Hits Telecom Holding Company

K.S.C. PUBLIC
and its subsidiaries
Kuwait
Interim condensed consolidated
financial information
for the three months
ended March 31, 2017
(Unaudited)

Hits Telecom Holding Company

K.S.C. Public
and its subsidiaries
Kuwait

Interim condensed consolidated financial information for the three months ended March 31, 2017 (Unaudited)

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The Board of Directors
Hits Telecom Holding Co.
K.S.C. Public
And its subsidiaries
State of Kuwait

Review report on the interim condensed consolidated financial information

Introduction
We have reviewed the accompanying interim condensed consolidated statement of financial position of Hits Telecom Holding Co. K.S.C. Public - "The Parent" and its subsidiaries together referred to as"The Group" as of March 31, 2017 and the related interim condensed consolidated statements of profit or loss, profit or loss and other comprehensive income, changes in equity and cash flows for the Three months period then ended. 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 No (34) "Interim Financial Reporting". 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 the International Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditors of the Entity". A review of interim condensed consolidated 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 International Accounting Standard No. 34, "Interim Financial Reporting".

Emphasis of matters
Without qualifying our report, we draw attention to Note (6) to the interim condensed consolidated financial information regarding the loan to a related party and the provision for doubtful debts made to the debt for reasons mentioned in the note.

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Report on other legal and regulatory matters

Furthermore, based on our review, the interim condensed consolidated financial information is in agreement with the accounting books of the "Parent Company". We further report that, to the best of our knowledge and belief, no violations of the Companies Law no. 1 of year 2016 and related Executive Regulations or the "Parent Company" memorandum and articles of association, as it's amendments, have occurred during the three month period ended March 31, 2017 that might have had a material effect on the business of the "Parent Company" or on its interim condensed consolidated financial position. Except, for the non-convening of the General Assembly of the Shareholders for approving the consolidated financial statements for the year ended December 31, 2016.

Ali Abdul Rahman Al Hasawi
Licence No. 30 (A)
Rödl Middle East
Burgan - International Accountants

Adel Al- Sanea
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Kuwaiti Accountant Auditing
A member of H.L.B International

May 15, 2017
State of Kuwait

Hits Telecom Holding Company
K.S.C. Public
and its subsidiaries
Kuwait

Interim condensed consolidated statement of financial position as of March 31, 2017
(Unaudited)
"All amounts are in Kuwaiti Dinar"

Assets	Note	March 31, 2017	December 31, 2016 (audited)	March 31, 2016
Non-current assets				
Property and equipment		**177,171**	253,323	171,412
Intangible assets	4	**14,323,765**	14,329,297	14,235,205
Investment in joint venture		**358,354**	268,552	2,368,820
Investment in an unconsolidated subsidiary		**-**	-	411,668
Available for sale investments	5	**17,139,065**	17,139,065	22,169,508
Loan to a related party	6	**18,686,527**	18,686,527	18,686,527
		50,684,882	50,676,764	58,043,140
Current assets				
Inventory		**3,432,801**	6,142,832	8,260,010
Accounts receivable and other debit balances	7	**6,679,978**	6,113,439	7,522,216
Due from related parties	8	**1,128,590**	1,046,462	1,846,877
Finance, joint ventures and mudaraba		**911,209**	911,209	911,209
Investment at fair value – statement of profit or loss		**42**	42	-
Cash and cash equivalents		**971,624**	673,368	1,634,066
		13,124,244	14,887,352	20,174,378
Total assets		**63,809,126**	65,564,116	78,217,518
Equity and liabilities				
Equity				
Share capital		**87,234,161**	87,234,161	87,234,161
Share premium		**6,846,580**	6,846,580	6,846,580
Treasury shares		**(640,233)**	(640,233)	(640,233)
Treasury shares reserve		**260,411**	260,411	260,411
Cumulative changes in fair value		**(2,906,077)**	(2,906,077)	(2,906,077)
Foreign currency translation reserve		**1,682,382**	1,709,743	1,374,703
Accumulated losses		**(34,925,700)**	(34,568,578)	(29,027,750)
Total equity		**57,551,524**	57,936,007	63,141,795
Non-current liabilities				
Accounts payable and other credit balances		**-**	-	377,191
Provision for end of service indemnity		**650,356**	626,446	598,955
		650,356	626,446	976,146
Current liabilities				
Accounts payable and other credit balances		**5,458,709**	6,867,791	13,361,786
Due to related parties	8	**148,537**	133,872	737,791
		5,607,246	7,001,663	14,099,577
Total equity and liabilities		**63,809,126**	65,564,116	78,217,518

Abdel-Mohsen Sharyan
Vice Chairman

The accompanying notes form an integral part of the interim condensed consolidated financial information.

Hits Telecom Holding Company
K.S.C. Public
and its subsidiaries
Kuwait

Interim condensed consolidated statement of profit or loss for the three months ended March 31, 2017
(Unaudited)
"All amounts are in Kuwaiti Dinar"

	Note	Three months ended March 31, 2017	2016
Revenue of activity	9	**9,594,599**	19,415,691
Cost of activity		**(8,311,462)**	(17,632,875)
Gross profit of activity		**1,283,137**	1,782,816
General and administrative expenses		**(1,586,217)**	(1,568,536)
Depreciation and amortization		**(38,072)**	(46,499)
Finance charges		**(15,970)**	(19,193)
Profit from investment in joint venture		-	20,202
Other income		-	1,262
Net (loss)/profit for the period before calculating National Labor Support Tax & Zakat		**(357,122)**	170,052
National Labor Support Tax		-	(4,766)
zakat		-	(1,906)
Net (loss)/profit for the period		**(357,122)**	163,380
(Loss)/profit per share/(Fils)	10	**(0.41)**	0.19

The accompanying notes form an integral part of the interim condensed consolidated financial information.

Hits Telecom Holding Company

K.S.C. Public
and its subsidiaries
Kuwait

Interim condensed consolidated profit or loss and other comprehensive income for the three months ended March 31, 2017
(Unaudited)
"All amounts are in Kuwaiti Dinar"

	Three months ended March 31,	
	2017	2016
Net (loss)/profit for the period	**(357,122)**	163,380
Other comprehensive loss		
Foreign currency translation differences	(27,361)	(274,386)
Other comprehensive loss for the period	(27,361)	(274,386)
Total comprehensive loss for the period	(384,483)	(111,006)

The accompanying notes form an integral part of the interim condensed consolidated financial information.

Exhibit – D

Hits Telecom Holding Company
K.S.C. Public
and its subsidiaries
Kuwait

Interim condensed consolidated Statement of changes in equity for the three months ended March 31, 2017
(Unaudited)
"All amounts are in Kuwaiti Dinar"

	Share capital	Share premium	Treasury shares	Treasury shares reserve	Cumulative changes in fair value	Foreign currency translation reserve	Accumulated losses	Total
Balance at January 1, 2016	87,234,161	6,846,580	(640,233)	260,411	(2,906,077)	1,649,089	(29,191,130)	63,252,801
Net profit for the period	-	-	-	-	-	-	163,380	163,380
Other comprehensive loss for the period	-	-	-	-	-	(274,386)	-	(274,386)
Total comprehensive loss for the period	-	-	-	-	-	(274,386)	163,380	(111,006)
Balance as of March 31, 2016	87,234,161	6,846,580	(640,233)	260,411	(2,906,077)	1,374,703	(29,027,750)	63,141,795
Balance at January 1, 2017	87,234,161	6,846,580	(640,233)	260,411	(2,906,077)	1,709,743	(34,568,578)	57,936,007
Net loss for the period	-	-	-	-	-	-	(357,122)	(357,122)
Other comprehensive loss for the period	-	-	-	-	-	(27,361)	-	(27,361)
Total comprehensive loss for the period	-	-	-	-	-	(27,361)	(357,122)	(384,483)
Balance as of March 31, 2017	**87,234,161**	**6,846,580**	**(640,233)**	**260,411**	**(2,906,077)**	**1,682,382**	**(34,925,700)**	**57,551,524**

The accompanying notes form an integral part of the interim condensed consolidated financial information.

Hits Telecom Holding Company

K.S.C. Public
and its subsidiaries
Kuwait

Interim condensed consolidated statement of cash flows for the three months ended March 31, 2017
(Unaudited)
"All amounts are in Kuwaiti Dinar"

	Three months ended March 31	
	2017	2016
Cash flows from operating activities		
Net (loss)/profit for the period	**(357,122)**	163,380
Adjustments:		
Depreciation and amortization	**38,072**	46,499
Provision for end of service indemnity	**23,910**	20,597
Finance charges	**15,970**	19,193
Operating (loss)/profit before calculating the effect in working capital items	**(279,170)**	249,669
Inventory	**2,710,031**	(3,046,152)
Accounts receivable and other debit balances	**(566,540)**	(573,095)
Related parties	**(67,463)**	1,970,638
Accounts payable and other credit balances	**(1,409,082)**	1,210,800
Net cash generated from/(used in) operating activities	**387,776**	(188,140)
Cash flows from investing activities		
Investment in joint venture	**(89,802)**	-
Net cash used in investing activities	**(89,802)**	-
Cash flows from financing activities		
Finance charges paid	**(15,970)**	(19,193)
Net cash used in financing activities	**(15,970)**	(19,193)
Foreign currency translation reserve	**16,252**	(127,050)
Net increase/(decrease) in cash and cash equivalents	**298,256**	(334,383)
Cash and cash equivalents at the beginning of the period	**673,368**	1,968,449
Cash and cash equivalents at the end of the period	**971,624**	1,634,066

The accompanying notes form an integral part of the interim condensed consolidated financial information.

Hits Telecom Holding Company
K.S.C. Public
and its subsidiaries
Kuwait

Notes to the interim condensed consolidated financial information for the three months ended March 31, 2017
(Unaudited)
"All amounts are in Kuwaiti Dinar unless stated otherwise"

1- Brief on "The Parent company"

Hits Telecom Holding Company – K.P.S.C. - was incorporated on May 22, 1999 in accordance with the Commercial Companies' Law of 1960 article No. 15, and its subsequent amendments. The parent company's shares are listed on Kuwaiti Stock Exchange Market.

The objectives for which the parent company was incorporated are:

- Owning shares in Kuwaiti and Non-Kuwaiti shareholding companies and owning shares or quotas in Kuwaiti and Non-Kuwaiti limited liability companies or participating in establishing, managing and sponsoring both kinds of companies to others related to communication segment only.
- Lending companies in which it holds shares and guaranteeing them to others, providing that the holding company's ownership percentage in the share capital of the borrowing company must be at least 20%.
- Owning industrial property rights of patents or industrial trademarks, or industrial charges or any other rights relating thereto, and leasing to other companies for utilization inside or outside the State of Kuwait related to communication segment only.
- Holding movables and real estates necessary to initiate its activity in accordance with the Law.
- Utilizing the surplus funds by investing them in investment and real estate portfolios managed by specialized companies and institutions.

The parent company has the right to participate and subscribe in any way, in other firms or institutions which operate in the same field or those which would assist in achieving its objectives in Kuwait or abroad and to establish, participate or purchase these firms or institutions or join them.

"The Parent company" operates its activities according to Islamic Sharia regulations.

The registered head office of the parent company is: Jasem El–Asfour Tower – Sour Street – Kuwait City.

The interim condensed consolidated financial information for the three months ended March 31, 2016 were authorized for issue from the Board of Directors on 15 May 2017.

2- Significant Accounting Policies

2/1) Basis of preparation

The interim condensed consolidated financial information of "the Group" has been prepared in accordance with IAS 34, "***Interim Financial Reporting***". Accordingly, it does not include all of the information and footnotes required for complete consolidated financial statements prepared in accordance with International Financial Reporting Standards.

The accounting policies used in the preparation of this interim condensed consolidated financial information are consistent with those used in the preparation of the annual audited consolidated financial statements of "the Group" for the year ended December 31, 2016.

During the period "the Group" has adopted all the standards that came into effect for annual periods beginning January 1, 2017. The adoption of these standards did not have any material impact on this interim condensed consolidated financial information.

In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for fair presentation have been included. Operating results for the interim period are not necessarily indicative of the results that may be expected for the year ending December 31, 2017. For further information, refer to the annual audited consolidated financial statements and notes thereto for the year ended December 31, 2016.

This interim condensed consolidated financial information is presented in Kuwaiti Dinars ("KD") which is the functional and presentation currency of "the Group".

Amendments to IFRSs which are effective for annual accounting period starting from January 1, 2017 did not have any material impact on the accounting policies, financial position or performance of "the Group".

2/2) Critical Judgments and estimates

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

In preparing this interim condensed consolidated financial information, the significant judgments made by management in applying "the Parent company's" accounting policies and the key sources of estimation uncertainty were the same as those applied to the annual audited consolidated financial statements as at and for the year ended December 31, 2016.

3- Subsidiaries

The interim condensed consolidated financial information includes the interim condensed financial information of "the Parent company" and its subsidiaries as following:

	Country of incorporation	Ownership percentage	
		March 31, 2017	March 31, 2016
Qanawat Holding Company B.S.C - closed (Previously : Rehab Al Madina Real Estate Company - B.S.C - closed)	Bahrain	**99%**	99%
Elite Telecommunications Services for General Trading company (W.L.L)	Kuwait	**99%**	99%
Fawran Telecom Company (W.L.L)	Saudi Arabia	**10%**	10%
Qanawat for general trading and contracting company (W.L.L)	Kuwait	**10%**	10%
Qanawat Connect Solutions company (W.L.L)	UAE	**%10**	-

The interim condensed consolidated financial information for all subsidiaries has been consolidated based on the financial statements prepared by the management for the three months period ended March 31, 2017, total assets of these subsidiaries included in the interim condensed consolidated statement of financial position are KD 34,481,229 and their net loss included in the interim condensed consolidated statement of profit or loss is KD 217,025.

4- Intangible assets

This item represents Keymoney with a net book value of KD 121,617 as of March 31, 2017 (KD 127,149 as of December 31, 2016 - KD 33,057 as of March 31, 2016) and KD 14,202,148 as of March31, 2017 (KD 14,202,148 as of December 31, 2016 - KD 14,202,148 as of March 31, 2016) resulted from the acquisition of a subsidiary - Qanawat Systems Company WLL - Kingdom of Saudi Arabia. The management annually conducts a test to determine whether there is an indication of goodwill impairment Goodwill value.

5- Available for sale investments

This available for sale investments represent unquoted local and foreign investments. The following movement occurred during the period:

	March 31, 2017	December 31, 2016 (audited)	March 31, 2016
Balance at January 1,	**17,139,065**	22,169,508	22,169,508
Impairment losses	**-**	(5,030,443)	-
	17,139,065	17,139,065	22,169,508

Investments have been recorded at cost less impairment at value due to the unavailability of a reliable method to measure the fair value at the date of the interim condensed consolidated financial statements.

6- Loan to a related party

This item represents a loan granted to Hits Africa Company (Ltd)- Cayman Island (Previously: an associate company) amounted to USD 75,680,606 bearing an interest rate of 6% matured on March 31, 2017. This loan was granted to Hits Africa Company (Ltd) - Cayman Island (Previously: an associate company) in prior years as a joint venture contract and it hasn't been disclosed in the consolidated financial statements. Since these transactions were eliminated previously between "The Parent" company and its subsidiaries for the consolidation purpose.

This loan is secured upon a transfer of rights agreement between Hits Africa Company (Ltd)- Cayman Islands (Previously: an associate company) and one of its subsidiaries and mortgaged shares of Hits Africa Company (Ltd)- Cayman Islands (Previously: an associate company) in one of its subsidiaries and the relevant rights in favor of Hits Telecom Company.

Due to the discontinuity of Hits Africa Company's business (Ltd)- Cayman Islands (Previously: an associate company) until know whether it will be liquidated or decided to resume in the future the company's business and for hedge purpose the provision for doubtful debts amounting to KD 3,500,000 was made by "the Group" during the previous year to meet any amounts uncollectible from this loan. See that there is a possibility the company's management and its external counsel for see the possibility of a good collection of the loan in the future.

The loan interest has not been calculated based on the Sharia's opinion which states non calculation of interests before the contract settlement.

7- Accounts receivable and other debit balances

	March 31, 2017	December 31, 2016 (audited)	March 31, 2016
Trade receivables	**804,169**	675,354	1,158,180
Provision for doubtful debts	**(175,559)**	(175,559)	(152,132)
	628,610	499,795	1,006,048
Accrued commissions	**2,632,878**	1,625,883	1,944,603
Accrued income	**1,150,043**	1,821,630	2,305,157
Letters of guarantees	**1,005,635**	1,008,293	1,596,458
Prepaid expenses	**628,272**	451,187	465,060
Staff receivable	**282,429**	332,647	192,943
Advance payments	**344,108**	345,603	-
Refundable deposits	**2,950**	2,950	11,947
Other	**5,053**	25,451	-
	6,679,978	6,113,439	7,522,216

8- Transactions with related parties

Related parties comprise of associates, major shareholders, directors and key management personnel of the Group's entities controlled, jointly controlled or significantly controlled by such parties. The Group's management decides on terms and conditions of these transactions. The amounts and balances due from/to related parties are interests free and have no fixed maturity.

The balances and transactions with related parties included in the interim condensed consolidated financial information are as follows:

Interim condensed consolidated Statement of financial position	**March 31, 2017**	December 31, 2016 (audited)	March 31, 2016
Finance, joint ventures and mudaraba	**911,209**	911,209	911,209
Due from related parties	**1,128,590**	1,046,462	1,846,877
Due to related parties	**148,537**	133,872	737,791
Investment in joint venture	**358,354**	268,552	2,368,820
Loan to a related party	**18,686,527**	18,686,527	18,686,527

All transactions with related parties are subject to the approval of the General Assembly of Shareholders.

9- Revenue of activity

The decrease in "the Group's" operating income for the period ended March 31, 2017 resulted from a decrease in revenues of one of the subsidiaries operating in the Kingdom of Saudi Arabia as a result of the following:

- The application of new laws by the Saudi Telecommunications Regulatory Commission, which determined the number of Sim cards to be recorded for each person, this accordingly was reflected in the decrease in the number of Sim cards sold during the period.
- Geographical distribution of the approved agents to work in specific limited areas based on the key operator's plan that has been approved and which had an impact on the company's revenues.

10- (Loss)/profit per share/(Fils)

(Loss)/profit per share is computed by dividing the net (loss)/profit for the period by the weighted average number of shares outstanding during the period as follow:

	Three months ended March 31	
	2017	2016
Net (loss)/profit for the period	**(357,122)**	163,380
Weighted average number of shares outstanding during the period	**872,341,610**	872,341,610
Weighted average of the treasury shares	**(7,319,654)**	(7,319,654)
Weighted average number of shares, less treasury shares	**865,021,956**	865,021,956
(Loss)/profit per share/(Fils)	**(0.41)**	0.19

11- Shareholders' General Assembly

Until the date of preparing these interim condensed consolidated financial information the Ordinary General Assembly of shareholders has not been held to approve the consolidated financial statements for the year ended December 31, 2016.

12- Segment information

"The Group" monitors the operating results of its segments separately for the purpose of making decisions about resource allocations performance assessment.

Operating segment
"The Group" primarily operates on one area of the business activity represented in communication field, accordingly information reported to the group's decision makers for the purpose of resource allocation and performance assessment is more specifically focused on the types of communication activities

Geographic information
"The Group" operates in various geographic regions: and the following table shows the distribution of the Group's income and non-current assets by region:

	Three months ended March 31, 2017		Three months ended March 31, 2016	
Region	Revenues	Non-current assets	Revenues	Non-current assets
State of Kuwait	1,121,976	34,575,009	1,852,472	41,946,367
Outside Kuwait				
Kingdom of Saudi Arabia	6,666,011	14,823,172	17,563,219	16,096,773
UAE	1,806,612	27,803	-	-
Bahrain	-	1,258,897		
	9,594,599	50,684,881	19,415,691	58,043,140

13- Financial instruments

Categories of financial instruments
The Group's financial assets and liabilities are classified in the interim condensed consolidated statement of financial position as follows:

	March 31, 2017	March 31, 2016
Financial assets		
Available for sale investments	17,139,065	22,169,508
Investment in joint venture	358,354	2,368,820
Accounts receivable and other debit balances	6,679,978	7,522,216
Due from related parties	1,128,590	1,846,877
Loan to a related party	18,686,527	18,686,527
Financing, joint ventures and mudaraba	911,209	911,209
Cash and cash equivalents	971,624	1,634,066
	45,875,347	55,139,223

	March 31, 2017	March 31, 2016
Financial liabilities		
Accounts payable and other credit balances	5,458,709	13,738,977
Due to related parties	148,537	737,791
	5,607,246	14,476,768

Fair value of financial instruments

The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. The Group has used the assumptions and accepted methods in the assessment of fair values of financial instruments. The fair values of the Group's financial assets and financial liabilities are determined as follows:

- The fair values of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices.
- The fair values of other financial assets and financial liabilities (excluding derivative instruments) are determined in accordance with generally accepted pricing models based on future discounted cash flow analysis using prices from observable current market transactions and dealer quotes for similar instruments.
- Fair value of the non-derivative financial instruments is not materially different from its respective carrying value.

14- Lawsuits

"The Group" has some potential lawsuits represented in cases pending at various levels of judgment with other parties and it could not determine their outcome until to the date of interim condensed consolidated statement of financial position. Therefore "the Group's" management believes that there is no need to make provision for these amounts until determining the outcome of these claims and issues.