

ITHMAAR HOLDING B.S.C.

CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION
31 MARCH 2026

Ithmaar Holding B.S.C.
Condensed consolidated interim financial information
for the three months period ended 31 March 2026

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KPMG Fakhro
Audit
12th Floor, Fakhro Tower,
P.O. Box 710, Manama,
Kingdom of Bahrain

Telephone +973 17224807
Telefax +973 17227443
Website: www.kpmg.com/bh
CR No. 6220 - 2

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

To the Board of Directors of
Ithmaar Holding B.S.C.
Kingdom of Bahrain

Introduction

We have reviewed the accompanying 31 March 2026 condensed consolidated interim financial information of Ithmaar Holding B.S.C. (the "Company") and its subsidiaries (together the "Group"), which comprises:

- the condensed consolidated statement of financial position as at 31 March 2026;
- the condensed consolidated statement of income for the three-month period ended 31 March 2026;
- the condensed consolidated statement of comprehensive income for the three-month period ended 31 March 2026;
- the condensed consolidated statement of income and attribution related to quasi-equity for the three-month period ended 31 March 2026;
- the condensed consolidated statement of changes in owners' equity for the three-month period ended 31 March 2026;
- the condensed consolidated statement of cash flows for the three-month period ended 31 March 2026;
- the condensed consolidated statement of changes in off-balance-sheet assets under management for the three-month period ended 31 March 2026; *and*
- notes to the condensed consolidated interim financial information.

The Board of Directors of the Company is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with FAS 41, "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 Auditing standards for Islamic Financial Institutions and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 31 March 2026 condensed consolidated interim financial information is not prepared, in all material respects, in accordance with FAS 41, "Interim Financial Reporting".



Independent auditors' report (continued)
Ithmaar Holding B.S.C.

Emphasis of Matter – Basis of preparation

We draw attention to Note 1.1 to the condensed consolidated interim financial information, which describes significant judgments and assumptions relating to the Board of Directors assessment of the appropriateness of the going concern assumption for preparation of the condensed consolidated interim financial information. Our conclusion is not modified in respect of this matter.

KPMG

13 May 2026

Ithmaar Holding B.S.C.**Condensed consolidated statement of financial position****as at 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

	Note	At 31 March 2026	At 31 December 2025
		(Reviewed)	(Audited)
ASSETS			
Cash and balances with banks and central banks		510,467	457,309
Commodity placements with banks and other financial institutions		142,538	193,617
Financing contracts	3	3,200,281	3,546,721
Investment securities	4	2,606,776	2,451,824
Investment in associates	5	110,071	108,580
Other assets	6	231,241	218,031
Investment in real estate		154,123	153,770
Development properties		182,289	181,776
Property and equipment		264,122	258,779
Intangible assets		17,047	13,830
Total assets		7,418,955	7,584,237
LIABILITIES, QUASI-EQUITY AND OWNERS' EQUITY			
Customers' current accounts		2,698,994	2,453,658
Due to banks, financial and other institutions		1,329,624	1,108,605
Other liabilities		313,300	357,224
Total liabilities		4,341,918	3,919,487
Quasi-equity	8	2,898,285	3,483,667
OWNERS' EQUITY			
Share capital	9	757,690	757,690
Treasury shares	9	(30,149)	(30,149)
Reserves	10	112,114	112,045
Accumulated losses		(826,440)	(827,641)
Total equity attributable to shareholders of the Company		13,215	11,945
Non-controlling interests		165,537	169,138
Total owners' equity		178,752	181,083
Total liabilities, quasi-equity and owners' equity		7,418,955	7,584,237

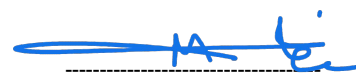
This condensed consolidated interim financial information was approved by the Board of Directors on 13 May 2026 and signed on its behalf by:



HRH Prince Amr Mohammed Al-Faisal
Chairman



Elham Hasan
Director



Maysan Al Maskati
CEO

The accompanying notes 1 to 15 form an integral part of the condensed consolidated interim financial information.

Ithmaar Holding B.S.C.

**Condensed consolidated statement of income
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

	Three months ended		
	Note	31 March 2026	31 March 2025
		(Reviewed)	(Reviewed)
INCOME			
Income from financing contracts		80,509	72,097
Income from investments		80,717	95,795
Other income - net		20,445	19,067
Finance expense on placements from financial and non-financial institutions		(3,392)	(4,518)
Net income		178,279	182,441
Share of loss from equity accounted investees		2,119	(469)
Total income		180,398	181,972
EXPENSES			
Operating expenses		54,038	52,314
Depreciation and amortization		7,324	6,342
Total expenses		61,362	58,656
Profit before impairment allowances, income attribution to quasi-equity and tax		119,036	123,316
Allowances for impairment and expected credit losses, net	7	(1,667)	7,441
Profit before income attribution to quasi-equity and tax		117,369	130,757
Less: Net profit attributable to quasi-equity		(88,040)	(95,893)
Profit before overseas taxation		29,329	34,864
Tax expense		(22,394)	(27,450)
PROFIT FOR THE PERIOD		6,935	7,414
Attributable to:			
Shareholders of the Company		1,201	1,005
Non-controlling interest		5,734	6,409
		6,935	7,414
Basic and diluted earnings per share	12	US Cts 0.04	US Cts 0.03



HRH Prince Amr Mohammed Al-Faisal
Chairman



Elham Hasan
Director



Maysan Al Maskati
CEO

The accompanying notes 1 to 15 form an integral part of the condensed consolidated interim financial information.

Ithmaar Holding B.S.C.**Condensed consolidated statement of comprehensive income
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

	Three months ended	
	31 March 2026	31 March 2025
	(Reviewed)	(Reviewed)
Profit for the period	6,935	7,414
Other comprehensive income		
Items that will not be classified to statement of income		
Changes in fair value of land and building	(29)	(247)
Attributable to quasi-equity	19	164
Items that are or may subsequently be classified to income statement		
Exchange difference arising on translation of foreign operations	2,277	(185)
Changes in fair value of investments in real estate	166	689
Changes in fair value of investments carried at fair value through OCI	(19,658)	(19,533)
Attributable to quasi-equity	11,590	13,147
Total other comprehensive income for the period	(5,635)	(5,965)
Total comprehensive income	1,300	1,449
Attributable to:		
Shareholders of the Company	1,270	1,480
Non-controlling interest	30	(31)
	1,300	1,449

The accompanying notes 1 to 15 form an integral part of the condensed consolidated interim financial information.

Ithmaar Holding B.S.C.**Condensed consolidated statement of income and attribution related to quasi-equity
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

	<u>Three months ended</u>	
	<u>31 March 2026</u> (Reviewed)	<u>31 March 2025</u> (Reviewed)
Profit before impairment allowances, income attribution to quasi-equity and tax	119,036	123,316
Adjusted for:		
Less: loss not attributable to quasi-equity	(8,654)	(6,842)
Add: expenses not attributable to quasi-equity	61,362	58,656
Less: institution's share of loss for its own/ share of investments	-	469
Less: finance expense on placements from financial and non-financial institutions	3,392	4,518
Less: allowance for impairment allowances attributable to quasi-equity	(746)	7,441
Total income available for quasi-equity holders	174,390	187,558
Less: Mudarib's share	(86,350)	(91,665)
Profit attributable to quasi-equity	88,040	95,893
Other comprehensive income that may subsequently be classified to income statement – attributable to quasi-equity	(11,609)	(13,311)
Total comprehensive income – attributable to quasi-equity	76,431	82,582
Less: Other comprehensive income not subject to immediate distribution	11,609	13,311
Total comprehensive income subject to immediate distribution	88,040	95,893

The accompanying notes 1 to 15 form an integral part of the condensed consolidated interim financial information.

Ithmaar Holding B.S.C.

**Condensed consolidated statement of changes in owners' equity
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

31 March 2026 (reviewed)	Share capital	Treasury shares	Reserves	Accumulated losses	Total equity attributable to shareholders of the Company	Non- controlling interests	Total owners' equity
At 1 January 2026	757,690	(30,149)	112,045	(827,641)	11,945	169,138	181,083
Profit for the period	-	-	-	1,201	1,201	5,734	6,935
Other comprehensive income for the period	-	-	69	-	69	(5,704)	(5,635)
Total comprehensive income for the period	-	-	69	1,201	1,270	30	1,300
Movement from dividend distribution by subsidiaries	-	-	-	-	-	(3,631)	(3,631)
At 31 March 2026	757,690	(30,149)	112,114	(826,440)	13,215	165,537	178,752

At 31 March 2025 (reviewed)	Share capital	Treasury shares	Reserves	Accumulated losses	Total equity attributable to shareholders of the Company	Non- controlling interests	Total owners' equity
At 1 January 2025	757,690	(30,149)	112,527	(828,650)	11,418	169,448	180,866
Profit for the period	-	-	-	1,005	1,005	6,409	7,414
Other comprehensive income for the period	-	-	475	-	475	(6,440)	(5,965)
Total comprehensive income for the period	-	-	475	1,005	1,480	(31)	1,449
Movement from dividend distribution by subsidiaries	-	-	-	-	-	(4,544)	(4,544)
Decrease in shareholding of subsidiary	-	-	-	-	-	(2,789)	(2,789)
At 31 March 2025	757,690	(30,149)	113,002	(827,645)	12,898	162,084	174,982

The accompanying notes 1 to 15 form an integral part of the condensed consolidated interim financial information.

Ithmaar Holding B.S.C.

**Condensed consolidated statement of cash flows
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

	Three months ended	
	31 March 2026	31 March 2025
	(Reviewed)	(Reviewed)
OPERATING ACTIVITIES		
Net profit before tax:	29,329	34,864
Adjustments for:		
Depreciation and amortization	7,324	6,342
Share of results after tax from associates	(2,119)	469
Provision for / (reversal of) impairment - net	1,667	(7,441)
Income from investments	(80,717)	(95,795)
Finance cost on net Ijarah liability	2,040	1,805
Gain on sale of property and equipment	(77)	(15)
Operating loss before changes in operating assets and liabilities	(42,553)	(59,771)
Net changes in operating assets and liabilities:		
Balances with banks maturing after 90 days including central banks balances relating to minimum reserve requirement	3,978	7,932
Financing contracts	354,492	(6,315)
Other assets	(25,329)	(13,518)
Customers' current accounts	238,512	194,935
Due to banks, financial and other institutions	219,323	18,120
Due to investors	-	5
Other liabilities	(18,686)	(106,615)
Quasi-equity	(593,646)	60,665
Taxes paid	(52,633)	(49,294)
Net cash generated from operating activities	83,458	46,144
INVESTING ACTIVITIES		
Investment securities	(65,789)	23,782
Property and equipment	(9,694)	(12,461)
Net cash (used in) / generated from investing activities	(75,483)	11,321
FINANCING ACTIVITIES		
Repayment of net Ijarah liability	(2,694)	(2,646)
Net cash used in financing activity	(2,694)	(2,646)
Foreign currency translation adjustments	779	(1,354)
Net increase in cash and cash equivalents	6,060	53,465
Cash and cash equivalents at beginning of the period	600,915	515,303
Cash and cash equivalents at end of the period	606,975	568,768
<u>Cash and cash equivalents comprise:</u>		
Cash and balances with banks and central banks	510,467	441,236
Commodity placements with banks and other financial institutions	142,538	170,536
Less: Placements with original maturing after 90 days and balances with central banks relating to minimum reserve requirement	(46,030)	(43,004)
	606,975	568,768

The accompanying notes 1 to 15 form an integral part of the condensed consolidated interim financial information.

Ithmaar Holding B.S.C.

**Condensed consolidated statement of changes in off-balance-sheet assets under management
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

31 March 2026 (reviewed)	Shamil Bosphorus Modaraba*	European Real Estate Placements*	US Real Estate Placements*	Total
Balance at 1 January 2026	6,250	11,205	4,708	22,163
Additions	-	-	-	-
Foreign exchange movements	-	(267)	-	(267)
Recoveries/ disposals/ maturities	-	-	-	-
Net decrease	-	(267)	-	(267)
Net income	-	-	-	-
Mudarib's share	-	-	-	-
Fixed agency fee	-	-	-	-
Variable agency fee	-	-	-	-
Total Group's management share	-	-	-	-
Distributions/ withdrawals	-	-	-	-
Balance at 31 March 2026	6,250	10,938	4,708	21,896

At 31 March 2025 (reviewed)	Shamil Bosphorus Modaraba*	European Real Estate Placements*	US Real Estate Placements*	Total
Balance at 1 January 2025	6,250	9,877	4,708	20,835
Additions	-	-	-	-
Foreign exchange movements	-	442	-	442
Recoveries/ disposals/ maturities	-	-	-	-
Net increase	-	442	-	442
Net income	-	-	-	-
Mudarib's share	-	-	-	-
Fixed agency fee	-	-	-	-
Variable agency fee	-	-	-	-
Total Group's management share	-	-	-	-
Distributions/ withdrawals	-	-	-	-
Balance at 31 March 2025	6,250	10,319	4,708	21,277

* Income/(loss) will be recognised and distributed at the time of disposal of the underlying investments.

The accompanying notes 1 to 15 form an integral part of the condensed consolidated interim financial information.

Ithmaar Holding B.S.C.

Notes to the condensed consolidated interim financial information for the three months period ended 31 March 2026

1 REPORTING ENTITY

Ithmaar Holding B.S.C. ("Ithmaar" or the "Company") was incorporated in the Kingdom of Bahrain under the Commercial Companies Law and registered with Ministry of Industry and Commerce (MOIC) under Commercial Registration number 15210-20 on 26 October 2016. Formerly, Ithmaar was incorporated as an investment bank on 13 August 1984 and regulated by the Central Bank of Bahrain ("CBB"). Post restructuring over the years, Ithmaar is now licensed by the CBB under Volume 4, Category 1 investment firm.

The Company's registered office is at Building 2080, Road 2825, Block 428, Al Seef, Kingdom of Bahrain.

Dar Al-Maal Al-Islami Trust ("DMIT"), a Trust incorporated in the commonwealth of Bahamas is the ultimate parent company of Ithmaar.

The consolidated interim financial information includes the results of the Company and its subsidiaries (the "Group").

The principal activities of Ithmaar and its subsidiaries include a wide range of financial services, including retail, commercial, investment banking, private banking, fund management and real estate development.

Ithmaar's activities are regulated by the CBB and are subject to the supervision of Shari'a Supervisory Board.

Ithmaar's ordinary shares are listed on the Bahrain Bourse and Dubai Financial Market.

The Group's activities also include acting as a Mudarib (manager, on a trustee basis), of funds deposited for investment in accordance with Islamic laws and principles particularly with regard to the prohibition of receiving or paying interest. These funds are included in the condensed consolidated interim financial information as quasi-equity and off-balance-sheet assets under management. In respect of quasi equity, the investment accountholders authorise the Group to commingle and invest the accountholders' funds in a manner which the Group deems appropriate without laying down any restrictions as to where, how and for what purpose the funds should be invested. In respect of off-balance-sheet assets under management, the investment accountholders impose certain restrictions as to where, how and for what purpose the funds are to be invested. Further, the Group may be restricted from commingling its own funds with the funds of off-balance-sheet assets under management.

The Group carries out its business activities through Ithmaar's its head office in Bahrain and its following principal subsidiaries:

	% owned		Country of Incorporation	Principal business activities
	31 March 2026	31 December 2025		
<u>Direct subsidiaries</u>				
Ithmaar Bank B.S.C. (c) (the "Bank")	100	100	Kingdom of Bahrain	Banking
IB Capital B.S.C. (c) (IBC)	100	100	Kingdom of Bahrain	Asset management
Faisal Private Bureau (Switzerland) S.A.	100	100	Switzerland	Wealth and asset management
Shamil Financial (Luxembourg) S.A.	100	100	Luxembourg	Investment holding
<u>Principal indirect subsidiaries</u>				
Faysal Bank Limited (FBL) (Note 1)	67	67	Pakistan	Banking
Ithmaar Development Company Limited	100	100	Cayman Islands	Real estate
Health Island W.L.L.	50	50	Kingdom of Bahrain	Real estate
Dilmunia Development Fund I L.P.	92	92	Cayman Islands	Real estate

Note 1: The Group owns 67% stake in FBL, through a direct legal ownership of 57% and 10% of indirect ownership of DMIT, held for the beneficial interest of the Bank.

Islamic Investment Company of the Gulf (Bahamas) Limited (IICG), a company incorporated in the Commonwealth of Bahamas and owned 100% by DMIT, is an affiliate of Ithmaar.

Ithmaar Holding B.S.C.

Notes to the condensed consolidated interim financial information for the three months period ended 31 March 2026

1.1 Going Concern

As of 31 March 2026, the total consolidated owners' equity of the Group stood at \$178.8 million (2025: \$181.1 million) however, its accumulated losses are in excess of its paid-up capital. Further the Group continue to earn low profits along with negative operating cash flows during the period ended 31 March 2026. These events and conditions required the Group's management to undertake a detailed going concern assessment.

The Board of Directors is working on various initiatives to strengthen the Group's consolidated equity, meet the minimum regulatory capital requirement of its licensed group entities and liquidity profile in the next twelve months from the reporting date of this condensed consolidated interim financial information ("Equity Strengthening Plans"). These initiatives include, amongst others, the following:

- Cancellation of accumulated losses against share capital;
- Issuance of additional share capital by way of Rights issue of up to \$100 million to existing shareholders. The majority shareholder – DMIT, has committed to support the Group and has expressed its intention to subscribe to its pro-rata share in the rights issue which is approximately \$50 million. DMIT's intended participation comprises a combination of cash and an in-kind contribution, with the in-kind component supported by independent valuation. Both the above measures (capital reduction and increase) have been approved by the shareholders during an Extraordinary General Meeting (EGM) held on 8 March 2026. The Group is currently in the process of completion of all necessary legal and regulatory formalities;
- Continuing regulatory support on matters related to capital and liquidity requirements on licensed group entities;
- Focusing on recovery of financing exposures by way of sale / realization of underlying collateral;
- Development of a restructuring plan with the assistance of external consultants to further enhance the Group's financial position and support long term value creation.

The Group's management has also assessed liquidity and equity projections of the banking and other businesses for the next twelve months from reporting date of this condensed consolidated interim financial information. Management's assessment includes the following significant assumptions:

- Positive progress in key aspects of the Equity Strengthening Plans;
- Stressing the expected behavioral outflows of the liabilities and expected behavioral inflows from assets;
- Putting in place the necessary liquidity lines in the form of medium-term interbank liquidity support facilities;
- Ability to maintain core deposits through increased focus on corporate customers as part of the new business model (evidenced by actual cash flows till the reporting date);
- Use of ALCO approved rollover/ renewal related behavioral patterns of liabilities; and
- No change in status of sanctioned liabilities and accordingly no repayments.

These represent the key assumptions underlying management's going concern assessment. In concluding that the going concern-basis remains appropriate, the management and the Board have exercised significant judgment, particularly in evaluating the feasibility and expected timing of the capital plan, the recoverability of financing exposures, and the reasonableness of projected liquidity flows.

The Board of Directors has reviewed the above assumptions and events, along with mitigating factors and concluded that there are no material uncertainties related that may cast significant doubt on the Group's ability to continue as a going concern. Accordingly, the Board of Directors believe that the Group will be able to continue its business without any significant curtailment of operations and will be able to meet its obligations for the next twelve months from the date of reporting of this condensed consolidated interim financial information. Accordingly, the condensed consolidated interim financial information has been prepared on a going concern basis.

Ithmaar Holding B.S.C.
Notes to the condensed consolidated interim financial information
for the three months period ended 31 March 2026

2 BASIS OF PREPARATION AND PRESENTATION

The condensed consolidated interim financial information of the Group has been presented in accordance with Financial Accounting Standard FAS 41, Interim Financial Reporting ("FAS 41") issued by the Accounting and Auditing Organisation of Islamic Financial Institutions ("AAOIFI").

The condensed consolidated interim financial information of the Group does not contain all information and disclosures required for the annual consolidated financial statements and should be read in conjunction with the Group's audited annual consolidated financial statements for the year ended 31 December 2025. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements as at and for the year ended 31 December 2025. Further, results for the interim periods are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2026.

The condensed consolidated interim financial information are presented in United States Dollars (\$), being the presentation currency of the Group. All values are rounded to nearest thousand [\$ '000] unless otherwise indicated. The functional currency of the Group is United States Dollars and that of one subsidiary is Pakistani Rupees. Items included in the financial statements of each entity are measured using respective functional currency."

Comparatives

The condensed consolidated interim financial information is reviewed, not audited. The comparatives for the condensed consolidated statement of financial position have been extracted from the audited consolidated financial statements for the year ended 31 December 2025 and comparatives for the condensed consolidated income statement, statement of comprehensive income, statement of income and attribution to quasi-equity, changes in owners' equity, cash flows and changes in off-balance-sheet assets under management have been extracted from the reviewed condensed consolidated interim financial information for the three months period ended 31 March 2025.

2.1 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and methods of computation applied by the Group in the preparation of the condensed consolidated interim financial information are the same as those used in preparation of the Group's last audited consolidated financial statements as at and for the year ended 31 December 2025, except for the following changes which became effective on 1 January 2026. The adoption of these standards did not have significant impact on the condensed consolidated interim financial information.

- (i) FAS 45: Quasi-Equity (Including Investment Accounts)
- (ii) FAS 46: Off-Balance-Sheet Assets Under Management
- (iii) FAS 47: Transfer of Assets Between Investment Pools
- (iv) FAS 48: Promotional Gifts and Prizes
- (v) FAS 49: Financial Reporting for Institutions Operating in Hyperinflationary Economies

Ithmaar Holding B.S.C.
Notes to the condensed consolidated interim financial information
for the three months period ended 31 March 2026

2.1 SIGNIFICANT ACCOUNTING POLICIES (continued)

A. Relevant new standards, amendments, and interpretations issued but not yet effective

The following new standards and amendments to the standards are effective for annual periods beginning after 1 January 2027 and earlier application is permitted. The Group is currently evaluating the impact of these standards and amendments.

(i) FAS 50: Financial reporting for Islamic Investment institutions (including investment funds)

This standard replaces FAS 14 – Investment Funds and updates the financial reporting framework for Islamic investment institutions.

Key enhancements include alignment with revised FAS 1 and the AAOIFI Conceptual Framework, removal of the separate statement of portfolio investments (now included in the notes), elimination of the cash-equivalent-value concept, and introduction of quasi-equity accounting principles.

The standard also provides guidance for Islamic investment institutions (IIIs) with multiple virtual entities or sub-funds, introduces requirements on NAV differential, removes earlier governance and stakeholder reporting requirements, and grants exemptions from consolidation or equity-accounting based on the unique business model and investment intent of the III.

This standard is effective for the financial periods beginning on or after 1 January 2027, with an option to early adopt.

The Group does not expect any significant impact on the adoption of this standard.

(ii) FAS 51: Participatory Ventures

FAS 51 replaces FAS 3 (Mudaraba Financing) and FAS 4 (Musharaka Financing), it provides guidance for accounting in the books of the working partner and the venture. The scope of this standard is expanded to include additional venture types, for example, Running Musharaka, Diminishing Musharaka and restricted Mudaraba.

This standard is effective for the financial periods beginning on or after 1 January 2027, with an option to early adopt.

The Group does not expect any significant impact on the adoption of this standard.

(iii) FAS 52: Deferred Delivery Sales: Salam and Istisna

The replaces FAS 7 “Salam and Parallel Salam” and FAS 10 “Istisna’a and Parallel Istisna’a”. This standard introduces guidance for accounting in the book of buyers and sellers including the treatment of parallel Salam and Istisna. This standard is aligned with the requirements of FAS 30 “Impairment, credit losses and onerous commitments”.

This standard is effective for the financial periods beginning on or after 1 January 2027, with an option to early adopt.

The Group does not expect any significant impact on the adoption of this standard.

(iv) Withdrawal of FAS 26 – Investment in Real Estate and Related Transitional Provisions

AAOFI issued a guidance relating to withdrawal of FAS 26 – Investment in Real Estate and related transitional provisions (“Guidance”). Following the withdrawal, investment in real estate shall be accounted for in accordance with IAS 40 – Investment property.

This guidance is effective for the periods beginning on or after 1 January 2027 and with an option to early adopt.

The Group does not expect any significant impact on the adoption of this standard.

Ithmaar Holding B.S.C.**Notes to the condensed consolidated interim financial information
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

2.2 ESTIMATES AND JUDGEMENTS**Impact of current geopolitical developments**

Since 28 February 2026, the geopolitical situation in the Middle East has intensified and continues to evolve, resulting in increased uncertainty in the economic environment across the region, including the Kingdom of Bahrain.

The Group is closely monitoring developments and has activated its business continuity and risk management protocols to mitigate the potential impact of any disruption on its operations and financial performance. The Group also continues to assess the potential business implications arising from these uncertainties, together with the effect of any support and relief measures introduced by regional governments and central banks. Based on its assessment up to the date of approval of this consolidated interim financial information, the Group's core operations have continued without material disruption.

Impact on expected credit losses (ECL)

Given the recent and rapidly evolving nature of the situation, the volatility and uncertainty inherent in forward-looking economic forecasts may not be fully reflected in the modelled ECL outcomes as at 31 March 2026. Accordingly, a higher degree of management judgement and estimation uncertainty was involved in determining ECL as at 31 March 2026. In particular, the Group revisited the probability weightings assigned to the forward-looking macroeconomic scenarios used in the measurement of ECL to reflect the heightened uncertainty in the current environment. The revised scenario weightings applied by the Group are as follows:

Scenario	31 March 2026	31 December 2025	31 March 2025
Best	5%	10%	10%
Base	45%	65%	65%
Worst	50%	25%	25%

The Group also considered management overlays to address model limitations and portfolio-specific risk characteristics not fully captured by the underlying modelled outcomes. The reported ECL allowance represents management's best estimate at the reporting date based on available information. The situation remains fluid and the Group will continue to reassess the related impact as developments unfold.

Assessment of the carrying values of assets

As of 31 March 2026, management performed an assessment of the carrying values of the Group's financial and non-financial assets, including financing contracts, investments, real estate portfolio, goodwill and other intangible assets, for any indicators of impairment or the need for valuation adjustments arising from the current geopolitical environment. Based on the information available at the reporting date, management concluded that the carrying values of these assets remain appropriate and no additional adjustments were required in this condensed consolidated interim financial information.

The Group continues to closely monitor regional and global developments and will revise its assumptions, judgments and estimates, where necessary, as the situation evolves.

CBB measures

On 14 April 2026, the Central Bank of Bahrain introduced a number of support measures for the economy and the banking sector, including liquidity lines to retail banks against eligible securities, repayment deferrals of up to three months for eligible borrowers, extension of repurchase operation maturities, a reduction in the required cash reserve ratio, and a lowering of the minimum LCR and NSFR thresholds applicable to banks.

The Group continues to monitor these developments and is assessing the extent to which these measures may have an impact on its condensed consolidated interim financial information.

Ithmaar Holding B.S.C.

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3 FINANCING CONTRACTS

	31 March 2026	31 December 2025
Murabaha and tawarruq financings	1,613,639	1,981,483
Musharaka financing	1,391,000	1,395,359
Istisna financings	406,034	380,749
	<u>3,410,673</u>	<u>3,757,591</u>
Less: Allowance for impairment	(210,392)	(210,870)
	<u>3,200,281</u>	<u>3,546,721</u>

The movement on allowance for impairment is as follows:

	31 March 2026	31 December 2025
At beginning of the period	210,870	212,188
Charge for the period	316	5,259
Utilised during the period	(1,023)	(5,138)
Exchange differences	229	(1,439)
At end of the period	<u>210,392</u>	<u>210,870</u>

Ithmaar Holding B.S.C.

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4 INVESTMENT SECURITIES

	<u>31 March 2026</u>	<u>31 December 2025</u>
Investment securities at fair value through income statement		
Debt-type instruments – unlisted	4,372	3,783
Equity-type securities – listed	1,116	79
	<u>5,488</u>	<u>3,862</u>
Investment securities at fair value through other comprehensive income		
Debt-type instruments – unlisted	2,267,902	2,246,210
Equity-type securities – listed	39,826	35,025
Equity-type securities – unlisted	177,769	171,735
	<u>2,485,497</u>	<u>2,452,970</u>
Less: Allowance for impairment	<u>(141,741)</u>	<u>(141,748)</u>
	<u>2,343,756</u>	<u>2,311,222</u>
Investment securities carried at amortised cost		
Debt-type instruments – listed	116,437	116,957
Debt-type instruments – unlisted	141,136	19,783
	<u>257,573</u>	<u>136,740</u>
Less: Allowance for impairment	<u>(41)</u>	<u>-</u>
	<u>257,532</u>	<u>136,740</u>
	<u>2,606,776</u>	<u>2,451,824</u>

Ithmaar Holding B.S.C.**Notes to the condensed consolidated interim financial information
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4 INVESTMENT SECURITIES (continued)

A hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources; unobservable inputs reflect the Group's market assumptions. These two types of inputs have created the following fair value hierarchy:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 – Inputs for the investments that are not based on observable market data (unobservable inputs).

This hierarchy requires the use of observable market data when available. The Group considers relevant and observable market prices in its valuations where possible.

Investments measured at fair value

	Level 1	Level 2	Level 3	Total
At 31 March 2026				
Investment securities at fair value through income statement				
Debt-type instruments	-	4,372	-	4,372
Equity-type securities	1,116	-	-	1,116
Investment securities at fair value through other comprehensive income				
Debt-type instruments	-	2,264,370	-	2,264,370
Equity-type securities	38,198	-	41,188	79,386
	<u>39,314</u>	<u>2,268,742</u>	<u>41,188</u>	<u>2,349,244</u>
<u>Investments not measured at fair value</u>				
Investment securities carried at amortised cost*				
Debt-type instruments - fair value	109,063	137,035	-	246,098

At 31 December 2025

Investment securities at fair value through income statement

Debt-type instruments	-	3,783	-	3,783
Equity-type securities	79	-	-	79

Investment securities at fair value other comprehensive income

Debt-type instruments	-	2,242,659	-	2,242,659
Equity-type securities	33,397	-	35,166	68,563
	<u>33,476</u>	<u>2,246,442</u>	<u>35,166</u>	<u>2,315,084</u>

Investments not measured at fair value

Investment securities carried at amortised cost*

Debt-type instruments - fair value	113,185	19,843	-	133,028
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*This pertains to the fair value of investment securities measured at amortised cost.

Ithmaar Holding B.S.C.**Notes to the condensed consolidated interim financial information
for the three months period ended 31 March 2026**

(Expressed in thousands of United States Dollars unless otherwise stated)

5 INVESTMENT IN ASSOCIATES

Investment in associated entities, as adjusted for the Group's share of their results comprise:

Name of entity	31 March 2026	% of Share- holding	31 December 2025	% of Share- holding	Country of Incorporation	Nature of business
Unlisted:						
Citic International Assets Management Limited	12,007	20	12,115	20	Hong Kong	Asset management
Naseej B.S.C. (c)	67,107	31	65,956	31	Bahrain	Infrastructure
Dilmunia Eduprop Company W.L.L.	20,165	50	18,976	50	Bahrain	Real estate
Faysal Halal Amdani Fund	4,159	2	4,790	4	Pakistan	Mutual funds
Faysal Islamic Saving Growth Fund	2,495	7	2,408	12	Pakistan	Mutual funds
Faysal Islamic Sovereign Fund FISIP-1	2,455	57	2,403	50	Pakistan	Mutual funds
Faysal Islamic Cash Fund	864	0	1,138	0	Pakistan	Mutual funds
Faysal Islamic Asset Allocation Fund - III	371	3	361	100	Pakistan	Mutual funds
Faysal Islamic Pension Fund - Money Market	198	11	194	12	Pakistan	Mutual funds
Faysal Islamic Pension Fund - Debt	193	26	188	26	Pakistan	Mutual funds
Faysal Islamic Stock Fund	18	18	16	-	Pakistan	Mutual funds
Faysal Islamic Stock Fund II	18	18	16	1	Pakistan	Mutual funds
Faysal Islamic Mehmood Muddat Plan -1	14	0	13	0	Pakistan	Mutual funds
Others	7	0	6	0	Pakistan	Mutual funds
	110,071		108,580			

6 OTHER ASSETS

	31 March 2026	31 December 2025
Accounts receivable	257,324	246,723
Due from related parties (Note 11)	143	114
Taxes – deferred	20,129	8,335
Taxes – current (advance tax)	7,661	15,723
Non-current assets held for sale	2,676	2,676
	287,933	273,571
Less: Allowance for impairment	(56,692)	(55,540)
	231,241	218,031

Ithmaar Holding B.S.C.

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7 IMPAIRMENT ALLOWANCE

The following table sets out information about the credit quality of financings and receivables. Unless specifically indicated, for financial assets, the amounts in the table represent gross carrying amounts.

31 March 2026 (reviewed)

	Stage 1	Stage 2	Stage 3	Total
Commodity placements with banks and other financial institutions				
Gross exposure	142,634	-	-	142,634
Less: expected credit loss	(96)	-	-	(96)
Net exposure	142,538	-	-	142,538
Financing contracts				
Gross exposure	2,691,183	448,823	270,667	3,410,673
Less: Allowance for impairment	(5,161)	(70,392)	(134,839)	(210,392)
Net exposure	2,686,022	378,431	135,828	3,200,281
Other assets				
Gross exposure	233,600	256	54,077	287,933
Less: Allowance for impairment	(2,306)	(317)	(54,069)	(56,692)
Net exposure	231,294	(61)	8	231,241
Total gross exposure	3,067,417	449,079	324,744	3,841,240
Less: Total expected credit loss	(7,563)	(70,709)	(188,908)	(267,180)
Total Net exposure	3,059,854	378,370	135,836	3,574,060

31 December 2025 (audited)

	Stage 1	Stage 2	Stage 3	Total
Commodity placements with banks and other financial institutions				
Gross exposure	193,726	-	-	193,726
Less: expected credit losses	(109)	-	-	(109)
Net exposure	193,617	-	-	193,617
Financing contracts				
Gross exposure	2,663,935	827,459	266,197	3,757,591
Less: Allowance for impairment	(5,162)	(70,849)	(134,859)	(210,870)
Net exposure	2,658,773	756,610	131,338	3,546,721
Other assets				
Gross exposure	213,222	7,010	53,339	273,571
Less: Allowance for impairment	(2,195)	(6)	(53,339)	(55,540)
Net exposure	211,027	7,004	-	218,031
Total gross exposure	3,070,883	834,469	319,536	4,224,888
Less: Total expected credit loss	(7,466)	(70,855)	(188,198)	(266,519)
Total Net exposure	3,063,417	763,614	131,338	3,958,369

	31 March 2026	31 December 2025
At beginning of the period	562,269	583,315
Charge/(write back) for the period	1,667	(7,441)
Utilised during the period	(1,023)	(1,470)
Exchange differences	99	(364)
At end of the period	563,012	574,040

Cash and balances with banks and central banks do not have significant ECL allowance.

Ithmaar Holding B.S.C.

**Notes to the condensed consolidated interim financial information
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(Expressed in thousands of United States Dollars unless otherwise stated)

8 QUASI-EQUITY

Quasi-equity comprise:

	31 March 2026	31 December 2025
Modaraba accounts - corporates	1,654,349	1,915,294
Modaraba accounts - financial institutions	521,948	770,621
Modaraba accounts - individuals	725,387	789,541
Wakala from financial institutions	27,311	27,312
Fair value & foreign exchange translation movement from investments attributable to quasi-equity (i)	(30,710)	(19,101)
	2,898,285	3,483,667

The Group utilizes the above funds to invest in the following assets:

	31 March 2026	31 December 2025
Cash and balances with banks and central banks	392,622	388,046
Financing contracts	2,239,033	2,822,477
Investments in equity (i)	266,630	273,144
	2,898,285	3,483,667

(i) Effective 1 January 2023, the unrestricted Modaraba pool of the parent includes an allocation to its investment in subsidiaries as they form part of the income generating pool of assets that support the Modaraba investment accounts. In line with the requirements of Financial Accounting Standards, at the time of preparation of the condensed consolidated interim financial information, foreign exchange translation & fair value reserves arising from consolidation of a foreign subsidiary is attributed to the equity of the investment accountholders. While this attribution is at a consolidated level, the URIA pool considers the net asset value of the investment in subsidiary for the purpose of allocation of assets to Modaraba pools. Any subsequent changes in the value of the net investments is recognised respectively in statement of income and equity of the investment accountholders.

The Quasi-equity assets of the parent company also include investments in its banking subsidiary (refer i above), hence the distribution of assets by ownership has been disclosed accordingly.

Distribution of income by ownership

	Period ended					
	31 March 2026			31 March 2025		
	Self-financed	Quasi-equity financed	Total	Self-financed	Quasi-equity financed	Total
INCOME						
Income from financing contracts	949	79,560	80,509	872	71,225	72,097
Income from investments	1,345	79,372	80,717	1,436	94,359	95,795
Other income - net	4,492	15,953	20,445	4,065	15,002	19,067
Finance expense on placements from financial and non-financial institutions	(3,392)	-	(3,392)	(4,518)	-	(4,518)
Net income	3,394	174,885	178,279	1,855	180,586	182,441
Share of loss from equity accounted investees	1,868	251	2,119	-	(469)	(469)
Total income	5,262	175,136	180,398	1,855	180,117	181,972
Operating expenses	54,038	-	54,038	52,314	-	52,314
Depreciation and amortization	7,324	-	7,324	6,342	-	6,342
Total expenses	61,362	-	61,362	58,656	-	58,656
Profit before impairment allowances, income attribution to quasi-equity and tax	(56,100)	175,136	119,036	(56,801)	180,117	123,316
Allowances for impairment and expected credit losses, net	(921)	(746)	(1,667)	-	7,441	7,441
Group's share as mudarib and wakil	86,350	(86,350)	-	91,665	(91,665)	-
Profit before income attribution to quasi-equity and tax	29,329	88,040	117,369	34,864	95,893	130,757

Ithmaar Holding B.S.C.

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8 QUASI EQUITY (continued)

The movement in reserves attributable to quasi equity as follows:

	31 March 2026				
31 March 2026 (reviewed)	Investments fair value reserve	Fixed assets fair value reserve	Investment in real estate fair value reserve	Foreign currency translation reserve	Total
At 1 January 2026	16,534	(2,202)	(1,999)	(31,434)	(19,101)
Movement in fair value of investment securities	(13,103)	-	-	-	(13,103)
Movement in fair value of investment in real estate	-	-	-	-	-
Movement in fair value of land and building	-	(94)	-	-	(94)
Foreign currency translation adjustments	15	75	-	1,498	1,588
At 31 March 2026	3,446	(2,221)	(1,999)	(29,936)	(30,710)

	31 December 2025				
31 December 2025 (audited)	Investments fair value reserve	Fixed assets fair value reserve	Investment in real estate fair value reserve	Foreign currency translation reserve	Total
At 1 January 2025	34,832	(1,011)	(145)	(33,801)	(125)
Movement in fair value of investment securities	(18,096)	-	-	-	(18,096)
Movement in fair value of land and building	-	(2,916)	-	-	(2,916)
Transfer during the year	-	1,838	(1,838)	-	-
Foreign currency translation adjustments	(202)	(113)	(16)	2,367	2,036
At 31 December 2025	16,534	(2,202)	(1,999)	(31,434)	(19,101)

Ithmaar Holding B.S.C.**Notes to the condensed consolidated interim financial information
for the three months period ended 31 March 2026**

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9 SHARE CAPITAL

	Number of shares (thousands)	Share capital
Authorised	8,000,000	2,000,000
Issued and fully paid		
Total outstanding as at 1 January 2026	3,030,755	757,690
Treasury shares	(120,595)	(30,149)
At 31 March 2026 (Reviewed)	2,910,160	727,541
Issued and fully paid		
Total outstanding as at 1 January 2025	3,030,755	757,690
Treasury shares	(120,595)	(30,149)
At 31 December 2025 (Audited)	2,910,160	727,541

Ithmaar's total issued and fully paid share capital at 31 March 2025 comprises 3,030,755,027 shares at \$0.25 per share amounting to \$757,690 thousands. The share capital of Ithmaar is denominated in United States dollars and these shares are listed on Bahrain Bourse in United States dollars and Dubai Financial Market in Arab Emirates Dirham (AED).

Ithmaar owned 120,595,238 (31 December 2025: 120,595,238) of its own shares at 31 March 2026. The shares are held as treasury shares and Ithmaar has the right to reissue these shares at a later date.

The Group's shareholders, during an Extraordinary General Meeting (EGM) held on 8 March 2026, approved (i) cancellation of 120,595,238 shares held as treasury shares; and (ii) cancellation of accumulated losses of \$828,649,740 firstly against share premium, statutory reserve & legal reserve balances of \$149,085,354, \$43,391,453 and \$3,306,294 respectively, and thereafter the remaining balance against share capital of \$632,866,639, thereby resulting in the reduction of the issued share capital of Ithmaar from \$757,688,757, consisting of 3,030,755,027 shares with a nominal value of US\$ 0.25 per share to 378,693,233 shares at \$0.25 per share amounting to \$94,673,308.25. The share capital reduction remains subject to regulatory approvals.

10 RESERVES

	31 March 2026	31 December 2025
Share premium	149,085	149,085
Statutory reserve	43,503	43,503
General reserve	50,727	50,727
Investments fair value reserve	4,491	4,491
Fixed Assets fair value reserve	26,941	26,941
Investment in real estate fair value reserve	2,424	2,260
Foreign currency translation reserve	(165,057)	(164,962)
	112,114	112,045

Ithmaar Holding B.S.C.**Notes to the condensed consolidated interim financial information
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11 RELATED PARTY TRANSACTIONS AND BALANCES

Parties are considered to be related if one party has the ability to control the other party or to exercise significant influence or joint control over the other party in making financial and operating decisions.

- (a) Directors and companies in which they have an ownership interest.
- (b) Major shareholders of Ithmaar, Ultimate Parent and companies in which Ultimate Parent has ownership interest and subsidiaries of such companies (affiliates).
- (c) Associated companies of Ithmaar.
- (d) Senior management.

A related party transaction is a transfer of resources, services, or obligations between related parties, regardless of whether a price is charged.

Significant balances with related parties comprise:

	31 March 2026				
	Shareholders & Affiliates	Associates and other investments	Directors and related entities	Senior management	Total
Assets					
Financing contracts*	372,053	-	-	-	372,053
Investment in associates	-	110,071	-	-	110,071
Other assets	-	-	-	143	143
Liabilities					
Customers' current accounts	9,408	166	-	-	9,574
Due to banks, financial and other institutions	-	4,036	-	-	4,036
Quasi equity	36,999	890	-	-	37,889
*Financing contracts are gross of ECL general provisions of USD65 million					
Income					
Net profit attributable to quasi-equity	(225)	-	-	-	(225)
Income from financing contracts	979	-	-	-	979
Share of results after tax from associates	-	2,119	-	-	2,119
Finance expense on placements from financial and non-financial institutions	(60)	-	-	-	(60)
Expenses					
General and administrative expenses	(81)	-	(58)	-	(139)

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11 RELATED PARTY TRANSACTIONS AND BALANCES (continued)

	31 December 2025				
	Shareholders & Affiliates	Associates and other investments	Directors and related entities	Senior management	Total
Assets					
Financing contracts*	373,422	-	-	-	373,422
Investment in associates	-	108,580	-	-	108,580
Other assets	-	-	-	114	114

*Financing contracts are gross of ECL general provisions of USD65 million

Liabilities					
Customers' current accounts	9,330	48	-	-	9,378
Due to banks, financial and other institutions	-	2,424	-	-	2,424
Quasi equity	49,050	6,116	-	-	55,166

*Financing contracts are gross of ECL general provisions of \$65 million

	31 March 2025				
Income					
Net profit attributable to quasi-equity	(195)	-	-	-	(195)
Income from financing contracts	903	-	-	-	903
Share of results after tax from associates	-	(469)	-	-	(469)
Finance expense on placements from financial and non-financial institutions	(106)	-	-	-	(106)
Expenses					
General and administrative expenses	(81)	-	(75)	-	(156)

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12 BASIC AND DILUTED EARNINGS PER SHARE

Earnings per share are calculated by dividing the net income attributable to shareholders by the weighted average number of issued and fully paid up ordinary shares during the period.

	Three months period ended	
	31 March 2026	31 March 2025
Income attributable to shareholders (\$'000)	1,201	1,005
Weighted average number of issued and fully paid up ordinary shares ('000)	2,910,160	2,910,160
Earnings per share (Basic & Diluted) – US Cents	0.04	0.03

13 CONTINGENT LIABILITIES AND COMMITMENTS**Contingent liabilities**

	31 March 2026	31 December 2025
Acceptances and endorsements	108,011	96,167
Guarantees and letters of credit	1,030,660	925,816
Customer and other claims	39,444	39,325
	1,178,115	1,061,308

Commitments

	31 March 2026	31 December 2025
Undrawn facilities, financing lines and other commitments to finance	2,716,903	2,051,198

Ithmaar Holding B.S.C.

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14 SEGMENT REPORTING (continued)

The Group constitutes of two geographical segments which are Middle East & Others and Asia

	31 March 2026			31 March 2025		
	Middle East & Others	Asia	Total	Middle East & Others	Asia	Total
Total income	6,809	173,589	180,398	4,289	177,683	181,972
Total expenses	8,789	52,573	61,362	7,768	50,888	58,656
Profit before impairment allowances, income attribution to quasi-equity and tax	(1,980)	121,016	119,036	(3,479)	126,795	123,316
Provision and overseas tax	(3,923)	(20,138)	(24,061)	(3,379)	(16,630)	(20,009)
Less: Net income attributable to quasi-equity	(6,870)	(81,170)	(88,040)	(6,551)	(89,342)	(95,893)
PROFIT FOR THE PERIOD	(12,773)	19,708	6,935	(13,409)	20,823	7,414
Attributable to:						
Equity holders of Ithmaar	(11,913)	13,114	1,201	(12,838)	13,843	1,005
Non-controlling interests	(860)	6,594	5,734	(571)	6,980	6,409
	(12,773)	19,708	6,935	(13,409)	20,823	7,414
Total assets	1,331,342	6,087,613	7,418,955	1,374,796	6,209,441	7,584,237
Total liabilities and quasi equity	1,547,320	5,692,883	7,240,203	1,565,738	5,837,416	7,403,154

15 TAXATION

The Global Anti-Base Erosion Pillar Two Model Rules ("GloBE rules") established by the Organization for Economic Cooperation and Development ("OECD") apply to multinational enterprise ("MNE") groups with total annual consolidated revenue exceeding EUR 750 million in at least two of the four preceding fiscal years.

In line with the requirements of GloBE rules, the Kingdom of Bahrain has issued and enacted Decree Law No. (11) of 2024 ("Bahrain DMTT law") on 1 September 2024 introducing a domestic minimum top-up tax ("DMTT") of up to 15% on the taxable income of the Bahrain resident entities within the Group for fiscal years beginning on or after 1 January 2025.

As per the Group's assessment of applicability of the Bahrain DMTT law and global anti-base erosion model (GloBE) rules, it has assessed and concluded that it is not in scope for fiscal year 2026 as it does not have total annual consolidated revenue exceeding EUR 750 million in at least two of the four preceding fiscal years.

Accordingly, the Group does not expect to be subject to the Bahrain DMTT law and GloBE rules for the current fiscal year.