ORASCOM CONSTRUCTION PLC

Interim Consolidated Financial Statements

For the three month period ended 31 March 2021

TABLE OF CONTENTS

KPMG LLP
Unit No. 819, Liberty House
DIFC, P.O. Box 3800
Dubai, United Arab Emirates
Tel. +971 (4) 403 0300, www.kpmg.com/ae

Independent Auditors' Report on Review of Condensed Consolidated Interim Financial Statements

To the Shareholders of Orascom Construction PLC

Introduction

We have reviewed the accompanying 31 March 2021 condensed consolidated interim financial statements of Orascom Construction PLC ("the Company") and its subsidiaries (collectively referred to as "the Group"), which comprise:

- the condensed consolidated statement of financial position as at 31 March 2021;
- the condensed consolidated statements of profit or loss and other comprehensive income for the three-month period ended 31 March 2021;
- the condensed consolidated statement of changes in equity for the three-month period ended 31 March 2021;
- the condensed consolidated statement of cash flows for the three-month period ended 31 March 2021; and
- notes to the condensed consolidated interim financial statements.

Management is responsible for the preparation and presentation of these condensed consolidated interim financial statements in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on these condensed consolidated interim financial statements based on our review.

Scope of Review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 31 March 2021 condensed consolidated interim financial statements are not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

KPMG LLP

KPMG LLP
Dubai, United Arab Emirates

KPMG LLP
P.O. Box 3800
Dubai, UAE
Tel: 04 - 4030300

Freddie Edward Cloete
Partner
Registration No: 1004441

Date: 19 May 2021

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at

$ millions	Note	31 March 2021 (reviewed)	31 December 2020* (audited)
Assets			
Non-current assets			
Property, plant and equipment	(6)	173.0	177.2
Goodwill	(7)	13.8	13.8
Trade and other receivables	(8)	46.4	47.0
Equity accounted investees	(9)	411.7	419.4
Deferred tax assets	(10)	38.4	39.0
Total non-current assets		683.3	696.4
Current assets			
Inventories	(11)	283.2	288.1
Trade and other receivables	(8)	1,514.9	1,473.2
Contracts work in progress	(12)	1,008.6	854.5
Current income tax receivables		2.7	2.5
Cash and cash equivalents	(13)	333.9	473.8
Total current assets		3,143.3	3,092.1
Total assets		3,826.6	3,788.5
Equity			
Share capital	(14)	116.8	116.8
Share premium		480.2	480.2
Reserves	(15)	(298.0)	(289.7)
Retained earnings		312.3	288.6
Equity attributable to owners of the Company		611.3	595.9
Non-controlling interest	(16)	46.5	46.0
Total equity		657.8	641.9
Liabilities			
Non-current liabilities			
Loans and borrowings	(17)	13.6	19.9
Trade and other payables	(18)	57.6	57.1
Deferred tax liabilities	(10)	3.4	3.3
Total non-current liabilities		74.6	80.3
Current liabilities			
Loans and borrowings	(17)	180.1	95.3
Trade and other payables	(18)	1,320.4	1,402.8
Advanced payments from construction contracts		1,100.0	1,086.3
Billing in excess of construction contracts	(12)	384.3	383.8
Provisions	(19)	55.5	54.7
Income tax payables		53.9	43.4
Total current liabilities		3,094.2	3,066.3
Total liabilities		3,168.8	3,146.6
Total equity and liabilities		3,826.6	3,788.5

The notes on pages 7 to 28 are an integral part of these interim consolidated financial statements.
The interim consolidated financial statements were approved by the Board of Directors and authorized for issue on 19 May 2021 and signed on their behalf by:

Chief Executive Officer

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

for the three month period ended

$ millions	Note	31 March 2021 (reviewed)	31 March 2020 (reviewed)
Revenue	(24)	816.6	827.6
Cost of sales	(20)	(733.9)	(735.5)
Gross profit		82.7	92.1
Other income	(21)	2.9	1.4
Selling, general and administrative expenses	(20)	(45.6)	(41.2)
Operating profit		40.0	52.3
Finance income	(22)	5.7	4.9
Finance cost	(22)	(6.6)	(11.0)
Net finance cost		(0.9)	(6.1)
Income (loss) from equity accounted investees	(9)	0.2	(11.6)
Profit before income tax		39.3	34.6
Income tax	(10)	(12.4)	(9.7)
Net profit		26.9	24.9
Other comprehensive income:			
Items that are or may be reclassified to profit or loss			
Foreign currency translation differences		(9.2)	(7.0)
Other comprehensive loss, net of tax		(9.2)	(7.0)
Total comprehensive income		17.7	17.9
Profit attributable to:			
Owners of the Company		23.9	25.0
Non-controlling interest		3.0	(0.1)
Net profit		26.9	24.9
Total comprehensive income attributable to:			
Owners of the Company		15.6	17.3
Non-controlling interest		2.1	0.6
Total comprehensive income		17.7	17.9
Earnings per share (in USD)			
Basic earnings per share	(23)	0.20	0.21

The notes on pages 7 to 28 are an integral part of these interim consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the three month period ended

$ millions	Share capital (14)	Share premium	Reserves (15)	Retained earnings	Equity attributable to owners of the Company	Non-controlling interest (16)	Total equity
Balance at 1 January 2020 (audited)	**116.8**	**480.2**	**(304.6)**	249.5	541.9	43.8	585.7
Net profit	-	-	-	25.0	25.0	(0.1)	24.9
Other comprehensive loss	-	-	(7.7)	-	(7.7)	0.7	(7.0)
Total comprehensive income	-	-	(7.7)	25.0	17.3	0.6	17.9
Other	-	-	-	(2.3)	(2.3)	-	(2.3)
Balance at 31 March 2020 (reviewed)	**116.8**	**480.2**	**(312.3)**	**272.2**	**556.9**	**44.4**	**601.3**
Balance at 1 January 2021 (audited)	**116.8**	**480.2**	**(289.7)**	288.6	595.9	46.0	641.9
Net profit	-	-	-	23.9	23.9	3.0	26.9
Other comprehensive loss	-	-	(8.3)	-	(8.3)	(0.9)	(9.2)
Total comprehensive income	-	-	(8.3)	23.9	15.6	2.1	17.7
Dividends	-	-	-	-	-	(1.6)	(1.6)
Other	-	-	-	(0.2)	(0.2)	-	(0.2)
Balance at 31 March 2021 (reviewed)	**116.8**	**480.2**	**(298.0)**	**312.3**	**611.3**	**46.5**	**657.8**

The notes on pages 7 to 28 are an integral part of these interim consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
for the three month period ended

$ millions	Note	31 March 2021 (reviewed)	31 March 2020 (reviewed)
Net profit		26.9	24.9
Adjustments for:			
Depreciation	(6)	11.0	11.8
Interest income (including gains on derivatives)	(22)	(2.1)	(2.3)
Interest expense (including losses on derivatives)	(22)	4.0	6.4
Foreign exchange (gain) loss and others		(1.0)	2.0
Share in (income) loss of equity accounted investees	(9)	(0.2)	11.6
Gain on sale of property, plant and equipment		(1.8)	(0.4)
Income tax expense	(10)	12.4	9.7
Changes in:			
Inventories	(11)	4.9	(4.0)
Trade and other receivables	(8)	(34.4)	(239.9)
Contract work in progress	(12)	(154.1)	(70.8)
Trade and other payables	(18)	(65.8)	(4.3)
Advanced payments construction contracts		13.7	127.9
Billing in excess of construction contracts	(12)	0.5	(32.4)
Provisions	(19)	0.8	(3.4)
Cash flows:			
Interest paid		(3.8)	(4.8)
Interest received		1.8	2.2
Income taxes paid		(1.4)	-
Cash flow used in operating activities		(188.6)	(165.8)
Investments in property, plant and equipment	(6)	(7.8)	(7.2)
Proceeds from sale of property, plant and equipment		3.2	2.4
Cash flow used in investing activities		(4.6)	(4.8)
Proceeds from borrowings	(17)	96.7	213.3
Repayment of borrowings	(17)	(18.2)	(43.9)
Dividends paid to shareholders		(24.5)	-
Dividends paid to non-controlling interest		(1.6)	-
Other		0.5	1.0
Cash flows from financing activities		52.9	170.4
Net change in cash and cash equivalents		(140.3)	(0.2)
Cash and cash equivalents at 1 January	(13)	473.8	374.8
Currency translation adjustments		0.4	4.8
Cash and cash equivalents at 31 March	(13)	333.9	379.4

The notes on pages 7 to 28 are an integral part of these interim consolidated financial statements.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

1. General

Orascom Construction PLC ('OC PLC') is a Public Company, incorporated with registered number 1752 in the Dubai International Financial Center (DIFC) with its head office located at Gate Village-Building 1, DIFC, Dubai, UAE. OC PLC is dual listed on the NASDAQ Dubai and the Egyptian Stock Exchange. The interim consolidated financial statements for the three month period ended 31 March 2021 comprise the financial statements of OC PLC, its subsidiaries and joint operations (together referred to as the 'Group') and the Group's interests in associates and joint ventures.

OC PLC was incorporated on 18 January 2015 as Orascom Construction Limited, a company limited by shares and converted to a Public Company under the Law, DIFC Law No. 5 of 2018 as at 12 November 2018.

OC PLC is primarily engaged as an international engineering and construction contractor focused on large-scale infrastructure, complex industrial and high-end commercial projects in the United States,Middle East, Africa and Central Asia for public and private clients.

2. Basis of preparation

2.1 General

The interim consolidated financial statements for the three month period ended 31 March 2021 have been prepared in accordance with IAS 34 'Interim Financial Reporting' and do not include all the information and disclosures required in the annual financial statements. Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since 1 January 2021.

The interim consolidated financial statements should be read in conjunction with the consolidated financial statements for the year ended 31 December 2020. The accounting principles used are the same as those used in the consolidated financial statements for the year ended 31 December 2020.

The interim consolidated financial statements have been prepared on the historical cost basis, except when otherwise indicated.

The financial year of OC PLC commences on 1 January and ends on 31 December.

These interim consolidated financial statements are presented in US dollars ('USD'), which is OC PLC's presentation currency. All values are rounded to the nearest tenth million ("in millions of USD"), except when stated otherwise.

The interim consolidated financial statements have been authorised for issue by the Company's Board of Directors on 19 May 2021.

3. New accounting standards and policies

The accounting policies applied in these interim consolidated financial statements are the same as those applied in the Group's consolidated financial statements as at and for the year ended 31 December 2020.

4. Critical accounting judgement, estimates and assumptions

There were no significant changes in critical accounting judgement, estimates and assumptions compared to the consolidated financial statements for the year ended 31 December 2020.

5. Financial risk and capital management

Overview

The Group has exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

These risks arise from exposures that occur in the normal course of business and are managed on a consolidated company basis. This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

and managing risk, and the Group's management of capital.

Risk management framework

Senior management has an overall responsibility for the establishment and oversight of the Group's risk management framework. The Board is responsible for developing and monitoring the Group's risk management policies.

The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Audit Committee is assisted in its oversight role by the Internal Audit Department. The Internal Audit Department undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

5.1 Exposure to credit risk

The Group establishes an allowance for impairment that represents its estimate of expected losses in respect of trade and other receivables. The carrying amount of financial assets represents the maximum credit exposure. With respect to transactions with financial institutions, the group sets limits to the credit worthiness rating of the counterparty. The maximum credit risk is the carrying amount of financial instruments, for an overview reference is made to the tables financial instruments by category.

The major exposure to credit risk at the reporting date was as follows:

$ millions	Note	31 March 2021	31 December 2020
Trade and other receivables (excluding prepayments)	(8)	1,548.3	1,507.5
Contract work in progress	(12)	1,008.6	854.5
Cash and cash equivalents (excluding cash on hand)	(13)	331.3	471.5
Total		2,888.2	2,833.5

The major exposure to credit risk for trade and other receivables by geographic region was as follows:

$ millions	31 March 2021	31 December 2020
Middle East and Africa	1,225.9	1,163.0
Asia and Oceania	146.1	147.6
Europe and United States	176.3	196.9
Total	1,548.3	1,507.5

5.2 Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. This is also safeguarded by using multiple financial institutions in order the mitigate any concentration of liquidity risk.

The availability of cash is monitored internally at Group level, on an ongoing basis by the corporate treasury department. In addition management prepared at closing date a cash flow projection to assess the ability of the Group to meet its obligations.

The following are the contractual maturities of financial liabilities, including estimated interest payments and exclude the impact of netting arrangements.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

At 31 December 2020 $ millions	Note	Carrying amount	Contractual cash flow	6 months or less	6–12 months	1–5 years
Financial liabilities						
Loans and borrowings	(17)	115.2	123.8	50.2	52.8	20.8
Trade and other payables (excluding lease obligation)	(18)	1,444.0	1,444.0	1,397.8	-	46.2
Lease obligation	(18)	15.9	20.1	2.9	2.9	14.3
Advanced payments from construction contracts		1,086.3	1,086.3	1,086.3	-	-
Total		2,661.4	2,674.2	2,537.2	55.7	81.3

At 31 March 2021 $ millions	Note	Carrying amount	Contractual cash flow	6 months or less	6–12 months	1–5 years
Financial liabilities						
Loans and borrowings	(17)	193.7	207.6	94.4	98.8	14.4
Trade and other payables (excluding lease obligation)	(18)	1,362.4	1,362.4	1,315.5	-	46.9
Lease obligation	(18)	15.6	19.3	2.9	2.9	13.5
Advanced payments from construction contracts		1,100.0	1,100.0	1,100.0	-	-
Total		2,671.7	2,689.3	2,512.8	101.7	74.8

The interest on floating rate loans and borrowings is based on forward interest rates at period-end. This interest rate may change as the market interest rate changes.

5.3 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, commodity prices and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

The Group is exposed to foreign currency risk arising in separate ways:

Foreign exchange translation exposure

Due to the Group's international presence, OC PLC's Financial Statements are exposed to foreign exchange fluctuations as these affect the translation of the subsidiaries' assets and liabilities presented in foreign currencies to the US dollar (the Group's presentation currency). The currencies concerned are mainly Egyptian Pound, Algerian Dinar and Euro. Foreign exchange translation exposure is considered a part of doing business on an international level; this risk is not actively managed, nor is it hedged.

OC PLC is not exposed to Saudi Riyal, UAE Dirham and Qatar Riyal. These currencies are pegged to the US dollar.

Foreign exchange transaction exposure

The Group entities predominantly execute their activities in their respective functional currencies. Some Group subsidiaries are, however, exposed to foreign currency risks in connection with the scheduled payments in currencies that are not their functional currencies. In general this relates to foreign currency denominated supplier payables due to project procurement, capital expenditures and receivables. The Group monitors the exposure to foreign currency risk arising from operating activities.

The Group is exposed to foreign exchange transaction exposure to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the respective functional currencies of Group companies. The functional currencies of Group companies are primarily Euro, US Dollar, Egyptian Pound, Saudi Riyal, Algerian Dinar and UAE Dirham.

The Group uses foreign exchange contracts to manage its foreign exchange transaction exposure. No hedge accounting is applied; therefore all fair value changes are recognised in profit and loss.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The summary of quantitative data about the Group's exposure to foreign exchange transaction exposure provided to management of the Group based on its risk management policy for the main currencies was as follows:

At 31 December 2020 $ millions	EUR	EGP
Cash and cash equivalents (including loans and borrowings)	29.5	58.6
Trade and other receivables	150.1	52.8
Trade and other payables	(44.3)	(15.9)

At 31 March 2021 $ millions	EUR	EGP
Cash and cash equivalents (including loans and borrowings)	24.3	8.5
Trade and other receivables	137.2	64.8
Trade and other payables	(41.8)	(20.6)

Significant rates

The following significant exchange rates were applied during the three month period ended 31 March 2021:

	Average 2021	Closing 31 March 2021	Opening 1 January 2021
Egyptian pound	0.0636	0.0637	0.0635
Saudi riyal	0.2666	0.2666	0.2665
Arabic Emirates Dirham	0.2723	0.2723	0.2723
Algerian Dinar	0.0075	0.0075	0.0076
Euro	1.2062	1.1738	1.2299

The following tables demonstrate the sensitivity to a reasonably possible change in EUR and EGP exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities, including inter company positions. The Group's exposure to foreign currency changes for all other currencies is not material.

As of 31 March 2021, if the functional currencies had strengthened/weakened by 10 percent against the Euro and 10 percent against the Egyptian Pound with all other variables held constant, the translation of foreign currency receivables, cash and cash equivalents, payables and loans and borrowings that would have resulted in an increase/decrease of USD 17.3 million of the profit of the three month period ended 31 March 2021 (31 December 2020: USD 23.1 million)

31 December 2020 $ millions	Change in FX rate*	Effect on profit before tax**	Effect on equity**
EUR - USD	10%	13.5	38.3
EGP - USD	10%	9.6	-

31 March 2021 $ millions	Change in FX rate*	Effect on profit before tax**	Effect on equity**
EUR - USD	10%	12.0	37.4
EGP - USD	10%	5.3	-

* Determined based on the volatility of last year for the respective currencies

** Effects are displayed in absolute amounts

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Interest rate risk

The Group's cash flow interest rate risks arise from the exposure to variability in future cash flows of floating rate financial instruments. The Group reviews its exposure in light of global interest rate environment after consulting with a consortium of global banks.

The Group calculates the impact on profit or loss of a defined interest rate shift. The same interest rate shift is used for all currencies. The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

As of 31 March 2021, if the interest rate had strengthened/weakened by 10 percent with all other variables held constant, the interest cost that would have resulted in an increase/decrease of USD 0.4 million of the profit of the three month period ended 31 March 2021.

$ millions	Change in interest rate	31 March 2021	31 December 2020
Effect on profit before tax	10%	(0.4)	(2.1)
	10%	0.4	2.1

Categories of financial instruments

	Note	31 March 2021		31 December 2020	
		Financial assets / liabilities at amortized cost	Derivatives at fair value	Financial assets / liabilities at amortized cost	Derivatives at fair value
Assets					
Trade and other receivables	(8)	1,561.3	-	1,520.2	-
Contracts work in progress	(12)	1,008.6	-	854.5	-
Cash and cash equivalents	(13)	333.9	-	473.8	-
Total		2,903.8	-	2,848.5	-
Liabilities					
Loans and borrowings	(17)	193.7	-	115.2	-
Trade and other payables (excluding lease obligation)	(18)	1,362.4	-	1,444.0	-
Advanced payments construction contracts		1,100.0	-	1,086.3	-
Total		2,656.1	-	2,645.5	-

5.4 Capital management

The Board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Capital consists of ordinary shares, share premium and retained earnings of the Group. The Board of Directors monitors the return on capital as well as the level of dividends to ordinary shareholders. The Group's net debt to equity ratio at the reporting date was as follows:

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

$ millions	Note	31 March 2021	31 December 2020
Loans and borrowings	(17)	193.7	115.2
Less: cash and cash equivalents	(13)	333.9	473.8
Net debt		(140.2)	(358.6)
Total equity		657.8	641.9
Net debt to equity ratio		(0.21)	(0.56)

6. Property, plant and equipment

$ millions	Land	Buildings	Equipment	Fixtures and fittings	Under construction	Total
Cost	13.8	102.4	280.3	143.7	4.7	544.9
Accumulated depreciation	-	(40.7)	(211.5)	(115.5)	-	(367.7)
At 1 January 2021	13.8	61.7	68.8	28.2	4.7	177.2
Movements in the carrying amount:						
Additions during the period	-	1.7	2.8	2.3	1.2	8.0
Disposals	-	-	(0.8)	(0.6)	-	(1.4)
Depreciation	-	(1.4)	(5.9)	(3.7)	-	(11.0)
Transfers	-	-	(1.6)	2.0	(0.4)	-
Effect of movement in exchange rates	-	0.4	(0.5)	0.4	(0.1)	0.2
At 31 March 2021	-	0.7	(6.0)	0.4	0.7	(4.2)
Cost	13.8	104.1	290.0	147.5	5.4	560.8
Accumulated depreciation	-	(41.7)	(227.2)	(118.9)	-	(387.8)
At 31 March 2021	13.8	62.4	62.8	28.6	5.4	173.0

‘Property, plant and equipment’ comprise owned and leased assets:

$ millions	2021	2020
Owned assets	158.4	162.2
Right of use	14.6	15.0
At 31 March / 31 December	173.0	177.2

The information about ‘Right of use’ assets of the Group is presented below:

$ millions	Buildings	Equipment	Total
Cost	20.4	6.3	26.7
Accumulated depreciation	(7.6)	(4.1)	(11.7)
At 1 January 2021	12.8	2.2	15.0
Movements in the carrying amount:			
Additions during the period	0.2	-	0.2
Depreciation	(0.3)	(0.3)	(0.6)
At 31 March 2021	(0.1)	(0.3)	(0.4)
Cost	20.6	6.3	26.9
Accumulated depreciation	(7.9)	(4.4)	(12.3)
At 31 March 2021	12.7	1.9	14.6

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

7. Goodwill

$ millions	Goodwill
Cost	13.8
At 1 January 2021	13.8
Movements in the carrying amount:	
Additions	-
Impairment	-
At 31 March 2021	-
Cost	13.8
Impairment	-
At 31 March 2021	13.8

On 31 July 2012, the Group acquired the Weitz Company LLC, a United States general contractor based in Des Moines, Iowa, resulting in USD 12.4 million of goodwill. The transaction was completed on 12 December 2012. On 2 April 2015, the Group acquired Alico resulting in USD 1.4 million of goodwill.

Goodwill is tested for impairment in the fourth quarter of the year.

8. Trade and other receivables

$ millions	31 March 2021	31 December 2020
Trade receivables (gross)	788.5	824.6
Allowance for trade receivables	(11.6)	(12.1)
Trade receivables (net)	776.9	812.5
Trade receivables due from related parties (Note 26)	25.8	22.9
Prepayments	13.0	12.7
Other tax receivable	88.1	75.5
Supplier advanced payments	232.7	194.2
Other investments	2.5	2.3
Retentions	277.0	284.9
Other receivables	145.3	115.2
Total	1,561.3	1,520.2
Non-current	46.4	47.0
Current	1,514.9	1,473.2
Total	1,561.3	1,520.2

The carrying amount of ‘Trade and other receivables’ as at 31 March 2021 approximates its fair value.

Prepayments relate for the largest part to the amounts prepaid to sub-contractors, retentions related for the largest part to amounts withheld by customers resulting from contractual clauses.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

The aging of gross trade receivables at the reporting date is as follows:

$ millions	31 March 2021	31 December 2020
Neither past due nor impaired	379.4	458.1
Past due 1 - 30 days	48.7	43.6
Past due 31 - 90 days	96.0	87.2
Past due 91 - 360 days	141.4	114.9
More than 360 days	123.0	120.8
Total	788.5	824.6

Management believes that the amounts are collectible in full, based on historic payment behavior and extensive analysis of customer credit risk, including underlying customers' credit ratings if they are available.

The movement in the allowance for impairment in respect of trade receivables during the three month period ended 31 March 2021 was as follows:

$ millions	2021	2020
At 1 January	(12.1)	(12.3)
Provision formed	-	(0.4)
Provision no longer required	0.4	0.2
Exchange rates differences	0.1	-
At 31 March	(11.6)	(12.5)

9. Equity accounted investees

The following table shows the movement in the carrying amount of the Group's associates and joint ventures:

$ millions	2021	2020
At 1 January	419.4	430.0
Share in results	0.2	(3.2)
Dividends	-	(15.0)
Effect of movement in exchange rates	(7.9)	7.6
At 31 March / 31 December	411.7	419.4

The entity disclosed under 'Equity accounted investees' that is significant to the Group is BESIX.

BESIX Group (BESIX)

Established in 1909 in Belgium, BESIX is a global multi-service group offering engineering, procurement and construction (EPC) services. BESIX operates in the construction, real estate and concession sectors in 15 countries focusing on Europe, Africa, the Middle East and Australia. Their core construction competencies include buildings, infrastructure and environmental projects, industrial civil engineering, maritime and port works and real estate development. In addition to EPC services, BESIX is active in real estate development and holds concessions in several Public Private Partnerships (PPP) and design, build, finance, and maintain/operate (DBFM) contracts, through which it develops, operates and maintains projects.

The below table summarizes the financial information of BESIX based on the percentage of interest the Group has in it:

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

BESIX Group 50% $ millions	2021	2020
Non-current asset	363.6	404.7
Current asset	1,224.6	1,336.7
Non-current liabilities	(256.0)	(353.3)
Current liabilities	(958.4)	(1,005.2)
Net assets at 31 March / 31 December	373.8	382.9
Construction revenue	445.6	409.1
Construction cost	(447.0)	(420.5)
Net loss for the 3 month period ended 31 March	(1.4)	(11.4)

The Group has interests in a number of equity accounted investees including the following:

Name	Parent	Country	Participation %
BESIX Group	OC IHC3 B.V.	Belgium	50.0
Medrail Ltd.	Orascom Construction Holding Cyprus	UAE	50.0
Egyptian Gypsum Company	UHC	Egypt	28.3
Sidra Medical Center (see note 25)	Contrack Cyprus	Qatar	45.0
Ras Ghareb Wind Energy	Orascom Construction SAE	Egypt	20.0
Clark,Weitz, and Clarkson	The Weitz Group	USA	30.0
Watts - Webcor Obayashi	Contrack Watts Inc	USA	34.0
National Pipe Company	OCI Construction Egypt Orascom Construction SAE	Egypt	40.0
El Yamama	OCI Egypt	KSA	50.0
Orasqualia, Orasqualia for Construction S.A.E. and Orasqualia for Maintenance	Orascom Construction SAE	Egypt	50.0

The following table summarizes the financial information of the Orascom Construction Group's share on equity accounted investees including BESIX, El Yamama, National Pipe Company, all of Weitz's associates, Egyptian Gypsum Company and Sidra Medical Centre:

$ millions	2021	2020
Non-current asset	456.5	497.6
Current asset	1,272.8	1,379.8
Non-current liabilities	(338.5)	(436.3)
Current liabilities	(979.1)	(1,021.7)
Net assets at 31 March / 31 December	411.7	419.4
Income	454.3	415.5
Expense	(454.1)	(427.1)
Net profit (loss) for the 3 month period ended 31 March	0.2	(11.6)

Transaction between Group entities and associates / joint ventures

There are no significant transactions between entities of the group and the associates / joint ventures, except for the investments in and the dividends received from these associates and joint ventures.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

10. Income taxes

10.1 Income tax in the statement of profit or loss

The income tax on profit before income tax amounts to USD 12.4 million (31 March 2020: USD 9.7 million) expense and can be summarized as follows:

$ millions	31 March 2021	31 March 2020
Current tax	(11.7)	(12.1)
Deferred tax	(0.7)	(0.5)
Tax credit	-	2.9
Total income tax in profit or loss	(12.4)	(9.7)

10.2 Reconciliation of effective tax rate

OC PLC's operations are subject to income taxes in various foreign jurisdictions, the statutory income tax rates vary from 0.0% to 28.0%.

Reconciliation of the effective tax rate can be summarized as follows:

$ millions	March 2021	%	March 2020	%
Profit before income tax	39.3		34.6	
Tax calculated at weighted average group tax rate	(10.7)	27.2	(11.2)	32.4
Recognised in deferred tax asset	(0.7)	1.8	(0.5)	1.4
Tax credit	-	-	2.9	(8.4)
Other	(1.0)	2.5	(0.9)	2.5
Total income tax in profit or loss	(12.4)	31.5	(9.7)	27.9

10.3 Deferred income tax assets and liabilities

The majority of the deferred tax assets of USD 38.4 million (31 December 2020: USD 39.0 million) relate to carried forward tax losses. The carried forward losses recognized in the statement of financial position is expected to be realized in the period 2021-2026.

11. Inventories

$ millions	31 March 2021	31 December 2020
Finished goods	2.9	3.1
Raw materials and consumables	247.4	252.2
Fuels and others	5.4	5.3
Real estate	27.5	27.5
Total	283.2	288.1

During the three month period ended 31 March 2021, the total write-downs amount to USD 10.3 million (31 December 2020: USD 10.3 million), which all related to raw materials.

The real estate relates to the land owned by Suez industrial Development Company in Egypt, which owns and develops an industrial park.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

12. Contracts work in progress / billing in excess of construction contracts

$ millions	31 March 2021	31 December 2020
Costs incurred on contracts (including estimated earnings)	24,589.4	24,346.1
Less: billings to date (Net)	(23,965.1)	(23,875.4)
Total	624.3	470.7
Presented in the consolidated statements of financial position as follows:		
Contracts work in progress - current assets	1,008.6	854.5
Billing in excess on construction contracts - current liabilities	(384.3)	(383.8)
Total	624.3	470.7

13. Cash and cash equivalents

$ millions	31 March 2021	31 December 2020
Cash on hand	2.6	2.3
Bank balances	326.6	467.1
Restricted funds	0.9	0.6
Restricted cash	3.8	3.8
Total	333.9	473.8

Restricted funds

The restricted amounts mostly relate to letters of guarantee of OCI Algeria (USD 0.2 million), and United Holding Company (USD 0.7 million).

Restricted cash

Restricted cash relates to amounts withheld in relation to amounts restricted for use for an amount of USD 3.8 million as collateral against certain loans and trade finance.

14. Share capital

The movements in the number of shares (nominal value USD 1 per share) can be summarized as follows:

	2021	2020
At 1 January	116,761,379	116,761,379
At 31 March / 31 December - fully paid	116,761,379	116,761,379
At 31 March / 31 December (in millions of USD)	116.8	116.8

15. Reserves

$ millions	2021	2020
At 1 January	(289.7)	(304.6)
Currency translation differences	(8.3)	14.9
At 31 March / 31 December	(298.0)	(289.7)

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

16. Non-controlling interest

$ million	United Holding Company	Orascom Saudi	Suez Industrial Development	Other individual insignificant entities	Total
Non-controlling interest percentage	43.5%	40.0%	39.5%		
Non-current assets	8.8	0.3	7.0	1.5	17.6
Current assets	40.3	100.4	21.6	3.8	166.1
Non-current liabilities	-	(0.8)	(11.3)	(0.1)	(12.2)
Current liabilities	(22.2)	(95.5)	(4.7)	(3.1)	(125.5)
Net assets as at 31 December 2020	26.9	4.4	12.6	2.1	46.0
Revenue	17.5	1.8	0.3	0.4	20.0
Profit (loss)	0.4	(0.2)	(0.2)	(0.1)	(0.1)
Other comprehensive income	0.5	-	0.1	0.1	0.7
Total comprehensive income for the three month period ended 31 March 2020	0.9	(0.2)	(0.1)	-	0.6

31 March 2021 $ million	United Holding Company	Orascom Saudi	Suez Industrial Development	Other individual insignificant entities	Total
Non-controlling interest percentage	43.5%	40.0%	39.5%		
Non-current assets	9.4	0.3	7.4	1.5	18.6
Current assets	38.8	101.6	22.2	4.5	167.1
Non-current liabilities	-	(0.5)	(11.4)	(0.1)	(12.0)
Current liabilities	(21.0)	(97.1)	(5.6)	(3.5)	(127.2)
Net assets	27.2	4.3	12.6	2.4	46.5
Revenue	11.9	0.5	0.4	1.9	14.7
Profit (loss)	2.8	(0.1)	0.1	0.2	3.0
Other comprehensive loss	(0.9)	-	-	-	(0.9)
Total comprehensive income (loss)	1.9	(0.1)	0.1	0.2	2.1

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

17. Loans and borrowings

Borrowing Company	Interest rate	Date of maturity	Long term portion	Short term portion	Bank facilities	Total
Orascom Construction SAE	Multiple rates	Annual	18.5	6.5	42.6	67.6
OCI Saudi Limited	Saibor + 1.80%	5/2021	-	3.6	-	3.6
Orascom Construction Industries- Algeria	1 Month TB + 6.0%	5/2021	-	1.7	-	1.7
The Weitz Group, LLC	Multiple rates	Multiple	1.4	15.4	-	16.8
Other	Multiple rates	-	-	16.4	9.1	25.5
Total as of 31 December 2020			19.9	43.6	51.7	115.2

Borrowing Company	Interest rate	Date of maturity	Long term portion	Short term portion	Bank facilities	Total
Orascom Construction SAE	Multiple rates	Annual	12.3	6.5	134.5	153.3
OCI Saudi Limited	Saibor + 1.80%	5/2021	-	1.4	-	1.4
Orascom Construction Industries- Algeria	1 Month TB + 6.0%	5/2021	-	1.7	-	1.7
The Weitz Group, LLC	Multiple rates	Multiple	1.3	14.6	-	15.9
Other	Multiple rates	-	-	11.1	10.3	21.4
Total as of 31 March 2021			13.6	35.3	144.8	193.7

Information about the Group's exposure to interest rate, foreign currency and liquidity risk is disclosed in the financial risk and capital management paragraph in Note 5. The fair value of loans and borrowings approximates the carrying amount at reporting date.

Certain covenants apply to the aforementioned borrowings.

18. Trade and other payables

$ millions	31 March 2021	31 December 2020
Trade payables	467.0	555.2
Trade payables due to related party (Note 26)	6.2	4.7
Other payables	178.3	209.3
Accrued expenses	523.1	487.4
Deferred revenues	3.3	3.6
Other tax payables	16.0	14.2
Lease obligation	15.6	15.9
Retentions payables	164.7	165.7
Employee benefit payables	3.8	3.9
Total	1,378.0	1,459.9
Non-current	57.6	57.1
Current	1,320.4	1,402.8
Total	1,378.0	1,459.9

Information about the Group's exposure to currency and liquidity risk is included in Note 5. The carrying amount of 'Trade and other payables' approximated the fair value at reporting date.

Retentions payable relate to amounts withheld from sub-contractors.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

19. Provisions

$ millions	Warranties	Onerous contracts	Other (including claims)	Total
At 1 January 2020	10.1	9.2	34.0	53.3
Provision formed	-	3.2	10.8	14.0
Provision used	-	-	(0.4)	(0.4)
Provision no longer required	-	(5.0)	(6.4)	(11.4)
Others	(2.8)	(0.1)	1.3	(1.6)
Effect of movement in exchange rates	0.2	0.1	0.5	0.8
At 31 December 2020	7.5	7.4	39.8	54.7

$ millions	Warranties	Onerous contracts	Other (including claims)	Total
At 1 January 2021	7.5	7.4	39.8	54.7
Provision formed	-	0.5	0.7	1.2
Provision used	-	-	-	-
Provision no longer required	-	(0.3)	-	(0.3)
Others	-	-	-	-
Effect of movement in exchange rates	0.8	0.1	(1.0)	(0.1)
At 31 March 2021	8.3	7.7	39.5	55.5

Warranties

The warranties are based on historical warranty data and a weighting of possible outcomes against their associated probabilities.

Other (including claims)

The Group is involved in various litigations and project related disputes. In cases where it is probable that the outcome of the proceedings will be unfavorable, and the financial outcome can be measured reliably, a provision has been recognized. Reference is made to Note 25 for detailed information with respect to major ongoing litigations and claims.

20. Cost of sales and selling, general and administrative expenses

i. Expenses by nature

$ millions	31 March 2021	31 March 2020
Changes in raw materials and consumables, finished goods and work in progress	602.6	605.3
Employee benefit expenses (ii)	139.1	131.0
Depreciation and amortization	11.0	11.8
Maintenance and repairs	10.8	11.4
Consultancy expenses	4.6	6.0
Other	11.4	11.2
Total	779.5	776.7

The expenses by nature comprise ‘cost of sales’ and ‘selling and general and administrative expenses’.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

ii.Employee benefit expenses

$ millions	31 March 2021	31 March 2020
Wages and salaries	110.7	105.3
Social securities	1.1	1.0
Employee profit sharing	3.3	0.9
Pension cost	1.8	1.8
Other employee expenses	22.2	22.0
Total	139.1	131.0

During the three month period ended 31 March 2021, the average number of staff employed in the Group converted into full-time equivalents amounted to 21,043 permanent and 43,692 temporary employees.

A Long-Term Incentive Plan ("LTIP") to attract, motivate and retain key employees in the organization by providing market competitive compensation packages has been put in place in June 2016. Under the plan target awards will be granted annually to executives and senior management and employees in critical positions or high performers. These awards will carry a 3-year vesting period. They will be focused on EBITDA, cash flow from operations and share performance. The plan is cash-settled; no transfer of equity instruments will take place under this plan.

Some of the Group's subsidiaries in the United States of America contribute to multi-employer defined benefit plans administered by unions that provide pension and post-retirement health and welfare benefits to employees, based on a defined dollar amount per hour. The Group has availed the exemption of IAS 19, para 34, to account for the contributions to these multiemployer defined benefit plans as defined contribution plans, as sufficient financial information is not publicly available with regards to these plans. The contribution to these plans for the 3 month period ended 31 March 2021 is USD 2.0 million and the expected contribution to these plans for the financial year 2021 is USD 8.3 million. The average contribution by Group's subsidiaries to multiemployer benefit plans is assessed to be less than 5% of the total contributions of the respective plans.

21. Other income

$ millions	31 March 2021	31 March 2020
Net gain on sale of property, plant and equipment	1.8	0.4
Scrap and other	1.1	1.0
Total	2.9	1.4

22. Net finance cost

$ millions	31 March 2021	31 March 2020
Interest income on financial assets measured at amortized cost	2.1	2.3
Foreign exchange gain	3.6	2.6
Finance income	5.7	4.9
Interest expense on financial liabilities measured at amortized cost	(4.0)	(4.8)
Fair value loss on derivatives	-	(1.6)
Foreign exchange loss	(2.6)	(4.6)
Finance cost	(6.6)	(11.0)
Net finance cost recognized in profit or loss	(0.9)	(6.1)

The above finance income and finance cost include the following interest income and expense in respect of assets (liabilities) not measured at fair value through profit or loss:

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

$ millions	31 March 2021	31 March 2020
Total interest income on financial assets	2.1	2.3
Total interest expense on financial liabilities	(4.0)	(4.8)

23. Earnings per share

i. Basic

	31 March 2021	31 March 2020
Net Profit attributable to shareholders (million USD)	23.8	25.0
Number of ordinary share (million)	116.8	116.8
Basic earnings per ordinary share	0.20	0.21

24. Segment reporting

The Group determines and presents operating segments based on the information that is internally provided to the Chief Executive Officer during the period. The Group has three reportable segments, as described below. Each of the segments is managed separately because they require different operating strategies and use their own assets and employees. Factors used to identify The Group's reportable segments, are a combination of factors and whether operating segments have been aggregated and types of products and services from which each reportable segment derives its revenues.

Business information for the period ended 31 March / 31 December 2020

$ millions	MENA	USA	Besix	Total
Total revenue	552.9	274.7	-	827.6
Share in (loss) income of equity accounted investees	(0.7)	0.5	(11.4)	(11.6)
Depreciation and amortization	(10.1)	(1.7)	-	(11.8)
Interest income (including gain on derivatives)	2.0	0.3	-	2.3
Interest expense (including loss on derivatives)	(4.3)	(0.5)	-	(4.8)
Profit before tax for the 3 month ended 31 March	43.5	2.5	(11.4)	34.6
Investment in PP&E as at 31 December	40.5	5.2	-	45.7
Non-current assets as at 31 December	240.4	73.1	382.9	696.4
Total assets as at 31 December	2,930.8	474.8	382.9	3,788.5
Total liabilities as at 31 December	2,742.0	404.6	-	3,146.6

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Business information for the three month period ended 31 March 2021

$ millions	MENA	USA	Besix	Total
Total revenue	580.0	236.6	-	816.6
Share in (loss) income of equity accounted investees	(0.3)	1.9	(1.4)	0.2
Depreciation and amortization	(9.3)	(1.7)	-	(11.0)
Interest income (including gain on derivatives)	2.1	-	-	2.1
Interest expense (including loss on derivatives)	(3.4)	(0.6)	-	(4.0)
Profit before tax	39.2	1.5	(1.4)	39.3
Investment in PP&E	7.7	0.3	-	8.0
Non-current assets	236.6	72.9	373.8	683.3
Total assets	3,062.7	390.1	373.8	3,826.6
Total liabilities	2,847.1	321.7	-	3,168.8

Segment revenues have been presented based on the location of the entity which is managing the contracts.

BESIX is presented as part of 'equity accounted investees', therefore in the above schedule only the income from equity accounted investees and the asset value are reflected. For further information with respect to liabilities, revenues and cost, reference is made to note 9.

The geographic information above analyses the Group's revenue and non-current assets by the Company where the activities are being operated. The Orascom Construction Group has customers that represent 10 percent or more of revenues:

Percentage	31 March 2021	31 March 2020
Egyptian Government	57.4	54.7

25. Contingencies

25.1 Contingent liabilities

25.1.1 Letters of guarantee / letters of credit

Letters of guarantee issued by banks in favor of others as at 31 March 2021 amount to USD 1,888.4 million (31 December 2020: USD 1,773.1 million). Outstanding letters of credit as at 31 March 2021 (uncovered portion) amount to USD 80.0 million (31 December 2020: USD 75.3 million).

Certain of our sub-holdings have put general performance guarantees for the execution of more significant projects by our subsidiaries.

As of 31 March 2021, mechanic liens have been received in respect of one of our US project for a total of USD 5.0 million (31 December 2020: USD 5.0 million).

25.1.2 Litigations and claims

In the ordinary course of business, the Group entities and joint ventures are involved in some arbitration or court cases as defendants or claimants. These litigations are carefully monitored by the entities' management and legal counsels, and are regularly assessed with due consideration for possible insurance coverage and recourse rights on third parties. OC PLC does not expect these proceedings to result in liabilities that have a material effect on the company's financial position. In cases where it is probable that the outcome of the proceedings will be unfavourable, and the financial outcome can be measured reliably, a provision has been recognized in the financial statements which is disclosed in note 19 'Provisions'. It should be understood that, in light of possible future developments, such as: (a) potential additional lawsuits, (b) possible future settlements, and (c) rulings or judgments in pending lawsuits, certain cases may result in additional liabilities and related costs. At this point in time, OC PLC cannot estimate any additional amount of loss or range of loss in excess of the recorded amounts with sufficient certainty to allow such amount or range of amounts to be meaningful. Moreover, if and to the extent that the contingent liabilities materialize, they are typically paid over a number of years and the timing of such payments cannot be predicted with confidence. While the

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

outcome of said the cases, claims and disputes cannot be predicted with certainty, we believe, based upon legal advice and information received, that the final outcome will not materially affect our consolidated financial position but could be material to our results of operations or cash flows in any one accounting period.

25.1.3 Sidra Medical Center

The contract for the design and build of the Sidra Medical and Research Centre in Doha, Qatar, was awarded by the Qatar Foundation for Education, Science & Community Development (the "Foundation") in February 2008 to the associate owned by Obrascón Huarte Lain (55%) and Contrack (45%), for a total contract value of approximately USD 2.4 billion. The project was more than 95% complete and is not part of the Construction Group's backlog as the project is accounted for under the equity method.

In July 2014, the consortium received a Notice of Termination from the Foundation. On 23 July 2014, the Foundation commenced arbitration proceedings against the associate by serving a Request for Arbitration with the ICC (seat in London) dated 23 July 2014. Procedural hearings and expert meetings took place, with the substantive hearing being held 23 October 2017 to 17 November 2017. In February 2018, the Arbitral Tribunal issued a partial award in respect of certain variation claims and defects, and further agreed that questions of quantum as well as the remaining matters in dispute will be addressed in three long hearings, two that were held in April/May and October/November 2018, and upcoming hearings, including for procedural matters, scheduled to be held in May 2021 and beyond.

In August 2017, the Foundation again served a Request for Arbitration, this time in parallel proceedings against OCI SAE with the ICC (seat in London). The claims made by the Foundation in this new arbitration arise in connection with a Parent Company Guarantee (the "PCG") issued by OCI SAE on 7 February 2008. The Foundation alleged that the terms of the PCG protect it in respect of liabilities and obligations of Contrack (Cyprus) Limited on the Project. The Foundation has not yet specified the amount/s that it claims against OCI under the PCG. OCI filed its Answer to the Request for Arbitration on 9 November 2017 asserting lack of jurisdiction, premature and inadmissible claim, and that the PCG has expired. The Terms of Reference were signed on 22 January 2018, and the Tribunal issued its first Procedural Order on 12 March 2018. The Foundation filed its Statement of Case on 23 April 2018, and OCI filed its Statement of Defence in 15 August 2018. At this time, the Tribunal has not ordered the parties to take any further substantive steps.

26. Related party transactions

The following is a list of significant related party transactions and outstanding amounts:

Related party	Relation	Revenue transactions during the three month period ended 31 March 2020	AR and loan outstanding at year ended 31 December 2020	Purchases transactions during the three month period ended 31 March 2020	AP and advances outstanding at year ended 31 December 2020
Medrail	Equity accounted investee	-	6.9	-	-
Ras Ghareb Wind Energy	Equity accounted investee	-	5.7	-	-
Iowa fertilizer Company	Related via Key Management personnel	-	0.8	-	-
Natgasoline	Related via Key Management personnel	0.2	-	-	-
OCI SAE "fertilizer"	Related via Key Management personnel	-	2.7	-	-
Other		-	6.8	-	4.7
Total		0.2	22.9	-	4.7

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Related party	Relation	Revenue transactions during the three month period ended 31 March 2021	AR and loan outstanding at period ended 31 March 2021	Purchases transactions during the three month period ended 31 March 2021	AP and advances outstanding at period ended 31 March 2021
Medrail	Equity accounted investee	-	5.0	-	-
Ras Ghareb Wind Energy	Equity accounted investee	-	5.9	-	-
Iowa fertilizer Company	Related via Key Management personnel	-	0.8	-	-
Natgasoline	Related via Key Management personnel	0.2	-	-	-
OCI SAE “fertilizer”	Related via Key Management personnel	-	3.0	-	-
Other		-	11.1	-	6.2
Total		0.2	25.8	-	6.2

In addition to the related party transactions in the table above, the company incurs certain operating expenses for immaterial amounts in relation to services provided by related parties.

26.1 Demerger of Construction and Engineering business

26.1.1 General

The demerger from OCI N.V. was completed successfully in March 2015, with the listing of shares on Nasdaq Dubai as of 9 March 2015 and a secondary listing on the Egyptian Exchange as of 11 March 2015.

After the demerger, OCI N.V. and OC PLC each operate as separately listed companies. There are no cross-directorships, other than Jérôme Guiraud who is a non-executive director in both. The senior management teams of OCI N.V. and OC PLC are different and all agreements between the two companies are executed based on agreed terms.

Services between OCI N.V. and OC PLC Group entities in the areas of accounting, treasury, information technology, etc, are payable on a cost-plus basis.

OC PLC and OCI N.V. are party to continuing commercial arrangements. The existing commercial arrangements were entered into on agreed terms and are not materially different from the terms on which OC PLC has contracted with other customers. The most relevent are listed below:

26.1.2 Conditional sale agreement

On 5 February 2015, OC IHC 4 B.V. (a subsidiary of OC PLC) and OCI MENA B.V. (a subsidiary of OCI N.V.) entered into an Agreement for the Conditional Sale and Purchase of the Share Capital of Construction Egypt. Under the Conditional Sale Agreement, OCI MENA B.V. has agreed to sell to OC IHC 4 B.V. all of the shares it will receive as a result of the Egypt Demerger. These shares (the Construction Egypt Shares) will be shares in an Egyptian joint stock company (Construction Egypt) which, as a result of the Egypt Demerger, will hold the construction projects and construction business of Orascom Construction Industries S.A.E in the Middle East and North Africa which, in order to comply with local law and regulation, cannot be transferred to OC PLC prior to completion of the Demerger. The transfer of the Construction Egypt Shares will be conditional on the completion of the Egypt Demerger, the approval of Egyptian Financial Supervisory Authority (“EFSA”) regarding the issue of the Construction Egypt shares to OCI MENA B.V. and incorporation of Construction Egypt. In addition, OCI MENA B.V. commits to appoint management personnel in the construction operations, such personnel to be nominated by OC IHC 4 B.V.; to appoint accounting personnel responsible for the preparation of the carve out financials of the construction operations, such personnel to be nominated by OC IHC 4 B.V., and to vote on the board of directors of Orascom Construction Industries S.A.E. in matters related to the construction operations based on the recommendation of OC IHC 4 B.V. The Conditional Sale Agreement also provides for the economic benefits/liabilities of the Construction Egypt Shares including the underlying Relevant Construction Projects (together with the right to any dividends) to pass from OCI MENA B.V. to OC IHC 4 B.V. with effect from the date of the Conditional Sale Agreement as if such shares had been in existence since 30 September 2014.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

This transfer of economic benefit will remain in force until the earlier of completion of the Egypt Demerger and transfer of the Construction Egypt Shares to the Company and completion of all of the Relevant Construction Projects, while any new awards are sought through wholly-owned subsidiaries of OC PLC.

26.1.3 Tax indemnity agreement

On 6 February 2015, OC PLC and Orascom Construction Industries S.A.E. (a subsidiary of OCI N.V.) entered into a tax indemnity agreement which sets out the obligations of the parties in respect of the tax claim lodged by the tax authorities in Egypt relating to the sale of the Orascom Construction Industries S.A.E.'s cement business to Lafarge SA in 2007. The parties have agreed that, to the extent that any liability is incurred by Orascom Construction Industries S.A.E. in relation to the Tax Claim (including the costs of dealing with the Tax Claim), this will be shared between the parties on a 50%/50% basis. In addition, to the extent that any recoveries, including interests, are made in relation to the Tax Claim, these will be shared between the parties on a 50%/50% basis (excluding the amount of EGP 2.5 billion for which it was announced that the rights will be transferred to Tahya Misr social fund in Egypt).

26.2 OCI Foundation and Sawiris Foundation

The OCI Foundation invests company resources in educational programs that improve the communities in which the company operates. OCI has cultivated strong ties with several leading universities, including the University of Chicago (Onsi Sawiris Scholars Exchange Program), Stanford (The American Middle Eastern Network Dialogue) and Yale (Master of Advanced Management program and Global Network for Advanced Management program).

Furthermore, the Sawiris Foundation for Social Development also provides grants to fund projects implemented by charitable organizations, educational institutions, local government and private business.

27. Remuneration of the Board of Directors (Key management personnel)

During the 3 month period ended 31 March 2021, we considered the members of the Board of Directors (Executive and Non-executive) and the senior management to be the key management personnel as defined in IAS 24 'Related parties'. The total remuneration of the key-management personnel for the 3 month period ended 31 March 2021, amounted to approximately USD 2.5 million.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

28. List of principal subsidiaries, associates and joint ventures

Companies	Country	Percentage of interest	Consolidation method
Cementech Limited	BVI	100.00	Full
Orascom Construction Industries Algeria Spa	Algeria	99.90	Full
IMAGRO Construction SRL	Italy	49.90	Full
BESIX Group SA	Belgium	50.00	Equity
Aluminium & Light Industries Co Ltd	Egypt	100.00	Full
OCI Construction Limited	Cyprus	100.00	Full
Orascom Construction	Egypt	100.00	Full
Orascom Road Construction	Egypt	99.98	Full
Orasqualia for the Development of the Wastewater Treatment Plant	Egypt	50.00	Equity
National Steel Fabrication	Egypt	99.90	Full
Suez Industrial Development Company	Egypt	60.50	Full
Orascom Saudi Company	Kingdom of Saudi Arabia	60.00	Full
Contrack Watts Inc	USA	100.00	Full
Orascom E&C USA	USA	100.00	Full
Orascom Construction USA Inc	USA	100.00	Full
Orascom Investments	Netherlands	100.00	Full
The Weitz Group LLC	USA	100.00	Full
Orascom for Wind Energy	Egypt	100.00	Full

Furthermore, OC PLC has various holding companies in the Netherlands and the countries it operates in.

The Board of Directors has proposed a dividend of USD 0.23 per share amounting to USD 27 million which is to be approved by the shareholders at the Annual General Meeting on May 2021.

29. Impact of COVID-19

The coronavirus outbreak since early 2020 has brought additional uncertainties in the Group's operating environment and continue to impact the Group's operations in the areas we operate in, with our main activities in Egypt and USA. The Group has formed a Crisis Management Committee to ensure the safe and stable continuation of its business operations which include measures to address and mitigate any identified key operational and financial issues. These contingency measures include amongst others communication plans with our clients, mitigation plans at project level to minimize the impact of possible slowdowns, if any, and measures to safeguard the welfare of our employees and subcontractor staff at our project sites and offices.

Our major projects in Egypt and USA have remained operational throughout the period with minimum disruption based on the initiatives implemented by the Group and supported by the mandates issued by the respective governments. We have also put in place effective business continuity and remote working plans enabled by the right technologies and systems to ensure uninterrupted operations across the Group.

Based on our assessment of the COVID-19 impact, there are no significant impact in its financial position and performance as at and for the three month period ended 31 March 2021. Further, we concluded that significant changes are not required as of 31 March 2021 in its key accounting judgements and estimates from those applied in the last annual consolidated financial statements as of 31 December 2020.

Furthermore, we continue to assess the level of future credit-lines and whether additional lines need to be made available to manage our liquidity. The Group will keep these contingency measures under review as the situation is fast evolving, the effect of the outbreak is by nature subject to certain degree of uncertainty.

NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS

Dubai, UAE, 19 May 2021

The Orascom Construction PLC Board of Directors,

Jérôme Guiraud	Chairman
Osama Bishai	Chief Executive Officer
Sami Haddad	Member
Johan Beerlandt	Member
Wiktor Sliwinski	Member
Nada Shousha	Member