or the most advantageous market must be accessible to by the Company.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

2.3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued
Fair value measurements - continued

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements 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:

- Level 1 — Quoted (unadjusted) market prices in active markets 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.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.4 SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of these consolidated financial statements requires management to make judgments and estimates that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures and the disclosure of contingent liabilities at the reporting date. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the assets or liabilities affected in future periods.

Estimates and their underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised.

The key judgements and estimates that have a significant impact on the financial statement of the group are discussed below:

Judgments

Revenue recognition
The group has entered into a number of contracts with buyers for the sale of land and villas. Determining whether an agreement for the construction of real estate falls within the scope of IAS 11 or IAS 18 depends on the terms of the agreement and all the surrounding facts and circumstances, and judgment is made with respect to each agreement.

If the contract under consideration meets the definition of a 'construction contract' in IAS 11, then the accounting for the contract is determined in accordance with that Standard. An agreement for the construction of real estate meets the definition of a construction contract when the buyer is able to specify:
• the major structural elements of the design of the real estate before construction begins;
and/or
• major structural changes once construction is in progress (whether it exercises that ability or not).
In contrast, if construction could take place independently of the agreement and buyers have only limited ability to influence the design of the real estate (e.g. to select a design from a range of options specified by the entity, or to specify only minor variations to the basic design), the agreement will be for the sale of goods and within the scope of IAS 18.

2.4 SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES – continued

Estimation uncertainty

Cost of revenues
The cost of revenues in respect of land sales is based on the total estimated cost of the land site over the total usable land area in a particular development.

Costs to complete the projects
The group uses the percentage-of-completion method in accounting for its fixed-price contracts to construct villas and townhouses. Use of the percentage-of-completion method requires the group to estimate the construction executed to date as a proportion of the total construction to be executed. Were the proportion of construction executed to total construction to be executed to differ by 10% from management's estimates, the amount of revenue recognised in the period would be increased by EGP 112,654,482 if the proportion performed were increased, or would be decreased by EGP 112,654,482 if the proportion performed were decreased.

Income tax
Certain subsidiaries of the group are subject to income tax. Significant estimates are required in determining the provision for income taxes. There are some transactions and calculations for which the ultimate tax determination is uncertain. The group recognises liabilities for anticipated tax audit issues based on estimates whether additional tax will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Estimate of fair values of properties and development properties acquired in a business combination
When acquiring subsidiaries whose primary asset is property it is assumed that the difference between the price paid and net tangible assets acquired relates to the value of the property.

Impairment of non-financial assets
The group tests annually whether non-financial assets have suffered any impairment, in accordance with the accounting policy stated in Note 2.3. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of estimates.

Estimation used in discounting of non- current receivables
In determining the appropriate discount rate for non-current receivables, management considers the average depositing corridor rate announced by the Central Bank of Egypt.

3 REVENUES AND COST OF REVENUES

	2014 *EGP*	*2013* *EGP*
Revenues:		
Sale of land attributable to villas and town houses	**1,311,855,615**	579,486,718
Revenue from construction contracts	**775,172,608**	619,042,977
Revenue from club activities	**20,015,166**	12,814,530
Revenue from hospitality activities	**19,036,780**	10,682,841
	2,126,080,169	1,222,027,066
Cost of revenues:		
Cost of land attributable to villas and town houses	**353,151,205**	297,654,444
Cost of land – infrastructure and other cost attributable to villas and town houses	**219,265,057**	28,809,491
Cost of construction contracts (note 18)	**781,054,657**	571,800,057
Cost of revenue from club activities	**18,969,567**	17,963,672
Cost of revenue from hospitality activities	**5,700,135**	7,060,221
	1,378,140,621	923,287,885

4 SELLING AND ADMINISTRATIVE EXPENSES

	2014 *EGP*	*2013* *EGP*
Marketing and selling expenses	**100,848,067**	45,412,617
Salaries and wages	**134,806,325**	51,930,418
Professional and governmental fees	**52,032,312**	39,828,148
Utilities expenses	**21,160,192**	5,498,426
Rent and insurance expenses	**12,808,787**	5,719,539
Travel	**1,544,043**	648,351
Bank charges	**2,078,221**	1,604,971
Other expenses	**13,103,171**	4,015,929
Depreciation expense (note 10)	**7,492,182**	10,462,645
	345,873,300	165,121,044

5 INTEREST INCOME

	2014 *EGP*	*2013* *EGP*
Interest income - amortisation of discount on long-term notes receivable	**136,250,133**	222,381,463
Interest income on time deposits	**4,038,931**	963,122
	140,289,064	223,344,585

6 FINANCE COSTS

	2014 *EGP*	*2013* *EGP*
Interest on borrowings	**76,086,336**	58,604,555
Interest on land purchase liabilities	**167,913,081**	88,107,620
	243,999,417	146,712,175

7 OTHER INCOME

	2014 *EGP*	*2013* *EGP*
Gain from financial assets at fair value through profit or loss – held for trading (note 16)	**4,881,558**	5,762,051
Gain on disposal of property and equipment	**5,842,605**	8,386,703
Gain on sale of investment in a subsidiary	**25,500,000**	-
Customer late payment charges	**42,389,273**	7,012,748
Other income	**5,128,066**	16,809,094
	83,741,502	37,970,596

8 INCOME TAX

Income tax expense consists of:

	2014 *EGP*	*2013* *EGP*
Current tax expense	**18,655,440**	41,581
Deferred tax expense arising from the origination and reversal of temporary differences	**(9,835,039)**	467,721
	8,820,401	509,302

The relationship between the tax expense and the accounting profit can be explained as follows:	*2014* *EGP*	*2013* *EGP*
Accounting profit	**382,097,397**	248,221,143
Adjustments in determining taxable profit *	**(319,912,597)**	(248,054,819)
Taxable profit	**62,184,800**	166,324
Statutory income tax rate	**30%**	25%
Tax expense	**18,655,440**	41,581

* Adjustments in determining taxable profit represent the net result from the non-deductible expenses and the exempt revenue in accordance with Egyptian tax law as follows:

	2014 *EGP*	*2013* *EGP*
Items added to accounting profit (losses):		
Depreciation	**28,093,349**	38,363,487
Interest on land purchase liabilities	**167,913,081**	88,107,620
Other non-deductible expenses	**166,343,647**	144,487,713
Items deducted from accounting profits (losses) :		
Depreciation	**(115,062,365)**	(89,217,412)
Prior years losses	**(210,597,982)**	(195,954,932)
Interest income - amortisation of discount on long term notes receivable	**(136,250,133)**	(222,381,463)
Exempt revenue	**(220,352,194)**	(11,459,832)
Net adjustments in determining taxable profit	**(319,912,597)**	(248,054,819)

8 INCOME TAX - Continued

Movements in provision during the year

The movement in the current and deferred tax provisions for the year were as follows:

	2014 EGP	*2013 EGP*	***2014 EGP***	*2013 EGP*
	Current tax		Deferred tax (assets) liabilities	
At beginning of the year	**65,326,188**	65,365,206	**5,836,241**	5,368,520
Paid during the year	**(2,852)**	(80,599)	**-**	-
Provided during the year	**18,655,440**	41,581	**(9,835,039)**	467,721
At end of the year	**83,978,776**	65,326,188	**(3,998,798)**	5,836,241

*** The deferred (asset) liability comprises the following types of temporary differences:**

	2013 EGP	*2012 EGP*
Property and equipment qualifying for accelerated tax relief	**(3,998,789)**	5,836,241

Tax Status of the Group

The tax situation of the group is as follows:

(a) *The following companies enjoy income tax holidays on revenues derived from their operating activities:*

- Palm Hills Development Company S.A.E, from 14 March 2005 to 31 December 2015.
- New Cairo for Real Estate Developments S.A.E, from 13 June 2007 to 31 December 2017.
- Gawda for trade services S.A.E, from 12 February 2008 to 11 February 2018.
- Saudi Urban Development Company S.A.E, from 1 April 2008 to 31 March 2018.
- Six of October for Hotels and Touristic Services Company S.A.E, from 15 February 2005 to 31 December 2015.

(b) The following companies submitted their income tax returns regularly and have not yet received any notice from the Tax Authority regarding their income tax inspection:

- Palm Hills Development Company S.A.E
- New Cairo for Real Estate Developments S.A.E
- Royal Gardens for Real Estate Investment Company S.A.E
- Middle East Company for Real Estate and Touristic Investment S.A.E
- Saudi Urban Development Company S.A.E
- Gamsha for Tourist Development S.A.E
- Nile Palm Al-Naeem for Real Estate Development S.A.E
- Rakeen Egypt for Real Estate Investment S.A.E
- Al Naeem for the hotels and touristic Villages S.A.E
- Gawda for trade services S.A.E
- East New Cairo for Real Estate Development S.A.E
- Palm Hills Hospitality S.A.E
- Palm Gamsha Hotels S.A.E
- Palm North Coast Hotels S.A.E
- Palm October for Hotels S.A.E

8 INCOME TAX - Continued

(c) The following companies were inspected by the tax authority and the taxes due were settled and paid as follows:

- Macor for Securities Investment Company S.A.E *(inspected until the year ended 31 December 2004)*
- Hotels & Touristic Floating Restaurants Company S.A.E *(inspected until the year ended 31 December 2008)*
- El Nema for Touristic & Real Estate Company S.A.E *(inspected until the year ended 31 December 2010)*
- Ismailia for Tourism Company S.A.E *(inspected until the year ended 31 December 2004)*
- Palm Hills Middle East Company for Real Estate Investment S.A.E *(inspected until the year ended 31 December 2007)*

The companies submitted their income tax returns regularly and have not yet received any notice from the Tax Authority regarding their income tax inspection for the years after the financial years inspected.

9 INVESTMENT PROPERTY

	2014 *EGP*	*2013* *EGP*
Balance at beginning of year	**1,439,137,315**	2,359,802,971
Transferred from development properties	**431,554,740**	188,609,415
Additions through subsequent expenditure	**72,664,122**	2,948,431
Cancellation of investment property	-	(1,112,223,502)
Balance at end of year	**1,943,356,177**	1,439,137,315

- In 2014 and 2013, lands under investment / development were transferred from development properties based on the change in use of these lands.
- In 2013, the company cancelled an extension in a property project and returned its land to the Government. The carrying value of this land extension at the acquisition date amounted to EGP 1,112,223,502 had been reversed against land purchase liability. No gain or loss resulted from such cancellation.
- As of 31 December 2014 all investment property were still under construction. No fair value disclosure is provided for property under construction as it cannot be reliably measured.
- There was no interest capitalised on property and equipment in 2013 and 2014.

10 PROPERTY AND EQUIPMENT

2014

	Land *EGP*	*Buildings* *EGP*	*Tools & equipment* *EGP*	*Vehicles* *EGP*	*Furniture & fixtures* *EGP*	*Total* *EGP*
Cost:						
-At 1 January 2014	18,920,662	431,919,153	112,582,214	22,934,809	87,742,767	674,099,605
-Additions	-	623,589	4,394,559	375,000	7,286,768	12,679,916
-Disposals	-	-	(19,406,914)	(4,641,929)	(6,092,815)	(30,141,658)
At 31 December 2014	**18,920,662**	**432,542,742**	**97,569,859**	**18,667,880**	**88,936,720**	**656,637,863**
Depreciation and Impairment:						
-At 1 January 2014	-	150,273,818	93,568,768	20,037,993	78,041,206	341,921,785
-Depreciation charge for the year	-	15,413,638	6,409,330	1,610,538	4,659,843	28,093,349
-Deprecation related to disposals	-	(1,205,302)	(15,758,188)	(3,751,756)	(5,130,764)	(25,846,010)
At 31 December 2014	-	**164,482,154**	**84,219,910**	**17,896,775**	**77,570,285**	**344,169,124**
Net carrying amount:						
At 31 December 2014	**18,920,662**	**268,060,588**	**13,349,949**	**771,105**	**11,366,435**	**312,468,739**

10 PROPERTY AND EQUIPMENT - Continued

2013

	Land	*Buildings*	*Tools & equipment*	*Vehicles*	*Furniture & fixtures*	*Total*
	EGP	*EGP*	*EGP*	*EGP*	*EGP*	*EGP*
Cost:						
-At 1 January 2013	18,920,662	431,184,683	133,457,645	22,694,129	87,342,616	693,599,735
-Additions	-	734,470	3,722,376	1,253,530	733,244	6,443,620
-Disposals	-	-	(24,597,807)	(1,012,850)	(333,093)	(25,943,750)
At 31 December 2013	**18,920,662**	**431,919,153**	**112,582,214**	**22,934,809**	**87,742,767**	**674,099,605**
Depreciation and Impairment:						
-At 1 January 2013	-	134,507,566	100,997,197	17,822,763	69,581,509	322,909,035
-Depreciation charge for the year	-	15,766,252	10,998,478	2,922,730	8,676,027	38,363,487
-Deprecation related to disposals	-	-	(18,426,907)	(707,500)	(216,330)	(19,350,737)
At 31 December 2013	-	**150,273,818**	**93,568,768**	**20,037,993**	**78,041,206**	**341,921,785**
Net carrying amount:						
At 31 December 2013	**18,920,662**	**281,645,335**	**19,013,446**	**2,896,816**	**9,701,561**	**332,177,820**

- In 2013 and 2014, no collateral was given as security against term loans.
- There was no interest capitalised on property and equipments in 2013 and 2014.
- The depreciation charge has been allocated in the consolidated statement of income as follows:

	2014	*2013*
	EGP	*EGP*
Cost of revenue	**13,975,555**	16,033,668
Selling and administrative expenses (note 4)	**7,492,182**	10,462,645
Development properties	**6,625,612**	11,867,174
	28,093,349	38,363,487

11 ADVANCE PAYMENTS FOR INVESTMENT ACQUISITION

	2014 *EGP*	*2013* *EGP*
Villamora For Real Estate Development Co. S.A.E	**24,266,400**	24,266,400
Baltan Group – Saudi Joint Stock Company	**135,121,743**	135,121,743
Al Naeem for the hotels and touristic Villages S.A.E	**41,303,890**	-
Gamsha For Touristic Development Co. S.A.E.	**4,010,000**	4,010,000
United Engineering Company for Construction S.A.E	**19,775,000**	14,775,000
	224,477,033	178,173,143

The above mentioned advance payments for investment acquisition represents amounts paid by the company to acquire 20.36% of Villamora for Real Estate Development Company S.A.E, 51% of Baltan Group – Saudi Joint Stock Company and 98.5% of United Engineering Company for Construction S.A.E which were still under incorporation with the legal formalities not being complete as at 31 December 2014. Legal formalities were not completed as at 31 December 2014 for the increase in the Group's share in net assets from 59% to 60% of Gamsha for Touristic Development Company S.A.E and for the increase in the Group's share in net assets from 60% to 99.99% of Al Naeem for the hotels and touristic Villages S.A.E.

12 INVESTMENT IN ASSOCIATES

Palm Hills Developments Company S.A.E. and its subsidiaries have the following investments in associate:

	Country of Incorporation	***Ownership*** *2014*	*2013*	*2012*
Coldwell Banker–Palm Hills for Real Estate Investments – S.A.E	*Egypt*	*49%*	*49%*	*49%*
Naema for Touristic & Real Estate Investments SAE	*Egypt*	*49,99%*	*49,99%*	*49,99%*

- The group's share of aggregated assets and liabilities is as follows:

	2014 *EGP*	*2013* *EGP*
Share of associates' balance sheets:		
Current assets	**18,839,661**	4,201,532
Non- current assets	**60,369,462**	78,725,030
Current liabilities	**(1,886,323)**	(2,459,867)
Non-current liabilities	**(20,525,746)**	(26,766,678)
Net assets	**56,797,054**	53,700,017

- Coldwell Banker–Palm Hills for Real Estate Investments – S.A.E, which is unlisted, did not start its operation as of 31 December 2014.

13 NOTES RECEIVABLE

	2014 *EGP*	*2013* *EGP*
Less than one year	**1,663,951,952**	1,409,673,847
Unamortised discount	**(92,198,064)**	(136,250,133)
	1,571,753,888	1,273,423,714
More than one year	**2,773,109,041**	1,584,952,047
Unamortised discount	**(112,726,595)**	(155,543,647)
	2,660,382,446	1,429,408,400
	4,332,136,334	2,702,832,114

- Although the notes are not rated and generally from individuals, they are secured on the underlying properties and accordingly are considered to be recoverable in full.

14 ACCOUNTS RECEIVABLE AND PREPAYMENTS

	2014 *EGP*	*2013* *EGP*
Accounts receivable	**1,121,983,423**	1,456,050,650
Due from related parties (note 30)	**105,748,551**	169,863,525
Due from hotel management companies	**1,390,734**	1,390,734
Advances to suppliers	**373,201,558**	340,304,710
Advance payment for land purchase	**47,260,820**	27,286,499
Deposits with others	**6,092,067**	2,237,192
Prepaid expenses	**2,872,715**	4,581,550
Other receivables	**60,571,217**	127,200,515
	1,719,121,085	2,128,915,375

- The group's accounts receivable did not include past dues or receivables impaired. The management consider receivables to be fully recoverable.

- The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivable mentioned above. The group does not hold any collateral as security.

15 CASH AND CASH EQUIVALENTS

	2014 *EGP*	*2013* *EGP*
Bank balances and Cash	**194,949,064**	111,052,325
Bank overdrafts (note 25)	**(39,197,560)**	(283,678,904)
Cash and cash equivalents	**155,751,504**	(172,626,579)

16 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS – HELD FOR TRADING

Represents investments in mutual funds in Egyptian pounds. The fair value is based on their current redemption prices in an active market (level two in fair value hierarchy) (note 33).

Financial assets at fair value through profit or loss are presented within 'operating activities' as part of changes in working capital in the cash flow statement. Changes in fair values of financial assets at fair value through profit or loss are recorded in 'other income' (note 7) in the consolidated statement of comprehensive income.

17 FINANCIAL ASSETS HELD-TO-MATURITY

Represents investments in treasury bills in Egyptian pounds .The maturity dates of these treasury bills are between 91 days and 357 days.

Financial assets at held-to-maturity are presented within 'investment activities' in the cash flow statement.

Held-to- maturity investments are measured at amortised cost using the EIR, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance income in the statement of comprehensive income. The losses arising from impairment are recognised in the statement of comprehensive income as finance costs.

18 DEVELOPMENT PROPERTIES

	2014 *EGP*	*2013* *EGP*
Land acquisition cost – Apartments and chalets lands	**1,591,429,904**	2,196,733,843
Land acquisition cost – Villas lands	**596,439,451**	825,562,978
Construction cost	**1,934,639,773**	1,543,520,935
Less: cost of construction contracts (note 3)	**(781,054,657)**	(571,800,057)
Less: cost of sales	**(572,416,262)**	(326,463,935)
	2,769,038,209	3,667,553,764

- At 31 December 2014 development properties with a carrying amount of EGP 2,769,038,209 (2013 EGP 3,667,553,764) are subject to a register debenture to secure the land purchase liability (note 22). According to the land purchase agreement the ownership of the land will not be transferred to the company until the full settlement of the purchase liability.

- Borrowing cost capitalised on the development properties is EGP 215,164,995 (2013: EGP 163,007,134). The capitalisation rate used to determine the amount of borrowing costs eligible for capitalisation is 11.56%.

19 SHARE CAPITAL

Date	*Authorised*	*No. of shares*	*Par value*	*Issued and fully paid (EGP)*
Establishment date	350,000,000	1,215,000	100	121,500,000
20 December 2006	350,000,000	3,070,000	100	307,000,000
13 May 2007	1,500,000,000	4,000,000	100	400,000,000
15 May 2007	1,500,000,000	6,000,000	100	600,000,000
6 November 2007	1,500,000,000	8,000,000	100	800,000,000
27 March 2008	3,500,000,000	416,000,000	2	832,000,000
10 April 2008	3,500,000,000	465,920,000	2	931,840,000
31 March 2009	3,500,000,000	698,880,000	2	1,397,760,000
28 January 2010	3,500,000,000	1,048,320,000	2	2,096,640,000
17 February 2014	3,500,000,000	1,348,320,000	2	2,696,640,000

20 RESERVES

STATUTORY RESERVE

As required by the Egyptian company law and Group's Articles of Association 5% of the net profit for the year has to be transferred to statutory reserve. The Group may resolve to discontinue such annual transfers when the reserve totals 50% of the issued capital.

SPECIAL RESERVE

As permitted by the Egyptian company law and the Group's Article of Association, The Board of Directors of Palm Hills development and its subsidiary Palm Hills Middle East Company for Real Estate Investment S.A.E decided to transfer an amount of EGP 524,200,467 from retained earnings to a special reserve to be used in the future expenditures. The decision has been approved by the General Assembly Meeting of these companies.

21 TERM LOANS

	2014 *EGP*	*2013* *EGP*
Less than one year	**174,410,000**	215,084,338
Between one and five years	**1,461,943,221**	801,517,010
	1,636,353,221	1,016,601,348

Analysed as follows:

	2014 *EGP*	*2013* *EGP*
Loan 1	-	21,931,000
Loan 2	-	60,485,708
Loan 3	**333,829,086**	369,099,286
Loan 4	-	56,508,000
Loan 5	-	217,142,858
Loan 6	-	200,000,000
Loan 7	**59,764,623**	91,434,496
Loan 8	**1,218,658,750**	-
Loan 9	**24,100,762**	-
	1,636,353,221	1,016,601,348

Loan 1:
The term loan is a syndicated loan with Commercial International Bank (CIB) secured over notes receivables and bears an interest of a floating rate of the average corporate deposit rate for 6 months announced from central bank of Egypt plus 3.5% annually. The loan was repayable on monthly instalments from 31 October 2012 to 31 December 2014.

Loan 2:
The medium term loan with Export Development Bank of Egypt (EDBE) amounted to EGP 180 million secured by the assignment of projects' cash flow and bears an interest rate of 4.5% above deposit corridor rate and was repayable on quarterly instalments from 30 September 2012 to 31 December 2014.

Loan 3:
This is a revolving medium term loan with Misr Bank (MB) amounted to EGP 500 million to be settled with a minimum of 100 million EGP annually in case of full utilisation of the facility with an interest rate 2% plus Libor at the three month rate.

Loan 4:
The term loan is a syndicated loan with Commercial International Bank (CIB) amounted to EGP 155 million secured by the assignment of projects' cash flow and bears an interest rate of 3.75% above deposit corridor rate and was repayable on quarterly instalments from 1 January 2011 to 1 October 2014.

Loan 5:
The medium term loan with Arab African International Bank (AAIB) amounted to EGP 240 million secured by the assignment of projects' cash flow and bears an interest rate of 1.5% above deposit corridor rate and was repayable on quarterly instalments from 30 June 2013 to June 2018. This loan had been settled in 2014 against a new loan from Arab African International Bank (AAIB) (refer to loan 8).

Loan 6:
The medium term loan with Arab African International Bank (AAIB) amounted to EGP 200 million secured by the assignment of projects' cash flow and bears an interest rate of 2% above deposit corridor rate and was repayable on quarterly instalments from 31 March 2014 to 31 December 2018. This loan had been settled in 2014 against a new loan from Arab African International Bank (AAIB) (refer to loan 8).

21 TERM LOANS - continued

Loan 7:
The medium term loan with Arab African International Bank (AAIB) amounted to EGP 225 million secured by the assignment of projects' cash flow and bears an interest rate of 2.75% above deposit corridor rate and is repayable on quarterly instalments from 31 March 2014 to 31 December 2018.

Loan 8:
The medium term loan with Arab African International Bank (AAIB) amounted to EGP 2.4 billion secured by the assignment of projects' cash flow and bears an interest rate of 3.25% above deposit corridor rate and it has two years draw down period and repayable over 4.5 years on 16 quarterly instalments starting from 31 October 2016.

Loan 9:
Mudaraba contract with Abu Dhabi Islamic Bank (ADIB) amounted to EGP 96,403,044 for three years with expected profit of 33% distributed as 5% to the company and 95% to the bank.

22 LAND PURCHASE LIABILITIES

	2014 *EGP*	*2013* *EGP*
Gross land purchase liabilities:		
Less than one year	**243,620,378**	205,306,398
More than one year	**421,513,653**	426,368,167
	665,134,031	631,674,565
Unamortised discount	**(98,131,421)**	(30,718,904)
Present value of land purchase liabilities	**567,002,610**	600,955,661
The present value of the land purchase liability is as follows:		
Less than one year	**216,568,788**	197,799,213
More than one year	**350,433,822**	403,156,448
	567,002,610	600,955,661

- Land purchase liabilities are secured over development properties with a carrying amount of EGP 2,769,038,209 (2013 EGP 3,667,553,764) (note 18). According to the land purchase agreement the ownership of the land will not be transferred to the company until the full settlement of the purchase liability.
- The effective interest rate used on land purchase liabilities is 11.56%.

23 NOTES PAYABLE

	2014 *EGP*	*2013* *EGP*
Less than one year – Land	**580,075,984**	472,800,418
Less than one year – Others	**225,151,773**	274,085,087
Unamortised discount	**-**	(20,277,347)
	805,227,757	726,608,158
More than one year – Land	**753,070,640**	1,046,638,496
More than one year – Others	**126,300,189**	107,475,895
Unamortised discount	**(342,859,836)**	(391,936,240)
	536,510,993	762,178,151
	1,341,738,750	1,488,786,309

24 OTHER NON – CURRENT LIABILITIES

Those comprise deposits received from units' owners to finance the maintenance, security, and other running expenses related to Palm Hills compounds management.

25 BANK OVERDRAFTS

Bank overdrafts granted to Palm Hills Development Company S.A.E. based on the commercial reputation of the Company and bearing market interest rates. (note15)

26 ACCOUNTS PAYABLE AND ACCRUALS

	2014 *EGP*	*2013* *EGP*
Due to related parties (note 30)	**529,035,086**	521,145,944
Suppliers – contractors	**405,055,090**	305,559,040
Tax authority – withholding tax	**3,380,086**	2,805,031
Tax authority – salary tax	**51,975,340**	26,826,285
Customers credit balances *	**141,053,877**	218,813,623
Accrued expenses	**39,177,625**	40,735,339
Social Insurance Authority	**31,972,134**	26,650,116
Agriculture Development Authority **	**95,500,000**	95,500,000
Creditors of investments acquisition	**44,256,746**	125,108,586
Other payables	**173,954,481**	231,745,161
	1,515,360,465	1,594,889,125

* Customer credit balances represent customers' payment for un-contracted units until the contracts are signed.

** Agriculture Development balance represents fees to increase the construction area of Botanica project from 2% to 7%.

27 ADVANCES FROM CUSTOMERS

	2014 *EGP*	*2013* *EGP*
CASCADE Palm – Sixth Phase	-	19,239,556
Al Golf customers	**37,939,924**	9,384,366
Al Katamaya customers	**6,361,103**	7,520,584
WoodVille customers	**8,943,630**	-
New Cairo Co. for Real Estate Development customers	**209,579**	84,000
Rakeen phase (A-B-C-D-HW2)	**12,523,100**	3,640,056
Royal Garden customers	**2,272,646**	638,750
Palm Hills Middle East customers	**8,215,548**	5,981,373
Saudi for urban development customers	**2,964,995**	5,247,646
Palm Hills Development customers (Botanica)	**17,881,310**	22,634,726
Eastern New Cairo for real estate development customers	**2,897,226**	11,559,422
Middle East Co. for Real Estate & Touristic Inv. Customers	**15,862,731**	-
Middle East for Dev. & Inv. Touristic customers	-	3,165,517
	116,071,792	89,095,996

28 BILLINGS IN EXCESS OF COSTS

	2013	*2012*
	EGP	*EGP*
Construction cost to date	**3,311,744,873**	3,028,625,460
Add attributable (loss) profit	**(5,882,049)**	47,242,920
Less progress billings	**(5,019,450,391)**	(4,773,139,968)
Billings in excess of costs and estimated earnings on uncompleted contracts	**1,713,587,567**	1,697,271,588

29 EARNINGS PER SHARE

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

	2014	*2013*
	EGP	*EGP*
Net profits attributable to ordinary equity holders of the parent	**353,290,475**	236,835,300
Weighted average number of ordinary shares outstanding during the year	**1,309,689,862**	1,048,320,000
	0.269	0.226

- No figure for dilutive earnings per share has been given as the company has not issued any instruments that might be potentially diluted.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
At 31 December 2014

30 RELATED PARTY TRANSACTIONS

The following are the details of major related party transactions during the year and the related balances at the year end:

Related party	*Nature of transaction*	Amount of transaction		Balance	
		2014 EGP	*2013 EGP*	***2013 EGP***	*2012 EGP*
Affiliates	Current accounts – receivable	**(64,114,974)**	68,227,264	**105,748,551**	169,863,525
Shareholders	Current account – payable	**7,889,142**	22,636,844	**(529,035,086)**	(521,145,944)
	Due from related parties (note 14)			**105,748,551**	169,863,525
	Due to related parties (note 26)			**(529,035,086)**	(521,145,944)

31 RISK MANAGEMENT

The group's activities expose it to a variety of financial risks; price risks, credit risk, liquidity risk and interest rate risk.

Risk management is carried out by a central treasury department (Group Treasury) under policies approved by the Board of Directors. Group Treasury identifies and evaluates financial risks in close co-operation with the company's operating units. The Board provides written principles for overall risk management as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of non-derivative financial instruments and investing excess liquidity.

a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices, such as currency risk and interest rate risk, which will affect the group's income. Financial instruments affected by market risk include interest-bearing loans and borrowings, and deposits. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The group does not hold or issue derivative financial instruments.

Foreign exchange risk
The group operates locally and therefore is not exposed to significant foreign exchange that might arise from various currency exposures.

Price risk
The group is exposed to property price risk. Factors that apply generally to the real estate development industry, many of which are macroeconomic in nature and beyond the control of Palm Hills, may affect the economic performance and value of Palm Hills' properties, some of which may include:

- national, regional and local economic climate;
- cyclical nature of the real estate market;
- oversupply of similar properties or a reduction in demand for the properties;
- changes in interest rates and inflation and the limited availability of financing;
- governmental laws, rules and regulations, including in relation to financing, environmental usage, tax and insurance; and
- acts of nature that may damage the properties.

Any negative change in one or more of these general factors listed above, as well as in the factors described in further detail below, could adversely affect Palm Hills' business, results of operations and financial condition.

b) Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The group is exposed to credit risk principally from its receivables from customers, due from related parties, other receivables and from its financing activities, including deposits with banks and financial institutions.

Trade and notes receivables
The group has no significant concentration of credit risk. It has policies to ensure that contracts are made with customers with an appropriate credit history. Cash transactions are limited to high-credit-quality financial institutions. The group has policies that limit the amount of credit exposure to any financial institution. The Company sells its products to a large number of customers. Its 5 largest customers account for 2.72 % of outstanding accounts receivable at 31 December 2014 amounting to EGP 30.559.387 (2013: 2.42% - EGP 107,968,962). The Group's exposure to credit risk is not materially different from the carrying amounts of its financial assets.

31 RISK MANAGEMENT – continued
b) **Credit risk** – continued

Other financial assets and cash deposits
With respect to credit risk arising from the other financial assets of the Group, which comprise bank balances and cash, financial assets at amortised cost, the group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these assets.

Credit risk from balances with banks and financial institutions is managed by a central treasury department (Group Treasury) under policies approved by the Board of Directors. The Company limits its exposure to credit risk by only placing balances with international banks and local banks of good repute. Given the profile of its bankers, management does not expect any counterparty to fail to meet its obligations.

Due from related parties
Due from related parties relates to transactions arising in the normal course of business with minimal credit risk, with a maximum exposure equal to the carrying amount of these balances.

Interest rate risk management
The Group is exposed to interest rate risk because entities in the Group borrow funds at floating interest rates. The risk is managed by the Group by monitoring the interest risk and assesses the possible change in interest rates.

The Group's exposures to interest rates on financial liabilities are detailed in the liquidity risk management section of this note.

Interest rate sensitivity analysis
The sensitivity analyses below have been determined based on the exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Group's profit for the year ended 31 December 2014 would decrease/increase by EGP 1,166,250 (2013: decrease/increase by EGP 5,550,091). This is mainly attributable to the Group's exposure to interest rates on its variable rate borrowings.

The Group's sensitivity to interest rates has increased during the current period mainly due to the increase in the interest rate of debt instruments.

c) **Liquidity risk**

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

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and bank loans. The Group's policy is that not more than 55% of borrowings should mature in the next 12 month period. 13% of the Group's borrowings will mature in less than one year at 31 December 2014 (2013: 53%) based on the carrying value of borrowings reflected in the financial statements.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

31 RISK MANAGEMENT – continued

c) Liquidity risk – continued

Year ended 31 December 2014

	On Demand	*Less than 3 months*	*3 to 12 months*	*1 to 5 years*	*More than 5 years*	*Total*
	EGP	*EGP*	*EGP*	*EGP*	*EGP*	*EGP*
Accounts payables	-	176,538,416	1,338,822,049	-	-	1,515,360,465
Income tax payable	-	-	83,978,776	-	-	83,978,776
Bank overdrafts	39,197,560	-	-	-	-	39,197,560
Term loans and interest	-	133,225,414	399,676,242	914,275,286	609,048,152	2,056,225,094
Notes payable - Others	-	59,540,392	165,611,381	126,300,189		351,451,962
Notes payable – Lands	-	143,760,031	436,315,953	753,070,640	-	1,333,146,624
Land purchase liabilities	-	62,159,446	181,460,932	297,496,932	124,016,721	665,134,031
Total	**39,197,560**	**575,223,699**	**2,605,865,333**	**2,091,143,047**	**733,064,873**	**6,044,494,512**

Year ended 31 December 2013

	On Demand	*Less than 3 months*	*3 to 12 months*	*1 to 5 years*	*More than 5 years*	*Total*
	EGP	*EGP*	*EGP*	*EGP*	*EGP*	*EGP*
Accounts payables	-	305,559,040	1,289,330,085	-	-	1,594,889,125
Income tax payable	-	-	75,349	65,250,839	-	65,326,188
Bank overdrafts	283,678,904	-	-	-	-	283,678,904
Term loans and interest	-	225,285,964	232,127,540	660,102,286	-	1,117,515,790
Notes payable - Others	-	205,586,495	68,498,592	107,475,895		381,560,982
Notes payable – Lands	-	166,708,814	306,091,604	1,046,638,496	-	1,519,438,914
Land purchase liabilities	-	135,472,864	69,833,534	255,289,909	171,078,258	631,674,565
Total	283,678,904	1,038,613,177	1,965,956,704	2,134,757,425	171,078,258	5,594,084,468

31 RISK MANAGEMENT – continued

d) Capital Management

The primary objective of the group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholder value.

The Company manages its capital structure and makes adjustments to it in light of changes in business conditions. No changes were made in the objectives, policies or processes during the years ended 31 December 2014, or 31 December 2013. Capital comprises share capital, retained earnings, reserves and non-controlling interests, and is measured at EGP 4,124,202,773 as at 31 December 2014 (2013: EGP 3,506,129,863).

32 CAPITAL COMMITMENTS

There were no capital commitments contracted as at 31 December 2014 (2013: nil), The commitments contracted related to development properties as at 31 December 2014 is EGP 1,140,134,429 (2013: EGP 1,316,709,766).

33 FAIR VALUES OF FINANCIAL INSTRUMENTS

Fair value of financial instruments carried at amortised cost

The directors consider that the carrying amounts of financial assets and financial liabilities recognised at amortised cost in the financial statements approximate their fair values.

				2014
	Level 1	Level 2	Level 3	Total
	EGP	*EGP*	*EGP*	*EGP*
Financial assets at FVTPL				
Non-derivative financial assets held for trading	-	56,856,080	-	56,856,080
Total	-	**56,856,080**	-	**56,856,080**

There were no transfers between Level 1, 2 and 3 in the year.

				2013
	Level 1	Level 2	Level 3	Total
	EGP	*EGP*	*EGP*	*EGP*
Financial assets at FVTPL				
Non-derivative financial assets held for trading	-	69,433,887	-	69,433,887
Total	-	69,433,887	-	69,433,887

There were no transfers between Level 1, 2 and 3 in the year.

34 GROUP ENTITIES

	2014 %	*2013* %
Subsidiaries:		
New Cairo for Real Estate Developments S.A.E	**99.99%**	99.99%
Royal Gardens for Real Estate Investment Company S.A.E	**51%**	51%
Palm Hills Middle East Company for Real Estate Investment S.A.E and its	**99.95%**	99.95%
subsidiary, Middle East Company for Real Estate and Touristic Investment S.A.E	**87.5%**	87.5%
Middle East for Development and Investment Touristic S.A.E	**-**	51%
Gamsha for Tourist Development S.A.E	**59%**	59%
Nile Palm Al-Naeem for Real Estate Development S.A.E	**51%**	51%
Saudi Urban Development Company S.A.E	**51%**	51%
Rakeen Egypt for Real Estate Investment S.A.E	**99.95%**	99.95%
Al Naeem for the hotels and touristic Villages S.A.E	**60%**	60%
Gawda for trade services SAE	**100%**	100%
East New Cairo for Real Estate Development S.A.E	**99.99%**	89%
Macor for Securities Investment Co. S.A.E and its subsidiaries and associates:	**60%**	60%
Subsidiaries:		
Six of October for Hotels and Touristic Services Company S.A.E	**79,95%**	79,95%
Hotels & Touristic Floating Restaurants Company S.A.E	**99.99%**	99.99%
Ismailia for Tourism Company S.A.E	**55.12%**	55.12%
Associate:		
El Nema for Touristic & Real Estate Company S.A.E	**49,99%**	49,99%
Palm Hills Hospitality S.A.E and its subsidiaries:	**98%**	98%
Palm October for Hotels S.A.E	**99.75%**	99.75%
Palm Gamsha Hotels S.A.E	**98%**	98%
Palm North Coast Hotels S.A.E	**99.4%**	99.4%
Associate:		
Coldwell Banker – Palm Hills for Real Estate Investments – S.A.E	**49%**	49%
Advance payments for investments acquisition		
Villamora for Real Estate Development Company S.A.E	**20.36%**	20.36%
Baltan Group – Saudi Joint stock company	**51%**	51%
Gamsha for Tourist Development S.A.E (59% subsidiary)	**1%**	1%
United Engineering Company for Construction S.A.E	**98.5**	98.5

35 ADJUSTMENT TO EQUITY

As a result of the political situation in Egypt, certain buyers requested the group to return their land back to the company and refund their payments. In order to avoid any reputational risks, the group has agreed to return the land for a refund to be paid back to buyers on installments.

The group booked the sales return with an amount of EGP 320,597,962 (2013: EGP 349,379,250) as an adjustment to retained earnings and non-controlling interests in order to match the revenue recognised with the relevant sales return as follows:

	2014 *EGP*	*2013* *EGP*
Revenues:		
Sale of land attributable to villas and town houses	**(411,607,757)**	(426,740,658)
Cost of revenues		
Cost of land attributable to villas and town houses	**86,286,958**	78,609,988
Cost of land – infrastructure and other cost attributable to villas and town houses	**25,429,194**	23,885,338
Interest income		
Interest income - amortisation of discount on long- term notes receivable	**(20,706,357)**	(25,133,918)
	(320,597,962)	(349,379,250)