TITAN

2011 Annual Report

Full Edition

TITAN is an independent cement and building materials producer with over 100 years of industry experience.

Based in Greece, the Group owns cement plants in 9 countries and is organized in four geographic segments: U.S.A., Greece and Western Europe, Southeastern Europe and Eastern Mediterranean.

Throughout its history TITAN has aimed to combine operational excellence with respect for people, society and the environment.

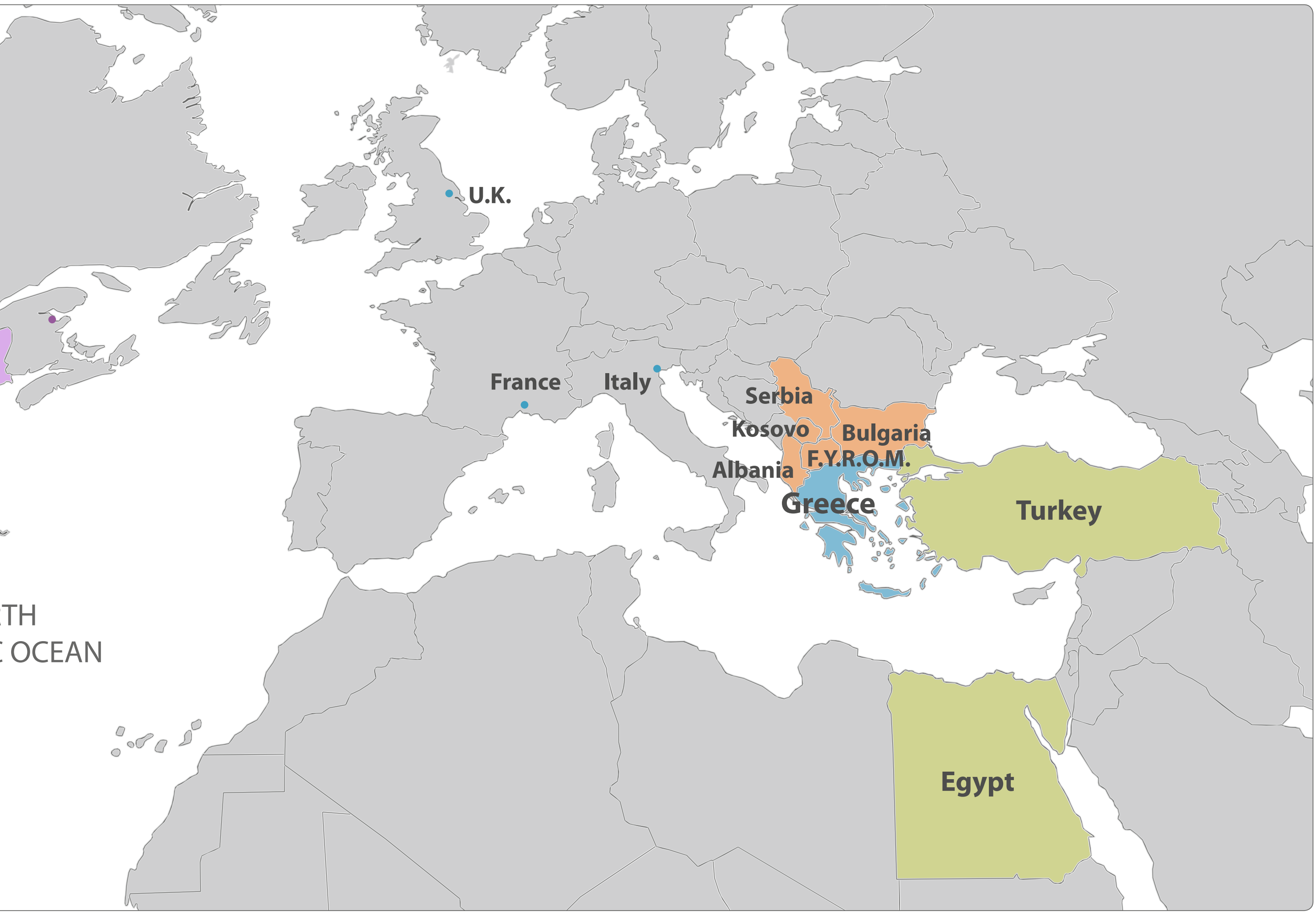
Useful symbols:

- For additional information please refer to TITAN Group website: www.titan-cement.com
- For additional information please refer to the online version of the 2011 CSR and Sustainability Report
- For additional information please refer to the online version of the 2011 Annual Report
- For additional information please refer to the web link provided

Geographical Presence of TITAN Group

U.S.A.	
Cement plants	2
Quarries	6
Ready-mix plants	96
Distribution terminal	14
Concrete block plants	9
Fly Ash Processing plants of which 1 in Canada	7
Employees	1,733

GREECE AND WESTERN E
Cement plants
Quarries
Ready-mix plants
Distribution termin
Dry mortar plants
Fly Ash Processing
Employees



EUROPE	
	4
	29
	28
al	4
	1
plants	1
	1,208

SOUTH EASTERN EUROPE	
Cement plants	5
Quarries	11
Ready-mix plants	9
Distribution terminals	2
Employees	1,690

EASTERN MEDITERRANEAN	
Cement plants	3
Grinding Plants	2
Quarries	15
Ready-mix plants	4
Employees	1,009

2011 Contents

TITAN CEMENT GROUP

- 109 years of industrial history (1902-2011)
- Operations in four major regions, U.S.A., Greece and Western Europe, South Eastern Europe, Eastern Mediterranean
- Successful geographic diversification and vertical integration through more than € 3.1 billion investments since 2000
- Recent expansion of presence in emerging market. Start up of a new cement plant in Albania and acquisition of Sharrcem cement plant in Kosovo
- Commitment to Sustainable Development and leadership in CSR, are an integral part of TITAN's strategy

Key Figures 2007 - 2011

KEY FINANCIALS

(€ thousand)	2011	2010 (3)	2009	2008	2007
TOTAL ASSETS	3,277,653	3,082,910	3,005,620	3,194,090	2,325,864
INVESTED CAPITAL	2,265,190	2,344,921	2,420,127	2,509,873	1,741,587
SHAREHOLDERS´ EQUITY	1,557,466	1,568,267	1,449,053	1,396,056	1,172,827
TURNOVER	1,091,404	1,350,488	1,360,571	1,578,458	1,496,915
EBITDA	242,667	315,085	332,695	380,052	427,926
EARNINGS BEFORE TAX AND MINORITY INTEREST	37,739	130,032	158,139	210,016	300,346
EARNINGS AFTER TAX AND MINORITY INTEREST	11,011	103,075	123,393	208,224	239,739
BASIC EARNINGS PER SHARE	0.14	1.27	1.52	2.53	2.85
NET DIVIDEND (1)	0	6,565	15,224	35,510	63,399
DIVIDEND PER SHARE	0.00	0.08	0.18	0.42	0.75
NUMBER OF SHARES AS OF DEC 31st	84,632,528	84,613,840	84,576,118	84,546,774	84,532,574
INTEREST COVERAGE RATIO	1.96	3.97	4.67	5.07	9.52
NET DEBT TO EBITDA RATIO	2.92	2.46	2.92	2.93	1.34
RETURN ON INVESTED CAPITAL (2)	0.9%	4.7%	4.9%	9.9%	15.5%

KEY NON FINANCIAL INDICATORS

	2011	2010	2009
NUMBER OF EMPLOYEES	5,640	6,161	5,903
EMPLOYEE LOST TIME INJURY FREQUENCY RATE (LTIFR)	1.49	2.33	2.64
GROSS DIRECT CO_2 SPECIFIC EMISSIONS (kg/t product) including ST[4]	626.8	655.3	633.0
SPECIFIC WATER CONSUMPTION (lt/t/cement)	340.1	362.3	447.8
ENVIRONMENTAL EXPENDITURES (€ million)	36.6	27.1	20.0

(1) : In 2010 in addition to the dividend the Company distributed €8.7 million (€0.10/share) from special reserves.
(2) : Net Profit after taxes and before minority interest divided by average invested capital.
(3) : Restated due to change in accounting policy.
(4): Separations Technologies (ST) produces ProAsh®, a cementitious product that can be used for the production of construction materials with smaller carbon footprint. The reference is based on specific year equity.

To our shareholders

2011 was another year of macroeconomic uncertainties, resulting in a challenging background for TITAN. Construction activity, both in the private and the public sector, remained subdued in most of the developed world. Capacity utilization of cement, concrete and aggregates manufacturing facilities was low on average, putting pressure on margins. Increasing energy costs also weighed on operating profitability.

At TITAN, we were faced with particular challenges in each of our three most important markets: the U.S.A., Egypt and Greece.

In the U.S., construction stagnated at extraordinarily low levels, held back by falling house prices, limited job creation and poor public finances. Demand in the South East, where the bulk of our operations is located, may have good longer term prospects, but in the current crisis has witnessed a steeper decline than average.

In Egypt, the political uncertainty and social upheaval resulting from the revolution in early 2011 affected economic activity and had a negative impact on demand for building materials.

In Greece, the construction sector has collapsed. The continued recession of the Greek economy and the ominous forecasts regarding its future course, led to a dramatic further decline of building activity. The decline in housing starts continued for the fifth consecutive year, and even accelerated. So far, investment in housing has declined by approximately 70% since 2006. At the same time, repeated cutbacks in the public investment program and the State's inability to cover its arrears, has brought public works to a standstill. In addition to the sharp decline of demand in the domestic market, the upheaval in North Africa prevented planned cement exports to the region.

Continued growth in Turkey and a marginal turnaround in South Eastern Europe, could not compensate for the lower contributions from the U.S., Egypt and Greece. Our results suffered correspondingly. Turnover posted a 19% decline compared to 2010. Earnings before interest, depreciation, and amortization declined by 23% to €243 million. Group net profit, after minority interests and the provision for taxes, reached €11 million, a 89% decrease compared to the previous year.

In this context, our efforts were focused primarily on the strengthening of TITAN's economic fundamentals and the containment of costs.

During the year, we generated €206 million of free cash flow from operating activities. Group net debt was further reduced by €69 million to €708 million. In the last three years, net debt has been reduced by a total of €406 million. We refinanced our existing syndicated credit facility, extending maturities to 2015 and ensured the availability of committed unutilized facilities and cash to cover short term debt over 3 times. We also took the decision to recommend to the General Assembly that no dividend be distributed this year. This interrupts a 58-year run of continuous dividend payouts between 1953 and 2010.

Aiming at further curtailing fixed costs, we adopted a two-year restructuring plan across the Group. In the process of implementing it, we sought to recognize and address the impact on our stakeholders. Even more than in normal times, our long-held commitment to engage our stakeholders and communicate openly proved invaluable.

At the same time as we took necessary steps to face the current crisis, we continued with our ongoing efforts to improve energy efficiency and reduce our carbon footprint. Among the highlights was the successful commissioning of our new processing facility for alternative fuels in the Zlatna Panega plant in Bulgaria. Its operation improves the competitiveness of the plant while, at the same time, providing a useful service to society.

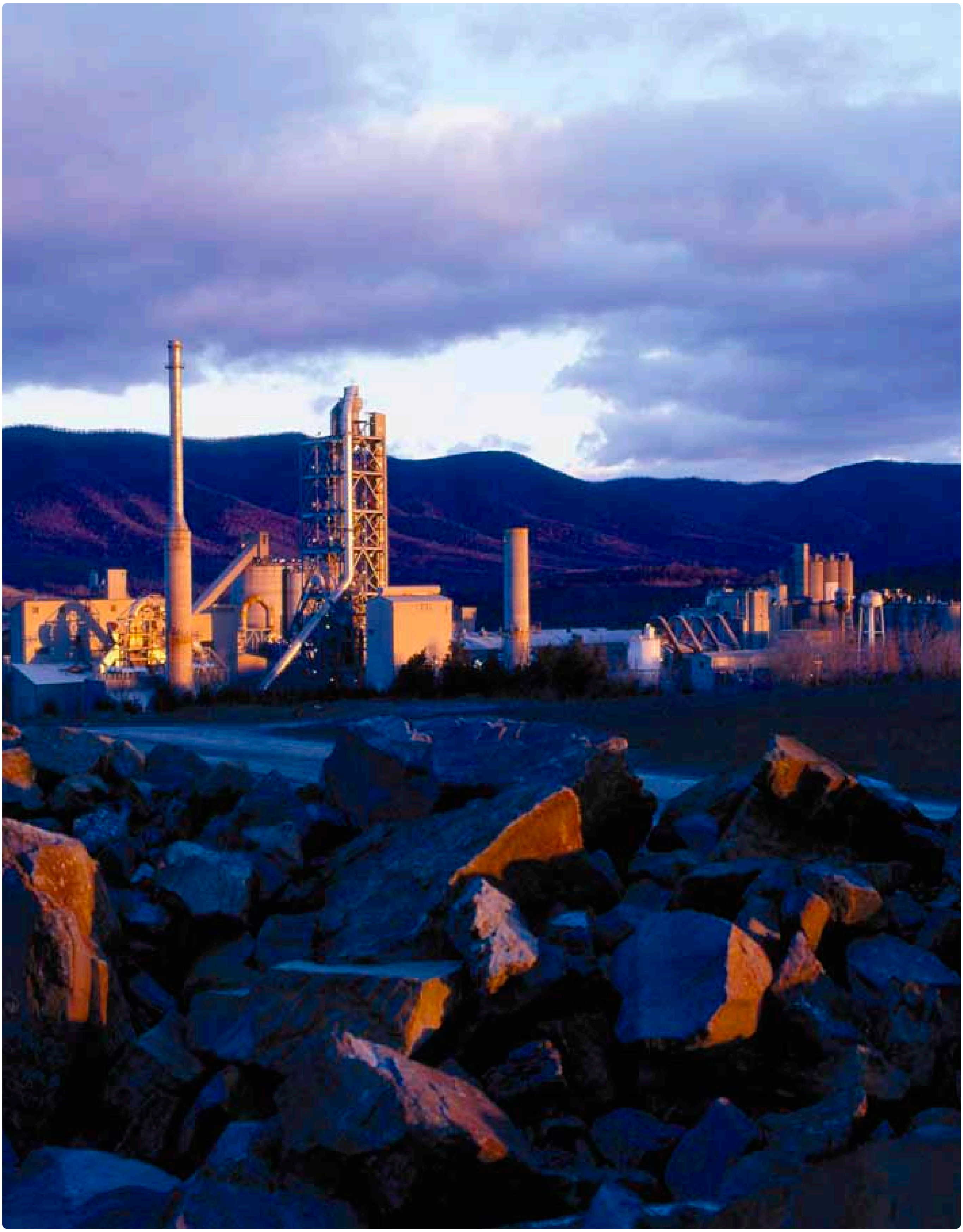
Looking ahead to 2012, the global macroeconomic landscape is still quite uncertain and a number of important risks are clearly present. The outlook remains most challenging in Greece, as the country is undergoing a deep economic and political crisis and uncertainty is high. We expect demand for our products to record a further considerable decline.

On the other hand, in the U.S.A., there is increasing optimism that the market may be beginning to recover. On the whole, we are also guardedly optimistic about the outlook in most of the emerging markets in which we operate.

Nonetheless, our priorities will remain centered, once again, around financial flexibility and cost containment.

Plato said: "Our City is what it is because our people are who they are". At TITAN we are grateful to all our employees for their support during these challenging times.

Dimitri Papalexopoulos
Chief Executive Officer



TITAN Cement Group Overview 2011

TITAN is an international building materials Group, headquartered in Athens, Greece.

TITAN Group has operations in the U.S.A., Greece and Western Europe, South Eastern Europe and the Eastern Mediterranean, covering a wide spectrum of heavy building materials: cement, ready-mix concrete, concrete blocks, dry-mix mortars, fly ash and aggregates.

TITAN is a signatory to the United Nations Global Compact since 2000.

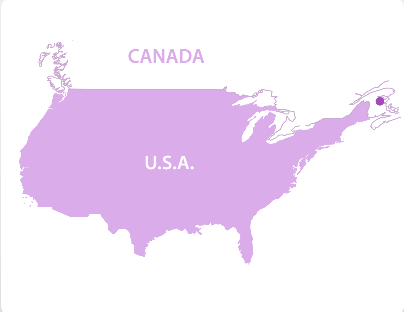
The Group is a core member of the World Business Council for Sustainable Development (WBCSD) and has joined the Cement Sustainability Initiative (CSI) which it leads as a co-chair since 2011.

TITAN is also a core member of the business network CSR Europe.

This section provides an overview of the Group's operations across the world, including the financial results achieved in each region, market trends and CSR highlights of 2011.

CSR EUROPE

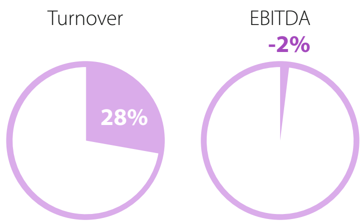
U.S.A.



Key Figures

- Two cement plants
- Six quarries
- Ninety six ready-mix plants
- Fourteen distribution terminals
- Nine concrete block plants
- Six fly ash processing plants in the U.S.A. and one in Canada
- Employees: 1,733

Financial



Market Trends

- Building activity in South-Eastern U.S.A. remains stagnant at very low levels
- Historically low plant utilization rate provides large operating leverage potential
- Strong demographic trends for the Southeast will drive demand in the longer term

CSR Highlights

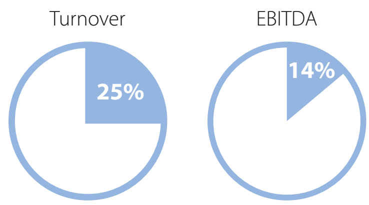
Roanoke receives another EPA Energy Star®; three Virginia ready-mix plants become certified under the Sustainable Concrete Plant Certification Program

GREECE AND WESTERN EUROPE

Key Figures

- Four cement plants
- Twenty nine quarries
- Twenty eight ready-mix plants
- Four distribution terminals
- One dry mortar plant
- One fly ash processing unit
- Employees: 1,208

Financial



Market Trends

- Greek recession causes building activity to plummet in 2011, the 5th consecutive year of decline
- Weak housing market and surplus house inventory weigh on demand
- Shutdown of North African markets impacts TITAN's exports in 2011

CSR Highlights

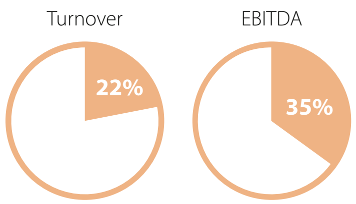
Increased use of alternative fuels. Kamari becomes the first cement plant to surpass Group target for substitution of conventional by alternative fuels

SOUTHEASTERN EUROPE

Key Figures

- Five cement plants
- Eleven quarries
- Nine ready-mix plants
- Two distribution terminals
- Employees: 1,690

Financial



Market Trends

- Economic recovery is beginning to positively impact construction activity
- First full year of operation of the new cement plant in Albania (1.5 million tons capacity)
- Consolidation of a regional cluster of operations through the integration of the cement plant in Kosovo (0.6 million tons capacity)

CSR Highlights

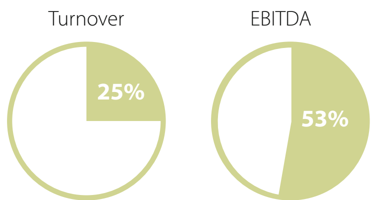
New installation for processing and use of alternative fuels in Zlatna Panega, Bulgaria; reactivation of the Global Compact network in F.Y.R.O.M.; publication of first local CSR report in Serbia

EASTERN MEDITERRANEAN

Key Figures

- Three cement plants
- Two grinding plants
- Fifteen quarries
- Four ready-mix plants
- Employees: 1,009

Financial



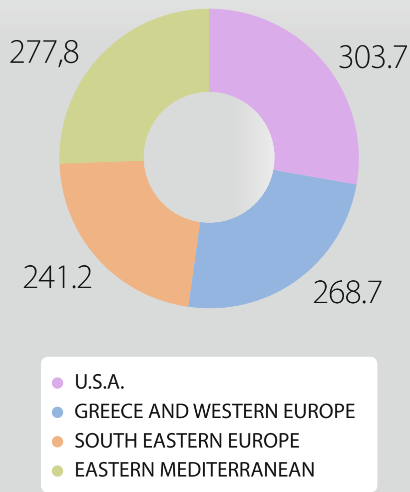
Market Trends

- Social and political upheaval in Egypt dampens previously high growth rates in the construction sector
- New cement capacity in Egypt weighs on supply/demand balance
- In Turkey strong economic growth leads to substantial increase of domestic demand for building materials

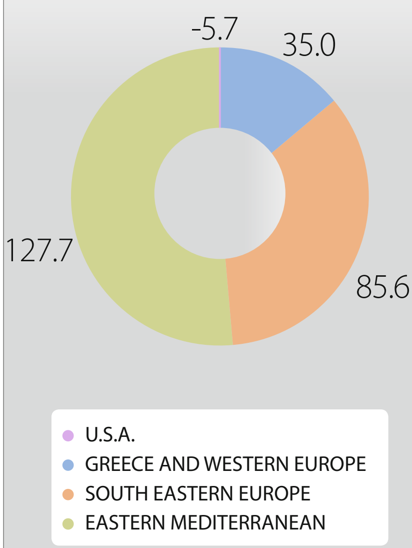
CSR Highlights

Beni Suef and Alexandria cement plants in Egypt and the Tokat plant in Turkey, received OHSAS 18001 certification for their Occupational Health and Safety systems

TURNOVER (€ million)



EBITDA (€ million)



Strategy

Driven by our corporate values and a focused strategy we strive to achieve a clear **Governing Objective**

To grow as a multi-regional, vertically integrated building materials and cement producer, combining an entrepreneurial spirit and operational excellence with respect for people, society and the environment.

Our **Corporate Strategy** is developed and continually refined in the context of the global and local markets in which we operate.

Geographical Diversification
We extend our business and strengthen our business portfolio through acquisitions and greenfield development into attractive new markets.

Continuous Competitiveness Improvement
We continuously strive to improve our cost structure and enhance our competitive position by investing in our asset base and by implementing new methods and processes throughout our business

Vertical Integration
We extend our footprint into all products of the heavy building materials value chain, gaining greater diversification and accessing new business opportunities.

Focus on Human Capital and CSR
We develop and continuously improve our good relationships with all internal and external stakeholders based on mutual respect and understanding.

Corporate Values

At TITAN we are proud of the fact that we are a values-driven business. Our Values, deeply rooted in our heritage and stemming directly from the principles, beliefs and vision of the founders back in 1902, remain our very core today.

Integrity
Ethical business practices ; Transparency; Open communication

Know-How
Enhancement of our knowledge base; Proficiency in every function; Excellence in core competencies

Value to customer
Anticipation of customer needs; Innovative solutions; High quality of products and services

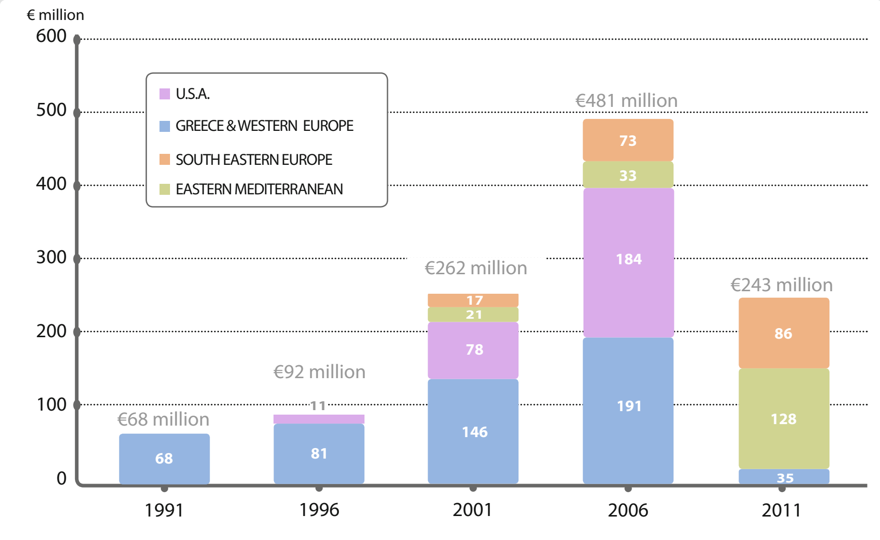
Delivering results
Shareholder value; Clear objectives; High standards

Continuous self-improvement
Learning Organization; Willingness to change; Rise to challenges

Corporate Social Responsibility
Safety first; Sustainable development; Stakeholder engagement

Geographic Diversification Helps Mitigate Demand Cycles

TITAN Group EBITDA



Within this period TITAN's capacity has increased five-fold with no call for equity

Summary of Risks

The Group is exposed to risks and uncertainties due to the nature of the operations and its geographic exposure, which could affect the normal course of business and financial performance.

The primary objective of the Group's Board of Directors and management is to ensure, through the application of proper risk management systems, that potential risks be identified on time and dealt with appropriately.

The most important risks the Group faces include:
Financial Risks: changes driven by uncertainties in the financial markets, including foreign currency and interest rate risks, credit and liquidity risks.

Risks linked to the cyclicality of the construction industry and strategic risks associated with the economic context of the markets where the Group operates, which are beyond its direct control.

Operational risks, arising from climate change and natural disasters, risks associated with production costs and risks regarding safety at work.

Risks, in the context of environmental protection and sustainable development, which are core principles for the Group. To that end, the Group applies policies over and above the prescriptions of the relevant local legislation.

In 2011, TITAN assigned to one of the world's leading consultancy firms the development of a tool to assess health, safety and environmental risks for all Group activities.

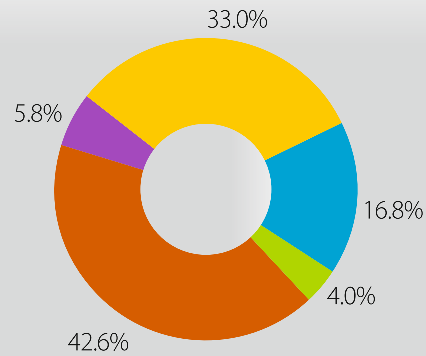
Detailed information on the main risks and uncertainties to which TITAN is exposed, as well as the risk management systems applied, is provided in the Annual Report of the Board of Directors of the online version 2011 Annual Report.

Equity Market Information

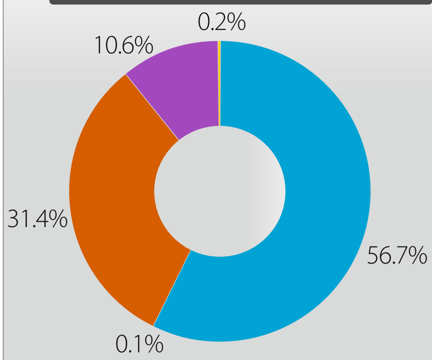
TITAN's shares are traded on the Athens Stock Exchange since 1912. Common shares started trading on Feb. 22, 1912 and preference shares on Nov. 5, 1990.
On 31.12.2011 TITAN Cement Co, S.A. share capital was €338,530,112 consisting of 84,632,528 shares with a par value of €4.00 each, of which 77,063,568 were common shares and 7,568,960 were preference shares. Comprehensive information to institutional and retail investors, as well as equity and credit analysts, is available on the Investor Relations website: http://ir.titan.gr/

Symbols	TITAN Common Shares	TITAN Preference Shares
OASIS	TITK	TITP
Reuters Ticker	TTNr.AT	TTNa.AT
Bloomberg Ticker	TITK GA	TITP GA

TITAN Common Shares as of 31.12.2011

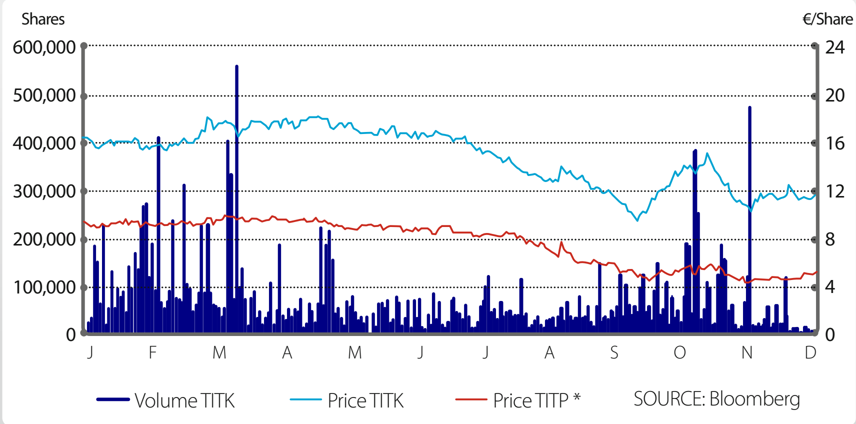


TITAN Preference Shares as of 31.12.2011



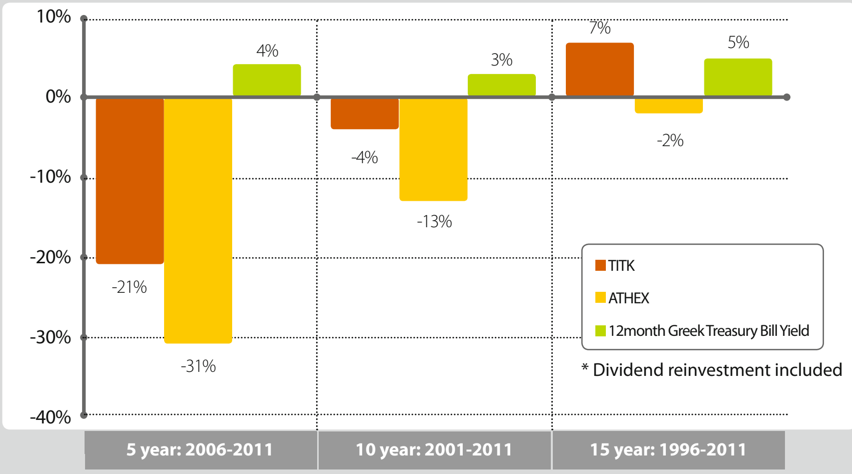
- GREEK INSTITUTIONAL INVESTORS
- FOREIGN INSTITUTIONAL INVESTORS
- OTHER LEGAL ENTITIES
- TREASURY SHARES
- PRIVATE INVESTORS

2011 Price of TITAN Common and Preference Shares and Daily Volume of Transactions

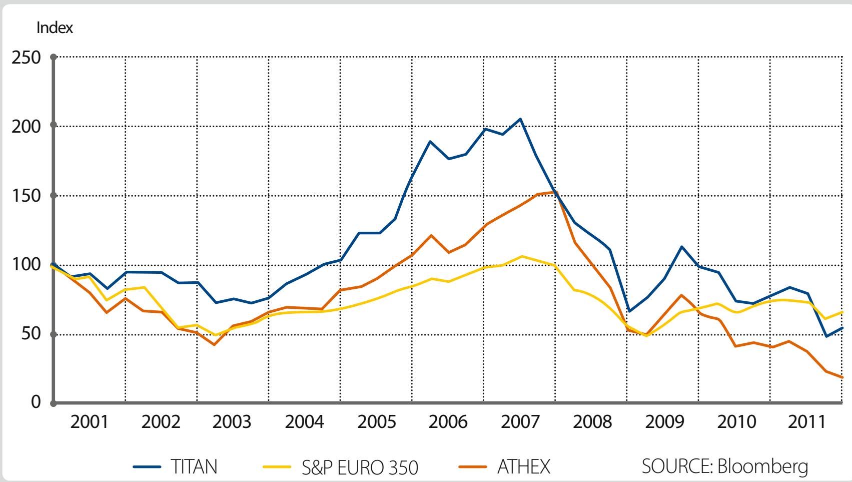


* 2011 Average daily volume of transactions of TITAN Preference Shares: 1,389

Average annual compound return on TITAN Common Shares *



Share price performance of TITAN Common Shares vs the S&P Euro 350 Index and the ASE General Index (31.12.2000 = 100)



Financial Review 2011

The severe recession in Greece, the stagnation of building activity in the U.S.A. at very low levels, as well as the effect of instability in Egypt, took a toll on the 2011 results of TITAN Group. The positive contribution of Turkey and Southeastern Europe partially offset this impact.

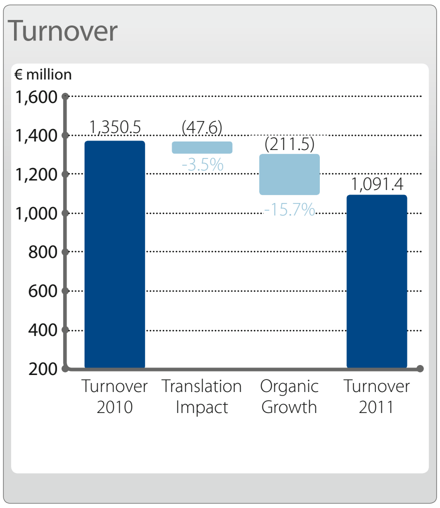
In 2011, Group turnover stood at €1,091 million, posting a 19% decrease compared to 2010. Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA) declined by 23% to €243 million. In addition to market dynamics, results were also impacted negatively by higher fuel costs and positively by increased disposal of excess carbon emission rights. The strengthening of the Euro versus local currencies had a negative effect on results, while asset impairment charges at year's end amounted to €18.7 million. Overall Group net profit, after minority interests and the provision for taxes, reached €11 million, a decline of 89% compared to 2010.

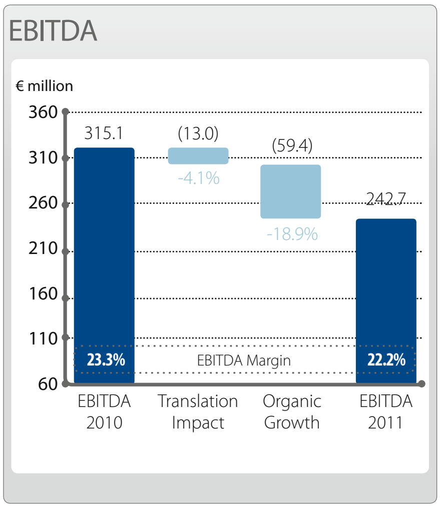
The Group's continuous efforts towards cost containment, resulted in lower administrative, operating and selling expenses, which declined by 6% in 2011 compared to the previous year and stood at €122 million.

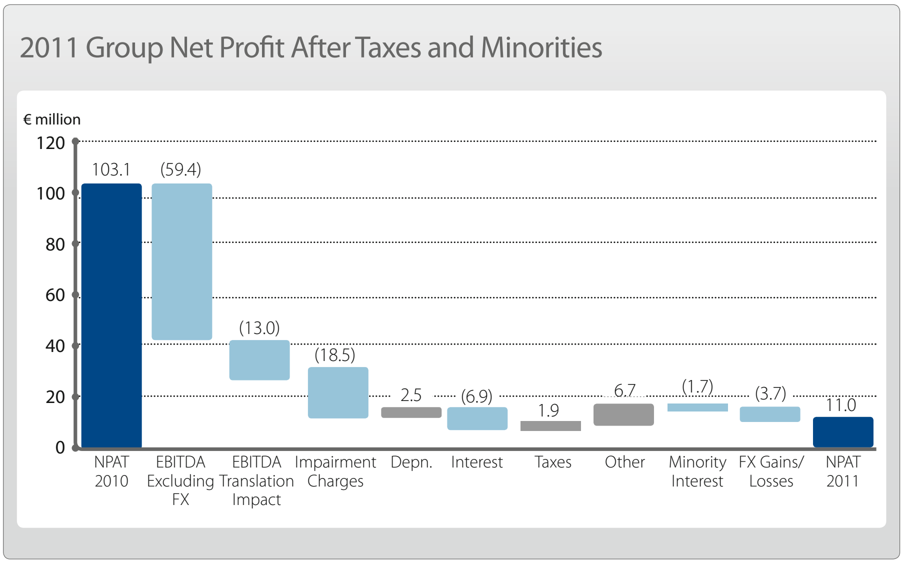
In the course of the year, the Group also adopted a two-year restructuring plan with a view to reduce fixed costs further. It is estimated that the plan will accrue €26 million in fixed cost savings annually. The project realigns resources to growth markets and reduces fixed costs in mature markets with a Group-wide scope and a particular focus on Greece and the U.S.A. The cost of implementing the restructuring plan affected EBITDA for the year by €12 million.

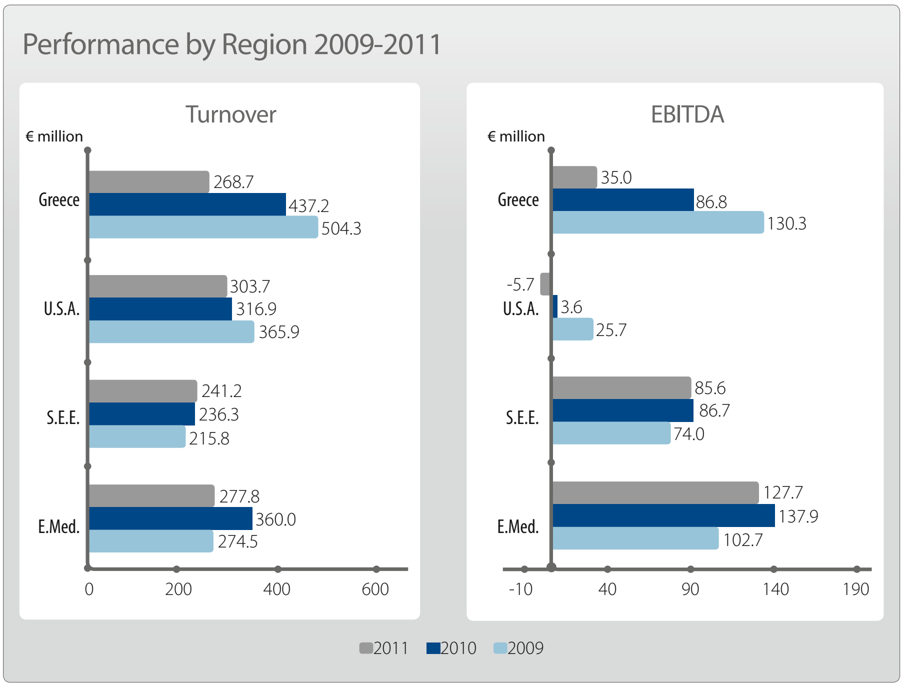
In 2011, financial expenses increased by 6% compared to the previous year, reaching €66 million, mainly due to the increase in interest rates and expenses. In the course of 2011, the Group refinanced its existing syndicated credit facility maturing in April 2012 with two new four-year syndicated credit facilities maturing in 2015.

Despite trough like conditions in key markets, TITAN Group generated positive operating cash flow of €206 million in 2011. As a result, Group net debt was further reduced by €69 million in 2011 and stood at €708 million at the end of the year. In the last three years, the Group's net debt has been reduced by a total of €406 million. The Net Debt/EBITDA ratio stood at 2.9 times at the end of 2011. The ratio of the Group's









Financial Review 2011

committed long term unutilized facilities and cash over short term debt stood at 3.2 times, giving the Group a robust liquidity profile.

In the course of 2011, capital expenditure was further curtailed following the completion of recent investments in Egypt and Albania. Consequently capital expenditure, excluding acquisitions, stood at €58 million a decrease of 33% compared to 2010. Environmental expenditures were €36.6 million compared to €27.1 million in 2010.

TITAN's share price ended the year at €11.59, declining by 29% year on year, outperforming the Athens Exchange Index which declined by 52% during the same period. The return for long term investors has been 7% per annum over the last 15 years.

TITAN is a signatory of the U.N. Global Compact and has been recognized as an Advanced level reporter for reporting on the implementation of the U.N. Global Compact principles. TITAN's commitment to responsible corporate practices was acknowledged and welcomed by international investors, signatories of the United Nations backed Principles for Responsible Investment.

www.unpri.org

Parent company TITAN S.A.

In 2011, the financial results of the parent company TITAN Cement Company S.A. reflected the collapse of the building and construction activity of the Greek market. Turnover for the year stood at €217 million, a decrease of 41% compared to 2010, while EBITDA reached €41 million, posting a 53% decline. The Company posted a €13 million net loss for the year compared to profits of €20.8 million in 2010.

Distribution of TITAN Group Social Product 2011

> To employees for salaries, pensions and social benefits, including additional benefits beyond those provided by law: €218.1million

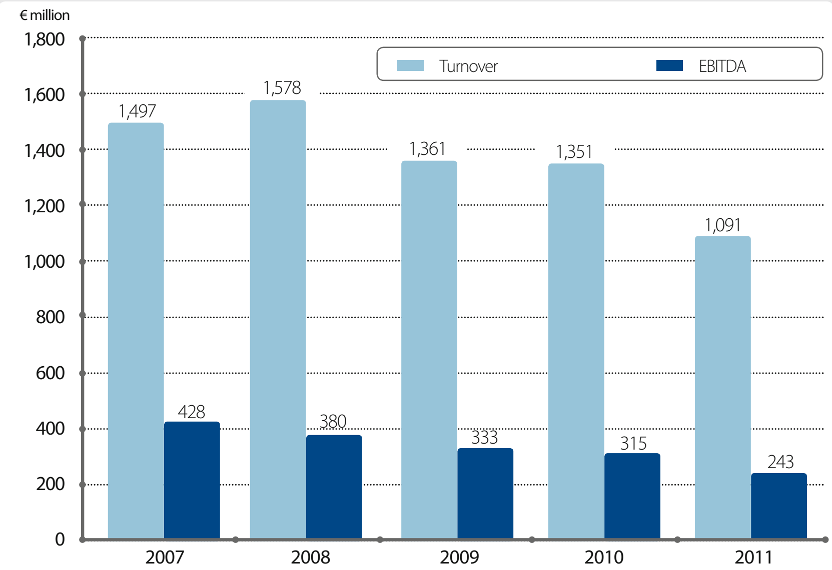
> To local and international suppliers: €642.9 million

> For new investments in fixed assets: €58.1million

> To state and local authorities through taxation: €82.6 million

> Return to shareholders and minorities: €24.9 million

TITAN Group Performance Highlights 2007-2011



Summary of Key Performance Indicators

> Return on Invested Capital:

0.9% (2010: 4.7%)

ROIC= Net Profit After Taxes (before Minorities) / Average Invested Capital

> Leverage:

2.9 (2010: 2.5)

Leverage= Net Debt / EBITDA

> Liquidity Ratio:

3.2 (2010: 5.8)

Liquidity ratio= (Cash+Long term unutilized committed lines)/(Debt maturities within the next 12 months)

> Earnings Per Share:

€0.14 (2010: €1.27)

> Payout Per Share:

€0.00 (2010: €0.08)

> Share Performance (TITK):

-29% year on year
7% per annum (1996-2011)
-4% per annum (2001-2011)
-21% per annum (2006-2011)

Note: 2010 figures restated due to change in accounting policy

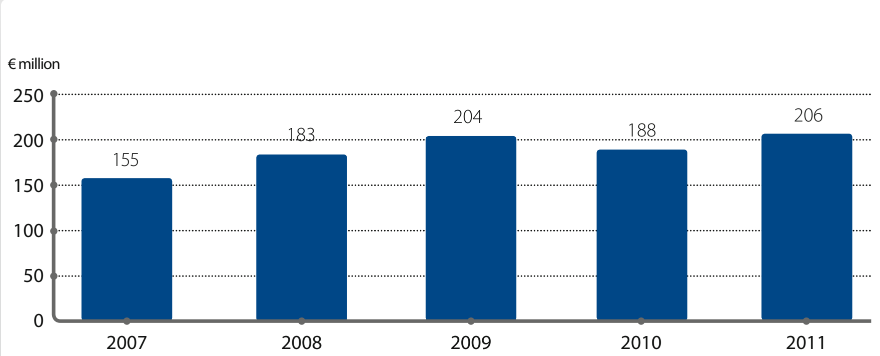
Borrowing Structure and Liquidity Performance

Generation of significant free cash flows from operations allowed the Group to deliver on its commitments.

Despite the crisis and recession in TITAN's key markets, Group Net Debt recorded a continuous de-escalation, year on year since 2008. This was achieved through strict prioritization of capital allocation, optimization of the business portfolio and strong focus on cost control.

Further improvement of financial flexibility remains a top priority for the Group.

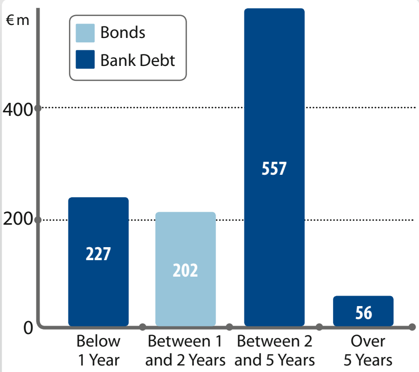
Operating Free Cash Flow 2007-2011



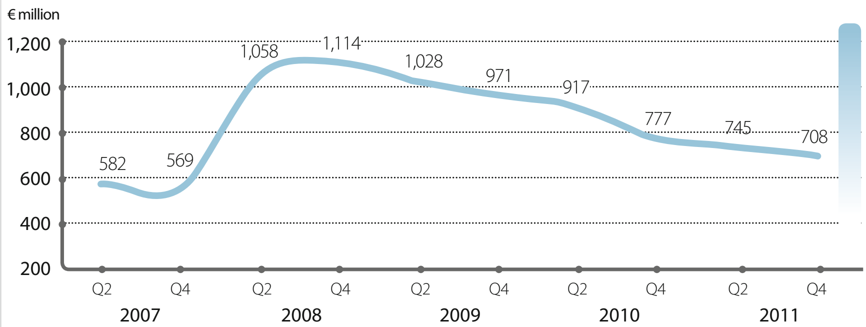
[1] Operating Free Cash Flow = EBITDA – CAPEX – Operating Working Capital – Non-Cash Items

Debt Maturity Profile

31 December 2011



Group Net Debt 2007-2011



TITAN proactively manages and strengthens its liquidity position

Active Portfolio Management

Disposal of non-core assets[1]

Partnerships: IFC minority in Egypt

Expansion: Albania ("Greenfield"), Egypt

Acquisition: Kosovo

[1] *Disposals included: Greek porcelain business, land holdings, U.S.A. quarry, shipping unit.*

Securing Robust Liquidity

(As of Dec 31st , 2011)

Liquidity Ratio[2]: 3.2x

Cash & Cash Equivalents: €334 million

Committed and Unutilized lines: €441 million

[2] *committed long term un-utilized facilities and available cash over short term debt.*

Extending Debt Maturity and Diversification

Prolongation of Debt Profile: €720 million to 2015

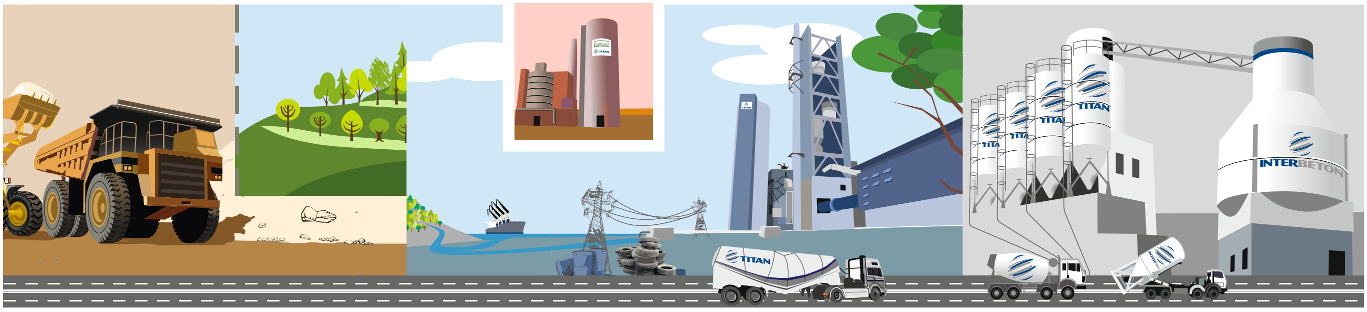
51% of total credit facilities are with international banks, 14% is non bank debt (debentures) and 35% with Greek banks

An Integrated Building Materials Group

TITAN has been actively investing in the entire value chain of building materials, including aggregates, ready-mix concrete, dry mix mortars, building blocks and fly ash beneficiation products. Vertical integration is a major priority of corporate strategy, as the Group pursues new sources of growth by leveraging the benefits of an expanded presence in existing markets.

In 2011, turnover from areas other than the core cement business represented 27% of total.

TITAN has a strong degree of vertical integration in the Eastern U.S.A. and in Greece and a growing presence in the regions of South Eastern Europe and the Eastern Mediterranean.



Innovative

Separation Technologies LLC
A Titan America Business

TITAN Group is a leader in the processing and management of fly ash with a decade of experience in the field. Separation Technologies LLC (ST), acquired by the TITAN Group in 2002, develops commercial applications for a proprietary electrostatic separation process that has applications in a wide range of materials. The ST separator converts fly ash, an industrial waste produced from the burning of coal in power plants, into a sustainable building material used in the construction sector, ProAsh®.

For concrete industry users, ST creates a reliable product that provides cost-savings while increasing the strength and durability of the concrete. At the same time, disposal of fly ash in landfills is avoided, demonstrating that waste recovery can be a sustainable solution which offers business opportunities and benefits to the environment and society.

Separation Technologies offers a range of products for a large number of specific applications.
http://www.stiash.com

ProAsh® | preAsh | greencrete | EcoTherm™

Committed to long term sustainable development

In 2011 TITAN's Research & Development and Quality Centre entered its 20th year of pioneering research in the building materials field, while seeking ways for the Group to best fulfill its sustainability mission. The Centre technically supports production plants, advising on issues ranging from the assurance of raw materials to quality optimization and control, while researching available opportunities for the production of environmentally friendly cement and other building materials.

The Centre's current projects include research on the heat consumption characteristics and cost containment opportunities of using alternative fuels and alternative raw materials; development of new products, like pervious concrete and applications for both concrete and mortar to foster sustainability, broadening the firm's expertise in the life cycle analysis of building materials. These are just a few of the numerous research initiatives currently underway within TITAN Group. TITAN's Research & Development and Quality Centre is an active member of various collaborative projects with academia, research institutes and industry bodies across Europe.

Research, Development and Quality Center
20 YEARS
of pioneering research in building materials

Cement

Cement is a substance with the ability to harden upon contact with water (hydration reaction). It is made by grinding clinker, gypsum and/or other cementitious materials into a fine powder. This fine powder consists of hydraulic calcium silicates and aluminates that when mixed with mineral aggregates (like sand, gravel or crushed stone) and water, act as the binding agent to form concrete.

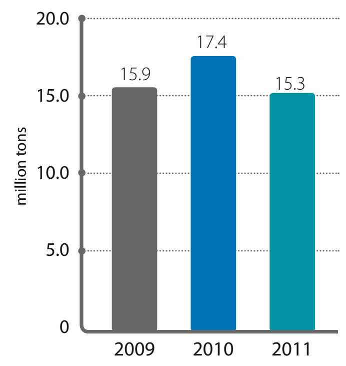
TITAN produces Portland cement, masonry cement and other cementitious materials, such as processed fly ash. Through extensive R&D the Group is able to offer various types of blended cements for specific applications.

Performance

In 2011 sales of cement, clinker and cementitious materials declined by 12% to 15.3 million tons.

The sharp decline of construction activity in Greece and the social upheaval in the countries of North Africa which prevented exports, had a strong impact on Group cement volumes. South Eastern Europe and Turkey posted growth, while the U.S.A. remained in recession for yet another year and the market declined in Egypt.

Sales of cement*



joint-venture sales and cementitious materials included.

Ready-mix concrete

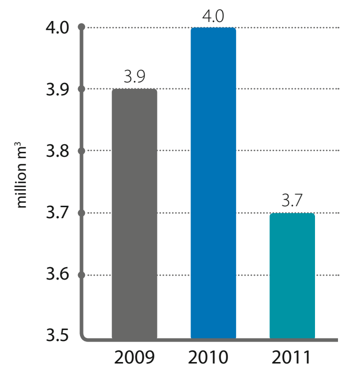
Concrete is produced by mixing cement, water, and aggregates. One cubic meter of concrete mixture contains approximately 300 kg of cement, 150 liters of water and 2 tons of aggregates. Depending on the admixture formula selected, the concrete produced has different properties aimed to address the Group's customers' diverse needs.

Performance

Sales of ready-mix concrete showed more resilience declining by 8% to 3.7 million cubic meters in 2011.

Ready-mix concrete posted strong growth in the emerging markets and also increased in the U.S.A. Growth in these regions offset to a large degree the decline of volumes in Greece.

Sales of ready-mix



Aggregates

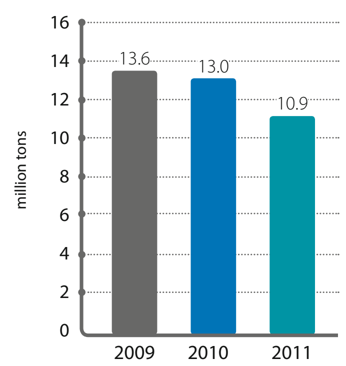
Aggregates include crushed stone, gravel and sand. Aggregates differ in their physical, mechanical and chemical properties, granularity and hardness. The main use of aggregates is the manufacture of concrete or concrete products, like building blocks. Other applications include the construction of roads, railway tracks etc.

Performance

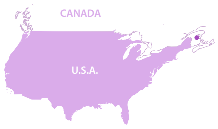
Sales of aggregates declined by 16% compared to the previous year, reaching 10.9 million tons in 2011.

The decline comes as a result of the dramatic fall of demand for building materials in Greece, cushioned partially by growth initiatives in new applications in the U.S.A. market.

Sales of aggregates



U.S.A.



CONSTRUCTION MARKET OVERVIEW

Renewed economic uncertainty was the reason for sub-par growth through most of 2011. For the year, U.S. real GDP grew at an estimated rate of 1.7%.

U.S. construction spending declined to $790 billion in 2011, marking the fifth consecutive year of decline. Of specific note, infrastructure spending, having benefited from American Recovery and Reinvestment Act (ARRA) funds in 2009 and 2010, declined 7% in 2011.

Overall cement consumption stagnated at the depressed level of approximately 72 million tons - nearly 57 million tons lower than the 2005 cyclical peak. Utilization rates are estimated to have remained at just 60% in 2011.

U.S.A. OPERATIONS

The South Atlantic region (which includes Virginia, the Carolinas, and Florida) fared better than the U.S. as a whole, with cement consumption increasing 4% over 2010's level. Continued price erosion, brought on by intense competition combined with input cost inflation weighed down results. Turnover in the U.S. decreased by 4% to €304 million and EBITDA turned negative for the first time to losses of €6 million.

FLORIDA

Although Florida's economy improved modestly in 2011, most of the improvement did not benefit the construction and materials sectors. Housing remains the primary drag, as Florida ranks near the top of the U.S. list in foreclosures, negative equity, and delinquent loans. In addition, immigration, a significant historical source of economic and construction growth in Florida, has retreated in recent years to one-half its former pace, as depressed prices of houses in other parts of the U.S. have limited the ability of retirees and others to relocate.

According to the U.S. Geological Survey, cement consumption in Florida was 3.7 million tons in 2011, the same level recorded in 2010.

Aggregates volumes increased in 2011 with TITAN America's entry into additional end-use markets. This allowed the business to capitalize on infrastructure investments in proximity to its South Florida quarry.

Ready-mix concrete demand increased for the first time in six years, but pricing remained under pressure and the ability to recover some input cost increases was limited.

Sales of concrete block improved, remaining however, at levels well below capacity.

MID-ATLANTIC

Virginia's economy gained momentum in 2011. Housing faces a hangover from previous overbuilding but the pace of foreclosures has slowed and excess inventories are being consumed.

In the Carolinas, a more modest pace of economic expansion was experienced and job growth remained slow.

Following five consecutive years of decline, cement consumption in Virginia increased by 5.3% according to the U.S. Geological Survey and by 5.8% in North Carolina. Prices, while marginally lower for the full year, had stabilized by year end.

The Mid-Atlantic ready-mix business experienced flat volumes compared to 2011.

In early 2012, and following a four-year effort, TITAN America received an air quality permit required to construct a cement plant in Eastern North Carolina. While additional permits are required prior to investment, receipt of the air permit is an important first step.

NEW YORK/ NEW JERSEY

TITAN America's Metro New York business experienced a reduction in volume sales and intense competition.

SEPARATION TECHNOLOGIES (ST)

Sales of ProAsh ®, derived from the Company's proprietary ash beneficiation process, exceeded 1.1 million tons in 2011.

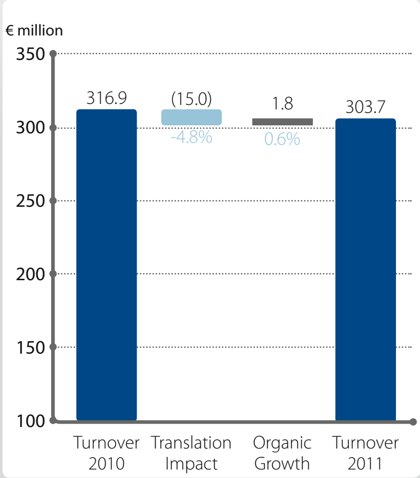
Outside the U.S.A., ST's proprietary technology was successfully tested in the industrial minerals sector, opening up another market for the Company.

Environmental Awards

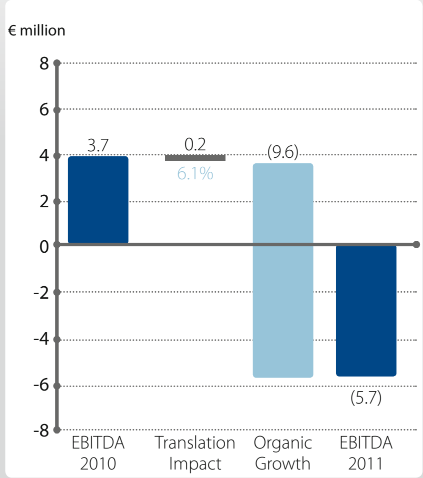
The challenging business environment did not interfere with TITAN America's commitment to excellence in environmental performance.

Roanoke Cement was honored again by the U.S. Environmental Protection Agency's ENERGY STAR® Challenge for Industry and three of the Company's Virginia concrete plants were among the first to be certified by the National Ready-Mixed Concrete Association's new Sustainable Concrete Plant Certification Program.

Turnover



EBITDA



GREECE AND WESTERN EUROPE

CONSTRUCTION ACTIVITY

Due to the deepening economic crisis, the Greek market witnessed a sharp contraction in building activity and reached a forty-year low. The combination of growing uncertainty regarding future employment and household income, the decline in bank loan issuance and the existing surplus housing stock, resulted in a steep decline in demand for building materials. Moreover, repeated cutbacks in the public investment program have brought public works to a standstill.
In addition to these factors affecting domestic consumption, exports to the region also declined sharply in 2011, as many countries in North Africa and the Middle East witnessed political and social upheaval.

Turnover in Greece and Western Europe in 2011, including exports, was €269 million, posting a 39% decline. EBITDA reached €35 million, posting a 60% decline. This figure was impacted by a one-off charge of €9.3 million for the implementation of a restructuring plan aimed at fixed cost reduction and productivity, which is expected to generate annual recurring savings of €14.1 million.

CEMENT

In 2011, the collapse of the domestic and export markets led to historically low capacity utilization at the Greek cement plants.

At the same time, increases of solid fuel prices offset the Group's effort to reduce the cost of cement production by increasing the use of alternative fuels. TITAN's long term objective is to increase the rate of substitution of conventional by alternative fuels across the Group, setting a target of 10% substitution rate by 2017. Within this framework, the Kamari plant exceeded 10% substitution of conventional fuels by alternative fuels.

In 2011, the Group's cement plants used around 440,000 tons of alternative raw materials for cement production, such as recycled aggregates and concrete and residual material from other industrial sectors. This quantity signals a higher substitution rate of primary raw materials by alternative materials than in the past few years.

In 2011 the majority of capital expeditures were directed towards emissions reduction, use of alternative fuels and upgrading occupational health and safety conditions.

CEMENT EXPORTS

Cement exports were negatively impacted by political and social upheaval in northern Africa and the civil war in Libya.
Other exports remained largely stable.

CONCRETE

Concrete sales by the Group's subsidiary INTERBETON declined sharply. In contrast with the previous year, the company did not supply concrete for public works, resulting in reduced deliveries that were proportionate with the drop in the market.

AGGREGATES

Sales of aggregates posted a significant decline compared with 2010 due to the ongoing contraction in construction activity and significantly reduced investments in public works.

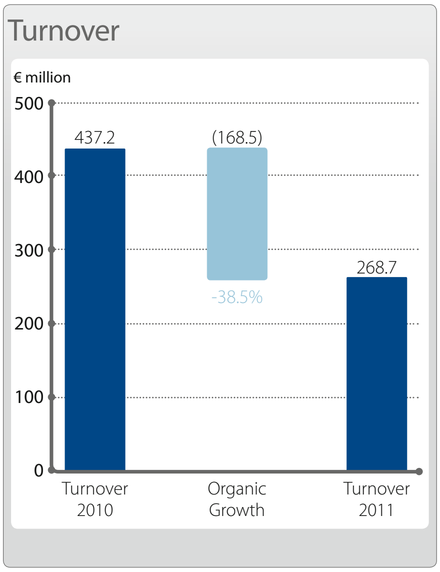
Investments on quarry modernisation were carried out, with an emphasis on safety and environmental protection, with projects such as modifications on crushing-classification facilities and waste management processes.

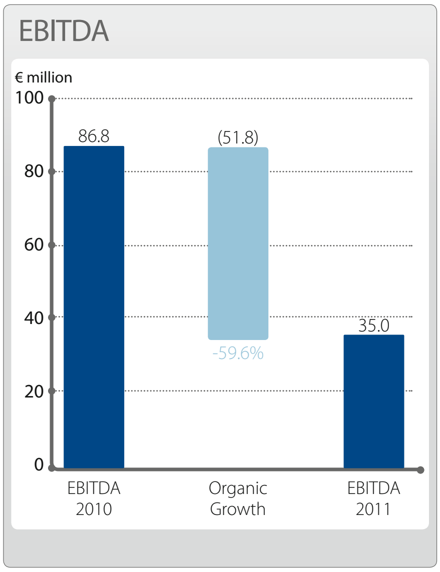
Educational seminars with the participation of both employees and contractors were carried out across all quarries, focusing on raising awareness on health and safety issues.

Nearly all quarries were certified in accordance with ELOT 1801 on Occupational Health and Safety, ISO 14001 on Environmental Management and ISO 9001 on Quality Management. Furthermore, all INTERBETON quarries are certified with the CE conformity marking.

MORTARS

Sales of dry mortars posted significant decline, in line with domestic market trends.





Health and Safety In 2011

Results of the Group's efforts to improve Occupational Health and Safety are positive.

In 2011 emphasis was placed on professional training for the Group's own personnel as well as contractors, with 5,569 and 2,211 training hours respectively.

TITAN improved health and safety based on best practices and tools such as site inspections, safety walks, safe working plans, and performance evaluations for contractors on occupational health and safety issues.

SOUTHEASTERN EUROPE

The region of Southeastern Europe achieved solid performance in 2011. The recovery in the region's economies began to have a positive impact on construction activity. Cement sales volumes posted a slight increase, while the ready-mix business grew significantly. Intensified competition and increases in fuel prices, however, affected profit margins. Turnover increased by 2% reaching €241 million, while EBITDA declined by 1% to €86 million.

ALBANIA

The Albanian economy recorded 3% growth in 2011, resisting the broader economic crisis.

Construction activity in the country remained at the same levels compared to 2010. Despite the significant decline in net inflows of monetary transfers in the form of remittances, private construction was supported by the opening of new businesses by Albanians returning to the country from abroad.

The new cement plant, only in its second year of operation, managed to keep high capacity utilization rates and recorded operational and cost optimization. The brand name "TITAN Antea" has established itself in the market as one associated with the highest quality. Despite fierce competition, local sales were increased and export volumes remained stable.

F.Y.R. of MACEDONIA

Construction activity in the country expanded, due to investments in public projects and stronger commercial building activity.

Cement consumption registered double digit growth compared to 2010, while ready-mix sales also benefited from higher demand.

TITAN Usje undertook a number of initiatives within its Corporate Social Responsibility plan, focusing on stakeholders' engagement. The cement plant of Usje held its first Open Day and pursued partnering with schools to improve health and safety, and environmental conditions in primary schools. In 2011 TITAN Usje was instrumental in the reactivation of the national U.N. Global Compact Network.

SERBIA

Following the country's economic improvement, construction activity showed the first signs of recovery in 2011, after two consecutive years of contraction. Cement demand increased by an estimated 5%. At the same time, however, cement demand in the neighboring Montenegro, an important market for TITAN Cementara Kosjeric, continued to decline. Higher fuel costs and reduced exports dampened overall profitability, despite improved local market conditions.

Efforts to improve environmental performance continued unabated. The Kosjeric plant was the first industrial facility in Serbia to receive the Integrated Pollution Prevention Control (IPPC) permit. Aiming at stakeholder engagement, the Company launched its website and published its first local annual CSR Report.

BULGARIA

In Bulgaria, cement demand stabilized after two years of sizeable contraction. The slowdown of residential and commercial activity was offset by the increased pace of investment in infrastructure projects. Ready-mix sales posted strong volume growth but lack of liquidity in the market and fierce competition impacted profitability.

Within the context of TITAN's stated goal to reduce its carbon footprint, the Group invested €5.7 million in a new alternative fuels installation at the Zlatna Panega cement plant, for the processing and heat recovery from municipal waste. The new installation was succesfully commissioned in August 2011.

KOSOVO

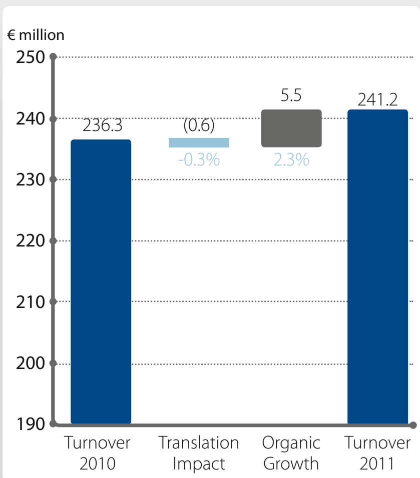
In Kosovo, the Group's newly integrated subsidiary, Sharrcem, increased its domestic sales slightly, in line with domestic demand for cement. The Group invested heavily in the cement plant, as per the commitments undertaken in the privatization. Close to €12 million was invested, with the emphasis on environmental protection through the investment in bag filters. Following Group initiatives, Sharrcem became the leader and founding member of the CSR Network in Kosovo. Quality management System ISO 9001 was introduced within 2011 and the process was initiated to also obtain the environmental and safety certifications within 2012.

New Installation for Alternative Fuels in Bulgaria

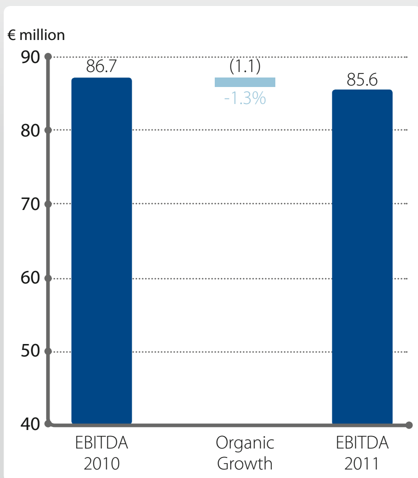
The new installation uses Processed Engineered Fuel (PEF). PEF is an alternative fuel consisting of plastic, paper, rubber, textile, biomass, etc. coming from presorted waste material from the Sofia municipality.

Responsible use of alternative fuels in clinker production is a sustainable solution that reduces CO_2 emissions and energy costs for the cement plant and provides a safe and economical solution for waste management.

Turnover



EBITDA



EASTERN MEDITERRANEAN

The Eastern Mediterranean region remained the strongest contributor to Group's profitability in 2011. Consequences of the political uncertainty that prevailed in Egypt were partly offset by the growth of the Turkish economy, which has led to higher demand in the construction sector. In total, Group turnover in the region contracted by 23% to €278 million, a decline partly attributable to the appreciation of the Euro against the Egyptian Pound and the Turkish Lira. EBITDA declined by 7% to €128 million, despite the inclusion of €26 million relating to the refund of the clay tax fee in Egypt.

EGYPT

In 2011, following the January 25th revolution, the costruction industry faced several challenges. Although cement builders expected a sharp decrease in the market consumption due to the unrest and production disturbance, the domestic cement consumption showed a decrease of just 1.6% in 2011 reaching 48.7 million tons. Against a background of political uncertainty, severe industrial unrest and numerous labor disputes in the country, TITAN Cement Egypt employees actively supported the Company to achieve its objectives and performance targets.

As expected, 2011 witnessed the entry of new cement players and capacity expansion, which intensified competition especially in the second half of the year.

The Group's ready-mix plant at Borg El-Arab (Alexandria city) established in 2010 continued its strong growth during the year. A second TITAN ready-mix plant is under construction at October city (west Cairo) and is expected to start production in mid 2012.

Safety, a top priority for TITAN, continued to improve, with best practices implemented throughout TITAN Egypt. In 2011, the Alexandria plant won the Shield of Occupational Safety Prize awarded by Egypt's Ministry of Manpower and Immigration. Both cements plants ended the year with zero fatality and zero LTI (Lost Time Injury).

TURKEY

In 2011, Turkey posted strong economic growth of 7.5%. However current, leading macroeconomic indicators raise questions about the sustainability of these growth rates in the future.

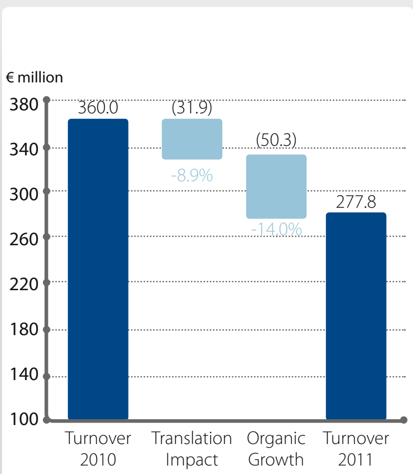
Fueled by the strong economy, cement consumption increased by an estimated 11% year on year, reaching 56 million tons. At the same time, export volumes declined significantly, due to the favorable domestic market conditions coupled with political problems in the traditional export markets of the Middle East and North Africa.

Adocim operations in Turkey, TITAN's 50% joint-venture, benefited from strong demand both from private housing and public works in infrastructure and industrial projects. Clinker and cement production posted yet another record year. Ready-mix operations increased sales enhancing vertical integration.

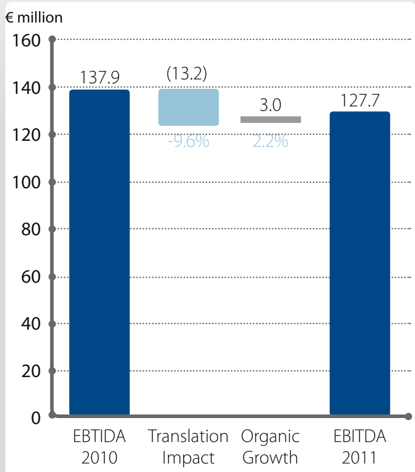
Significant improvement was also achieved regarding health and safety with LTIFR (Lost Time Injury Frequency Rate) decreasing to 2.12 from 15.59 in 2010. In 2011 Adocim received the Integrated Management System certificates covering ISO 9001, ISO 14001 and OHSAS 18001.

Prospects for 2012 are positive. Domestic demand is anticipated to continue growing, albeit at lower pace. Population growth of about 1.1% p.a. and the youth of the country's population, lead to needs for urban housing and infrastructure projects.

Turnover



EBITDA



C-Mentors Program

C-Mentors is a three-year industrial competencies development program, developed by TITAN Cement Egypt.

C-Mentors was first launched in July 2011 in Egypt with the participation of both cement plants, Beni Suef and Alexandria.

This Group-wide initiative was followed later in the year by the Antea cement plant in Albania, Zlatna Panega plant in Bulgaria and Tokat plant in Turkey with promising results.

ANNUAL REPORT OF THE BOARD OF DIRECTORS FOR THE FISCAL YEAR 01.01.2011 - 31.12.2011

FINANCIAL REVIEW

FINANCIAL RESULTS AT PARENT AND CONSOLIDATED GROUP LEVEL – DEVELOPMENT OF ACTIVITIES – SIGNIFICANT EVENTS

2011 was a challenging year for the Group, in the course of which the main economies and markets in which the Group is active continued to be in recession or witnessed considerable decline. The debt crisis on the Eurozone's periphery and the large fiscal deficit in the USA negatively affected the broader economies of developed countries with growth rates in both the Eurozone and the USA posting declines *(in the Eurozone, growth slowed from 1.9%[1] in 2010 to 1.6%[1] in 2011 and to 1.8%[1] from 3.0%[1] in 2010 in the USA)* while Greece continued to be in recession for the fourth consecutive year (with GDP declining by 5.5% in 2011). Moreover, cement consumption in Egypt was directly affected by the social and political unrest in the country which together with the upheaval in the broader region resulted in the sky-rocketing price of oil which squeezed the cement industry's profitability margins and contributed to the slowdown of the global economy.

Titan Group turnover in 2011 stood at €1,091m, posting a 19.2% decrease compared to 2010. Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA) declined by 23.0% to €243m. Group net profit after minority interests and the provision for taxes, reached €11m, an 89.3% decrease compared to 2010.

The deterioration in the Group's financial results is due to the collapse of the construction sector in Greece, the stagnation in building activity in the USA at very low levels, as well as the effect of the difficult current situation in the Egyptian market. Counterbalancing forces were the stable contribution of the developing markets of Southeastern Europe and the positive contribution of Turkey.

In addition to market dynamics, higher fuel costs also had a considerable impact on production costs, while there was a positive contribution from the increased disposal of carbon emission certificates.

The strengthening of the Euro against foreign currencies during the year also had a negative impact on results, leading to negative foreign exchange differences which reduced EBITDA by €13m. At constant exchange rates, turnover would have declined by 15.7% and EBITDA would have declined by 18.9%.

It should be noted that fourth quarter results include a €19m asset impairment charge and €12m restructuring charges arising from the implementation of the Group's two-year restructuring plan.

In Greece, the construction sector has collapsed. The continued recession of the Greek economy and the ominous forecasts regarding its future course have negatively affected consumer sentiment. Moreover, the fiscal measures which have significantly reduced households' disposable income, coupled with the lack of liquidity on the part of banks and the attendant decrease in the provision of housing loans, have all weakened housing demand. The sharp decline in housing demand together with the large already existing inventory of unsold housing have resulted in the significant shrinking of building activity. Moreover, the repeated cutbacks in the public investment programme and the state's inability to cover its arrears, have brought public works to a standstill. According to the data released by the Hellenic Statistical Authority, the volume of building activity as per building permits issued in the period January-October 2011 declined by 37.6% compared to the same period in 2010 and is more than 70% below the volume for the same period in 2006. In addition to the sharp decline of the domestic market, the social upheaval in the countries of North Africa prevented cement exports to the region.

Group turnover in Greece and Western Europe declined by 38.5% in 2011 compared to 2010 and stood at €269m. EBITDA declined to €35 m., posting a 59.6% decline compared to 2010, despite the disposal of part of the surplus carbon emission rights due to the reduced operation of the cement production plants.

In 2011, the construction sector in the USA remained in recession for the sixth consecutive year. The growth in public debt and the uncertainty over the rationalisation of public finances in tandem with limited job creation, lack of consumer confidence and the decline in property values hindered the recovery of the construction sector for yet another year. According to the most recent estimates of the Portland Cement Association, cement consumption in Florida, which accounts for a large share of the Group's USA market, annual cement consumption in 2011 increased by 1.7%[2] compared to 2010.

Despite the state of the construction industry in the USA, the Group's subsidiary, Separation Technologies LLC (ST) which is engaged in the installation and operation of fly ash processing units, continued on its growth trajectory reporting an increase in sales. The globally innovative 'green' technology employed by ST converts fly ash – an industrial waste product resulting from the incineration of coal used to generate energy – into useful re-usable building products. Outside the USA, ST continued the successful operation of fly ash processing units in Canada, the United Kingdom and Poland, mostly via franchisees.

Group turnover in the USA declined by 4.2% in 2011 compared to 2010, reaching €304m, while EBITDA recorded a loss of €6m.

In Southeastern Europe, the recovery in the region's economies began to have a positive impact on construction activity and cement sales volumes posted a slight increase compared to the previous year, particularly in FYROM and Albania. Nevertheless, the growth in competitive pressure and the increase in fuel prices squeezed profit margins in the region. In Bulgaria, the new unit for the pre-processing and recycling of municipal waste which is located in the plant's perimeter began opera-

[1] IMF: Overview of the World Economic Outlook Projections (World Economic Outlook, January 24,2012)

[2] Portland Cement Association estimates (PCA, US Consumption Report, January 2012)

tions and will contribute significantly to the Group's stated goal of reducing its carbon footprint.

Group turnover in the region of Southeastern Europe in 2011 increased by 2.0% compared to 2010, reaching €241m, while EBITDA declined by 1.3%, reaching €86m.

In Egypt, social upheaval gradually affected the country's economy also pulling down the construction sector. In addition to the decline in domestic demand, the inauguration of new cement production units raised supply levels significantly above those of current demand. In contrast, the growth of the Turkish economy has led to higher demand in the construction sector as well.

In total, Group turnover in the Eastern Mediterranean region declined by 22.8% in 2011 compared to 2010 and stood at €278m, while EBITDA declined by 7.4% to €128m. It should be noted that the region's EBITDA include an amount of €25m relating to the refund of the clay tax fee in Egypt, recorded as a tax receivable.

Aiming at further curtailing fixed costs, the Group adopted a two-year restructuring plan in the course of 2011 which, it is estimated, will accrue €26m in cost savings annually. The cost of implementing this plan affected EBITDA for the year by €12m.

In keeping with the Group's continuous efforts at cost containment, administrative, operating and selling expenses declined by 6.1% in 2011 compared to the previous year and stood at €122m.

Losses from realized and unrealized foreign exchange differences reached €12m, in 2011 increased by 45.6% compared to 2010, mainly reflecting the translation into Euro and US$ of debt obligations of Group subsidiaries operating in Egypt, Turkey and Albania.

Financial expenses increased by 6.3% compared to the previous year, reaching €66m. The aforementioned increase resulted from the increase in interest rates and expenses incurred in obtaining new credit facilities to be utilized for the refinancing of the existing debt facilities. It should be noted that financial expenses for 2010 include an amount of €7.4m in pre-tax early repayment fees incurred by the Group's early repayment of the private placement undertaken with private bond holders in the USA.

Titan's strict focus on the prioritization of investments and the containment of working capital led in 2011 to the generation of €206m of free cash flow from operating activities. As a result, Group net debt was further reduced by €69m in 2011 and stood at €708m at the end of the year, posting therefore a total reduction of €406m since December 2008.

In January 2011, Titan Global Finance Plc., a subsidiary of Titan Cement Company S.A., executed a new €585m syndicated revolving credit facility with a four-year maturity, guaranteed by Titan Cement Company S.A. In the same period, Titan Cement Company S.A. also executed a four year syndicated bond loan of €135m. Both facilities were utilized for the refinancing of existing syndicated credit facilities and for general corporate purposes.

In April 2011, credit rating agency Standard & Poor's (S&P), downgraded the Group's credit rating one notch from BB+ to BB while placing it on negative credit watch. Subsequently, following their downgrading of Greece, S&P further downgraded the Group in May 2011, to BB- with a negative outlook. In December, S&P affirmed the Group's BB- rating with a negative outlook, despite their having further downgraded Greece to CCC in June and to CC in July 2011.

Following the Board of Directors' decision of 19.12.2011, the Company's Share Capital increased by €74,752, through the issuance of 18,688 new common shares at a book value of €4.00 per share following the exercise of stock option rights granted to the Group's senior management as part of the Group's stock option plan approved by the Shareholders Annual General Meeting of 29.5.2007.

On 10.11.2011 the Board of Directors decided that depending on the financial circumstances, within the period 14.11.2011 to 14.5.2012, the Company would proceed with the sale through the Athens Exchange, of up to 2,031,781 treasury common shares and up to 5,919 treasury preference shares without voting rights, representing in total 2.4% of the Company's paid up share capital, at a minimum sale price equal to the nominal price of each share, namely €4.00 per share. In accordance with the aforementioned decision, the Company sold through the Athens Exchange in the course of 2011, a total of 20,000 treasury common shares, representing 0.0236% of the Company's paid up share capital, at an average price of €12.41 per share.

The total number of own shares that the Company held as at 31.12.2011 was 3,117,616, of which 3,111,697 are common shares and 5,919 are preference shares without voting rights, at an aggregate nominal value of €89,446 representing 3.68% of the Company's paid up Share Capital.

The Company's share price as at 31.12.2011 closed at €11.59, posting a 29.4% decline compared to the closing price at year-end 2010. Over the same period, the General Index of the Athens Stock Exchange declined by 51.9%.

INVESTMENTS, DISPOSALS, MERGERS AND ACQUISITIONS

In the course of 2011, Titan's Group capital expenditure was further curtailed following the completion of major investments undertaken in Egypt and Albania. Consequently capital expenditure, excluding acquisitions, stood at €58m a decrease of 32.9% compared to 2010.

On 31.12.2011, Group subsidiary company Interbeton Construction Materials S.A. acquired 63.72% of the shares of company Aetolika Latomia S.A. which was subsequently consolidated in Group accounts with the method of full consolidation.

On 4.2.2011, the Group's tableware subsidiary Ionia S.A. entered into an agreement with Yalco S.D. Constantinou & Son S.A. for the transfer of the Ionia trade name, as well as the sale of certain merchandise and other fixed assets. Subsequently, the company was dissolved and its liquidation was completed in the course of 2011.

During 2011 the Group undertook divestments worth €15m.

Also during 2011, the following Group companies were dissolved and liquidated: Achaiki Maritime Company, Aves Afoi Polikandrioti S.A., Intercement S.A., Lakmos S.A., Naftitan S.A., and Polikos Maritime Company.

POST BALANCE SHEET EVENTS

There have been no reportable events post 31st December, 2011, which may be deemed to alter the financial state of the Company and the Group.

PROSPECTS FOR 2012

In Greece, the halting of the downward trend in private construction and the expected restart in investments and public works are not discernible for the time being. The Group estimates that demand for its products will record a further considerable decline in 2012 and will account for approximately a quarter of the levels witnessed five years ago. The continuing operation of the country's installed surplus cement production capacity is a direct function of the increase in exports.

In the USA, the Portland Cement Association expect cement consumption to increase by a mere 1.3% in 2012, from the already depressed levels of recent years. However, signs that the market may be beginning to recover, are increasing.

In Southeastern Europe, economic growth is expected to gradually translate into increased cement consumption.

In Turkey, construction activity is expected to continue growing in 2012 but at a more moderate rate. In Egypt, although the political transition phase which the country is going through coupled with the social unrest and subsequent economic uncertainty render doubtful any forecast, there is restrained optimism as regards the expected cement demand levels.

In this context, the Group continues to focus its efforts on the strengthening of its financial fundamentals and the containment of costs. The two-year global reorganization plan underway is expected to yield material benefits in containing operating expenses, as will the continuous effort at reducing energy consumption and increasing the rate of alternative fuel substitution.

Despite the economic challenges, Titan remains focused on achieving the long-term strategic goals set and commitments undertaken in the context of the worldwide initiative on sustainable development in the cement industry, CSI (Cement Sustainability Initiative).

BUSINESS MODEL

The Group's corporate strategy which forms the basis for the long term pursuit of the Group's targets and aims is firmly focused on the following principles and priorities:

- Geographic diversification
- Continuous competitive improvement
- Vertical integration
- Focus on human capital and CSR

The Group's core competence is the production and commercialization of cement, ready-mix concrete, aggregates and related building materials.

The Group operates in 14 countries in Europe, North America and the Eastern Mediterranean and is organized in the following four operating (geographic) segments:

- Greece and Western Europe
- North America
- South East Europe
- Eastern Mediterranean

Each operating segment is a cluster of countries. The aggregation of countries is based on geographic proximity.

PARENT COMPANY FINANCIAL RESULTS

Turnover at Titan Cement Company S.A. in 2011, stood at €217m, a decrease of 41.4% compared to 2010, while EBITDA reached €41m, posting a 53.0% decline, reflecting the collapse of building and construction activity. The Company posted a €13 m net loss for the year.

The Board of Directors of Titan Cement Company S.A. taking into account the losses recorded by the Company and the negative outlook for 2012 unanimously decided to recommend to the Annual General Meeting of Shareholders, scheduled for 31st May 2012, not to distribute dividend for the year 2011. This interrupts the long-standing tradition of continuous dividend distribution which held for 58 years between 1953 and 2010.

The statutory tax audit for fiscal years 2008 and 2009 for the parent company was completed in June 2011, resulting in a total tax charge of €2.3m. The Company had made a provision for the above tax charge of €2m. The remaining balance of €0.3m impacted results.

MAJOR TRANSACTIONS BETWEEN COMPANY AND RELATED PARTIES

Transactions between the Group and the Company and related entities, as these are defined according to IAS 24, (related companies within the meaning of Article 42e of Codified Law 2190/1920) were undertaken as per ordinary market workings.

The amounts of sales and purchases undertaken in 2011, and the balances of payables and receivables as at 31.12.2011 for the Group and the Company, arising from transactions between related parties are presented in the table below:

Company liabilities primarily relate to two outstanding floating rate loan agreements: a) one of €100m maturing in 2014 at the Euribor rate plus a 3.313% spread per year, and b) one of €423m maturing in 2014 at the Euribor rate plus a 3.05% spread per year as well as an outstanding fixed rate loan agreement of €100m maturing in 2013 at a fixed rate of 7.62% per year to maturity, which were concluded with the UK based subsidiary Titan Global Finance Plc.

Group	**Sales to related parties**	**Purchases from related parties**	**Amounts owed by related parties**	**Amounts owed to related parties**
Other related parties	-	2,822	-	520
Executives and members of the Board	-	-	10	-
	-	**2,822**	**10**	**520**

Company	**Sales to related parties**	**Purchases from related parties**	**Amounts owed by related parties**	**Amounts owed to related parties**
Aeolian Maritime Company	1	-	-	287
Albacem S.A.	2	-	-	7
Interbeton Construction Materials S.A.	29,393	5,026	11,640	-
Intertitan Trading International S.A.	5,647	-	-	-
Ionia S.A.	152	83	-	-
Quarries Gournon S.A.	1	-	641	-
Naftitan S.A.	18	-	-	-
Polikos Maritime Company	1	-	-	-
Titan Cement International Trading S.A.	6	-	495	-
Fintitan SRL	2,529	-	2,529	-
Titan Cement U.K. Ltd	6,859	31	1,809	11
Usje Cementarnica AD	14,881	-	1,113	-
Beni Suef Cement Co.S.A.E.	675	-	280	-
Alexandria Portland Cement Co. S.A.E	8	-	-	-
Cementara Kosjeric AD	104	-	-	-
Zlatna Panega Cement AD	224	-	20	-
Titan America LLC	157	435	-	259
Essex Cement Co. LLC	1,817	-	1,880	-
Pozolani S.A.	-	47	110	-
Antea Cement SHA	3,799	228	6,724	-
Titan Global Finance PLC	-	32,519	-	626,678
Separation Technologies U.K. Ltd	2	-	-	-
Quarries of Tanagra S.A.	1	-	1	-
Dancem APS	1,308	-	-	-
Sharr Beteiligungs GmbH	48	-	23	-
Other subsidiaries	15	-	-	-
Other related parties	-	2,822	-	520
Executives and members of the Board	-	-	10	-
	67,648	**41,191**	**27,275**	**627,762**

Regarding the transactions above, the following clarifications are made:

The revenue presented relates to sales of the company's finished goods (cement and aggregates) to the aforementioned subsidiaries while purchases relate to purchases of raw materials and services by the company from the said subsidiaries.

Company receivables primarily relate to receivables from cement sales to the said subsidiaries and the provision of consultancy services.

The remuneration of senior executives and members of the Group's Board of Directors for the year 2011 stood at €5.6m compared to €6.6m in the previous year.

CORPORATE SOCIAL RESPONSIBILITY AND SUSTAINABLE DEVELOPMENT

Continuing its efforts to achieve the goals set in the context of its strategy on corporate social responsibility and sustainable development, Titan's priorities centred around the three principles of "Safety at the workplace – Improvement of the environmental footprint – Engagement with all stakeholders"

In the realm of safety at the workplace, the Group's track record improved overall. Unfortunately however, after more than two years with no major accident, there was one fatal accident involving an employee of a subcontractor at the recently acquired cement production unit in Kosovo.

During the course of 2011, specific investments were executed and initiatives undertaken in order to improve the Group's environmental footprint, as well as promote active engagement with the main stakeholders at national and local levels. To that end, new environmental licenses were granted in accordance with European and international standards in Serbia and FYROM. Also in the course of 2011, the Group's first pilot unit for the manufacturing and use of alternative fuels was successfully completed and commissioned in Bulgaria.

With reference to the commitments that the Company has voluntarily undertaken since 2000 under the United Nations Global Compact and the Cement Sustainability Initiative, the Group engaged with employees, their representatives, local communities, NGOs, the authorities, other businesses and networks, primarily strengthening the notion of collective action as well as encouraging the exchange of opinion on crucial matters of common interest.

Given the social changes taking place in most of the Group's centres of operation as a result of the continuing and broadening global economic crisis, employment reorganisation programmes were effected, mostly in Greece.

The questions and expectations of the Group's main stakeholders as expressed within the process of deliberation and self-appraisal consistently conducted by the Group the last several years are included in the Group's Annual Report for 2011.

For fourth consecutive year, the annual Corporate Social Responsibility and Sustainability Report was certified by an independent specialist firm, attaining the highest assurance level A+ as per the Global Reporting Initiative (GRI) standards and the 'advanced' level in accordance with the relevant standards of the United Nations Global Compact.

Further strengthening its efforts at transparency as well as engagement with local stakeholders, 2011 saw the issuing of the second Corporate Social Responsibility report by the Group's subsidiary in FYROM and the first such report by the Group's subsidiary in Serbia. Moreover, a new website was inaugurated containing detailed information and data on the activities and track record with regard to corporate social responsibility and sustainable development by the Group's subsidiary in Bulgaria.

Last, Titan Group's action programme encouraging voluntarism was enriched in 2011 with new actions and initiatives, aiming at developing collaboration between employees as well as with specialised NGOs.

RISKS AND UNCERTAINTIES

The Company and its related entities, as these are defined in article 42e paragraph 5 of Codified Law 2190/1920, which together form what is referred to as "the Group", are exposed to risks and uncertainties due to the nature of their operations and their geographic exposure which could affect the normal course of business and financial performance.

The primary objective of the Group's Board of Directors and management is to ensure, through the application of proper risk management systems, that potential risks are identified on time and dealt with appropriately.

It should be noted, nevertheless, that any risk management system and policy thereof, can only by nature of the concept of 'risk' itself, provide a relative and never an absolute safeguard since they are designed to limit the occurrence and minimize the impact of 'risks' rather than eliminate them.

The most important risks the Group faces and the policies adopted to counter them are reported below.

FINANCIAL RISKS

Group operations give rise to various financial risks including foreign exchange and interest rate risks, credit risks and liquidity risks. The Group's overall risk management programme focuses on financial market fluctuations and aims to minimise the potential unfavourable impacts of those fluctuations on its financial performance. The Group does not engage in speculative transactions or transactions which are not related to its commercial, investing or borrowing activities.

Liquidity Risk: Liquidity is managed by employing a suitable mix of liquid cash assets and long term committed bank credit facilities. The Group monitors the ratio of unutilized long term committed bank credit facilities and immediately available cash over short term debt on a monthly basis. At year-end 2011, the ratio of the Group's committed long term unutilised facilities and cash over short term debt stood at 3.2 times.

Interest rate risk: Given that 22% of total Group debt is based on fixed, pre-agreed interest rates and an additional 61% is based on pre-agreed interest rate spreads, the impact of money supply volatility on Group P&L and cash flow is small, as is illustrated in the sensitivity analysis on the following page.

The ratio of fixed to floating rates of the Group's net borrowings is determined by market conditions, Group strategy and financing requirements. Occasionally interest rate derivatives may also be used, but solely to ameliorate the relevant risk and to shift the ratio of fixed/floating rates, if that is considered necessary. As at 31st December 2011, the Group had €130m of floating interest rate debt swapped to fixed with an average duration of 2.9 years and at an average interest rate of 2.41%, part of which (€100 m notional) has been designated as cash flow hedge. If the interest rate swap position is included in fixed rate borrowings calculation, the portion of fixed rate debt accounts to 35% of total borrowings.

According to Group policy, interest rate trends and the duration of the Group's financing needs are monitored on a forward looking basis. Consequently, decisions about the duration and the mix between fixed and floating rate debt are taken on an ad-hoc basis. As a result, all short-term loans have been concluded with floating rates. Medium to long-term loans have been concluded partly with fixed and partly with floating rates.

Sensitivity analysis of Group's borrowings due to interest rate changes

(all amounts in Euro thousands)		Interest rate variation	Effect on profit before tax
Year ended 31 December 2011	EUR	1.0%	-5,261
		-1.0%	5,261
	USD	1.0%	-2,236
		-1.0%	2,236
	GBP	1.0%	-
		-1.0%	-
	BGN	1.0%	-345
		-1.0%	345
	EGP	1.0%	-
		-1.0%	-
	ALL	1.0%	-330
		-1.0%	330
Year ended 31 December 2010	EUR	1.0%	-3,932
		-1.0%	3,932
	USD	1.0%	-1,890
		-1.0%	1,890
	GBP	1.0%	-
		-1.0%	-
	BGN	1.0%	-270
		-1.0%	270
	EGP	1.0%	-
		-1.0%	-
	ALL	1.0%	-40
		-1.0%	40

Note: Table above excludes the positive impact of interest received from deposits.

Foreign Currency risk: Group exposure to exchange rate risk derives primarily from existing or expected cash flows denominated in currencies other than the Euro (imports / exports) and from international investments. This risk is addressed in the context of approved policies.

FX risks are managed using natural hedges and FX forwards. Borrowings are denominated in the same currency as the assets that are being financed (where feasible), therefore creating a natural hedge for investments in foreign subsidiaries whose equity is exposed to FX conversion risk. Thus, the FX risk for the equity of Group subsidiaries in the USA is partially hedged by concluding dollar-denominated loans.

Exceptions to this are Turkey, Egypt and Albania, where Group investments are in Turkish Liras, Egyptian Pounds and Albanian Lek, whereas part of the financing is in Euro in Turkey and Albania, and in Euro and in Yen in Egypt. The Group has decided that the cost of refinancing its liabilities from Euro to Turkish Liras and from Yen to Egyptian Pounds is not financially attractive for the time being. This issue is re-examined at regular intervals. As regards the Euro loan granted by Titan Global Finance Plc to Titan America LLC, the loan principal has been hedged via FX forward contracts for the same amount and tenor so that FX gains/ losses on the revaluation of the principal, do not impact Titan America LLC and Consolidated P&L. The sensitivity analysis to FX fluctuations of pre-tax profit and net assets is provided to the following table:

Credit risk: The Group is not exposed to major credit risks. Customer receivables primarily come from a large, widespread customer base. The financial status of customers is constantly monitored by Group companies.

When considered necessary, additional collateral is requested

Sensitivity analysis in foreign exchange rate changes

(all amounts in Euro thousands)	Foreign Currency	Increase/ Decrease of Foreign Currency vs. €	Effect on Profit Before Tax	Effect on equity
Year ended 31 December 2011	USD	5%	-4,734	26,749
		-5%	4,283	-24,201
	RSD	5%	772	2,410
		-5%	-698	-2,180
	EGP	5%	6,558	44,228
		-5%	-5,934	-40,016
	GBP	5%	34	170
		-5%	-31	-153
	TRY	5%	58	979
		-5%	-52	-885
	ALL	5%	-374	1,852
		-5%	338	-1,675
Year ended 31 December 2010	USD	5%	-4,291	30,141
		-5%	3,882	-27,270
	RSD	5%	1,010	2,393
		-5%	-913	-2,165
	EGP	5%	6,065	45,253
		-5%	-5,487	-40,943
	GBP	5%	-	140
		-5%	-	-127
	TRY	5%	269	1,099
		-5%	-244	-994
	ALL	5%	-3	2,334
		-5%	3	-2,111

Note: a) Calculation of "Effect on Profit before tax" is based on year average FX rates; calculation of "Effect on Equity" is based on year end FX rate changes b) The above sensitivity analysis is used on floating currencies and not on fixed.

to secure credit. Provisions for impairment losses are made for special credit risks. As at year-end 2011, it is deemed that there are no significant credit risks which are not already covered by insurance as a guarantee for the credit extended or by a provision for doubtful receivables.

Credit risk arising from counterparties' inability to meet their obligations towards the Group as regards cash and cash equivalents, investments and derivatives, is mitigated by pre-set limits on the degree of exposure to each individual financial institution. These pre-set limits are part of Group policies that are approved by the Board of Directors and monitored on a regular basis.

STRATEGIC RISKS

Economic context:

The continuing unfavourable economic context in Greece and the USA has severely affected building activity. As such and for however long the crisis in these countries continues, it shall also continue to negatively affect Group sales and financial results. In order to address the risks arising from the continuing negative economic context in the aforementioned countries, the Group continued in 2011 the series of actions initiated in 2010 in order to strengthen its economic fundamentals through the reduction of debt and focus on cost containment.

Risks due to the cyclicality of the construction industry:

The construction industry is characterised by a cyclical fluctuation which is determined by the level of infrastructure spend, the demand for private and commercial real estate, mortgage lending, interest rates levels, etc.

The Group addresses this risk through the diversification of its activities across different geographic markets, with a portfolio of activities which includes mature markets, such as Western Europe and North America, as well as emerging markets in the Middle East and Eastern Europe, which historically have exhibited a looser correlation with economic cycles, consequently somewhat mitigating the Group's exposure to this kind of risk.

OPERATIONAL RISKS

Risks arising from the climate and natural disasters:

The Group operates in countries and areas such as Greece, Egypt, Turkey and Florida in the USA which are exposed to risks arising from natural (climatic and geological) phenomena such as typhoons, sand storms, earthquakes etc. Amongst the measures adopted by the Group to avert the disastrous consequences of such phenomena, is the adoption of design standards which are stricter than those prescribed by the relevant legislation.

Additionally, the Group has in place emergency plans which aim at the safeguarding of its industrial infrastructure and the protection of human life among its personnel.

Risks associated with production cost:

The consumption of thermal energy, electricity and raw materials constitute the most important elements of the Group's cost base. Moreover, the fluctuation in the price of fossil fuels poses a risk to the cost of production. In order to mitigate the effects of such a risk, the Group invests in the replacement of fossil fuels by alternative fuels.

As regards electricity, it is expected that prices will increase significantly going forward. In order to address this risk, the Group, among other actions, invests in low electrical consumption machinery and in the development and operation of specialised energy management systems.

Ensuring access to the required quality and quantity of raw materials is an additional priority taken into account when planning new investments.

As regards existing units, the Group ensures the adequate supply of raw materials for the duration of the life of its industrial units.

The Group also invests in the use of alternative raw materials in order to gradually lessen its dependence on natural raw materials. To this end, the Group has set specific quantifiable targets for the substitution of natural raw materials by alternative raw materials such as natural waste and is closely monitoring the evolution of this activity.

Risks regarding safety at work:

Safety at work for our employees forms the pinnacle of Group priorities and is a precondition for the operation of our plants.

The Group currently has underway a programme aiming at improving the safety culture across all Group activities which among other things includes the manning of all productive units with an adequate number of safety officers. Additionally, the Group applies broad training programmes for the systematic necessary training and education of employees and has put in place systems and procedures, adherence to which is constantly monitored by the Company's Health and Safety Division. Results to date, as regards the Group's performance in the realm of safety, are satisfactory compared to peers in the industry who participate in the international Initiative for Sustainable Development in the Cement Industry.

Environmental risks:

Protection of the environment and sustainable development are core principles for the Group. To that end, the Group applies policies over and above the prescriptions of the relevant local legislation in the countries where it is active.

Furthermore, in order to limit the possibility of environmental damage, the Group systematically invests in Best Available Techniques for the protection of the environment.

The Group has taken early action against climate change participating since 2003 in the Cement Sustainability Initiative – CSI of the World Business Council for Sustainable Development and voluntarily committing to the reduction of CO_2 emissions within specific targets.

Moreover, the Group monitors closely proposed changes in legislation under way as regards the protection of the environment and undertakes the necessary actions for their implementation in advance so as to avoid the risk of non-timely compliance, once new regulations come into effect.

CORPORATE GOVERNANCE STATEMENT

I. Reference to the Corporate Governance Code which applies to the Company and the place where the Code is available to the public

TITAN CEMENT S.A. (hereinafter "the Company") is a societe anonyme whose ordinary and preference shares are admitted to trading on the Athens Exchange.

This Corporate Governance Statement constitutes a special part of the Board of Directors' Annual Report prepared in accordance with the provisions of Article 2(2) of Law 3873/2010.

By virtue of the Company's Board of resolution dated 16.12.2010, the Company has officially adopted the UK Code on Corporate Governance (hereinafter "the Code"), as revised by the UK Financial Reporting Council in June 2010. The Code can be found on the website of the UK Financial Reporting Council (www.frc.org.uk) and a Greek translation thereof is available on the company's website (www. titan.gr), at the link: http://ir.titan.gr/home.asp?pg=corporategovernance.

The Company applies the Code subject to the derogations cited in Section VIII of this statement, where reasons for those derogations are provided.

II. Reference to corporate governance practices implemented by the Company in addition to the provisions of law and reference to the place where they are published

In addition to the provisions of Greek law set forth in Laws 2190/1920, 3016/2002, 3693/2008, 3884/2010 and 3873/2010, by officially opting to apply the UK Corporate Governance Code, TITAN CEMENT S.A. also applies the best practices advanced by said Code.

In relation to the independence criteria that must be met by the independent members of the Board of Directors, further to the criteria set forth in the legislation and the Code, the Company is also applying the additional criteria set out below in the paragraph titled «Nominating candidates for the Board of Directors» in Section III of this statement. Those criteria can also be found on the Company's website (www.titan.gr), at the link: http://ir.titan.gr/home.asp?pg=corporategovernance

III. Reference to composition and modus operandi of the Board of Directors and other administrative, management and supervisory bodies or committees of the Company

BOARD OF DIRECTORS

Chairman

ANDREAS CANELLOPOULOS

Age: 72, non executive director since 01.03.2006.

Member of the Nomination and Corporate Governance Committee.

Chairman of the Board of Directors since 1996, Managing Director from 1983 to 1996 and member of the Board of Directors since 1971.

Member of the Board of Directors of the Paul and Alexandra Canellopoulos Foundation and until February 2012, Member of Board of Directors of the Foundation for Economic & Industrial Research.

He was Vice Chairman of the Board of Directors of Alpha Bank (1995 - 2006). He was Chairman of the Hellenic Federation of Enterprises (1994 to 2000).

Vice Chairman

EFSTRATIOS - GEORGIOS (TAKIS) ARAPOGLOU

Age: 61. Independent, non-executive director since 18.5.2010 (1st term in office).

Member of the Nomination and Corporate Governance Committee.

Managing Director of commercial banking of the investment bank EFG – Hermes Holding. He has served as a senior executive in international investment banks in London (1977-1991) and has managed Greek banks and subsidiaries of foreign banks in Greece (1991-2000). He has served as Managing Director and Global Head of the Banks and Security Industry with Citigroup, based in London (2000-2004). From 2004 until the end of 2009 he was Chairman and Governor of National Bank of Greece. He was elected Chairman of the Hellenic Bankers Association (2005 - 2009).

Until today he retains the position of Chairman of the Business Council of the Athens University of Economics and is a member of the International Board of Trustees of Tufts University in Boston. He is also member of the Board of Directors of Tsakos Energy Navigation (TEN), listed on the NYSE.

He holds degrees in Mathematics, Naval Architecture and Business Administration from Greek and British universities.

Chief Executive Officer

DIMITRI PAPALEXOPOULOS

Age: 50. Executive Director since 1992, Managing Director since 1996 and an executive of the Company since 1989.

In the past, he worked as a business consultant with McKinsey & Company Inc. in the USA and Germany.

He is member of the Board of Directors of E.F.G. EUROBANK, the Hellenic Federation of Enterprises Committee for Sustainable Development, the Foundation for Economic & Industrial Research and the European Round Table for Industrialists (ERT).

He studied electrical engineering (Dip. EL-Ing. ETH, 1985) at the Swiss Federal Institute of Technology Zurich (FTH) and business administration (MBA 1987) at Harvard University, USA.

Members

NELLOS CANELLOPOULOS

Age: 48. Executive director since 1992.

He is External Relations Director of TITAN Group since 1996.

Previously, he worked as a Sales Division Executive with TITAN Cement Company S.A. (1990-1996) and an executive at Ionia S.A. (1989 and 1990).

Chairman of the Board of Directors of the Paul and Alexandra Canellopoulos Museum and Chairman of the Paul and Alexandra Canellopoulos Foundation. He is also Chairman of the Board of Directors of the Hellenic Cement Industry Association.

TAKIS-PANAGIOTIS CANELLOPOULOS

Age: 44. Executive director since 2007.

Investor Relations Director of TITAN Group since 2001. From 1995 to 2001, he worked as an executive in the TITAN Group Financial Division. Previously, he worked as a financial analyst with AIG and with the EFG Eurobank Corporate Division.

He is also a member of the Board of Directors of Canellopoulos Adamantiadis Insurance Co. (Chartis Hellas).

He holds degrees in economics (BA) from Brown University, U.S.A. and in business administration (MBA) from the New York University / Stern School of Business, U.S.A..

GEORGE DAVID

Age: 75. Independent, non-executive director since 2001 (4th term in office).

Chairman of the Remuneration Committee from 2004.

Chairman of the Board of Directors of Coca Cola Hellenic Bottling Company S.A, member of the Board of Directors of Petros Petropoulos S.A. He is also member of the A.G. Leventis Foundation, the Hellenic Foundation for European & Foreign Policy (ELIAMEP) and the Centre for Asia Minor Studies.

VASSILIOS FOURLIS

Age: 52 years old, Independent, non-executive director since 2007 (2nd term in office).

Member of the Audit Committee.

Chairman of FOURLIS S.A. Holdings. He also sits on the Board of Frigoglass S.A., Piraeus Bank and Hellenic Organization of Telecommunications (OTE S.A.).

He holds a Masters degree from the University of California, Berkeley (Masters Degree in Economic Development and Regional Planning) and a Masters degree from Boston University/ Brussels (Masters Degree in International Business).

PANAGIOTIS MARINOPOULOS

Age: 61. Independent, non-executive director since 2004 (3rd term in office).

Member of the Remuneration Committee since 2007.

Chairman of Sephora-Marinopoulos and member of the Board of Directors of Famar S.A., Marinopoulos Bros S.A. and Carrefour – Marinopoulos.

He is also a member of the General Council of the Hellenic Federation of Enterprises and the Foundation for Economic & Industrial Research, and a Board member and Treasurer of the N.P. Goulandris Foundation – Museum of Cycladic Art.

He is graduate of the Athens School of Pharmacy and the Paris Institut d'Etudes

Politiques.

ALEXANDRA PAPALEXOPOULOU - BENOPOULOU

Age: 46. Executive director since 1995.

Strategic Planning Director of TITAN Group since 1997. From 1992 to 1997 she worked as an executive in the Group Exports Division. She initially worked for the OECD in Paris and the consultancy firm Booz, Allen & Hamilton.

She is a member of the Board and Treasurer of the Paul and Alexandra Canellopoulos Foundation and member of the Board of National Bank of Greece. She also sits on the Board of Frigoglass. From 2007 until 2009 she was Board member of Emporiki Bank.

She studied economics at Swarthmore College, USA, and business administration (MBA) at INSEAD, Fontainebleau, France.

PETROS SABATACAKIS

Age: 65. Independent, non-executive director since 2010 (1st term in office).

President of the Audit Committee and Member of the Remuneration Committee.

He is a member of the Board of Directors of National Bank of Greece since 2010.

He was Chief Risk Manager for Citigroup Inc. (1999-2004) and member of the Management Committee and Director of Citicorp and Citibank, N.A. From 1992 to 1997, he was in charge of the financial services subsidiaries of the American International Group, its treasury operations, as well as the market and credit risk activities. He was a member of the executive committee and partner of C.V. Starr. He has also worked at Chemical Bank (now JP Morgan Chase). He has been the chairman of Plan International and Childreach (Non-profit Organization), a Trustee of Athens College in Greece, and a Director of the Gennadius Library.

He earned three degrees from Columbia University: Bachelor of Science, Masters of Business Administration and Doctor of Philosophy degree in Economics.

MICHAIL SIGALAS

Age: 63. Executive Director since 1998.

South Eastern Europe and Eastern Mediterranean Regions (SEE & EM) Director and International Trade Director of TITAN Group. He has also served as Exports Director of TITAN Group.

He worked in Canada with Prestcold North America Ltd. (1973 to 1979) and with Hellenic Aerospace Industry (1980 to 1985), as Commercial Director.

He studied mechanical engineering at Concordia University, Canada.

SPYRIDON THEODOROPOULOS

Age: 54. Independent, non-executive director since 2001 (4th term in office).

Chairman of the Nomination and Corporate Governance Committee.

Managing Director of Chipita since 1986. He is also a member of the Board National Bank of Greece. He began his career in 1976 with the family dairy products company Recor S.A. He served as the Managing Director of VIVARTIA SA (2006-2010).

He has also served as Chairman of the Union of Listed Companies, as Vice Chairman of the Hellenic Federation of Enterprises and as Vice Chairman of HELEX.

He is graduate of the Athens University of Economics & Business.

EFTICHIOS VASSILAKIS

Age: 45. Independent, non-executive director since 10.5.2007 (2nd term in office).

Member of the Audit Committee since 17.12.2009.

Vice Chairman and Managing Director of AUTOHELLAS S.A. (HERTZ), Vice Chairman of AEGEAN AIRLINES S.A. He is also a member of the Board of Directors of PIRAEUS BANK, IDEAL GROUP S.A and, FOURLIS HOLDINGS S.A.

He is graduate of Yale University and Columbia Business School of New York (MBA).

EFTHYMIOS VIDALIS

Age: 57. Executive Director since 15.06.2011.

From 2004 until 15.06.2011 served as independent non executive director.

He is a member of the Board of Directors of S&B Industrial Minerals S.A, where he also served as managing director (2001-2011) and chief operating officer COO (1998-2001). From 1994 to 1998 he served as Chairman of the global activities of Synthetic Materials (Composites) and Insulation Materials. He also worked for the company Owen Corning, USA (1981-1998).

He is also Vice Chairman of the Hellenic Federation of Enterprises, Chairman of the Hellenic Federation of Enterprises Committee for Sustainable Development. He served as Chairman of the Greek Mining Enterprises Association from 2005 to 2009. He is also President of ENOIA BV, executive director of Raycap SA and Board member of the companies, Zeus Capital Partners and Future Pipe Industries, Dubai.

He studied political sciences (BA) and business administration (MBA) at Harvard University, USA.

COMPANY SECRETARY

ELENI PAPAPANOU
Attorney at law
e-mail: enp@titan.gr

AUDIT COMMITTEE

Chairman

Sabatacakis Petros, independent, non-executive Board member

Members

Eftychios Vasilakis, independent, non-executive Board member

Vasilios Fourlis, independent non-executive Board member

Stand-in members

Spyridon Theodoropoulos, independent, non-executive Board member

Panagiotis Marinopoulos, independent, non-executive Board member

REMUNERATION COMMITTEE

Chairman

George David, independent, non-executive Board member

Members

Panagiotis Marinopoulos, independent, non-executive Board member

Petros Sabatacakis, independent, non-executive Board member

NOMINATION AND CORPORATE GOVERNANCE COMMITTEE

Chairman

Spyridon Theodoropoulos, independent, non-executive Board member

Members

Efstratios – Georgios (Takis) Arapoglou, independent, non-executive Board member
Andreas Canellopoulos, non-executive Board member

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Chairman

Dimitri Papalexopoulos, Chief Executive Officer

Vice-Chairman

Nellos Canellopoulos, Executive member of the Board and Group External Relations Manager

Members

Maria Alexiou, Group Corporate Social Responsibility Director

Efthymios Vidalis, Executive member of the Board

Vasilios Zarkalis, Group Chief Financial Officer

Giannis Kollas, Group HR Director

Sokratis Baltzis, General Manager Greece Region

Aris Papadopoulos, U.S.A. Region Director

Michail Sigalas, Executive member of the Board, SE Europe and E. Mediterranean Region Director

Panikos Trakkidis, Group Technology & Engineering Director (until 28.02.2012)

Fokion Tasoulas, Group Technology & Engineering Director (from 28.02.2012)

EXECUTIVE COMMITTEE

Chairman

Dimitri Papalexopoulos, Chief Executive Officer

Members

Efthymios Vidalis, Executive Member of the Board

Vasilios Zarkalis, Group Chief Financial Officer

Nellos Canellopoulos, Group External Relations Director

Sokratis Baltzis, General Manager Greece Region

Aris Papadopoulos, U.S.A. Region Director

Alexandra Papalexopoulou-Benopoulou, Group Strategic Planning Director

Michail Sigalas, SE Europe and E. Mediterranean Region Director

BOARD OF DIRECTORS

Role and competences

The Board of Directors is the Company's supreme administrative body, which is exclusively responsible for determining the Company's strategy and its growth and development policy. Key duties of the Board of Directors are to seek to support the long-term financial value of the Company, to defend the Company's interests in general and those of shareholders, to ensure that the Company and Group comply with the laws, to bolster transparency, corporate values and the Company's Code of Conduct in all Group operations and activities, to ensure the effective operation of the Company's audit mechanisms, and to monitor and resolve conflicts of interest issues between members of the Board of Directors, managers and shareholders, and the interests of the Company and Group and to check the performance of the Chairman of the Board of Directors, the CEO, and the senior executives.

The Board of Directors is exclusively responsible for taking decisions on important issues such as: approval of the Company's financial statements to be submitted to the General Meeting; approval of the annual budget; increases in Company share capital in cases where that is specified by law or the Articles of Association; issuing corporate bonds, in parallel with the competence of the General Meeting and subject to the provisions of Articles 8 and 9 of Law 3156/2003; convening the General Meeting of Shareholders; making recommendations on issues to the General Meeting; preparing the annual management report and other reports required by the relevant legislation; appointing the company's internal auditors and appointing the Company's legal representatives and special representatives and agents.

Moreover, the Board of Directors is responsible for determining the pay and other remuneration of the CEO and other senior executives of the Company and Group, for recommending for vote by the General Meeting stock options programs for executive members of the Board of Directors and staff of the Company and related companies etc.

The duties of the Chairman of the Board and those of the CEO are performed by different persons, and their powers and competences are discrete and expressly set out in the Company's Articles of Association and the Company's Internal Regulation, as in force following the recent revision approved by the Board of Directors at its meeting on 17.12.2009.

According to the Company's Articles of Association and with the exception of cases like those above where a decision of the Board of Directors is required, the Board of Directors is entitled to issue a decision transferring and assigning its management and representation powers to one or more members of the Board of Directors or to Company managers or executives. Moreover, it may also transfer its powers to the Executive Committee. The scope of that Committee and how it operates are described below.

After the decision taken by the General Meeting of Shareholders on 23.5.2006 the members of the Board of Directors hold third party civil liability insurance.

Composition of Board of Directors

The current Company Board of Directors consists of 14 members and was elected by the General Meeting of Shareholders of 18.5.2010 and will serve for a 3-year term in office which will expire at the 2013 Ordinary General Meeting.

Independent board members

The ½ of the Board's members, that is seven (7) members, are independent, non-executive members, namely persons who have no relationship of dependence on the Company or its related parties and meet the independence requirements laid down by Greek law. They are Messrs. Efstratios – Georgios (Takis) Arapoglou, Eftychios Vasilakis, George David, Spyridon Theodoropoulos, Panagiotis Marinopoulos, Petros Sabatacakis and Vasilios Fourlis.

These persons were elected as independent members by the General Meeting on 18.5.2010 following a recommendation from the Board of Directors, which had first checked and ascertained that each of them met the independence requirements laid down by law as well as the additional criteria of independence adopted by the Company set out below in the paragraph titled «Nominating candidates for the Board of Directors» in Section III of this statement.

Also, all of the above independent directors, with the exception of Messrs. George David and Spyridon Theodoropoulos, meet as well the independence criteria specified in Article B.1.1 of the Code. More specifically, Messrs. David and Theodoropoulos have exceeded the limit on three terms in office specified by the Code since they were elected on 18.05.2010 for a fourth time by the General Meeting of Shareholders and are currently in their eleventh year on the Board of Directors. Both were elected as members of the Board of Directors by the General Meeting of Shareholders for the first time in 2001. However, the Board of Directors considers that despite the fact that they have exceed the limit of terms in office, nonetheless both members are independent in their way of thinking, judgment and character and, for that reason, they are indeed independent.

The Board's independent members are entitled to meet without the presence of the executive members or the Chairman, in any case they deem it necessary. Such a need did not occur in 2011.

In addition, as provided for in the Code, once per year the Board's independent members have a meeting, under the lead of the Senior Independent Director, without the presence of the executive members and the Chairman, in order to evaluate the performance of the Chairman and a meeting, under the lead of the Chairman and without the presence of the executive members. Such meetings were held during the year 2011.

Non-executive Board Members - Executive Board Members

The majority of the members of the Board of Directors of the Company, that is 8 of 14 members, comprises of non executive directors.

By virtue of the Board of Directors Resolution of 15.6.2011, the non executive members of the Board of Directors are Messrs. Efstratios - Georgios (Takis) Arapoglou, Eftychios Vasilakis, George David, Spyridon Theodoropoulos, Andreas Canellopoulos, Panagiotis Marinopoulos, Petros Sabatacakis and Vasilios Fourlis.

The Board of Directors by virtue of the same as above resolution dated 15.06.2011 determined that Mr. Efthymios Vidalis, who until then served as independent non executive director, acquired the capacity of executive director. Said resolution was announced to the Athens Exchange and to investors and was taken in view of the increased duties in the sectors of strategy and sustainable development that were delegated to Mr. Vidalis, as of 01/07/2011; said increased responsibilities entail the exercise on the part of Mr. Vidalis of executive director's duties and his entitlement to increased remuneration in accordance with the relevant resolution of the General Meeting of the Shareholders of 15.06.2011. A detailed reference to said resolution is set out below in the section referring to the Remuneration of the Board of Directors.

The Board's non-executive members do not perform executive or management tasks but through their participation in the Board and its Committees (in fact only such members sit on committees), contribute to the Company to mark out its strategy, supervise the suitability and effectiveness of administration, internal audit, and risk management systems, determine the level of pay for executive members of the Board, select new suitable candidates for the Board of Directors and ensure a succession plan is in place.

The Board of Directors in accordance with the relevant provision B.1.1. of the Code determines that the following seven of total eight non executive directors are independent: Messrs. Efstratios- Georgios (Takis) Arapoglou, Eftychios Vasilakis, George David, Spyridon Theodoropoulos, Panagiotis Marinopoulos, Petros Sabatacakis and Vasilios Fourlis, who have also been appointed, as per the Greek law, by the General Meeting of the Shareholders as independent directors.

The executive members of the Board of Directors are six, namely Messrs. Dimitri Papalexopoulos, Nellos Canellopoulos, Takis Canellopoulos, Alexandra Papalexopoulou, Michail Sigalas and Efthymios Vidalis.

Five of the total six executive members of the Board of Directors, including the CEO, Mr. Dimitri Papalexopoulos, originate from the shareholding core and senior executives of the Company, providing their services to the Company on the basis of employment contracts.

<u>The Chairman of the Board</u>

Mr. Andreas Canellopoulos, Chairman of the Board, is one of the Company's main shareholders, and previously served as CEO from 1983 to 1996. Since 2006 he has not performed executive and management duties and is only involved in performing his duties as Chairman of the Board, and his main concern has been to ensure the effective and efficient operation of the Board, that members collaborate harmoniously and that decisions are taken which reflect the system of principles and values which the Company has adopted.

The Chairman directs the Board's meetings and is responsible for drafting the agenda of meetings, dispatching it to members of the Board in good time along with the necessary information and materials, ensuring that independent and non-executive members are kept fully briefed so that they can effectively perform their supervisory and decision-making role, and facilitating communication between members of the Board and shareholders.

He is also a member of the Nomination and Corporate Governance Committee established by the Board of Directors.

The Chairman has no other professional commitments and is not a member of the Board of Directors of other companies, other than the Board of the public benefit foundation, the PAVLOS AND ALEXANDRA CANELLOPOULOS FOUNDATION, which is a main shareholder of the Company, and (until February 2012) the Board of the Foundation for Economic & Industrial Research (IOBE).

<u>Vice-Chairman of the Board</u>

Mr. Efstratios - Georgios (Takis) Arapoglou, an independent, non-executive member, has been appointed as Vice Chairman of the Board of Directors.

<u>Senior Independent Director</u>

The Board's Vice Chairman, Mr. Efstratios – Georgios (Takis) Arapoglou, has also been appointed by the Board of Directors as the Senior Independent Director who is obliged, inter alia, to be available to resolve shareholder issues, which have not been resolved by the executive members of the Board of Directors or the Chairman.

<u>Board of Directors Secretary (Company Secretary)</u>

The Board of Directors has appointed the Company's attorney at law, Mrs. Eleni Papapanou, as the Company Secretary, who provides legal support to the Chairman and the members of the Board. When exercising her duties the Company Secretary reports to the Board of Directors and, in hierarchical terms, does not report to any other department of the Company.

<u>Board of Directors meetings</u>

The Board of Directors meets as often as required based on the Company needs and takes its decisions by absolute majority of the directors present or represented at it.

Board members who are absent or unable to attend the meeting for any reason are entitled to be represented by another member of the Board of Directors who will vote in their name.

Each member is entitled to represent only one other member and vote in his name.

Executives of the Company or its related companies within the meaning of Article 42e(5) of Codified Law 2190/1920 are entitled to attend meetings of the Board of Directors without voting rights, following an invitation from the Chairman, provided issues within their remit are being discussed.

The dates of scheduled Board of Directors meetings are set in the last months of each year in order to ensure the maximum possible quorum at meetings is achieved.

The Board of Directors' agenda is prepared by the Chairman and is dispatched to members in good time, along with any necessary information about the topics to be discussed or on which decisions will be taken by members of the Board of Directors.

The minutes of the previous meeting are signed at each subsequent meeting. Those minutes are kept by the Company Secretary and record summaries of the views of members of the Board of Directors, the discussions which took place and any decisions taken.

<u>Nominating candidates for the Board of Directors</u>

Selection of suitable candidates and the planning of a smooth succession for members of the Board of Directors and senior management executives is the task of the Nomination and Corporate Governance Committee. Another key function of that

Committee is to ensure the necessary balance of qualifications, knowledge and experience for the members of the Board of Directors and that members of the Board are able to make available the time required to satisfactorily perform their duties.

In order to select suitable candidates, the Committee is, if it deems it necessary, entitled to use the services of special consultants or to publish notices. However, to date the Committee has found that recourse to such methods has not been necessary.

When new members of the Board assume their duties, they receive formal induction training. Moreover, throughout their term in office, the Chairman ensures that they constantly expand their skill sets on issues relating to the Company and become familiarised with the Company and its executives so that they can contribute more effectively to the work of the Board of Directors and its various Committees.

Following a relevant recommendation by the Nomination and Corporate Governance Committee and in accordance with the Board of Directors' Resolution of 17.03.2011 the nomination of candidacies and the composition of the Board of Directors is governed by the following principles:

A. At least ½ of the members of the Board of Directors, with the exception of the Chairman, must be independent non-executive members, that is to meet the independence criteria laid down in Greek law and the Code. In addition, they must not directly or indirectly hold shares in the Company accounting for more than 0.1% of its share capital.

B. Starting from the election of the next Board of Directors, the maximum limit on terms in office for independent members will be three, namely a total of 9 years of tenure.

C. The Chairman and at least one of the Vice Chairmen of the Board of Directors must be non-executive members of the Board of Directors and, at least one of them must be an independent, non-executive member.

Obligations of members of the Board of Directors

Members of the Board are obliged to attend scheduled meetings of the Board and the various Committees they sit on and to make available the time required to satisfactorily discharge their duties. To that end, before their election they are obliged to inform the Board of Directors about other important professional commitments and whether they sit on the Boards of Directors of other companies and to inform the Board in advance of any change in their above professional commitments. The Board of Directors has decided that its executive members who offer their services to the Company on the basis of an employment relationship or a contract for the provision of services may not sit as members of the Board of Directors of more than two other listed companies.

Conflict of interests

Members of the Board of Directors are obliged to immediately disclose to the Board of Directors their interests which may arise from Company transactions and any other conflict of interests with those of the Company or its related parties. Given their access to privileged information, they are obliged not to use such information to directly or indirectly purchase or sell shares in the Company or related companies which are traded on a regulated market for their own benefit or for members of their family. They are further obliged not to disclose that information to other persons nor exhort third parties based on said privileged information they have to purchase or sell shares in the Company or its related companies which are traded on a regulated market.

Board of Directors Committees

The following Committees assist the Board of Directors in its work. They have been set up by the Board and are comprised entirely of independent, non-executive members with the exception of the Nomination and Corporate Governance Committee, where the Chairman, who is a non executive member, also sits.

The Board of Directors' Committees can also retain the services of specialist technical, financial, legal or other consultants.

Audit Committee

The Audit Committee is comprised exclusively of independent members of the Board of Directors who have extensive management, accounting and auditing knowledge and experience. The ordinary and stand-in members were elected by the General Meeting of Shareholders on 15.06.2011.

The Committee's extensive auditing powers include supervising the work of the Group Internal Audit Division, which reports directly to the Audit Committee, monitoring the proper and effective implementation of the internal audit system and the risk management system, auditing the financial statements before they are approved by the Board of Directors, nominating certified public accountants who are then recommended by the Board of Directors to the General Meeting of Shareholders and monitoring issues relating to the retention of their independence and objectivity, as well as the monitoring of the financial reporting procedures implemented by the Company. The Committee is also responsible for supervising and monitoring the implementation of the confidential reporting procedure which involves employees reporting any infringement of Company values or the Company Code of Conduct to management via the hotline which is in operation.

The Audit Committee's duties and competences and its internal regulation have been posted to the Company's website (www.titan.gr) at the link: http://ir.titan.gr/home.asp?pg=corporategovernance

The Audit Committee carries out at least 4 scheduled meetings each year to audit first quarter, half-year, third quarter and annual financial statements and to monitor the Company's internal audit and risk management systems. It also holds unscheduled meetings whenever that is considered necessary.

In 2011 the Audit Committee held 4 meetings on 11/3, 5/5, 2/8 and 9/11. Moreover, its Chairman held meetings with the Director of Internal Audit for the monitoring of the audits and the duly preparation for next year.

At its meetings the Committee addressed all issues within its remit, and in particular it addressed the following topics: a. an audit of the Company's financial statements as to their completeness and reliability in terms of the financial information they provide; b. monitoring and evaluation of the work of the Internal Audit Division, approval of changes to staffing of the internal audit services, and evaluation and recommendations on the annual pay for the Group's Internal Audit Director; c. an audit and evaluation of the Company and Group's risk management systems; d. a check to ensure the independence of the certified public accountants; and e. recommendations on the selection of an audit firm to review and audit the 2011 financial statements.

In 2011 the Audit Committee held 2 meetings (11/3 and 01/08) with the certified public accountants Messrs Christodoulos Seferis and Christos Pelendridis without the presence of the executives of the Company.

Remuneration Committee

Its task is to explore and submit proposals for the determination of the pay and remuneration in accordance with article 24 section 2 of Law 2190/1920, for the members of the Board of Directors, for the pay and remuneration of the executive directors of the Board of Directors, and of the senior management executives, fields in which all three members of the Committee have proven knowledge and experience.

During the year, the Remuneration Committee met once on 05.05.2011 At this meeting the Committee discussed in depth on the general pay policy, variable pay and stock option plans for senior executives of the Company for the year 2011 and took decisions on those matters, which were thereafter submitted for approval to the Board of Directors.

The relevant recommendation of the Committee, which was thereafter approved by the Board of Directors, was not to grant increases to the basic salaries of the executives with the exception of corrective increases in those cases where the executives' salaries were disproportionally low for the positions they held.

It was also determined, on the basis of their performance, the level for 2011 of the pay of the CEO and of the five executive members of the Board of Directors that have an employment relationship with the Company, their level of participation in the profits distributed for 2010 and the number of stock options to be granted in 2011 as part of the performance based stock option plan (RSIP 2010) that was approved by the General Meeting of Shareholders of 03.06.2010.

Finally, it was decided the additional remuneration, as per article 24 section 2 of Law 2190/1920 of the new executive member, Mr. Efthymios Vidalis, for his additional services to the Board of Directors during the period from 01.07.2011 until 31.12.2011; said decision was thereafter submitted for approval to the Board of Directors and the General Meeting of Shareholders of the Company.

The Remuneration Committee's duties and competences and its internal regulation have been posted to the Company's website (www.titan.gr) at the link: http://ir.titan.gr/home.asp?pg=corporategovernance

Nomination and Corporate Governance Committee

This Committee is comprised of three Board members of which two are independent. The Chairman of the Board of Directors sits on the Committee as its third member, who is a non executive director.

All members of the Committee have extensive experience in business administration and corporate governance. The task of this Committee is to recommend suitable candidates for membership of the Board of Directors, to plan for the succession and continuity of Company Management and to offer opinions on the correct implementation of Corporate Governance Principles in relation to the relevant legislation, the best international practices and the Code of Corporate Governance that the Company applies.

The Committee had one meeting in 2011 on 25.02.2011.

At that meeting the Committee sought to draw conclusions from the responses of the members of the Board to the questionnaire relating to the evaluation of the function of the Board of Directors and its Committees in 2010 and to submit a relevant report to the Board of Directors. During the same meeting, the Committee studied the existing succession plans for the Chairman, the CEO and the senior executives of the Company. Moreover, the Committee studied the contents of the Corporate Governance Statement that was for the first time submitted by the Company in 2011, as part of the Annual Report of the Board of Directors for the fiscal year 2010, and also studied all derogations from the principles of the UK Code of Corporate Governance, which the Company applies and, concluded, that all such derogations were reasonable.

The Nomination and Corporate Governance Committee's duties and competences and its internal regulation have been posted to the Company's website (www.titan.gr) at the link: http://ir.titan.gr/home.asp?pg=corporategovernance

In addition to the above three Committees of the Board of Directors, the following Committees have been formed, for the monitoring and the coordination of the Company' and the Group's activities.

Corporate Social Responsibility Committee

The purpose of this Committee is to provide advice and support to the Company Management in planning strategy and coordinating Group's activities in the Corporate Social Responsibility matters. Its aim is to constantly improve the performance of the Company and its subsidiaries in three core fields: health and safety at work, environmental protection viewed from the perspective of sustainable development and stakeholder engagement. Its activities include adopting Corporate Social Responsibility and Sustainable Development principles and integrating them into the Group's various sectors of activity and operations; providing advice and support to constantly improve Company and Group performance; periodically measuring and assessing the environmental and social impact of the Company's major investments and regularly briefing the Board of Directors; and ensuring active Company participation in Greek and international Corporate Social Responsibility-related bodies.

Former members of the Committee and other competent senior executives of the Company and Group are also entitled to attend Committee meetings.

The Corporate Social Responsibility Committee's duties and competences and its internal regulation have been posted to the Company's website (www.titan.gr) at the link: http://ir.titan.gr/home.asp?pg=corporategovernance

Executive Committee

The Company's Articles of Association provide for an Executive Committee, today comprising of 4 executive members of the Board of Directors and 3 senior management executives, which is responsible for the supervision of the operation of the various departments and divisions of the Company, and for coordinating their activities. Any of the persons who have acted in the past as Chairman, Managing and Executive Director is entitled to participate in the activities of the Executive Committee.

Evaluation of the Board of Directors and its Committees in 2011

In 2011, the Company's Board of Directors held 6 scheduled meetings on 17/3, 5/5, 15/6, 2/8, 10/11 and 19/12. It also held an additional unscheduled meeting on 16/06, to issue a resolution for the death of its past member, Socratis Angelides.

As already mentioned, during 2011 the Audit Committee met 4 times (on 11/3, 5/5, 2/8 and 9/11), the Nomination and Corporate Governance Committee met once (on 25/2) and the Remuneration Committee met once (on 5/5).

Below is a table showing which members attended these meetings of the Board of Directors and its Committees during 2011:

Remuneration of Board members in 2011

On 15.06.2011 the General Meeting of Shareholders had pre-approved, in accordance with article 24 section 2 of Law 2190/1920, the payment of remuneration for the year 2011 for the members of the Board of Directors and its Committees, being of the same amount as for the year 2010.

The relevant remuneration amounted to a gross amount of Euro 19,200 for each member of the Board of Directors, to a gross amount of Euro 12,800 to each member of the Audit Committee and to a gross amount of Euro 6,400 to each member of the Remuneration Committee and of the Nomination and Corporate Governance Committee.

BOARD AND COMMITTEE MEETINGS – FREQUENCY AND ATTENDANCE

NAMES	Six scheduled Board meetings	1 non-scheduled Board meetings	Audit committee Four meetings	Nomination and Corporate Governance Committee One meeting	Remuneration Committee One meeting
ANDREAS CANELLOPOULOS	6/6	1/1		1/1	
TAKIS(EFSTRATIOS-GEORGIOS) ARAPOGLOU *	5/6	-		1/1	
DIMITRI PAPALEXOPOULOS	6/6	1/1			
EFTICHIOS VASILAKIS	5/6	-	4/4		
EFTHYMIOS VIDALIS	5/6	1/1	2/2		
GEORGE DAVID	3/6	-			1/1
SPYRIDON THEODOROPOULOS	5/6	-		1/1	
NELLOS CANELLOPOULOS	6/6	1/1			
TAKIS-PANAGIOTIS CANELLOPOULOS	6/6	1/1			
PANAGIOTIS MARINOPOULOS	3/6	-			1/1
ALEXANDRA PAPALEXOPOULOU-BENOPOULOU	6/6	1/1			
PETROS SABATACAKIS	5/6	-	2/2		1/1
MICHAIL SIGALAS	6/6	1/1			
VASSILIOS FOURLIS	4/6	-	4/4		

** Participated through teleconference in one meeting.*

The activities of the Board of Directors, Audit Committee, Remuneration Committee, Nomination and Corporate Governance Committee during 2011 and the individual contribution of each member of the Board of Directors was evaluated by the members of the Board of Directors by filling out a special, detailed questionnaire which had been prepared by the Company Secretary. The questionnaire was divided into 7 sections (Leadership, Line-up-Effectiveness-Board operations, BoD Work-Responsibility, Accountability - Communication with Shareholders, Committees Function, Members Attendance at the Board Meetings and the Shareholders Meetings and Individual Evaluation of the Members). Each member's contribution is evaluated with a score, ranging from 1 to 4, corresponding to poor, unsatisfactory, good and excellent contribution. The questionnaires were filled out anonymously and sent to the Company Secretary.

The Nomination and Corporate Governance Committee presented the conclusions drawn from the answers to these questionnaires to the Board of Directors and submitted specific proposals on how to further improve the operations and performance of the Board of Directors and its Committees.

Moreover, the Board's independent members evaluated the Chairman's performance during their meeting, without the Chairman or other executive members being present.

Although the above remuneration is deemed as relatively low, compared to the services provided by its members, the Board of Directors at its meeting of 10.11.2011, in the frames of its costs reduction program, decided to reduce by 10% the remuneration of its members both for their participation in the Board of Directors and for their participation in the Committees during the year 2011. As a result, the remuneration for 2011 amounted in total to the gross amount of Euro 311,040, analyzed as follows:

- Total Gross Amount Euro 241,920 was paid as remuneration for the participation of the Board members in the Board of Directors (€ 17,280 for each member).

- Total Gross Amount of Euro 34,560 was paid for the 3 members of the Audit Committee (€11,520 for each member).

Total Gross Amount of Euro 17,280 was paid for the 3 members of the Remuneration Committee (€ 5.760 for each member).

Total Gross Amount of Euro 17,280 was paid for the 3 members of the Nomination and Corporate Governance Committee Remuneration Committee (€5.760 for each member).

The payment of the above remuneration, as well as of the additional gross remuneration of Euro 75,000, to the new executive-member of the Board of Directors, Mr. Efthymios Vidalis, due to his increased duties in the frames of the Board of Directors, will be submitted for approval to the next Ordinary General Meeting of the Shareholders for the year 2011, in accordance with article 24 section 2 of Law 2190/1920.

The annual remuneration for 2011 for the 5 executive members of the Board of Directors who provided their services to the Company on the basis of an employment contract and the number of stock options that was granted to them in 2011 were decided on by the Board of Directors following a recommendation from the Remuneration Committee, based on their performance and the achievement of specific business targets.

The annual pay for the Chairman of the Board was also decided on by the Board of Directors following a recommendation from the Remuneration Committee, after the performance of his duties had first been evaluated by the Board of Directors. It should be noted that the Chairman has never participated in the company's stock option plans and consequently no options were granted to him in 2011.

The salary and all manner of gross remuneration paid to the Chairman and the 5 executive members of the Board of Directors offering their services to the Company on the basis of an employment contract totalled € 1,581,166.63. Moreover, the aforementioned persons received a total of € 657,848.40 as their participation in the distribution of profits for the year 2010.

The sixth executive member of the Board of Directors, who is not connected with the Company on the basis of an employment relationship or a contract for provision of services, as noted above, received an additional remuneration of Euro 75,000. Said member received no other amount as salary or fee, nor did he participate in the profits distribution for the year 2010.

The 6 executive directors also received 74,400 stock options in the context of the Company's Stock Option Plan approved by the General Meeting of Shareholders on 3.6.2010. Those options will mature under the strict terms and conditions specified in the Stock Option Plan (see description below) after 3 years have elapsed (namely in 2014).

Finally, following a practice advanced by the Code, the Company sets out information on the remuneration that two of the Board's executive members, Mr. Dimitri Papalexopoulos and Mrs. Alexandra Papalexopoulou, received in 2011 for their participation, as independent, non-executive members of the Board of Directors of other companies listed in the Athens Exchange. More specifically, Mr. Dimitris Papalexopoulos received the net amount of €19,266, as remuneration for his participation in the Board of Directors of EFG EUROBANK ERGASIAS and Mrs. Alexandra Papalexopoulou received the net amount of €28,710 for her participation in the Board of Directors of NATIONAL BANK OF GREECE and the net amount of €8,000 for her participation in the Board of Directors of FRIGOGLASS S.A.

IV. STOCK OPTION PLANS

Stock option plans for executive members of the Board of Directors and senior executives of the Company and Group

Aiming to match the long-term personal goals of its senior executives with the interests of the Company and its shareholders, TITAN CEMENT S.A. has established and has been using stock option plans since 2000.

The initial Plan (the 2000 Plan), which was approved by the General Meeting of Shareholders of 5.7.2000 had a vesting period of three years (2001-2003) and expired in 2007. Under the 2000 plan, options to purchase 119,200 ordinary shares were exercised at a sale price of €29.35 per share and options to purchase 451,900 ordinary shares were exercised at a sale price of €14.68 per share.

In 2004, a new plan was approved (the 2004 Plan) again for a three-year period (2004-2006) following the decision of the General Meeting of Shareholders of 8.6.2004 in the context of which 67 senior executives of the Company and its related companies and 4 executive members of the Board of Directors were granted the option to purchase 387,030 ordinary shares in the company at a sale price equal to the nominal price of the Company's share.

The 2004 Plan provided that the options granted would vest after three years and after that date the beneficiaries would be entitled, without other formalities, to exercise only 1/3 of the number of options granted, whereas the ability to exercise the other 2/3 of the options would depend on the performance of the Company's ordinary share in relation to the average performance of the ATHEX FTSE 20, FTSE 40 and General Index of the Athens Exchange and the highly merchantable shares of pre-selected high cap companies in the building materials sector worldwide. Under the 2004 Plan, options to purchase 186,000 ordinary shares were eventually exercised up to December 2009 (108,489 in December 2006, 39,370 in December 2007, 14,200 in December 2008 and 23,950 in December 2009).

On 29.5.2007 the General Meeting of Shareholders approved the third stock option plan (the 2007 Plan) covering the three-year period 2007-2009, which again provided an exercise price equal to the nominal price of the Company's share. In the context of the 2007 Plan, in 2007, 2008 and 2009 options to purchase 399,300 ordinary shares in the Company were granted to 103 senior executives of the Company and its related companies, including 5 executive members of the Board of Directors.

Under the 2007 Plan, the number of options which was exercised by the beneficiaries after the end of the maturity period varied; the first third depended on the average EBITDA of the Company and its net profits in relation to the return on 3-year Greek treasury bonds during the relevant three-year period. The second third depended on the performance of the Company's ordinary share in relation to the performance of the highly merchantable shares of 12 pre-selected high cap companies in the building materials sector internationally and the other third depended on the performance of the Company's ordinary share in relation to the average performance of the ATHEX FTSE 20, ATHEX FTSE 40 and FTS Eurofirst 300 indexes. The 2007 Plan favoured the long-term retention of a significant number of shares by executives as it introduced an obligation to hold 50%

of the shares until they acquire a specific minimum number of shares and any infringement of that requirement would result in a reduced number of options being granted in the next stock option plan.

In accordance with the vesting terms and conditions of the 2007 Plan, in December 2009 only 11.11% of the options which had been granted to beneficiaries in 2007 vested, while in December 2010 and December 2011, the 22.22% of the total number of options granted to beneficiaries in 2008 and 2009 vested. Overall, in December 2009, December 2010 and December 2011 options to purchase 60,972 ordinary shares in the Company were exercised at a price equal to the nominal price of each share, namely € 4 per share.

Lastly, on 3.6.2010 the General Meeting approved the most recent stock option plan (the 2010 Plan) which states that in 2010, 2011 and 2012 around 100 beneficiaries in total will be granted stock options for 1 million ordinary shares in the Company (treasury stock), which will vest and be exercisable in 2013, 2014 and 2015 respectively, at a sale price equal to the nominal value of the share (€ 4 per share) provided that the Plan's objectives will have been achieved, which depend (a) on the Group's operating results and net profits and (b) on the performance of the Company's share compared to the performance of the merchantable shares of other high cap companies in the building materials sector internationally and (c) the performance of the Company's share in relation to the performance of the ATHEX FTSE 20, ATHEX FTSE 40 and FTS Eurofirst 300 indexes.

The 2010 Plan also favours the long-term retention of a significant number of shares by company executives, since it contains a term requiring the retention of a minimum number of shares depending on the executive's position within the hierarchy, and any infringement of that requirement will result in a reduced number of options being granted in the next stock option plan.

It should be also noted that all the above Plans were designed to deter the undertaking of excessive risks by the senior executives of the Company, which, if unsuccessful, could have as a result the significant decrease of the Company's share price. Therefore, the Plans require the share price to be attractive at the time of the exercise of the option, compared to its trading price at the time of the grant of the option.

As part of the 2010 Plan:

a. In 2010, 5 executive members of the Board of Directors and 98 other executives of the Company and companies in the Group were granted stock options for 267,720 ordinary shares (treasury stock) of the Company, which will vest and can be exercised in 2013 provided that the objectives of the said plan have been met.

b. In 2011, 6 executive members of the Board of Directors and 98 other executives of the Company and companies in the Group were granted stock options for 301,200 ordinary shares (treasury stock) of the Company, which will vest and can be exercised, under the same as above conditions, in 2014.

A detailed description of these Plans is available on the Company's website (www.titan.gr), link: http://ir.titan.gr/home.asp?pg=stockoption&lang=en

V. Description of main features of the Company's internal audit and risk management system in relation to the procedure for preparing the financial statements

Internal Audit

Internal audit is carried out by the Group Internal Audit Division, which is an independent department with its own written regulation, reporting to the Board of Directors' Audit Committee.

Internal audit is performed today by 15 executives who have the necessary training and experience to flawlessly carry out their work.

Internal Audit's primary role is to evaluate the checks and balances that have been put in place for all Group functions in terms of their adequacy and effectiveness. Internal Audit's functions also include checking compliance with the laws in all jurisdictions in which the Group operates, as well as compliance with the Company's Internal Regulation and Code of Conduct.

During 2011 written reports from the Internal Audit Division relating to all audits of Group functions were submitted to the Audit Committee, and via it to the Board of Directors. The half-yearly and annual reports on the work of the Internal Audit Division, which contained an overall reference to the most important audit findings, were also submitted. During 2011 the Audit Committee held regular private meetings with the Group's Internal Audit Director to discuss functional and organisational issues, and all the information requested was provided and briefings were given about the audit systems currently in place, their effectiveness and the progress of audits. Following a report from the Audit Committee the Board of Directors approved the audit schedule for 2012 and specified the functions and points on which internal audit must focus.

The System of Internal Controls and Risk Management

The Board of Directors is generally responsible for the Company and Group's internal audit and risk management, and for evaluating their effectiveness each year.

The Board of Directors confirms that the Company has internal control systems and risk management policies in place and that it has been informed by the CEO and the competent Group executives about their effectiveness.

The Board of Directors is aware of the important risks which could materially impact the Group's operations, reputation and results, as well as of the risk management processes that support their identification, prioritization, mitigation and monitoring.

It should be noted, though, that the system of internal controls and the risk management provide reasonable, but not absolute security, as they are designed to reduce the probability of occurrence of the relevant risks and to mitigate their impact, but cannot preclude such risks from materialising.

Specifically, the key elements of the system of internal controls utilized in order to avoid errors in the preparation of financial statements and to provide reliable financial information are as follows:

The assurance mechanism regarding the integrity of the Group's financial statements consists of a combination of the embedded risk management processes, the applied financial control activities, the relevant information technology utilized, and the financial information prepared, communicated and monitored.

The Group's management reviews on a monthly basis the consolidated financial statements and the Group's Management Information (MI) – both sets of information being prepared in accordance with IFRS and in a manner that facilitates their understanding.

The monthly monitoring of the financial statements and Group MI and their analysis carried-out by the relevant departments, are key elements of the controlling mechanism regarding the quality and integrity of financial results.

In consolidating the financial results and statements, the Group utilizes specialized consolidation software and specialized software for reconciling intercompany transactions. These tools come with built-in control mechanisms and they have been parameterized in accordance with the Group needs. Finally, the above tools indicate best-practices regarding the consolidation process, which the Group has to a large extent adopted.

During each Board meeting, the Group CEO informs the Board about financial results and business performance and the Group CFO informs the Board on the aforementioned once every quarter.

The Group's external auditors review the mid-year financial statements of the Company, the Group and its material subsidiaries and audit the full-year financial statements of the aforementioned. In addition, the Group's external auditors inform the Audit Committee about the outcomes of their reviews and audits.

During its quarterly, bi-annual and annual reviews of the financial statements, the Audit Committee is informed about the performance of the Group's working capital and cash-flow, as well as about the Group's financial risk management. Following this, the Audit Committee informs the Board whose members have the right to request additional information or clarifications.

Prior to Board's approval, the Audit Committee reviews the consolidated financial statements. Any additional information or clarifications regarding the financial statements and requested by the Audit Committee is provided by the Company's competent executives.

Risk management

Given the nature of its operations and its geographical diversification, the Group is *de facto* exposed to risks and uncertainties, the most important of which are outlined in the Section Risk and Uncertainties of the Board of Directors' Annual Report. Those risks include, among others, financial risks (liquidity/FX/interest rate/credit risks), risks arising from the cyclical nature of the construction sector, risks arising from the Group's presence in developing markets, risks arising from natural disasters, risk of accidents, environmental risks, management risks, risks related to input costs/access to raw materials and risks related to legal disputes.

The Board of Directors' Annual Report contains a detailed description of the policy it implements to address financial risks and quite a few of the other risks referred to above. The financial risk management policy implemented is reviewed and revised twice a year by the Board of Directors.

The Group management team's main concern is to ensure that by implementing appropriate internal audit and risk management systems the Group overall is able to rapidly and effectively respond to risks as they arise and in all events to take the right measures to mitigate their effects to the extent possible.

To that end, the systems implemented by the Group provide for specific procedures to be followed and the implementation of specific policies and standards and designate the competent officers, at all levels, assigned with the management of the risks, and their limits of authority.

The Board of Directors are informed at least once a year about the main operational risks faced by the Group and examines whether those risks are clearly defined, have been adequately assessed and whether the method for managing them is effective.

VI. Information required by Article 10(1) of European Parliament and Council Directive 2004/25/EC

The information required by Article 10(1) of European Parliament and Council Directive 2004/25/EC is contained, pursuant to Article 4 (7) of Law 3556/2007, in the Explanatory Report which is part of the Board of Directors' Annual Report and is set out above.

VII. Information about how the General Meeting of Shareholders operates and its main powers, a description of shareholder rights and how they are exercised

General Meeting

The General Meeting's modus operandi – Powers

According to Article 12 of the Company's Articles of Association, the General Meeting of Shareholders is the Company's supreme body and is entitled to decide on all corporate affairs.

The General Meeting is the sole body competent to decide on:

a) Amendments to the Articles of Association, other than those which are decided on by the Board of Directors pursuant to law (Article 11(5), Article 13(2) and (13), and Article 17b(4) of Codified Law 2190/1920).

b) Increases or reductions in the share capital, with the exception of those cases where that power lies with the Board of Directors pursuant to Law or the Articles of Association, and increases or reductions required by the provisions of other laws.

c) The distribution of the annual profits, save for the case referred to in Article 34(2)(f) of Codified Law 2190/1920.

d) The election of members and stand-in members of the Board of Directors, apart from the cases cited in Article 25 of the Articles of Association, relating to the election of members by the Board of Directors to replace members who have resigned, passed away or been removed from their post, for the remainder of the term in office of the members being replaced and provided that said members cannot be replaced by the stand-in members elected by the General Meeting.

e) Approval of the annual accounts (annual financial statements).

f) The issuing of corporate bonds, in parallel with the right of the Board of Directors to issue such bonds in accordance with Article 28 of the Articles of Association.

g) The election of auditors.

h) The extension of the Company's term, merger, split, conversion, revival, or winding up of the Company.

i) The appointment of liquidators.

j) The filing of actions against members of the Board of Directors for acting *ultra vires* or for infringing the law or the Articles of Association and

k) All other issues relating to the Company for which the General Meeting is granted competence by the law or the Articles of Association.

The General Meeting meets at the seat of the Company or in another municipality within the prefecture where the seat is located or in another municipality bordering the place of its seat at least once every fiscal year and within 6 months at the most from the end of that fiscal year. It may also meet within the boundaries of the municipality where the Athens Exchange has its registered offices.

The invitation for the General Meeting must include at least the data defined by article 26 of the Law 2190/1920 and is published as provided in Law 2190/1920. More specifically, the invitation for the General Meeting must include place and precise address, date and time of the meeting, the items on the agenda clearly stated, the shareholders entitled to take part, and precise instructions about how shareholders can take part in the meeting and exercise their rights in person or via a representative, including the forms that the Company is utilizing for that purpose.

The minimum information which should be stated in the invitation also includes information about the minority rights and the time period in such minority rights can be exercised, the record date with an indication that only shareholders on the record date can attend and vote at the General Meeting, a notice of the place where the full text of documents and drafts of decisions proposed by the Board of Directors for all items on the agenda are available, and a reference to the Company's website where all the above information is available, and the forms which must be used when shareholders vote via a representative.

The invitation for the General Meeting must be published in full or in summary format (which must necessarily include an express reference to the website where the full text of the invitation and information required by Article 27(3) of Codified Law 2190/1920 is available) in the publications specified in Article 26(2) of Codified Law 2190/1920, in the Societes Anonyme and Limited Liability Companies Bulletin of the Government Gazette and on the ATHEX and Company websites at least 20 days before the date of the meeting.

The full text of the invitation must also be published in electronic news services with a national and European reach, in order to effectively disseminate information to investors and to ensure rapid, non-discriminatory access to such information.

Right to attend General Meetings

All shareholders are entitled to take part in the General Meeting.

To take part, holders of shares must have been shareholders at the start of the fifth day before the date of the General Meeting (Record date).

Such persons can demonstrate that they are shareholders by submitting a written certificate from Hellenic Exchanges S.A. or, in the alternative, by the Company connecting online to the files and records of Hellenic Exchanges S.A.

The written or online certificate proving that they are shareholders must be presented to the Company no later than the third day before the date of the General Meeting.

Other than that requirement, exercise of the right to participate in the General Meeting does not require shareholders to block their shares or comply with any other formalities which limit the ability to sell or transfer their shares in the time period between the record date and the date of the General Meeting.

Shareholders or their representatives who have not complied with these formalities may only take part in the General Meeting with its permission.

Shareholders may attend the General Meetings either in person or through one or more representatives, whether shareholders or not. Each shareholder may appoint up to 3 representatives. However, if a shareholder holds shares in the Company which appear in more than one securities account, this limitation does not prevent the shareholder from appointing different representatives for the shares which appear in each securities account.

A representative who acts for more than one shareholder may vote differently on behalf of each shareholder.

Legal entities may participate in the General Meeting by appointing up to 3 natural persons as their representatives.

Shareholder representatives can be appointed and removed in writing, such notice being sent to the Company in the same way, at least 3 days before the date set for the General Meeting.

The Company has made the forms, which must be filled out and sent by shareholders in order to appoint a representative, available on its website.

The Company's Articles of Association do not provide for shareholders' participation in the General Meeting and exercise voting rights remotely or by correspondence.

Shareholder representatives are obliged to inform the Company before the General Meeting starts about any information which shareholders should be aware of so that they can determine whether there is a risk of the representative serving interests other than their own interests.

Conflicts of interest may arise in cases where the representative:

a. is a shareholder who controls the Company or is another legal entity or person controlled by that shareholder;

b. is a member of the Board of Directors or of the management team of the Company or a shareholder who controls the Company, or another legal person or entity controlled by a shareholder who controls the Company;

c. is an employee or certified public accountant of the Company or a shareholder who controls the Company, or another legal person or entity controlled by a shareholder who controls the Company;

d. is the spouse or a relative to the first degree of one of the natural persons referred to above.

Quorum – Majority

According to the law and the Articles of Association, the General Meeting has a quorum and is validly met on the items of the agenda when shareholders representing at least 1/5 of the paid up share capital are present or represented at the meeting.

If that quorum is not achieved at the first meeting, the Meeting will reconvene within 20 days from the date on which it was not possible to hold the meeting, and that meeting has a quorum and is validly met on the items on the initial agenda, irrespective of the percentage of the paid-up share capital represented at that meeting. In all the above cases, decisions of the General Meeting are taken by absolute majority of the votes represented at it.

By way of exception, in the case of decisions relating to a change in the Company's nationality; a change in the business object; an increase in shareholders' obligations; an increase in share capital not provided for by the Articles of Association in line with Article 13(1) and (2) of Codified Law 2190/1920 unless required by law or done by capitalising reserves; a reduction in share capital unless done in accordance with Article 16(6) of Codified Law 2190/1920; a change in the profit distribution; the merger, split, conversion, revival, extension of term or winding up of the Company; the granting or renewal of powers to the Board of Directors to increase the share capital in accordance with Article 13(1) hereof, and all other cases specified by law, the General Meeting has a quorum and is validly met on the items of the agenda when shareholders representing at least 2/3 of the paid up share capital are present or represented at the meeting. In all the above cases, decisions of the General Meeting are taken by 2/3 majority of the votes represented at it.

If that qualified quorum is not achieved, the General Meeting will be invited to convene and will reconvene within 20 days from the date on which the meeting could not take place, and will have a quorum and be validly met on the items on the initial agenda if at least ½ of the paid-up share capital is represented at it. If that quorum is not achieved, the General Meeting will be called and will convene again within 20 days and will have a quorum and be validly met on the items on the initial agenda when at least 1/5 of the paid-up share capital is represented at it.

In all the above cases, decisions of the General Meeting are taken by 2/3 majority of the votes represented at it.

No other invitation is required if the initial invitation specifies the place and time of any repeat meetings that might be held if a quorum is not achieved at the first meeting, provided that at least 10 days (meaning 10 full days) elapse between the meeting which was cancelled and the repeat meeting.

Shareholder's Rights

Right to attend General Meetings

As explained in detail above, shareholders are entitled to attend General Meetings in person or via representatives who may or may not be shareholders.

Right to vote at General Meetings

Every share, apart from preferred shares to which no voting rights are attached, comes with a voting right.

Rights of preferred shareholders

According to the decision of the Company's Ordinary General Meeting of Shareholders of 27.6.1990, which decided to increase the Company's share capital by issuing preferred shares without voting rights, the preferences granted to preferred shares without voting rights were as follows:

A. The right to receive the first dividend from the profits of each year before ordinary shareholders, and in the case where no dividend is distributed or a dividend lower than the first dividend is distributed in one or more years, to receive payment on that first divided on a preferential and cumulative basis for those years from the profits generated in subsequent years. Holders of non-voting preferred shares are also entitled, on the same terms as holders of ordinary shares, to receive any additional dividend paid in any form.

It should be noted that following amendments to the provisions of Article 45(2) of Codified Law 2190/1920 on the profits of societes anonyme to be distributed, in accordance with Article 79(8) of Law 3604/2007, the obligation to distribute 6% of the paid-up share capital as the minimum mandatory first dividend was abolished, and it is now mandatory to distribute 35% of the net profits.

B. Preferential return of capital paid up by holders of non-voting preferred shares from the product of the liquidation of corporate assets in the event of the Company being wound up. Holders of non-voting preferred shares are entitled, on equal terms with the holders of ordinary shares, to a proportionally greater share in the product of liquidation of assets, if this product is greater than the total paid-up share capital.

Priority rights

In any event of share capital increase, when that increase does not result from a contribution in kind or the issue of bonds with the right of conversion into shares, priority rights are granted on the entire new capital or bond issue to the Shareholders of the Company at the time of issue, proportionate to their holding in the existing share capital.

Where the Company's share capital is increased with shares from only one of the classes of shares the Company has issued, the priority right is granted to shareholders in the other class only after it is not exercised by shareholders in the class to which the new shares belong.

Pursuant to article 13(10) of Law 2190/1920, priority rights may be limited or abolished by decision of the General Meeting of Shareholders, requiring a special increased quorum and majority, pursuant to the provisions of Article 29(3) and (4) and Article 31(2) of Law 2190/1920.

Right to receive a copy of the financial statements and reports of the BoD and Auditors

Ten (10) days prior to the Ordinary General Meeting, each shareholder may request the annual Financial Statements and relevant reports of the Board of Directors and Auditors from the Company.

Minority rights

Following an application submitted by any Shareholder to the Company within at least 5 full days prior to the General Meeting, the Board of Directors shall be obliged to provide the General Meeting with the requested specific information on the Company's affairs, to the extent that it may be useful for the actual assessment of the items on the agenda. The Board of Directors may provide a single response to shareholder requests relating to the same matter. The obligation to provide information does not exist when the information requested is already available on the Company's website, especially in the form of questions and answers. The Board of Directors may refuse to provide such information on a serious, substantive ground which shall be cited in the minutes. Such ground may, under the circumstances, be representation of the applicant shareholders on the Board of Directors in line with Article 18(3) or (6) of Law 2190/1920.

At the request of Shareholders representing 1/20 of the paid-up share capital:

A. The Board of Directors shall be obliged to convene an Extraordinary General Meeting within a time period of 45 days from the date of service of the relevant request on the Chairman of the Board of Directors. This application must contain the items on the agenda of the requested Meeting. Where the General Meeting is not convened by the Board of Directors within 20 days from service of the request, it shall be convened by the applicant shareholders at the Company's expense by decision of the Single-Member Court of First Instance at the seat of the Company, which decision shall be issued in line with the injunctive relief procedure. This decision shall state the time and place of the meeting and the items on the agenda.

B. The Board of Directors shall be obliged to enter additional items on the agenda of the General Meeting that has already been convened, provided that it receives the relevant request within at least 15 days prior to the General Meeting. The additional items shall be published or notified by the Board of Directors at least 7 days before the General Meeting. That request to have additional items included in the agenda shall be accompanied by the reasons for such inclusion or a draft decision for approval by the General Meeting and the revised agenda shall be published in the same manner as the previous agenda, 13 days before the date of the General Meeting, and shall also be made available to shareholders on the Company's website, along with the reasoning or draft decision submitted by the shareholders.

C. At least 6 days before the date of the General Meeting the Board of Directors is obliged to provide shareholders with drafts of decisions on the items which have been included in the initial or revised agenda, by uploading the same on the Company's website, if a request to that effect is received by the Board of Directors at least 7 days before the date of the General Meeting.

Board of Directors is not obliged to include items in the agenda or publish or disclose them along with the reasoning and drafts of decisions submitted to shareholders in accordance with the aforementioned two sections if the content thereof is clearly in conflict with the law and morals.

D. The Chairman of the General Meeting shall be obliged – only once – to postpone the making of decisions by the General Meeting, whether ordinary or extraordinary, on all or certain items, setting the date of continuation of the session at that which is stipulated in the relevant application, which cannot however be more than 30 days following the date of postponement. A postponed General Meeting which reconvenes shall be deemed a continuation of the previous one and for this reason no repetition of the publication requirements shall be required, and new shareholders may also participate provided that they comply with the obligations for participation in the General Meeting.

E. The Board of Directors shall be obliged to announce to the Ordinary General Meeting the amounts that have in the last two-year period been paid to each member of the Board of Directors or to the Company directors, as well as any benefits granted to these persons due to any reason or contract concluded between them and the Company. The Board of Directors may refuse to provide such information on a serious, substantive ground which shall be cited in the minutes. Such ground may, under the circumstances, be representation of the applicant shareholders on the Board of Directors in line with Article 18(3) or (6) of Law 2190/1920. Any doubts about the validity or otherwise of the reasons for refusal to provide information may be decided by the Single-Member Court of First Instance at the company's seat.

F. Decisions on any item on the agenda of the General Meeting must be taken by a call of names.

G. In addition, shareholders representing 1/20 of the paid-up share capital are entitled to request that the Single-Member Court of First Instance at the Company's seat audit the Company in the manner specified in Article 40 of Codified Law 2190/1920. In any event, the request for an audit must be submitted within 3 years from the approval of the financial statements of the fiscal year in which the contested transactions were effected.

Following an application made by Shareholders representing 1/5 of the paid-up share capital, which shall be submitted to the Company at least 5 full days prior to the General Meeting, the Board of Directors shall be obliged to provide the General Meeting with information on the course of corporate affairs and the state of the Company's assets. The Board of Directors may refuse to provide such information on a serious, substantive ground which shall be cited in the minutes. Such ground may, under the circumstances, be representation of the applicant shareholders on the Board of Directors in line with Article 18(3) or (6) of Law 2190/1920, where the relevant members of the Board of Directors have taken adequate cognisance of these matters. Any doubts about the validity or otherwise of the reasons for refusal to provide information may be decided by the Single-Member Court of First Instance at the Company's seat.

In all the above cases where rights are exercised, the applicant shareholders are obliged to demonstrate that they are in fact shareholders, and the number of shares they hold, when exercising their right. A certificate from Hellenic Exchanges S.A. or confirmation that they are shareholders by means of the online connection between HELEX and the Company constitute evidence for this.

Moreover, shareholders representing 1/5 of the paid-up share capital shall be entitled to request an audit of the Company from the Single-Member Court of First Instance, which has jurisdiction over the area of the Company's registered offices, in case from the overall course of the Company's affairs it may be concluded that the Company is not being administered in accordance with the principles of sound and prudent management laid down in Article 40 of Codified Law 2190/1920.

Right to dividends:

According to the Articles of Association, the minimum mandatory dividend to be distributed each year by the Company is equal to the minimum mandatory dividend specified by law (Article 45 of Codified Law 2190/1920), which according to Article 3 of Development Law 148/1967 is at least 35% of the Company's net profits, after all necessary withholdings to establish the statutory reserve.

Dividends must be paid within 2 months from the date of the Ordinary General Meeting of Shareholders approving the Company's annual financial statements.

The place and method of payment is announced in notices published in the press, the Daily Price Bulletin and both the ATHEX and Company websites.

Dividends which remain unclaimed for a period of five years from the date on which they become payable may not be claimed and are forfeited to the State.

Right to the product of liquidation:

On completion of the liquidation, the liquidators return the contributions of the Shareholders in accordance with the Articles of Association and distribute to them the balance from the liquidation of the Company's assets in proportion to their share in the paid-up share capital of the Company.

Shareholders' liability:

Shareholders' liability is limited to the nominal value of the shares held.

Exclusive Jurisdiction of the Courts – Applicable Law:

Each Shareholder, regardless of where he or she resides, is – in dealings with the Company – deemed to have the location of the registered offices of the Company as his/her legal place of residence, and is subject to Greek Law. Any dispute between the Company and the Shareholders or any third party is to be resolved by recourse to the Ordinary Courts; legal actions may be brought against the Company only before the Courts of Athens.

Shareholder Information and Services

Shareholder relations and the provision of information to shareholders have been assigned to the following departments:

Investor Relations Department

The Investor Relations Department is responsible for monitoring Company relations with its Shareholders and investors, and for ensuring that information is provided to investors and financial analysts in Greece and abroad on an equal footing in good time and that such information is up-to-date. The aim here is to generate long-term relationships with the investment community and retain the high level of trust that investors have in the Group.

The Group Investor Relations Manager is Mr. Takis Canellopoulos, 22a Halkidos St., GR-11143, Athens tel: 0030 210-2591163, fax: 0030 210-2591106, e-mail: ir@titan.gr.

Shareholder Services Department

This Department is responsible for providing immediate, at-arms-length information to shareholders and for facilitating them when exercising the rights granted to them by the law and Articles of Association of the Company.

The Shareholder Services Department and the Corporate Announcements Department are run by Ms. Nitsa Kalesi, 22a Halkidos St., GR-11143, Athens, tel: 0030 210-2591257, fax: 0030 210-2591238, e-mail: kalesin@titan.gr.

Corporate Announcements Department

This Department is responsible for communications between the Company and the Hellenic Capital Market Commission and the Athens Exchange, Company compliance with the obligations set forth in Laws 3340/2005 and 3556/2007, compliance with the relevant decisions of the Hellenic Capital Market Commission and for sending published Company reports to all competent authorities and the media.

The Company's website address is: www.titan-cement.com

Reuters code: TTNr.AT, TTNm.AT

Bloomberg code: TITK GA, TITP GA.

FINANCIAL CALENDAR 2012

March 1, 2012	Full Year Results 2011
May 3, 2012	3 Months 2012
June 8, 2012	Annual General Meeting of Shareholders
August 29, 2012	Half Year Results 2012
November 12, 2012	9 Months Results 2012

VIII. Reference to derogations from the Corporate Governance Code

In accordance with Article 2 of Law 3873/2010, the Board of Directors declares that the Company complies with the provisions of the UK Code on Corporate Governance save for the following derogations:

A. The official letter sent to the independent members of the Board of Directors after their election by the General Meeting on 18.5.2010 did not set out their expected time commitment for their performance of their duties (Section B.3.2 of the Code). It was not considered necessary to make an express reference to this because, to date, independent members have always devoted the necessary time in order to perform their duties. Hereinafter, where non executive members of the Board are elected, the Company does intend to apply the practice referred to in Section B.3.2 of the Code.

B. For the time being the Board of Directors does not consider it necessary to have the evaluation of the Board externally facilitated every three years (Section B.6.2. of the Code). The Board is of the view that evaluation of the Board's performance by its members and self-assessment of the individual performance of each member is strict and complete and contributes to improved performance of the Board of Directors and its members.

C. The Company does not implement the practice referred to in Section B.1.1. of the Code, whereby independent members of the Board of Directors should not serve for more than 9 years from the date they were first elected. As explained in detail in the paragraph relating to the independent members of the Board of Directors in Section III of this Statement, two of the Board's independent members elected by the General Meeting on 18.5.2010 with a tenure until the Ordinary General Meeting of 2013, do meet the independence conditions laid down in Article 3(1) of Law 3016/2002 but are currently in their eleventh year on the Board of Directors since they were first elected as members of the Board of Directors by the General Meeting of Shareholders in 2001. However, and despite their long tenure in the Board, both the aforementioned directors retain absolute independence in their way of thinking, character and judgment and, as a result, the Board of Directors believes that they are indeed independent members. Notwithstanding the above, it should be noted that the Board of Directors has resolved that starting from the election of the next Board the independent, non-executive Board members will not be able to serve for more than 3 terms in office (or a maximum of 9 years). Today, the maximum limit is 4 terms in office (or 12 years).

D. The practice referred to in Section B.7.1 of the Code which requires that all Board members of FTSE 350 companies and non-executive members who have served for more than 9 years should be subjected to annual re-election by the General Meeting is not applied.

The main reason for this derogation is that the Company's Articles of Association provide that all members of the Board of Directors are elected by the General Meeting to serve for a three-year term in office. It should be also noted that the Greek law allows the Board members to be elected for tenure up to six years.

Moreover, the Greek Law (article 39 of Law 2190/1920) provides that shareholders representing 1/20 of the paid-up share capital are entitled to request the entering on the agenda of a General Meeting already convened of additional items, including, therefore, the election of a new Board of Directors. For the taking of a relevant resolution, it is required the ordinary quorum of 1/5 of the paid up share capital and absolute majority of the votes represented at the General Meeting.

It should be further pointed out that according to the law and the articles of association of the Company, in case a member of the Board is elected by the Board of Directors to replace another member who resigned, passed away or was removed from office on other grounds, that decision must be disclosed to the next General Meeting and that said General Meeting is entitled to vote against the person elected and have this person replaced with another. The same as above is the case if the BoD elects another member to replace an independent member who had resigned or passed away. In addition to that, if the member resigned, passed away or removed on other grounds was independent, the member elected in the position of the aforementioned person must also be independent.

Moreover, the Board of Directors decides each year whether the independent members of the Board elected by the General Meeting meet all the independence criteria laid down by Greek law, the Code and the Company, and inserts a statement to that effect into its Corporate Governance Statement

E. Although the provisions of the Code do not require detailed information about the individual remuneration paid to each member of the Board of Directors, nor is it mandatory under the relevant Greek legislation on societes anonyme, in the paragraph entitled "Remuneration of Board of Directors members" the Company has set out information relating to the remuneration paid to members of the Board of Directors and its Committees in 2011 after preliminary approval given by the General Meeting on 15.6.2011, and has also provided information about the total remuneration paid to executive members of the Board of Directors. The Company has also set out information relating to the remuneration received by two executive members of the Board of Directors of the Company for their participation as independent directors in the Board of Directors of other companies listed in the Athens Exchange.

IX. Going Concern

The Board of Directors declares that the TITAN Company and Group have adequate resources to ensure continued operations as a going concern for the foreseeable future.

EXPLANATORY REPORT OF THE BOARD OF DIRECTORS

(Pursuant to paragraphs 7 and 8 of Law 3556/2007)

1. Structure of the Company's share capital

The Company's share capital amounts to Euro 338,530,112, divided among 84,613,840 shares with a nominal value of 4 Euro each, of which 77,063,568 are common shares representing 91.057% of the total share capital and 7,568,960 are preferred shares without voting rights, representing 8.943%, approximately, of the total share capital.

All Company shares are registered and listed for trading in the Securities Market of the Athens Exchange (under "Large Cap" classification).

Each Company share carries all the rights and obligations set out in law and in the Articles of Association of the Company. The ownership of a Company share automatically entails acceptance of the Articles of Association of the Company and of the decisions made in accordance with those by the various Company bodies.

Each common share entitles the owner to one vote. The preferred shares provide no voting rights.

In accordance with the resolution dated 27.06.90 of the Ordinary General Meeting of the Shareholders of the Company, on the basis of which it was resolved an increase in the share capital of the Company through the issuance of preferred non-voting shares, the privileges enjoyed by holders of preferred non-voting shares are as follows:

A. Receipt, in priority to common shares, of a first dividend from the profits of each financial year; in the event of non distribution of dividend or of distribution of a dividend lower than the first dividend, in one or more financial years, holders of preferred shares are entitled to a preferential payment of this first dividend cumulatively and corresponding to the financial years in question, from the profits of subsequent years. Holders of preferred non-voting shares are entitled, on equal terms with holders of common shares, to receive any additional dividend which may be distributed in any form. It is worth noting however that following the amendment, made in accordance with article 79 section 8 of Law 3604/2007, of the provisions of section 2 of article 45 of Law 2190/1920 on the distribution of profits of Societes Anonymes, the mandatory distribution of a first minimum dividend equal to 6% of the paid up share capital has been annulled and from now on it is only the mandatory distribution of dividend equal to 35% of the net profits that applies.

B. They are also entitled to preferential return of the capital paid up by holders of preferred non-voting shares from the product of the liquidation of Company assets in the event of the Company being wound up. Holders of preferred non-voting shares have equal rights with holders of common shares to a further share, proportionally, in the product of liquidation, if the product in question is higher than the total paid-up share capital.

The liability of the shareholders is limited to the nominal value of the shares they hold.

2. Limitations on transfer of Company shares

The Company shares may be transferred as provided by the law and the Articles of Association provide no restrictions as regards the transfer of shares.

3. Significant direct or indirect holdings in the sense of articles 9 to 11 of Law 3556/2007

On 31.12.2011 the following shareholders held more than 5% of the total voting rights in the Company: Mr. Andreas L. Canellopoulos holding 12.84% and the "Paul and Alexandra Canellopoulos Foundation" holding 9.87% of the total voting rights in the Company.

Today (1.3.2012) the following shareholders hold more than 5% of the total voting rights in the Company: Mr. Andreas L. Canellopoulos holding 12.84%, the "Paul and Alexandra Canellopoulos Foundation" holding 9.87% and "Capital Research and Management Company" holding 5.21% of the total voting rights in the Company.

4. Shares conferring special control rights

None of the Company shares carry any special rights of control.

5. Limitations on voting rights

With the exception of the preferred non- voting shares, the Articles of Association of the Company make no provision for any limitations on voting rights.

6. Agreements among Company shareholders, which are known to the Company and entail limitations on the transfer of shares or on the exercise of voting rights

It is known to the Company that the Company shareholders Messrs. Andreas Canellopoulos, Dimitri Papalexopoulos, Nellos Canellopoulos, Alexandra Papalexopoulou- Benopoulou and Panagiotis Canellopoulos have contributed to the public Cypriot company "EDYVEM LIMITED" 1,138,200 common Titan shares, representing 1.48% of the total voting rights in the Company. EDYVEM LIMITED holds in total 1,200,000 common Titan shares, representing 1.56% of the total voting rights in Titan Cement Company S.A. The Articles of Association of EDYVEM LIMITED provide for limitations on the transfer of the Titan common shares held by it , the total number of which amounts to 1,200,000 , representing 1.56% of the total voting rights in Titan Cement Company S.A.

7. Rules for the appointment and substitution of Directors and for the amendment of the Articles of Association, which depart from the provisions of Codified Law 2190/1920

The Company's Articles of Association (article 25), within the powers granted under Codified Law 2190/1920, as in force following the enactment of Law 3604/2007, provide the following regarding the appointment and substitution of its Directors:

a. The Board of Directors may elect Directors to replace any Directors who have resigned, passed away or lost their status in any other way, provided that it is not possible to replace said Directors with substitute Directors elected by the General Meeting. The above election by the Board of Directors is effected by a decision of the remaining Directors if these are at least seven (7) and is valid for the remaining term of office of the Director being substituted.

b. The remaining Directors may continue to manage and represent the Company even if the missing Directors are not replaced as per the previous paragraph, provided that they are more than half the number of Directors prior to the occurrence of the above events.

c. In any case, the remaining Directors, irrespective of their number, may convoke the General Meeting for the sole purpose of electing a new Board of Directors.

The provisions of the Company's Articles of Association regarding the amendment of their own provisions do not depart from the provisions of Codified Law 2190/1920.

8. Competence of the Board of Directors or of the appointed members thereof for the issuing of new shares or the purchase of own shares of the Company pursuant to article 16 of Codified Law 2190/1920

According to the provisions of article 6 par. 3 of the Company's Articles of Association, the General Meeting may, by a resolution passed by the extraordinary quorum and majority of article 20 of the Articles of Association, delegate to the Board of Directors the power to increase the share capital by its own decision, pursuant to the provisions of article 13, par. 1, subparagraph (c) of Codified Law 2190/1920 and without prejudice to par. 4 of the same article.

Also, according to the provisions of article 13, par. 13 of Codified Law 2190/1920, by a resolution of the General Meeting passed under an increased quorum and majority in accordance with the provisions of paragraphs 3 and 4 of article 29 and of paragraph 2 of article 31 of Codified Law 2190/1920, a programme can be established for the offering of shares to the Directors and to the Company's personnel, as well as to personnel of affiliated companies, in the form of stock options, according to the more specific terms of such resolution, a summary of which is subject to the publication formalities of article 7b of Codified Law 2190/1920. The par value of the shares offered may not exceed, in total, one tenth (1/10) of the paid-up capital on the date of the resolution of the General Meeting. The Board of Directors issues a decision regarding every other related detail, which is not otherwise regulated by the General Meeting and, depending on the number of beneficiaries who have exercised their options, the Board of Directors decides on the corresponding increase of the Company's share capital and on the issuing of new shares.

In line with the above provisions and the relevant resolutions passed by the General Meetings of Shareholders on 29.05.2007 and 4.6.2008 and, following the exercise, in December 2011, by 42 beneficiaries of share purchase options regarding 18,688 common shares of the Company, at a price of Euro 4 per share, the Board of Directors decided on 19.12.2011 to increase the Company's share capital by the amount of Euro 74,752 which was paid in cash and the issue of 18,688 new common registered shares with a nominal value of 4 euro per share. According to par. 13 of article 13 of Codified Law 2190/1920, such capital increase does not constitute an amendment of the Company's Articles of Association.

According to the provisions of article 16 of Codified Law 2190/1920, subject to prior approval by the General Meeting, the Company may acquire its own shares, under the responsibility of the Board of Directors, provided that the par value of the shares acquired, including the shares previously acquired and still held by the Company, does not exceed one tenth (1/10) of its paid-up share capital. The resolution of the General Meeting must also determine the terms and conditions of the acquisitions, the maximum number of shares that may be acquired, the duration of the period for which the authorization is given, which may not exceed 24 months, and, in the case of acquisition for value, the maximum and minimum consideration.

In line with the above provisions, the General Meeting of the Company Shareholders on 18.5.2010 granted an approval for the purchase by the Company, whether directly or indirectly, of own shares, both common and preferred, up to 10% of its then paid-up share capital within a period of 24 months, i.e. until 18.5.2012, with the minimum purchase price set at Euro 4 per share and the maximum purchase price set at Euro 40 per share. In accordance with the above resolution of the General Meeting, the Board of Directors is authorized to proceed to purchases of own shares, provided that the purchases in question will be deemed to be beneficial and the Company's available funds will so permit. As of today, no purchases of own shares of the Company have been made in implementation of the abovementioned resolution of the General Meeting dated 18.05.2010

The total number of own shares currently held by the Company in implementation of the relevant past resolutions of the General Meeting and in particular those of 10.05.2007 and 6.10.2008 amounts to 3,131,697 common shares and to 5,919 preferred shares, without voting rights, representing in total 3.68%, of the paid up share capital.

9. Significant agreements put in force, amended or terminated in the event of a change in the control of the Company, following a public offer

The Company has no agreements which become effective, are amended or terminated in the event of a change in the control of the Company specifically following a public offer.

It should be noted, though, that there are loan and other agreements in place, which provide, as it is common in such agreements, the right of the counterparty, lending bank or bond holder, to request, under certain conditions, the early repayment of the loan or bond or their exit from the Group companies they participate , as the case may be, in the event of a change of control in the Company. However, this right is not granted specifically in case the change of control in the Company results from a public offer.

The most significant agreements as above are the following:

a) the Multicurrency Revolving Facility Agreement up to the amount of Euro 585 million entered into among the Group's subsidiary, Titan Global Finance Plc and a syndicate of lending banks and the Company as Guarantor;

b) the European Bond, for an amount of Euro 200 million, issued by Titan Global Finance Plc, under the guarantee of the Company;

c) the Bond, for an amount of Euro 75 million, issued by the Company, where EFG Eurobank Ergasias is acting as the representative of the bond holders and the paying agent;

d) the Bond, for an amount of Euro 50 million, issued by the Company, where EFG Eurobank Ergasias is acting as the representative of the bond holders and the paying agent;

e) the Syndicated Bond, for an amount of 135 million Euro, issued by the Company, where Alpha Bank is acting as the representative of the bond holders and the paying agent and Alpha Bank, National Bank of Greece, and HSBC are the bondholders;

10. Significant agreements with members of the Board of Directors or employees of the Company

The Company has no significant agreements with members of the Board of Directors or its employees providing for the payment of compensation, especially in the case of resignation or dismissal without good reason or termination of their period of office or employment due to of a public offer.

ANNUAL FINANCIAL REPORT

Contents

STATEMENT OF MEMBERS OF THE BOARD

(In accordance with article 4 of Law 3556/2007)

The members of the Board of Directors of TITAN CEMENT COMPANY S.A.:

1. Andreas Canellopoulos, Chairman,

2. Dimitrios Papalexopoulos, Managing Director and

3. Takis-Panagiotis Canellopoulos, Board Member, having been specifically assigned by the Board of Directors.

In our above mentioned capacity declare that:

As far as we know:

a) the enclosed financial statements of TITAN CEMENT COMPANY S.A. for the period of 1.1.2011 to 31.12.2011 drawn up in accordance with the applicable accounting standards, reflect in a true manner the assets and liabilities, equity and results of TITAN CEMENT COMPANY S.A. as well as of the businesses included in Group consolidation, taken as a whole.

b) the enclosed report of the Board of Directors reflects in a true manner the development, performance and financial position of TITAN CEMENT COMPANY S.A., and of the businesses included in Group consolidation, taken as a whole, including the description of the principal risks and uncertainties.

Athens, 1 March 2012

ANDREAS L. CANELLOPOULOS
Chairman of the Board

DIMITRIOS TH. PAPALEXOPOULOS
Managing Director

TAKIS-PANAGIOTIS A. CANELLOPOULOS
Board Member

THIS REPORT HAS BEEN TRANSLATED FROM THE ORIGINAL VERSION IN GREEK
INDEPENDENT CERTIFIED AUDITOR'S ACCOUNTANT'S REPORT

To the Shareholders of **TITAN CEMENT COMPANY S.A.**

Report on the separate and consolidated Financial Statements

We have audited the accompanying separate and consolidated financial statements of TITAN CEMENT COMPANY S.A. and its subsidiaries, which comprise the separate and consolidated statement of financial position as at December 31, 2011, the separate and consolidated income statement, statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Separate and Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these separate and consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and for such internal controls as management determines is necessary to enable the preparation of separate and 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 separate and consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards of Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the separate and consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the separate and consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the separate and 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 separate and 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 separate and consolidated financial statements.

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

Opinion

In our opinion, the accompanying separate and consolidated financial statements present fairly, in all material respects, the financial position of TITAN CEMENT COMPANY S.A. and its subsidiaries as at December 31, 2011, and of their financial performance and their cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Report on Other Legal and Regulatory Requirements

a) The Director's Report includes a statement of corporate governance, which contains the information required by paragraph 3d of article 43a, of Codified Law 2190/1920.

b) We confirm that the information given in the Director's Report is consistent with the accompanying separate and consolidated financial statements and complete in the context of the requirements of articles 43a, 108 and 37 of Codified Law 2190/1920.

Athens, 1 March 2012

The Certified Auditor Accountant

CHRISTOS PELENDRIDIS

S.O.E.L. R.N. 17831

ERNST & YOUNG (HELLAS) CERTIFIED AUDITORS ACCOUNTANTS S.A.

11th km National Road Athens-Lamia

144 51 Metamorfosi, Attika

SOEL REG. No. 107

Income Statement for the year ended 31 December

(all amounts in Euro thousands)

	Notes	Group 2011	Group 2010 [1] Restated	Company 2011	Company 2010 [1] Restated
Sales of goods		1,043,168	1,284,033	196,521	332,234
Rendering of services		48,236	66,455	20,710	38,462
Total revenue	3	**1,091,404**	**1,350,488**	**217,231**	**370,696**
Cost of sales		-748,654	-897,824	-139,349	-248,184
Gross profit before depreciation and amortization		**342,750**	**452,664**	**77,882**	**122,512**
Other income	4	45,343	32,136	5,377	9,295
Share in loss of associates	15	-1,391	-783	-	-
Administrative expenses		-100,504	-104,686	-32,109	-37,482
Selling and marketing expenses		-21,107	-24,847	-618	-1,077
Other expenses	4	-22,424	-39,399	-9,649	-6,287
Profit before interest, taxes, depreciation and amortization		**242,667**	**315,085**	**40,883**	**86,961**
Depreciation and amortization related to cost of sales	5	-112,906	-117,365	-10,702	-10,959
Impairment of tangible and intangible assets related to cost of sales	11,13	-18,710	-165	-1,144	-2
Depreciation and amortization related to administrative and selling expenses	5	-7,024	-5,150	-1,123	-1,040
Profit before interest and taxes		**104,027**	**192,405**	**27,914**	**74,960**
Income from participations and investments		-	-	3,495	5,656
Losses from participations and investments		-	-	-2,520	-12,792
Finance income	6	7,248	13,600	1,577	3,489
Finance expense	6	-73,308	-68,633	-42,122	-31,045
Loss on early extinguishment of debt	24	-228	-7,340	-	-
Profit/(loss) before taxes		**37,739**	**130,032**	**-11,656**	**40,268**
Less: income tax expense	8	-16,059	-17,942	-1,622	-18,531
Profit/(loss) after taxes		**21,680**	**112,090**	**-13,278**	**21,737**
Attributable to:					
Equity holders of the parent		11,011	103,075	-13,278	21,737
Non-controlling interests		10,669	9,015	-	-
		21,680	**112,090**	**-13,278**	**21,737**
Basic earnings per share (in €)	9	**0.1351**	**1.2658**		
Diluted earnings per share (in €)	9	**0.1344**	**1.2612**		

[1] Restated due to change in accounting policy (note 37).

The accompanying notes are an integral part of these financial statements

Statement of Comprehensive Income for the year ended 31 December

(all amounts in Euro thousands)	Notes	Group 2011	Group 2010 [1] Restated	Company 2011	Company 2010 [1] Restated
Profit/(loss) for the period		**21,680**	**112,090**	**-13,278**	**21,737**
Other comprehensive income/(loss):					
Exchange (losses)/gains on translation of foreign operations		**-3,468**	**54,028**	**-**	**-**
Net losses on available for sale financial assets		**-112**	**-210**	**-**	**-**
Cash flow hedges		-3,023	-756	-4,545	-
Income tax effect		-610	295	-	-
		-3,633	**-461**	**-4,545**	**-**
Asset revaluation surplus	12	1,639	-	1,639	-
Income tax effect		-328	-	-328	-
		1,311	**-**	**1,311**	**-**
Actuarial gains on defined benefit plans	25	8,141	4,631	8,231	5,289
Income tax effect		-1,294	-876	-1,646	-1,058
		6,847	**3,755**	**6,585**	**4,231**
Other comprehensive income for the period, net of tax		**945**	**57,112**	**3,351**	**4,231**
Total comprehensive income/(loss) for the period		**22,625**	**169,202**	**-9,927**	**25,968**
Total comprehensive income attributable to:					
Equity holders of the parent		13,108	158,063		
Non-controlling interests		9,517	11,139		
		22,625	**169,202**		

[1] Restated due to change in accounting policy (note 37).

The accompanying notes are an integral part of these financial statements

Statement of Financial Position as at 31 December

(all amounts in Euro thousands)		Group			Company		
	Notes	2011	2010 (1, 2)	1/1/2010 (1)	2011	2010 (1)	1/1/2010 (1)
ASSETS			**Restated**	**Restated**		**Restated**	**Restated**
Property, plant & equipment	11	1,887,488	1,957,289	1,915,211	251,111	261,538	266,759
Investment properties	12	9,804	2,053	1,088	11,312	5,974	6,396
Intangible assets and goodwill	13	546,111	572,115	547,873	1,112	1,122	671
Investments in subsidiaries	14	-	-	-	1,182,854	1,183,721	1,268,502
Investments in associates	15	8,213	9,604	10,551	-	-	-
Available-for-sale financial assets	16	2,143	2,211	2,338	108	107	107
Other non current assets	17	10,555	11,346	15,912	2,710	3,013	3,460
Deferred income tax asset	18	2,198	3,417	2,536	-	-	-
Non-current assets		**2,466,512**	**2,558,035**	**2,495,509**	**1,449,207**	**1,455,475**	**1,545,895**
Inventories	19	242,765	248,168	238,803	68,761	77,419	68,250
Receivables and prepayments	20	233,606	207,829	254,131	63,869	56,966	83,723
Derivative financial instruments	35	772	1,745	679	-	-	34
Available-for-sale financial assets	16	63	63	62	61	61	61
Cash and cash equivalents	21	333,935	67,070	16,426	29,478	2,943	204
Current assets		**811,141**	**524,875**	**510,101**	**162,169**	**137,389**	**152,272**
TOTAL ASSETS		**3,277,653**	**3,082,910**	**3,005,610**	**1,611,376**	**1,592,864**	**1,698,167**
EQUITY AND LIABILITIES							
Share capital (84,632,528 shares of €4.00)	22	338,530	338,455	338,304	338,530	338,455	338,304
Share premium	22	22,826	22,826	22,826	22,826	22,826	22,826
Share options	22	1,358	6,983	5,977	1,358	6,983	5,977
Treasury shares	22	-89,446	-90,182	-91,622	-89,446	-90,182	-91,622
Other reserves	23	427,028	471,052	424,986	511,301	501,022	491,191
Retained earnings		857,170	819,133	740,302	4,861	33,858	33,679
Equity attributable to equity holders of the parent		**1,557,466**	**1,568,267**	**1,440,773**	**789,430**	**812,962**	**800,355**
Non-controlling interests		142,982	142,557	11,134	-	-	-
Total equity (a)		**1,700,448**	**1,710,824**	**1,451,907**	**789,430**	**812,962**	**800,355**
Long-term borrowings	24	815,095	706,961	725,665	620,360	643,000	634,499
Derivative financial instruments	35	17,826	10,200	405	5,824	687	29
Deferred income tax liability	18	191,863	185,969	194,204	19,990	19,581	21,449
Retirement benefit obligations	25	29,721	45,278	52,467	14,442	27,734	35,458
Provisions	26	16,553	19,022	16,660	1,558	7,067	1,929
Other non-current liabilities	27	26,590	34,805	37,434	6,399	5,674	5,806
Non-current liabilities		**1,097,648**	**1,002,235**	**1,026,835**	**668,573**	**703,743**	**699,170**
Short-term borrowings	24	226,564	136,763	261,835	104,692	17,069	127,609
Trade and other payables	28	228,732	213,149	242,825	47,017	50,705	60,345
Income tax payable		22,202	19,577	19,549	-	7,859	10,379
Provisions	26	2,059	362	2,659	1,664	526	309
Current liabilities		**479,557**	**369,851**	**526,868**	**153,373**	**76,159**	**198,642**
Total liabilities (b)		**1,577,205**	**1,372,086**	**1,553,703**	**821,946**	**779,902**	**897,812**
TOTAL EQUITY AND LIABILITIES (a+b)		**3,277,653**	**3,082,910**	**3,005,610**	**1,611,376**	**1,592,864**	**1,698,167**

(1) Restated due to change in accounting policy (note 37).
(2) Restated due to finalization of purchase price allocation of acquired subsidiaries in 2010 (note 30).

The accompanying notes are an integral part of these financial statements

Statement of Changes in Equity

Group	Attributable to equity holders of the parent										
(all amounts in Euro thousands)	**Ordinary shares**	**Share premium**	**Preferred shares**	**Share options**	**Ordinary treasury shares**	**Preferred treasury shares**	**Other reserves (note 23)**	**Retained earnings**	**Total**	**Non-controlling interests**	**Total equity**
Balance at 1 January 2010	**308,028**	**22,826**	**30,276**	**5,977**	**-91,505**	**-117**	**434,350**	**739,218**	**1,449,053**	**11,135**	**1,460,188**
Restated due to change in accounting policy (note 37)	-	-	-	-	-	-	-9,364	1,084	-8,280	-1	-8,281
Balance at 1 January 2010 (restated)	**308,028**	**22,826**	**30,276**	**5,977**	**-91,505**	**-117**	**424,986**	**740,302**	**1,440,773**	**11,134**	**1,451,907**
Profit for the period	-	-	-	-	-	-	-	103,075	103,075	9,015	112,090
Other comprehensive income	-	-	-	-	-	-	54,988	-	54,988	2,124	57,112
Total comprehensive income for the period	**-**	**-**	**-**	**-**	**-**	**-**	**54,988**	**103,075**	**158,063**	**11,139**	**169,202**
Dividends paid to ordinary and preferred shareholders (note 10)	-	-	-	-	-	-	-	-15,224	-15,224	-1,919	-17,143
Treasury shares sold	-	-	-	-	1,440	-	-	-734	706	-	706
Share Capital increase due to share options exercised (note 22)	151	-	-	-	-	-	-	-	151	-	151
Acquisitions of non-controlling interest	-	-	-	-	-	-	-825	-	-825	-763	-1,588
Share based payment transactions (note 22)	-	-	-	1,006	-	-	-	-	1,006	-	1,006
Non-controlling interest's put option recognition & transfer between reserves	-	-	-	-	-	-	2,871	-5,231	-2,360	739	-1,621
Partial disposal of subsidiary	-	-	-	-	-	-	-10,968	-3,055	-14,023	94,023	80,000
Non-controlling interest's participation in share capital increase	-	-	-	-	-	-	-	-	-	8,030	8,030
Equity increase arising on business combination [(1)]	-	-	-	-	-	-	-	-	-	20,174	20,174
Balance at 31 December 2010 (restated)	**308,179**	**22,826**	**30,276**	**6,983**	**-90,065**	**-117**	**471,052**	**819,133**	**1,568,267**	**142,557**	**1,710,824**
Balance at 1 January 2011	**308,179**	**22,826**	**30,276**	**6,983**	**-90,065**	**-117**	**471,052**	**819,133**	**1,568,267**	**142,557**	**1,710,824**
Profit for the period	-	-	-	-	-	-	-	11,011	11,011	10,669	21,680
Other comprehensive income	-	-	-	-	-	-	2,097	-	2,097	-1,152	945
Total comprehensive income for the period	**-**	**-**	**-**	**-**	**-**	**-**	**2,097**	**11,011**	**13,108**	**9,517**	**22,625**
Dividends paid to ordinary and preferred shareholders (notes 10, 23)	-	-	-	-	-	-	-	-15,231	-15,231	-9,758	-24,989
Treasury shares sold	-	-	-	-	736	-	-	-488	248	-	248
Share Capital increase due to share options exercised (note 22)	75	-	-	-	-	-	-	-	75	-	75
Share based payment transactions (note 22)	-	-	-	1,303	-	-	-	-	1,303	-	1,303
Non-controlling interest's put option recognition & transfer between reserves	-	-	-	-	-	-	3,450	-	3,450	3,434	6,884
Equity increase arising on business combination	-	-	-	-	-	-	-	-	-	42	42
Deferred tax adjustment due to change in income tax rates on revaluation reserves	-	-	-	-	-	-	-13,754	-	-13,754	-2,810	-16,564
Transfer between reserves	-	-	-	-6,928	-	-	-35,817	42,745	-	-	-
Balance at 31 December 2011	**308,254**	**22,826**	**30,276**	**1,358**	**-89,329**	**-117**	**427,028**	**857,170**	**1,557,466**	**142,982**	**1,700,448**

[(1)] Restated due to finalization of purchase price allocation of acquired subsidiaries in 2010 (note 30).

The accompanying notes are an integral part of these financial statements.

Statement of Changes in Equity (continued)

Company

(all amounts in Euro thousands)	Ordinary shares	Share premium	Preferred shares	Share options	Ordinary treasury shares	Preferred treasury shares	Other reserves (note 23)	Retained earnings	Total equity
Balance at 1 January 2010	**308,028**	**22,826**	**30,276**	**5,977**	**-91,505**	**-117**	**501,465**	**32,532**	**809,482**
Restated due to change in accounting policy (note 37)	-	-	-	-	-	-	-10,274	1,147	-9,127
Balance at 1 January 2010 (restated)	**308,028**	**22,826**	**30,276**	**5,977**	**-91,505**	**-117**	**491,191**	**33,679**	**800,355**
Profit for the period	-	-	-	-	-	-	-	21,737	21,737
Other comprehensive income	-	-	-	-	-	-	4,231	-	4,231
Total comprehensive income for the period	**-**	**-**	**-**	**-**	**-**	**-**	**4,231**	**21,737**	**25,968**
Dividends paid to ordinary and preferred shares (note 10)	-	-	-	-	-	-	-	-15,224	-15,224
Treasury shares sold	-	-	-	-	1,440	-	-	-734	706
Share Capital increase due to share options exercised (note 22)	151	-	-	-	-	-	-	-	151
Share based payment transactions (note 22)	-	-	-	1,006	-	-	-	-	1,006
Transfer among reserves	-	-	-	-	-	-	5,600	-5,600	-
Balance at 31 December 2010 (restated)	**308,179**	**22,826**	**30,276**	**6,983**	**-90,065**	**-117**	**501,022**	**33,858**	**812,962**
Balance at 1 January 2011	**308,179**	**22,826**	**30,276**	**6,983**	**-90,065**	**-117**	**501,022**	**33,858**	**812,962**
Loss for the period	-	-	-	-	-	-	-	-13,278	-13,278
Other comprehensive income	-	-	-	-	-	-	3,351	-	3,351
Total comprehensive income for the period	**-**	**-**	**-**	**-**	**-**	**-**	**3,351**	**-13,278**	**-9,927**
Dividends paid to ordinary and preferred shares (notes 10, 23)	-	-	-	-	-	-	-	-15,231	-15,231
Treasury shares sold	-	-	-	-	736	-	-	-488	248
Share Capital increase due to share options exercised (note 22)	75	-	-	-	-	-	-	-	75
Share based payment transactions (note 22)	-	-	-	1,303	-	-	-	-	1,303
Transfer among reserves	-	-	-	-6,928	-	-	6,928	-	-
Balance at 31 December 2011	**308,254**	**22,826**	**30,276**	**1,358**	**-89,329**	**-117**	**511,301**	**4,861**	**789,430**

The accompanied notes are an integral part of these financial statements.

Cash Flow Statement for the year ended 31 December

(all amounts in Euro thousands)	Notes	Group 2011	Group 2010 [1,2] Restated	Company 2011	Company 2010 [1] Restated
Cash flows from operating activities					
Cash generated from operations	29	240,549	307,065	45,890	86,164
Income tax paid		-36,988	-27,546	-18,670	-22,449
Net cash generated from operating activities (a)		203,561	279,519	27,220	63,715
Cash flows from investing activities					
Purchase of property, plant and equipment	11,12	-56,150	-84,483	-6,314	-7,039
Decrease in other non current assets		-	2,024	-	-
Purchase of intangible assets	13	-1,917	-2,118	-139	-475
Proceeds from sale of property, plant and equipment	29	15,484	10,656	286	5,348
Proceeds from dividends		7	317	269	5,656
Acquisition of subsidiaries, net of cash acquired	30	-111	-25,805	-6,139	-
Decrease in subsidiaries' share capital		-	-	-	77,500
Acquisition of non-controlling interest		-	-2,303	-	-
Proceed from partial disposal of subsidiary's business		-	32,733	-	-
Proceeds from partial disposal of subsidiary's ownership	30	-	80,000	-	-
Purchases of available-for-sale financial assets		-44	-136	-1	-
Interest received		4,354	3,666	204	1,336
Net cash flows (used in)/from investing activities (b)		-38,377	14,551	-11,834	82,326
Net cash flows after investing activities (a)+(b)		**165,184**	**294,070**	**15,386**	**146,041**
Cash flows from financing activities					
Proceeds from issuance of ordinary shares	22	75	151	75	151
Proceeds from non-controlling interest's participation in subsidiaries' share capital increase		-	8,030	-	-
Sale of treasury shares		248	706	248	706
Proceeds from government grants		88	112	88	112
Interest paid		-54,918	-56,998	-37,898	-25,947
Dividends paid and distributed reserves		-24,935	-17,159	-15,270	-15,256
Proceeds from borrowings		628,301	995,688	156,984	272,264
Payments of borrowings		-446,923	-1,170,102	-93,078	-375,332
Net cash flows from/(used in) financing activities (c)		101,936	-239,572	11,149	-143,302
Net increase in cash and cash equivalents (a)+(b)+(c)		**267,120**	**54,498**	**26,535**	**2,739**
Cash and cash equivalents at beginning of the year	21	67,070	16,426	2,943	204
Effects of exchange rate changes		-255	-3,854	-	-
Cash and cash equivalents at end of the year	21	**333,935**	**67,070**	**29,478**	**2,943**

[1] Restated due to change in accounting policy (note 37).
[2] Restated due to finalization of purchase price allocation of acquired subsidiaries in 2010 (note 30).

The accompanying notes are an integral part of these financial statements.

Contents

1. General information and summary of significant accounting policies

TITAN CEMENT S.A. (the Company) and, its subsidiaries, joint ventures and associates (collectively the Group) are engaged in the production, trade and distribution of a wide range of construction materials, from aggregates, cement, concrete, cement blocks, dry mortars and fly ash, as well as porcelain ware. The Group operates primarily in Greece, the Balkans, Egypt and the United States of America.

The Company is a limited liability company incorporated and domiciled in Greece and is listed on the Athens Stock Exchange.

These financial statements have been approved for issue by the Board of Directors on March 01, 2012 and are expected to be ratified at the Annual General Meeting.

Summary of significant accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below:

1.1 Basis of preparation

These financial statements have been prepared by management in accordance with International Financial Reporting Standards (I.F.R.S.), including the International Accounting Standards (IAS) and issued Interpretations by International Financial Reporting Interpretations Committee (IFRIC), as they have been adopted by the European Union as of December 31, 2011.

These financial statements have been prepared under the historical cost convention, as modified by the revaluation of certain equity investments, investment property, and derivative instruments (comprising forward exchange contracts) at fair value.

The preparation of financial statements, in conformity with IFRS, requires the use of critical accounting estimates. It also requires management to exercise its judgment in the process of applying the accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Significant accounting estimates and judgments in note 2.

New standards, interpretations and amendments to published standards

A) The financial statements have been prepared with the same accounting policies of the prior financial year, except: of a) the change in accounting policy concerning the provision of retirement and other obligations to the employees due to termination from services (note 37) and b) the new standards and interpretations that had to be adopted as of 1 January 2011 which didn't have significant impact on the financial statements:

• IFRIC 14 Prepayments of a Minimum Funding Requirement (Amended)

• IFRIC 19 Extinguishing Financial Liabilities with Equity Instruments

• IAS 24 Related Party Disclosures (Amended)

• IAS 32 Classification on Rights Issues (Amended)

• Improvements to IFRSs (May 2010)

B) The following new standards, amendments to standards and interpretations have been issued but are not effective for the current period. They have not been early adopted and the Group and the Company are currently assessing possible impacts in the financial statements from their adoption.

• IAS 1 Financial Statement Presentation (Amended) – Presentation of Items of Other Comprehensive Income

The amendment is effective for annual periods beginning on or after 1 July 2012. The amendments to IAS 1 change the grouping of items presented in OCI. Items that could be reclassified (or 'recycled') to profit or loss at a future point in time (for example, upon derecognition or settlement) would be presented separately from items that will never be reclassified. The amendment affects presentation only and has no impact on the Group's financial position or performance. This amendment has not yet been endorsed by the EU. The Group is in the process of assessing the impact of this amendment on the financial position or performance of the Group.

• IAS 12 Income Taxes (Amended) – Recovery of Underlying Assets

The amendment is effective for annual periods beginning on or after 1 January 2012. The amendment clarified the determination of deferred tax on investment property measured at fair value. The amendment introduces a rebuttable presumption that deferred tax on investment property measured using the fair value model in IAS 40 should be determined on the basis that its carrying amount will be recovered through sale. Furthermore, it introduces the requirement that deferred tax on non-depreciable assets that are measured using the revaluation model in IAS 16 always be measured on a sale basis of the asset. This amendment has not yet been endorsed by the EU. The Group is in the process of assessing the impact of this amendment on the financial position or performance of the Group.

• IAS 19 Employee Benefits (Amended)

The revised is effective for annual periods beginning on or after 1 January 2013. The IASB has issued numerous amendments to IAS 19. These range from fundamental changes such as removing the corridor mechanism and the concept of expected returns on plan assets to simple clarifications and re-wording. Early application is permitted. This amendment has not yet been endorsed by the EU. The Group is in the process of assessing the impact of this amendment on the financial position or performance of the Group. The revised Standard provides better presentation of the financial position by fully recognizing the actuarial gains and losses in the statement of comprehensive income when they occur. In order the Group to enhance the presentation of its financial position, and simultaneously facilitate the transition to the revised IAS 19, it decided to change the existing accounting policy by adopted the third alternative method of the current IAS 19. This method has no significant change with method that the revised IAS 19 requires (note 1.16, 37).

• IAS 27 Separate Financial Statements (Revised)

The Standard is effective for annual periods beginning on or after 1 January 2013. As a consequence of the new IFRS 10 and IFRS 12, what remains of IAS 27 is limited to accounting for subsidiaries, jointly controlled entities, and associates in separate financial statements. Earlier application is permitted. This amendment has not yet been endorsed by the EU. The Group is in the process of assessing the impact of this amendment on the financial position or performance of the Group.

• IAS 28 Investments in Associates and Joint Ventures (Revised)

The Standard is effective for annual periods beginning on or after 1 January 2013. As a consequence of the new IFRS 11 and IFRS 12, IAS 28 has been renamed IAS 28 Investments in Associates and Joint Ventures, and describes the application of the equity method to investments in joint ventures in addition to associates. Earlier application is permitted. This amendment has not yet been endorsed by the EU. The Group is in the process of assessing the impact of this amendment on the financial position or performance of the Group.

• IAS 32 Financial Instruments: Presentation (Amended) - Offsetting Financial Assets and Financial Liabilities

The amendment is effective for annual periods beginning on or after 1 January 2014. This amendment clarifies the meaning of "currently has a legally enforceable right to set-off" and also clarifies the application of the IAS 32 offsetting criteria to settlement systems (such as central clearing house systems) which apply gross settlement mechanisms that are not simultaneous. The amendments to IAS 32 are to be retrospectively applied. Earlier application is permitted. However, if an entity chooses to early adopt, it must disclose that fact and also make the disclosures required by the IFRS 7 Offsetting Financial Assets and Financial Liabilities amendments. This amendment has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the amendment on the financial position or performance of the Group.

• IFRS 7 Financial Instruments: Disclosures (Amended) - Enhanced Derecognition Disclosure Requirements

The amendment is effective for annual periods beginning on or after 1 July 2011. The amendment requires additional disclosure about financial assets that have been transferred but not derecognised to enable the user of the financial statements to understand the relationship with those assets that have not been derecognised and their associated liabilities. In addition, the amendment requires disclosures about continuing involvement in derecognised assets to enable the user to evaluate the nature of, and risks associated with, the entity's continuing involvement in those derecognised assets. The Group is in the process of assessing the impact of the amendment on the financial position or performance of the Group.

• IFRS 7 Financial Instruments: Disclosures (Amended) - Offsetting Financial Assets and Financial Liabilities

The amendment is effective for annual periods beginning on or after 1 January 2013. The amendment introduces common disclosure requirements. These disclosures would provide users with information that is useful in evaluating the effect or potential effect of netting arrangements on an entity's financial position. The amendments to IFRS 7 are to be retrospectively applied. This amendment has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the amendment on the financial position or performance of the Group.

• IFRS 9 Financial Instruments - Classification and Measurement

The new standard is effective for annual periods beginning on or after 1 January 2015. IFRS 9 as issued reflects the first phase of the IASBs work on the replacement of IAS 39 and applies to classification and measurement of financial assets and financial liabilities as defined in IAS 39. Phase 1 of IFRS 9 will have a significant impact on (i) the classification and measurement of financial assets and (ii) a change in reporting for those entities that have designated financial liabilities using the FVO. In subsequent phases, the IASB will address hedge accounting and impairment of financial assets. The completion of this project is expected over the first half of 2012. Early application is permitted. This standard has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the new standard on the financial position or performance of the Group.

• IFRS 10 Consolidated Financial Statements

The new standard is effective for annual periods beginning on or after 1 January 2013. IFRS 10 replaces the portion of IAS 27 Consolidated and Separate Financial Statements that addresses the accounting for consolidated financial statements. It also includes the issues raised in SIC-12 Consolidation — Special Purpose Entities. IFRS 10 establishes a single control model that applies to all entities including special purpose entities. The changes introduced by IFRS 10 will require management to exercise significant judgment to determine which entities are controlled, and therefore, are required to be consolidated by a parent, compared with the requirements that were in IAS 27. This standard has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the new standard on the financial position or performance of the Group.

• IFRS 11 Joint Arrangements

The new standard is effective for annual periods beginning on or after 1 January 2013. IFRS 11 replaces IAS 31 Interests in Joint Ventures and SIC-13 Jointly-controlled Entities — Non-monetary Contributions by Venturers. IFRS 11 removes the option to account for jointly controlled entities (JCEs) using proportionate consolidation. Instead, JCEs that meet the definition of a joint venture must be accounted for using the equity method. This standard has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the new standard on the financial position or performance of the Group.

• IFRS 12 Disclosures of Involvement with Other Entities

The new standard is effective for annual periods beginning on or after 1 January 2013. IFRS 12 includes all of the disclosures that were previously in IAS 27 related to consolidated financial statements, as well as all of the disclosures that were previously included in IAS 31 and IAS 28. These disclosures relate to an entity's interests in subsidiaries, joint arrangements, associates and structured entities. A number of new disclosures are also required. This standard has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the new standard on the financial position or performance of the Group.

• IFRS 13 Fair Value Measurement

The new standard is effective for annual periods beginning on or after 1 January 2013. IFRS 13 establishes a single source of guidance under IFRS for all fair value measurements. IFRS 13 does not change when an entity is required to use fair value, but rather provides guidance on how to measure fair value under IFRS when fair value is required or permitted. This standard should be applied prospectively and early adoption is permitted. This standard has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the new standard on the financial position or performance of the Group.

Notes to the Financial Statements

• IFRIC Interpretation 20 Stripping Costs in the Production Phase of a Surface Mine

The interpretation is effective for annual periods beginning on or after 1 January 2013.This interpretation only applies to stripping costs incurred in surface mining activity during the production phase of the mine ('production stripping costs'). Costs incurred in undertaking stripping activities are considered to create two possible benefits a) the production of inventory in the current period and/or b) improved access to ore to be mined in a future period (striping activity asset). Where cost cannot be specifically allocated between the inventory produced during the period and the stripping activity asset, IFRIC 20 requires an entity to use an allocation basis that is based on a relevant production measure. Early application is permitted. IFRIC 20 has not yet been endorsed by the EU. The Group is in the process of assessing the impact of the new interpretation on the financial position or performance of the Group.

1.2 Consolidation

(a) Subsidiaries

The consolidated financial statements comprise of the financial statements of the Company and all subsidiaries controlled by the Company directly or indirectly. Control exists when the parent company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The subsidiaries' financial statements are prepared as of the same reporting date and using the same accounting policies as the parent company. Intra-group transactions (including investments in related companies), balances and unrealized gains are eliminated. Subsidiaries are fully consolidated from the date that control commences and cease to be consolidated from the date that control is transferred out of the Group. Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. The financial results of subsidiaries, that are acquired or sold within the year, are included in the consolidated statement of comprehensive income from or up to the date of acquisition or sale, respectively.

Certain of the above-mentioned requirements were applied on a prospective basis. The following differences, however, are carried forward in certain instances from the previous basis of consolidation:

• Acquisitions of non-controlling interests, prior to January 1, 2010, were accounted for using the parent entity extension method, whereby, the difference between the consideration and the book value of the share of net assets acquired were recognised as goodwill.

• Losses incurred by the Group were attributed to the non-controlling interest until the balance was reduced to nil. Any further excess losses were attributed to the parent, unless the non-controlling interest had a binding obligation to cover these.

At the Company's balance sheet, investment in subsidiaries is stated at cost less loss from impairment, if any. IAS 36 "Impairment of Assets" requires an impairment test if there is any indication that an asset is impaired.

(b) Joint ventures (Jointly controlled entities)

A joint venture is an entity jointly controlled by the Group and one or more other ventures in terms of a contractual arrangement. The Group's interest in jointly controlled entities is accounted for by the proportional consolidation method of accounting, taking into consideration the percentage controlled by the Group as at the date of consolidation. The Group combines its share of the joint ventures' individual income and expenses, assets and liabilities and cash flows on a line-by-line basis with similar items in the Group's financial statements. The Group recognises the portion of gains or losses on the sale of assets by the Group to the joint venture that is attributable to the other ventures.

The Group does not recognise its share of profits or losses from the joint venture that result from the purchase of assets by the Group from the joint venture until it resells the assets to an independent party. However, if a loss on the transaction provides evidence of a reduction in the net realisable value of current assets or an impairment loss, the loss is recognised immediately.

Accounting policies of joint ventures have been adjusted where necessary to ensure consistency with the policies adopted by the Group.

The financial statements of the joint ventures are prepared for the same reporting date with the parent company.

At the Company's balance sheet, investment in joint ventures is stated at cost less loss from impairment, if any. IAS 36 "Impairment of Assets" requires an impairment test if there is any indication that an asset is impaired.

(c) Associates

Associates are entities over which the Group generally has between 20% and 50% of the voting rights, or over which the Group has significant influence, but which it does not control. Investments in associates are accounted for by the equity method of accounting and are initially recognised at cost. The Group's investment in associates includes goodwill (net of any cumulative impairments losses) identified on acquisition.

Under this method the Group's share of the post-acquisition profits or losses of associates is recognised in the income statement and its share of post-acquisition movements in other reserves is recognised in other reserves. The cumulative post-acquisition movements in balance sheet assets and liabilities are adjusted against the carrying amount of the investment.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates; unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. The Group's investment in associates includes goodwill on acquisition. When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group does not recognise further losses, unless the Group has incurred obligations or made payments on behalf of the associates.

Accounting policies of associates have been adjusted where necessary to ensure consistency with the policies adopted by the Group.

The financial statements of the associates are prepared for the same reporting date with the parent company.

At the Company's balance sheet, investment in associates is stated at cost less loss from impairment, if any. IAS 36 "Impairment of Assets" requires an impairment test if there is any indication that an asset is impaired.

d) Commitments to purchase interests held by minorities

As part of the acquisition process of certain entities, the Group has granted third party shareholders the option to require the Group to purchase their shares at predetermined conditions. These shareholders could be either international institutions, such as the European Bank for Reconstruction and Development (EBRD), or private investors which are essentially financial or industrial investors or former shareholders of the acquiring entities.

The Group applies the following process for the recognition of such put options:

• Non-controlling interest is still attributed its share of profit and losses (and other changes in equity).

• The non-controlling interest is reclassified as liability at each reporting date, as if the acquisition took place at that date.

• Any difference between the fair value of the liability under the put option at the end of the reporting period and the non controlling interest reclassified is calculated based on the current policy of the Group for acquisitions of non-controlling interests.

If the put option is ultimately exercised, the same treatment will be applied up to the date of exercise. The amount recognized as the financial liability at that date will be extinguished by the payment of the exercise price. If the put option expires unexercised, the position will be unwound such that the non-controlling interest at that date is reclassified back to equity and the financial liability is derecognized.

1.3 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured in the functional currency, which is the currency of the primary economic environment in which each Group entity operates. The consolidated financial statements are presented in Euros, which is the functional and presentation currency of the Company and the presentation currency of the Group.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates (i.e. spot rates) prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement, except when deferred in equity as qualifying net investment hedges.

Translation differences on non-monetary items, such as equity investments held at fair value are included as part of the fair value gain or loss in the income statement.

(c) Group companies

The operating results and financial position of all group entities (none of which operate in a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

-Assets and liabilities for each balance sheet presented are translated at the closing rate at the date of the balance sheet.

-Income and expenses for each income statement are translated at average exchange rates.

-All exchange differences resulting from the above are recognised as a "foreign currency translation reserve" in shareholders equity.

-On the disposal of a foreign operation, the cumulative exchange differences relating to that particular foreign operation, deferred in "foreign currency translation reserve" in shareholders equity, are recognised in the income statement as part of the gain or loss on sale.

On consolidation, exchange differences arising from the translation of borrowings designated as hedges of investments in foreign entities, are taken to "currency translation differences on derivative hedging position" included in other reserves in equity.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

1.4 Property, plant and equipment

Property, plant and equipment is stated at historical cost less subsequent depreciation and impairment, except for land (excluding quarries), which is shown at cost less impairment.

Cost includes expenditure that is directly attributable to the acquisition of the items and any environmental rehabilitation costs to the extent that they have been recognised as a provision (refer to note 1.19). 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 entity and the cost of the item can be measured reliably. Subsequent costs are depreciated over the remaining useful life of the related asset or to the date of the net major subsequent cost whichever is the sooner. Depreciation, with the exception of quarries, is calculated on the straight-line method to write off bring the assets to their residual values over their estimated useful lives as follows:

Buildings	Up to 50 years
Plant and machinery	Up to 40 years
Motor vehicles	5 to 15 years
Office equipment furniture and fittings*	3 to 10 years
Minor value assets	Up to 2 years

** (incl. computer equipment and software)*

Land on which quarries are located is depreciated on a depletion basis. This depletion is recorded as the material extraction process advances based on the unit-of-production method. Other land is not depreciated.

Where an item of plant and machinery comprises major components with different useful lives, the components are accounted for as separate items of plant and machinery.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount (refer to note 1.8).

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are included in operating profit.

Interest costs on borrowings specifically used to finance the construction of property, plant and equipment are capitalised during the construction period.

1.5 Investment properties

Investment properties are held to earn rental income and appreciate capital value. Owner-occupied properties are held for production and administrative purposes. This distinguishes owner-occupied properties from investment properties.

Investment properties are treated as long-term assets and carried at fair value, representing open market value determined internally on an annual basis based on comparable transactions that take place around the balance sheet date, by management. Changes in fair values are recorded in net income and are included in other operating income.

1.6 Intangible assets

(a) Goodwill

The cost of acquisition of a subsidiary is the fair value of the assets contributed, the shares issued and the liabilities assumed at the transaction date, plus the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquire either at fair value or at the proportionate share of the acquiree's identifiable net asset. Acquisition costs are expensed when incurred.

The price paid in excess of the fair value of the net identifiable assets acquired and the liabilities assumed is recorded as goodwill. If the cost of acquisition is less than the fair values of the net identifiable assets acquired, the difference is recorded directly to the income statement.

Goodwill arising from subsidiaries' acquisitions is recorded as an intangible asset. Goodwill is not amortized but at least annually is subject to impairment test. As a result, after initial recognition, goodwill is measured at cost, less any impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each cash generating unit that is expected to benefit from the combination. The impairment test is performed by comparing the recoverable amount of the cash generating unit to its carrying value including the allocated goodwill. The recoverable amount is the higher of the fair value less costs to sell and the value in use. The value in use is determined via a discounted cash flow analysis. Impairment losses relating to goodwill cannot be reversed in future periods.

(b) Computer software

Costs associated with developing or maintaining computer software programmes are recognised as an expense as incurred. Costs that are directly associated with identifiable and unique software products controlled by the Group and that will probably generate economic benefits exceeding costs beyond one year, are recognised as part of office equipment, in property, plant and equipment. Direct costs include staff costs of the software development team and an appropriate portion of relevant overheads.

The cost of a separately acquired software, which comprises its purchase price and any directly associated costs of preparing the software for its intended use is recognized as an intangible asset, when it concerns an identifiable and unique software product which will generate economic benefits beyond one year. Computer software costs recognized as intangible assets are amortized using the straight-line method over their useful lives (three years).

(c) Other intangible assets

Patents, trademarks, mining permits and customer relationships are shown at historical cost. These intangible assets have a definite useful life, and their cost is amortised using the straight-line method over their useful lives, not exceeding 20 years.

1.7 Deferred stripping costs

Costs associated with removing overburden from mineral deposits are deferred in other non current receivables and amortized on the units-of-production method proportionate to the extraction of the related mineral deposits. Amortization of deferred stripping is included in total depreciation and amortization related to cost of sales in the accompanying consolidated statements of income.

1.8 Impairment of long lived assets other than Goodwill

Assets that have an indefinite useful life (land not related to quarries) are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised, as an expense immediately, for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value determined by comparable transactions less costs to sell and value in use as determined by discounted cash flows. Assets are grouped at the lowest possible levels.

1.9 Leases – where a Group entity is the lessee

Leases where all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

Leases of property, plant and equipment where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased property or the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in liabilities. The interest element of the finance cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Property, plant and equipment acquired under finance leases are depreciated over the useful life of the asset or the lease term.

1.10 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity) but excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

Appropriate allowance is made for damaged, obsolete and slow moving items. Write-downs to net realisable value and inventory losses are expensed in cost of sales in the period in which the write-downs or losses occur.

1.11 Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all of the amounts due according to the original terms of receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of the provision is recognised in other expenses in the income statement.

1.12 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are included within borrowings in current liabilities on the balance sheet. The components of cash and cash equivalents have a negligible risk of change in value.

1.13 Share capital

(a) Ordinary shares and non-redeemable non-voting preferred shares with minimum statutory non-discretionary dividend features are classified as equity. Share capital represents the value of company's shares in issue. Any excess of the fair value of the consideration received over the par value of the shares issued is recognized as "share premium" in shareholders equity.

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

(c) Where the Company or its subsidiaries purchases the Company's own equity share capital, the consideration paid including any attributable incremental external costs net of income taxes is deducted from total shareholders' equity as treasury shares until they are cancelled. Where such shares are subsequently sold or reissued, any consideration received is included in shareholders' equity.

1.14 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. In subsequent periods, borrowings are stated at amortised cost using the effective yield method. Any difference between proceeds (net of transaction costs) and the redemption value is recognised in the income statement over the period of the borrowings.

Borrowings are classified as current liabilities unless the Group entity has an unconditional right to defer settlement for at least 12 months after the balance sheet date.

1.15 Current and deferred income taxes

Current income tax is calculated using the financial statements of every company included in the consolidated financial statements, along with the applicable tax law in the respective countries. The income tax charge consists of the current income tax calculated upon the results of the Group companies, as they have been reformed in their taxation return applying the applicable tax rate.

Deferred income tax is provided in full using the balance sheet liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, if the deferred income tax arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit and loss, it is not accounted for.

Deferred income tax assets are recognised only to the extent that is it probable that taxable profits and reversals of deferred tax liabilities will be available against which deductible temporary differences can be utilised.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, joint ventures and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income taxation is determined using tax rates that have been enacted on the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the related deferred income tax liability is settled. Deferred tax is charged or credited in the income statement, except when it relates to items credited or charged directly to equity, in which case the deferred tax is also presented in equity.

1.16 Employee benefits

(a) Pension and other retirement obligations

Certain Group companies have various pension and other retirement schemes in accordance with the local conditions and practices in the countries in which they operate. These schemes are both funded and unfunded. The funded scheme is funded through payments to a trustee-administered fund as determined by periodic actuarial calculations. A defined benefit plan is a pension or a similar retirement plan that defines an amount of pension or retirement benefit to be provided, usually as a function of one or more factors such as age, years of service or compensation.

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity (a fund) and will have no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees benefits relating to employee service in the current and prior periods.

The liability in respect of defined benefit pension or retirement plans, including certain unfunded termination indemnity benefit plans, is the present value of the defined benefit obligation at the balance sheet date minus the fair value of plan assets (where funded) together with adjustments for actuarial gains/ losses and past service cost. The defined benefit obligation is calculated at periodic intervals by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by the estimated future cash outflows using interest rates applicable to high quality corporate bonds or government securities which have terms to maturity approximating the terms of the related liability.

Following the change in accounting policy as described in note 37, actuarial gains or losses are recognized directly in the statement of other comprehensive income when they occur and they are not recorded to the income statement in a subsequent period.

For defined contribution plans, the company will pay contributions into a separate fund on a mandatory, contractual or voluntary basis. Once the contributions have been paid, the company has no further payment obligations. The regular contributions constitute net periodic costs for the year in which they are due and as such are included in staff costs.

(b) Termination benefits

Termination benefits are payable whenever an employee's employment is terminated, before the normal retirement date or whenever an employee accepts voluntary redundancy in exchange for these benefits. Where the employee's employment is terminated at the normal retirement date, the entitlement to these benefits is usually based on the employee remaining in service up to retirement age and the completion of a minimum service period.

As regards termination before the normal retirement date or voluntary redundancy, the Group recognises termination benefits when it is demonstrably committed to either terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal or providing termination benefits as a result of an offer made to encourage voluntary redundancy. Any such benefits falling due more than 12 months after balance sheet date are discounted to present value.

(c) Profit sharing and bonus plans

A liability for employee benefits in the form of profit sharing and bonus plans is recognised in other provisions when and at least one of the following conditions is met:

- there is a formal plan and the amounts to be paid are determined before the time of issuing the financial statements; or

- past practice has created a valid expectation by employees that they will receive a bonus/ profit sharing and the amount can be determined before the time of issuing the financial statements.

Liabilities for profit sharing and bonus plans are expected to be settled within 12 months and are measured at the amounts expected to be paid when they are settled.

(d) Equity compensation benefits

Share options are granted to certain members of senior management at a discount to the market price of the shares at the time the scheme was put into force (in respect of the old scheme) and at par value (in respect of the new schemes) on the respective dates of the grants and are exercisable at those prices. Options are exercisable beginning six months from the date of grant, in respect of the old scheme, and as regards the new schemes each option must be exercised within twelve months of its respective vesting period. Both schemes have a contractual option term of three years.

The fair value, calculated using statistical models, of the employee services received in exchange for the grant of the options is recognised as an expense during the period that the serviced are received against which the salaries are given. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted, specified by the date of grant. At each balance sheet date, the Group revises its estimates of the number of options that are expected to become exercisable and recognises the impact of the revision of original estimates, if any, in administrative expenses and cost of goods sold in the income statement, with a corresponding adjustment to equity. The proceeds received net of any directly attributable transaction costs are credited to share capital (nominal value) and share premium reserve when the options are exercised.

The Group measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payments requires determining the most appropriate valuation model for a grant of equity instruments, which is dependent on the terms and conditions of the grant. This also requires determining the most appropriate inputs to the valuation model including the expected life of the option, volatility and dividend yield and making assumptions about them.

1.17 Government grants relating to purchase of property, plant and equipment

Government grants are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants relating to costs are deferred and recognised in the income statement over the period necessary to match the grants to the costs they are intended to compensate.

Government grants relating to the purchase of property, plant and equipment are included in other non-current liabilities and are credited to depreciation and amortization related to cost of sales in the income statement on a straight-line basis over the expected lives of the related assets.

1.18 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

The Group recognises a provision for onerous contracts when the benefits to be derived from a contract are less than the unavoidable costs of meeting the obligations under the contract.

Restructuring provisions comprise lease termination penalties and employee termination payments, and are recognised in the period in which the Group becomes legally or constructively committed to payment. Costs related to the ongoing activities of the Group are not provided in advance.

Long-term provisions are determined by discounting the expected future cash flows and taking the risks specific to the liability into account.

1.19 Environmental restoration costs

Companies within the Group are generally required to restore quarries and processing sites at the end of their producing lives to a condition acceptable to the relevant authorities and consistent with the Group's environmental policies. Provisions for environmental restoration are recognised when the Group has a present legal or constructive obligation as a result of past events and, it is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

Estimating the future costs of these obligations is complex and requires management to make estimates and judgments because most of the obligations will be fulfilled in the future and contracts and laws are often not clear regarding what is required. Furthermore, the resulting provisions are further influenced by the changing technologies and, environmental, safety, business, political and statutory considerations.

Estimated costs associated with such rehabilitation activities are measured at the present value of future cash outflows expected to be incurred and are recognized as a separate asset, within property, plant and equipment, and a corresponding liability. The capitalized cost is depreciated over the useful life of the asset and any change in the net present value of the expected liability is included in finance costs, unless they arise from changes in accounting estimates of valuation.

1.20 Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue comprises the fair value for the sale of goods and services net of value-added tax, rebates and discounts, and after eliminating sales within the Group. Revenue from the sale of goods is recognised when significant risks and rewards of ownership of the goods are transferred to the buyer (usually upon delivery and customer acceptance) and the realization of the related receivable is reasonably assured.

Revenue arising from services is recognised on an accrual basis in accordance with the substance of the relevant agreements.

Revenue from rental income arising, from operating leases, is accounted for on a straight-line basis over the lease terms.

Interest income is recognised on a time proportion basis, taking account of the principal outstanding and the effective rate over the period to maturity, when it is determined that such income will accrue to the Group.

Dividend income is recognised when the right to receive the payment is established.

1.21 Dividends paid

Dividends are recorded in the financial statements when the Board of Directors' proposed dividend is ratified at the Shareholders' Annual General Meeting.

1.22 Segment information

Segment information is presented on the same basis as the internal information provided to the chief operating decision maker. The chief operating decision maker is the person (or the group of persons) that allocates resources to and assesses the operating results of the segments.

For management purposes, the Group is structured in four geographic regions: Greece and Western Europe, North America, South East Europe and Eastern Mediterranean. Each region is a cluster of countries. The aggregation of countries is based on proximity of operations and to an extent in similarity of economic and political conditions. Each region has a regional Chief Executive Officer (CEO) who reports to the Group's CEO. In addition, the Finance Department is organized also by geographic region for effective financial controlling and performance monitoring.

1.23 CO_2 Emission rights

Emission rights are accounted for under the net liability method, based on which the Group recognizes a liability for emissions when the emissions are made and are in excess of the allowances allocated. The Group has chosen to measure the net liability on the basis of the period for which the irrevocable right to the cumulative emissions rights have been received. Emission rights acquired in excess of those required to cover its shortages are recognized as an asset, at cost.

1.24 Financial instruments

Accounting for derivative financial instruments and hedging activities

Derivative financial instruments are initially recognised in the balance sheet at cost and subsequently are measured at their fair value. The method of recognising the resulting gain or loss is dependent on the nature of the item being hedged. The Group designates certain derivatives as either (1) a hedge of the fair value of a recognised asset or liability (fair value hedge), or (2) a hedge of a forecast transaction or of a firm commitment (cash flow hedge), or (3) a hedge of a net investment in a foreign entity on the date a derivative contract is entered into. Certain derivative transactions, while providing effective economic hedges under the Group's risk management policies, do not qualify for hedge accounting under the specific rules in IFRS.

Gains and losses on subsequent measurement

Gains and losses on subsequent measurement are recognised as follows:

Gains and losses arising from a change in the fair value of financial instruments that are not part of a hedging relationship are included in net finance cost in the income statement for the period in which they arise.

Gains and losses from measuring fair value hedging instruments, including fair value hedges for foreign currency denominated transactions, are recognised immediately in net finance cost in the income statement.

Gains and losses from measuring cash flow hedging instruments, including cash flow hedges for forecasted foreign currency denominated transactions and for interest rate swaps, are initially recognised through other comprehensive income in currency translation differences on derivative hedging position in other reserves. Should the hedged firm commitment or forecasted transaction result in the recognition of an asset or a liability, then the cumulative amount recognised, through other comprehensive income, in equity is adjusted against the initial measurement of the asset or liability. For other cash flow hedges, the cumulative amount recognised in equity is included in income statement in the period when the commitment or forecasted transaction affects profit or loss.

When a hedging instrument or hedge relationship is terminated but the hedged transaction is still expected to occur, the cumulative unrealised gain or loss at that point remains in equity and is recognised in accordance with the above policy when the transaction occurs. If the hedged transaction is no longer probable, the cumulative unrealised gain or loss is recognised immediately in other income/expenses in the income statement.

Hedges of net investments in foreign entities are accounted for similarly to cash flow hedges. Where the hedging instrument is a derivative, any gain or loss on the hedging instrument relating to the effective portion of the hedge is recognised in currency translation differences on derivative hedging position in other reserves. The gain or loss relating to the ineffective portion is recognised immediately in other income/expenses in the income statement. However, where the hedging instrument is not a derivative (for example, a foreign currency borrowing), all foreign exchange gains and losses arising on the translation of a borrowing that hedges such an investment (including any ineffective portion of the hedge) are recognised in currency translation differences on derivative hedging position in other reserves.

The Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objective strategy for undertaking various hedge transactions. This process includes linking all derivatives designated as hedges to specific assets and liabilities or to specific firm commitments or forecast transactions. The Group also documents its assessment, both at the hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items.

Offset

Where a legally enforceable right to offset recognised financial assets and financial liabilities exists, and there is an intention to settle the liability and realise the asset simultaneously, or to settle on a net basis, all related financial effects are offset.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are carried at amortized cost using the effective interest method. Gains and losses are recognized in income statement when the loans and receivables are derecognized or impaired, as well as through the amortization process.

De-recognition of financial assets and liabilities

(i) Financial assets: A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognized where:

• the rights to receive cash flows from the asset have expired;

• the Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a “pass-through” arrangement; or

• the Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the assets, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset. Where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Group’s continuing involvement in the asset.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay. Where continuing involvement takes the form of a written and/or purchase option (including a cash-settled option or similar provision) on the transferred asset, the extent of the Group’s continuing involvement is the amount of the transferred asset that the Group may repurchase, except that in the case of a written put option (including a cash-settled option or similar provision) on an asset measured at fair value, the extent of the Group’s continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

(ii) Financial liabilities: A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a de-recognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the consolidated statement of income.

1.25 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized 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.

2. Significant accounting estimates and judgements

The preparation of the financial statements requires management to make estimations and judgments that affect the reported disclosures. On an ongoing basis, management evaluates its estimates, which are presented bellow in paragraphs 2.1 to 2.7.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

These management's estimation and assumptions form the bases for making judgments about the carrying value of assets and liabilities that are not readily available from other sources. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

2.1 Estimated impairment of goodwill

Management tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 1.6. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. The basic assumptions that are used in the calculations are explained further in note 13. These calculations require the use of estimates which mainly relate to future earnings and discount rates.

2.2 Income taxes

Group entities are subject to income taxes in numerous jurisdictions. Significant judgment is required in determining the worldwide provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. 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.

2.3 Fair value and useful lives of Property, plant and equipment

In addition, management makes estimations in relation to useful lives of amortized assets. Further information is given in paragraph 1.4.

2.4 Provision for environmental rehabilitation

The Group recognizes a provision for environmental rehabilitation and, more specifically, a provision for future restoration of land disturbed, as of the reporting date, as a result of past activity and in line with the prevailing environmental legislation of each country in which it operates or the binding group practices. The provision for environmental rehabilitation is re-estimated on an annual basis and it reflects the present value of the expected restoration costs, using estimated cash flows as of the reporting date and is calculated based on the area of the land disturbed at the reporting date and the cost of rehabilitation per metric unit of land at the level of the broader area of interest. Given the complexity of the calculations and the significant assumptions therein. Management provides at the reporting date its best estimate in relation to the present value of the aforementioned liability.

2.5 Provision for staff leaving indemnities

The cost for the staff leaving indemnities is determined based on actuarial valuations. The actuarial valuation requires management making assumptions about future salary increases, discount rates, mortality rates, etc. Management, at each reporting date when the provision is re-examined, tries to give its best estimate regarding the above mentioned parameters.

2.6 Contingent liabilities

The existence of contingent liabilities requires from management making assumptions and estimates continuously related to the possibility that future events may or may not occur as well as the effects that those events may have on the activities of the Group.

2.7 Allowance for doubtful accounts receivable

The Group's management periodically reassess the adequately of the allowance for doubtful accounts receivable using parameters such as its credit policy, reports from its legal counsel on recent developments of the cases they are handling, and its judgment/estimate about the impact of other factors affecting the recoverability of the receivables.

3. Operating segment information

For management purposes, the Group is structured in four operating (geographic) segments: Greece and Western Europe, North America, South East Europe and Eastern Mediterranean. Each operating segment is a cluster of countries. The aggregation of countries is based on geographical position.

Each region has a regional Chief Executive Officer (CEO) who reports to the Group's CEO. In addition, the Finance Department is organized also by operating segment for effective financial controlling and performance monitoring.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on Earnings before Interest, Taxes, Depreciations & Amortization (EBITDA). The Group financing is managed on a group basis and finance costs and finance revenue is allocated to operating segments.

Additional information of operating segment

(all amounts in Euro thousands)

For the year ended 31 December 2011	**Greece and Western Europe**	**North America**	**South Eastern Europe**	**Eastern Mediterranean**	**Adjustments and eliminations**	**Total**
Gross revenue	285,844	303,841	250,215	277,848	-	1,117,748
Inter-segment revenue	-17,109	-174	-9,061	-	-	-26,344
Revenue from external customers	**268,735**	**303,667**	**241,154**	**277,848**	**-**	**1,091,404**
Share in profit of associates	-225	-	-1,166	-	-	-1,391
Profit/(losses) before interest, taxes, depreciation and amortization	**35,226**	**-5,693**	**85,989**	**127,479**	**-334**	**242,667**
Depreciation & amortization	-19,011	-54,980	-22,276	-23,865	202	-119,930
Impairment of tangible and intangible assets related to cost of sales	-3,912	-14,798	-	-	-	-18,710
Profit/(loss) before interest and taxes	**12,303**	**-75,471**	**63,713**	**103,614**	**-132**	**104,027**
Finance costs - net	-42,340	-16,835	2,866	-9,979	-	-66,288
(Loss)/profit before taxes	**-30,037**	**-92,306**	**66,579**	**93,635**	**-132**	**37,739**
Less: income tax expense	-966	13,735	-8,722	-20,106	-	-16,059
(Loss)/profit after taxes	**-31,003**	**-78,571**	**57,857**	**73,529**	**-132**	**21,680**
Attributable to:						
Titan Cement S.A. shareholders	-31,006	-78,571	56,828	63,892	-132	11,011
Non-controlling interests	3	-	1,029	9,637	-	10,669
	-31,003	**-78,571**	**57,857**	**73,529**	**-132**	**21,680**

ASSETS	**Greece and Western Europe**	**North America**	**South Eastern Europe**	**Eastern Mediterranean**	**Adjustments and eliminations**	**Total**
Non-current assets	2,437,729	832,318	682,644	979,924	-2,466,103	2,466,512
Current assets	389,264	146,829	144,263	337,802	-207,017	811,141
TOTAL ASSETS	**2,826,993**	**979,147**	**826,907**	**1,317,726**	**-2,673,120**	**3,277,653**
LIABILITIES						
Non-current liabilities	1,756,615	403,575	130,198	147,945	-1,340,685	1,097,648
Current liabilities	268,078	67,747	56,543	275,278	-188,089	479,557
TOTAL LIABILITIES	**2,024,693**	**471,322**	**186,741**	**423,223**	**-1,528,774**	**1,577,205**

	Greece and Western Europe	**North America**	**South Eastern Europe**	**Eastern Mediterranean**	**Total**
Capital expenditures (note 11,12,13)	10,253	6,243	29,400	11,670	57,566
Impairment of property, plant and equipment (note 11)	126	14,798	-	-	14,924
Impairment of Goodwill (note 13)	3,786	-	-	-	3,786
Allowance for doubtful debtors (note 20)	5,533	2,483	4,117	-10,234	1,899
Investment in associates (note 15)	4,888	-	3,325	-	8,213

Capital expenditures consist of additions of property, plant and equipment, intangible assets and investment properties including assets from acquisition of subsidiaries.

Impairment charges are included in the Income Statement.

Revenue is reported in the country in which the customer is located and comprises of the sale of goods and services. There are sales between geographical segments at arms length. Total assets and capital expenditures are presented at the geographical segment of the company that owns the assets.

The transactions between segments are performed on the basis described in note 33.

Additional information for business activities

For the year ended 31 December 2011

(all amounts in Euro thousands)	**Cement**	**Ready mix, aggregates and blocks**	**Other**	**Total**
Revenue	792,524	287,428	11,452	1,091,404

The cement activity includes cement and cementitious materials.
Other operations of the Group mainly consist of administrative expenses not directly attributable to the Group's main activities. It also includes porcelain, shipping and transportation activities that are not of sufficient size to be reported separately.
Note that the Company sold cement and aggregates to its subsidiary Interbeton S.A. that represented in 2011 the 13.4% (2010: 13.2%) of the Company's turnover.

3. Operating segment information (continued)

Additional information of operating segment

(all amounts in Euro thousands)

For the year ended 31 December 2010 [(1), (2)]	Greece and Western Europe	North America	South Eastern Europe	Eastern Mediterranean	Adjustments and elimina-tions	Total
Gross revenue	472,052	317,096	242,797	360,013	-	1,391,958
Inter-segment revenue	-34,818	-184	-6,468	-	-	-41,470
Revenue from external customers	**437,234**	**316,912**	**236,329**	**360,013**	**-**	**1,350,488**
Share in profit of associates	-388	-	-395	-	-	-783
Profit before interest, taxes and depreciation	**87,335**	**3,647**	**86,988**	**138,043**	**-928**	**315,085**
Depreciation & amortization	-18,025	-61,623	-19,355	-23,714	202	-122,515
Impairment of tangible and intangible assets related to cost of sales	-165	-	-	-	-	-165
Profit/(loss) before interest and taxes	**69,145**	**-57,976**	**67,633**	**114,329**	**-726**	**192,405**
Finance costs - net	-13,493	-23,758	-129	-24,993	-	-62,373
Profit/(loss) before taxes	**55,652**	**-81,734**	**67,504**	**89,336**	**-726**	**130,032**
Less: income tax expense	-18,154	28,398	-6,296	-21,890	-	-17,942
Profit/(loss) after taxes	**37,498**	**-53,336**	**61,208**	**67,446**	**-726**	**112,090**
Attributable to:						
Titan Cement S.A. shareholders	37,493	-53,336	55,664	63,980	-726	103,075
Non-controlling interests	5	-	5,544	3,466	-	9,015
	37,498	**-53,336**	**61,208**	**67,446**	**-726**	**112,090**

	Greece and Western Europe	North America	South Eastern Europe	Eastern Mediterranean	Adjustments and elimina-tions	Total
ASSETS						
Non-current assets	2,391,960	877,800	651,093	983,517	-2,346,335	2,558,035
Current assets	191,962	127,934	110,209	113,336	-18,566	524,875
TOTAL ASSETS	**2,583,922**	**1,005,734**	**761,302**	**1,096,853**	**-2,364,901**	**3,082,910**
LIABILITIES						
Non-current liabilities	1,575,416	350,544	159,450	142,918	-1,226,093	1,002,235
Current liabilities	161,072	82,601	31,947	94,145	86	369,851
TOTAL LIABILITIES	**1,736,488**	**433,145**	**191,397**	**237,063**	**-1,226,007**	**1,372,086**

	Greece and Western Europe	North America	South Eastern Europe	Eastern Mediterranean	Total
Capital expenditures (note 11,12,13)	16,911	10,895	90,089	19,796	137,691
Impairment of property, plant and equipment (note 11)	106	-	-	-	106
Allowance for doubtful debtors (note 20)	5,541	3,221	572	10,992	20,326
Investment in associates (note 15)	5,112	-	4,492	-	9,604

Capital expenditures consist of additions of property, plant and equipment, intangible assets and investment properties including assets from acquisition of subsidiaries.
Impairment charges are included in the Income Statement.

Additional information for business activities
For the year ended 31 December 2010 [1, 2]

(all amounts in Euro thousands)	Cement	Ready mix, aggre-gates and blocks	Other	Total
Revenue	993,341	350,225	6,922	1,350,488

[(1)] Restated due to change in accounting policy (note 37).
[(2)] Restated due to finalization of purchase price allocation of acquired subsidiaries in 2010 (note 30).

Notes to the Financial Statements

4. Other income and expenses

(all amounts in Euro thousands)	Group 2011	Group 2010 [1] Restated	Company 2011	Company 2010 [1] Restated
Scrap sales	585	1,352	242	645
Compensation income	1,934	1,122	480	-
Income from subsidies	1,659	2,053	88	331
Income from services	1,395	4,117	1,630	1,592
Rental income	2,099	3,312	1,537	3,278
Gains on disposal of property, plant and equipment (note 29)	7,421	8,272	171	2,585
Revenue on termination of option agreement	-	8,136	-	-
Refundable clay fees (note 20,28,29)	25,589	-	-	-
Other income	4,661	3,772	1,229	864
Other income total	**45,343**	**32,136**	**5,377**	**9,295**
Provisions (note 29)	-2,536	-25,557	-253	-1,040
Losses on disposal of property, plant and equipment (note 29)	-1,462	-1,963	-93	-64
Fair value loss from investment property (note 12)	-	-	-199	-422
Staff leaving indemnities (note 25)	-12,932	-6,792	-8,751	-4,694
Legal expenses (note 32)	-4,470	-	-	-
Other expenses	-1,024	-5,087	-353	-67
Other expenses total	**-22,424**	**-39,399**	**-9,649**	**-6,287**

During 2011, the Group designed a two-year restructuring plan of its operations, in order to reduce its expenditures. In 2011, the implementation costs of the plan affected the earnings before interest, taxes, depreciation and amortization (EBITDA) by €11.8m.

[1] Restated due to change in accounting policy (note 37).

5. Profit before interest and taxes

The following items have been included in arriving at profit before interest and taxes:

(all amounts in Euro thousands)	Group 2011	Group 2010	Company 2011	Company 2010
Depreciation on property, plant and equipment (note 11)				
Owned assets	100,832	104,728	11,911	12,282
Leased assets under finance leases	534	457	-	-
	101,366	105,185	11,911	12,282
Amortisation of government grants received (note 27)	-337	-355	-235	-307
	101,029	**104,830**	**11,676**	**11,975**
Amortisation of intangibles (note 13)	**18,901**	**17,685**	**149**	**24**
Repairs and maintenance expenditure on property, plant and equipment	**56,648**	**45,954**	**11,961**	**17,291**
Costs of inventories recognized as an expense in Cost of Sales:				
Raw materials	151,892	170,962	58,853	87,572
Maintenance stores	30,985	52,712	10,409	14,997
Finished goods	26,094	121,315	5,338	-3,903
	208,971	**344,989**	**74,600**	**98,666**
Net provision for bad debts (note 20, 29)	**1,899**	**20,326**	**4,374**	**-2**
Staff costs (note 7)	**229,881**	**220,785**	**60,404**	**61,700**

6. Finance income/(expenses)

(all amounts in Euro thousands)	Group		Company	
	2011	2010 [1] Restated	2011	2010 [1] Restated
Interest income (note 29)	4,355	3,665	204	1,336
Exchange differences gains (note 29)	1,141	7,386	624	2,123
Gains on financial instruments / derivatives (note 29)	1,752	2,548	749	29
Income tax rebate (note 29)	-	1	-	1
Finance income	**7,248**	**13,600**	**1,577**	**3,489**
Interest expense (note 29)	-55,703	-49,247	-37,912	-25,706
Finance costs of actuarial studies (note 25)	-1,843	-2,856	-1,276	-2,092
Exchange differences losses (note 29)	-13,059	-15,572	-458	-1,972
Losses on financial instruments (note 29)	-2,704	-1,417	-2,473	-1,273
Loss on investments / derivatives (note 29)	-	-	-3	-2
Finance lease interest (note 29)	-153	-140	-	-
	-73,462	**-69,232**	**-42,122**	**-31,045**
Capitalized interest expense (note 11, 29)	154	599	-	-
Finance expenses	**-73,308**	**-68,633**	**-42,122**	**-31,045**

During 2011, the Group capitalized interest expense (note 11) of €154 thousands generated from the Bulgaria and Turkey operations. The amounts capitalized were calculated on an weighted average interest rate basis. At the end of 2011, the weighted average interest for the operations in Bulgaria (loans in BGN) was 3.86% and in Turkey (loans in euro) was 5.7%. The capitalization of interest for the Group's operations in Bulgaria relates to the RDF (Refuse Derived Fuel) Installation. The capitalization of interest for the Group's operations in Turkey relates to the construction of the third mill.

During 2010, the Group capitalized interest expense (note 11) of €599 thousands generated from the U.S and Albanian operations. The amounts capitalized were calculated on an weighted average interest rate basis. At the end of 2010, the weighted average interest for the operations in U.S. (loans in dollar) was 2.83% and in Albania (loans in euro) was 3.77%. The capitalization of interest for the Group's operations in United States relates to significant capital projects, which required uses of the borrowing facility, specifically the development of a quarry operation in Florida. The capitalization of interest for the Group's operations in Albania relates to the construction of the production line in Group's subsidiary Antea.

[1] Restated due to change in accounting policy (note 37).

7. Staff costs

(all amounts in Euro thousands)	Group		Company	
	2011	2010 [1] Restated	2011	2010 [1] Restated
Wages and salaries	190,851	183,853	40,888	42,949
Social security costs	22,821	24,270	8,714	9,454
Share options granted to directors and employees (note 29)	1,434	1,014	775	511
Profit sharing bonus	-	2,000	-	2,000
Other post retirement and termination benefits - defined benefit plans (see note 4, 25)	14,775	9,648	10,027	6,786
Total staff costs (note 5)	**229,881**	**220,785**	**60,404**	**61,700**

The employees in the Group are employed on a full-time basis and analysed as follows:

	Group		Company	
	2011	2010	2011	2010
Greece and Western Europe	1,208	1,519	805	959
North America	1,733	1,834	-	-
South Eastern Europe	1,690	1,783	-	-
Eastern Mediterranean	886	898	-	-
	5,517	**6,034**	**805**	**959**

[1] Restated due to change in accounting policy (note 37).

Notes to the Financial Statements

8. Income tax expense

(all amounts in Euro thousands)	Group				Company			
	2011		2010 (1) Restated		2011		2010 (1) Restated	
Current tax	25,986	68.86%	32,484	24.98%	-	-	13,313	33.06%
Deferred tax (note 18)	-13,376	-35.44%	-21,907	-16.85%	-1,565	13.43%	-2,926	-7.27%
Non deductible taxes and differences from tax audit	3,449	9.14%	2,590	1.99%	3,187	-27.34%	806	2.00%
Tax incentives	-	-	-3,084	-2.37%	-	-	-521	-1.29%
Social responsibility tax	-	-	7,859	6.04%	-	-	7,859	19.52%
	16,059	**42.55%**	**17,942**	**13.80%**	**1,622**	**-13.92%**	**18,531**	**46.02%**

According to the Law 3845/2010, a special social responsibility tax was imposed in 2010 on Greek companies that had profit above €100 thousand for the fiscal year of 2009. The total charge amounted to €7.9m for the Group and the Company.

The tax on the Group's profit differs from the amount that would arise had the Group used the nominal tax rate of the home country of the parent Company as follows:

As at December 31, 2011, certain Group entities have tax carry forward losses of €288.7m For tax losses amounting to €168.2m, the Group has recognized a deferred tax asset amounting to €57.0m, while for the remaining portion of losses amounting to €120.5m, no deferred tax asset has been recognized as management has determined that did not meet the recognition criteria.

The Company as at December 31, 2011 has recognized deferred tax asset amounting to €5.1m on tax carry forward losses which according to management meet the recognition criteria. The tax losses of the Company can be utilized up to (and including) year 2016.

The above tax carry forwards losses consist of tax carry forward losses amounting of €96.1m expire in the period 2012-2016, while the losses amounting of €192.7m expire at various dates up to the years 2029-2031.

(all amounts in Euro thousands)	Group				Company			
	2011		2010 (1) Restated		2011		2010 (1) Restated	
Profit/(loss) before tax	**37,739**		**130,032**		**-11,656**		**40,268**	
Tax calculated at the statutory tax rate of 20% (2010: 24%)	7,548	20.00%	31,208	24.00%	-2,331	20.00%	9,664	24.00%
Income not subject to tax	-4,713	-12.49%	-916	-0.70%	-1,191	10.22%	-1,416	-3.52%
Expenses not deductible for tax purposes	11,480	30.42%	5,338	4.11%	3,957	-33.95%	2,356	5.85%
Dividends tax	2,125	5.63%	3,702	2.85%	-	-	-	-
Other taxes	3,259	8.64%	867	0.67%	839	-7.20%	589	1.46%
Social responsibility tax L3845/2010 and L3808/2009	-	-	7,859	6.04%	-	-	7,859	19.52%
Effect of not recognized deferred tax asset on tax carry forward losses	12,337	32.69%	3,208	2.47%	-	-	-	-
Tax incentives	-523	-1.39%	-3,084	-2.37%	-	-	-521	-1.29%
Effect of different tax rates in other countries	-15,802	-41.87%	-29,670	-22.82%	-	-	-	-
Provision's differences of prior years	348	0.92%	-570	-0.44%	348	-2.99%	-	-
Effective tax charge	**16,059**	**42.55%**	**17,942**	**13.80%**	**1,622**	**-13.92%**	**18,531**	**46.02%**

(1) Restated due to change in accounting policy (note 37).

9. Earnings per share

Basic earnings per share are calculated by dividing net profit for the year attributable to shareholders by the weighted average number of ordinary and preference shares in issue during the year, excluding ordinary and preference shares purchased by the Company and held as treasury shares (see note 22).

(all amounts in Euro thousands unless otherwise stated)	Group		Company	
	2011	2010 (1) Restated	2011	2010 (1) Restated
Net profit/(loss) for the year attributable to Titan S.A. shareholders	11,011	103,075	-13,278	21,737
Weighted average number of ordinary shares in issue	73,916,342	73,865,990	73,916,342	73,865,990
Weighted average number of preferred shares in issue	7,563,041	7,563,041	7,563,041	7,563,041
Total weighted average number of shares in issue for basic earnings/(losses) per share	81,479,383	81,429,031	81,479,383	81,429,031
Basic earnings/(losses) per ordinary and preferred share (in €)	0.1351	1.2658	-0.1630	0.2669

The diluted earnings per share are calculated adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has one category of dilutive potential ordinary shares: share options. For the share options a calculation is done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the exercise of the share options. The difference is added to the denominator as an issue of ordinary shares for no consideration. No adjustment is made to net profit (numerator).

(1) Restated due to change in accounting policy (note 37).

9. Earnings per share (continued)

(all amounts in Euro thousands unless otherwise stated)	Group 2011	Group 2010 [(1)] Restated	Company 2011	Company 2010 [(1)] Restated
Net profit/(loss) for the year attributable to Titan S.A. shareholders for diluted earnings/(losses) per share	11,011	103,075	-13,278	21,737
Weighted average number of ordinary shares for diluted earnings/(losses) per share	73,916,342	73,865,990	73,916,342	73,865,990
Share options	436,388	296,322	436,388	296,322
Weighted average number of preferred shares in issue	7,563,041	7,563,041	7,563,041	7,563,041
Total weighted average number of shares in issue for diluted earnings/(losses) per share	81,915,771	81,725,353	81,915,771	81,725,353
Diluted earnings/(losses) per ordinary and preferred share (in €)	0.1344	1.2612	-0.1621	0.2660

[(1)] Restated due to change in accounting policy (note 37).

10. Dividend proposed and distributed

(all amounts in Euro thousands)	Company 2011	Company 2010
Declared and distributed during the year:		
Equity dividends on ordinary and preference shares:		
Final dividend for 2010: €0.07759 per share (2009: €0.18 per share)	6,565	15,224

The Annual General Meeting of Shareholders, that took place in May of 2011, approved the distribution of €8,665 thousand (note 23) from the tax exempt reserves under special laws, in addition to the proposed dividend for the fiscal year 2010.

Proposed for approval at Annual General Meeting (not recognised as a liability as at 31 December):	2011	2010
Equity dividends on ordinary and preference shares:		
Final dividend for 2011: nil per share (2010: €0.07759 per share)	-	6,565

For management purposes, the Board of Directors decided to propose to the Annual General Meeting of Shareholders, planned for June 8 2012, that no dividends will be distributed for the fiscal year of 2011, in order to enhance liquidity management and optimization of allocated resources.

11. Property, plant and equipment

Group

(all amounts in Euro thousands)	Quarries	Land	Buildings	Plant & equipment	Motor vehicles	Office furniture, fixtures and equipment	Assets under construction	Total
Year ended 31 December 2010 [(1)]								
Opening balance	**122,679**	**266,751**	**220,846**	**965,816**	**96,791**	**18,747**	**217,807**	**1,909,437**
Additions	708	4,853	1,523	9,357	1,307	1,907	64,238	83,893
Disposals (NBV) (note 29)	-	-138	-227	-867	-2,431	-122	-691	-4,476
Partial disposal of foreign subsidiary business	-20,933	-2,174	-287	-2,764	-3,086	-19	-	-29,263
Additions due to acquisitions (note 30)	-	634	3,290	27,664	30	-	7	31,625
Reclassification of assets to other categories	-582	17,341	16,948	165,100	872	744	-200,767	-344
Transfers from inventories (note 19)	-	-	-	1,141	-	-	-	1,141
Transfers to investment properties (note 12)	-	-86	-499	-	-	-	-	-585
Interest capitalized (note 6)	-	-	-	-	-	-	599	599
Depreciation charge (note 5,29)	-1,722	-2,569	-12,273	-65,609	-19,037	-3,518	-	-104,728
Impairment of PPE (note 4, 29)	-	-	-	134	-7	-233	-	-106
Exchange differences	8,917	11,325	4,086	27,858	6,377	317	5,196	64,076
Ending balance	**109,067**	**295,937**	**233,407**	**1,127,830**	**80,816**	**17,823**	**86,389**	**1,951,269**
Leased assets under finance leases								
Opening balance	**-**	**-**	**-**	**5,375**	**399**	**-**	**-**	**5,774**
Additions	-	-	-	207	3	-	-	210
Reclassification of assets to other categories	-	-	-	-	344	-	-	344
Write-offs (note 29)	-	-	-	-229	-	-	-	-229
Depreciation charge (note 5,29)	-	-	-	-332	-125	-	-	-457
Exchange differences	-	-	-	357	21	-	-	378
Ending balance	**-**	**-**	**-**	**5,378**	**642**	**-**	**-**	**6,020**
At 31 December 2010								
Cost	135,740	309,561	370,232	1,640,341	208,233	52,703	86,389	2,803,199
Accumulated depreciation	-23,348	-13,624	-136,825	-502,148	-126,768	-34,647	-	-837,360
Accumulated losses of impairment of PPE	-3,325	-	-	-4,985	-7	-233	-	-8,550
Net book value	**109,067**	**295,937**	**233,407**	**1,133,208**	**81,458**	**17,823**	**86,389**	**1,957,289**

Notes to the Financial Statements

11. Property, plant and equipment (continued)

Group

(all amounts in Euro thousands)	Quarries	Land	Buildings	Plant & equipment	Motor vehicles	Office furniture, fixtures and equipment	Assets under construction	Total
Year ended 31 December 2011								
Opening balance	**109,067**	**295,937**	**233,407**	**1,127,830**	**80,816**	**17,823**	**86,389**	**1,951,269**
Additions	1,737	7,607	1,646	4,497	842	582	37,937	54,848
Disposals (NBV) (note 29)	-	-5,654	-918	-574	-869	-178	-1,332	-9,525
Reclassification of assets to other PPE categories	19,831	-2,287	4,850	29,937	1,735	1,504	-55,570	-
Transfers from inventories (note 19)	-	-	-	420	-	-	-	420
Transfers to investment properties (note 12)	-	-1,230	-4,081	-	-	-	-	-5,311
Interest capitalized (note 6)	-	-	41	-	42	-	71	154
Depreciation charge (note 5, 29)	-1,944	-2,617	-10,405	-65,538	-16,807	-3,521	-	-100,832
Impairment of PPE (note 29)	-13,756	-	-	-1,168	-	-	-	-14,924
Exchange differences	2,990	1,642	-955	127	694	218	161	4,877
Ending balance	**117,925**	**293,398**	**223,585**	**1,095,531**	**66,453**	**16,428**	**67,656**	**1,880,976**
Leased assets under finance leases								
Opening balance	**-**	**-**	**-**	**5,378**	**642**	**-**	**-**	**6,020**
Additions	-	-	-	479	22	-	-	501
Reclassification of assets to other categories	-	-	-	394	-	-	-	394
Depreciation charge (note 5, 29)	-	-	-	-432	-102	-	-	-534
Exchange differences	-	-	-	167	-36	-	-	131
Ending balance	**-**	**-**	**-**	**5,986**	**526**	**-**	**-**	**6,512**
At 31 December 2011								
Cost	157,754	310,395	367,090	1,679,745	209,963	54,202	67,656	2,846,805
Accumulated depreciation	-26,073	-16,997	-143,505	-575,010	-142,976	-37,544	-	-942,105
Accumulated losses of impairment of PPE	-13,756	-	-	-3,218	-8	-230	-	-17,212
Net book value	**117,925**	**293,398**	**223,585**	**1,101,517**	**66,979**	**16,428**	**67,656**	**1,887,488**

[(1)] Restated due to finalization of purchase price allocation for the subsidiaries had been acquired in 2010 (note 30).

Company

(all amounts in Euro thousands)	Quarries	Land	Buildings	Plant & equipment	Motor vehicles	Office furniture, fixtures and equipment	Assets under construction	Total
Year ended 31 December 2010								
Opening balance	**1,009**	**5,563**	**53,296**	**174,691**	**1,339**	**10,719**	**20,142**	**266,759**
Additions	-	-	72	636	10	336	5,985	7,039
Disposals (NBV) (note 29)	-	-15	-	-114	-1	-55	-	-185
Reclassification of assets to other categories	-	-	2,336	2,884	-	238	-5,639	-181
Transfers from inventories (note 19)	-	-	-	390	-	-	-	390
Depreciation charge (note 5, 29)	-68	-	-1,509	-9,297	-179	-1,229	-	-12,282
Impairment of PPE (note 4, 29)	-	-	-	239	-8	-233	-	-2
Ending balance	**941**	**5,548**	**54,195**	**169,429**	**1,161**	**9,776**	**20,488**	**261,538**
At 31 December 2010								
Cost	1,473	5,548	92,555	304,283	4,824	26,173	20,488	455,344
Accumulated depreciation	-532	-	-38,360	-132,783	-3,655	-16,164	-	-191,494
Accumulated losses of impairment of PPE	-	-	-	-2,071	-8	-233	-	-2,312
Net book value	**941**	**5,548**	**54,195**	**169,429**	**1,161**	**9,776**	**20,488**	**261,538**
Year ended 31 December 2011								
Opening balance	**941**	**5,548**	**54,195**	**169,429**	**1,161**	**9,776**	**20,488**	**261,538**
Additions	118	-	59	678	41	227	5,191	6,314
Disposals (NBV) (note 29)	-	-32	-	-48	-16	-112	-	-208
Reclassification of assets to other PPE categories	-	-	2,180	5,281	-	-	-7,461	-
Transfers to investment properties (note 12)	-	-1,821	-2,077	-	-	-	-	-3,898
Transfers from inventories (note 19)	-	-	-	420	-	-	-	420
Depreciation charge (note 5, 29)	-64	-	-1,576	-8,935	-179	-1,157	-	-11,911
Impairment of PPE (note 4, 29)	-	-	-	-1,383	8	231	-	-1,144
Ending balance	**995**	**3,695**	**52,781**	**165,442**	**1,015**	**8,965**	**18,218**	**251,111**
At 31 December 2011								
Cost	1,587	3,695	88,747	310,739	4,552	25,870	18,218	453,408
Accumulated depreciation	-592	-	-35,966	-141,843	-3,537	-16,903	-	-198,841
Accumulated losses of impairment of PPE	-	-	-	-3,454	-	-2	-	-3,456
Net book value	**995**	**3,695**	**52,781**	**165,442**	**1,015**	**8,965**	**18,218**	**251,111**

11. Property, plant and equipment (continued)

Impairment of property, plant and equipment:

Assets that have an indefinite useful life (land) are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised, as an expense immediately in other expenses, for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

In 2011, the Group's impairment of property, plant and equipment is amounted to €14.9m (2010: €0.1m). Most of the above mentioned impairment concerns the impairment of an investment in an aggregate mining site in USA. The impairment of property, plant and equipment for the Company in 2011 amounted to €1.1m (2010: had no impairment charge).

The assets of the Company have not been pledged. Certain assets of the Group have a pledge for the amount of €68.4m (2010: €67.1m). The pledge concerns the Group's joint venture Adocim Cimento Beton Sanayi ve Ticaret A.S. in Turkey for the purpose of securing its debt of €46.3m (2010: €41.5m) and is on the assets of this entity.

12. Investment properties

Group's investment properties do not include certain investment properties of the Company, since they are leased to Group's subsidiaries and as a result in Group level, they are transfered to property, plant and equipment. Investment properties are measured at fair values based on management's estimations.

(all amounts in Euro thousands)	Group		Company	
	2011	**2010**	**2011**	**2010**
Opening balance	**2,053**	**1,088**	**5,974**	**6,396**
Additions	801	380	-	-
Gain/(loss) from measurement at fair value	1,639	-	1,440	-422
Transfer from property, plant and equipment	5,311	585	3,898	-
Ending balance	**9,804**	**2,053**	**11,312**	**5,974**

	Group		Company	
	2011	**2010**	**2011**	**2010**
Rental income derived from investment property	78	-	72	83
Direct operating expenses (including repair and maintenance) generating rental income	-	-	-43	-50
Direct operating expenses (including repair and maintenance) that did not generate rental income	-133	-7	-118	-
Net profit/(loss) arising from investment properties carried at fair value	**-55**	**-7**	**-89**	**33**

The estimation of the fair value of investment properties that are located in urban areas, was made in accordance with the current market values of similar properties. The estimation of fair value for land located in rural areas as well as quarries, was made taking into consideration local valuations.

13. Intangible assets and Goodwill

Group

(all amounts in Euro thousands)	Initial goodwill	Goodwill impairment	Total goodwill	Licences	Patents	Research and devel-opment costs	Trade-marks	Customer relation-ships	Other intangible assets	Total
Year ended 31 December 2010 [(1)]										
Opening balance	**427,678**	**-17,834**	**409,844**	**15,470**	**1,975**	**5,319**	**31,516**	**78,080**	**5,669**	**547,873**
Additions	-	-	-	411	-	682	-	-	1,025	2,118
Additions - internal development (note 30)	-6,198	-	-6,198	8,705	-	-	-	-	-	2,507
Subsidiaries acquired (note 30)	1,663	-	1,663	5,675	-	-	3,020	10,980	-	21,338
Discontinued operations	-	-	-	-1,018	-	-	-	-1,414	-	-2,432
Impairment (notes 4, 29)	-	-	-	-	-	-	-	-59	-	-59
Amortization charge (note 5, 29)	-	-	-	-772	-759	-836	-1,796	-12,782	-740	-17,685
Exchange differences	12,934	-	12,934	-158	-67	362	1,733	4,845	-1,194	18,455
Ending balance	**436,077**	**-17,834**	**418,243**	**28,313**	**1,149**	**5,527**	**34,473**	**79,650**	**4,760**	**572,115**
Year ended 31 December 2011										
Opening balance	**436,077**	**-17,834**	**418,243**	**28,313**	**1,149**	**5,527**	**34,473**	**79,650**	**4,760**	**572,115**
Additions	-	-	-	235	-	1,122	102	-	458	1,917
Subsidiaries acquired	150	-	150	-	-	-	-	-	-	150
Impairment (note 29)	-	-3,786	-3,786	-	-	-	-	-	-	-3,786
Amortization charge (notes 5, 29)	-	-	-	-1,203	-698	-934	-1,696	-13,546	-824	-18,901
Exchange differences	-5,222	-	-5,222	-325	-14	121	115	-168	109	-5,384
Ending balance	**431,005**	**-21,620**	**409,385**	**27,020**	**437**	**5,836**	**32,994**	**65,936**	**4,503**	**546,111**

[(1)] Restated due to finalization of purchase price allocation for the subsidiaries had been acquired in 2010 (note 30).

13. Intangible assets and Goodwill (continued)

Company

(all amounts in Euro thousands)	Initial goodwill	Goodwill impairment	Total goodwill	Licences	Patents	Research and devel-opment costs	Trade-marks	Customer relation-ships	Other intangible assets	Total
Year ended 31 December 2010										
Opening balance	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**671**	**671**
Additions	-	-	-	-	-	-	-	-	475	475
Amortization charge (note 5,29)	-	-	-	-	-	-	-	-	-24	-24
Ending balance	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,122**	**1,122**
Year ended 31 December 2011										
Opening balance	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,122**	**1,122**
Additions	-	-	-	-	-	-	81	-	58	139
Amortization charge (note 5,29)	-	-	-	-	-	-	-	-	-149	-149
Ending balance	**-**	**-**	**-**	**-**	**-**	**-**	**81**	**-**	**1,031**	**1,112**

Impairment charges are included in the Income Statement.

Impairment testing of goodwill

Goodwill acquired through business combinations has been allocated to the following cash-generating units ("CGU's") per region of operation and business segment.

Carrying amount of goodwill (by geographical segment):

	2011	2010
Greece and Western Europe	16,127	19,581
North America	169,290	163,933
South Eastern Europe	57,580	57,539
Eastern Mediterranean	166,388	177,190
	409,385	418,243

Carrying amount of goodwill (by business segment):

Cement	232,558	242,944
Blocks, ready mix and aggregates	174,802	173,273
Other activities	2,025	2,026
	409,385	418,243

The recoverable amount of a CGU is determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a five-year period.

The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill pertaining to those CGU's to which management expects an impairment to occur.

Budgeted gross profits - the basis used to determine the value assigned to the budgeted gross profits is the average gross profits achieved in the year immediately before the budgeted year adjusted to reflect expected changes in operations.

Key assumptions used for value in use calculations (for the fiscal year 2011):

	Greece and Western Europe	North America	South Eastern Europe	Eastern Mediterranean
Discount rate:	6.8%-17.2%	8.7%	8.5% - 17.2%	13.7% - 14.4%
Sales growth:	3% - 64.8%	3.9% - 50.4%	48% - 82%	28% - 74%
Gross margin:	(12.3)% - 45%	12.5% - 56%	42% - 57%	33% - 49%
Perpetuity growth:	0%-3%	3% - 4%	2%	3% - 5%

The key assumptions of sales growth and gross margin have a broad range of variation due to the low starting point of the estimations used for a number of production units.

The key assumptions used for the value in use of the prior year were the following: discount rate 8% to 16,8%, gross margin 12,5% to 56% and perpetuity growth 2% to 5%.

14. Principal subsidiaries, associates and joint ventures

Shareholding in subsidiaries associates and joint ventures			2011		2010	
			% of investment (1)		% of investment (1)	
Subsidiary, associate and joint venture name	Country of incorporation	Nature of business	Direct	Indirect	Direct	Indirect
Full consolidation method						
Titan Cement Company S.A	Greece	Cement Producer	Parent company		Parent company	
Achaiki Maritime Company (2)	Greece	Shipping	-	-	100.000	-
Aeolian Maritime Company	Greece	Shipping	100.000	-	100.000	-
Aitolika Quarries S.A. (3)	Greece	Quarries & Aggregates	-	63.723	-	-
Albacem S.A.	Greece	Import & Distribution of Cement	99.996	0.004	99.996	0.004
Arktias S.A.	Greece	Quarries & Aggregates	-	100.000	-	100.000
AVES AFOI Polikandrioti S.A. (2)	Greece	Ready Mix	-	-	-	100.000
Dodekanesos Quarries S.A.	Greece	Quarries & Aggregates	-	100.000	-	100.000
Interbeton Construction Materials S.A.	Greece	Ready Mix & Aggregates	99.679	0.321	99.679	0.321
Intercement S.A. (2)	Greece	Import & Distribution of Cement	-	-	99.950	0.050
Intertitan Trading International S.A.	Greece	Trading Company	99.995	0.005	99.995	0.005
Ionia S.A. (2)	Greece	Porcelain	-	-	100.000	-
Lakmos S.A. (2)	Greece	Trading Company	-	-	99.950	0.050
Leecem S.A.	Greece	Trading Company	-	100.000	3.172	96.828
Naftitan S.A. (2)	Greece	Shipping	-	-	99.900	0.100
Pozolani S.A.	Greece	Quarries & Aggregates	-	100.000	-	100.000
Polikos Maritime Company (2)	Greece	Shipping	-	-	100.000	-
Porfirion S.A.	Greece	Production and Trade of Electricity	-	100.000	-	100.000
Gournon Quarries S.A.	Greece	Quarries & Aggregates	54.930	45.070	54.930	45.070
Quarries of Tagaradon Community S.A.	Greece	Quarries & Aggregates	-	79.928	-	79.928
Quarries of Tanagra S.A.	Greece	Quarries & Aggregates	-	100.000	-	100.000
Vahou Quarries S.A.	Greece	Quarries & Aggregates	-	100.000	-	100.000
Sigma Beton S.A.	Greece	Quarries & Aggregates	-	100.000	-	100.000
Titan Atlantic Cement Industrial and Commercial S.A.	Greece	Investment Holding Company	43.947	56.053	43.947	56.053
Titan Cement International Trading S.A.	Greece	Trading Company	99.800	0.200	99.800	0.200
Double W & Co OOD	Bulgaria	Port	-	99.989	-	99.989
ECO Conception EOOD (4)	Bulgaria	Alternative Fuels	-	99.989	-	-
Granitoid AD	Bulgaria	Trading Company	-	99.668	-	99.668
Gravel & Sand PIT AD	Bulgaria	Investment Holding Company	-	99.989	-	99.989
Trojan Cem EOOD	Bulgaria	Trading Company	-	94.835	-	94.835
Zlatna Panega Beton EOOD	Bulgaria	Ready Mix	-	99.989	-	99.989
Zlatna Panega Cement AD	Bulgaria	Cement Producer	-	99.989	-	99.989
Cementi ANTEA SRL	Italy	Trading Company	-	60.000	-	60.000
Cementi Crotone S.R.L.	Italy	Import & Distribution of Cement	-	100.000	-	100.000
Fintitan SRL	Italy	Import & Distribution of Cement	100.000	-	100.000	-
Separation Technologies Canada Ltd	Canada	Converter of waste material into fly ash	-	100.000	-	100.000
Aemos Cement Ltd	Cyprus	Investment Holding Company	100.000	-	100.000	-
Alvacim Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
Balkan Cement Enterprises Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
Balkcem Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
East Cement Trade Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
Feronia Holding Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
Iapetos Ltd	Cyprus	Investment Holding Company	100.000	-	100.000	-
KOCEM Limited	Cyprus	Investment Holding Company	-	100.000	-	100.000
Rea Cement Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
Terret Enterprises Ltd	Cyprus	Investment Holding Company	-	58.889	-	58.889
Themis Holdings Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
Titan Cement Cyprus Limited	Cyprus	Investment Holding Company	-	100.000	-	100.000
Tithys Ltd	Cyprus	Investment Holding Company	-	100.000	-	100.000
Alexandria Portland Cement Co. S.A.E	Egypt	Cement Producer	-	82.513	-	82.513
Beni Suef Cement Co.S.A.E.	Egypt	Cement Producer	-	82.513	-	82.513
Misrieen Titan Trade & Distribution	Egypt	Cement Silo Operations	-	90.256	-	90.256
Titan Beton & Aggregate Egypt LLC	Egypt	Quarries & Aggregates	-	83.118	-	83.118
Sharr Beteiligungs GmbH	Germany	Investment Holding Company	-	58.889	-	58.889
Separation Technologies U.K. Ltd	U.K.	Converter of waste material into fly ash	-	100.000	-	100.000
Titan Cement U.K. Ltd	U.K.	Import & Distribution of Cement	100.000	-	100.000	-
Titan Global Finance PLC	U.K.	Financial Services	100.000	-	100.000	-
Alexandria Development Co.Ltd	U.K.	Investment Holding Company	-	82.717	-	82.717
Titan Egyptian Inv. Ltd	U.K.	Investment Holding Company	-	100.000	-	100.000
Central Concrete Supermix Inc.	U.S.A.	Ready Mix	-	100.000	-	100.000
Essex Cement Co. LLC	U.S.A.	Trading Company	-	100.000	-	100.000
Markfield America LLC	U.S.A.	Insurance Company	-	100.000	-	100.000
Mechanicsville Concrete INC.	U.S.A.	Ready Mix	-	100.000	-	100.000

Notes to the Financial Statements

14. Principal subsidiaries, associates and joint ventures (continued)

Shareholding in subsidiaries associates and joint ventures

Subsidiary, associate and joint venture name	Country of incorporation	Nature of business	2011 % of investment [1] Direct	2011 % of investment [1] Indirect	2010 % of investment [1] Direct	2010 % of investment [1] Indirect
Full consolidation method						
Metro Redi-Mix LLC	U.S.A.	Ready Mix	-	100.000	-	100.000
Miami Valley Ready Mix of Florida LLC	U.S.A.	Ready Mix	-	100.000	-	100.000
Pennsuco Cement Co. LLC	U.S.A.	Cement Producer	-	100.000	-	100.000
Roanoke Cement Co. LLC	U.S.A.	Cement Producer	-	100.000	-	100.000
S&W Ready Mix Concrete Co. Inc.	U.S.A.	Ready Mix	-	100.000	-	100.000
Separation Technologies LLC	U.S.A.	Converter of waste material into fly ash	-	100.000	-	100.000
Standard Concrete LLC	U.S.A.	Trading Company	-	100.000	-	100.000
Summit Ready-Mix LLC	U.S.A.	Ready Mix	-	100.000	-	100.000
Tarmac America LLC	U.S.A.	Cement Producer	-	100.000	-	100.000
Titan Virginia Ready Mix LLC	U.S.A.	Ready Mix	-	100.000	-	100.000
Titan America LLC	U.S.A.	Investment Holding Company	-	100.000	-	100.000
Cementara Kosjeric AD	Serbia	Cement Producer	-	100.000	-	100.000
Stari Silo Copmany DOO	Serbia	Trading Company	-	100.000	-	100.000
TCK Montenegro DOO	Montenegro	Trading Company	-	100.000	-	100.000
Cement Plus LTD	F.Y.R.O.M	Trading Company	-	61.643	-	61.643
Geospan Dooel	F.Y.R.O.M	Quarries & Aggregates	-	99.989	-	99.989
Rudmark DOOEL	F.Y.R.O.M	Trading Company	-	94.835	-	94.835
Usje Cementarnica AD	F.Y.R.O.M	Cement Producer	-	94.835	-	94.835
Vesa DOOL	F.Y.R.O.M	Trading Company	-	100.000	-	100.000
Kosovo Construction Materials L.L.C.	Kosovo	Quarries & Aggregates	-	58.889	-	58.889
SharrCem Sh.P.K	Kosovo	Cement Producer	-	58.889	-	58.889
Alba Cemento Italia, SHPK	Albania	Trading Company	-	60.000	-	60.000
Antea Cement SHA	Albania	Cement Producer	-	60.000	-	60.000
Dancem APS	Denmark	Import & Distribution of Cement	-	100.000	-	100.000
Aeas Netherlands B.V.	Holland	Investment Holding Company	-	100.000	-	100.000
Colombus Properties B.V.	Holland	Investment Holding Company	100.000	-	100.000	-
Holtitan B.V.	Holland	Investment Holding Company	-	100.000	-	100.000
Salentijn Properties1 B.V.	Holland	Investment Holding Company	100.000	-	100.000	-
Titan Cement Netherlands BV	Holland	Investment Holding Company	-	100.000	-	100.000
Proportionate consolidation method						
Adocim Cimento Beton Sanayi ve Ticaret A.S.	Turkey	Cement Producer	-	50.000	-	50.000
Equity consolidation method						
Karieri AD	Bulgaria	Quarries & Aggregates	-	48.711	-	48.711
Karierni Materiali AD	Bulgaria	Quarries & Aggregates	-	48.764	-	48.764
Vris OOD	Bulgaria	Quarries & Aggregates	-	48.764	-	48.764
Transbeton - Domiki S.A.	Greece	Ready Mix & Aggregates	-	49.901	-	49.900

The movement of the Company's participation in subsidiaries, is analyzed as follows:

(all amounts in Euro thousands)	2011	2010
Participation in Subsidiaries at 1st January	**1,183,721**	**1,268,502**
Share capital increase in subsidiaries	9,799	3,500
Provision for impairment of investments	-9,936	-7,776*
Decrease in investment	-	-81,000
Liquidation of affiliates	-1,258	-
Other	528	495
Participation in Subsidiaries at 31st December	**1,182,854**	**1,183,721**

*The amount in the income statement includes also a provision for liabilities of a subsidiary undertaken by the Company.

[1] Percentage of investment represents both percentage of shareholding and percentage of control.

[2] Dissolved subsidiaries for the fiscal year 2011.

[3] Acquired subsidiary for the fiscal year 2011 (note 30).

[4] Formed subsidiary for the fiscal year 2011.

15. Investment in associates

On 31.12.2011 the Group included in the financial statements with the equity method of consolidation the companies below: Karieri AD (ownership percentage 2011 & 2010: 48,711%) , Karierni Materiali AD (with ownership percentage 2011 & 2010:48,764%), Vris OOD (ownership percentage 2011 & 2010: 48.764%), all based in Bulgaria, and the Greek Transbeton-Domiki S.A. (with ownership percentage 2011 & 2010: 49,9%).

All the above mentioned companies operate in the aggregates business, Transbeton-Domiki S.A. also operates in the ready-mix business. The companies are not listed on any public exchange market.

The following table illustrates summarised financial information for the companies mentioned above:

(all amounts in Euro thousands)	Group	
	2011	**2010**
Property, plant and equipment	13,046	14,554
Intangibles and other non current assets	2,592	2,578
Current assets	3,226	3,591
Total assets	**18,864**	**20,723**
Non-current liabilities	4,020	4,278
Current liabilities	6,631	6,841
Total liabilities	**10,651**	**11,119**
Net assets	**8,213**	**9,604**
Revenue	**7,086**	**7,198**
Cost of sales	-5,113	-5,481
Gross profit before depreciation	**1,973**	**1,717**
Other expense	-200	-304
Administrative expenses	-847	-810
Selling expenses	-174	-145
Profit before interest, taxes and depreciation	**752**	**458**
Depreciation	-1,899	-940
Loss before interest, taxes	**-1,147**	**-482**
Finance costs	-420	-302
Loss before income tax	**-1,567**	**-784**
Income tax expense	176	1
Loss after tax	**-1,391**	**-783**

16. Available-for-sale financial assets

(all amounts in Euro thousands)	Group		Company	
	2011	**2010**	**2011**	**2010**
Opening balance	**2,274**	**2,400**	**168**	**168**
Additions	44	136	1	-
Transfer to investments in subsidiaries	-	-50	-	-
Disposals	-	-	-	-
Revaluations	-112	-210	-	-
Exchange differences	-	-2	-	-
Ending balance	**2,206**	**2,274**	**169**	**168**

Analysis of available-for-sale financial assets:

Non-current portion	2,143	2,211	108	107
Current portion	63	63	61	61
	2,206	**2,274**	**169**	**168**

Available-for-sale financial assets include mainly non listed securities.

Available for sale investments, comprising marketable equity securities, are fair valued annually at the close of business on 31 December. For investments traded in an active market, fair value is determined by reference to Stock Exchange quoted bid prices. For other investments, fair value is estimated by reference to the current market value of similar instruments or by reference to the discounted cash flows of the underlying net assets.

17. Other non current assets

(all amounts in Euro thousands)	Group		Company	
	2011	2010	2011	2010
Utility deposits	3,081	3,482	2,710	3,013
Excess benefit plan assets (note 25)	3,959	3,725	-	-
Notes receivable- trade	1,318	746	-	-
Other non-current assets	2,197	3,393	-	-
	10,555	**11,346**	**2,710**	**3,013**

18. Deferred income taxes

Deferred income taxes are calculated in full on temporary differences under the liability method using the principal tax rates that apply to the countries where the companies of the Group operate.

The movement on the deferred income tax account after set-offs is as follows:

	Group		Company	
(all amounts in Euro thousands)	2011	2010 [1, 2]	2011	2010 [1]
		Restated		Restated
Opening balance, net deferred liability	**182,552**	**191,668**	**19,581**	**21,449**
Income statement charge (note 8)	-13,376	-21,907	-1,565	-2,926
Exchange differences	1,693	10,487	-	-
Additions due to acquisitions (note 30)	-	1,723	-	-
Deferred tax adjustment due to change in income tax rates	16,564	-	-	-
Tax charged to equity through other comprehensive income	2,232	581	1,974	1,058
Ending balance, net deferred liability	**189,665**	**182,552**	**19,990**	**19,581**

The deferred tax charged to equity is related to the effect of cash flow hedges.

(all amounts in Euro thousands)	Group		Company	
	2011	2010 [1, 2]	2011	2010 [1]
Analysis of deferred tax liabilities (before set - offs)		Restated		Restated
Property, plant and equipment	241,243	234,344	28,607	28,542
Intangible assets	38,751	31,463	222	205
Provisions	-1,252	2,026	-	10
Receivables and prepayments	3,482	5,638	-	3,000
Trade and other payables	63	301	-	-
	282,287	**273,772**	**28,829**	**31,757**
Analysis of deferred tax assets (before set - offs)				
Intangible assets	-9,330	-8,662	-	-
Investments & other non-current receivables	-2,596	-3,568	-	-1,939
Inventories	-1,870	-2,614	-286	-1,123
Post-employment and termination benefits	-5,840	-7,685	-1,803	-4,635
Receivables and prepayments	-8,780	-7,611	-662	-813
Net operating loss carried forward (note 8)	-56,980	-48,257	-5,067	-
Long term borrowings	-191	-299	-	-
Government grants	3,358	-2,713	-1,040	-1,069
Provisions	-10,401	-8,452	88	-1,531
Trade and other payables	-250	-1,220	-69	-929
Financial instruments	258	-139	-	-137
	-92,622	**-91,220**	**-8,839**	**-12,176**
Net deferred tax liability	**189,665**	**182,552**	**19,990**	**19,581**

[1] Restated due to change in accounting policy (note 37).

[2] Restated due to finalization of purchase price allocation of acquired subsidiaries in 2010 (note 30).

18. Deferred income taxes (continued)

The movement in deferred tax assets and liabilities (prior to offsetting balances within the same tax jurisdiction) during the year is as follows:

Group *(all amounts in Euro thousands)*	**January 1, 2011 Restated[1,2]**	**Debit/ (credited) to net profit**	**Debit/ (credited) to equity through statement of comprehensive income**	**Deferred tax adjustment due to change in income tax rates**	**Exchange differences**	**December 31, 2011**
Deferred tax liabilities (before set - offs)						
Property, plant and equipment	234,344	-9,964	-	13,017	3,846	241,243
Intangible assets	31,463	3,000	-	3,547	741	38,751
Provisions	2,026	-3,276	-	-	-2	-1,252
Receivables and prepayments	5,638	-2,250	-	-	94	3,482
Trade and other payables	301	-228	-	-	-10	63
	273,772	**-12,718**	**-**	**16,564**	**4,669**	**282,287**
Deferred tax assets (before set - offs)						
Intangible assets	-8,662	-597	328	-	-399	-9,330
Investments & other non-current receivables	-3,568	885	-	-	87	-2,596
Inventories	-2,614	796	-	-	-52	-1,870
Post-employment and termination benefits	-7,685	680	1,294	-	-129	-5,840
Receivables and prepayments	-7,611	-920	-	-	-249	-8,780
Net operating loss carried forward (note 8)	-48,257	-3,784	-	-	-4,939	-56,980
Long term borrowings	-299	96	-	-	12	-191
Government grants	-2,713	3,467	-	-	2,604	3,358
Provisions	-8,452	-2,065	-	-	116	-10,401
Trade and other payables	-1,220	974	-	-	-4	-250
Financial instruments	-139	-190	610	-	-23	258
	-91,220	**-658**	**2,232**	**-**	**-2,976**	**-92,622**
Net deferred tax liability	**182,552**	**-13,376**	**2,232**	**16,564**	**1,693**	**189,665**

Company *(all amounts in Euro thousands)*	**January 1, 2011 Restated[1]**	**Debit/ (credited) to net profit**	**Debit/ (credited) to equity through statement of comprehensive income**	**December 31, 2011**
Deferred tax liabilities (before set - offs)				
Property, plant and equipment	28,542	-263	328	28,607
Intangible assets	205	17	-	222
Provisions	10	-10	-	-
Receivables and prepayments	3,000	-3,000	-	-
	31,757	**-3,256**	**328**	**28,829**
Deferred tax assets (before set - offs)				
Investments & other non-current receivables	-1,939	1,939	-	-
Inventories	-1,123	837	-	-286
Receivables and prepayments	-813	151	-	-662
Government grants	-1,069	29	-	-1,040
Provisions	-1,531	1,619	-	88
Post-employment and termination benefits	-4,635	1,186	1,646	-1,803
Trade and other payables	-929	860	-	-69
Financial instruments	-137	137`	-	-
Net operating loss carried forward	-	-5,067`	-	-5,067
	-12,176	**1,691**	**1,646**	**-8,839**
Net deferred tax liability	**19,581**	**-1,565**	**1,974**	**19,990**

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

(1) Restated due to change in accounting policy (note 37).
(2) Restated due to finalization of purchase price allocation of acquired subsidiaries in 2010 (note 30).

Notes to the Financial Statements

18. Deferred income taxes (continued)

The movement in deferred tax assets and liabilities (prior to offsetting balances within the same tax jurisdiction) during the prior year is as follows:

Group

(all amounts in Euro thousands)	January 1, 2010 [1]	Debit/ (credited) to net profit	Debit/ (credited) to equity through statement of comprehensive income	Exchange differences	Additions due to acquisitions	December 31, 2010[1,2]
Deferred tax liabilities (before set - offs)						
Property, plant and equipment	214,694	9,478	-	10,168	4	234,344
Intangible assets	19,586	7,747	-	2,163	1,967	31,463
Provisions	5,237	-3,207	-	-4	-	2,026
Receivables and prepayments	1,750	3,749	-	139	-	5,638
Financial instruments	4	-4	-	-	-	-
Trade and other payables	-	301	-	-	-	301
	241,271	**18,064**	**-**	**12,466**	**1,971**	**273,772**
Deferred tax assets (before set - offs)						
Intangible assets	-3,245	-5,517	-	100	-	-8,662
Investments & other non-current receivables	-	-3,587	-	19	-	-3,568
Inventories	-1,670	-891	-	-53	-	-2,614
Post-employment and termination benefits	-7,745	-759	876	-57	-	-7,685
Receivables and prepayments	-4,971	-3,295	-	655	-	-7,611
Net operating loss carried forward	-19,207	-27,300	-	-1,750	-	-48,257
Long term borrowings	-1,136	941	-	-104	-	-299
Government grants	-2,031	-578	-	-104	-	-2,713
Provisions	-9,518	1,943	-	-629	-248	-8,452
Trade and other payables	-717	-478	-	-25	-	-1,220
Financial instruments	637	-450	-295	-31	-	-139
	-49,603	**-39,971**	**581**	**-1,979**	**-248**	**-91,220**
Net deferred tax liability	**191,668**	**-21,907**	**581**	**10,487**	**1,723**	**182,552**

Company

(all amounts in Euro thousands)	January 1, 2010 [1]	Debit/ (credited) to net profit	Debit/ (credited) to equity through statement of comprehensive income	December 31, 2010 [1]
Deferred tax liabilities (before set - offs)				
Property, plant and equipment	28,205	337	-	28,542
Intangible assets	-	205	-	205
Provisions	2,000	-1,990	-	10
Receivables and prepayments	1,517	1,483	-	3,000
Financial instruments	4	-4	-	-
	31,726	**31**	**-**	**31,757**
Deferred tax assets (before set - offs)				
Investments & other non-current receivables	-384	-1,555	-	-1,939
Inventories	-990	-133	-	-1,123
Receivables and prepayments	-194	-619	-	-813
Government grants	-1,143	74	-	-1,069
Provisions	-478	-1,053	-	-1,531
Post-employment and termination benefits	-6,369	676	1,058	-4,635
Trade and other payables	-704	-225	-	-929
Financial instruments	-15	-122`	-	-137
	-10,277	**-2,957**	**1,058**	**-12,176**
Net deferred tax liability	**21,449**	**-2,926**	**1,058**	**19,581**

(1) Restated due to change in accounting policy (note 37).
(2) Restated due to finalization of purchase price allocation of acquired subsidiaries in 2010 (note 30).

19. Inventories

(all amounts in Euro thousands)

Inventories	Group 2011	Group 2010	Company 2011	Company 2010
Raw materials-Maintenance stores	166,509	171,943	57,786	65,082
Finished goods	82,719	89,331	12,825	18,131
	249,228	261,274	70,611	83,213
Provision for obsolete inventory	-6,043	-11,965	-1,430	-5,404
	243,185	249,309	69,181	77,809
Transfer of major spare parts to property, plant and equipment (note 11)	-420	-1,141	-420	-390
	242,765	**248,168**	**68,761**	**77,419**

Analysis of provision for inventories	Group 2011	Group 2010	Company 2011	Company 2010
Balance at 1 January	**11,965**	**9,931**	**5,404**	**4,704**
Charge for the year (note 29)	2,064	4,907	11	748
Unused amounts reversed (note 29)	-5,300	-177	-3,985	-48
Utilized	-2,789	-3,376	-	-
Reclassification from other inventory accounts	178	544	-	-
Exchange differences	-75	136	-	-
Balance at 31 December	**6,043**	**11,965**	**1,430**	**5,404**

The Group has not pledged its inventories as collateral.

20. Receivables and prepayments

(all amounts in Euro thousands)

	Group 2011	Group 2010	Company 2011	Company 2010
Trade receivables	127,702	121,139	14,748	13,688
Cheques receivables	24,718	41,434	8,171	18,042
Allowance for doubtful debtors	-34,784	-26,460	-9,028	-4,893
	117,636	136,113	13,891	26,837
Creditors advances	3,667	5,239	370	-
Income tax receivables	14,147	4,416	10,308	889
Tax receivables	20,698	26,637	691	-
Clay fee receivable (note 4, 29)	25,589	-	-	-
Prepayments and other receivables	55,472	47,173	12,301	7,320
Allowance for doubtful debtors	-3,613	-11,753	-967	-967
	115,960	71,712	22,703	7,242
Other receivables from related parties (note 33)	10	4	15,238	5,834
Trade receivables from related parties (note 33)	-	-	12,037	17,053
	233,606	**207,829**	**63,869**	**56,966**

The clay fee receivable amounting to €25.6 m is the amount of the refundable clay fees previously paid by Group's subsidiaries in Egypt.

As at 31 December, the ageing analysis of trade receivables is as follows:

(all amounts in Euro thousands)

	Group 2011	Group 2010	Company 2011	Company 2010
Neither past due nor impaired	81,510	99,938	25,928	38,245
Past due nor impaired:				
< 30 days	18,017	13,856	-	1,433
30-60 days	7,358	7,919	-	990
60-90 days	3,913	3,638	-	1,078
90-120 days	3,187	4,834	-	544
>120 days	3,651	5,928	-	1,600
	117,636	**136,113**	**25,928**	**43,890**

Trade receivables are non-interest bearing and are normally settled on: Group 0-170 day's terms, Company 0-170 day's terms.

Notes to the Financial Statements

20. Receivables and prepayments (continued)

Allowance for doubtful debtors analysis	**Group**		**Company**	
(all amounts in Euro thousands)	**2011**	**2010**	**2011**	**2010**
Balance at 1 January	**38,213**	**17,106**	**5,860**	**5,862**
Charge for the year (note 5, 29)	18,806	23,076	4,561	21
Unused amounts reversed (note 5, 29)	-16,907	-2,750	-187	-23
Utilized	-2,016	-2,357	-239	-
Reclassification from receivables/payables	-	2,178	-	-
Additions due to acquisitions	-	815	-	-
Exchange differences	301	145	-	-
Balance at 31 December	**38,397**	**38,213**	**9,995**	**5,860**

21. Cash and cash equivalents

(all amounts in Euro thousands)	**Group**		**Company**	
	2011	**2010**	**2011**	**2010**
Cash at bank and in hand	708	132	29	2
Short-term bank deposits	333,227	66,938	29,449	2,941
	333,935	**67,070**	**29,478**	**2,943**

Short-term bank deposits comprise primarily of time deposits. The effective interest rates on these short-term bank deposits are based on floating rates and are negotiated on a case by case basis.

22. Share capital and premium

(all amounts are shown in Euro thousands unless otherwise stated)

The total number of the authorised ordinary shares is:	**2011**	**2010**
Ordinary shares of €4.00 each	77,063,568	77,044,880
Preference shares of €4.00 each	7,568,960	7,568,960
	84,632,528	**84,613,840**

	Ordinary shares		**Preference shares**		**Share premium**	**Total**	
Shares issued and fully paid	**Number of shares**	**€'000**	**Number of shares**	**€'000**	**€'000**	**Number of shares**	**€'000**
Balance at 1 January 2010	**77,007,158**	**308,028**	**7,568,960**	**30,276**	**22,826**	**84,576,118**	**361,130**
Issue of shares - share option scheme	37,722	151	-	-	-	37,722	151
Balance at 31 December 2010	**77,044,880**	**308,179**	**7,568,960**	**30,276**	**22,826**	**84,613,840**	**361,281**
Issue of shares - share option scheme	18,688	75	-	-	-	18,688	75
Balance at 31 December 2011	**77,063,568**	**308,254**	**7,568,960**	**30,276**	**22,826**	**84,632,528**	**361,356**

	Ordinary shares		**Preference shares**		**Total**	
Treasury shares	**Number of shares**	**€'000**	**Number of shares**	**€'000**	**Number of shares**	**€'000**
Balance at 1 January 2010	**3,169,294**	**91,505**	**5,919**	**117**	**3,175,213**	**91,622**
Treasury shares sold	-37,597	-1,440	-	-	-37,597	-1,440
Balance at 31 December 2010	**3,131,697**	**90,065**	**5,919**	**117**	**3,137,616**	**90,182**
Treasury shares sold	-20,000	-736	-	-	-20,000	-736
Balance at 31 December 2011	**3,111,697**	**89,329**	**5,919**	**117**	**3,117,616**	**89,446**

For the year 2011, the average stock price of the Company's ordinary shares was €14.73 (2010: €16.97) and the trading price of the ordinary shares at December 31, 2011 was €11.59 (2010: €16.42).

22. Share capital and premium (continued)

Share options

Share options are granted to members of senior management. Movements in the number of share options outstanding are as follows:

(all amounts are shown in Euro thousands unless otherwise stated)

	2007 scheme	2010 scheme	Total
Balance at 1 January 2010	**252,126**	**267,720**	**519,846**
Exercised	-37,722	-	-37,722
Non vested	-114,222	-	-114,222
Cancelled	-16,696	-2,100	-18,796
Balance at 31 December 2010	**83,486**	**265,620**	**349,106**
Granted	-	301,200	301,200
Exercised	-18,688	-	-18,688
Non vested	-62,424	-	-62,424
Cancelled	-2,374	-5,880	-8,254
Balance at 31 December 2011	**-**	**560,940**	**560,940**

Share options outstanding at the end of the year have the following terms:

		2011	
Expiration date	**Exercise price**	**2010 scheme**	**Total**
2014	€ 4.00	262,290	262,290
2015	€ 4.00	298,650	298,650
		560,940	**560,940**

		2010		
Expiration date	**Exercise price**	**2007 scheme**	**2010 scheme**	**Total**
2011	€ 4.00	3,206	-	3,206
2012	€ 4.00	80,280	-	80,280
2014	€ 4.00	-	265,620	265,620
		83,486	**265,620**	**349,106**

2007 Programme

On May 29, 2007 the Company approved the introduction of a new, three-year Stock Option Programme (2007 Programme). In the years 2007, 2008 and 2009, executive members of the Company's Board of Directors and senior executives of the Company and its affiliates in Greece and abroad shall be granted options, the exercise of which is subject to the financial results of the Company and the performance of its ordinary share, to acquire up to 500,000 ordinary shares of the Company at a sale price equal to the share's nominal value, that is €4.00 per share.

Under this Programme, the options granted each year have a maturity period of three years and can be exercised after the completion of the three year period. Each option must be exercised within twelve months from its respective vesting period. If the deadline is exceeded then those particular options will irrevocably lapse. All vesting is conditional upon the employee's continued employment throughout the vesting period. The number of options that vest each year will be determined as follows:

1) One-third of options granted vest based on the financial results of the Company.

2) One-third of options granted vest based on the Titan Cement's stock performance relative to three Athens Stock Exchange indices during the three year period.

3) One-third of options granted vest based on the Titan Cement's stock performance relative to that of twelve predefined international cement producing companies during the three year period.

The options granted under the 2007 Programme have been accounted for in terms of the requirements of IFRS 2 "Share based payments".

The fair value of the options granted in 2009, determined using the 2-dimensional Black-Scholes valuation model, was €8.41 per option. The significant inputs into the valuation model were share price at grant date of €20.60, standard deviation of share price 36.71%, dividend yield of 2.07% and the rate of the three-year Greek Government Bonds 3.649%.

During 2010, 37,722 share options were exercised , while 114,222 share options did not vest due to the non compliance to the conditions above and 16,696 share options were cancelled. The remaining options for 83,486 shares have not yet been exercised.

During 2011, 18,688 share options were exercised , while 62,424 share options did not vest and 2,374 share options were cancelled.

Programme 2010

On June 3, 2010 the Company approved the introduction of a new, three-year Stock Option Programme (2010 Programme). In the years 2010, 2011 and 2012, executive members of the Company's Board of Directors and senior executives of the Company and its affiliates in Greece and abroad shall be granted options, the exercise of which is subject to the financial results of the Company and the performance of its ordinary share, to acquire up to 1,000,000 ordinary shares of the Company at a sale price equal to the share's nominal value, that is €4.00 per share.

Under this Programme, the options granted each year have a maturity period of three years and can be exercised after the completion of the three year period. Each option must be exercised within the year following the one in which the final number of options that can be exercised is determined. If the deadline is exceeded then those particular options will irrevocably lapse. All vesting is conditional upon the employee's continued employment throughout the vesting period. The number of options that vest each year will be determined as follows:

1) One-third of options granted vest based on the financial results of the Company.

2) One-third of options granted vest based on the Titan Cement's stock performance relative to three Athens Stock Exchange indices during the three year period.

3) One-third of options granted vest based on the Titan Cement's stock performance relative to that of ten predefined international cement producing companies during the three year period.

The options granted under the 2010 Programme have been accounted for in terms of the requirements of IFRS 2 "Share based payments".

The fair value of the options granted in 2010 under the Programme of 2010, determined using the Monte Carlo Simulation valuation model, was €5.36 per option. The significant inputs used in the application of the valuation model were share price at grant date of €15.90, standard deviation of share price of 39.42%, dividend yield of 2.68% and the rate of the three-year fixed EUR swap interest rate of 2.247%.

During 2010, 267,720 share options were granted and from this total a number of 2,100 share options were cancelled.

The fair value of the options granted in 2011 under the Programme of 2010 was €6.86 per option, determined using the Monte Carlo Simulation valuation model. The significant inputs used in the application of the valuation model were share price at grant date of €17.88, standard deviation of share price of 43.98%, dividend yield of 2.74% and the rate of the three-year fixed EUR swap interest rate of 1.890%.

During 2011, 301.200 share options were granted and from the total number of share options outstanding, 5,880 share options were cancelled.

23. Other reserves

Group *(all amounts in Euro thousands)*	Legal reserve	Special reserve	Contin-gency reserve	Tax exempt reserves under special laws	Revalua-tion reserve	Actuarial differences reserve	Currency translation differences on derivative hedging posi-tion	Foreign currency translation reserve	Total other reserves
Balance at 1 January 2010	**78,413**	**14,829**	**270,316**	**143,101**	**117,563**	**-**	**47,788**	**-237,660**	**434,350**
Restated due to change in accounting policy (note 37)	-	-	-	-	-	-9,364	-	-	-9,364
Balance at 1 January 2010 (restated)	**78,413**	**14,829**	**270,316**	**143,101**	**117,563**	**-9,364**	**47,788**	**-237,660**	**424,986**
Other comprehensive income	217	-879	-	-	-7,529	3,755	-5,198	64,622	54,988
Acquisitions of non-controlling interest	-	-	-	-	-825	-	-	-	-825
Partial disposal of subsidiary	-493	-1,776	-	-	-9,721	-	-	1,022	-10,968
Non-controlling interest's put option recognition & transfer between reserves	2,775	-1,095	-4,405	7,918	-2,322	-	-	-	2,871
Balance at 31 December 2010 (restated)	**80,912**	**11,079**	**265,911**	**151,019**	**97,166**	**-5,609**	**42,590**	**-172,016**	**471,052**
Other comprehensive income	-	-	-	-	1,386	6,847	-6,064	-72	2,097
Non-controlling interest's put option recognition & transfer between reserves	-	-	-	-	3,450	-	-	-	3,450
Deferred tax adjustment due to change in income tax rates on revaluation reserves	-	-	-	-	-13,754	-	-	-	-13,754
Transfer between reserves	3,295	-8,804	5,981	-13,650	-22,639	-	-	-	-35,817
Balance at 31 December 2011	**84,207**	**2,275**	**271,892**	**137,369**	**65,609**	**1,238**	**36,526**	**-172,088**	**427,028**

Company *(all amounts in Euro thousands)*	Legal reserve	Special reserve	Contin-gency reserve	Tax exempt reserves under special laws	Revalua-tion reserve	Actuarial differences reserve	Currency translation differences on derivative hedging posi-tion	Total other reserves
Balance at 1 January 2010	**66,567**	**1,769**	**258,451**	**126,332**	**-**	**-**	**48,346**	**501,465**
Restated due to change in accounting policy (note 37)	-	-	-	-	-	-10,274	-	-10,274
Balance at 1 January 2010 (restated)	**66,567**	**1,769**	**258,451**	**126,332**	**-**	**-10,274**	**48,346**	**491,191**
Total comprehensive income for the period	-	-	-	-	-	4,231	-	4,231
Transfer among reserves	2,083	-	-4,434	7,951	-	-	-	5,600
Balance at 31 December 2010 (restated)	**68,650**	**1,769**	**254,017**	**134,283**	**-**	**-6,043**	**48,346**	**501,022**
Other comprehensive income	-	-	-	-	-3,234	6,585		3,351
Transfer among reserves	-	14,476	5,981	-13,529	-	-	-	6,928
Balance at 31 December 2011	**68,650**	**16,245**	**259,998**	**120,754**	**-3,234**	**542**	**48,346**	**511,301**

Certain Group companies are obliged according to the applicable commercial law to form as legal reserve a percentage of their annual net profits. This reserve can not be distributed during the operational life of the company.

Based on existing Greek tax law, tax exempt reserves under special laws are exempt from income tax, provided that they are not distributed to shareholders. The Group does not intend to distribute these reserves and has thus not provided for the tax liability that would arise in the event that these reserves were to be distributed. Any distribution from these reserves can only occur following the approval of shareholders in a general meeting and after the applicable taxation is paid by the Company.

The above reserves include also special reserves which have already been taxed thus exhausting the taxation obligations of the Company and the shareholders. Following the approval of the Annual General Meeting of Shareholders, the amount of €8,665,303 has been distributed to the share holders from the above mentioned special reserves (note 10).

The Group's tax exempt reserves include reserves that have been created by the Company and some of its Greek subsidiaries following the application of developmental laws.

The revaluation reserve records a) the fair value of tangible and intangible assets of €62.1 million, the Group had in Egypt through its participation in the joint venture Lafarge-Titan Egyptian Investments Ltd, till it acquired the joint venture fully, b) the fair value changes of €3.6 million on available-for-sale financial assets and c) the debit difference of €0.7 million, between the fair value and the book value of the put option recognition for the sale of ANTEA Cement SHA 's shares by the minority.

The actuarial differences reserve records the actuarial gains and losses arising from the actuarial studies performed by the Group's subsidiaries for various benefit, pension or other retirement schemes (note 25). Applying from January 1, 2011, the Group has changed the accounting policy of the recognition of actuarial gains and losses by the adoption of the third alternative method according IAS19 §93A. This method allows the direct recognition of the actuarial gains and losses in equity through the statement of comprehensive income (note 37).

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

The currency translation differences on derivative hedging position is used to record the effect of hedging net investments in foreign operations and the exchange rate differences from the valuation of the financial instruments that are used as means of cash flow hedge for transactions in foreign currency.

24. Borrowings

(all amounts in Euro thousands)	Group		Company	
	2011	2010	2011	2010
Current				
Loans in euro currency	202,426	92,963	104,692	17,069
Loans in non euro currency	23,161	42,795	-	-
Finance lease liabilities	977	1,005	-	-
	226,564	**136,763**	**104,692**	**17,069**
Non-current				
Bank borrowings in euro currency	330,563	441,735	-	-
Bank borrowings in non euro currency	262,539	48,345	-	-
Debentures - Notes in euro currency	220,801	215,000	-	15,000
Loans to associates	-	-	620,360	628,000
Finance lease liabilities	1,192	1,881	-	-
	815,095	**706,961**	**620,360**	**643,000**
Total borrowings	**1,041,659**	**843,724**	**725,052**	**660,069**

The fair values of the borrowings closely approximate their carrying amounts, as the Group's and the Company's borrowings are mainly with floating interest rates.

Maturity of non-current bank borrowings (excluding finance lease liabilities):

(all amounts in Euro thousands)	Group		Company	
	2011	2010	2011	2010
Between 1 and 2 years	202,093	356,458	100,000	543,000
Between 2 and 3 years	1,292	203,273	520,360	100,000
Between 3 and 4 years	523,832	10,291	-	-
Between 4 and 5 years	30,549	81,350	-	-
Over 5 years	56,137	53,708	-	-
	813,903	**705,080**	**620,360**	**643,000**

Titan Global Finance PLC (TGF), a subsidiary of Titan Cement Company S.A., executed on January 5, 2011 in London, UK, a new 4-year €585m multi-currency forward start syndicated revolving credit facility, guaranteed by Titan Cement Company S.A, for the purpose of refinancing TGF's existing €800m syndicated multicurrency revolving credit facility maturing in April 2012 and, thereafter, for general corporate purposes of the Group. On September 30, 2011, the Group proceeded to an early cancellation of TGF 's syndicated multicurrency revolving credit facility, maturing in April 2012, and its outstanding amount was fully refinanced through the new syndicated facility of €585m maturimg in January 2015. Finally, on January 7, 2011, the Company executed a four year syndicated bond loan of €135m principal, aiming to further strengthen the Group's liquidity profile.

On 1.7.2010, the Group's subsidiary in the US, Titan America LLC, prepaid and retired the remaining $66.9m or €54.5m of private placement notes which had been issued in the past to US institutional investors, with terms that are no longer favorable. The total, pre-tax make-whole amount was $9.7m or €7.3m.

The effective interest rates that affect the Income Statement are as follows:

	Group		Company	
	2011	2010	2011	2010
Bank borrowings (USD)	2.37%	2.83%	-	2.35%
Bank borrowings (JPY)	2.70%	2.70%	-	-
Bank borrowings (EGP)	9.10%	9.10%	-	-
Bank borrowings (GBP)	-	2.45%	-	2.45%
Bank borrowings (BGN)	3.86%	5.02%	-	-
Bank borrowings (TRY)	11.81%	10.64%	-	-
Bank borrowings (ALL)	8.60%	9.93%	-	-
Bank borrowings (€)	4.75%	3.77%	4.34%	3.06%
Finance lease liabilities (USD)	-	7.00%	-	-
Finance lease liabilities (€)	6%-8%	6%-8%	-	-

Notes to the Financial Statements

24. Borrowings (continued)

Bank borrowings in foreign currencies (including finance leases):

(all amounts per currency thousands)	Group		Company	
	2011	**2010**	**2011**	**2010**
USD	289,846	259,239	-	-
JPY	2,000,752	2,500,940	-	-
ALL	4,520,160	546,160	-	-
BGN	66,617	52,121	-	-
TRY	22,045	16,752	-	-

The Group has the following undrawn borrowing facilities:

(all amounts in Euro thousands)	Group		Company	
Floating rate:	**2011**	**2010**	**2011**	**2010**
- Expiring within one year	84,716	249,327	57,973	119,039
- Expiring beyond one year	391,818	728,575	185,000	110,000

The Group has adequate undrawn committed and uncommitted borrowing facilities to meet future business requirements.

The present value of the finance lease liabilities may be analyzed as follows:

(all amounts in Euro thousands)	Group	
Finance lease liabilities - minimum lease payments	**2011**	**2010**
Not later than 1 year	1,065	1,145
Later than 1 year and not later than 5 years	1,236	2,001
	2,301	3,146
Future finance charges on finance leases	-132	-260
Present value of finance lease liabilities	**2,169**	**2,886**

Lease liabilities are effectively secured as the rights to the leased assets revert to the lessors in the event of default.

25. Retirement and termination benefit obligations

Greece

Greek labor legislation requires that the payment of retirement and termination indemnities be based on the number of years of service to the Company by the employees and taking into consideration their final remuneration. The Group grants retirement indemnities which exceed the legal requirements. These retirement indemnities are unfunded and the liabilities arising from such obligations are actuarially valued by an independent firm of actuaries. The last actuarial valuation was undertaken in December 2011. The principal actuarial assumptions used were a discount rate of 4.8% (2010:4.6%), future salary increases of between 3% and 4% (2010: 5.5%-6.4%) and no change in future pension (2010: increase of 3% per annum).

USA

The Group's U.S. subsidiaries operate defined benefit plans and other post-retirement benefit plans. The method of accounting for the latter, as well as the valuation assumptions and the frequency of valuations are similar to those used for defined benefit plans.

Multi-employer plan

Certain employees participate in a union sponsored, defined benefit multi-employer pension plan. This plan is not administered by the Group's U.S. subsidiary and contributions are determined in accordance with the provisions of the negotiated labor contract. These contributions are affected by the funded status of the plan.

Excess benefit plan

This plan is intended to constitute an unfunded plan of deferred compensation for a selected group of highly compensated employees under the Employee Income Security Act of 1974 ("ERISA"). For this purpose the Group's U.S. subsidiary created an irrevocable trust to facilitate the payment of deferred compensation to participants under this plan. Under this plan, the participants are eligible to defer a certain percentage of eligible compensation for the applicable plan year. The Company matches 50% of the participants' contributions to the plan. Again, the Company's contributions are affected by the funded status of the plan.

All of the Group's U.S. subsidiary's defined benefit pension plans and all but one of its other post-retirement plans have been frozen as to new participants and credited service. These plans do not materially impact the Group. One post-retirement benefit plan exists (for certain active and former employees) whereby eligible retirees receive benefits consisting primarily of assistance with medical insurance costs between the dates of early retirement and medicare eligibility. The Company operates a defined contribution plan for it's employees.

Some of the plan assets of the Group's subsidiaries in US are invested approximately 60% in equity investments and 40% in fixed investments. The main assumptions that have been adopted for the study of the pension plans of the Group's subsidiaries in the U.S. were a discount rate of 4.25% (2010: 5.5%).

25. Retirement and termination benefit obligations (continued)

The amounts relating to defined benefit pension plans and other post retirement and termination benefits (defined benefit plans) recognized in the statement of comprehensive income are as follows:

(all amounts in Euro thousands)	Group		Company	
	2011	2010 [1] Restated	2011	2010 [1] Restated
Current service cost	3,622	3,097	1,729	1,484
Interest cost	1,747	3,441	1,276	2,092
Return on plan assets	96	-585	-	-
	5,465	**5,953**	**3,005**	**3,576**
Additional post retirement and termination benefits paid out, not provided for	9,310	3,695	7,022	3,210
	14,775	**9,648**	**10,027**	**6,786**
Amounts recognised in the other operating expense	12,932	6,792	8,751	4,694
Amounts recognised in finance cost	1,843	2,856	1,276	2,092
Amounts recognised in the income statement	**14,775**	**9,648**	**10,027**	**6,786**
Actuarial gains immediate recognized in equity through other comprehensive income (note 37)	-8,141	-4,631	-8,231	-5,289
Amount charged to statement of total compehensive income	**6,634**	**5,017**	**1,796**	**1,497**
Present value of the liability at the end of the period	**37,105**	**52,566**	**14,442**	**27,734**
Minus USA benefit plans assets	-7,384	-7,288	-	-
	29,721	**45,278**	**14,442**	**27,734**

Liabilities' movement recognized in the balance sheet:

(all amounts in Euro thousands)	Group		Company	
	2011	2010 [1] Restated	2011	2010 [1] Restated
Opening balance	**45,278**	**52,467**	**27,734**	**35,458**
Total expense	14,775	9,648	10,027	6,786
Actuarial gains	-8,141	-4,631	-8,231	-5,289
Exchange differences	371	429	-	-
Benefits paid during the year	-22,562	-12,635	-15,088	-9,221
Ending balance	**29,721**	**45,278**	**14,442**	**27,734**

	Group	
Analysis of the USA benefit plan assets' movement	2011	2010 [1] Restated
Fair value of plan assets at the beginning of the period	7,288	6,407
Expected return	-96	585
Company contributions	579	448
Benefits paid	-615	-653
Exchange difference	228	501
Fair value of plan assets at the end of the period	**7,384**	**7,288**

[1] Restated due to change in accounting policy (note 37).

Notes to the Financial Statements

26. Provisions

(all amounts in Euro thousands)

Group

For the year ended 31 December 2011		January 1, 2011	Charge for the year	Unused amounts reversed	Utilized	Additions due to acquisitions	Exchange differences	Reclasification from/ to accrual other	December 31, 2011
Provisions for restoration of quarries	a	12,065	1,111	-1,782	-691	-	86	-	10,789
Provisions for other taxes	b	200	53	-38	-9	-	170	-	376
Litigation provisions	c	1,058	171	-4	-27	-	3	-	1,201
Other provisions	d	6,061	4,880	-503	-4,249	-	57	-	6,246
		19,384	**6,215**	**-2,327**	**-4,976**	**-**	**316**	**-**	**18,612**

For the year ended 31 December 2010		January 1, 2010	Charge for the year	Unused amounts reversed	Utilized	Additions due to acquisitions	Exchange differences	Reclasification from/ to accrual other	December 31, 2010
Provisions for restoration of quarries	a	10,252	1,427	-480	-367	-	280	953	12,065
Provisions for other taxes	b	591	199	-	-291	-	71	-370	200
Litigation provisions	c	2,860	-	-2,119	-296	350	263	-	1,058
Other provisions	d	5,616	2,915	-1,242	-393	-	80	-915	6,061
		19,319	**4,541**	**-3,841**	**-1,347**	**350**	**694**	**-332**	**19,384**

	2011	**2010**
Non current provisions	16,553	19,022
Current provisions	2,059	362
	18,612	**19,384**

Company

For the year ended 31 December 2011		January 1, 2011	Charge for the year	Unused amounts reversed	Utilized	December 31, 2011
Provisions for restoration of quarries	a	1,709	289	-240	-	1,758
Other provisions	d	5,884	223	-419	-4,224	1,464
		7,593	**512**	**-659**	**-4,224**	**3,222**

For the year ended 31 December 2010		January 1, 2010	Charge for the year	Unused amounts reversed	Utilized	December 31, 2010
Provisions for restoration of quarries	a	1,895	72	-258	-	1,709
Other provisions	d	343	5,541	-	-	5,884
		2,238	**5,613**	**-258**	**-**	**7,593**

	2011	**2010**
Non current provisions	1,558	7,067
Current provisions	1,664	526
	3,222	**7,593**

a. This provision represents the present value of the estimated costs to reclaim quarry sites and other similar post-closure obligations. It is expected that this amount will be used over the next 2 to 50 years.
b. This provision relates to future obligations that may result from tax audits for other taxes. It is expected that this amount will be fully utilized in the next five years.
c. This provision has been established with respect to claims made against certain companies in the Group by third parties. It is expected that this amount will be utilized mainly in the next twelve months.
d. The other provisions compromised from amounts relating to risks none of which are individually material to the Group. In Company's existing carrying amount, an additional provision is included, among others, which concerns bonus for its employees. It is expected that the remaining amounts will be used over the next 2 to 20 years.

27. Other-non current liabilities

(all amounts in Euro thousands)	Group		Company	
	2011	2010	2011	2010
Government grants	6,027	6,353	5,450	5,674
Other-non current liabilities (note 34)	20,563	28,452	949	-
	26,590	**34,805**	**6,399**	**5,674**

The other non-current liabilities of the fiscal year 2011 include among others: a) the amount of €14.3m (2010: €21.1m) relates to the fair value of the put option, given by the Group to non-controlling interests, specifically the European Bank for Reconstruction and Development (EBRD) and International Finance Corporation (IFC), so that such non-controlling interest have the right for the Group purchase their shares in ANTEA Cement SHA at predetermined conditions (note 32), b) the amount of €4.1m (2010: €5.8m) relates to a contingency of the Group's subsidiary in Egypt, Beni Suef, towards the Public Power Corporation.

(all amounts in Euro thousands)

Analysis of Government grants:	Group		Company	
	2011	2010	2011	2010
Non - current	6,027	6,353	5,450	5,674
Current (note 28)	312	235	312	235
	6,339	**6,588**	**5,762**	**5,909**

	Group		Company	
	2011	2010	2011	2010
Opening balance	**6,588**	**6,831**	**5,909**	**6,104**
Additions	88	112	88	112
Amortization (note 5, 29)	-337	-355	-235	-307
Ending balance	**6,339**	**6,588**	**5,762**	**5,909**

Government grants are recognised at fair value when there is a certainty that the grant will be received and also when the Group complies with the terms and conditions of the grant.

Government grants relating to capital expenses are reflected as long term liabilities and are amortised on a straight line basis that reflects the estimated useful life of the asset for which the grant was received.

Government grants received in respect of expenses are reflected in the income statement when the related expense is incurred so that the expense is matched to the income received.

28. Trade and other payables

(all amounts in Euro thousands)	Group		Company	
	2011	2010	2011	2010
Trade payables	100,925	97,367	17,193	19,761
Amounts due to related parties (note 33)	520	1,346	7,402	8,951
Clay fee payable	8,646	-	-	-
Other payables	27,465	29,996	11,655	9,440
Accrued expenses	36,152	41,600	4,707	7,335
Social security	3,546	4,570	2,255	2,715
Customer down payments/advances	41,297	28,502	891	650
Dividends payable	392	346	261	300
Government grants (note 27)	312	235	312	235
Other taxes	9,477	9,187	2,341	1,318
	228,732	**213,149**	**47,017**	**50,705**

Other payables comprise mainly of liabilities relating to transportation for cement and raw materials as well as employee benefit payables.

Terms and conditions of the above financial liabilities:

Trade payables are non-interest bearing and are normally settled on: Group 0-120 day's terms, Company 10-120 day's terms.

Other payables are non-interest bearing and have an average term of one month both for the Group and the Company.

29. Cash generated from operations

(all amounts in Euro thousands)	Group 2011	Group 2010 [1] Restated	Company 2011	Company 2010 [1] Restated
Net Profit/(loss) for the year as per income statement	21,680	112,090	-13,278	21,737
Adjustments for:				
Tax (note 8)	16,059	17,942	1,622	18,531
Depreciation (note 11)	101,366	105,185	11,911	12,282
Amortization of intangibles (note 13)	18,901	17,685	149	24
Amortization of government grants received (note 27)	-337	-355	-235	-307
Impairment of assets (note 11,13)	18,710	165	1,144	2
Net profit on sale of property, plant and equipment (note 4)	-5,959	-6,309	-78	-2,521
Refund of clay tax fee (note 4)	-25,589	-	-	-
Provision for impairment of debtors charged to income statement (note 20)	1,899	20,326	4,374	-2
Provision for inventory obsolescence (note 19)	-3,236	4,730	-3,974	700
Provision for restoration of quarries (note 26.a)	-671	947	49	-186
Provision for litigation (note 26.c)	167	-2,119	-	-
Other provisions (note 26.d)	4,377	1,673	-196	528
Provision for retirement and termination benefit obligations (note 25)	5,465	5,953	3,005	3,576
Provision for restructuring cost	262	-	-	-
Impairment of investment property (note 12)	-	-	197	422
Loss from partial disposal of subsidiary's business	-	111	-	-
Interest income and net foreign exchange transaction gains (note 6)	-5,496	-11,051	-828	-3,459
Dividend income	-	-	-3,495	-5,656
Loss on early extinguishment of debt	228	7,340	-	-
Interest expense and net foreign exchange transaction losses (note 6)	70,604	67,216	39,646	29,770
Net losses/(gains) on financial instruments (note 6)	952	-1,131	1,724	1,244
Loss on investments (note 6)	-	-	3	2
Provision for impairment of investments (participations)	-	-	5,062	12,792
Tax discount due to one off payment (note 6)	-	-1	-	-1
Share stock options (note 7)	1,434	1,014	775	511
Share in loss/(profit) of associates (note 15)	1,391	783	-	-
Changes in working capital:				
Decrease/(increase) in inventories	9,883	-7,653	12,211	-10,259
Decrease in trade and other receivables	14,863	25,859	3,662	29,774
Decrease/(increase) in other operating long-term receivables	1,780	-2,761	1,166	447
Decrease in trade and other payables (excluding banks)	-8,184	-50,574	-18,726	-23,787
Cash generated from operations	**240,549**	**307,065**	**45,890**	**86,164**

In the cash flow statement, proceeds from the sale of property, plant and equipment comprise:

	Group 2011	Group 2010	Company 2011	Company 2010
Net book amount (note 11)	9,525	4,705	208	185
Net profit on sale of property, plant and equipment (note 4)	5,959	6,309	78	2,521
Proceeds from the sale of property, plant and equipment	**15,484**	**11,014**	**286**	**2,706**

[1] Restated due to change in accounting policy (note 37).

30. Business combinations and acquisition of non controlling interest

Year ended 31 December 2011

On 31.12.2011, the Group's financial statements incorporated the 63.72% of the acquired company Aitolika Quarries S.A., with the full consolidation method.
The assets and liabilities of the above mentioned company, as they were preliminary recorded at the date of acquisition, are as follows:

(all amounts in Euro thousands)	Fair value recognised on acquisition	Previous carrying value
Assets		
Non current assets	2	2
Receivables and prepayments	1	1
Cash and cash equivalents	113	113
Total assets	**116**	**116**
Net assets	**116**	**116**
Non controlling interest	-42	
Total net assets acquired	74	
Difference between cost of acquisition and preliminary identifiable net assets acquired	150	
Purchase consideration, settled in cash	**224**	
Cash flow on acquisition:		
Purchase consideration settled in cash	224	
Net cash acquired with the subsidiaries	-113	
Net cash outflow on acquisitions	**111**	

Purchase price allocation of the acquired company will be completed within twelve months from acquisition date.

Year ended 31 December 2010 (see note 1)

On 8.1.2010 the Group signed an agreement to acquire 58.889% of Terret Enterprises Ltd with headquarters in Cyprus.

On 28.1.2010 the Group acquired the remaining 48.994% of the subsidiary Themis Holdings Ltd. After this acquisition, the Group now owns 100% stake in Themis Holdings Ltd and 100% stake of Balkan Cement Enterprises Ltd, a subsidiary of the latter.

On 28.1.2010 the Group signed agreement to acquire the 58.889% of Sharr Beteiligungs GmbH , which located in Germany.

On 1.3.2010, the Group's subsidiary Antea Cement sh.a. acquired the remaining 35% stake in Alba Cemento sh.pk. After this acquisition the Group owns indirectly the 60% of the subsidiary Alba Cemento sh.pk.

On 31.3.2010, the Group acquired the remaining 1.00% of Tanagra Quarries S.A.. After this acquisition the Group owns the 100% share capital of the above mentioned subsidiary.

On 31.8.2010, the Group's financial statements incorporated the 58.889% of the acquired company Kosovo Construction Materials L.L.C., with the full consolidation method.

On 1.12.2010, the Group's financial statements incorporated the 58.889% of the acquired company Ndermarrja e Re SharrCem Sh.P.K., with the full consolidation method.

The assets and liabilities of the above mentioned companies, as they were recorded at the date of acquisition, are as follows:

(all amounts in Euro thousands)	Fair value recognised on acquisition [1]	Previous carrying value
Assets		
Property plan and equipment (note 11)	31,625	1,740
Intangible assets (note 13)	19,675	-
Other non current assets	637	638
Inventory	2,453	2,453
Receivables and prepayments	671	671
Cash and cash equivalents	4,823	4,823
Total assets	**59,884**	**10,325**
Liabilities		
Long term borrowings	350	350
Short term borrowings	636	636
Deferred tax liabilities (note 18)	1,971	3
Other liabilities and taxes payable	7,740	6,757
Total liabilities	**10,697**	**7,746**
Net assets	**49,187**	**2,579**
Non controlling interest	-20,222	
Total net assets acquired	28,965	
Difference between cost of acquisition and temporary identifiable net assets acquired	1,663	
Purchase consideration settled in cash	**30,628**	
Cash flow on acquisition:		
Purchase consideration settled in cash	30,628	
Net cash acquired with the subsidiaries	-4,823	
Net cash outflow on acquisitions	**25,805**	

30. Business combinations and acquisition of non controlling interest (continued)

From the date of acquisition, the above acquired companies have contributed €36.7m of revenue and €12.2 million to the earnings before interest, tax, depreciation and amortization of the Group. If the combination had taken place at the beginning of the year, the earnings before interest, tax, depreciation and amortization would have been €325.0m and revenue from continuing operations would have been €1,387.6m.

On 22.11.2010, the Group announced the completion of the 80 million Euro equity investment of "International Finance Corporation (IFC)" in "Alexandria Portland Cement Company S.A. E. (APCC)" through the purchase of a stake in Titan's holding company "Alexandria Development Limited (ADL)". The transaction resulted in IFC holding through ADL a 15.2% minority stake in APCC and subsequently in Group's Egyptian operations.

Note 1: The net assets recognised in the 31 December 2010 financial statements were based on a provisional assessment of fair value as the Group finalized the purchase price allocation exercise within twelve months from the acquisition date. The results of this valuation had not been finalized at the date the 2010 financial statements were approved for issue by management.
The valuation of the net assets was completed in 2011 and showed that the fair value at the date of acquisition was €49,187 thousand an increase of €14,177 thousand compared with the provisional value. The 2010 comparative information has been restated to reflect this adjustment. Specifically, the tangible assets decreases by €6,150 thousand, the intangible assets increases by €19,675 thousand, the deferred tax liabilities decreased by €1,636 thousand, the other liabilities increased by €984 thousand and finally non-controlling interest increased by €3,068 thousand. As a result, the Group's total goodwill arising on the acquisitions amounted at €1,663 thousand.

31. Interest in joint ventures

The Group has a 50% interest in a joint venture, Adocim Cimento Beton Sanayi ve Ticaret A.S a company incorporated in Turkey with main activity the production of cement. The following amounts represent the Group's share of the assets and liabilities and profit after tax of the joint ventures and are included in the consolidated balance sheet and consolidated income statement:

(all amounts in Euro thousands)

	2011	2010
Property, plant and equipment	48,014	46,471
Intangibles and long-term receivables	1,192	1,414
Current assets	19,644	15,734
Total assets	**68,850**	**63,619**
Non-current interest bearing borrowings	12,409	19,205
Provisions	229	193
Current non-interest bearing borrowings	34,939	18,732
Other short-term liabilities	-679	4,615
Total liabilities	**46,898**	**42,745**
Net assets	**21,952**	**20,874**
Revenue	**38,572**	**38,562**
Cost of sales	-26,921	-29,366
Gross profit before depreciation	**11,651**	**9,196**
Other income	1,683	1,221
Administrative expenses	-1,447	-1,609
Selling expenses	-519	-540
Profit before interest, taxes and depreciation	**11,368**	**8,268**
Depreciation	-1,812	-1,993
Profit before interest, taxes	**9,556**	**6,275**
Finance costs	-8,511	-1,106
Profit before income tax	**1,045**	**5,169**
Income tax expense	-144	-485
Profit after tax	**901**	**4,684**

The number of employees in the joint venture at the end of the reporting period was 246 (2010: 255).

32. Contingencies and commitments

Contingent liabilities	**Group**		**Company**	
(all amounts in Euro thousands)	**2011**	**2010**	**2011**	**2010**
Guarantees to third parties on behalf of subsidiaries	-	-	944,815	800,308
Bank guarantee letters	57,570	60,325	22,071	24,330
Other	5,611	21,614	2,343	1,432
	63,181	**81,939**	**969,229**	**826,070**

32. Contingencies and commitments (continued)

Florida Class Action Litigation

The antitrust class action lawsuits against the concrete operations of major cement producers in Florida, including Titan America LLC's Florida subsidiary, Tarmac America LLC, were officially dismissed by the United States District Court. The Court denied class certification against the concrete operations of the defendants. By mid-January 2012, the plaintiffs agreed to end the case and entirely withdraw their actions.

Litigation matters in Egypt

In 2007, Beni Suef Cement Company S.A., a Group subsidiary in Egypt, obtained the license for the construction of a second production line at the company's plant through a bidding process run by the Egyptian Trading and Industrial Authority for the amount of LE134.5m. The Egyptian Industrial Development Authority subsequently raised the value of the license to LE251m. In October 2008, Beni Suef Cement Company S.A. filed a case before the Administrative Court against the Minister of Trade and Industry and the chairman of the Industrial Development Authority requesting an order obliging the Industrial Development Authority to grant the expansion license to Beni Suef Cement Company S.A for LE500. Alternatively, if the court rejects this request, Beni Suef Cement Company S.A. is requesting the price to be the EGP134.5m offered by Beni Suef Cement Company S.A. in the bid. The Group estimates the case has a very high probability of being won.

A non-governmental organization, the Nile Agricultural Organization, has raised a court case against Beni Suef Cement Company S.A., a Group subsidiary in Egypt, claiming that Beni Suef Cement Company S.A. has illegally occupied the plaintiff's land and is seeking compensation to the amount of LE300mil. The contested land however has been legally allocated to Beni Suef Cement Company S.A. since many years by the relevant authority, the New Urban Communities Agency, and since 1988 Beni Suef Cement Company S.A. has held the licenses for the exploitation of the quarries on this land. The Group estimates that there is a very high likelihood the case will be won.

Two former employees of Beni Suef Cement Company S.A.E. (BSCC), a Titan Group company in Egypt, have filed an action before the Administrative Court of Cairo, seeking the revocation of the implementation of the decision of the Ministerial Privatization Committee of Egypt taken in 1998 regarding the privatization after a public auction of BSCC and the nullification of the sale effected pursuant to the said decision to Financiere Lafarge who won the public auction. Titan Group acquired in 1999 50% and in 2008 the balance of Lafarge's interest in BSCC. Approximately 99.98% in the share capital of BSCC is held today by Alexandria Portland Cement Company S.A., a Titan group company listed in the Egyptian Stock Exchange. BSCC believes that the action will be entirely dismissed as it is completely devoid of any legal and factual ground.

There are no other litigation matters which may have a material impact on the financial position of the Company and the Group.

CO_2 emissions

Given the reduced demand resulting from the underlying economic crisis, it is estimated that the the Group's available carbon dioxide emissions allowances, overbalance the Group's production needs for the period 2008-2012.

Put option in Antea

The Group has granted to non controlling interest shareholders, European Bank for Reconstruction and Development (EBRD) and International Finance Corporation (IFC) the option to sell their shares in ANTEA Cement SHA at predetermined conditions. The Group has accounted the put option as described in the note 1.2.d. On 31.12.2011 the put option's fair value recorded a liability of €14.3m (2010: €21.1m) (note 27).

Contingent tax liability

The fiscal years, referred to in note 36, have not been audited by the tax authorities and therefore the tax obligations of the Company and its subsidiaries for those years have not yet been finalized.

Contingent assets	**Group**		**Company**	
(all amounts in Euro thousands)	**2011**	**2010**	**2011**	**2010**
Bank guarantee letters	18,114	16,769	16,368	15,881
	18,114	**16,769**	**16,368**	**15,881**

Commitments

(all amounts in Euro thousands)

Capital commitments

Capital commitments contracted for at the balance sheet date but not recognized in the financial statements is as follows:

	Group		**Company**	
	2011	**2010**	**2011**	**2010**
Property, plant and equipment	13,269	8,675	4,658	5,478

Purchase commitments

	Group		**Company**	
	2011	**2010**	**2011**	**2010**
Energy supply contracts (Gas, electricity, etc)	213,239	227,183	-	-

The Group's US subsidiary has contracted to purchase raw materials and manufacturing supplies as part of its ongoing operations in Florida. This includes a contract to buy construction aggregates through a multi-year agreement at prevailing market prices.

Also, the Group's subsidiaries in Egypt have agreements for gas requiring the purchase of minimum quantities of gas for the subsequent years.

Operating lease commitments - where a Group Company is the lessee

The Group leases motor vehicles, properties and other equipment under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights.

	Group		**Company**	
	2011	**2010**	**2011**	**2010**
Not later than 1 years	7,181	6,963	729	753
Later than 1 years and not later than 5 years	20,521	15,931	1,200	983
Later than 5 years	17,086	18,903	-	-
	44,788	**41,797**	**1,929**	**1,736**

Notes to the Financial Statements

33. Related party transactions

The Group is controlled by Titan Cement S.A. ("The Company") which owns 100% of the Group's ordinary shares. Group directors own 19.31% (2010: 18.6%) of the Company's shares. The Company owns 4.04% (2010: 4.06%) while the remaining 76.65% (2010: 77.34%) of shares belong to the public (including members of the key shareholders' families and institutional investors).

Various transactions are entered into by the Company and its subsidiaries during the year with related parties. The sales to and purchases from related parties are made at normal market prices. Outstanding balances at year-end are unsecured and settlement occurs in cash. Intra-group transactions are eliminated on consolidation.

The following is a summary of transactions that were carried out with related parties during the year:

Year ended 31 December 2011

(all amounts in Euro thousands)

Group	Sales to related parties	Purchases from related parties	Amounts owed by related parties	Amounts owed to related parties
Other related parties	-	2,822	-	520
Executives and members of the Board	-	-	10	-
	-	**2,822**	**10**	**520**

Company	Sales to related parties	Purchases from related parties	Amounts owed by related parties	Amounts owed to related parties
Aeolian Maritime Company	1	-	-	287
Albacem S.A.	2	-	-	7
Interbeton Construction Materials S.A.	29,393	5,026	11,640	-
Intertitan Trading International S.A.	5,647	-	-	-
Ionia S.A.	152	83	-	-
Quarries Gournon S.A.	1	-	641	-
Naftitan S.A.	18	-	-	-
Polikos Maritime Company	1	-	-	-
Titan Cement International Trading S.A.	6	-	495	-
Fintitan SRL	2,529	-	2,529	-
Titan Cement U.K. Ltd	6,859	31	1,809	11
Usje Cementarnica AD	14,881	-	1,113	-
Beni Suef Cement Co.S.A.E.	675	-	280	-
Alexandria Portland Cement Co. S.A.E	8	-	-	-
Cementara Kosjeric AD	104	-	-	-
Zlatna Panega Cement AD	224	-	20	-
Titan America LLC	157	435	-	259
Essex Cement Co. LLC	1,817	-	1,880	-
Pozolani S.A.	-	47	110	-
Antea Cement SHA	3,799	228	6,724	-
Titan Global Finance PLC	-	32,519	-	626,678
Separation Technologies U.K. Ltd	2	-	-	-
Quarries of Tanagra S.A.	1	-	1	-
Dancem APS	1,308	-	-	-
Sharr Beteiligungs GmbH	48	-	23	-
Other subsidiaries	15	-	-	-
Other related parties	-	2,822	-	520
Executives and members of the Board	-	-	10	-
	67,648	**41,191**	**27,275**	**627,762**

Year ended 31 December 2010

(all amounts in Euro thousands)

Group	Sales to related parties	Purchases from related parties	Amounts owed by related parties	Amounts owed to related parties
Other related parties	-	1,930	-	477
Executives and members of the Board	-	-	4	869
	-	**1,930**	**4**	**1,346**

33. Related party transactions (continued)

Year ended 31 December 2010

(all amounts in Euro thousands)

Company	Sales to related parties	Purchases from related parties	Amounts owed by related parties	Amounts owed to related parties
Aeolian Maritime Company	1	925	-	710
Achaiki Maritime Company	4	1,406	-	2,400
Albacem S.A.	2	-	-	7
Interbeton Construction Materials S.A.	49,256	5,653	12,681	-
Intertitan Trading International S.A.	6,702	-	-	-
Ionia S.A.	210	1	51	-
Quarries Gournon S.A.	1	-	816	-
Naftitan S.A.	36	559	-	506
Polikos Maritime Company	1	-	-	700
Titan Cement International Trading S.A.	6	-	330	-
Fintitan SRL	5,027	-	2,778	-
Titan Cement U.K. Ltd	6,103	57	1,094	-
Usje Cementarnica AD	9,664	-	262	-
Beni Suef Cement Co.S.A.E.	768	-	394	-
Alexandria Portland Cement Co. S.A.E	12,012	-	1	-
Cementara Kosjeric AD	75	-	20	-
Zlatna Panega Cement AD	43	56	34	-
Titan America LLC	217	7	12	-
Essex Cement Co. LLC	7,757	52	-	9
Pozolani S.A.	-	-	13	-
Antea Cement SHA	7,429	-	4,338	-
Titan Global Finance PLC	-	19,959	-	631,273
Separation Technologies U.K. Ltd	15	-	15	-
TCK Montenegro DOO	79	-	-	-
Adocim Cimento Beton Sanayi ve Ticaret A.S.	1	-	1	-
Quarries of Tanagra S.A.	10	-	5	-
Dancem APS	525	-	17	-
Cementi Crotone S.R.L.	185	-	-	-
Sharr Beteiligungs GmbH	38	-	14	-
Separation Technologies LLC	7	-	7	-
Other subsidiaries	16	-	-	-
Other related parties	-	1,930	-	477
Executives and members of the Board	-	-	4	869
	106,190	**30,605**	**22,887**	**636,951**

Key management compensation

(all amounts in Euro thousands)	Group		Company	
	2011	**2010**	**2011**	**2010**
Salaries and other short-term employee benefits	4,743	5,608	4,647	5,457
Post-employment benefits	120	60	120	60
Other long term benefits	-	526	-	526
Termination benefits	394	-	394	-
Share based payments	357	383	357	383
	5,614	**6,577**	**5,518**	**6,426**

Key management includes executive committee members.

Directors	**2011**	**2010**
Executive members on the Board of Directors	6	5
Non-executive members on the Board of Directors	8	9

Notes to the Financial Statements

34. Financial risk management objectives and policies

Financial Risk Factors
Group operations give rise to various financial risks including foreign exchange and interest rate risks, credit risks and liquidity risks. The Group's overall risk management programme focuses on financial market fluctuations and aims to minimise the potential unfavourable impacts of those fluctuations on its financial performance. The Group does not engage in speculative transactions or transactions which are not related to its commercial, investing or borrowing activities.

Foreign Exchange Risk
Group exposure to exchange rate risk derives primarily from existing or expected cash flows denominated in currencies other than the euro (imports / exports) and from international investments. This risk is addressed in the context of approved policies.

FX risks are managed using natural hedges and FX forwards. Borrowings are denominated in the same currency as the assets that are being financed (where feasible), therefore creating a natural hedge for investments in foreign subsidiaries whose equity is exposed to FX conversion risk. Thus, the FX risk for the equity of Group subsidiaries in the USA is partially hedged by concluding dollar-denominated loans.

Exceptions to this are Turkey, Egypt and Albania, where Group investments are in Turkish Liras, Egyptian Pounds and Albanian Lek, whereas part of the financing is in Euro in Turkey and Albania, and in Euro and in Yen in Egypt. The Group has decided that the cost of refinancing its liabilities from Euro to Turkish Liras and from Yen to Egyptian Pounds is not financially attractive for the time being. This issue is re-examined at regular intervals. As regards the Euro loan granted by Titan Global Finance Plc to Titan America LLC, the loan principal has been hedged via FX forward contracts for the same amount and tenor so that FX gains/ losses on the revaluation of the principal, do not impact Titan America LLC and Consolidated P&L.

The following table demonstrates the sensitivity of the Group's profit before tax and the Group's equity to reasonable changes in the US Dollar, Serbian Dinar, Egyptian Pound, British Pound, Turkish Lira and Albanian Lek floating exchange rates, with all other variables held constant:

Sensitivity analysis in foreign exchange rate changes

(all amounts in Euro thousands)	Foreign Currency	Increase/ Decrease of Foreign Currency vs. €	Effect on Profit Before Tax	Effect on equity
Year ended 31 December 2011	USD	5%	-4,734	26,749
		-5%	4,283	-24,201
	RSD	5%	772	2,410
		-5%	-698	-2,180
	EGP	5%	6,558	44,228
		-5%	-5,934	-40,016
	GBP	5%	34	170
		-5%	-31	-153
	TRY	5%	58	979
		-5%	-52	-885
	ALL	5%	-374	1,852
		-5%	338	-1,675
Year ended 31 December 2010	USD	5%	-4,291	30,141
		-5%	3,882	-27,270
	RSD	5%	1,010	2,393
		-5%	-913	-2,165
	EGP	5%	6,065	45,253
		-5%	-5,487	-40,943
	GBP	5%	-	140
		-5%	-	-127
	TRY	5%	269	1,099
		-5%	-244	-994
	ALL	5%	-3	2,334
		-5%	3	-2,111

Note: a) Calculation of "Effect on Profit before tax" is based on year average FX rates; calculation of "Effect on Equity" is based on year end FX rate changes b) The above sensitivity analysis is used on floating currencies and not on fixed.

Interest Rate Risk

Given that 22% of total Group debt is based on fixed, pre-agreed interest rates and an additional 61% is based on pre-agreed interest rate spreads, the impact of money supply volatility on P&L and cash flow is small.

The following table demonstrates the sensitivity of the Group's profit before tax (through the impact of the outstanding floating rate borrowings at the end of the period on profits) to reasonable changes in interest rates, with all other variables held constant:

Sensitivity analysis of Group's borrowings due to interest rate changes

(all amounts in Euro thousands)		Interest rate variation	Effect on profit before tax
Year ended 31 December 2011	EUR	1.0%	-5,261
		-1.0%	5,261
	USD	1.0%	-2,236
		-1.0%	2,236
	GBP	1.0%	-
		-1.0%	-
	BGN	1.0%	-345
		-1.0%	345
	EGP	1.0%	-
		-1.0%	-
	ALL	1.0%	-330
		-1.0%	330
Year ended 31 December 2010	EUR	1.0%	-3,932
		-1.0%	3,932
	USD	1.0%	-1,890
		-1.0%	1,890
	GBP	1.0%	-
		-1.0%	-
	BGN	1.0%	-270
		-1.0%	270
	EGP	1.0%	-
		-1.0%	-
	ALL	1.0%	-40
		-1.0%	40

Note: Table above excludes the positive impact of interest received from deposits.

34. Financial risk management objectives and policies (continued)

The ratio of fixed to floating rates of the Group's net borrowings is determined by market conditions, Group strategy and financing requirements. Occasionally interest rate derivatives may also be used, but solely to ameliorate the relevant risk and to shift the ratio of fixed/floating rates, if that is considered necessary. As of 31 December 2011, the Group had €130m of floating interest rate debt swapped to fixed with an average duration of 2.9 years and at an average interest rate of 2.41%, part of which (€100 m notional) has been designated as cash flow hedge. If the interest rates swap position is included in fixed rate borrowings calculation, the portion of fixed rate debt accounts to 35% of total borrowings.

Interest rate trends and the duration of the Group's financing needs are monitored on a forward looking basis. Consequently, decisions about the duration and the mix between fixed and floating rate debt are taken on an ad-hoc basis. As a result, all short-term loans have been concluded with floating rates. Medium to long-term loans have been concluded partly with fixed and partly with floating rates.

Credit Risk

The Group has no significant concentrations of credit risk. Trade accounts receivable consist mainly of a large, widespread customer base. All Group companies monitor the financial position of their debtors on an ongoing basis.

When considered necessary, additional collateral is requested to secure credit. Provisions for impairment losses are made for special credit risks. At the end of the year 2011, it is deemed that there are no significant credit risks which are not already covered by insurance as a guarantee for the credit extended or by a provision for doubtful receivables.

Credit risk arising from counterparties' inability to meet their obligations towards the Group as regards cash and cash equivalents, investments and derivatives, is mitigated by pre-set limits on the degree of exposure to each individual financial institution. These pre- set limits are part of Group policies that are approved by the Board of Directors and monitored on a regular basis.

As of 31 December 2011, the Group's cash and cash equivalents were held at time deposits and current accounts. Note 21 includes an analysis on cash & cash equivalents.

Liquidity risk

Liquidity is managed by employing a suitable mix of liquid cash assets and long term committed bank credit facilities. The Group monitors on a monthly basis the ratio of s un-utilized long term committed bank credit facilities and immediately available cash over short term debt. At the end of the 2011, the ratio of the Group's committed long term un-utilised facilities and cash over short term debt stood at 3.2 times.

The table below summarizes the maturity profile of financial liabilities at 31 December 2011 based on contractual undiscounted payments.

(all amounts in Euro thousands)

Group

Year ended 31 December 2011	**On demand**	**Less than 6 months**	**6 to 12 months**	**1 to 5 years**	**>5years**	**Total**
Borrowings (note 24)	143,508	64,639	18,654	855,678	67,376	1,149,855
Other non current liabilities (note 27)	-	-	-	20,563	-	20,563
Trade and other payables (note 28)	31,676	120,027	33,396	7,481	-	192,580
	175,184	184,666	52,050	883,722	67,376	1,362,998

Year ended 31 December 2010	**On demand**	**Less than 6 months**	**6 to 12 months**	**1 to 5 years**	**>5years**	**Total**
Borrowings (note 24)	73,273	49,660	14,883	716,310	64,605	918,731
Other non current liabilities (note 27)	-	-	-	28,452	-	28,452
Trade and other payables (note 28)	27,707	113,393	23,382	7,067	-	171,549
	100,980	163,053	38,265	751,829	64,605	1,118,732

Company

Year ended 31 December 2011	**On demand**	**Less than 6 months**	**6 to 12 months**	**1 to 5 years**	**>5years**	**Total**
Borrowings (note 24)	69,442	35,516	-	703,374	-	808,332
Trade and other payables	29,655	6,444	6,211	-	-	42,310
	99,097	41,960	6,211	703,374	-	850,642

Year ended 31 December 2010	**On demand**	**Less than 6 months**	**6 to 12 months**	**1 to 5 years**	**>5years**	**Total**
Borrowings (note 24)	16,536	533	-	643,000	-	660,069
Trade and other payables (note 28)	18,145	17,149	6,410	1,666	-	43,370
	34,681	17,682	6,410	644,666	-	703,439

Borrowings include the floating and fixed rate outstanding principal at year end plus accrued interest up to maturity.

The amounts that are described as "on demand", they are short-term uncommitted facilities.

34. Financial risk management objectives and policies (continued)

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 operations and maximize shareholder value.

The Group manages its capital structure conservatively with the leverage ratio, as this is shown from the relationship between net debt and EBITDA.

Titan's policy is to maintain leverage targets in line with an investment grade profile. During 2011, the Group reduced its level of net debt by €68.9m.

The Group monitors capital using net debt to EBITDA ratio. The Group includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

(all amounts in Euro thousands)

	Group		Company	
	2011	**2010**	**2011**	**2010**
Long term borrowings	815,095	706,961	620,360	643,000
Short term borrowings	226,564	136,763	104,692	17,069
Debt	**1,041,659**	**843,724**	**725,052**	**660,069**
Less: cash and cash equivalents	333,935	67,070	29,478	2,943
Net Debt	**707,724**	**776,654**	**695,574**	**657,126**
Profit before interest, taxes, depreciation and amortization (EBITDA)	**242,667**	**315,085**	**40,883**	**86,961**

35. Financial instruments

Fair value estimation

The fair value of forward foreign exchange contracts is determined using forward exchange market rates at the balance sheet date. When interest rate swaps are used, their fair value is calculated as the present value of the estimated future cash flows.

In assessing the fair value of non-traded derivatives and other financial instruments, the Group uses a variety of methods and makes assumptions that are based on market conditions existing at each balance sheet date. Quoted market prices or dealer quotes for the specific or similar instruments are used for long-term debt. Other techniques, such as option pricing models and estimated discounted value of future cash flows, are used to determine fair value for the remaining financial instruments.

The face value less any estimated credit adjustment for financial assets and liabilities with a maturity of less than one year is assumed to approximate its fair value. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate available to the Group for similar financial instruments.

Set out below is a comparison by category of carrying amounts and fair values of all of the Group's financial instruments, that are carried in the financial statements:

(all amounts in Euro thousands)

	Group				Company			
	Carrying amount		Fair value		Carrying amount		Fair value	
Financial assets	**2011**	**2010**	**2011**	**2010**	**2011**	**2010**	**2011**	**2010**
Available for-sale financial assets	2,206	2,274	2,206	2,274	169	168	169	168
Other non current receivables	10,555	11,346	10,555	11,346	2,710	3,013	2,710	3,013
Receivables and prepayments	233,606	207,829	233,606	207,829	63,869	56,966	63,869	56,966
Cash and cash equivalents	333,935	67,070	333,935	67,070	29,478	2,943	29,478	2,943
Derivative financial instruments	772	1,745	772	1,745	-	-	-	-
Financial liabilities								
Long term borrowings	815,095	706,961	815,095	706,961	620,360	643,000	620,360	643,000
Short term borrowings	226,564	136,763	226,564	136,763	104,692	17,069	104,692	17,069
Other non current liabilities	26,590	34,805	26,590	34,805	6,399	5,674	6,399	5,674
Trade and other payables	228,732	213,149	228,732	213,149	47,017	50,705	47,017	50,705
Derivative financial instruments	17,826	10,200	17,826	10,200	5,824	687	5,824	687

Note: Derivative financial instruments consist of forward foreign exchange contracts and swaps.

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuing technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

During the reporting period there were no transfers between level 1 and level 2 fair value measurement, and no transfers into and out of level 3 fair value measurement.

35. Financial instruments (continued)

As at December 31, 2011, the Group and the Company held the following financial instruments measured at fair value:

(all amounts in Euro thousands)	Group		Company		Fair value hierarchy
	Fair value		Fair value		
	2011	2010	2011	2010	
Financial assets					
Available for-sale financial assets	2,206	2,274	-	-	Level 2
Derivative financial instruments	772	1,745	-	-	Level 2
Financial liabilities					
Other non current liabilities	14,250	21,134	-	-	Level 3
Derivative financial instruments	17,826	10,200	5,824	687	Level 2

Commitments to buy and sell foreign currencies:
The amounts below represent the net Yen and Dollar equivalents to purchase and sell foreign currencies. The Yen contracts will be utilized during the next twelve months and the Dollar contracts till 2013.

Group *(all amounts in local currency thousands)*		Foreign Amount		Average Rate	
		2011	2010	2011	2010
Japanese Yen (Bought)	USD/JPY	3,900,000	4,801,805	78.87	84.68
US Dollars (Sold)	EUR/USD	146,177	146,177	1.4618	1.4618
Japanese Yen (Sold)	USD/JPY	2,200,000	2,400,902	77.44	81.31

Commitments to swap interest rates:
The swap contracts are payments of fixed interest rate until 2014 against receipts of floating rates of one month euribor.

Company *(all amounts in Euro thousands)*	Amount		Average interest rate	
	2011	2010	2011	2010
Fixed rate (sale)	130,000	30,000	2.41%	2.36%

36. Fiscal years unaudited by the tax authorities

Titan Cement Company S.A	2010-2011
Achaiki Maritime Company	(1)
Aeolian Maritime Company	(1)
Albacem S.A.	2006-2011
Arktias S.A.	2010-2011
AVES AFOI Polikandrioti S.A.	2010-2011
Dodekanesos Quarries S.A.	2010-2011
Interbeton Construction Materials S.A.	2005-2011
Intercement S.A.	2010-2011
Intertitan Trading International S.A.	2007-2011
Ionia S.A.	2007-2010
Lakmos S.A.	2010-2011
Leecem S.A.	2010-2011
Naftitan S.A.	2010-2011
Pozolani S.A.	2010-2011
Porfirion S.A.	2010-2011
Polikos Maritime Company	(1)
Vahou Quarries S.A.	2010-2011
Quarries of Tanagra S.A.	2010-2011
Quarries Gournon S.A.	2010-2011
Quarries of Tagaradon Community S.A.	2010-2011
Aitolika Quarries S.A.	2010-2011
Sigma Beton S.A.	2010-2011
Titan Atlantic Cement Industrial and Commercial S.A.	2010-2011
Titan Cement International Trading S.A.	2007-2011
Aemos Cement Ltd	2006-2011
Alvacim Ltd (2)	2006-2011
Balkcem Ltd (3)	2006-2011
Iapetos Ltd	2003-2011
Rea Cement Ltd (4)	2006-2011
Themis Holdings Ltd	2006-2011
Tithys Ltd (3)	2006-2011
Feronia Holding Ltd	2006-2011
Vesa DOOL	2006-2011
Trojan Cem EOOD	2010-2011
Dancem APS	2009-2011
Titan Global Finance PLC	2008-2011
Geospan Dooel	2010-2011
Terret Enterprises Ltd	2009-2011
Salentijn Properties1 B.V.	2010-2011
Titan Cement Cyprus Limited	2006-2011
KOCEM Limited	2006-2011
Fintitan SRL	(1)
Cementi Crotone S.R.L.	2009-2011
Cementi ANTEA SRL	2010-2011
Colombus Properties B.V.	2010-2011
Holtitan BV	2010-2011
Aeas Netherlands B.V.	2010-2011
Titan Cement U.K. Ltd	(1)
Separation Technologies U.K. Ltd	(1)
Titan America LLC (5)	2008-2011
Separation Technologies Canada Ltd	2010-2011
Stari Silo Copmany DOO	2008-2011
Cementara Kosjeric AD	2006-2011
Adocim Cimento Beton Sanayi ve Ticaret A.S.	2006-2011
TCK Montenegro DOO	2007-2011
Double W & Co OOD	2007-2011
Granitoid AD	2007-2011
Gravel & Sand PIT AD	2007-2011
Zlatna Panega Beton EOOD	2007-2011
Zlatna Panega Cement AD	2009-2011
Cement Plus LTD	2011
Rudmark DOOEL	2006-2011
Usje Cementarnica AD	2009-2011
Titan Cement Netherlands BV	2010-2011
Alba Cemento Italia, SHPK	2009-2011
Antea Cement SHA	2010-2011
Sharr Beteiligungs GmbH	2010-2011
Kosovo Construction Materials L.L.C.	2010-2011
SharrCem Sh.P.K	2011
Alexandria Development Co.Ltd	(1)
Alexandria Portland Cement Co. S.A.E	2007-2011
Balkan Cement Enterprises Ltd	2006-2011
Beni Suef Cement Co.S.A.E.	2007-2011
East Cement Trade Ltd	2004-2011
Titan Beton & Aggregate Egypt LLC	2006-2011
Titan Egyptian Inv. Ltd	(1)
Misrieen Titan Trade & Distribution	2006-2011

(1) Under special tax status.
(2) The fiscal years of 2007, 2008 have been audited.
(3) The fiscal year of 2007 has been audited.
(4) The fiscal year of 2008 has been audited.
(5) Companies operating in the U.S., are incorporated in Titan America LLC subgroup (note 14).

37. Reclassifications/restatements

In 2011, the Group has assessed its accounting policy with regard to the recognition of actuarial gains and losses arising from its defined benefit plans. The Group previously recognised only actuarial gains and losses arising from experience adjustments, changes in actuarial assumptions and amendments to pension plans, which exceed 10% of the estimated benefit liability at the beginning of every period, were recognized in other income/expenses in the income statement over the average remaining service lives of the related employees by implementing according to IAS 19 the corridor method. As a consequence, the Group's income statement did not reflect a significant part of the unrecognised net actuarial gains and losses.

Therefore, the Group determined that it would change its accounting policy to recognise actuarial gains and losses in the period in which they occur in total in other comprehensive income. Thus, the above mentioned change has the result of the full recognition of the liabilities, as they include the actuarial gains and losses. The Management considers that the Group's and the Company's financial statements will provide more reliable and relevant information. In addition, the new method resembles the accounting treatment the amended IAS 19 introduces and it will be effective for annual periods beginning on or after 1 January 2013. In accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", these changes have retrospective application, resulting in the restatement of prior year financial statements.

As a result of the accounting policy change, the following adjustments were made to the financial statements of the Group and the Company:

(all amounts in Euro thousands)

As of January 1, 2010:	**Group**	**Company**
Increase in retirement benefit obligations	10,639	11,696
Decrease in deferred tax liability	-2,368	-2,569
Decrease in deferred tax assets	10	-
Increase in retained earnings	1,084	1,147
Decrease of non-controlling interests	-1	-
Decrease in accumulated other comprehensive income	-9,364	-10,274

As of and for the year ended December 31, 2010:	**Group**	**Company**
Increase in retirement benefit obligations	5,075	5,500
Decrease in deferred tax liability	-1,418	-1,511
Decrease in deferred tax assets	6	-
Increase in retained earnings	1,947	2,054
Decrease of non-controlling interests	-1	-
Decrease in accumulated other comprehensive income	-5,609	-6,043
Increase in other operating income	678	422
Decrease in other operating expenses	-	191
Decrease in finance expense	193	294
Increase in deferred tax expense	-8	-
Increase in other comprehensive income, net of tax	3,755	4,231

As of and for the year ended December 31, 2011:	**Group**	**Company**
Decrease in retirement benefit obligations	-5,127	-2,992
Increase in deferred tax liability	560	135
Decrease in deferred tax assets	17	-
Increase in retained earnings	3,312	2,315
Increase in accumulated other comprehensive income	1,238	542
Decrease in other operating expenses	1,491	227
Decrease in finance expense	572	33
Increase in deferred tax expense	-698	-
Increase in other comprehensive income, net of tax	6,847	6,585

The restatements in the Group's and the Company's financial statements as of 31.12.2011 that derive from the change in the accounting policy, affect the interim financial statements for the fiscal year 2011 proportionally. The above mentioned restatements will be presented in the interim financial statements of 2012.

Certain prior year amounts have been reclassified for presentation purposes with no impact on the prior years equity, turnover and profits after tax and non-controlling interest for the Group and the Company.

An amount of €687 thousand as of 31.12.2010 in the Group's statement of financial position was transferred from "derivative financial instruments" of the current liabilities to the "derivative financial instruments" of the non-current liabilities.

An amount of €6,640 thousand in the Group's income statement for the year ended 31.12.2010 was transferred from "finance income" to the "finance expense".

An amount of €801 thousand in the Company's income statement for the year ended 31.12.2010 was transferred from "other expenses" to the "cost of sales".

Finally, certain amounts of the Group's statement of financial position have been restated because of the finalization of the purchase price allocation of acquired subsidiaries in 2010 as mentioned in note 30.

38. Events after the balance sheet date

There are no subsequent events as of December 31, 2011 which would influence materially the Group's and the Company's financial position.

TITAN CEMENT COMPANY S.A.

Company's Number in the Register of Societes Anonymes: 6013/06/B/86/90
22A Halkidos Street - 111 43 Athens
SUMMARY FINANCIAL RESULTS for the year ended 31 December 2011
(in terms of article 135 of Law 2190, for companies publishing annual financial statements in accordance with IAS/IFRS)

The figures illustrated below provide summary information about the financial position of Titan Cement S.A. and its subsidiaries. We advise the reader who seeks a complete picture of the financial position to visit the Company's web site, where the full year financial statements according to International Financial Reporting Standards together with the auditor's report, are presented.

Supervising Authority:	Ministry of Development and Competitiveness (Department for limited companies)
Company's web address:	**www.titan-cement.com**
Board of Directors:	Andreas Canellopoulos - Chairman, Efstratios-Georgios (Takis) Arapoglou*-Deputy Chairman, Dimitrios Papalexopoulos-Managing Director, Nellos Canellopoulos, Takis-Panagiotis Canellopoulos, George David*, Basilios Fourlis*, Peter Sabatakakis*, Panagiotis Marinopoulos*, Alexandra Papalexopoulou-Benopoulou, Michael Sigalas, Spyridon Theodoropoulos*, Eftihios Vasilakis*, Efthimios Vidalis. *Independent non-executive directors
Date of approval of the Financial Statements:	1 March 2012
Name of the auditor:	Chris Pelendridis (SOEL R.N. 17831)
Auditing firm:	Ernst & Young (HELLAS) Certified Auditors Accountants SA
Report of the Auditors:	Without qualification

CONDENSED STATEMENT OF FINANCIAL POSITION
(Amounts in € thousand)

	GROUP		COMPANY	
ASSETS	**31/12/2011**	**31/12/2010**	**31/12/2011**	**31/12/2010**
Tangible assets	1,887,488	1,957,289	251,111	261,538
Investment properties	9,804	2,053	11,312	5,974
Intangible assets	546,111	572,115	1,112	1,122
Other non current assets	23,109	26,578	1,185,672	1,186,841
Inventories	242,765	248,168	68,761	77,419
Trade receivables	117,635	136,113	25,928	43,898
Other current assets	116,806	73,524	38,002	13,129
Cash and cash equivalents	333,935	67,070	29,478	2,943
TOTAL ASSETS	**3,277,653**	**3,082,910**	**1,611,376**	**1,592,864**
SHAREHOLDERS EQUITY AND LIABILITIES				
Share Capital (84,632,528 shares of € 4.00)	338,530	338,455	338,530	338,455
Share Premium	22,826	22,826	22,826	22,826
Share stock options	1,358	6,983	1,358	6,983
Treasury Shares	-89,446	-90,182	-89,446	-90,182
Retained earnings and other reserves	1,284,198	1,290,185	516,162	534,880
Total share capital and reserves (a)	**1,557,466**	**1,568,267**	**789,430**	**812,962**
Non-controlling interests (b)	142,982	142,557	-	-
Total Equity (c)=(a)+(b)	**1,700,448**	**1,710,824**	**789,430**	**812,962**
Long-term borrowings	815,095	706,961	620,360	643,000
Provisions and other long-term liabilities	282,553	295,274	48,213	60,743
Short-term borrowings	226,564	136,763	104,692	17,069
Other short-term liabilities	252,993	233,088	48,681	59,090
Total liabilities (d)	**1,577,205**	**1,372,086**	**821,946**	**779,902**
TOTAL SHAREHOLDERS EQUITY AND LIABILITIES (c)+(d)	**3,277,653**	**3,082,910**	**1,611,376**	**1,592,864**

Summary Financial Results

CONDENSED INCOME STATEMENT

(Amounts in € thousand)

	GROUP		COMPANY	
	1/1-31/12/2011	1/1-31/12/2010	1/1-31/12/2011	1/1-31/12/2010
Revenue	**1,091,404**	**1,350,488**	**217,231**	**370,696**
Cost of sales	-748,654	-897,824	-139,349	-248,184
Gross profit before depreciation and amortization	**342,750**	**452,664**	**77,882**	**122,512**
Other operating income/(expense)	21,528	-8,046	-4,272	3,008
Administrative expenses	-100,504	-104,686	-32,109	-37,482
Selling and marketing expenses	-21,107	-24,847	-618	-1,077
Profit before interest, taxes and depreciation and amortization	**242,667**	**315,085**	**40,883**	**86,961**
Depreciation, amortization and impairment of tangibles/ intangibles assets	-138,640	-122,680	-12,969	-12,001
Profit before interest and taxes	**104,027**	**192,405**	**27,914**	**74,960**
Income from participations & investments	-	-	3,495	5,656
Finance costs	-66,288	-62,373	-43,065	-40,348
Profit/(loss) before taxes	**37,739**	**130,032**	**-11,656**	**40,268**
Less: Income tax expense	-16,059	-17,942	-1,622	-18,531
Profit/(loss) after taxes (a)	**21,680**	**112,090**	**-13,278**	**21,737**
Attributable to:				
Equity holders of the parent	11,011	103,075	-13,278	21,737
Non-controlling interests	10,669	9,015	-	-
Basic earnings per share (in €)	0.13514	1.26583	-0.16296	0.26694
Diluted earnings per share (in €)	0.13442	1.26124	-0.16209	0.26598
Proposed dividend per issued share (in €)	-	0.07759	-	0.07759
Proposed distribution of taxed reserves per share (in €)	-	0.10241	-	0.10241

CONDENSED STATEMENT OF COMPREHENSIVE INCOME

(Amounts in € thousand)

	GROUP		COMPANY	
	1/1-31/12/2011	1/1-31/12/2010	1/1-31/12/2011	1/1-31/12/2010
Profit/loss after taxes (a)	**21,680**	**112,090**	**-13,278**	**21,737**
Other comprehensive income/(loss):				
Exchange differences on translation of foreign operations	-3,468	54,028	-	-
Cash flow hedges	-3,023	-756	-4,545	-
Net losses on financial assets available for sale	-112	-210	-	-
Revaluation of land and buildings	1,639	-	1,639	-
Actuarial gains on defined plans	8,141	4,631	8,231	5,289
Income tax relating to components of other comprehensive income	-2,232	-581	-1,974	-1,058
Other comprehensive income net of tax (b)	**945**	**57,112**	**3,351**	**4,231**
Total comprehensive income/(loss) net of tax (a)+(b)	**22,625**	**169,202**	**-9,927**	**25,968**
Total comprehensive income attributable to:				
Shareholders	13,108	158,063	-9,927	25,968
Non-controlling interests	9,517	11,139	-	-

CONDENSED STATEMENT OF CHANGES IN EQUITY

(Amounts in € thousand)

	GROUP		COMPANY	
	31/12/2011	31/12/2010	31/12/2011	31/12/2010
Equity balance at beginning of the year (1/1/2011 and 1/1/2010 respectively)	**1,710,824**	**1,451,907**	**812,962**	**800,355**
Total comprehensive income/(loss)	22,625	169,202	-9,927	25,968
Share Capital increase due to share options	1,378	1,157	1,378	1,157
Treasury shares sold	248	706	248	706
Dividends paid and distributed reserves	-15,231	-15,224	-15,231	-15,224
Dividends paid to non-controlling interest	-9,758	-1,919	-	-
Non-controlling interest's put option recognition	6,884	-1,621	-	-
Equity increase arising on business combination	42	20,174	-	-
Non-controlling interest related to share capital increase in subsidiary	-	8,030	-	-
Proceeds from partial disposal of subsidiary	-	80,000	-	-
Deferred tax adjustment due to change in income tax rates	-16,564	-	-	-
Acquisition of non-controlling interests	-	-1,588	-	-
Equity balance at year end (31/12/2011 and 31/12/2010 respectively)	**1,700,448**	**1,710,824**	**789,430**	**812,962**

CASH FLOW STATEMENT
(Amounts in € thousand)

	GROUP		COMPANY	
	1/1-31/12/2011	1/1-31/12/2010	1/1-31/12/2011	1/1-31/12/2010
Cash flows from operating activities				
Profit/(loss) before taxes	37,739	130,032	-11,656	40,268
Adjustments for:				
Depreciation	119,930	122,515	11,825	11,999
Impairment of tangible and intangible assets	18,710	165	1,144	2
Provisions	8,263	31,510	3,258	4,616
Exchange differences	11,918	8,186	-828	-3,459
Income from participations & investments	-	-	-3,495	-5,656
Provision for impairment of investments (participations)	-	-	5,062	12,792
Interest expense	53,418	55,319	39,646	29,770
Other non cash items	-27,771	-5,533	2,621	-343
Operating profit before changes in working capital	222,207	342,194	47,577	89,989
Decrease/(increase)in inventories	9,883	-7,653	12,211	-10,259
Decrease in trade and other receivables	14,863	25,859	3,662	29,774
Decrease/(increase) in operating long-term receivables	1,780	-2,761	1,166	447
Decrease in trade & other payables (excluding banks)	-8,184	-50,574	-18,726	-23,787
Cash generated from operations	240,549	307,065	45,890	86,164
Taxation paid	-36,988	-27,546	-18,670	-22,449
Net cash flows from operating activities (a)	**203,561**	**279,519**	**27,220**	**63,715**
Cash flows from investing activities				
Purchase of tangible assets	-56,150	-84,483	-6,314	-7,039
Decrease in other long-term receivables	-	2,024	-	-
Purchase of intangible assets	-1,917	-2,118	-139	-475
Proceeds from the sale of property, plant and equipment	15,484	10,656	286	5,348
Proceeds from dividends	7	317	269	5,656
Acquisition of subsidiaries, net of cash	-111	-28,108	-6,139	-
Decrease in subsidiaries' share capital	-	-	-	77,500
Proceed from partial disposal of subsidiary's business	-	32,733	-	-
Proceeds from partial disposal of subsidiary's ownership	-	80,000	-	-
(Disposal)/purchase of available-for-sale financial assets	-44	-136	-1	-
Interest received	4,354	3,666	204	1,336
Net cash flows (used in)/from investing activities (b)	**-38,377**	**14,551**	**-11,834**	**82,326**
Net cash flows after investing activities (a)+(b)	**165,184**	**294,070**	**15,386**	**146,041**
Cash flows from financing activities				
Share capital increase	75	151	75	151
Proceeds from non-controlling interest's participation in subsidiaries' share capital increase	-	8,030	-	-
Treasury shares sold	248	706	248	706
Proceeds from government grants	88	112	88	112
Interest paid	-54,918	-56,998	-37,898	-25,947
Dividends paid and distributed reserves	-24,935	-17,159	-15,270	-15,256
Proceeds from borrowings	628,301	995,688	156,984	272,264
Payments of borrowings	-446,923	-1,170,102	-93,078	-375,332
Net cash flows from /(used in) financing activities (c)	**101,936**	**-239,572**	**11,149**	**-143,302**
Net increase in cash and cash equivalents (a)+(b)+(c)	**267,120**	**54,498**	**26,535**	**2,739**
Cash and cash equivalents at beginning of the year	67,070	16,426	2,943	204
Effects of exchange rate changes	-255	-3,854	-	-
Cash and cash equivalents at end of the year	**333,935**	**67,070**	**29,478**	**2,943**

Summary Financial Results

NOTES

1. As per resolution dated 19.12.2011 of the Board of Directors, the share capital of the Company was increased in cash by €74,752 with the issuance of 18,688 new registered common shares, of a nominal value of €4.00 each, following the exercise by senior executives of Titan Group of stock option rights granted to them in implementation of Stock Option Plans that have been approved by resolution dated 29.5.2007 of the General Meeting of Shareholders.
2. Pursuant to the Board of Directors resolution dated 10.11.2011, the Company completed the sale through the Athens Stock Exchange of 20,000 treasury common shares, representing 0.0236% of the Company's paid up Share Capital, at an average sale price equal to €12.41 per share. The total number of its own shares that the Company holds as at 31.12.2011 is 3,117,616 of aggregate value €89,446 thousand and they have been deducted from the Shareholders Equity of the Group and the Company.
3. The assets of the Company have not been pledged. Certain assets of the Group, owned by the Group's joint venture Adocim Cimento Beton Sanayi ve Ticaret A.S. in Turkey, have been pledged for the amount of €68.4m in securing debt of €46.3m.
4. Number of employees at the end of the reporting period: Group 5,517 (2010: 6,034), Company 805 (2010: 959).
5. Capital expenditure excluding acquisitions and intangible assets for the fiscal year of 2011 amounted to: Group €55.3m (31.12.2010 €84.1m), Parent Company €6.3m (31.12.2010 €7.5m).
6. The Board of Directors will propose to the Annual General Meeting of Shareholders, the non distribution of dividends.
7. Earnings per share have been calculated on the total weighted average number of common and preference shares, excluding the average number of treasury shares.
8. Transactions during the fiscal year 2011 and balances as of 31 December 2011 with related parties, as defined in IAS 24, are as follows:

(amounts in € thousand)	Group	Company
a) Income	-	67,648
b) Expenses	2,822	41,191
c) Receivables	-	27,265
d) Payables	520	627,242
e) Key management compensations	5,614	5,518
f) Receivables from key management	10	10

9. Companies included in the consolidated financial statements of fiscal year 2011 are presented in the note 14 of the Group's annual financial statements including locations, percentage Group ownership and consolidation method.
10. The unaudited by the tax authorities fiscal years for the Company and the Group's subsidiaries are presented in detail in the note 36 of the annual financial statements. There are no material provisions accounted for the unaudited by the tax authorities fiscal years as well as for litigation issues both for the Group and the Company.
11. The balance of other provisions (short and long term) as of 31.12.2011 amounted to €18.6m for the Group (31.12.2010 €19.4m) and €3.2m for the Company (31.12.2010 €7.6m).
12. Following an agreement reached with the relevant tax authorities in Egypt, the Group's subsidiaries Alexandria Portland Cement Co. S.A.E and Beni Suef Cement Co.S.A.E. have recognized in the receivables account of 2011, the amount due from refund of the clay fee incurred in the period May 2008 until June 2010.
13. Increased monetization of carbon dioxide emissions allowances has positively affected the production cost and consequently contributed to the operating results mentioned above for the Group and the Company.
14. In the consolidated financial statements at December 31, 2011 the following are additionally included fully consolidated, the newly established company ECO Conception EOOD (consolidated from November 30th, 2011) and the acquired companies Aitolika Quarries S.A. (consolidated from December 31st, 2011).
15. The statutory tax audit for the Company for the years 2008 and 2009 has been completed and the total obligation amounted to €2.3m. An amount of €0.3m. was charged to the Income Statement and the remaining amount of €2.0m was offset against a provision established over those years.
16. Certain prior year amounts have been restated because of: a) the change in accounting policy for retirement benefit obligation, b) the finalization of the purchase price allocation of the prior year's acquired subsidiaries. The impact of the above mentioned restatements to the Group's and Company's financial statements are shown in detail in the note 37 of the annual financial statements. In addition, the Group and the Company have reclassified certain amounts of the fiscal year 2010, in order to be comparable with the corresponding figures for the current period, with no impact on the prior year equity, turnover and earnings after tax of the Group and the Company (note 37 of annual financial statements).
17. The profit before interest and taxes of the Group decreased by €18.7m, because of the impairment in tangible and intangible assets.
18. During the year, the Group proceeded to the implementation of a two-year restructuring plan. In 2011, the related cost of the plan redused the profit before interest, taxes and depreciation and amortization (EBITDA) of the Group and the Company by €11.8m and €7.6m respectively.
19. For the fiscal year 2010, the income tax of the Group and the Company included provision of €7.9m for the social responsibility tax that had been imposed for profits of the fiscal year 2009, according to the Law 3845/2010.

Athens 1 March 2012

Chairman of the Board of Directors
ANDREAS L. CANELLOPOULOS
I.D.No AB500997

Managing Director
DIMITRIOS TH. PAPALEXOPOULOS
I.D.No AK031353

Chief Financial Officer
VASSILIOS S. ZARKALIS
I.D No AE514943

Finance Director Greece
GRIGORIOS D. DIKAIOS
I.D No AB291692

Financial Consolidation Senior Manager
ATHANASIOS S. DANAS
I.D.No AB006812

Appendix I

REPORT

Regarding Company transactions with affiliated companies,
in accordance to article 2, par. 4 of Codified Law 3016/2002, for 2011

During 2011, Company's transactions with the previously mentioned companies are as listed below (values in Euro):

I. INFLOWS		**1/1 - 31/12/2011**
A. Sales		
1. Cement sales		
	INTERBETON CONSTRUCTION MATERIALS S.A.	26,542,004.00
	INTERTITAN S.A.	5,624,560.00
	FINTITAN SRL	2,528,741.00
	ANTEA CEMENT SHA	379,180.00
	TITAN CEMENT U.K. LTD	6,843,946.00
	ESSEX CEMENT CO LLC	1,817,253.00
	CEMENTARNICA USJE A.D.	1,053,624.00
	CEMENTARA KOSJERIC A.D.	64,303.00
		44,853,611.00
2. Aggregates sales		
	INTERBETON CONSTRUCTION MATERIALS S.A.	2,524,675.27
		2,524,675.27
3. Solid fuels sales		
	CEMENTARNICA USJE AD	13,787,654.00
		13,787,654.00
4. Fixed assets sales		
	INTERBETON CONSTRUCTION MATERIALS S.A.	4,370.00
	IONIA S.A.	1,227.00
	QUARRIES GOURNON S.A.	43.00
	QUARRIES TANAGRAS S.A.	30.00
	ZLATNA PANEGA CEMENT A.D.	188,671.00
	CEMENTARNICA USJE A.D.	30,000.00
	CEMENTARA KOSJERIC A.D.	12,000.00
	ANTEA CEMENT SHA	38,441.00
		274,782.00
5. Porcelain products sales		
	IONIA S.A.	55,851.00
		55,851.00
6. Spare parts sales		
	INTERBETON CONSTRUCTION MATERIALS S.A.	8,721.00
	SHARR BETEILIGUNGS GmbH	12,940.00
	SHARRCEM	367.00
	ZLATNA PANEGA CEMENT A.D.	32,739.00
	ANTEA CEMENT SHA	1,555.00
	CEMENTARA KOSJERIC A.D.	27,331.00
	CEMENTARNICA USJE AD	9,843.00
		93,496.00
	TOTAL A.	**61,590,069.27**
B. Services		
1. Provision of computerization and IT services		
	INTERTITAN S.A.	12,080.00
	ALBACEM SHA	1,200.00
	INTERCEMENT S.A.	600.00
	QUARRIES GOURNON S.A.	1,000.00
	LAKMOS S.A.	900.00
	LEESEM S.A.	1,200.00
	PORFYRION S.A.	1,200.00
	NAFTITAN S.A.	16,499.00
	AFOI POLYKANDRIOTI S.A.	900.00
	VAHOU QUARRIES S.A.	1,200.00
	ARKTIAS S.A.	1,200.00
	TITAN CEMENT ATLANTIC S.A.	1,200.00
	TITAN INTERNATIONAL TRADING S.A.	5,024.00
	DODEKANESOS QUARRIES S.A.	1,200.00
	IONIA S.A.	24,000.00
	INTERBETON CONSTRUCTION MATERIALS S.A.	193,973.04
		263,376.04

Appendix I

2. Other income from services

BENI SUEF CEMENT CO.	674,964.00
ALEXANDRIA PORTLAND CEMENT Co	7,932.27
TITAN AMERICA LLC	157,340.00
TITAN CEMENT U.K. LTD	15,419.00
INTERTITAN S.A.	10,104.16
NAFTITAN S.A.	1,126.13
INTERBETON CONSTRUCTION MATERIALS S.A.	75,840.30
IONIA S.A.	13,334.15
AEOLIAN M.C.	668.22
ZLATNA PANEGA CEMENT A.D.	2,718.00
DANCEM APS	1,308,000.00
SEPARATION TECHNOLOGIES UK	1,834.00
QUARRIES GOURNON S.A.	184.91
QUARRIES TANAGRAS S.A.	1,209.00
ANTEA CEMENT SHA	3,379,033.00
IAPETOS LTD	1,020.35
SHARR BETEILIGUNGS GmbH	34,435.00
	5,685,162.49
TOTAL B.	**5,948,538.53**

C. Rents and leases

INTERBETON CONSTRUCTION MATERIALS S.A.	43,694.65
IONIA S.A.	58,050.00
AEOLIAN M.C.	600.00
ACHAIKI M.C.	450.00
POLIKOS S.A.	550.00
INTERTITAN S.A.	600.00
ALBACEM SHA	600.00
INTERCEMENT S.A.	300.00
LAKMOS S.A.	450.00
LEESEM S.A.	600.00
PORFYRION S.A.	600.00
AFOI POLYKANDRIOTI S.A.	450.00
VAHOU QUARRIES S.A.	600.00
ARKTIAS S.A.	600.00
TITAN CEMENT ATLANTIC S.A.	600.00
TITAN INTERNATIONAL TRADING S.A.	600.00
CEMENTARNICA USJE AD	300.00
ANTEA CEMENT SHA	900.00
	110,544.65
TOTAL C.	**110,544.65**
	67,649,152.45

II. OUTFLOWS

A. Purchases

1. Aggregates purchases

POZOLANES S.A.	47,491.00
INTERBETON CONSTRUCTION MATERIALS S.A.	3,203,053.16
	3,250,544.16

2. Ready-mix concrete purchases

INTERBETON CONSTRUCTION MATERIALS S.A.	121,219.07
	121,219.07

3. Fixed assets purchases

IONIA S.A.	82,480.00
	82,480.00
TOTAL A.	**3,454,243.23**

B. Services

1. Rents and leases

INTERBETON CONSTRUCTION MATERIALS S.A.	33,905.74
	33,905.74

2. Various payments from services

IONIA S.A.	624.00
TITAN GLOBAL FINANCE PLC	32,519,472.00
INTERBETON CONSTRUCTION MATERIALS S.A.	1,667,606.17
ANTEA CEMENT SHA	228,498.00
TITAN CEMENT U.K. LTD	30,577.00
TITAN AMERICA LLC	435,119.00
	34,881,896.17
TOTAL B.	**34,915,801.91**
	38,370,045.14

III. BALANCES

The balances on 31.12.2011 are as follow:

	31/12/2011 DEBIT BALANCE	31/12/2011 CREDIT BALANCE
CEMENTARNICA USJE AD	1,112,937.97	
FINTITAN SRL	2,528,741.00	
ANTEA CEMENT SHA	6,723,758.99	
INTERBETON CONSTRUCTION MATERIALS S.A.	11,640,211.08	
TITAN CEMENT U.K. LTD	1,808,588.53	10,811.14
QUARRIES GOURNON S.A.	640,644.85	
QUARRIES TANAGRAS S.A.	1,020.90	
POZOLANES S.A.	109,726.56	
ESSEX CEMENT CO LLC	1,880,182.39	
TITAN INTERNATIONAL TRADING S.A.	495,000.00	
ALBACEM SHA		6,720.00
BENI SUEF CEMENT CO.	279,576.91	
ZLATNA PANEGA CEMENT A.D.	19,731.72	
TITAN GLOBAL FINANCE PLC		626,677,896.84
AEOLIAN M.C.		287,279.98
SHARR BETEILIGUNGS GmbH	23,234.66	
TITAN AMERICA LLC		259,293.42
	27,263,355.56	**627,242,001.38**

Appendix II

Information According to Article 10 of Law 3401/2005

The following Announcements/Notifications have been sent to the Daily Official List Announcements and are posted to the Athens Exchange website as well as to our Company's website www.titan-cement.com.

3/1/2011	Trading in the Athens Exchange of new shares after share capital increase due to exercise of stock option rights
7/1/2011	Forward Start Syndicated Credit Facility
12/1/2011	Announcement pursuant to Law 3556/2007
13/1/2011	Announcement pursuant to Law 3556/2007
21/1/2011	Announcement pursuant to Law 3556/2007
4/2/2011	Transfer of the "IONIA" trade name
4/2/2011	Announcement pursuant to Law 3556/2007
8/2/2011	Announcement pursuant to Law 3556/2007
8/2/2011	Announcement pursuant to Law 3556/2007
11/2/2011	Announcement for voting right up to 5% of Capital Research and Management Company
14/2/2011	Announcement pursuant to Law 3556/2007
15/2/2011	Announcement pursuant to Law 3556/2007
9/3/2011	Financial Calendar 2011
17/3/2011	2010 Full Year Results
13/4/2011	Announcement pursuant to Law 3556/2007
5/5/2011	Q1 2011 Results
9/5/2011	Announcement pursuant to Law 3556/2007
11/5/2011	Announcement pursuant to Law 3556/2007
13/5/2011	Invitation to the Annual General Meeting of Shareholders on the 15th of June 2011
7/6/2011	Outcome of the statutory Tax Audit for the fiscal years 2008 and 2009
14/6/2011	Announcement pursuant to Law 3556/2007
14/6/2011	Announcement pursuant to Law 3556/2007
16/6/2011	Notice of Decisions taken by the Annual General Meeting of Shareholders on 15th June 2011
16/6/2011	Announcement on payment of dividend for the financial year 2010 and special reserves
21/7/2011	Announcement pursuant to Law 3556/2007
22/7/2011	Announcement pursuant to Law 3556/2007
1/8/2011	Announcement pursuant to Law 3556/2007
1/8/2011	Announcement pursuant to Law 3556/2007
2/8/2011	2011 1st Half Results
4/8/2011	Announcement pursuant to Law 3556/2007
5/8/2011	Announcement pursuant to Law 3556/2007
8/8/2011	Announcement pursuant to Law 3556/2007
9/8/2011	Announcement pursuant to Law 3556/2007
9/8/2011	Announcement pursuant to Law 3556/2007
10/8/2011	Announcement pursuant to Law 3556/2007
10/8/2011	Announcement pursuant to Law 3556/2007
11/8/2011	Announcement pursuant to Law 3556/2007
11/8/2011	Announcement pursuant to Law 3556/2007
16/8/2011	Announcement pursuant to Law 3556/2007
16/8/2011	Announcement pursuant to Law 3556/2007
17/8/2011	Announcement pursuant to Law 3556/2007
18/8/2011	Announcement pursuant to Law 3556/2007
18/8/2011	Announcement pursuant to Law 3556/2007
19/8/2011	Announcement pursuant to Law 3556/2007
22/8/2011	Announcement pursuant to Law 3556/2007
22/8/2011	Announcement pursuant to Law 3556/2007
22/8/2011	Announcement pursuant to Law 3556/2007
23/8/2011	Announcement pursuant to Law 3556/2007
23/8/2011	Announcement pursuant to Law 3556/2007
25/8/2011	Announcement pursuant to Law 3556/2007
26/8/2011	Announcement pursuant to Law 3556/2007
26/8/2011	Announcement pursuant to Law 3556/2007
29/8/2011	Announcement pursuant to Law 3556/2007
7/9/2011	Announcement pursuant to Law 3556/2007
8/9/2011	Announcement pursuant to Law 3556/2007
8/9/2011	Announcement pursuant to Law 3556/2007
12/9/2011	Announcement pursuant to Law 3556/2007
12/9/2011	Announcement pursuant to Law 3556/2007
13/9/2011	Announcement pursuant to Law 3556/2007
13/9/2011	Announcement pursuant to Law 3556/2007
14/9/2011	Announcement pursuant to Law 3556/2007
15/9/2011	Announcement pursuant to Law 3556/2007

15/9/2011	Announcement pursuant to Law 3556/2007
19/9/2011	Announcement pursuant to Law 3556/2007
19/9/2011	Announcement pursuant to Law 3556/2007
20/9/2011	Announcement pursuant to Law 3556/2007
20/9/2011	Announcement pursuant to Law 3556/2007
21/9/2011	Announcement pursuant to Law 3556/2007
21/9/2011	Announcement pursuant to Law 3556/2007
26/9/2011	Announcement pursuant to Law 3556/2007
26/9/2011	Announcement pursuant to Law 3556/2007
27/9/2011	Announcement pursuant to Law 3556/2007
27/9/2011	Announcement pursuant to Law 3556/2007
28/9/2011	Announcement pursuant to Law 3556/2007
28/9/2011	Announcement pursuant to Law 3556/2007
29/9/2011	Announcement pursuant to Law 3556/2007
29/9/2011	Announcement pursuant to Law 3556/2007
30/9/2011	Announcement pursuant to Law 3556/2007
30/9/2011	Announcement pursuant to Law 3556/2007
3/10/2011	Announcement pursuant to Law 3556/2007
3/10/2011	Announcement pursuant to Law 3556/2007
5/10/2011	Announcement pursuant to Law 3556/2007
6/10/2011	Announcement pursuant to Law 3556/2007
6/10/2011	Announcement pursuant to Law 3556/2007
7/10/2011	Announcement pursuant to Law 3556/2007
7/10/2011	Announcement pursuant to Law 3556/2007
14/10/2011	Announcement pursuant to Law 3556/2007
27/10/2011	Announcement pursuant to Law 3556/2007
10/11/2011	9M 2011 Financial Results Announcement
11/11/2011	Board resolution regarding the sale of treasury stock
22/11/2011	Announcement pursuant to Law 3556/2007
23/11/2011	Announcement pursuant to Law 3556/2007
24/11/2011	Announcement pursuant to Law 3556/2007
25/11/2011	Announcement pursuant to Law 3556/2007
29/11/2011	Announcement pursuant to Law 3556/2007
30/11/2011	Announcement pursuant to Law 3556/2007
30/11/2011	Announcement pursuant to Law 3556/2007
1/12/2011	Announcement pursuant to Law 3556/2007
1/12/2011	Announcement pursuant to Law 3556/2007
2/12/2011	Stock option plan
2/12/2011	Announcement pursuant to Law 3556/2007
15/12/2011	Announcement pursuant to Law 3556/2007
21/12/2011	Announcement pursuant to Law 3556/2007
23/12/2011	Announcement pursuant to Law 3556/2007
23/12/2011	Announcement pursuant to Law 3556/2007
29/12/2011	Document providing information - Stock option plan 2011
30/12/2011	Announcement pursuant to Law 3556/2007

The annual financial statements, the auditors reports and the Board of Directors reports of the companies included in the consolidated financial statement are available on the Company's website titan-cement.com