# DAR AL-THURAYA REAL ESTATE COMPANY K.S.C.P. AND ITS SUBSIDIARIES

#### INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

#### 31 MARCH 2023





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# REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION TO THE BOARD OF DIRECTORS OF DAR AL-THURAYA REAL ESTATE COMPANY K.S.C.P.

#### Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of Dar Al-Thuraya Real Estate Company K.S.C.P. (the "Parent Company") and its subsidiaries (collectively, the "Group") as at 31 March 2023, and the related interim condensed consolidated statement of comprehensive income, interim condensed consolidated statement of changes in equity and interim condensed consolidated statement of cash flows for the three-month period then ended. The management of the Parent Company is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Accounting Standard IAS 34 *Interim Financial Reporting* ("IAS 34"). Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review.

#### Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*". A review of interim financial information 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 interim condensed consolidated financial information is not prepared, in all material respects, in accordance with IAS 34.

#### **Emphasis of Matter**

We draw attention to Note 7 in the interim condensed consolidated financial information which states that the Group is the ultimate beneficiary of certain investment properties with a carrying value of KD 1,603,000 (31 December 2022: KD 1,603,000 and 31 March 2022: KD 1,700,000) registered in the name of a related party on behalf of the Group. Our conclusion is not modified in respect of this matter.



# **REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION TO THE BOARD OF DIRECTORS OF DAR AL-THURAYA REAL ESTATE COMPANY K.S.C.P. (continued)**

#### **Report on Other Legal and Regulatory Matters**

Furthermore, based on our review, the interim condensed consolidated financial information is in agreement with the books of account of the Parent Company. We further report that, to the best of our knowledge and belief, we have not become aware of any violations of the Companies Law No. 1 of 2016, as amended, and its executive regulations, as amended, nor of the Parent Company's Articles of Association and Memorandum of Incorporation, as amended, during the three-month period ended 31 March 2023 that might have had a material effect on the business of the Parent Company or on its financial position.

We further report that, during the course of our review, to the best of our knowledge and belief, we have not become aware of any violations of the provisions of Law No. 7 of 2010, concerning the Capital Markets Authority and its related regulations during the three-month period ended 31 March 2023 that might have had a material effect on the business of the Parent Company or on its financial position.

BADER A. AL-ABDULJADER LICENCE NO. 207 A EY AL AIBAN, AL OSAIMI & PARTNERS

10 May 2023 Kuwait

### INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

For the period ended 31 March 2023

		Three months ended 31 March	
	Notes	2023 KD	2022 KD
INCOME	2	105 435	70.072
Net real estate income	3	107,427	79,973
Net (loss) gain on investments securities	4	(55,857)	26,021
		51,570	105,994
EXPENSES			
Administrative expenses		(38,946)	(32,599)
Finance costs	9	(10,845)	(9,584)
		(49,791)	(42,183)
PROFIT BEFORE TAX		1,779	63,811
Contribution to Kuwait Foundation for Advancement of Sciences (KFAS)		(16)	(574)
National Labour Support Tax (NLST)		(35)	(1,618)
PROFIT FOR THE PERIOD		1,728	61,619
Other comprehensive income			
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		1,728	61,619
BASIC AND DILUTED EARNINGS PER SHARE	5	0.012 Fils	0.421 Fils

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED) As at 31 March 2023

ASSETS	Notes	31 March 2023 KD	(Audited) 31 December 2022 KD	31 March 2022 KD
Non-current assets				
Investment properties	6	19,914,000	19,914,000	12,450,000
Current assets				
Trade and other receivables	7	73,476	39,031	6,493,177
Financial assets at fair value through profit or loss	11	835,737	891,594	1,012,935
Bank balances and cash		151,418	121,111	111,935
		1,060,631	1,051,736	7,618,047
TOTAL ASSETS		20,974,631	20,965,736	20,068,047
EQUITY AND LIABILITIES Equity Share capital		14,650,000	14,650,000	14,650,000
Statutory reserve		959,442	959,442	917,748
Voluntary reserve Retained earnings		866,845 793,534	866,845 791,806	866,845 492,413
Total equity		17,269,821	17,268,093	16,927,006
Liabilities Non-current liabilities				
Employees' end of service benefits		23,960	24,332	19,995
Current liabilities				
Other liabilities		3,680,850	3,673,311	3,121,046
Total liabilities		3,704,810	3,697,643	3,141,041
TOTAL EQUITY AND LIABILITIES		20,974,631	20,965,736	20,068,047
				-

Ahmad Abdulrazaq Al-Bahar Chairman

## INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the period ended 31 March 2023

	Share capital KD	Statutory reserve KD	Voluntary reserve KD	Retained earnings KD	Total equity KD
As at 1 January 2023 (audited) Total comprehensive income for the period	14,650,000	959,442 -	866,845 -	<b>791,806</b> 1,728	<b>17,268,093</b> 1,728
At 31 March 2023	14,650,000	959,442	866,845	793,534	17,269,821
As at 1 January 2022 (audited) Total comprehensive income for the period	14,650,000	917,748	866,845	430,794 61,619	16,865,387 61,619
At 31 March 2022	14,650,000	917,748	866,845	492,413	16,927,006

### INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the period ended 31 March 2023

		Three months ended 31 March	
	Note	2023	2022
		KD	KD
OPERATING ACTIVITIES			
Profit before tax		1,779	63,811
Adjustments to reconcile profit before tax to net cash flows:			
Changes in fair value on financial assets at FVPL	4	55,857	15,018
Realised gain on sale of financial assets at FVPL	4	-	(41,039)
Provision for employees' end of service benefits		2,628	900
Finance costs	9	10,845	9,584
		71,109	48,274
Working capital changes:			
Trade and other receivables		(34,445)	(2,960)
Other liabilities		(3,357)	(144,237)
Cash flow from (used in) operations		33,307	(98,923)
Employees' end of service benefits paid		(3,000)	(500)
Net cash flows from (used in) operating activities		30,307	(99,423)
INVESTING ACTIVITIES			
Purchase of financial assets at FVPL		-	(455,476)
Net cash flows used in investing activities			(455,476)
NET INCREASE (DECREASE) IN BANK BALANCES AND CASH		30,307	(554,899)
Bank balances and cash at 1 January		121,111	666,834
BANK BALANCES AND CASH AT 31 MARCH		151,418	111,935

As at and for the period ended 31 March 2023

#### 1.1 CORPORATE INFORMATION

The interim condensed consolidated financial information of Dar Al-Thuraya Real Estate Co. K.S.C. P. (the "Parent Company") and its subsidiaries (collectively, the "Group") for the three months ended 31 March 2023 was authorised for issue in accordance with a resolution of the Board of Directors of the Parent Company on 10 May 2023.

The annual general assembly meeting ("AGM") of the Parent Company for the year ended 31 December 2022 has not been held yet. Accordingly, the shareholders of the Parent Company have not yet approved the consolidated financial statements for the year ended 31 December 2022. The interim condensed consolidated financial information for the three-month period ended 31 March 2023 do not include any adjustments, which might have been required.

The Parent Company is a public shareholding company, incorporated and domiciled in the State of Kuwait, and whose shares are publicly traded in Boursa Kuwait.

The Parent Company's head office is located at Al Salam Tower, Fahad Al Salem Street, Al Salhia and its registered postal address is P.O. Box 1376, Safat 13014, State of Kuwait.

The Group principally operates in Kuwait and engages in financial investments and properties as detailed in the Group's annual consolidated financial statements for the year ended 31 December 2022. The principal activities of the Group are described in Note 10.

The Group carries out its activities in accordance with the principles of Islamic Sharīʿa as approved by the Fatwa and Sharīʿa board appointed by the Parent Company.

The Parent Company is a subsidiary of Al Madar Investment Company K.S.C.P. (the "Intermediate Parent Company") listed on Boursa Kuwait. The Intermediate Company is a subsidiary of Al Thekair General Trading and Contracting Company W.L.L. (the "Ultimate Parent Company").

#### **1.2 GROUP INFORMATION**

#### Subsidiaries

The consolidated financial statements of the Group include:

			% equity interest		
Name	Principal activities	Country of Incorporation	31 March 2023	31 December 2022	31 March 2022
	General trading and			(Audited)	
Al Thuraya Star Company W.L.L.	contracting	Kuwait	100%	100%	100%
Kuwait Building Real Estate Company K.S.C. (Closed) *	Real estate	Kuwait	99%	99%	99%
Golden Madar Real Estate Company W.L.L.	Real estate	Kuwait	100%	100%	100%

\* The remaining shares in this subsidiary is held by other parties on behalf of the Group. Therefore, the effective ownership of the Group in this subsidiary is 100%.

#### 2 BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES

#### 2.1 Basis of preparation

The interim condensed consolidated financial information of the Group has been prepared in accordance with International Accounting Standard 34: "*Interim Financial Reporting*" ("IAS 34"). The Group has prepared the interim condensed consolidated financial information on the basis that it will continue to operate as a going concern. The management considers that there are no material uncertainties that may cast doubt significant doubt over this assumption. They have formed a judgement that there is a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future, and not less than 12 months from the end of the reporting period.

As at and for the period ended 31 March 2023

# 2 BASIS OF PREPARATION AND CHANGES TO THE GROUP'S ACCOUNTING POLICIES (continued)

#### 2.1 Basis of preparation (continued)

The interim condensed consolidated financial information does not include all the information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements as at and for the year ended 31 December 2022.

#### 2.2 New standards, interpretations and amendments adopted by the Group

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2022, except for the adoption of new standards effective as of 1 January 2023. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

Several amendments and interpretations apply for the first time in 2023, but do not have an impact on the interim condensed consolidated financial information of the Group.

#### **Definition of Accounting Estimates - Amendments to IAS 8**

The amendments to IAS 8 clarify the distinction between changes in accounting estimates, and changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

These amendments had no impact on the interim condensed consolidated financial information.

#### Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2

The amendments to IAS 1 and IFRS Practice Statement 2 *Making Materiality Judgements* provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments had no impact on the Group's interim condensed consolidated financial information, but are expected to affect the accounting policy disclosures in the Group's annual consolidated financial statements.

#### **3 NET REAL ESTATE INCOME**

	Three months ended 31 March		
	2023 KD	2022 KD	
Rental income arising from operating leases on investment properties Property operating expenses	111,385 (3,958)	81,765 (1,792)	
	107,427	79,973	

#### 4 NET (LOSS) GAIN ON INVESTMENTS SECURITIES

	Three months ended 31 March		
	2023 KD	2022 KD	
Changes in fair value of financial assets at FVPL Realised (loss) gain on sale of financial assets at FVPL	(55,857)	(15,018) 41,039	
	(55,857)	26,021	

As at and for the period ended 31 March 2023

#### 5 EARNINGS PER SHARE (EPS)

Basic EPS amounts are calculated by dividing the profit for the period by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is calculated by dividing the profit by the weighted average number of ordinary shares outstanding during the period plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares. As there are no dilutive instruments outstanding, basic and diluted EPS are identical.

	Three months ended 31 March		
	2023	2022	
Profit for the period (KD)	1,728	61,619	
Weighted average number of ordinary shares outstanding during the period (shares)	146,500,000	146,500,000	
Basic and diluted EPS (fils)	0.012	0.421	

There have been no transactions involving ordinary shares between the reporting date and the date of authorisation of this interim condensed consolidated financial information which would require the restatement of EPS.

#### 6 INVESTMENT PROPERTIES

	31 March 2023 KD	(Audited) 31 December 2022 KD	31 March 2022 KD
As at the beginning of the period/ year	19,914,000	12,450,000	12,450,000
Additions	-	848,000	-
Reinstated properties upon revocation of sale contract (Refer to			
Note 7 for further details)	-	6,381,900	-
Capital expenditure on owned property	-	55,452	-
Change in fair value in investment properties	-	178,648	-
As at the end of the period/ year	19,914,000	19,914,000	12,450,000

Included within investment properties an income generating developed property in the State of Kuwait with a carrying value of KD 1,603,000 (31 December 2022: KD 1,603,000 and 31 March 2022: KD 1,700,000) which is financed through an Islamic profit-bearing loan payable to a related party amounting to KD 1,054,943 as at 31 March 2023 (31 December 2022: KD 1,044,099 and 31 March 2022: KD 1,050,880) included under other liabilities in the interim condensed consolidated statement of financial position. The property is registered in the name of a related party (shareholder of the Ultimate Parent Company) who has confirmed in writing through an irrevocable power of attorney that the risks and rewards associated with the property lies with the Group (Note 9).

The Group's investment property portfolio consists of the following:

	31 March 2023	(Audited) 31 December 2022	31 March 2022
	2025	2022	2022
	KD	KD	KD
Properties under development	10,805,000	10,805,000	10,750,000
Developed properties	9,109,000	9,109,000	1,700,000
	19,914,000	19,914,000	12,450,000

As at and for the period ended 31 March 2023

#### 6 INVESTMENT PROPERTIES (continued)

The valuations of investment properties were performed at 31 December by two accredited independent valuers with recognised and relevant professional qualification and experience in the locations and categories of the investment properties being valued. As required by the Capital Market Authority (CMA), the Group has selected the lower of these valuations. The valuation models applied are consistent with the principles in IFRS 13 and fair value is determined using a mix of the income capitalisation method and the market comparison approach considering the nature and usage of each property. Valuation of the Group's investment property portfolio is performed on an annual basis as management believes that there are no significant circumstances that have arisen during the interim reporting period, which may have a material impact on fair value.

#### 7 PREPAYMENTS AND OTHER RECEIVABLES

	31 March 2023 KD	(Audited) 31 December 2022 KD	31 March 2022 KD
Tenant receivables Receivables from sale of investment properties	17,284	-	2,169 6,381,900
Prepaid expenses	20,817	34,406	34,038
Refundable deposits	31,375	-	27,000
Other receivables	4,000	4,625	48,070
	73,476	39,031	6,493,177

#### 8 COMMITMENTS AND CONTINGENCIES

#### 8.1 Capital commitments

As at 31 March 2023, the Group had agreed construction contracts with third parties and is consequently committed to future capital expenditure in respect of investment property under development of KD Nil (31 December 2022: KD Nil and 31 March 2022: KD 1,021,812). There are no contractual commitments in respect of completed investment property.

#### 8.2 Contingent liabilities

The Group had no material contingent liabilities as at 31 March 2023, 31 December 2022 and 31 March 2022.

#### 9 RELATED PARTY DISCLOSURES

These represent transactions with certain parties (associates, major shareholders, directors and executive officers of the Group, close members of their families and entities of which they are principal owners or over which they are able to exercise control or significant influence) entered into by the group in the ordinary course of business. Pricing policies and terms of these transactions are approved by the Parent Company's management.

The following table provides the total amount of transactions that have been entered into with related parties during the three months ended 31 March 2023 and 2022, as well as balances with related parties as at 31 March 2023, 31 December 2022 and 31 March 2022:

	Other related party <sup>1</sup> KD	Intermediate Parent Company <sup>2</sup> KD	31 March 2023 KD	(Audited) 31 December 2022 KD	31 March 2022 KD
<i>Statement of financial position</i> Other liabilities	1,054,943	2,501,566	3,556,509	3,550,049	3,030,143

As at and for the period ended 31 March 2023

#### 9 **RELATED PARTY DISCLOSURES (continued)**

- <sup>1</sup> Other related party includes an amount of KD 1,054,943 due to a major shareholder of the Ultimate Parent Company (31 December 2022: KD 1,044,099 and 31 March 2022: KD 1,050,880), bearing a fixed interest rate of 3.8% (31 March 2022: 3.8%). The amount represents financing the purchase of an investment property. The amount is repayable on maturity on 30 June 2023 and is therefore classified as a current liability. The Group had incurred finance costs amounting to KD 10,845 for the three months ended 31 March 2023 (31 March 2022: KD 9,584).
- <sup>2</sup> Amounts due to a related party are unsecured, interest free and have no fixed repayment schedule. There have been no guarantees provided or received for related party payables.

#### Transactions with key management personnel

Key management personnel comprise of the Board of Directors and key members of management having authority and responsibility for planning, directing and controlling the activities of the Group. The aggregate value of transactions and outstanding balances related to key management personnel were as follows.

	Transaction values for the three months ended		Balance outstanding as at		
	31 March 2023 KD	31 March 2022 KD	31 March 2023 KD	31 December 2022 KD (Audited)	31 March 2022 KD
Salaries and other short-term benefits Employees end of service benefits	8,663 1,301	8,520 1,285	18,602 12,406	16,368 16,604	15,696 13,121
	9,964	9,805	31,008	32,972	28,816

#### 10 SEGMENT INFORMATION

For management purposes, the Group is organised into three major business segments. The principal activities and services under these segments are as follows:

- **Real estate:** Buying, selling, capital appreciation and investing in real estate
- ▶ Investment: investment in subsidiaries, associates and equity securities
- ► Other unallocated items: assets, liabilities, revenues and expenses that are not allocated to the above segments

		31 March 2023				
		Other unallocated				
	Real estate KD	Investment KD	items KD	Total KD		
Assets	19,931,284	835,738	207,610	20,974,631		
Liabilities	1,107,943	338	2,596,529	3,704,810		
Income	107,427	(55,857)		51,570		
Segment profit (loss)	107,427	(55,857)	(49,842)	1,728		

As at and for the period ended 31 March 2023

#### 10 SEGMENT INFORMATION (continued)

	31 March 2022				
			Other unallocated		
	Real estate KD	Investment KD	items KD	Total KD	
Assets	18,855,182	1,059,790	153,075	20,068,047	
Liabilities	1,053,880	338	2,086,823	3,141,041	
Income	79,973	26,021	-	105,994	
Segment profit (loss)	79,973	26,021	(44,375)	61,619	
	31 December 2022 (Audited)				
			Other unallocated		
	Real estate KD	Investment KD	items KD	Total KD	
Assets	19,917,425	891,594	156,717	20,965,736	
Liabilities	1,099,724	338	2,597,581	3,697,643	

#### 11 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

#### Fair value hierarchy

All financial instruments for which fair value is recognised or disclosed are categorised within the fair value hierarchy, based on the lowest level input that is significant to the fair value measurement as a whole, as follows:

- ▶ Level 1 Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ► Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

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

There were no transfers between Level 1 and Level 2 fair value measurements during the period, and no transfers into or out of Level 3 fair value measurements during the three months ended 31 March 2023.

There were no changes in the Group's valuation processes, valuation techniques, and types of inputs used in the fair value measurements during the period.

As at and for the period ended 31 March 2023

#### 11 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

#### Valuation methods and assumptions

The following methods and assumptions were used to estimate the fair values:

#### Listed investment in equity securities

As at 31 March 2023, financial assets at fair value through profit or loss with a carrying value of KD 835,737 (31 December 2022: KD 891,594 and 31 March 2022: KD 1,012,935) are classified under Level 1 of the fair value hierarchy.

#### Other financial assets and liabilities at amortised cost

Fair value of other financial instruments is not materially different from their carrying values, at the reporting date, as these instruments are of short-term maturities or repriced immediately based on market movements in interest rates. The fair value of financial assets and financial liabilities with a demand feature is not less than its face value.

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