

**Amlak Finance PJSC  
and its Subsidiaries**

**INTERIM CONDENSED CONSOLIDATED  
FINANCIAL STATEMENTS**

**31 MARCH 2010 (UNAUDITED)**

## **REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS TO THE SHAREHOLDERS OF AMLAK FINANCE PJSC**

### ***Introduction***

We have reviewed the accompanying interim condensed consolidated financial statements of Amlak Finance PJSC and its subsidiaries (the 'Group') as at 31 March 2010, comprising of the interim consolidated statement of financial position as at 31 March 2010, the related interim consolidated statements of income, comprehensive income, changes in equity and cash flows for the three month period then ended and explanatory notes. Management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Financial Reporting Standard IAS 34 *Interim Financial Reporting* ("IAS 34"). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

### ***Scope of Review***

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

### ***Basis for Qualified Conclusion***

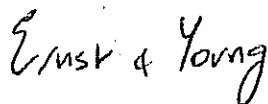
The Group's accounting policy is to carry investment properties and advances for investment properties at their fair values reflecting the market conditions at the date of the statement of financial position. At 31 March 2010, the Group's interim condensed consolidated financial statements include investment properties and advances for investment properties amounting to AED 3,158,698 thousand and AED 778,339 thousand respectively. Management believes that property prices have generally declined since these assets were acquired but are unable to quantify the amount of decline in view of the limited number of transactions currently taking place in the market. Accordingly, the Group has continued to carry such assets as of 31 March 2010 at their acquisition cost.

### ***Conclusion***

Except for the adjustments to the interim condensed consolidated financial statements that we might have become aware of had it not been for the situation described above, based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34.

***Emphasis of matter:***

Without further qualifying our conclusion, we draw attention to note 1 to the interim condensed consolidated financial statements. Trading in the Company's shares on the Dubai Financial Market has been suspended during November 2008 following the announcement that the Company is in discussions with Tamweel PJSC and another entity that may lead to the establishment of a merged entity. The Board of Directors, along with the Steering Committee set up by the UAE Ministry of Finance and Industry in connection with the proposed merger, are evaluating various options to secure sustainable funding for the Group in order to enable it to continue to meet its commitments.



Signed by  
Farrukh Seer  
Partner  
Registration No. 491

15 April 2010

Dubai, United Arab Emirates

# Amlak Finance PJSC and its Subsidiaries

## INTERIM CONSOLIDATED STATEMENT OF INCOME

For the three months ended 31 March 2010 (Unaudited)

|                                                           | <i>Note</i> | <i>Three months<br/>ended 31 March</i> |                         |
|-----------------------------------------------------------|-------------|----------------------------------------|-------------------------|
|                                                           |             | <i>2010<br/>AED'000</i>                | <i>2009<br/>AED'000</i> |
| Income from financing and investing assets                |             | 160,329                                | 202,122                 |
| Processing and other fees                                 |             | 3,324                                  | 5,559                   |
| Gain on investments                                       |             | 950                                    | 667                     |
| Income from cancellation of sale of investment properties |             | 6,124                                  | -                       |
| Dividend income                                           |             | -                                      | 647                     |
| Income on deposits                                        |             | 801                                    | 1,932                   |
| Other income                                              |             | 6,603                                  | 8,400                   |
| <b>OPERATING INCOME</b>                                   |             | <b>178,131</b>                         | <b>219,327</b>          |
| Impairment:                                               |             |                                        |                         |
| - Financing and investing assets                          |             | (31,354)                               | (73,348)                |
| - Available-for-sale investments                          |             | -                                      | (5,363)                 |
| Operating expenses                                        |             | (31,440)                               | (54,010)                |
| Share of profit (loss) of associates                      |             | 1,305                                  | (7,713)                 |
| <b>PROFIT BEFORE DISTRIBUTION TO DEPOSITORS</b>           |             | <b>116,642</b>                         | <b>78,893</b>           |
| Distribution to depositors                                |             | (119,345)                              | (146,949)               |
| <b>LOSS FOR THE PERIOD</b>                                |             | <b>(2,703)</b>                         | <b>(68,056)</b>         |
| Attributable to:                                          |             |                                        |                         |
| Equity holders of the parent                              |             | (3,135)                                | (68,295)                |
| Non controlling interests                                 |             | 432                                    | 239                     |
|                                                           |             | <b>(2,703)</b>                         | <b>(68,056)</b>         |
| Loss per share attributable to:                           |             |                                        |                         |
| Equity shareholders of the parent for the period:         |             |                                        |                         |
| Basic and diluted loss per share (AED)                    | 8           | (0.002)                                | (0.046)                 |

The attached notes 1 to 11 form part of these interim condensed consolidated financial statements.

**Amlak Finance PJSC and its Subsidiaries****INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

For the three months ended 31 March 2010 (Unaudited)

|                                                           | <i>Three months<br/>ended 31 March</i> |                         |
|-----------------------------------------------------------|----------------------------------------|-------------------------|
|                                                           | <i>2010<br/>AED'000</i>                | <i>2009<br/>AED'000</i> |
| <b>Loss for the period</b>                                | <b>(2,703)</b>                         | <b>(68,056)</b>         |
| <b>Other comprehensive income / (loss)</b>                |                                        |                         |
| Net unrealised gains on available- for-sale investments   | -                                      | 776                     |
| Exchange differences on translation of foreign operations | (681)                                  | (1,515)                 |
| <b>Other comprehensive loss for the period</b>            | <b>(681)</b>                           | <b>(739)</b>            |
| <b>Total comprehensive loss for the period</b>            | <b>(3,384)</b>                         | <b>(68,795)</b>         |
| <b>Attributable to:</b>                                   |                                        |                         |
| Equity holders of the parent                              | (3,816)                                | (69,034)                |
| Non controlling interests                                 | 432                                    | 239                     |
|                                                           | <b>(3,384)</b>                         | <b>(68,795)</b>         |

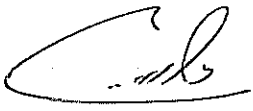
The attached notes 1 to 11 form part of these interim condensed consolidated financial statements.

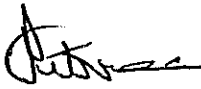
# Amlak Finance PJSC and its Subsidiaries

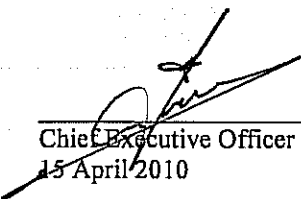
## INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 March 2010 (Unaudited)

|                                                            | Notes | 31 March<br>2010<br>AED'000 | 31 December<br>2009<br>AED'000<br>(Audited) |
|------------------------------------------------------------|-------|-----------------------------|---------------------------------------------|
| <b>ASSETS</b>                                              |       |                             |                                             |
| Cash and balances with banks                               | 3     | 729,647                     | 799,056                                     |
| Financing and investing assets                             |       | 8,706,025                   | 9,024,358                                   |
| Trading securities                                         |       | 20                          | 394                                         |
| Available-for-sale investments                             | 4     | 81,484                      | 84,346                                      |
| Advances for investment properties                         | 5     | 778,339                     | 781,460                                     |
| Investment properties                                      | 6     | 3,158,698                   | 3,086,261                                   |
| Investments in associates                                  |       | 239,322                     | 238,909                                     |
| Other assets                                               |       | 199,687                     | 203,802                                     |
| Furniture, fixtures and office equipment                   |       | 15,975                      | 18,112                                      |
| <b>TOTAL ASSETS</b>                                        |       | <b>13,909,197</b>           | <b>14,236,698</b>                           |
| <b>LIABILITIES AND EQUITY</b>                              |       |                             |                                             |
| <b>Liabilities</b>                                         |       |                             |                                             |
| Sukuk                                                      |       | 122,825                     | 247,214                                     |
| Investment deposits                                        |       | 10,981,427                  | 11,108,707                                  |
| Payable for investment properties                          |       | 160,498                     | 160,631                                     |
| Short term financing                                       | 3     | 128,939                     | 114,633                                     |
| Other long term financing                                  |       | 112,059                     | 120,645                                     |
| Zakat payable                                              |       | 9,118                       | 9,118                                       |
| Employees' end of service benefits                         |       | 3,980                       | 3,707                                       |
| Other liabilities                                          |       | 260,766                     | 344,488                                     |
| <b>Total liabilities</b>                                   |       | <b>11,779,612</b>           | <b>12,109,143</b>                           |
| <b>Equity</b>                                              |       |                             |                                             |
| <b>Equity attributable to equity holders of the parent</b> |       |                             |                                             |
| Share capital                                              |       | 1,500,000                   | 1,500,000                                   |
| Employee share scheme                                      |       | (93,048)                    | (93,048)                                    |
| Statutory reserve                                          |       | 88,675                      | 88,675                                      |
| General reserve                                            |       | 88,675                      | 88,675                                      |
| Special reserve                                            |       | 99,265                      | 99,265                                      |
| Cumulative changes in fair value                           |       | (9,725)                     | (9,725)                                     |
| Foreign currency translation reserve                       |       | (7,079)                     | (6,398)                                     |
| Retained earnings                                          |       | 170,348                     | 173,483                                     |
|                                                            |       | 1,837,111                   | 1,840,927                                   |
| <b>Non-controlling interests</b>                           |       | <b>292,474</b>              | <b>286,628</b>                              |
| <b>Total equity</b>                                        |       | <b>2,129,585</b>            | <b>2,127,555</b>                            |
| <b>TOTAL LIABILITIES AND EQUITY</b>                        |       | <b>13,909,197</b>           | <b>14,236,698</b>                           |

  
Vice Chairman  
15 April 2010

  
Director  
15 April 2010

  
Chief Executive Officer  
15 April 2010

The attached notes 1 to 11 form part of these interim condensed consolidated financial statements.

# Amlak Finance PJSC and its Subsidiaries

## INTERIM CONSOLIDATED CASH FLOW STATEMENT

For the three months ended 31 March 2010 (Unaudited)

|                                                                           |          | Three months ended 31 March |                  |
|---------------------------------------------------------------------------|----------|-----------------------------|------------------|
|                                                                           | Note     | 2010<br>AED'000             | 2009<br>AED'000  |
| <b>OPERATING ACTIVITIES</b>                                               |          |                             |                  |
| Loss for the period                                                       |          | (2,703)                     | (68,056)         |
| Adjustments for:                                                          |          |                             |                  |
| Depreciation                                                              |          | 2,259                       | 2,513            |
| Share of results of associates                                            |          | (1,305)                     | 7,713            |
| Income from cancellation of sale of investment properties                 |          | (6,124)                     | -                |
| Profit payable on long term financing                                     |          | 8,902                       | 2,139            |
| Gain on sale of available-for-sale investments / trading securities       |          | (950)                       | (2,112)          |
| Impairment of available-for-sale investments                              |          | -                           | 5,363            |
| Impairment of financing and investing assets                              |          | 31,354                      | 73,348           |
| Provision for employees' end of service benefit                           |          | 330                         | 162              |
|                                                                           |          | <u>31,763</u>               | <u>21,070</u>    |
| Working capital changes:                                                  |          |                             |                  |
| Financing and investing assets                                            |          | 172,605                     | 204,103          |
| Advances for investment properties                                        |          | -                           | (851)            |
| Other assets                                                              |          | 4,115                       | (17,490)         |
| Investment deposits                                                       |          | (80,294)                    | 18,188           |
| Payable for investment properties                                         |          | -                           | (5,975)          |
| Other liabilities                                                         |          | (77,393)                    | (114,009)        |
|                                                                           |          | <u>50,796</u>               | <u>105,036</u>   |
| Cash from operations                                                      |          | (57)                        | (666)            |
| Employees' end of service benefit paid                                    |          |                             |                  |
|                                                                           |          | <u>50,739</u>               | <u>104,370</u>   |
| <b>INVESTING ACTIVITIES</b>                                               |          |                             |                  |
| Proceeds from disposal in associates                                      |          | 1,855                       | 72,155           |
| Proceeds from sale of available-for-sale investments / trading securities |          | 2,100                       | 8,665            |
| Proceeds from sale of investment properties                               |          | 1,152                       | -                |
| Purchase of fixed assets                                                  |          | (124)                       | -                |
| Payment of Zakat                                                          |          | -                           | (3,192)          |
| Payment to non controlling interest                                       |          | -                           | (44,550)         |
|                                                                           |          | <u>4,983</u>                | <u>33,078</u>    |
| <b>FINANCING ACTIVITIES</b>                                               |          |                             |                  |
| Repayment of Sukuk                                                        |          | (124,389)                   | (122,500)        |
| Payment of long term financing                                            |          | (14,367)                    | -                |
|                                                                           |          | <u>(138,756)</u>            | <u>(122,500)</u> |
| <b>INCREASE IN CASH AND CASH EQUIVALENTS</b>                              |          |                             |                  |
|                                                                           |          | (83,034)                    | 14,948           |
| Foreign exchange translation reserve                                      |          | (681)                       | (1,515)          |
| Cash and cash equivalents at the beginning of the period                  |          | 649,423                     | 544,352          |
| <b>CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD</b>                 | <b>3</b> | <u>565,708</u>              | <u>557,785</u>   |

The attached notes 1 to 11 form part of these interim condensed consolidated financial statements.

Amlak Finance PJSC and its Subsidiaries

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

31 March 2010 (Unaudited)

|                                                       | Share<br>capital<br>AED '000 | Employees'<br>share<br>scheme<br>AED '000 | Statutory<br>reserve<br>AED '000 | General<br>reserve<br>AED '000 | Special<br>reserve<br>AED '000 | Cumulative<br>changes in<br>fair value<br>of securities<br>AED '000 | Foreign<br>currency<br>translation<br>reserve<br>AED '000 | Retained<br>earnings<br>AED '000 | Total<br>AED | Non<br>controlling<br>interests<br>AED '000 | Total<br>equity<br>AED '000 |
|-------------------------------------------------------|------------------------------|-------------------------------------------|----------------------------------|--------------------------------|--------------------------------|---------------------------------------------------------------------|-----------------------------------------------------------|----------------------------------|--------------|---------------------------------------------|-----------------------------|
| At 1 January 2010                                     | 1,500,000                    | (93,048)                                  | 88,675                           | 88,675                         | 99,265                         | (9,725)                                                             | (6,398)                                                   | 173,483                          | 1,840,927    | 286,628                                     | 2,127,555                   |
| (Loss) / profit for the period                        | -                            | -                                         | -                                | -                              | -                              | -                                                                   | -                                                         | (3,135)                          | (3,135)      | 432                                         | (2,703)                     |
| Other comprehensive loss                              | -                            | -                                         | -                                | -                              | -                              | -                                                                   | (681)                                                     | -                                | (681)        | -                                           | (681)                       |
| Total comprehensive (loss) /<br>income for the period | -                            | -                                         | -                                | -                              | -                              | -                                                                   | (681)                                                     | (3,135)                          | (3,816)      | 432                                         | (3,384)                     |
| Movement in non-controlling<br>interest               | -                            | -                                         | -                                | -                              | -                              | -                                                                   | -                                                         | -                                | -            | 5,414                                       | 5,414                       |
| At 31 March 2010                                      | 1,500,000                    | (93,048)                                  | 88,675                           | 88,675                         | 99,265                         | (9,725)                                                             | (7,079)                                                   | 170,348                          | 1,837,111    | 292,474                                     | 2,129,585                   |

Amlak Finance PJSC and its Subsidiaries

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

31 March 2010 (Unaudited)

|                                                       | Share<br>capital<br>AED '000 | Employees'<br>share<br>scheme<br>AED '000 | Statutory<br>reserve<br>AED '000 | General<br>reserve<br>AED '000 | Special<br>reserve<br>AED '000 | Cumulative<br>changes in<br>fair value<br>of securities<br>AED '000 | Foreign<br>currency<br>translation<br>reserve<br>AED '000 | Retained<br>earnings<br>AED '000 | Total<br>AED | Non<br>controlling<br>interests<br>AED '000 | Total<br>equity<br>AED '000 |
|-------------------------------------------------------|------------------------------|-------------------------------------------|----------------------------------|--------------------------------|--------------------------------|---------------------------------------------------------------------|-----------------------------------------------------------|----------------------------------|--------------|---------------------------------------------|-----------------------------|
| At 1 January 2009                                     | 1,500,000                    | (93,048)                                  | 88,675                           | 88,675                         | 99,265                         | 2,316                                                               | (14,581)                                                  | 359,974                          | 2,031,276    | 29,187                                      | 2,060,463                   |
| (Loss) / profit for the period                        | -                            | -                                         | -                                | -                              | -                              | -                                                                   | -                                                         | (68,295)                         | (68,295)     | 239                                         | (68,056)                    |
| Other comprehensive (loss) /<br>income for the period | -                            | -                                         | -                                | -                              | -                              | 776                                                                 | (1,515)                                                   | -                                | (739)        | -                                           | (739)                       |
| Total comprehensive (loss) /<br>income for the period | -                            | -                                         | -                                | -                              | -                              | 776                                                                 | (1,515)                                                   | (68,295)                         | (69,034)     | 239                                         | (68,795)                    |
| Payment to non controlling<br>interest shareholders   | -                            | -                                         | -                                | -                              | -                              | -                                                                   | -                                                         | -                                | -            | (44,550)                                    | (44,550)                    |
| At 31 March 2009                                      | 1,500,000                    | (93,048)                                  | 88,675                           | 88,675                         | 99,265                         | 3,092                                                               | (16,096)                                                  | 291,679                          | 1,962,242    | (15,124)                                    | 1,947,118                   |

# Amlak Finance PJSC and its Subsidiaries

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2010 (Unaudited)

### 1 ACTIVITIES

Amlak Finance PJSC (the 'Company') was incorporated in Dubai on 11 November 2000 as a private shareholding company in accordance with UAE Federal Law No (8) of 1984, as amended, and became a public joint stock company on 9 March 2004.

The Company is licensed by the UAE Central Bank as a finance company and is primarily engaged in financing and investing activities such as Ijara, Murabaha, Mudaraba and Musharaka. The activities of the Company are conducted in accordance with Islamic Sharia'a, which prohibits usury, and within the provisions of its Articles and Memorandum of Association. In 2007, the Company obtained a license from the Real Estate Regulatory Authority, Dubai, United Arab Emirates to start Escrow Management service operations.

The Company's shares are listed on the Dubai Financial Market. Trading in the Company's shares on the Dubai Financial Market was suspended during November 2008 following the announcement that the Company is in discussion with Tamweel PJSC and another entity that may lead to the establishment of a merged entity. The Board of Directors, along with the Steering Committee set up by the UAE Ministry of Finance in connection with the proposed merger, are evaluating various options to secure sustainable funding for the Group in order to enable it to continue to meet its commitments.

The registered address of the Company is P.O. Box 2441, Dubai, United Arab Emirates.

### 2 ACCOUNTING POLICIES

#### 2.1 BASIS OF PREPARATION

The interim condensed consolidated financial statements of the Group are prepared in accordance with International Financial Reporting Standard IAS 34, *Interim Financial Reporting*. The accounting policies used in the preparation of the interim condensed consolidated financial statements are consistent with those used in the preparation of the financial statements for the year ended 31 December 2009.

The interim condensed financial statements do not include all the information or disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements as at 31 December 2009. In addition, results for the three months ended 31 March 2010 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2010.

### 3 CASH AND CASH EQUIVALENTS

Cash and cash equivalents for the purpose of the cash flow statement include:

|                                      | <b>31 March<br/>2010<br/>AED'000</b> | <b>31 December<br/>2009<br/>AED'000<br/>(Audited)</b> |
|--------------------------------------|--------------------------------------|-------------------------------------------------------|
| Cash and balances with banks         | 729,647                              | 799,056                                               |
| Less: Short term financing           | (128,939)                            | (114,633)                                             |
| Less: Deposits maturing after 1 year | (35,000)                             | (35,000)                                              |
| Cash and cash equivalents            | <u>565,708</u>                       | <u>649,423</u>                                        |

Fixed deposit maturing after one year represent the amount deposited with local bank under lien to the Central Bank of UAE in accordance with Central Bank regulations. All deposits are with Islamic banks and earn a return that is determined at the end of each accounting period.

Escrow account balances of AED 105 million (31 December 2009: AED 161.8 million) held in trust for developers are included in Group's cash and balances with banks and the related payables are reflected in other liabilities.

# Amlak Finance PJSC and its Subsidiaries

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

At 31 March 2010 (Unaudited)

### 4 AVAILABLE-FOR-SALE INVESTMENTS

|                               | <i>UAE</i>                           |                                                       | <i>International</i>                 |                                                       | <i>Total</i>                         |                                                       |
|-------------------------------|--------------------------------------|-------------------------------------------------------|--------------------------------------|-------------------------------------------------------|--------------------------------------|-------------------------------------------------------|
|                               | <i>31 March<br/>2010<br/>AED'000</i> | <i>31 December<br/>2009<br/>AED'000<br/>(Audited)</i> | <i>31 March<br/>2010<br/>AED'000</i> | <i>31 December<br/>2009<br/>AED'000<br/>(Audited)</i> | <i>31 March<br/>2010<br/>AED'000</i> | <i>31 December<br/>2009<br/>AED'000<br/>(Audited)</i> |
| Equities and Funds (unquoted) | 15,148                               | 15,148                                                | 66,336                               | 69,198                                                | 81,484                               | 84,346                                                |
|                               | <u>15,148</u>                        | <u>15,148</u>                                         | <u>66,336</u>                        | <u>69,198</u>                                         | <u>81,484</u>                        | <u>84,346</u>                                         |

Unquoted available-for-sale investments have been fair valued using techniques which use inputs that are not based on observable market data.

### 5 ADVANCES FOR INVESTMENT PROPERTIES

This represents the advances paid by the Group towards the acquisition of certain units in under-development real estate projects in Dubai. The Group has not yet obtained title to the properties and is committed to pay an additional AED 225 million (31 December 2009: AED 225 million) in accordance with the agreements with the seller of these real estate projects.

In view of the fact that only limited transactions in distressed situations are currently taking place in the market, it is not possible to determine the fair value of these assets with reasonable accuracy. Accordingly, they are carried at cost as at 31 March 2010.

The Group has not paid amounts totaling AED 50 million (31 December 2009: AED 41 million) in respect of advances for investment properties, which had become due in accordance with initial sale and purchase agreement. Negotiations are in progress to agree new payment plans in this respect. Management believes that the non payment will not have any adverse impact on the interim condensed consolidated financial statements of the Group.

### 6 INVESTMENT PROPERTIES

Investment properties consist of freehold land held for long term capital appreciation or buildings held for leasing out under operating leases.

In accordance with its accounting policy, the Group should carry investment properties at fair value, which reflects market conditions at the date of the statement of financial position. In view of the fact that only limited transactions in distressed situations are currently taking place in the market, it is not possible to determine the fair value of these assets with reasonable accuracy. Accordingly, these have been carried at cost as of 31 March 2010.

Amounts totaling AED 68,758 thousand (2009: AED: 68,891 thousand) are payable in respect of properties purchased by the Group and are included in liabilities.

### 7 RELATED PARTY TRANSACTIONS

Included in statement of income is AED 12 million towards profit on investment deposits from related parties for the three month period ended 31 March 2010 (three month period ended 31 March 2009: AED 24 million).

# Amlak Finance PJSC and its Subsidiaries

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS At 31 March 2010 (Unaudited)

### 8 LOSS PER SHARE

Basic and diluted loss per share

|                                                                                        | <i>Three months ended<br/>31 March</i> |                  |
|----------------------------------------------------------------------------------------|----------------------------------------|------------------|
|                                                                                        | <i>2010</i>                            | <i>2009</i>      |
| Loss for the period (AED'000)                                                          | <u>(2,703)</u>                         | <u>(68,056)</u>  |
| Weighted average number of shares<br>outstanding during the period (in thousands)      | <u>1,475,000</u>                       | <u>1,475,000</u> |
| Equity holders of the parent for the period:<br>Basic and diluted loss per share (AED) | <u>(0.002)</u>                         | <u>(0.046)</u>   |

The Group has not issued any instruments which would have an impact on earnings per share when exercised.

### 9 SEGMENTAL INFORMATION

For management purposes the Group is organised into three business segments, retail (comprising of financing and investing activities of UAE), commercial (comprising of property transactions), investment and others (comprising of treasury and other central functions).

Management monitors the operating results of its business units for the purpose of making decisions about resource allocation and assessment of performance.

#### Operating segments

The Group's revenues and expenses for each segment for the three months ended 31 March are as follows:

| <i>2010:</i>                            | <i>Retail<br/>AED'000</i> | <i>Commercial<br/>AED'000</i> | <i>Investment &amp;<br/>others<br/>AED'000</i> | <i>Total<br/>AED'000</i> |
|-----------------------------------------|---------------------------|-------------------------------|------------------------------------------------|--------------------------|
| Gross income                            | 158,293                   | 12,457                        | 7,381                                          | 178,131                  |
| Distribution to depositors              | (70,630)                  | (38,906)                      | (9,809)                                        | (119,345)                |
| Allowances for impairment               | (41,617)                  | 10,068                        | 195                                            | (31,354)                 |
| Expenses (including allocated expenses) | (18,458)                  | (6,922)                       | (6,060)                                        | (31,440)                 |
| Share of results of associates          | -                         | -                             | 1,305                                          | 1,305                    |
| Segment results                         | <u>27,588</u>             | <u>(23,303)</u>               | <u>(6,988)</u>                                 | <u>(2,703)</u>           |
| Share of non controlling interest       |                           |                               |                                                | <u>432</u>               |
|                                         |                           |                               |                                                | <u>(3,135)</u>           |

# Amlak Finance PJSC and its Subsidiaries

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

At 31 March 2010 (Unaudited)

### 9 SEGMENTAL INFORMATION (continued)

#### Operating segments (continued)

2009:

|                                         | <i>Retail<br/>AED'000</i> | <i>Commercial<br/>AED'000</i> | <i>Investment &amp;<br/>others<br/>AED'000</i> | <i>Total<br/>AED'000</i> |
|-----------------------------------------|---------------------------|-------------------------------|------------------------------------------------|--------------------------|
| Gross income                            | 171,361                   | 30,410                        | 17,556                                         | 219,327                  |
| Distribution to depositors              | (87,475)                  | (46,003)                      | (13,471)                                       | (146,949)                |
| Allowances for impairment               | (73,348)                  | -                             | (5,363)                                        | (78,711)                 |
| Expenses (including allocated expenses) | (28,428)                  | (2,812)                       | (22,770)                                       | (54,010)                 |
| Share of results of associates          | -                         | -                             | (7,713)                                        | (7,713)                  |
| Segment results                         | <u>(17,890)</u>           | <u>(18,405)</u>               | <u>(31,761)</u>                                | <u>(68,056)</u>          |
| Share of non controlling interest       |                           |                               |                                                | <u>239</u>               |
|                                         |                           |                               |                                                | <u>(68,295)</u>          |

#### Segment assets and liabilities

The following table presents segment assets and liabilities of the Group as at 31 March 2010 and 31 December 2009:

#### 31 March 2010

|                     |                  |                  |                  |                   |
|---------------------|------------------|------------------|------------------|-------------------|
| Segment assets      | <u>8,524,759</u> | <u>3,839,598</u> | <u>1,544,840</u> | <u>13,909,197</u> |
| Segment liabilities | <u>7,282,778</u> | <u>3,464,049</u> | <u>1,032,785</u> | <u>11,779,612</u> |

#### 31 December 2009

|                     |                  |                  |                  |                   |
|---------------------|------------------|------------------|------------------|-------------------|
| Segment assets      | <u>9,024,358</u> | <u>3,867,721</u> | <u>1,344,619</u> | <u>14,236,698</u> |
| Segment liabilities | <u>7,378,383</u> | <u>3,533,928</u> | <u>1,196,832</u> | <u>12,109,143</u> |

**10 COMMITMENTS AND CONTINGENCIES****Commitments**

|                                          |      | <b>31 March<br/>2010<br/>AED'000</b> | <b>31 December<br/>2009<br/>AED'000<br/>(Audited)</b> |
|------------------------------------------|------|--------------------------------------|-------------------------------------------------------|
| Irrevocable commitments to extend credit | 10.1 | <b>2,196,824</b>                     | <b>2,434,354</b>                                      |
| Commitments for investment properties    | 10.2 | <b>224,752</b>                       | <b>224,752</b>                                        |
|                                          |      | <b><u>2,421,576</u></b>              | <b><u>2,659,106</u></b>                               |

10.1 Credit-related commitments include commitments to extend facilities designed to meet the requirements of the Group's customers. Commitments generally have fixed expiry dates, or other termination clauses, and normally require the payment of a fee. Since commitments may expire without being drawn upon, the total contract amounts do not necessarily represent future cash requirements.

10.2 This represents commitments to property developers or sellers in respect of property purchases.

**Contingencies**

- a) The Group has issued guarantees on behalf of subsidiaries amounting to AED 247 million (2009: AED 257 million) and others AED 12 million (2009: AED 12 million).

One of the Group subsidiaries has contingent liabilities in respect of guarantees, issued by its banker amounting to AED 70 million (31 December 2009: AED 100 million) in favor of Dubai Financial Market and Abu Dhabi Securities Market.

- b) A legal case has been filed against the Group by a party for whom the Group was acting as an agent claiming amounts totaling to AED 51 million. No provision has been made for this as at 31 March 2010 as management believes that the claim is legally baseless and will not result in any material liability for the Group.

# Amlak Finance PJSC and its Subsidiaries

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

At 31 March 2010 (Unaudited)

### 11 RISK MANAGEMENT

#### Maturity analysis of assets and liabilities

The maturity analysis of assets, liabilities and off balance sheet items analysed according to when they are expected to be recovered, settled or sold.

At 31 March 2010

|                                          | Up to 1 year                     |                                    |                                  |  | Total<br>up to<br>1 year<br>AED'000 | 1 year to<br>5 years<br>AED'000 | Over<br>5 years<br>AED'000 | Items with<br>no maturity<br>AED'000 | Total<br>AED'000  |
|------------------------------------------|----------------------------------|------------------------------------|----------------------------------|--|-------------------------------------|---------------------------------|----------------------------|--------------------------------------|-------------------|
|                                          | Less than<br>3 months<br>AED'000 | 3 months<br>to 6 months<br>AED'000 | 6 months<br>to 1 year<br>AED'000 |  |                                     |                                 |                            |                                      |                   |
| <b>Assets</b>                            |                                  |                                    |                                  |  |                                     |                                 |                            |                                      |                   |
| Cash and balances with banks             | 594,647                          | 100,000                            | -                                |  | 694,647                             | 35,000                          | -                          | -                                    | 729,647           |
| Financing and investing assets           | 194,402                          | 183,487                            | 336,713                          |  | 714,602                             | 2,726,877                       | 5,264,546                  | -                                    | 8,706,025         |
| Trading securities                       | 20                               | -                                  | -                                |  | 20                                  | -                               | -                          | -                                    | 20                |
| Available-for-sale investments           | 17,484                           | -                                  | 15,839                           |  | 33,323                              | 48,161                          | -                          | -                                    | 81,484            |
| Advances for investment properties       | -                                | -                                  | -                                |  | -                                   | 778,339                         | -                          | -                                    | 778,339           |
| Investment properties                    | -                                | -                                  | -                                |  | -                                   | 2,796,208                       | 362,490                    | -                                    | 3,158,698         |
| Investments in associates                | 6,385                            | -                                  | 227,839                          |  | 234,224                             | 5,098                           | -                          | -                                    | 239,322           |
| Other assets                             | 31,458                           | 39,576                             | 36,083                           |  | 107,117                             | 92,570                          | -                          | -                                    | 199,687           |
| Furniture, fixtures and office equipment | -                                | -                                  | -                                |  | -                                   | -                               | -                          | 15,975                               | 15,975            |
| <b>Total assets</b>                      | <b>844,396</b>                   | <b>323,063</b>                     | <b>616,474</b>                   |  | <b>1,783,933</b>                    | <b>6,482,253</b>                | <b>5,627,036</b>           | <b>15,975</b>                        | <b>13,909,197</b> |
| <b>Liabilities</b>                       |                                  |                                    |                                  |  |                                     |                                 |                            |                                      |                   |
| Sukuk                                    | -                                | 122,825                            | -                                |  | 122,825                             | -                               | -                          | -                                    | 122,825           |
| Investment deposits                      | 9,234,887                        | 1,644,390                          | 102,150                          |  | 10,981,427                          | -                               | -                          | -                                    | 10,981,427        |
| Payable for investment properties        | 64,966                           | 10,710                             | 84,822                           |  | 160,498                             | -                               | -                          | -                                    | 160,498           |
| Short term financing                     | 68,681                           | 4,258                              | 56,000                           |  | 128,939                             | -                               | -                          | -                                    | 128,939           |
| Other long term financing                | 385                              | 4,036                              | 13,218                           |  | 17,639                              | 94,420                          | -                          | -                                    | 112,059           |
| Zakat payable                            | 9,118                            | -                                  | -                                |  | 9,118                               | -                               | -                          | -                                    | 9,118             |
| Employees' end of service benefits       | -                                | -                                  | -                                |  | -                                   | -                               | -                          | 3,980                                | 3,980             |
| Other liabilities                        | 171,712                          | 18,721                             | 70,333                           |  | 260,766                             | -                               | -                          | -                                    | 260,766           |
| <b>Total liabilities</b>                 | <b>9,549,749</b>                 | <b>1,804,940</b>                   | <b>326,523</b>                   |  | <b>11,681,212</b>                   | <b>94,420</b>                   | <b>-</b>                   | <b>3,980</b>                         | <b>11,779,612</b> |
| <b>Commitments</b>                       | <b>2,116,825</b>                 | <b>91,841</b>                      | <b>159,260</b>                   |  | <b>2,367,926</b>                    | <b>53,650</b>                   | <b>-</b>                   | <b>-</b>                             | <b>2,421,576</b>  |
| <b>Net liquidity gap</b>                 | <b>(10,822,178)</b>              | <b>(1,573,718)</b>                 | <b>130,691</b>                   |  | <b>(12,265,205)</b>                 | <b>6,334,183</b>                | <b>5,627,036</b>           | <b>11,995</b>                        | <b>(291,991)</b>  |

# Amlak Finance PJSC and its Subsidiaries

## NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

At 31 March 2010 (Unaudited)

### 11 RISK MANAGEMENT (continued)

#### Maturity analysis of assets and liabilities

The maturity analysis of assets, liabilities and off balance sheet items analysed according to when they are expected to be recovered, settled or sold.

At 31 December 2009

|                                          | Up to 1 year        |                      |                    | Total               | 1 year to 5 years | Over 5 years     | Items with no maturity | Total             |
|------------------------------------------|---------------------|----------------------|--------------------|---------------------|-------------------|------------------|------------------------|-------------------|
|                                          | Less than 3 months  | 3 months to 6 months | 6 months to 1 year | up to 1 year        | AED '000          | AED '000         | AED '000               | AED '000          |
| <b>Assets</b>                            |                     |                      |                    |                     |                   |                  |                        |                   |
| Cash and balances with banks             | 664,056             | 100,000              | -                  | 764,056             | 35,000            | -                | -                      | 799,056           |
| Financing and investing assets           | 159,777             | 167,282              | 372,757            | 699,816             | 2,857,590         | 5,466,952        | -                      | 9,024,358         |
| Trading securities                       | 394                 | -                    | -                  | 394                 | -                 | -                | -                      | 394               |
| Available-for-sale investments           | 693                 | 17,483               | 15,147             | 33,323              | 51,023            | -                | -                      | 84,346            |
| Advances for investment properties       | -                   | -                    | -                  | -                   | 781,460           | -                | -                      | 781,460           |
| Investment properties                    | -                   | -                    | -                  | -                   | 2,723,071         | 363,190          | -                      | 3,086,261         |
| Investments in associates                | 7,277               | -                    | 226,534            | 233,811             | 5,098             | -                | -                      | 238,909           |
| Other assets                             | 102,754             | 148                  | 8,330              | 111,232             | 92,570            | -                | -                      | 203,802           |
| Furniture, fixtures and office equipment | -                   | -                    | -                  | -                   | -                 | -                | 18,112                 | 18,112            |
| <b>Total assets</b>                      | <b>934,951</b>      | <b>284,913</b>       | <b>622,768</b>     | <b>1,842,632</b>    | <b>6,545,812</b>  | <b>5,830,142</b> | <b>18,112</b>          | <b>14,236,698</b> |
| <b>Liabilities</b>                       |                     |                      |                    |                     |                   |                  |                        |                   |
| Sukuk                                    | 124,825             | -                    | 122,389            | 247,214             | -                 | -                | -                      | 247,214           |
| Investment deposits                      | 10,803,882          | 203,800              | 101,025            | 11,108,707          | -                 | -                | -                      | 11,108,707        |
| Payable for investment properties        | 59,611              | 5,355                | 16,065             | 81,031              | 79,600            | -                | -                      | 160,631           |
| Short term financing                     | 114,633             | -                    | -                  | 114,633             | -                 | -                | -                      | 114,633           |
| Other long term financing                | -                   | 5,253                | -                  | 5,253               | 115,392           | -                | -                      | 120,645           |
| Zakat payable                            | 9,118               | -                    | -                  | 9,118               | -                 | -                | -                      | 9,118             |
| Employees' end of service benefits       | -                   | -                    | -                  | -                   | -                 | -                | 3,707                  | 3,707             |
| Other liabilities                        | 276,316             | 1,920                | 66,252             | 344,488             | -                 | -                | -                      | 344,488           |
| <b>Total liabilities</b>                 | <b>11,388,385</b>   | <b>216,328</b>       | <b>305,731</b>     | <b>11,910,444</b>   | <b>194,992</b>    | <b>-</b>         | <b>3,707</b>           | <b>12,109,143</b> |
| <b>Commitments</b>                       | <b>2,048,357</b>    | <b>290,329</b>       | <b>237,205</b>     | <b>2,575,891</b>    | <b>83,215</b>     | <b>-</b>         | <b>-</b>               | <b>2,659,106</b>  |
| <b>Net liquidity gap</b>                 | <b>(12,501,791)</b> | <b>(221,744)</b>     | <b>79,832</b>      | <b>(12,643,703)</b> | <b>6,267,605</b>  | <b>5,830,142</b> | <b>14,405</b>          | <b>(531,551)</b>  |

**11 RISK MANAGEMENT (continued)**

As discussed in note 1 to the interim condensed consolidated financial statements, the Board of Directors, along with the Steering Committee set up by the UAE Ministry of Finance and Industry in connection with the proposed merger with Tamweel PJSC, are evaluating various options to secure sustainable funding for the Group in order to enable it to continue to meet its commitments.