



Grant Thornton
Al-Qatami, Al-Aiban & Partners

Interim condensed consolidated financial information and review report

International Financial Advisors Holding – KPSC

and Subsidiaries

Kuwait

31 March 2022 (Unaudited)

Contents

	Page
Report on review of interim condensed consolidated financial information	1 and 2
Interim condensed consolidated statement of profit or loss	3
Interim condensed consolidated statement of profit or loss and other comprehensive income	4
Interim condensed consolidated statement of financial position	5
Interim condensed consolidated statement of changes in equity	6
Interim condensed consolidated statement of cash flows	7
Notes to the interim condensed consolidated financial information	8 to 25

Report on review of interim condensed consolidated financial information

To the board of directors of
International Financial Advisors Holding – KPSC
Kuwait

Introduction

We have reviewed the interim condensed consolidated statement of financial position of International Financial Advisors Holding – KPSC (“the Parent Company”) and its subsidiaries (“the Group”) as at 31 March 2022 and the related interim condensed consolidated statements of profit or loss, profit or loss and other comprehensive income, changes in equity and cash flows for the three-month period then ended. Management is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review.

Scope of Review

Except as explained in Basis for Qualified Conclusion 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

As a result of the legal cases on borrowings amounting to KD8,555,000 (note 11a), we were unable to perform our review procedures on borrowings of KD8,555,000 included in the interim condensed consolidated financial information. Had we been able to perform our review procedures on borrowings, matters might have come to our attention indicating that adjustments might be necessary to the interim condensed consolidated financial information.

Qualified Conclusion

Except for the adjustments to the interim condensed consolidated financial information 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 information is not prepared, in all material respects, in accordance with International Accounting Standard 34 “Interim Financial Reporting”.

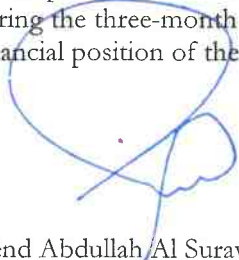
Report on review of other legal and regulatory requirements

Based on our review, the interim condensed consolidated financial information is in agreement with the books of the Parent Company. We further report that, to the best of our knowledge and belief, no violations of the Companies Law No. 1 of 2016 and its Executive Regulations, or of the Memorandum of Incorporation and Articles of Association of the Parent Company, as amended, have occurred during the three-month period ended 31 March 2022 that might have had a material effect on the business or financial position of the Parent Company.

Report on review of interim condensed consolidated financial information of International Financial Advisors Holding – KPSC (continued)

Report on review of other legal and regulatory requirements (continued)

We further report that, during the course of our review, we have not become aware of any material violations of the provisions of Law No. 7 of 2010 concerning the Capital Markets Authority and its related regulations during the three-month period ended 31 March 2022 that might have had a material effect on the business or financial position of the Parent Company.



Hend Abdullah Al Surayea
(Licence No. 141-A)
of Grant Thornton – Al-Qatami, Al-Aiban & Partners

Kuwait
15 May 2022

Interim condensed consolidated statement of profit or loss

	Note	Three months ended 31 March 2022 (Unaudited) KD	Three months ended 31 March 2021 (Unaudited) KD
Income			
Change in fair value of investments at FVTPL		717,522	93,121
Advisory fees	5	-	950,000
Share of results of associates and joint ventures	9	156,927	(388,897)
Rental income		28,826	-
Other income		4,191	247,635
		907,466	901,859
Expenses and other charges			
Staff costs		(84,533)	(66,708)
Other operating expenses and charges		(88,098)	(287,727)
Finance costs		(148,754)	(147,068)
		(321,385)	(501,503)
Profit for the period		586,081	400,356
Attributable to:			
- Shareholders of the Parent Company		585,968	389,740
- Non-controlling interests		113	10,616
		586,081	400,356
Basic and diluted earnings per share attributable to the shareholders of the Parent Company (Fils)	6	2.35	1.56

The notes set out on pages 9 to 25 form an integral part of this interim condensed consolidated financial information.

Interim condensed consolidated statement of profit or loss and other comprehensive income

	Three months ended 31 March 2022 (Unaudited) KD	Three months ended 31 March 2021 (Unaudited) KD
Profit for the period	586,081	400,356
Other comprehensive income/(loss):		
Items that will not be reclassified subsequently to profit or loss:		
Net change in fair value of investments at FVTOCI	72,531	3,810,368
Share of other comprehensive income of associates and joint ventures	-	35,851
	72,531	3,846,219
Items that will be reclassified subsequently to profit or loss:		
Share of other comprehensive income of associates and joint ventures	3,189,599	466,816
Exchange differences arising on translation of foreign operations	19,922	(13,408)
	3,209,521	453,408
Total other comprehensive income	3,282,052	4,299,627
Total comprehensive income for the period	3,868,133	4,699,983
Attributable to:		
- Shareholders of the Parent Company	3,830,567	4,686,648
- Non-controlling interests	37,566	13,335
	3,868,133	4,699,983

The notes set out on pages 9 to 25 form an integral part of this interim condensed consolidated financial information.

Interim condensed consolidated statement of financial position

	Note	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Assets				
Cash and bank balances	7	397,193	390,459	387,361
Investments at fair value through profit or loss		975,989	258,467	297,049
Receivables and other assets		4,331,584	4,688,224	4,301,431
Due from related parties	18	19,397,204	19,415,749	20,017,209
Investments at fair value through other comprehensive income	8	19,837,102	20,559,215	9,408,686
Advance for investments		-	-	6,106,011
Investment properties		5,323,653	5,319,031	5,299,069
Investment in associates and joint ventures	9	38,714,440	35,367,914	30,783,463
Equipment		5,671	6,619	9,465
Total assets		88,982,836	86,005,678	76,609,744
Liabilities and equity				
Liabilities				
Payables and other liabilities	10	12,907,625	13,847,900	13,549,468
Due to related parties	18	6,455,717	6,406,417	6,473,050
Due to banks		241,582	241,582	241,582
Borrowings	11	28,368,750	28,368,750	28,417,875
Total liabilities		47,973,674	48,864,649	48,681,975
Equity				
Share capital	12	26,673,255	26,673,255	26,673,255
Treasury shares	13	(32,757,404)	(32,757,404)	(32,757,404)
Statutory and voluntary reserves		32,757,404	32,757,404	32,757,404
Other components of equity	14	13,556,788	10,320,293	1,372,807
Accumulated losses		(3,395,968)	(3,990,040)	(4,203,046)
Total equity attributable to shareholders of the Parent Company		36,834,075	33,003,508	23,843,016
Non-controlling interests		4,175,087	4,137,521	4,084,753
Total equity		41,009,162	37,141,029	27,927,769
Total liabilities and equity		88,982,836	86,005,678	76,609,744

Saleh Saleh Al-Selmi
Vice Chairman and CEO

The notes set out on pages 9 to 25 form an integral part of this interim condensed consolidated financial information.

Interim condensed consolidated statement of changes in equity

	Equity attributable to shareholders of the Parent Company						Non-controlling interests		Total
	Share capital KD	Treasury shares KD	Statutory and voluntary reserves KD	Other components of equity KD	Accumulated losses KD	Sub-total KD	KD	KD	
Balance at 1 January 2022 (audited)	26,673,255	(32,757,404)	32,757,404	10,320,293	(3,990,040)	33,003,508	4,137,521	37,141,029	
Profit for the period	-	-	-	-	585,968	585,968	113	586,081	
Other comprehensive income	-	-	-	3,244,599	-	3,244,599	37,453	3,282,052	
Total comprehensive income for the period	-	-	-	3,244,599	585,968	3,830,567	37,566	3,868,133	
Gain on sale of investments at FVTOCI	-	-	-	(8,104)	8,104	-	-	-	
Balance at 31 March 2022 (unaudited)	26,673,255	(32,757,404)	32,757,404	13,556,788	(3,395,968)	36,834,075	4,175,087	41,009,162	
Balance at 1 January 2021 (audited)	26,673,255	(32,757,404)	32,757,404	(2,978,363)	(4,902,208)	18,792,684	4,069,315	22,861,999	
Profit for the period	-	-	-	-	389,740	389,740	10,616	400,356	
Other comprehensive income	-	-	-	4,296,908	-	4,296,908	2,719	4,299,627	
Total comprehensive income for the period	-	-	-	4,296,908	389,740	4,686,648	13,335	4,699,983	
Share of gain on partial disposal of a subsidiary by an associate	-	-	-	-	363,684	363,684	2,103	365,787	
Loss on sale of investments at FVTOCI	-	-	-	54,262	(54,262)	-	-	-	
Balance at 31 March 2021 (unaudited)	26,673,255	(32,757,404)	32,757,404	1,372,807	(4,203,046)	23,843,016	4,084,753	27,927,769	

The notes set out on pages 9 to 25 form an integral part of this interim condensed consolidated financial information.

Interim condensed consolidated statement of cash flows

	Note	Three months ended 31 March 2022 (Unaudited) KD	Three months ended 31 March 2021 (Unaudited) KD
OPERATING ACTIVITIES			
Profit for the period		586,081	400,356
Adjustments:			
Share of results of associates and joint ventures		(156,927)	388,897
Finance costs		148,754	147,068
Depreciation		948	948
		578,856	937,269
Changes in operating assets and liabilities:			
Investments at FVTPL		(717,522)	(93,121)
Receivables and other assets		356,640	23,765
Due from related parties		18,545	(947,762)
Payables and other liabilities		(1,083,955)	(813,801)
Due to related parties		44,226	239,064
Net cash used in operating activities		(803,210)	(654,586)
INVESTING ACTIVITIES			
Proceeds from sale of investment at FVTOCI		794,639	-
Decrease in restricted bank balances		-	654,268
Net cash from investing activities		794,639	654,268
Decrease in cash and cash equivalents		(8,571)	(318)
Effect of foreign exchange rates on cash and cash equivalents		15,305	(10,394)
Cash and cash equivalents at beginning of the period	7	(197,569)	(189,955)
Cash and cash equivalents at end of the period	7	(190,835)	(200,667)

The notes set out on pages 9 to 25 form an integral part of this interim condensed consolidated financial information.

Notes to the interim condensed consolidated financial information

1 Incorporation and activities of the Parent Company

International Financial Advisors Holding – KPSC [Formerly: International Financial Advisors - KPSC] (“the Parent Company”) is a Kuwaiti Public Shareholding Company incorporated on 31 January 1974 under the Commercial Companies Law No. 15 of 1960 and amendments thereto. The Parent Company is listed on Boursa Kuwait and Dubai Financial Market.

During 2018, the Parent Company’s Securities Activities Licence issued by the Capital Markets Authority was cancelled and accordingly, was no longer considered a licenced entity under the CMA regulations. Further, during 2019, the Parent Company was removed from the CBK register. Consequently, the Parent Company is currently in the process of disposing the portfolios under management (Note 20).

The objectives of the Parent Company are as follows:

- Management of the Parent Company’s subsidiaries or participation in management of other companies in which it holds ownership stakes and providing the necessary support thereto.
- Investing funds by way of trading in shares, bonds and other financial securities.
- Acquisition of properties and movables necessary to carry out the business activities as allowable by the law.
- Financing and extending loans to investee companies and providing guarantees for third parties, provided that the share of the holding company in the investee company is not less than 20%.
- Acquisition of industrial rights and related intellectual properties or any other industrial trademarks or royalties and any other property related thereto, and renting such properties to the subsidiary companies and others whether inside Kuwait or abroad.
- Using cash surplus to invest in financial portfolios/funds managed by specialised parties.

The Parent Company has the right to carry out its activities inside Kuwait or abroad whether directly or through power of attorney.

The Parent Company is authorized to have interest in or participate with any party or institution carrying out similar activities or those parties who will assist the company in achieving its objectives whether in Kuwait or abroad. The Parent Company has the right to establish, participate in or acquire such institutions.

The Group comprises the Parent Company and its subsidiaries.

The address of the Parent Company’s registered office is PO Box 4694, Safat 13047, State of Kuwait.

This interim condensed consolidated financial information for the three-month period ended 31 March 2022 was authorised for issue by the Parent Company’s board of directors on 15 May 2022.

2 Basis of preparation and presentation and fundamental accounting concept

2.1 Basis of preparation and presentation

The interim condensed consolidated financial information of the Group for the three-month period ended 31 March 2022 has been prepared in accordance with International Accounting Standard 34 “Interim Financial Reporting”. The accounting policies used in the preparation of these interim condensed consolidated financial statements information are consistent with those used in the preparation of the annual consolidated financial statements for the year ended 31 December 2021, except for the changes described in Note 3.

Notes to the interim condensed consolidated financial information (continued)

2 Basis of preparation and presentation and fundamental accounting concept (continued)

2.1 Basis of preparation and presentation (continued)

The annual consolidated financial statements for the year ended 31 December 2021 were prepared in accordance with the International Financial Reporting Standards (“IFRS”) promulgated by the International Accounting Standards Board (“IASB”), and Interpretations issued by the International Financial Reporting Interpretations Committee (“IFRIC”) of the IASB.

The interim condensed consolidated financial information has been presented in Kuwaiti Dinars which is the functional and presentation currency of the Parent Company.

The interim condensed consolidated financial information does not include all information and disclosures required for complete financial statements prepared in accordance with the International Financial Reporting Standards. In the opinion of the Parent Company’s management, all adjustments consisting of normal recurring accruals considered necessary for a fair presentation have been included.

Operating results for the three-month period ended 31 March 2022 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2022. For further details, refer to the consolidated financial statements and its related disclosures for the year ended 31 December 2021.

The Group has consolidated the financial information of its subsidiaries using interim condensed financial information and management accounts as at 31 March 2022.

2.2 Fundamental accounting concept

As at 31 March 2022, the Group’s current liabilities exceeded its current assets by KD4,262,939 which cast significant doubt about its ability to realize its assets and discharge its liabilities in the normal course of business. The current liabilities include instalments of borrowings of KD11,527,063 which are contractually due within 12 months from the end of the reporting period, and due to related parties of KD6,022,433 which do not have any specific repayment terms.

The interim condensed consolidated financial information has been prepared on a going concern basis, which assumes that the Group will be able to meet the mandatory repayment terms of the borrowings taking into consideration the following assumptions:

- The Group has recognised a net profit of KD586,081 for the three-month period 31 March 2022.
- Additional repayment required will be met out from operating cash flows.
- The Group has access to a sufficient and variety of sources of funding and has a reasonable expectation that liabilities maturing within 12 months can be paid or rescheduled.
- The Group maintains sufficient cash to meet liquidity needs in the event of an unforeseen interruption in cash flows.

As described above, management has a reasonable expectation that the Group has taken measures and has adequate resources to continue in operational existence for the foreseeable future. Accordingly, the interim condensed consolidated financial information has been prepared on a going concern basis.

Had the going concern basis not been used, adjustments would be made relating to the recoverability of recorded asset amounts or to the amount of liabilities to reflect the fact that the Group may be required to realize its assets and extinguish its liabilities other than in the normal course of business, at amounts different from those stated in the interim condensed consolidated financial information.

Notes to the interim condensed consolidated financial information (continued)

3 Changes in accounting policies

3.1 New and amended standards adopted by the Group

The following new amendments or standards were effective for the current period.

<i>Standard or Interpretation</i>	<i>Effective for annual periods beginning</i>
IFRS 3 Amendment – Reference to the conceptual framework	1 January 2022
IAS 16 – Amendments – Proceeds before intended use	1 January 2022
IAS 37 – Amendments – Onerous contracts -Cost of fulfilling a contract	1 January 2022
Annual Improvements 2018-2020 Cycle	1 January 2022

IFRS 3 – Reference to the conceptual framework

The amendments add a requirement that, for obligations within the scope of IAS 37, an acquirer applies IAS 37 to determine whether at the acquisition date a present obligation exists as a result of past events. For a levy that would be within the scope of IFRIC 21 Levies, the acquirer applies IFRIC 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date. The amendments also add an explicit statement that an acquirer does not recognise contingent assets acquired in a business combination

The adoption of the amendments did not have a significant impact on the Group's interim condensed consolidated financial information.

IAS 16 Amendments - Proceeds before intended use

The amendment prohibits an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the entity is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss.

The adoption of the amendment did not have a significant impact on the Group's interim condensed consolidated financial information.

IAS 37 Amendments – Onerous contracts- Cost of fulfilling a contract

The amendments specify which costs an entity includes when assessing whether a contract will be loss-making.

The amendments clarify that for the purpose of assessing whether a contract is onerous, the cost of fulfilling the contract includes both the incremental costs of fulfilling that contract and an allocation of other costs that relate directly to fulfilling contracts.

The amendments are only to be applied to contracts for which an entity has not yet fulfilled all of its obligations at the beginning of the annual period in which it first applies the amendments.

The adoption of the amendment did not have a significant impact on the Group's interim condensed consolidated financial information.

Annual Improvements 2018-2020 Cycle

Amendment to IAS 1 simplifies the application of IFRS 1 by a subsidiary that becomes a first-time adopter after its parent in relation to the measurement of cumulative translation differences. Subsidiary that is a first-time adopter later than its parent might have been required to keep two parallel sets of accounting records for cumulative translation differences based on different dates of transition to IFRSs. However, the amendment extends the exemption to cumulative translation differences to reduce costs for first-time adopters.

Notes to the interim condensed consolidated financial information (continued)

3 Changes in accounting policies (continued)

3.1 New and amended standards adopted by the Group (continued)

Annual Improvements 2018-2020 Cycle (continued)

Amendment to IFRS 9 relates to the '10 per cent' Test for Derecognition of Financial Liabilities – In determining whether to derecognise a financial liability that has been modified or exchanged, an entity assesses whether the terms are substantially different. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

Amendment to IFRS 16 avoids the potential for confusion in applying IFRS 16 Leases because of how Illustrative Example 13 accompanying IFRS 16 had illustrated the requirements for lease incentives. Before the amendment, Illustrative Example 13 had included as part of the fact pattern a reimbursement relating to leasehold improvements; the example had not explained clearly enough the conclusion as to whether the reimbursement would meet the definition of a lease incentive in IFRS 16. The IASB decided to remove the potential for confusion by deleting from Illustrative Example 13 the reimbursement relating to leasehold improvements.

The adoption of the amendments did not have a significant impact on the Group's interim condensed consolidated financial information.

3.2 IASB Standards issued but not yet effective

At the date of authorisation of this interim condensed consolidated financial information, certain new standards, amendments and interpretations to existing standards have been published by the IASB but are not yet effective, and have not been adopted early by the Group.

Management anticipates that all of the relevant pronouncements will be adopted in the Group's accounting policies for the first period beginning after the effective date of the pronouncements. Information on new standards, amendments and interpretations that are expected to be relevant to the Group's interim condensed consolidated financial information is provided below. Certain other new standards and interpretations have been issued but are not expected to have a material impact on the Group's interim condensed consolidated financial information.

<i>Standard or Interpretation</i>	<i>Effective for annual periods beginning</i>
IFRS 10 and IAS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture - Amendments	No stated date
IAS 1 Amendments- Classification of current and non-current	1 January 2023
IAS 1 Amendments- Disclosure of accounting policies	1 January 2023
IAS 8 Amendments- Definition of accounting estimates	1 January 2023
IAS 12 Income taxes- Deferred tax related to assets and liabilities arising from a single transaction	1 January 2023

IFRS 10 and IAS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture - Amendments

The Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011) clarify the treatment of the sale or contribution of assets from an investor to its associate or joint venture, as follows:

Notes to the interim condensed consolidated financial information (continued)

3 Changes in accounting policies (continued)

3.2 IASB Standards issued but not yet effective (continued)

IFRS 10 and IAS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture – Amendments (continued)

- require full recognition in the investor's financial statements of gains and losses arising on the sale or contribution of assets that constitute a business (as defined in IFRS 3 Business Combinations)
- require the partial recognition of gains and losses where the assets do not constitute a business, i.e. a gain or loss is recognised only to the extent of the unrelated investors' interests in that associate or joint venture.

These requirements apply regardless of the legal form of the transaction, e.g. whether the sale or contribution of assets occurs by an investor transferring shares in a subsidiary that holds the assets (resulting in loss of control of the subsidiary), or by the direct sale of the assets themselves.

IASB has postponed the effective date indefinitely until other projects are completed. However, early implementation is allowed. Management anticipates that the application of these amendments may have an impact on the Group's consolidated financial statements in future should such transactions arise.

IAS 1 Amendments - Classification of current or non-current

The amendments to IAS 1 clarify the classification of a liability as either current or non-current is based on the entity's rights at the end of the reporting period. Stating management expectations around whether they will defer settlement or not does not impact the classification of the liability. It has added guidance about lending conditions and how these can impact classification and has included requirements for liabilities that can be settled using an entity's own instruments.

Management does not anticipate that the adoption of the amendments in the future will have a significant impact on the Group's consolidated financial statements.

IAS 1 Amendments – Disclosure of accounting policies

The amendments to IAS 1 require entities to disclose material accounting policies instead of significant accounting policies. The amendments clarify that accounting policy information may be material because of its nature, even if the related amounts are immaterial.

Management does not anticipate that the adoption of the amendments in the future will have a significant impact on the Group's consolidated financial statements.

IAS 8 Amendments – Definition of accounting estimates

The amendments to IAS 8 inserted the definition of accounting estimates replacing the definition of a change in accounting estimates. Accounting estimates are now defined as monetary amounts in financial statements that are subject to measurement uncertainty.

Management does not anticipate that the adoption of the amendments in the future will have a significant impact on the Group's consolidated financial statements.

IAS 12 Amendments – Deferred tax related to assets and liabilities arising from a single transaction

The amendments to IAS 12 inserted the definition of accounting estimates replacing the definition of a change in accounting estimates. Accounting estimates are now defined as monetary amounts in financial statements that are subject to measurement uncertainty.

Notes to the interim condensed consolidated financial information (continued)

4 Judgements and estimates

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

In preparing this interim condensed consolidated financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the annual audited consolidated financial statements as at and for the year ended 31 December 2021.

5 Advisory fees

During the prior period, the Parent Company provided services to related parties that include KD855,000 related to agreements between these related parties and one of the Group's subsidiaries.

6 Basic and diluted earnings per share attributable to the shareholders of the Parent Company

Basic and diluted earnings per share attributable to the shareholders of the Parent Company is calculated by dividing the profit for the period attributable to the shareholders of the Parent Company by the weighted average number of shares outstanding during the period excluding treasury shares.

	Three months ended 31 March 2022 (Unaudited)	Three months ended 31 March 2021 (Unaudited)
Profit for the period attributable to the shareholders of the Parent Company (KD)	585,968	389,740
Weighted average number of shares outstanding during the period (shares)	249,279,883	249,279,883
Basic and diluted earnings per share attributable to the shareholders of the Parent Company (Fils)	2.35	1.56

7 Cash and cash equivalents

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Cash and bank balances	397,193	390,459	387,361
Less: restricted balance on borrowings (note 11)	(346,446)	(346,446)	(346,446)
Less: due to banks	(241,582)	(241,582)	(241,582)
Cash and cash equivalents as per consolidated statement of cash flows	(190,835)	(197,569)	(200,667)

Notes to the interim condensed consolidated financial information (continued)

8 Investments at fair value through other comprehensive income

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Local quoted securities	15,735,022	15,737,730	9,349,719
Foreign quoted securities	2,754	2,754	1,577
Local unquoted securities	10,500	10,500	10,500
Foreign unquoted securities	4,079,650	4,799,030	39,031
Managed funds	9,176	9,201	7,859
	19,837,102	20,559,215	9,408,686

Investments at fair value through other comprehensive income amounting to KD15,734,760 (31 December 2021: KD15,737,463 and 31 March 2021: KD9,349,476) are pledged against borrowing facilities of the Group (Note 11).

9 Investment in associates and joint venture

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Investment in associates (note 9.1)	21,669,119	21,420,655	20,224,598
Investment in joint venture (note 9.2)	17,045,321	13,947,259	10,558,865
	38,714,440	35,367,914	30,783,463

9.1 Investment in associates

The movement in associates during the period/year is as follows:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Carrying value at the beginning of the period/year	21,420,655	19,978,512	19,978,512
Additions	-	720,000	-
Share of results of associates	(112,288)	147,249	(622,368)
Share of other comprehensive income	360,752	209,107	502,667
Share of gain on partial disposal of interest in a subsidiary by an associate	-	365,787	365,787
	21,669,119	21,420,655	20,224,598

Investment in associates amounting to KD20,062,903 (31 December 2021: KD19,823,362 and 31 March 2021: KD19,371,160) is pledged against Group's borrowings (Note 11).

Notes to the interim condensed consolidated financial information (continued)

9 Investment in associates and joint venture (continued)

9.2 Investment in joint venture

The movement of the investment in joint venture is as follows:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Carrying value at the beginning of the period/year	13,947,259	10,325,394	10,325,394
Share of result of joint venture	269,215	367,887	233,471
Share of other comprehensive income	2,828,847	3,253,978	-
	17,045,321	13,947,259	10,558,865

- a) Investment in joint venture is pledged against the borrowing facilities obtained to finance the underlying project (note 15b).

10 Payables and other liabilities

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Accounts payable and accruals	2,251,370	2,089,107	1,799,396
Dividend payable	28,438	48,442	48,442
Provisions for KFAS, NLST and Zakat	6,006,444	6,006,375	5,981,531
Provision for employees' end of service benefits and leave	594,934	582,585	569,050
Due to policyholders	722,493	1,724,863	2,008,233
Policyholders' deficit reserve	3,176,396	3,268,970	3,065,330
Other liabilities	127,550	127,558	77,486
	12,907,625	13,847,900	13,549,468

11 Borrowings

The Group's borrowings are denominated in the following currencies:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Borrowings denominated in Kuwaiti Dinar	8,555,000	8,555,000	8,555,000
Borrowings denominated US Dollar	19,813,750	19,813,750	19,862,875
	28,368,750	28,368,750	28,417,875

Notes to the interim condensed consolidated financial information (continued)

11 Borrowings (continued)

The details of loan balances and bank facilities of the Group are as follows:

- a) The borrowing in Kuwait Dinar is due to a local bank which matured on 31 December 2019 carrying annual interest rate of 2.25% above Central Bank of Kuwait discount rate. The loan is secured by pledge of a financial portfolio. During a prior year, the Parent Company filed a legal case against the bank to determine the amount due to the bank. The court referred the case to the experts' department and the hearing was scheduled to be held on 23 June 2021 which was postponed till 17 November 2021 on which the Parent Company objected on the experts' report and accordingly, referred back to the experts' department for a second review which is schedule to be held on 15 May 2022. In the meantime, during the year ended 31 December 2020, the bank obtained a cautionary order in its favour which was suspended as the Parent Company objected its execution. The Court of First Instance rejected the objection which was upheld by the Court of Appeal on 15 December 2020. The Parent Company has filed an appeal with the Court of Cassation. However, no hearing has been scheduled as of the date of the issue of this interim condensed consolidated financial information. In a related legal case filed by the Parent Company, the Court of Appeals cancelled the cautionary order on 24 October 2021 as if it was not issued.

Management of the Parent Company believes that the bank is unable to execute the contracts until the final ruling of the original case is made which is currently with the experts' department of Ministry of Justice.

- b) The loan denominated in the US Dollar has been obtained from Al-Nozha Al-Dawliya Real Estate Company WLL ("Al Nozha"), a related party, carrying annual interest rate of 1.5%. The loan is repayable in four annual equivalent instalments of USD3,275,000 (equivalent to KD990,688) beginning 31 March 2021 ending on 31 March 2024 and with final instalment of USD52,400,000 (equivalent to KD15,851,000) to be repaid on 31 March 2025. The loan is secured by shares of the Parent Company, shares of associates and investments at FVTOCI. In accordance with the contractual terms and conditions of the loan and related subsequent extensions, two instalments amounting to USD6,550,000 (equivalent to KD1,981,376) were due on 31 March 2022. However, during the period, the Group applied for another extension to postpone the instalments which was approved by the related party till 30 September 2022.

The Group's borrowings are pledged against the following assets of the Group:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Restricted bank balances (note 7)	346,446	346,446	346,446
Investments at FVTPL	13,970	13,970	11,852
Investments at FVTOCI (note 8)	15,734,760	15,737,463	9,349,476
Investment in associate (note 9.1)	20,062,903	19,823,362	19,371,160
Investment in subsidiary	594	588	584
Total assets pledged	36,158,673	35,921,829	29,079,518

Notes to the interim condensed consolidated financial information (continued)

12 Share capital

The authorised, issued and paid up share capital of the Parent Company comprised of 266,732,550 shares of 100 Fils each, all fully paid, in cash, (31 December 2021 and 31 March 2021: 266,732,550 shares of 100 Fils each).

13 Treasury shares

	31 March 2022 (Unaudited)	31 Dec. 2021 (Audited)	31 March 2021 (Unaudited)
Number of treasury shares (shares)	17,452,667	17,452,666	17,452,666
Percentage of issued shares	6.54%	6.54%	6.54%
Cost (KD)	32,757,404	32,757,404	32,757,404
Market value (KD)	1,902,341	1,972,151	1,937,246

14 Other components of equity

	Fair value reserve KD	Foreign currency translation reserve KD	Reserve for financial derivatives KD	Total KD
Balance at 1 January 2022 (Audited)	9,156,274	(2,089,817)	3,253,836	10,320,293
Group's share in associates' and joint venture's reserves	-	358,680	2,828,847	3,187,527
Exchange differences arising on translation of foreign operations	-	19,577	-	19,577
Change in fair value of investments at FVTOCI	37,495	-	-	37,495
Other comprehensive income for the period	37,495	378,257	2,828,847	3,244,599
Gain on sale of investments at FVTOCI	(8,104)	-	-	(8,104)
Balance at 31 March 2022 (Unaudited)	9,185,665	(1,711,560)	6,082,683	13,556,788
Balance at 1 January 2021 (Audited)	(1,024,389)	(1,306,782)	(647,192)	(2,978,363)
Group's share in associates' and joint venture's reserves	35,466	435,770	28,365	499,601
Exchange differences arising on translation of foreign operations	-	(13,296)	-	(13,296)
Change in fair value of investments at FVTOCI	3,810,603	-	-	3,810,603
Other comprehensive income for the period	3,846,069	422,474	28,365	4,296,908
Loss on sale of investments at FVTOCI	54,262	-	-	54,262
Balance at 31 March 2021 (Unaudited)	2,875,942	(884,308)	(618,827)	1,372,807

Notes to the interim condensed consolidated financial information (continued)

15 Capital commitments and contingent liabilities

(a) The Group has the following commitments:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Estimated and contracted capital expenditure for construction of properties under development and trading properties	25,335	23,972	1,009,552
Finance guarantees	2,930	2,916	4,872
Group's share of engineering, procurement and construction agreement of a plant in an underlying project of a joint venture	76,530,749	76,530,749	32,674,809
Group's share of future land lease payments in an underlying project of a joint venture	4,173,333	4,173,333	-
Post-dated cheques issued	-	327,634	890,919
Incorporation of a subsidiary	-	-	1,500,000
	80,732,347	81,058,604	36,080,152

The Group expects to finance the future expenditure commitments from the following sources:

- Sale of investment properties
- Share capital increase
- Advances provided by the shareholders, related entities and joint ventures
- Borrowings, if required

(b) The Group has the following contingent liabilities:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Contingent liabilities			
Corporate guarantee of borrowings by joint venture (note 9.2a)	9,804,594	9,804,594	10,325,394
Group's share of guarantee provided by a joint venture	27,603,633	27,603,633	27,603,633

Notes to the interim condensed consolidated financial information (continued)

16 Segmental analysis

The Group's activities are concentrated in three main segments: treasury and investments, real estate and others. The segments' results are reported to the higher management in the Group. In addition, the segments revenue, assets are reported based on the geographic locations which the Group operates in. The following is the segments information, which conforms with the internal reporting presented to management.

	Treasury and Investments		Real Estate		Others		Total
	31 March 2022 (Unaudited) KD	31 March 2021 (Unaudited) KD	31 March 2022 (Unaudited) KD	31 March 2021 (Unaudited) KD	31 March 2022 (Unaudited) KD	31 March 2021 (Unaudited) KD	
Segment income	874,449	(295,776)	28,826	-	4,191	1,197,635	901,859
Profit/(loss) for the period	725,695	(442,844)	28,826	-	(168,440)	843,200	400,356
Finance costs							148,754
Total segmental assets	59,924,724	40,876,559	5,329,324	11,414,545	-	-	65,254,048
Total segmental liabilities	(28,610,332)	(28,659,457)	-	-	-	-	(28,659,457)
Net segmental assets	31,314,392	12,217,102	5,329,324	11,414,545	-	-	23,631,647
Unallocated assets							24,318,640
Unallocated liabilities							(20,022,518)
Net assets					41,009,162	27,927,769	

Notes to the interim condensed consolidated financial information (continued)

17 Annual general assembly of shareholders

The Annual General Assembly of the Parent Company for the year ended 31 December 2021 has not been held yet. Accordingly, the financial statements for the year ended 31 December 2021 have not been approved by the shareholders of the Parent Company. The interim condensed consolidated financial information for the three-month period ended 31 March 2022 does not include any adjustments, which might have been required, had the General Assembly not approved the consolidated financial statements for the year ended 31 December 2021.

The board of directors of the Parent Company proposed not to distribute any dividend for the year ended 31 December 2021. This proposal is subject to the approval of the Parent Company's shareholders at the Annual General Assembly.

18 Related party balances and transactions

Related parties represent major shareholders, directors, key management personnel of the Group and their close family members, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management. Transactions between the Parent Company and its subsidiaries which are related parties of the Parent Company have been eliminated on consolidation and are not disclosed in this note.

Details of balances and transactions between the Group and other related parties are disclosed below.

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
<i>Balances included in the interim condensed consolidated statement of financial position:</i>			
Purchase of investments at fair value through other comprehensive income	-	4,799,028	-
Advance for investments	-	-	6,106,011
Purchase of investment properties	-	-	3,611,340
Due from related parties (a):			
- Due from associates	16,628,712	16,628,773	16,638,718
- Due from other related parties	2,768,492	2,786,976	3,378,491
	19,397,204	19,415,749	20,017,209
Due to related parties (b and c):			
- Due to other related parties	6,455,717	6,406,417	6,473,050
Receivables and other assets	164,611	412,260	164,611
Payables and other liabilities	50,000	50,000	-
Borrowings	19,813,750	19,813,750	19,862,875

Notes to the interim condensed consolidated financial information (continued)

18 Related party balances and transactions (continued)

	Three months ended 31 March 2022 (Unaudited) KD	Three months ended 31 March 2021 (Unaudited) KD
<i>Transactions included in interim condensed consolidated statement of profit or loss:</i>		
Other income	4,191	164,611
Finance costs	79,720	104,448
Advisory fees (note 5)	-	950,000
Key management compensation of the Group		
Short-term employee benefits	112,243	86,840

- a) Due from related parties are non-interest bearing and have no specific repayment terms.
- b) Due to related parties include balance amounting to KD433,284 (31 December 2021: KD433,284 and 31 March 2021: KD433,284) which carries interest at 4.75% (31 December 2021: 4.75% and 31 March 2021: 4.75%) per annum and is payable in 2024. The remaining balances of KD6,022,433 (31 December 2021: KD5,973,133 and 31 March 2021: KD6,039,766) are non-interest bearing and have no specific repayment terms.
- c) The Group has pledged part of its equity interest in First Takaful Insurance Company – KPSC, a subsidiary, against certain due to related parties' balances.

19 Fair value measurement

19.1 Fair value hierarchy

Fair value represents the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Financial assets and financial liabilities measured at fair value in the interim condensed consolidated statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Notes to the interim condensed consolidated financial information (continued)

19 Fair value measurement (continued)

19.2 Fair value measurement of financial instruments

The carrying amounts of the Group's financial assets and liabilities as stated in the interim condensed consolidated statement of financial position may also be categorized as follows:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Financial assets:			
At amortised cost:			
- Cash and bank balances (note 7)	397,193	390,459	387,361
- Receivables and other assets	3,556,538	3,638,194	3,445,156
- Due from related parties (note 18)	19,397,204	19,415,749	20,017,209
- Advance for investments	-	-	6,106,011
At fair value:			
- Investments at fair value through profit or loss	975,989	258,467	297,049
- Investments at fair value through other comprehensive income	19,837,102	20,559,215	9,408,686
	44,164,026	44,262,084	39,661,472
Financial liabilities:			
At amortised costs:			
- Payables and other liabilities (note 10)	12,907,625	13,847,900	13,549,468
- Due to related parties (note 18)	6,455,717	6,406,417	6,473,050
- Due to banks (note 7)	241,582	241,582	241,582
- Borrowings (note 11)	28,368,750	28,368,750	28,417,875
	47,973,674	48,864,649	48,681,975

Management considers that the carrying amounts of financial assets and financial liabilities, which are stated at amortised cost, approximate their fair values.

The level within which the asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

The financial assets and liabilities measured at fair value on a recurring basis in the interim condensed consolidated statement of financial position are grouped into the fair value hierarchy as follows:

	Note	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
31 March 2022 (unaudited)					
Investments at FVTPL					
<i>Investments held for trading:</i>					
Local quoted securities	a	119,561	-	-	119,561
Local unquoted securities	b	-	-	112,351	112,351
Foreign unquoted securities	b	-	-	744,077	744,077
Investments at FVTOCI					
Local quoted securities	a	15,735,022	-	-	15,735,022
Foreign quoted securities	a	2,754	-	-	2,754
Managed funds	c	-	9,176	-	9,176
Local unquoted securities	b	-	-	10,500	10,500
Foreign unquoted securities	b	-	-	4,079,650	4,079,650
		15,857,337	9,176	4,946,578	20,813,091

Notes to the interim condensed consolidated financial information (continued)

19 Fair value measurement (continued)

19.2 Fair value measurement of financial instruments (continued)

	Note	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
31 December 2021 (audited)					
<i>Investments at FVTPL</i>					
<i>Investments held for trading:</i>					
Local quoted securities	a	119,546	-	-	119,546
Local unquoted securities	b	-	-	138,921	138,921
<i>Investments at FVTOCI</i>					
Local quoted securities	a	15,737,730	-	-	15,737,730
Foreign quoted securities	a	2,754	-	-	2,754
Managed funds	c	-	9,201	-	9,201
Local unquoted securities	b	-	-	10,500	10,500
Foreign unquoted securities	b	-	-	4,799,030	4,799,030
		15,860,030	9,201	4,948,451	20,817,682
31 March 2021 (unaudited)					
<i>Investments at FVTPL</i>					
<i>Investments held for trading:</i>					
Local quoted securities	a	76,826	-	-	76,826
Local unquoted securities	b	-	-	220,223	220,223
<i>Investments at FVTOCI</i>					
Local quoted securities	a	9,349,719	-	-	9,349,719
Foreign quoted securities	a	1,577	-	-	1,577
Managed funds	c	-	7,859	-	7,859
Unquoted securities	b	-	-	49,531	49,531
		9,428,122	7,859	269,754	9,705,735

There have been no significant transfers between levels 1 and 2 during the reporting period.

Measurement at fair value

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting period.

a) Quoted securities

All the listed equity securities are publicly traded in stock exchanges. Fair values have been determined by reference to their quoted bid prices at the reporting date.

b) Unquoted securities

The interim condensed consolidated financial information include holdings in unlisted securities which are measured at fair value. Fair value is estimated using a discounted cash flow model or other valuation techniques which include some assumptions that are not supportable by observable market prices or rates.

c) Investment in managed funds

Investment funds managed by other mainly comprise of unquoted units and the fair value of these units has been determined based on net assets values reported by the fund manager as of the reporting date.

Notes to the interim condensed consolidated financial information (continued)

19 Fair value measurement (continued)

19.2 Fair value measurement of financial instruments (continued)

Level 3 fair value measurements

The Group's financial assets and liabilities classified in level 3 uses valuation techniques based on significant inputs that are not based on observable market data. The financial instruments within this level can be reconciled from beginning to ending balances as follows:

	31 March 2022 (Unaudited) KD	31 Dec. 2021 (Audited) KD	31 March 2021 (Unaudited) KD
Investments at FVTPL			
Opening balance	138,921	153,170	153,170
Gains/(losses) recognised in:			
- Consolidated statement of profit or loss	717,507	(14,249)	67,053
Balance end of the period/year	856,428	138,921	220,223
Total amount recognised in consolidated statement of profit or loss on level 3 instruments	717,507	(14,249)	67,053
Investments at FVTOCI			
Opening balance	4,809,530	112,531	112,531
Additions	-	4,799,028	-
Disposals	(779,476)	(28,641)	(8,738)
Gains/(losses) recognised in:			
- Consolidated statement of profit or loss and other comprehensive income	60,096	(73,388)	(54,262)
Balance end of the period/year	4,090,150	4,809,530	49,531

20 Fiduciary accounts

The Parent Company previously managed portfolios on behalf of others, mutual funds and maintains cash balances and securities in fiduciary accounts, which were not reflected in the interim condensed consolidated statement of financial position. However, as a result of the legal status of the Parent Company changed to a holding company, it is no longer allowed to manage portfolios. The existing portfolio balance is either currently being disposed of or transferred to other entities. Assets under management at 31 March 2022 amounted to KD2,078,055 (31 December 2021: KD2,078,055 and 31 March 2021: KD1,403,041). The Group earned management fee of KD Nil (31 December 2021: KD Nil and 31 March 2021: KD Nil) from these activities.

21 Covid19 pandemic impact

The outbreak of Coronavirus ("COVID19") pandemic and related global responses caused material disruptions to businesses around the world, leading to an economic slowdown. Global and local markets experienced significant volatility and weakness during the pandemic. While the pandemic has now been largely controlled with measures from governments and central banks with various financial packages and reliefs designed to stabilise economic conditions.

Notes to the interim condensed consolidated financial information (continued)

21 Covid19 pandemic impact (continued)

Management updated its assumptions with respect to judgements and estimates on various account balances which may still be potentially impacted due to the lingering effects. The assessment did not result into any significant impact on this interim condensed consolidated financial information. Management continues to closely monitor the market trends, its supply-chain, industry reports and cash flows to minimise any future negative impact on the Group.

About Grant Thornton

Grant Thornton is a global network of 58,000 people in member firms in over 130 countries with a common goal — to help you realise your ambitions. Which is why our network combines global scale and capability with local insights and understanding. So, whether you're growing in one market or many, looking to operate more effectively, managing risk and regulation, or realising stakeholder value, our member firms have the assurance, tax and advisory capabilities you need with the quality you expect.

Grant Thornton - Al-Qatami, Al-Aiban and Partners, established in 1973, is one of the oldest public accounting firms in the State of Kuwait and has been a full member of Grant Thornton International since 1985. This affiliation helps us draw on the expertise and resources of the international organization to provide world class professional services to our clients in Kuwait.

We invest in listening, building relationships and understanding your concerns to deliver an experience that's more personal, agile and proactive.

We work at the pace that matters. Yours.

That's why we celebrate fresh thinking and diverse perspectives to find better solutions.

We don't predict the future. We help you shape it.

"Grant Thornton" refers to the brand under which the Grant Thornton member firms provide assurance, tax and advisory services to their clients and/or refers to one or more member firms, as the context requires. "GTIL" refers to Grant Thornton International Ltd (GTIL). GTIL and the member firms are not a worldwide partnership. GTIL and each member firm is a separate legal entity. Services are delivered by the member firms. GTIL does not provide services to clients. GTIL and its member firms are not agents of, and do not obligate, one another and are not liable for one another's acts or omissions.

© 2021 Grant Thornton – Al-Qatami, Al-Aiban & Partners
All Rights Reserved

grantthornton.com.kw