

**SAUDI CABLE COMPANY**  
**(A SAUDI JOINT STOCK COMPANY)**

**UNAUDITED INTERIM CONSOLIDATED**  
**FINANCIAL STATEMENTS AND REVIEW REPORT**  
**THREE-MONTH AND TWELVE-MONTH PERIODS**  
**ENDED DECEMBER 31, 2014**

## REVIEW REPORT

To the Shareholders of Saudi Cable Company  
(A Saudi Joint Stock Company)  
Jeddah, Saudi Arabia

### Scope of review

We have reviewed the accompanying interim consolidated balance sheet of Saudi Cable Company (a Saudi Joint Stock Company) (the "Company") and its subsidiaries (the "Group") as of December 31, 2014 and the related interim consolidated statement of operations for the three-month and twelve-month periods then ended, and the interim consolidated statement of changes in equity and cash flows for the twelve month period then ended, and notes 1 to 14 which form an integral part of these interim consolidated financial statements as prepared by the Group and presented to us with all necessary information and explanations. These interim consolidated financial statements are the responsibility of the Group's management.

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

### Observations

- i) The Group incurred a net loss of SR 203.26 million for the twelve-month period ended December 31, 2014 and, as of that date, the Group's current liabilities exceeded its current assets by SR 720.87 million. The management prepared forecasts that predict profitable results in 2015 financial year and onwards, which is dependent upon restructuring of loans and growing the business. The restructuring of the loans has not been finalized up to date of this review report. The accompanying unaudited interim consolidated financial statements do not include any adjustments that may arise from the possible impairment of non-current assets.
- ii) The Group recognized goodwill of SR 86.56 million when it acquired 79% of the share capital of Elimson Salt Cihazlari ve (the "Subsidiary") in 2009. Since acquisition, the Subsidiary has been incurring losses at the operating and net results level. The past performance of the Subsidiary indicates uncertainty regarding the realization of goodwill. The accompanying unaudited interim consolidated financial statements do not include any adjustments that may arise from the possible impairment of goodwill.

## REVIEW REPORT (continued)

To the Shareholders of Saudi Cable Company  
(A Saudi Joint Stock Company)  
Jeddah, Saudi Arabia

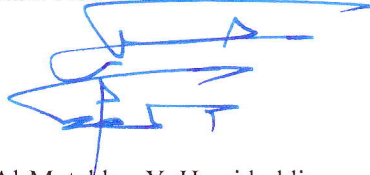
### Review results

Based on our review, except for the effect of the observation paragraph mentioned above, we are not aware of any material modifications that should be made to the interim consolidated financial statements for them to be in conformity with accounting standards generally accepted in the Kingdom of Saudi Arabia.

### Emphasis of matter

The accompanying interim consolidated financial statements have been prepared on a going concern basis. The Group incurred a net loss of SR 203.26 million for the twelve-month period ended December 31, 2014 and, as of that date the Group's current liabilities exceeded its current assets by SR 720.87 million, breached its loan covenants and is in process of restructuring its bank loans. These conditions indicate the existence of an uncertainty that may cast doubt about the Group's ability to continue as a going concern. The management has disclosed the facts in note 11.

Deloitte & Touche  
Bakr Abulkhair & Co.



Al-Mutahhar Y. Hamiduddin  
Certified Public Accountant  
License No. 296

29 Rabi'I, 1436  
January 20, 2015



**SAUDI CABLE COMPANY**  
**(A SAUDI JOINT STOCK COMPANY)**

**INTERIM CONSOLIDATED BALANCE SHEET**  
**AS OF DECEMBER 31, 2014**

(Expressed in thousand Saudi Riyals unless otherwise stated)

	Note	2014 (Unaudited)	2013 (Audited)
<b>ASSETS</b>			
<b>Current assets</b>			
Cash and cash equivalents		61,961	122,029
Accounts receivable		568,593	747,629
Prepayments and other receivables		109,867	162,571
Due from related parties		-	84
Unbilled revenue		31,097	195,040
Inventories		418,820	520,470
<b>Total current assets</b>		<b>1,190,338</b>	<b>1,747,823</b>
<b>Non-current assets</b>			
Investments		470,207	440,224
Property, plant and equipment		762,329	825,537
Investment properties		30,719	32,295
Deferred tax asset		1,998	957
Other intangible assets		64,297	78,657
Goodwill	4	86,558	86,558
<b>Total non-current assets</b>		<b>1,416,108</b>	<b>1,464,228</b>
<b>TOTAL ASSETS</b>		<b>2,606,446</b>	<b>3,212,051</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Current liabilities</b>			
Short term loans		843,216	1,085,008
Current portion of long-term loans		204,609	168,450
Current obligation under finance lease		10,524	9,573
Accounts payable and accruals		630,826	658,733
Advances from customers		115,887	141,684
Due to related parties		41,404	55,036
Zakat and income tax		64,740	50,276
<b>Total current liabilities</b>		<b>1,911,206</b>	<b>2,168,760</b>
<b>Non-current liabilities</b>			
Obligation under finance lease		28,248	40,696
Long term loans		160,281	212,842
End of service indemnities		67,937	58,658
Other long term liabilities	5	21	52,945
<b>Total non-current liabilities</b>		<b>256,487</b>	<b>365,141</b>
<b>Equity</b>			
Share capital	6	760,000	760,000
Statutory reserve	7	63,432	63,432
Cumulative changes in fair values	8	(20,123)	23,087
Foreign currency translation reserve		(6,234)	(7,185)
Accumulated losses		(368,915)	(165,653)
<b>Equity attributable to the shareholders of the parent</b>		<b>428,160</b>	<b>673,681</b>
Non-controlling interest		10,593	4,469
<b>Total equity</b>		<b>438,753</b>	<b>678,150</b>
<b>TOTAL LIABILITIES AND EQUITY</b>		<b>2,606,446</b>	<b>3,212,051</b>

The accompanying notes form an integral part of these interim consolidated financial statements



**SAUDI CABLE COMPANY**  
**(A SAUDI JOINT STOCK COMPANY)**

**INTERIM CONSOLIDATED STATEMENT OF OPERATIONS**  
**THREE-MONTH AND TWELVE-MONTH PERIODS ENDED DECEMBER 31, 2014**  
(Expressed in thousand Saudi Riyals unless otherwise stated)

	Note	Three-month period ended December 31		Twelve-month period ended December 31	
		2014	2013	2014	2013
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Sales		371,369	456,815	1,527,425	2,043,261
Contract revenue		23,702	105,388	155,403	404,598
Total revenue		395,071	562,203	1,682,828	2,447,859
Cost of sales		(397,074)	(483,234)	(1,546,443)	(1,987,647)
Contract cost		(19,334)	(82,722)	(141,864)	(389,833)
		(416,408)	(565,956)	(1,688,307)	(2,377,480)
<b>Gross (loss)/profit</b>		<b>(21,337)</b>	<b>(3,753)</b>	<b>(5,479)</b>	<b>70,379</b>
General and administrative expenses		(27,425)	(32,440)	(103,645)	(114,438)
Selling and distribution expenses		(17,909)	(15,807)	(68,502)	(67,048)
Allowance for doubtful debts		(3,764)	(5,092)	(16,470)	(71,439)
Amortization of other intangible assets		(4,797)	(1,468)	(19,700)	(13,781)
<b>Loss from main operations</b>		<b>(75,232)</b>	<b>(58,560)</b>	<b>(213,796)</b>	<b>(196,327)</b>
Fair value of derivative financial instruments		2,581	15,660	11,715	15,660
Foreign currency measurement gain/(loss)		1,659	(12,637)	(95)	(6,243)
Financial charges		(21,754)	(56,732)	(112,070)	(153,225)
Share of profit from associates		36,963	49,282	114,540	131,858
Other income/ (loss)		1,357	1,540	9,989	(738)
Net loss before zakat and income tax and non-controlling interest		(54,426)	(61,447)	(189,717)	(209,015)
Zakat and income tax		(3,825)	(16,832)	(15,697)	(29,339)
<b>Net loss before non-controlling interest</b>		<b>(58,251)</b>	<b>(78,297)</b>	<b>(205,414)</b>	<b>(238,354)</b>
<b>Non-controlling interest</b>		<b>(3,269)</b>	<b>4,359</b>	<b>2,152</b>	<b>9,237</b>
<b>Net loss for the period</b>		<b>(61,520)</b>	<b>(73,920)</b>	<b>(203,262)</b>	<b>(229,117)</b>
Loss per share from net loss (SR)	9	(0.81)	(0.97)	(2.67)	(3.01)
Loss per share from main operations (SR)	9	(0.99)	(0.77)	(2.81)	(2.58)
Income/(loss) per share from other operations (SR)	9	0.27	(0.04)	0.32	(0.17)

The accompanying notes form an integral part of these interim consolidated financial statements

**SAUDI CABLE COMPANY**  
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**INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**  
**TWELVE-MONTH PERIOD ENDED DECEMBER 31, 2014**  
(Expressed in thousand Saudi Riyals unless otherwise stated)

	Note	Twelve-month period ended December 31	
		2014 (Unaudited)	2013 (Audited)
<b>Share capital</b>	6	<u>760,000</u>	<u>760,000</u>
<b>Statutory reserve</b>	7	<u>63,432</u>	<u>63,432</u>
<b>Cumulative changes in fair values</b>			
January 1		23,087	28,188
Fair value adjustments		<u>(43,210)</u>	<u>(5,101)</u>
December 31	8	<u>(20,123)</u>	<u>23,087</u>
<b>Foreign currency translation reserve</b>			
January 1		(7,185)	-
Movement during the period		<u>951</u>	<u>(7,185)</u>
December 31		<u>(6,234)</u>	<u>(7,185)</u>
<b>(Accumulated losses)/retained earnings</b>			
January 1		(165,653)	63,464
Net loss for the period		<u>(203,262)</u>	<u>(229,117)</u>
December 31		<u>(368,915)</u>	<u>(165,653)</u>
<b>Total equity attributable to the shareholders of the parent</b>		<u>428,160</u>	<u>673,681</u>
<b>Non-controlling interest</b>			
January 1		4,469	13,283
Net movement during the period		<u>8,276</u>	<u>423</u>
Net loss for the period attributable to non-controlling interest		<u>(2,152)</u>	<u>(9,237)</u>
December 31		<u>10,593</u>	<u>4,469</u>
<b>Total equity</b>		<u>438,753</u>	<u>678,150</u>

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**SAUDI CABLE COMPANY**  
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**INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS**  
**TWELVE-MONTH PERIOD ENDED DECEMBER 31, 2014**  
(Expressed in thousand Saudi Riyals unless otherwise stated)

	<b>Twelve month period ended</b>	
	<b>December 31</b>	
	<b>2014</b>	<b>2013</b>
	<b>(Unaudited)</b>	<b>(Audited)</b>
<b>OPERATING ACTIVITIES</b>		
Net loss before zakat and income tax and non-controlling interest	(189,717)	(209,015)
Adjustments for:		
Depreciation for property, plant and equipment	78,376	79,598
Depreciation for investment properties	964	983
Allowance for doubtful debts	16,461	71,439
Allowance for slow moving inventories	35,123	12,331
Amortization of other intangible assets	19,700	13,781
Gain on sale of property, plant and equipment	(5,525)	(19)
Gain on sale of investment	(884)	-
Allowance against investment	-	2,316
Share of profit from associates	(114,540)	(131,858)
Employees' termination benefits, net	9,279	(1,990)
Finance charges	112,070	153,225
Fair value of derivative financial instruments	(11,715)	(15,660)
Changes in operating assets and liabilities:		
Accounts receivable	162,575	164,541
Prepayments and other receivables	7,040	87,251
Due from related parties	84	2,447
Unbilled revenue	163,943	18,864
Inventories	66,527	254,163
Accounts payable and accruals	(52,899)	74,579
Advances from customers	(25,797)	(30,288)
Due to related parties	(13,632)	21,512
Cash from operations	257,433	568,200
Zakat and income tax paid	(2,274)	(14,173)
Financial charges paid	(78,829)	(129,118)
<b>Net cash from operating activities</b>	<b>176,330</b>	<b>424,909</b>
<b>INVESTING ACTIVITIES</b>		
Additions to property, plant and equipment	(17,377)	(37,898)
Dividends received from an associate	87,167	11,195
Proceeds from disposal of property, plant and equipment	8,346	19,265
Proceeds from disposal of investment	1,706	-
Purchase of other intangible assets	(5,340)	(35,277)
<b>Net cash from/(used in) investing activities</b>	<b>74,502</b>	<b>(42,715)</b>
<b>FINANCING ACTIVITIES</b>		
Short term loans	(241,792)	(153,598)
Long term loans	(16,402)	(266,219)
Obligation under finance lease	(11,497)	30,622
Other long term liabilities	(41,209)	(3,349)
<b>Net cash used in financing activities</b>	<b>(310,900)</b>	<b>(392,544)</b>
<b>Net change in cash and cash equivalents</b>	<b>(60,068)</b>	<b>(10,350)</b>
Cash and cash equivalents, January 1	122,029	132,379
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>	<b>61,961</b>	<b>122,029</b>

The accompanying notes form an integral part of these interim consolidated financial statements



**SAUDI CABLE COMPANY  
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**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)  
THREE-MONTH AND TWELVE-MONTH PERIODS ENDED DECEMBER 31, 2014**  
(Expressed in thousand Saudi Riyals unless otherwise stated)

**1. GENERAL INFORMATION**

Saudi Cable Company is a Saudi joint stock company registered in Saudi Arabia under Commercial Registration No. 4030009931 dated 27 Rabi Thani 1396 H, corresponding to April 27, 1976.

The objectives of the Group are the manufacture and supply of electrical and telecommunication cables, copper rod, PVC compounds, wooden reels and related products. The Group through its subsidiaries is also engaged in the manufacture, contracting, trading, distribution and supply of cables, electronic products, information technology products and related accessories.

The accompanying interim consolidated financial statements include the accounts of the following subsidiaries (collectively referred to as "the Group"):

<b>Name of entity</b>	<b>Principal activities</b>	<b>Country of incorporation</b>	<b>% of ownership</b>	
			<b>2014</b>	<b>2013</b>
<b>Domestic</b>				
Saudi Cable Company for Marketing Limited	Purchase and sale of electrical cables and related products	Saudi Arabia	100%	100%
Mass Projects for Power and Telecommunications Limited	Turnkey power and telecommunication projects	Saudi Arabia	100%	100%
Mass Centers for Distribution of Electrical Products Limited	Electrical and telecommunication distribution services	Saudi Arabia	100%	100%
<b>International</b>				
Mass Kablo Yatirim Ve Ticaret Anonim Anonim Sirketi)	Sirketi (Previously Mass Holding Holding Company	Turkey	100%	100%
Demirer Kablo Tesisleri Sanayi Ve Ticaret Anonim Sirketi	Manufacture, supply and trading of electrical cables	Turkey	100%	100%
Mass International Trading Company Limited (dormant)	International trade	Ireland	100%	100%
Saudi Cable Company (U.A.E) L.L.C.	Sale of cables and related products	United Arab Emirates	100%	100%
Elimsan Salt Cihazlari ye Elektromekanik San ve Tic. A.S.	Manufacture and distribution of electronic gears and goods	Turkey	94%	79%
Elimsan Metalurji ve Makine San. Ve Tic. A.S.	Manufacture and distribution of electronic gears and goods	Turkey	94%	79%



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**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)  
THREE-MONTH AND TWELVE-MONTH PERIODS ENDED DECEMBER 31, 2014**  
(Expressed in thousand Saudi Riyals unless otherwise stated)

- a) The Group has the following investments in associates, which are accounted for on equity basis as at December 31 using unaudited management accounts:

Name of entity	Principal field of activities	Country of incorporation	% of ownership	
			2014	2013
Midal Cables W.L.L.	Conductors & related products	Bahrain	50%	50%
XECA International Information Technology	Implementation of information systems and network services	Saudi Arabia	25%	25%

## **2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The accompanying interim consolidated financial statements have been prepared in accordance with the interim accounting standard issued by the Saudi Organization for Certified Public Accountants. These interim consolidated financial statements have been prepared according to the accounting standards annually adopted by the Company in preparing the annual consolidated financial statements. The following is a summary of significant accounting policies applied by the Group and should be read in conjunction with the Group's audited consolidated financial statements for the year ended December 31, 2013.

### **Critical accounting estimates and judgments**

The preparation of interim consolidated financial statements in conformity with accounting standards generally accepted in the Kingdom of Saudi Arabia requires the use of estimates and assumptions that could affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the reporting date of the interim consolidated financial statements in addition to the reported amounts of revenues and expenses during that period. Although these estimates are based on management's best knowledge of current events and activities available with the management actual result ultimately may differ from those estimates.

### **Interim consolidated financial statements**

The interim consolidated financial statements include the accounts of the Company and its subsidiaries (hereafter referred to as "the Group"). All significant intercompany balances and transactions among the Company and its subsidiaries are eliminated in the consolidation.

### **Sales**

Sales are recognized upon delivery of goods and customer acceptance and are stated net of trade or quantity discounts.

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**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)  
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(Expressed in thousand Saudi Riyals unless otherwise stated)

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**Contract revenue**

Revenue on long-term contracts, where the outcome can be estimated reliably, is recognized under the percentage of completion method by reference to the stage of completion of the contract activity. The stage of completion is measured by calculating the proportion that costs incurred to date bear to the estimated total costs of a contract. The percentage of completion is then applied to the total contract value to determine the revenue earned to date. When the current estimate of total contract costs and revenues indicate a loss, provision is made for the entire loss on the contract irrespective of the amount of work done. Revenue recognized in excess of amounts billed to customers are classified under current assets as unbilled revenue. Amounts billed to customers in excess of revenue recognized are classified under current liabilities as billings in excess of revenue.

**Expenses**

Selling and distribution expenses principally comprise of costs incurred in the distribution and sale of the Company's products. All other expenses are classified as general and administrative expenses.

General and administrative expenses include direct and indirect costs not specifically part of cost of sales or contract cost as required under accounting principles generally accepted in the Kingdom of Saudi Arabia.

Allocations between general and administrative expenses, cost of sales and contract cost, when required, are made on a consistent basis

**Inventories**

Inventories are stated at the lower of cost or net realizable value. Cost of finished goods includes cost of materials, labour and an appropriate proportion of direct overheads. Other inventories are valued on a weighted average cost basis. An allowance is made wherever necessary for obsolete, slowing-moving and defective stock.

Net realizable value represents the estimated selling price for the inventories less costs necessary to make the sale.

**Investment in subsidiaries**

Investments in subsidiaries which are more than 50% owned and in which the Group exercises control are consolidated based on the financial statements of the respective subsidiaries in the interim consolidated financial statements of the Group.

Intercompany transactions, balances and unrealized gains and losses on transactions between Group companies are eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of all investments and financial instruments is reduced to recognize other than temporary diminution in value.



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**NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED)  
THREE-MONTH AND TWELVE-MONTH PERIODS ENDED DECEMBER 31, 2014**  
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**Investment in associates**

Investments in companies which are at least 20% owned and in which the Group exercises significant influence are recorded using the equity method, under which the investment is stated initially at cost and adjusted thereafter for the post acquisition change in the Group's share of the net assets of the investee. These are referred to as associates. The Group's share in the associates' net income for the period is included in the interim consolidated statement of operations. Dividends are recorded when the right to receive the dividend is established.

**Property, plant and equipment**

Property, plant and equipment are stated at cost less accumulated depreciation. Expenditure on maintenance and repairs is expensed, while expenditure for betterment is capitalized. Depreciation is provided over the estimated useful lives of the applicable assets using the straight line method. Leasehold improvements are amortized over the shorter of the estimated useful life or the remaining term of the lease. The estimated rates of depreciation of the principal classes of assets are as follows:

	<b>Number of years</b>
Buildings	15 - 50
Plant and machinery	4 - 20
Furniture and fixtures	4 - 10

**Capital work-in-progress**

Capital work-in-progress represents all costs relating directly and indirectly to the projects in progress and is capitalized as property and equipment when the project is completed.

**Investment properties**

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Land is recorded at cost. Investment properties, excluding lands, are stated at cost, including transaction cost less accumulated depreciation and reviewed every balance sheet date for any decline in the value of the investment.

Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the assets) is including in the interim consolidated statement of operations in the period in which the property is derecognized.

**Goodwill**

The goodwill represents the excess of the investment over the Group's share in the value of the net assets of the investee company at the date of acquisition and is stated at cost less any impairment, if any. Goodwill is not amortized but is reviewed for impairment at least annually.

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**Impairment of goodwill**

For the purpose of impairment testing, goodwill is allocated to each of the cash generating units expected to benefit from the synergies of the combination. Cash generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than the carrying amount of the unit, the impairment amount is allocated first to reduce the carrying amount of the any goodwill allocated to the unit and then to the other assets of the unit pro rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognized for goodwill is not reversed in a subsequent period.

On disposal of a subsidiary or a jointly controlled entity, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

**Impairment of non-current assets, excluding goodwill**

At each balance sheet date, the Group assesses whether there are any indications, whether internal or external, of impairment in the value of non-current assets. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. The recoverable amount of an asset is the higher of its value in use and fair value less cost to sell.

A non-current asset is considered impaired if its carrying amount is higher than its recoverable amount. To determine impairment, the Group compares the non-current asset's carrying amount with the non-discounted estimated cash flow from the asset's use. If the carrying amount exceeds the non-discounted cash flow from the asset, the Group estimates the present value of the estimated future cash flows from the asset. The excess of the carrying amount over the present value of the estimated future cash flows from the assets is considered an impairment loss.

An impairment loss is recognized immediately in the interim consolidated statement of operations. Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, such that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in the prior years. A reversal of an impairment loss is recognized immediately in the interim consolidated statement of operations. Impairment loss relating to intangible assets with indefinite lives is not reversed in a subsequent period. A reversal of an impairment loss to intangible assets with identified useful life is recognized immediately in the interim consolidated statement of operations.

**Derivative financial instruments**

The Group uses derivative financial instruments such as metal futures that are cash settled to hedge the exposure against metal price changes risk on sale of goods.

Derivative financial instruments are initially recognized at fair value and subsequently re-measured at fair value. Derivatives are recognized as a financial asset if it has a positive fair value and as a financial liability if has a negative fair value.

The gain or loss on re-measurement to fair value is recognized immediately in the interim consolidated statement of operations. However, where derivatives qualify for hedge accounting, recognition of any resulting gain or loss depends on the nature of the item being hedged.

The derivative instruments used by the Group are designated as cash flow hedges of the risks being hedged. The use of financial derivatives is governed by the Group's policies which provide written principles on the use of financial derivatives consistent with the Group's risk management strategy.



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THREE-MONTH AND TWELVE-MONTH PERIODS ENDED DECEMBER 31, 2014**

(Expressed in thousand Saudi Riyals unless otherwise stated)

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Changes in the fair value of derivative financial instruments that are designated and effective as hedges of forecast transactions are recognized directly in interim consolidated statement of shareholders' equity. If the cash flow hedge results in the recognition of an asset or a liability, then at the time the asset or liability is recognized, the associated gains or losses on the derivative that had been recognized in interim consolidated statement of shareholders' equity are included in the initial measurement of the asset or liability.

Changes in fair value of derivative financial instruments that do not qualify for hedge accounting are recognized in the interim consolidated statement of operations as they arise. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, for forecast transactions, any cumulative gain or loss on the hedging instrument recognized in equity is retained in equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognized in equity is transferred to the interim consolidated statement of operations for the period.

**Financial assets and financial liabilities**

Financial assets comprise of cash and cash equivalents, accounts receivables, other receivables, certain investments and due from related parties. These financial assets are initially measured as fair value and thereafter at their cost value as reduced by appropriate allowance for estimated irrecoverable amounts.

Financial liabilities are classified according to the substance of the contractual arrangements entered into. Significant financial liabilities include loans, accounts payable, obligation under finance lease and due to related parties and are stated at their fair value.

**Impairment of financial assets**

Financial assets are assessed for indicators of impairment at each balance sheet date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

Certain categories of financial assets, such as accounts receivable, that are assessed not to be impaired individually are subsequently assessed for impairment on an individual basis. Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period as well as observable changes in national or local economic conditions that correlate with default on receivables.

The carrying amount of the financial asset is reduced through the loss resulting from the impairment immediately for all the financial assets except for the accounts receivable as they are not considered recoverable it is written-off against the allowance account. Subsequent recoveries of amounts previously written-off are credited to the interim consolidated statement of operations. Changes in the carrying amount of the allowance account are recognized in the interim consolidated statement of operations

**Zakat and income tax**

The Group is subject to the regulations of the Directorate of Zakat and Income Tax (DZIT) in the Kingdom of Saudi Arabia. Zakat is provided on an accrual basis. The Zakat charge is computed on the Zakat base. Any differences in the estimate is recorded when the final assessment is approved at which time the accrual is cleared.

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Foreign subsidiaries are subject to income taxes in their respective countries of domicile. Such income taxes are charged to interim consolidated statement of operations.

**Research and development costs**

Research costs are charged to the interim consolidated statement of operations in the period in which they are incurred.

Development costs are charged to the interim consolidated statement of operations in the period in which they are incurred, except where a clearly-defined project is undertaken and it is reasonably anticipated that development costs will be recovered through future commercial activity. Such development costs, if any deferred and amortized on a straight line basis over the life of the project from the date of commencement of commercial operations.

**End-of-service indemnities**

End-of-service indemnities, required by Saudi Arabian Labour Law, are provided in the interim consolidated financial statements based on the employees' length of service.

**Foreign currency translation**

Foreign currency transactions are translated into Saudi Riyals at the rates of exchange prevailing at the time of the transactions. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated at the exchange rates prevailing at that date. Gains and losses from settlement and translation of foreign currency transactions are included in the interim consolidated statement of operations.

On consolidation, the assets and liabilities of the Group's overseas subsidiaries are translated at exchange rates prevailing on the interim consolidated balance sheet date. Income and expenses are translated at the average exchange rates for the period. Exchange differences arising, if any, are classified as equity and transferred to the Group's translation reserve.

**Leasing**

Leases are classified as capital leases whenever the terms of the lease transfer substantially all of the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Assets held under capital leases are recognized as assets of the Group at the lower of the present value of the minimum lease payments or the fair market value of the assets at the inception of the lease.

Finance costs, which represent the difference between the total leasing commitments and the lower of the present value of the minimum lease payments or the fair market value of the assets at the inception of the lease, are charged to the statement of operations over the term of the relevant lease in order to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

Rentals payable under operating leases are charged to income on a straight line basis over the term of the operating lease.

**3. INTERIM FINANCIAL RESULTS**

The interim consolidated financial statements for the three-month and twelve-month periods ended December 31, 2014 have been prepared in accordance with SOCPA's Standard of Review of Interim Financial Reporting, on the basis of integrated periods, which views each interim period as an integral part of the financial year. Accordingly, revenues, gains, expenses and losses of the period are recognized



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during the period. The accompanying interim consolidated financial statements include all adjustments, comprising mainly of normal recurring accruals, considered necessary by the management to present fair statements of financial position, results of operations and cash flows. The interim consolidated financial statements do not include all information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group's audited consolidated financial statements for the year ended December 31, 2013.

**4. GOODWILL**

On July 31, 2009, the Group acquired 79% of the issued share capital of Elimsan Salt Cihazlari ye Elektromekanik San ve Tic. A.S. (group of companies) for consideration of SR 128,336 thousand.

The acquisition was accounted for using the purchase method of accounting. The purchase consideration in excess of the fair value of the net assets acquired, which amounted to Saudi Riyals 86,558 thousand, has been accounted for as goodwill in these interim consolidated financial statements.

**5. OTHER LONG TERM LIABILITIES**

Other long term liabilities include SR Nil (2013: 36,109 thousand) payable to previous shareholders in relation to an acquisition of Elimsan Salt Cihazlari ve Elektromekanik San ve Tic. A.S. During the period, the Group settled the liability.

**6. SHARE CAPITAL**

The share capital consists of 76,000,000 shares of Saudi Riyals 10 each as at December 31, 2014 and December 31, 2013.

**7. STATUTORY RESERVE**

In accordance with the Regulations for Companies in the Kingdom of Saudi Arabia, the Company transfers 10% of the net income for the year to a statutory reserve until such reserve equals 50% of its share capital. This reserve currently is not available for distribution to the shareholders of the Company.

**8. CUMULATIVE CHANGES IN FAIR VALUES**

Movement in cumulative changes in fair values is as follows as of December 31:

	<b>2014</b>	<b>2013</b>
January 1	<b>23,087</b>	28,188
Net movement in unrealized (losses)/gains on available-for-sale investments	<b>(902)</b>	409
Net movement in unrealized losses relating to cash flow hedges	<b>(42,308)</b>	(5,510)
December 31	<b>(20,123)</b>	23,087

The balance of cumulative changes in fair values is comprised of the following as at December 31:

	<b>2014</b>	<b>2013</b>
Net unrealized gains on revaluation of investments	-	902
Net unrealized (losses)/gains relating to cash flow hedges	<b>(20,123)</b>	22,185
December 31	<b>(20,123)</b>	23,087

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**9. (LOSS)/INCOME PER SHARE**

(Loss)/income per share for the three-month and twelve-month periods ended December 31, 2014 and 2013 have been computed by dividing the net loss, loss from main operations and (loss)/income per share from other operations for such periods by the number of shares outstanding at the end of the period.

**10. SEGMENTAL INFORMATION**

Segment information pertains to the Group's activities and operations as basis for preparing its own financial information.

The Group currently operates in manufacturing and selling its products and turnkey power and telecommunication projects.

The Group's operations are conducted in Saudi Arabia, GCC countries and Turkey. Revenues and costs for the twelve-month period ended December 31:

Revenue	Sale of goods		Contract revenue	
	2014	2013	2014	2013
Kingdom of Saudi Arabia	967,023	1,445,499	128,756	366,972
Other Gulf Cooperation Council Countries	45,716	57,389	-	-
Turkey	514,686	540,373	26,647	37,626
	<b>1,527,425</b>	<b>2,043,261</b>	<b>155,403</b>	<b>404,598</b>
Cost	Cost of sales		Contract cost	
	2014	2013	2014	2013
Kingdom of Saudi Arabia	992,717	1,405,288	123,240	378,682
Other Gulf Cooperation Council Countries	42,557	53,163	-	-
Turkey	511,169	529,196	18,624	11,151
	<b>1,546,443</b>	<b>1,987,647</b>	<b>141,864</b>	<b>389,833</b>

Selected financial information for the twelve-month period ended December 31, and financial position as of December 31, 2014 and 2013, summarized by geographic area, is as follows:

2014 (Unaudited)	Saudi Arabia	GCC countries	Turkey	Total
Accounts receivable	498,550	5,642	64,401	568,593
Property, plant and equipment	391,354	118	370,857	762,329
Short term loans	646,006	-	197,210	843,216
Long term loans	302,769	-	62,121	364,890
Net loss	(136,588)	(708)	(65,966)	(203,262)
2013 (Audited)	Saudi Arabia	GCC countries	Turkey	Total
Accounts receivable	650,137	16,238	81,254	747,629
Property, plant and equipment	440,089	315	385,133	825,537
Short term loans	836,022	-	248,986	1,085,008
Long term loans	321,752	-	59,540	381,292
Net loss	(174,459)	(306)	(54,352)	(229,117)



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**11. FINANCIAL RESTRUCTURING**

The Group has engaged internationally renowned institutions of financial advisors, to restructure the financial requirements of the Group. A comprehensive plan proposing a long term feasible financial structure for the group, with additional working capital financing, including a capital increase, which will help stabilise, and strengthen the on-going operations, has been presented to its lenders. The Group has reached agreement with certain lenders on its facilities, and continues to work closely with the remaining lenders, in reaching agreement on its financial structure, and expects to finalise its restructuring plan with all its lenders by the end of March 2015.

**12. NON-CASH TRANSACTIONS**

Non-cash transactions comprised the following:

	<u>2014</u>	<u>2013</u>
Cumulative changes in fair values	(43,210)	(5,101)
Exchange difference on translation of foreign operations	951	(7,185)
Movement in non-controlling interest, net	<u>6,124</u>	<u>(8,814)</u>

**13. COMMITMENTS AND CONTINGENCIES**

	<u>2014</u>	<u>2013</u>
Outstanding forward metal contracts	<u>411,840</u>	<u>746,242</u>
Contingent liabilities in respect of performance and bid bonds	<u>170,502</u>	<u>330,187</u>
Authorized and contracted for capital expenditure commitments	<u>9,774</u>	<u>4,143</u>
Contingent liabilities in respect of outstanding letters of credit	<u>-</u>	<u>2,068</u>
Corporate guarantees issued	<u>79,217</u>	<u>69,824</u>

In addition to providing guarantees in respect of bank facilities available to certain subsidiaries, the parent company has also provided undertakings to support such subsidiaries in meeting their liabilities as they fall due.

**14. COMPARATIVE FIGURES**

Certain figures for 2013 have been reclassified to conform to the presentation of 2014.