

# **Amanat Holdings PJSC**

**Condensed consolidated interim financial statements**  
*For the period ended 30 June 2016*

## **Amanat Holdings PJSC**

### **Condensed consolidated interim financial statements**

*For the period ended 30 June 2016*

|                                                                                                | Page   |
|------------------------------------------------------------------------------------------------|--------|
| Independent auditor's report on review of condensed consolidated interim financial information | 1 - 2  |
| Condensed consolidated interim statement of financial position                                 | 3      |
| Condensed consolidated interim statement of profit or loss                                     | 4      |
| Condensed consolidated interim statement of profit or loss and other comprehensive income      | 5      |
| Condensed consolidated interim statement of changes in equity                                  | 6      |
| Condensed consolidated interim statement of cash flows                                         | 7      |
| Notes to the condensed consolidated interim financial statements                               | 8 – 19 |

**Independent auditor's report on review of condensed consolidated interim financial information**



KPMG Lower Gulf Limited  
Level 13, Boulevard Plaza Tower One  
Mohammed Bin Rashid Boulevard  
P.O.Box 3800  
Downtown Dubai  
United Arab Emirates  
Tel. +971 (4) 403 0300  
Fax +971 (4) 330 1515  
www.ae-kpmg.com

**Independent auditors' report on review of condensed consolidated interim financial information**

The Shareholders  
Amanat Holdings P.J.S.C.

**Introduction**

We have reviewed the accompanying 30 June 2016 condensed consolidated interim financial information of Amanat Holdings PJSC ("the Company") and its subsidiaries (collectively referred to as "the Group"), which comprise:

- the condensed consolidated interim statement of financial position as at 30 June 2016;
- the condensed consolidated interim statement of profit or loss for the three-month and six-month periods ended 30 June 2016;
- the condensed consolidated interim statement of profit or loss and other comprehensive income for the three-month and six-month periods ended 30 June 2016;
- the condensed consolidated interim statement of changes in equity for the six-month period ended 30 June 2016;
- the condensed consolidated interim statement of cash flows for the six-month period ended 30 June 2016; and
- notes to the condensed consolidated interim financial information.

Management is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed consolidated interim financial information 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 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 30 June 2016 review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

**KPMG**

KPMG Lower Gulf Limited  
Fawzi AbuRass  
Registration No: 968  
Dubai, United Arab Emirates

Date:

**07 AUG 2016**

## Amanat Holdings PJSC

### Condensed consolidated interim statement of financial position

As at 30 June 2016

|                                                               |      | At 30 June<br>2016<br>AED'000<br>(Un-audited) | At 31 December<br>2015<br>AED'000<br>(Audited) |
|---------------------------------------------------------------|------|-----------------------------------------------|------------------------------------------------|
|                                                               | Note |                                               |                                                |
| <b>ASSETS</b>                                                 |      |                                               |                                                |
| <b>Non-current assets</b>                                     |      |                                               |                                                |
| Property and equipment                                        |      | 1,982                                         | 1,085                                          |
| Investment in an associate                                    | 3    | 359,746                                       | 206,184                                        |
| <b>Total non-current assets</b>                               |      | <b>361,728</b>                                | <b>207,269</b>                                 |
| <b>Current assets</b>                                         |      |                                               |                                                |
| Available-for-sale investments                                | 4    | -                                             | 10,018                                         |
| Deposits and prepayments                                      | 5    | 2,192                                         | 2,128                                          |
| Other assets                                                  | 6    | 27,292                                        | 8,378                                          |
| Due from a related party                                      | 16   | 731                                           | 222                                            |
| Cash and bank balances                                        | 7    | 2,156,846                                     | 2,337,585                                      |
| <b>Total current assets</b>                                   |      | <b>2,187,061</b>                              | <b>2,358,331</b>                               |
| <b>Total assets</b>                                           |      | <b>2,548,789</b>                              | <b>2,565,600</b>                               |
| <b>EQUITY AND LIABILITIES</b>                                 |      |                                               |                                                |
| <b>EQUITY</b>                                                 |      |                                               |                                                |
| Share capital                                                 | 8    | 2,500,000                                     | 2,500,000                                      |
| Share issuance reserve                                        | 9    | 5,718                                         | 5,718                                          |
| Unrealised gain on available-for-sale investments             |      | -                                             | 1,416                                          |
| Retained earnings                                             |      | 26,768                                        | 40,467                                         |
| Statutory reserve                                             | 19   | 5,058                                         | 5,058                                          |
| Legal reserve                                                 | 20   | 5,058                                         | 5,058                                          |
| <b>Total equity attributable to the owners of the Company</b> |      | <b>2,542,602</b>                              | <b>2,557,717</b>                               |
| <b>LIABILITIES</b>                                            |      |                                               |                                                |
| <b>Current liabilities</b>                                    |      |                                               |                                                |
| Trade and other payables                                      | 10   | 6,187                                         | 7,883                                          |
| <b>Total liabilities</b>                                      |      | <b>6,187</b>                                  | <b>7,883</b>                                   |
| <b>Total equity and liabilities</b>                           |      | <b>2,548,789</b>                              | <b>2,565,600</b>                               |

The notes set out on pages 8 to 19 form an integral part of these condensed consolidated interim financial statements.

These condensed consolidated interim financial statements were approved by the Board of Directors on 07 AUG 2016 and signed on its behalf by:

Chairman

Name: Faisal Juma Khalfan  
Belhoul AL Falasi

Director

Name: Khalifan Juma Khalfan  
Belhoul

The Independent auditor's report on review of condensed consolidated interim financial information is set out on page 1.

## Amanat Holdings PJSC

Condensed consolidated interim statement of profit or loss  
For the period ended 30 June 2016

|                                                                                      |      | For the 6<br>month<br>period ended<br>30 June 2016<br>AED'000<br>(Un-audited) | For the 6<br>month<br>period ended<br>30 June 2015<br>AED'000<br>(Un-audited) | For the 3<br>month<br>period ended<br>30 June 2016<br>AED'000<br>(Un-audited) | For the 3<br>month<br>period ended<br>30 June 2015<br>AED'000<br>(Un-audited) |
|--------------------------------------------------------------------------------------|------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------|
|                                                                                      | Note |                                                                               |                                                                               |                                                                               |                                                                               |
| <b>Income</b>                                                                        |      |                                                                               |                                                                               |                                                                               |                                                                               |
| Interest income                                                                      | 11   | 31,067                                                                        | 14,640                                                                        | 15,495                                                                        | 6,451                                                                         |
| Dividend income                                                                      |      | 146                                                                           | -                                                                             | 146                                                                           |                                                                               |
| Realised gain on sale of available-<br>for-sale investments                          |      | 1,268                                                                         | -                                                                             | 191                                                                           | -                                                                             |
|                                                                                      |      | <u>32,481</u>                                                                 | <u>14,640</u>                                                                 | <u>15,832</u>                                                                 | <u>6,451</u>                                                                  |
| <b>Expenses</b>                                                                      |      |                                                                               |                                                                               |                                                                               |                                                                               |
| Employee related expenses                                                            | 12   | (11,335)                                                                      | (8,805)                                                                       | (5,653)                                                                       | (4,628)                                                                       |
| General and administrative expenses                                                  | 13   | (5,085)                                                                       | (4,239)                                                                       | (1,360)                                                                       | (1,699)                                                                       |
| <b>Total operating expenses</b>                                                      |      | <u>(16,420)</u>                                                               | <u>(13,044)</u>                                                               | <u>(7,013)</u>                                                                | <u>(6,327)</u>                                                                |
| <b>Share of profit of equity-<br/>accounted investee</b>                             | 3    | 7,740                                                                         | -                                                                             | 5,526                                                                         | -                                                                             |
| <b>Net profit for the period</b><br>(Attributable to shareholders of the<br>Company) |      | <u>23,801</u>                                                                 | <u>1,596</u>                                                                  | <u>14,345</u>                                                                 | <u>124</u>                                                                    |
| <b>Basic and diluted earnings per<br/>share (AED)</b>                                | 14   | 0.0095                                                                        | 0.0006                                                                        | 0.0057                                                                        | 0.0000                                                                        |

The notes set out on pages 8 to 19 form an integral part of these condensed consolidated interim financial statements.

The Independent auditor's report on review of condensed consolidated interim financial information is set out on page 1.

## Amanat Holdings PJSC

Condensed consolidated interim statement of profit or loss and other comprehensive income  
For the period ended 30 June 2016

|                                                                                                   |             | <b>For the 6<br/>month<br/>period ended<br/>30 June 2016<br/>AED'000<br/>(Un-audited)</b> | <b>For the 6<br/>month<br/>period ended<br/>30 June 2015<br/>AED'000<br/>(Un-audited)</b> | <b>For the 3<br/>month<br/>period ended<br/>30 June 2016<br/>AED'000<br/>(Un-audited)</b> | <b>For the 3<br/>month<br/>period ended<br/>30 June 2015<br/>AED'000<br/>(Un-audited)</b> |
|---------------------------------------------------------------------------------------------------|-------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
|                                                                                                   | <i>Note</i> |                                                                                           |                                                                                           |                                                                                           |                                                                                           |
| <b>Net profit for the period</b><br>(Attributable to shareholders of the Company)                 |             | <b>23,801</b>                                                                             | <b>1,596</b>                                                                              | <b>14,345</b>                                                                             | <b>124</b>                                                                                |
| <b>Other comprehensive income</b>                                                                 |             |                                                                                           |                                                                                           |                                                                                           |                                                                                           |
| Available-for-sale investment – net change in fair value                                          | 4           | (148)                                                                                     | 13,505                                                                                    | (420)                                                                                     | 13,505                                                                                    |
| Available-for-sale investment – reclassified to profit or loss                                    |             | (1,268)                                                                                   | -                                                                                         | (191)                                                                                     | -                                                                                         |
| <b>Total comprehensive income for the period</b><br>(Attributable to shareholders of the Company) |             | <b>22,385</b>                                                                             | <b>15,101</b>                                                                             | <b>13,734</b>                                                                             | <b>13,629</b>                                                                             |

The notes set out on pages 8 to 19 form an integral part of these condensed consolidated interim financial statements.

The Independent auditor's report on review of condensed consolidated interim financial information is set out on page 1.

## Amanat Holdings PJSC

Condensed consolidated interim statement of changes in equity (Un-audited)  
For the period ended 30 June 2016

|                                                                 | Note | Share capital<br>AED'000 | Share issuance reserve<br>AED'000 | Unrealised gain on available-for-sale investments<br>AED'000 | Retained earnings<br>AED'000 | Statutory reserve<br>AED'000 | Legal reserve<br>AED'000 | Total<br>AED'000 |
|-----------------------------------------------------------------|------|--------------------------|-----------------------------------|--------------------------------------------------------------|------------------------------|------------------------------|--------------------------|------------------|
| As at 1 January 2015                                            |      | 2,500,000                | 2,996                             | -                                                            | (14,499)                     | -                            | -                        | 2,488,497        |
| Less: Reversal of share issuance and IPO expenses               |      | -                        | 2,722                             | -                                                            | -                            | -                            | -                        | 2,722            |
| Profit for the period                                           |      | -                        | -                                 | -                                                            | 1,596                        | -                            | -                        | 1,596            |
| Available-for-sale investments – net change in fair value       |      | -                        | -                                 | 13,505                                                       | -                            | -                            | -                        | 13,505           |
| As at 30 June 2015                                              |      | 2,500,000                | 5,718                             | 13,505                                                       | (12,903)                     | -                            | -                        | 2,506,320        |
| As at 1 January 2016                                            |      | 2,500,000                | 5,718                             | 1,416                                                        | 40,467                       | 5,058                        | 5,058                    | 2,557,717        |
| Profit for the period                                           |      | -                        | -                                 | -                                                            | 23,801                       | -                            | -                        | 23,801           |
| Available-for-sale investments – net change in fair value       | 4    | -                        | -                                 | (148)                                                        | -                            | -                            | -                        | (148)            |
| Available-for-sale investments – reclassified to profit or loss |      | -                        | -                                 | (1,268)                                                      | -                            | -                            | -                        | (1,268)          |
| Dividend paid                                                   | 21   | -                        | -                                 | -                                                            | (37,500)                     | -                            | -                        | (37,500)         |
| As at 30 June 2016                                              |      | 2,500,000                | 5,718                             | -                                                            | 26,768                       | 5,058                        | 5,058                    | 2,542,602        |

The notes set out on pages 8 to 19 form an integral part of these condensed consolidated interim financial statements.

The Independent auditor's report on review of condensed consolidated interim financial information is set out on page 1.

## Amanat Holdings PJSC

Condensed consolidated interim statement of cash flows  
For the period ended 30 June 2016

|                                                                          | Note | For the 6 month<br>period ended<br>30 June 2016<br>AED'000 | For the 6 month<br>period ended<br>30 June 2015<br>AED'000 |
|--------------------------------------------------------------------------|------|------------------------------------------------------------|------------------------------------------------------------|
| <b>Operating activities</b>                                              |      |                                                            |                                                            |
| Profit for the period                                                    |      | 23,801                                                     | 1,596                                                      |
| <b>Adjustments:</b>                                                      |      |                                                            |                                                            |
| Less: Interest income                                                    |      | (31,067)                                                   | (14,640)                                                   |
| Less: Gain on sale of available-for-sale investment                      |      | (1,268)                                                    | -                                                          |
| Less: Share of profits from associate                                    |      | (7,740)                                                    | -                                                          |
| Less: Dividend income                                                    |      | (146)                                                      | -                                                          |
| Add: Depreciation                                                        |      | 220                                                        | 23                                                         |
|                                                                          |      | <u>(16,200)</u>                                            | <u>(13,021)</u>                                            |
| <b>Adjustment for changes in:</b>                                        |      |                                                            |                                                            |
| Trade and other payables                                                 |      | (1,696)                                                    | (2,199)                                                    |
| Prepayments and deposits                                                 | 5    | (64)                                                       | 86                                                         |
| Other assets                                                             | 6    | (699)                                                      | (3,631)                                                    |
| Due from a related party                                                 | 16   | (509)                                                      | -                                                          |
| Interest received                                                        |      | 12,852                                                     | 4,077                                                      |
| <b>Net cash used in operating activities</b>                             |      | <u>(6,316)</u>                                             | <u>(14,688)</u>                                            |
| <b>Investing activities</b>                                              |      |                                                            |                                                            |
| Acquisition of property and equipment                                    |      | (1,117)                                                    | (448)                                                      |
| Consideration paid for investments                                       | 4    | (149,466)                                                  | (249,998)                                                  |
| Net movement in Wakala and Term deposits                                 | 7    | (410,121)                                                  | 637,500                                                    |
| Proceeds from sale of available-for-sale investment                      | 4    | 13,514                                                     | -                                                          |
| Dividend income                                                          |      | 146                                                        | -                                                          |
| <b>Net (cash used) / generated from investing activities</b>             |      | <u>(547,044)</u>                                           | <u>387,054</u>                                             |
| <b>Financing activities</b>                                              |      |                                                            |                                                            |
| Share issuance and IPO expenses paid                                     |      | -                                                          | (17,942)                                                   |
| Dividend paid                                                            |      | (37,500)                                                   | -                                                          |
| <b>Net cash used in financing activities</b>                             |      | <u>(37,500)</u>                                            | <u>(17,942)</u>                                            |
| <b>Net (decrease) / increase in cash and cash equivalents</b>            |      | <b>(590,860)</b>                                           | <b>354,424</b>                                             |
| <b>Cash and cash equivalents at the beginning of the period</b>          |      | <b>622,585</b>                                             | <b>38,703</b>                                              |
| <b>Net balance of cash and cash equivalents at the end of the period</b> | 7    | <b><u>31,725</u></b>                                       | <b><u>393,127</u></b>                                      |

The notes set out on pages 8 to 19 form an integral part of these condensed consolidated interim financial statements.

The Independent auditor's report on review of condensed consolidated interim financial information is set out on page 1.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements  
For the period ended 30 June 2016

### 1 BACKGROUND AND PRINCIPAL ACTIVITIES

Amanat Holdings PJSC ("the Company") was incorporated on 17 November 2014 and is registered as a Public Joint Stock Company. Following the Initial Public Offering ("IPO") which commenced on 20 October 2014 and closed on 4 November 2014, the Company listed on the Dubai Financial Market. These condensed consolidated interim financial statements include the financial performance and position of the Company and its subsidiaries (collectively the "Group").

The principal activities of the Group are to invest in companies and enterprises in the fields of education and healthcare and managing, developing and operating such companies and enterprises. The Group may participate or have an interest in any manner in other companies, entities or institutions outside the United Arab Emirates.

The Group has five Limited Liability Companies and four offshore Jebel Ali Free Zone Authority companies (the "Group companies"). The Group also has investments in an associates. The extent of the Company's ownership in its subsidiaries and its associates with their principal activities are as follows:

| <u>Name</u>                          | <u>Legal ownership interest</u> | <u>Country of incorporation</u> | <u>Principal Activities</u>                                                      |
|--------------------------------------|---------------------------------|---------------------------------|----------------------------------------------------------------------------------|
| <b>Subsidiaries</b>                  |                                 |                                 |                                                                                  |
| Amanat Investments L.L.C.            | 100%                            | United Arab Emirates            | Investment in commercial enterprises and management.                             |
| Amanat Education Investments L.L.C.  | 100%                            | United Arab Emirates            | Investment in education and commercial enterprises, development and management.  |
| Amanat Healthcare Investments L.L.C. | 100%                            | United Arab Emirates            | Investment in healthcare and commercial enterprises, development and management. |
| Amanat H.H. Alpha Investments L.L.C. | 100%                            | United Arab Emirates            | Investment in healthcare and commercial enterprises, development and management. |
| Amanat H.E. Alpha Investments L.L.C. | 100%                            | United Arab Emirates            | Investment in education and commercial enterprises, development and management.  |
| Amanat H.E. Investments L.L.C.       | 100%                            | United Arab Emirates            | Investment in education and commercial enterprises, development and management.  |
| A.H.H. Investments Limited           | 100%                            | United Arab Emirates            | Investment in healthcare and commercial enterprises, development and management. |
| A.H.E. Investments Limited           | 100%                            | United Arab Emirates            | Investment in education and commercial enterprises, development and management.  |
| AHE Alpha Limited                    | 100%                            | United Arab Emirates            | Investment in education and commercial enterprises, development and management.  |
| AHH Alpha Limited                    | 100%                            | United Arab Emirates            | Investment in healthcare and commercial enterprises, development and management. |
| Talent Investments L.L.C.            | 100%                            | United Arab Emirates            | Investment in education and commercial enterprises, development and management.  |

The subsidiaries mentioned above, except for Amanat Healthcare Investments L.L.C. and Amanat Education Investments L.L.C., have not started any operations up until 30 June 2016.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements  
For the period ended 30 June 2016 (Continued)

### 1 BACKGROUND AND PRINCIPAL ACTIVITIES (continued)

| <u>Name</u>                          | <u>Legal ownership<br/>interest</u> | <u>Country of<br/>incorporation</u> | <u>Principal Activities</u>         |
|--------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| <b>Associates</b>                    |                                     |                                     |                                     |
| Sukoon International Holding Company | 33.25%                              | Kingdom of Saudi Arabia             | Long-term and critical healthcare   |
| Madaares PrJSC                       | 16.34%                              | United Arab Emirates                | Leading education provider in U.A.E |

The subsidiaries mentioned above, except for Amanat Healthcare Investments L.L.C. and Amanat Education Investments L.L.C., have not started any operations up until 30 June 2016.

### 2 BASIS OF PREPARATION

#### a) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting*. Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the last annual consolidated financial statements as at and for the period ended 31 December 2015. These condensed consolidated interim financial statements do not include all of the information required for a full set of annual consolidated financial statements, and should be read in conjunction with the consolidated annual financial statements of the Group as at and for the period ended 31 December 2015.

#### b) Foreign currency translation

##### *Functional and presentation currency*

Items included in the condensed consolidated interim financial statements of the Group are measured using the currency of primary economic environment in which the Group operates ("The functional currency"). The condensed consolidated interim financial statements are presented in United Arab Emirates Dirham ("AED"), which is the Group's functional currency.

##### *Transactions and balances*

Transactions denominated in foreign currencies are translated into AED at exchange rates prevailing at the date of transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into AED at exchange rates prevailing at the balance sheet date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into AED at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. All gains and losses from settlement and translation of foreign currency transactions are generally recognised in the statement of profit or loss.

## **Amanat Holdings PJSC**

Notes to the condensed consolidated interim financial statements

*For the period ended 30 June 2016 (Continued)*

### **2 BASIS OF PREPARATION** *(continued)*

#### **b) Foreign currency translation (continued)**

However, foreign currency differences arising from the translation of the following items are recognised in OCI:

- available-for-sale equity investments (except on impairment, in which case foreign currency differences that have been recognised in OCI are reclassified to profit or loss);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; and
- qualifying cash flow hedges to the extent that the hedges are effective.

#### **c) Key accounting estimates & judgments**

The preparation of condensed consolidated interim financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial statements, significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the period ended 31 December 2015.

#### **d) Financial risk management**

The Group's financial risk management objectives, policies and procedures are consistent with those disclosed in the consolidated financial statements as at and for the period ended 31 December 2015.

#### **e) Summary of significant accounting policies**

The accounting policies applied by the Group in preparation of these condensed consolidated interim financial statements are consistent with those applied by the Group in its consolidated financial statements as at and for the period ended 31 December 2015 except for the adoption of new IFRSs which became effective for the period beginning 1 January 2016.

The adoption of the new and amended standards and interpretations have been reflected in these condensed consolidated interim financial statements as appropriate in terms of disclosures but do not have an impact on the financial position or performance of the Group during the period.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements

For the period ended 30 June 2016 (Continued)

### 3 INVESTMENT IN AN ASSOCIATE

#### a) Sukoon International Holding Company

Investment in an associate includes an equity investment of 33.25% in Sukoon International Holding Company ("Sukoon"). This investment is accounted for it in accordance with the equity accounting methodology as per IAS 28 – Investments in associates and joint ventures.

The following summarises the financial information of the Associate and reconciles the summarised financial information to the carrying amount of the Group's interest in Sukoon for the period ended 30 June 2016.

|                                                                | <b>30 June 2016</b><br><b>AED'000</b><br><b>(Un-audited)</b> |
|----------------------------------------------------------------|--------------------------------------------------------------|
| Investment in associate at 1 January 2016                      | <b>206,184</b>                                               |
| Group's share of net profits for the period ended 30 June 2016 | <b>7,135</b>                                                 |
| Investment in associate                                        | <b>213,319</b>                                               |

The Group's interest in Sukoon at 31 December 2015 was 35%. An acquisition by Sukoon through a stock for stock consideration via capital increase has reduced the Group's holding in Sukoon to 33.25%.

|                                          | <b>As at 30 June</b><br><b>2016</b><br><b>AED '000</b><br><b>(Un-audited)</b>                                  | <b>As at 31 December</b><br><b>2015</b><br><b>AED '000</b><br><b>(Audited)</b>                                 |
|------------------------------------------|----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------|
| Assets                                   | <b>592,321</b>                                                                                                 | <b>565,607</b>                                                                                                 |
| Liabilities                              | <b>(194,519)</b>                                                                                               | <b>(196,064)</b>                                                                                               |
| <b>Net assets</b>                        | <b>397,802</b>                                                                                                 | <b>369,543</b>                                                                                                 |
| Group's share in net assets at 33.25%    | <b>132,269</b>                                                                                                 | <b>129,340</b>                                                                                                 |
|                                          | <b>For the 6 month</b><br><b>period ended</b><br><b>30 June 2016</b><br><b>AED '000</b><br><b>(Un-audited)</b> | <b>For the 6 month</b><br><b>period ended</b><br><b>30 June 2015</b><br><b>AED '000</b><br><b>(Un-audited)</b> |
| Revenue                                  | <b>106,386</b>                                                                                                 | <b>-</b>                                                                                                       |
| Profit                                   | <b>21,459</b>                                                                                                  | <b>-</b>                                                                                                       |
| <b>Group's share of profit at 33.25%</b> | <b>7,135</b>                                                                                                   | <b>-</b>                                                                                                       |

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements  
For the period ended 30 June 2016 (Continued)

### 3 INVESTMENT IN AN ASSOCIATE (continued)

#### b) Madaares PrJSC

The Group owns 16.34% of the equity of Madaares PrJSC, which it had classified as an Available for sale investment until June 2016. As a result of additional rights granted to the Group in June 2016 it concluded that it had the ability to exercise a significant influence over the operational and financial policies of this entity and, accordingly, accounted for this entity as an associated undertaking with effect from this date.

The following summarises the Group's interest in this associated undertaking for the period ended 30 June 2016.

|                                                                | 30 June 2016<br>AED'000<br>(Un-audited) |
|----------------------------------------------------------------|-----------------------------------------|
| Investment in associate at 14 Jun 2016                         | 145,822                                 |
| Group's share of net profits for the period ended 30 June 2016 | 605                                     |
| Investment in associate                                        | <u>146,427</u>                          |

The process of evaluating the fair value of the identifiable net assets acquired as part of the acquisition is currently ongoing.

### 4 AVAILABLE-FOR-SALE INVESTMENTS

|                                               | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|-----------------------------------------------|--------------------------------------------|---------------------------------------------|
| Opening balance                               | 10,018                                     | -                                           |
| Acquired during the period                    | 149,466                                    | 249,998                                     |
| Net change in fair value                      | (148)                                      | 57,617                                      |
| Disposal during the period                    | (13,514)                                   | (297,597)                                   |
| Transfer to investment in associate (note 3b) | (145,822)                                  | -                                           |
| Available-for-sale investment                 | <u>-</u>                                   | <u>10,018</u>                               |

Available-for-sale investments included the investment made by the Group in Madaares PrJSC, incorporated in Dubai, where the Group acquired a 16.34% equity stake for consideration of AED 145.8 million. This investment was reclassified from Available-for-sale investments to investments in associates with effect from 14 June 2016.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements  
For the period ended 30 June 2016 (Continued)

### 5 DEPOSITS AND PREPAYMENTS

|             | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|-------------|--------------------------------------------|---------------------------------------------|
| Deposits    | 1,003                                      | 1,019                                       |
| Prepayments | 1,189                                      | 1,109                                       |
|             | <u>2,192</u>                               | <u>2,128</u>                                |

### 6 OTHER ASSETS

|                           | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|---------------------------|--------------------------------------------|---------------------------------------------|
| Accrued interest          | 25,239                                     | 7,024                                       |
| Transaction related costs | 2,053                                      | 1,257                                       |
| Other receivables         | -                                          | 97                                          |
|                           | <u>27,292</u>                              | <u>8,378</u>                                |

### 7 CASH AND BANK BALANCES

|                                                   | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|---------------------------------------------------|--------------------------------------------|---------------------------------------------|
| Call deposits                                     | 1,883                                      | 17,408                                      |
| Current account                                   | 29,817                                     | 605,152                                     |
| Cash on hand                                      | 25                                         | 25                                          |
| Cash and cash equivalents for cash flow statement | <u>31,725</u>                              | <u>622,585</u>                              |
| Wakala deposits                                   | 860,000                                    | 885,000                                     |
| Term deposits                                     | <u>1,265,121</u>                           | <u>830,000</u>                              |
|                                                   | <u>2,156,846</u>                           | <u>2,337,585</u>                            |

During the period ended 30 June 2016, the Company earned interest at an average rate of 0.25% per annum (Period ended 31 December 2015: 1%) on its call deposits and 2.88% per annum on its Wakala, and Term deposits combined together (Period ended 31 December 2015: 2.61 %).

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements

For the period ended 30 June 2016 (Continued)

### 8 SHARE CAPITAL

As at 30 June 2016, 2,500,000,000 authorised ordinary shares of AED 1 each were fully issued and paid up. Holders of these ordinary shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Group.

During the Annual General Meeting which was held on 18 April 2016, the authorised capital of the Company was increased to AED 5 billion.

### 9 SHARE ISSUANCE RESERVE

|                                                                                  | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|----------------------------------------------------------------------------------|--------------------------------------------|---------------------------------------------|
| Amounts raised in initial public offering for related costs (AED 0.02 per share) | 50,000                                     | 50,000                                      |
| Less: Share issuance and IPO expenses incurred                                   | (44,282)                                   | (44,282)                                    |
|                                                                                  | <u>5,718</u>                               | <u>5,718</u>                                |

### 10 TRADE AND OTHER PAYABLES

|                                  | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|----------------------------------|--------------------------------------------|---------------------------------------------|
| Directors' remuneration payable* | -                                          | 4,400                                       |
| Sundry payables                  | 2,376                                      | 1,995                                       |
| Staff related provisions         | 2,156                                      | 1,147                                       |
| Accrued expenses                 | 1,655                                      | 341                                         |
|                                  | <u>6,187</u>                               | <u>7,883</u>                                |

\* At the Company's Annual General Meeting held on 18 April 2016, the board of Directors decided not to seek any remuneration for the year ended 31 December 2015. Hence the provision for their remuneration has been reversed in the Condensed consolidated interim statement of profit or loss during period ended 30 June 2016.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements

For the period ended 30 June 2016 (Continued)

### 11 INTEREST INCOME

|                                    | For the 6 month<br>period ended<br>30 June 2016<br>AED'000<br>(Un-Audited) | For the 6 month<br>period ended<br>30 June 2015<br>AED'000<br>(Un-audited) |
|------------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------------------------|
| Profit on Wakala deposits          | 11,245                                                                     | 13,670                                                                     |
| Interest on call and term deposits | 19,822                                                                     | 970                                                                        |
|                                    | <u>31,067</u>                                                              | <u>14,640</u>                                                              |

### 12 EMPLOYEE RELATED EXPENSES

|                                             | For the 6 month<br>period ended<br>30 June 2016<br>AED'000<br>(Un-audited) | For the 6 month<br>period ended<br>30 June 2015<br>AED'000<br>(Un-audited) |
|---------------------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------------------------|
| Salaries, wages and other benefits          | 9,389                                                                      | 7,431                                                                      |
| Provision for gratuity and leave encashment | 1,457                                                                      | 722                                                                        |
| Other staff costs                           | 489                                                                        | 652                                                                        |
|                                             | <u>11,335</u>                                                              | <u>8,805</u>                                                               |

### 13 GENERAL AND ADMINISTRATIVE EXPENSES

|                                                  | For the 6 month<br>period ended<br>30 June 2016<br>AED'000<br>(Un-audited) | For the 6 month<br>period ended<br>30 June 2015<br>AED'000<br>(Un-audited) |
|--------------------------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------------------------|
| General and administrative expenses              | 9,485                                                                      | 3,455                                                                      |
| Transaction related costs                        | -                                                                          | 784                                                                        |
| Reversal of accrual for Directors' remuneration* | (4,400)                                                                    | -                                                                          |
|                                                  | <u>5,085</u>                                                               | <u>4,239</u>                                                               |

\* At the Company's Annual General Meeting held on 18 April 2016, the board of Directors decided not to seek any remuneration for the year ended 31 December 2015. Hence the provision for their remuneration has been reversed in the Condensed consolidated interim statement of profit or loss during period ended 30 June 2016.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements

*For the period ended 30 June 2016 (Continued)*

### 14 BASIC AND DILUTED EARNINGS PER SHARE

The calculation of basic and diluted earnings per share has been based on the profit for the period and number of ordinary shares issued by the Group.

|                                  | For the 6 month<br>period ended<br>30 June 2016<br>AED'000<br>(Un-audited) | For the 6 month<br>period ended<br>30 June 2015<br>AED'000<br>(Un-audited) |
|----------------------------------|----------------------------------------------------------------------------|----------------------------------------------------------------------------|
| Profit for the period (AED'000)  | 23,801                                                                     | 1,596                                                                      |
| Number of ordinary shares ('000) | 2,500,000                                                                  | 2,500,000                                                                  |
| Earnings per share (AED)         | 0.0095                                                                     | 0.0006                                                                     |

### 15 OPERATING LEASES

At 30 June 2016, the future minimum lease payments for operating leases payable were as follows:

|                                     | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|-------------------------------------|--------------------------------------------|---------------------------------------------|
| Due in less than one year           | 4,169                                      | 3,812                                       |
| Due between one and five years      | -                                          | 6,280                                       |
| <b>Total minimum lease payments</b> | <b>4,169</b>                               | <b>10,092</b>                               |

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements

For the period ended 30 June 2016 (Continued)

### 16 RELATED PARTY TRANSACTIONS

The Group, in its normal course of business, enters into transaction with business enterprises that fall within the definition of a 'related party' as contained in International Accounting Standard 24 (Revised). The terms and conditions of these transactions are agreed between the Company and related party. The following is the list of significant transactions and balances with related parties.

| Entity                               | Nature of relationship |
|--------------------------------------|------------------------|
| Sukoon International Holding Company | Associate to the Group |

|                                                                     | 30 June 2016<br>AED'000<br>(Un-audited) | 31 December 2015<br>AED'000<br>(Audited) |
|---------------------------------------------------------------------|-----------------------------------------|------------------------------------------|
| Expenses incurred on behalf of Sukoon International Holding Company | 509                                     | 222                                      |

#### Balances outstanding with a related party

|                                               | 30 June<br>2016<br>AED'000<br>(Un-audited) | 31 December<br>2015<br>AED'000<br>(Audited) |
|-----------------------------------------------|--------------------------------------------|---------------------------------------------|
| Due from Sukoon International Holding Company | 731                                        | 222                                         |

#### Director and key managerial persons' remunerations

Director and key managerial persons' compensation comprised the following:

|                          | For the 6 month<br>period ended<br>30 June 2016<br>AED'000<br>(Un-audited) | For the 6 month<br>period ended<br>30 June 2015<br>AED'000<br>(Un-audited) |
|--------------------------|----------------------------------------------------------------------------|----------------------------------------------------------------------------|
| Short-term benefits      | 3,490                                                                      | 2,389                                                                      |
| Post-employment benefits | 51                                                                         | 51                                                                         |

There are no other transactions with key managerial personnel during the period.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements

For the period ended 30 June 2016 (Continued)

### 17 FAIR VALUE MEASUREMENT

All financial assets and liabilities are stated at amortised cost or historical cost except for available for sale investments, which are measured at fair value. The following table shows the fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy for financial instruments measured at fair value. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

| At 30 June 2016 (Un-audited)                   | Level 1<br>AED'000 | Level 2<br>AED'000 | Level 3<br>AED'000 | Total<br>AED'000 |
|------------------------------------------------|--------------------|--------------------|--------------------|------------------|
| <b>Financial assets measured at fair value</b> |                    |                    |                    |                  |
| Available-for-sale investment                  | -                  | -                  | -                  | -                |
|                                                | <u>-</u>           | <u>-</u>           | <u>-</u>           | <u>-</u>         |
|                                                | Level 1<br>AED'000 | Level 2<br>AED'000 | Level 3<br>AED'000 | Total<br>AED'000 |
| At 31 December 2015                            |                    |                    |                    |                  |
| <b>Financial assets measured at fair value</b> |                    |                    |                    |                  |
| Available-for-sale investment                  | 10,018             | -                  | -                  | 10,018           |
|                                                | <u>10,018</u>      | <u>-</u>           | <u>-</u>           | <u>10,018</u>    |

\* The fair valuation techniques used for the level 2 investment includes discounted cash flows and comparable market multiples with the unobservable inputs being the weighted average cost of capital, perpetuity growth rate and other market multiples matrices. These unobservable inputs represent data that market participants would use when pricing the investment. The unobservable inputs are selected based on various industry and macro-economic factors that management considers as reasonable.

### 18 OPERATING SEGMENTS

The principal activities of the Group are to invest in companies and enterprises in the fields of education and healthcare and managing, developing and operating such companies and enterprises. The Group has made investment in one associate in Saudi Arabia in the field of healthcare and other investment made is in the field of Education in UAE as at 30 June 2016. The detailed information is disclosed in Note 3 of these condensed consolidated interim financial statements.

### 19 STATUTORY RESERVE

In accordance with the Articles of Association of the Company, 10% of the annual net profit is transferred to the Statutory reserve. The Company may resolve to discontinue such annual transfers when the reserve equals 50% of the nominal value of the paid up share capital. Transfers to the Statutory reserve are made only at year end. The Statutory reserve is not available for distribution.

## **Amanat Holdings PJSC**

Notes to the condensed consolidated interim financial statements

*For the period ended 30 June 2016 (Continued)*

### **20 LEGAL RESERVE**

As required by Article 239 of the U.A.E. Federal Law No. (2) of 2015, 10% of the annual profit is transferred to the Legal reserve. The Company may resolve to discontinue such annual transfers when the reserve equals 50% of the nominal value of the paid up share capital. Transfers to the Legal reserve are made only at year end. The Legal reserve is not available for distribution.

### **21 DIVIDEND**

On 18 April 2016, a cash dividend of AED 0.015 per ordinary share was approved by the shareholders at the AGM, as proposed by Board of Directors in respect of 2015, and subsequently paid.