MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P. AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS

31 DECEMBER 2022

Building a better working world

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INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P.

Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Munshaat Real Estate Projects Company K.S.C.P. (the "Parent Company") and its subsidiaries (collectively, the "Group"), which comprise the consolidated statement of financial position as at 31 December 2022, and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2022, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 2 in the consolidated financial statements, which indicates that the Group has significant debt exposure and its current liabilities exceeded its current assets by KD 23,931,951 (2021: KD 29,011,831) and the Group's accumulated losses at the reporting date amounted to KD 18,863,805 (2021: KD 20,069,832). As stated in Note 2, these events or conditions, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P. (continued)

Report on the Audit of Consolidated Financial Statements (continued)

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

a) Impairment testing of right-of-use asset

Right-of-use asset held by the Group as at 31 December 2022 is operated as a Hotel that generates revenue from hotel operations. Right-of-use asset is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Recognition and measurement of right-of-use assets is disclosed in the accounting policies as set out in Note 3 to the consolidated financial statements. An impairment test was carried out to determine the recoverable amount of its right-of-use asset based on a value-in-use calculation. The value-in-use was determined based on the discounted cash flow (DCF) method that is highly dependent on estimates and assumptions such as average room rate, revenue per available room, occupancy rate and discount rate.

The significant methods and assumptions used by the management in estimating the value-in-use of right-of-use asset is set out in Note 10 to the consolidated financial statements. Given the significance of right-of-use asset and the complexity of impairment testing and the importance of disclosures relating to assumptions used in estimating value-in-use, we considered impairment testing of right-of-use asset as a key audit matter.

As part of our audit procedures, we evaluated the accuracy of the property data considered by the Group which are used as input for the purpose of impairment testing. We further evaluated the management's sensitivity analysis to ascertain the impact of reasonably possible changes to key assumptions. We further assessed reasonableness of the key assumptions and related estimation uncertainty. Our internal specialists were part of our audit team and assisted with the review of the impairment testing of the right-of-use asset by challenging the assumptions and estimates used.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P. (continued)

Report on the Audit of Consolidated Financial Statements (continued)

Key Audit Matters (continued)

b) Valuation of investment properties

Investment properties comprise of a land in the State of Kuwait held for capital appreciation, completed property and completed shopping mall in the Kingdom of Saudi Arabia held to earn rental income. These properties are measured at fair value on an individual basis with any gains or losses arising from changes in fair value included in the consolidated statement of profit or loss in the period in which they arise. The management of the Group engages professionally qualified external valuers to assess the fair value of its investment properties on an annual basis.

The fair value of the property and shopping mall located in the Kingdom of Saudi Arabia are determined based on the discounted cash flow (DCF) method, whereas the fair value of the property located in the State of Kuwait is valued using the market comparable approach which is based on market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property. The significant methods and assumptions used by the valuers in estimating the fair value of investment properties are set out in Note 10 of the consolidated financial statements. Given the significance of investment properties on overall consolidated financial statements and the complexity of valuation, and the importance of disclosures relating to assumptions used in the valuation, we considered the valuation of investment properties as a key audit matter.

As part of our audit procedures, we assessed the objectivity of the valuation process and the competence, independence and integrity of the external valuers. We also evaluated the accuracy of the property data provided by the Group to the independent valuers, which are used as input for the purpose of valuation. We further evaluated the management's sensitivity analysis to ascertain the impact of reasonably possible changes to key assumptions. We further assessed reasonableness of the key assumptions and related estimation uncertainty.

c) Impairment testing of investment in associates

Investment in associates are accounted for using the equity method of accounting. After application of the equity method, the Group determines whether there exists an objective evidence to recognise an impairment loss on its investment in associate based on the difference between the recoverable amount of the associate and its carrying value. The recoverable value of the material associates is determined based on the value-in-use, which is mainly derived from the underlying right-of-use asset. The valuation of these underlying right-of-use asset was determined based on a value-in-use calculation, which is highly dependent on estimates and assumptions such as average room rate, revenue per available room, occupancy rate and discount rates.

The share of results from the associates are significant to the Group and reflects the Group's share of results of operations of the associates based on financial information of the associates. Given the significant judgment involved in determining the recoverable amount of the investment in associates, the materiality of the share of results and the carrying values of the Group's investment in associates to overall consolidated financial statements of the Group, we have considered this as a key audit matter.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P. (continued)

Report on the Audit of the Consolidated Financial Statements (continued)

Key Audit Matters (continued)

c) Impairment testing of investment in associates (continued)

As part of our audit procedures, with respect to the share of results from associates, we have sent detailed group audit instructions to the auditors of the Group's associates that are material to the consolidated financial statements. The group audit instructions stated the focus areas of the audit and the risks of material misstatement relevant for the purposes of the Group's consolidated financial statements as well as the Group reporting requirements. Further, to assess impairment of the carrying value of associates which are based on the recoverable value of the underlying right-of-use asset, audit procedures were performed at the Group level. We evaluated the accuracy of the property data considered by the Group which are used as input for the purpose of valuation. We further evaluated the management's sensitivity analysis to ascertain the impact of reasonably possible changes to key assumptions. We assessed reasonableness of the key assumptions and related estimation uncertainty.

Our internal specialists were part of our audit team and assisted with the audit of the impairment testing of the right-of-use asset, including the assumptions and estimates used. Summarised financial information of the associates, and reconciliation to the carrying amount of the investment in the consolidated financial statements are set out in Note 11 to the consolidated financial statements.

Other information included in the Group's 2022 Annual Report

Management is responsible for the other information. Other information consists of the information included in the Group's 2022 Annual Report, other than the consolidated financial statements and our auditor's report thereon. We obtained the report of the Parent Company's Board of Directors, prior to the date of our auditor's report, and we expect to obtain the remaining sections of the Annual Report after the date of our auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P. (continued)

Report on the Audit of the Consolidated Financial Statements (continued)

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P. (continued)

Report on the Audit of the Consolidated Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's repeort to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF MUNSHAAT REAL ESTATE PROJECTS COMPANY K.S.C.P. (continued)

Report on Other Legal and Regulatory Requirements

Furthermore, in our opinion proper books of account have been kept by the Parent Company and the consolidated financial statements, together with the contents of the report of the Parent Company's Board of Directors relating to these consolidated financial statements, are in accordance therewith. We further report that, we obtained all the information and explanations that we required for the purpose of our audit and that the consolidated financial statements incorporate all information that is required by the Companies Law No.1 of 2016, as amended, and its executive regulations, as amended, and by the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, that an inventory was duly carried out and that, to the best of our knowledge and belief, no violations of the Companies Law No.1 of 2016, as amended, and its executive regulations, as amended, nor of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2022 that might have had a material effect on the business of the Parent Company or on its financial position.

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

ABDULKARIM ALSAMDAN
LICENCE NO. 208-A
EY
AL AIBAN, AL OSAIMI & PARTNERS

20 March 2023
Kuwait

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended 31 December 2022

	Notes	***2022*** ***KD***	*2021* *KD*
Operating revenue	5	**12,132,408**	3,598,406
Operating costs	5	**(9,163,917)**	(5,487,005)
Gross profit (loss)		**2,968,491**	(1,888,599)
Management fees	19	**464,257**	275,291
Net income from Sukouk		**505,587**	368,034
Net gain from investment properties	10.2	**939,043**	492,475
Revaluation loss on financial assets at fair value through profit or loss		**(165,148)**	(701,635)
Realized gain from investments carried at fair value through profit or loss		**310,601**	-
Income from saving accounts		**17,095**	6,360
Gain from extinguishment of financial liabilities	18	**613,707**	3,616,102
Provision for litigation	18	**-**	(9,551,847)
Share of results of associates	11	**765,577**	(1,529,249)
Other income	6	**826,849**	376,365
General and administrative expenses	7	**(1,254,024)**	(1,802,420)
Net charge of provision for expected credit losses	13	**(1,462,005)**	(1,700,081)
Depreciation expense		**(79,293)**	(83,654)
Write-down of inventories		**(66,761)**	(24,799)
Write-down of trading properties		**(275)**	-
Finance costs on Islamic finance payables	16	**(1,639,968)**	(1,459,973)
Finance costs on lease obligations	17	**(872,088)**	(863,287)
Net foreign exchange differences		**169,677**	(97,714)
Profit (loss) before tax and board of directors' remuneration		**2,041,322**	(14,568,631)
Charge for tax expense	8	**(523,716)**	(93,882)
National Labour Support Tax (NLST)		**(88,197)**	-
Zakat		**(34,815)**	-
Board of directors' remuneration	19	**(10,000)**	(10,000)
PROFIT (LOSS) FOR THE YEAR		**1,384,594**	(14,672,513)
Attributable to			
Equity holders of the Parent Company		**1,206,027**	(10,806,843)
Non-controlling interests		**178,567**	(3,865,670)
		1,384,594	(14,672,513)
BASIC AND DILUTED PROFIT (LOSS) PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY	9	**3.75 fils**	(33.56) fils

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2022

	2022 ***KD***	*2021* *KD*
PROFIT (LOSS) FOR THE YEAR	**1,384,594**	(14,672,513)
Other comprehensive (loss) income		
Other comprehensive (loss) income that may be reclassified to profit or loss in subsequent periods:		
Exchange differences on translation of foreign operations	**(410,779)**	43,179
Net other comprehensive (loss) income for the year that may be reclassified to profit or loss in subsequent periods	**(410,779)**	43,179
Other comprehensive (loss) income not to be reclassified to profit or loss in subsequent periods:		
Net (loss) gain on equity instruments designated at fair value through other comprehensive income	**(40,603)**	56,816
Net other comprehensive (loss) income that will not be reclassified to profit or loss in subsequent periods	**(40,603)**	56,816
Other comprehensive (loss) income for the year	**(451,382)**	99,995
TOTAL COMPREHENSIVE PROFIT (LOSS) FOR THE YEAR	**933,212**	(14,572,518)
Attributable to:		
Equity holders of the Parent Company	**908,282**	(10,719,806)
Non-controlling interests	**24,930**	(3,852,712)
	933,212	(14,572,518)

The attached notes 1 to 25 form part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2022

	Notes	*2022 KD*	*2021 KD*
ASSETS			
Non-current assets			
Furniture and equipment		**146,266**	221,009
Right-of-use asset	10.1	**44,593,736**	46,353,799
Investment properties	10.2	**14,698,037**	15,033,637
Investment in associates	11	**18,733,541**	17,989,328
Investment securities	12	**731,709**	1,444,349
		78,903,289	81,042,122
Current assets			
Accounts receivable and prepayments	13	**2,482,785**	1,501,198
Trading properties		**547,454**	547,729
Inventories		**455,559**	522,320
Bank balances and cash		**8,014,280**	3,603,582
		11,500,078	6,174,829
TOTAL ASSETS		**90,403,367**	87,216,951
EQUITY AND LIABILITIES			
Equity			
Share capital	14	**32,200,000**	32,200,000
Other reserve	14	**(309,291)**	(309,291)
Fair value reserve	14	**(2,116,255)**	(2,075,652)
Foreign currency translation reserve	14	**(415,191)**	(158,049)
Accumulated losses		**(18,863,805)**	(20,069,832)
Equity attributable to equity holders of the Parent Company		**10,495,458**	9,587,176
Non-controlling interests	15	**(12,175,177)**	(12,200,107)
Total deficit		**(1,679,719)**	(2,612,931)
Liabilities			
Non-current liabilities			
Employees' end of service benefits		**656,797**	599,355
Islamic finance payables	16	**37,456,979**	35,544,066
Obligations under finance lease	17	**13,497,386**	13,516,056
Accounts payable and accruals	18	**5,039,895**	4,983,745
		56,651,057	54,643,222
Current liabilities			
Islamic finance payables	16	**9,248,259**	12,322,253
Obligations under finance lease	17	**1,349,128**	1,012,548
Accounts payable and accruals	18	**24,834,642**	21,851,859
		35,432,029	35,186,660
Total liabilities		**92,083,086**	89,829,882
TOTAL EQUITY AND LIABILITIES		**90,403,367**	87,216,951

Nawaf Musaid Abdulaziz Al-Osaimi
Chairman

Eisa Najib Abdulmohsen Al Eisa
Chief Executive Officer

The attached notes 1 to 25 form part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2022

	Equity attributable to shareholders of the Parent Company									
	Share capital KD	***Share premium KD***	***Statutory reserve KD***	***Other reserve KD***	***Fair value reserve KD***	***Foreign currency translation reserve KD***	***Accumulated losses KD***	***Sub-total KD***	***Non-controlling interests KD***	***Total deficit KD***
As at 1 January 2022	**32,200,000**	-	-	**(309,291)**	**(2,075,652)**	**(158,049)**	**(20,069,832)**	**9,587,176**	**(12,200,107)**	**(2,612,931)**
Profit for the year	-	-	-	-	-	-	**1,206,027**	**1,206,027**	**178,567**	**1,384,594**
Other comprehensive loss for the year	-	-	-	-	**(40,603)**	**(257,142)**	-	**(297,745)**	**(153,637)**	**(451,382)**
Total comprehensive (loss) income for the year	-	-	-	-	**(40,603)**	**(257,142)**	**1,206,027**	**908,282**	**24,930**	**933,212**
At 31 December 2022	**32,200,000**	-	-	**(309,291)**	**(2,116,255)**	**(415,191)**	**(18,863,805)**	**10,495,458**	**(12,175,177)**	**(1,679,719)**
As at 1 January 2021	32,200,000	12,400,000	11,939,162	(309,291)	(2,132,468)	(188,270)	(33,602,151)	20,306,982	(8,347,395)	11,959,587
Loss for the year	-	-	-	-	-	-	(10,806,843)	(10,806,843)	(3,865,670)	(14,672,513)
Other comprehensive income for the year	-	-	-	-	56,816	30,221	-	87,037	12,958	99,995
Total comprehensive income (loss) for the year	-	-	-	-	56,816	30,221	(10,806,843)	(10,719,806)	(3,852,712)	(14,572,518)
Partial extinguishment of accumulated losses	-	(12,400,000)	(11,939,162)	-	-	-	24,339,162	-	-	-
At 31 December 2021	32,200,000	-	-	(309,291)	(2,075,652)	(158,049)	(20,069,832)	9,587,176	(12,200,107)	(2,612,931)

CONSOLIDATED STATEMENT OF CASH FLOW

For the year ended 31 December 2022

	Notes	*2022* *KD*	*2021* *KD*
OPERATING ACTIVITIES			
Profit (loss) before tax and board of directors' remuneration		**2,041,322**	(14,568,631)
Adjustments to reconcile profit (loss) before tax to net cash flows:			
Depreciation of right-of-use asset	10.1	**2,754,678**	2,698,893
Net loss from fair value remeasurement of investment properties	10.2	**335,600**	1,545,101
Unrealized loss on financial assets at fair value through profit or loss		**165,148**	701,635
Realized gain on financial assets at fair value through profit or loss		**(310,601)**	-
Income from saving accounts		**(17,095)**	(6,360)
Share of results of associates	11	**(765,577)**	1,529,249
Depreciation of furniture and equipment		**79,293**	83,654
Gain from extinguishment of financial liabilities	18	**(613,707)**	(3,616,102)
Provision for litigation	18	**-**	9,551,847
Write-down of trading properties		**275**	-
Gain on sale of furniture and equipment		**-**	(737)
Finance costs on Islamic finance payable		**1,639,968**	1,459,973
Finance costs on lease obligations	17	**872,088**	863,287
Write-down of inventories		**66,761**	24,799
Net foreign exchange differences		**(169,677)**	97,714
Net charge of provision for expected credit losses	13	**1,462,005**	1,700,081
Provision for employees' end of service benefits		**149,067**	222,397
		7,689,548	2,286,800
Working capital changes:			
Accounts receivable and prepayments		**(2,443,592)**	(232,041)
Inventories		**-**	5,307
Accounts payable and accruals		**2,737,771**	1,360,659
Cash flows from operations		**7,983,727**	3,420,725
Employees' end of service benefits paid		**(90,953)**	(354,753)
Taxes paid		**(163,426)**	(400,733)
Net cash flows from operating activities		**7,729,348**	2,665,239
INVESTING ACTIVITIES			
Purchase of furniture and equipment		**(47,713)**	(39,458)
Additions to right-of-use asset	10	**(36,451)**	(42,924)
Proceeds from capital redemption of financial assets at fair value through profit or loss		**817,491**	-
Proceed from sale of furniture and equipment		**45,667**	738
Income received from saving accounts		**17,095**	6,360
Net cash flows from (used in) investing activities		**796,089**	(75,284)
FINANCING ACTIVITIES			
Net repayment of Islamic finance payables	16	**(1,161,081)**	(300,000)
Payment of obligations under finance lease		**(1,369,529)**	(525,754)
Finance costs paid	16	**(1,588,664)**	(1,453,061)
Dividends paid to equity holders of the Parent Company		**(683)**	(6,158)
Net cash flows used in financing activities		**(4,119,957)**	(2,284,973)
INCREASE IN BANK BALANCES AND CASH		**4,405,480**	304,982
Bank balances and cash at 1 January		**3,603,582**	3,300,397
Net foreign exchange differences		**5,218**	(1,797)
BANK BALANCES AND CASH AT 31 DECEMBER		**8,014,280**	3,603,582
NON-CASH ITEM:			
Adjustment to right-of-use assets on lease remeasurement	10.1	**(644,275)**	-
Adjustment to lease liabilities on lease remeasurement	17	**644,275**	-

The attached notes 1 to 25 form part of these consolidated financial statements.

1 CORPORATE AND GROUP INFORMATION

1.1 CORPORATE INFORMATION

The consolidated financial statements of Munshaat Real Estate Projects Company K.S.C.P. (the "Parent Company") and its subsidiaries (collectively, the "Group") for the year ended 31 December 2022 were authorised for issue in accordance with a resolution of board of directors on 20 March 2023. The shareholders of the Parent Company have the power to amend these consolidated financial statements at the annual general assembly meeting (AGM).

The shareholders of the Parent Company at the AGM held on 18 May 2022 approved the consolidated financial statements for the year ended 31 December 2021. No dividends were declared by the shareholders at the AGM.

The Parent Company is a public shareholding company incorporated and domiciled in Kuwait and whose shares are publicly traded on Boursa Kuwait. The registered office of the Parent Company is located at ITS Tower, Mezzanine floor, Mubarak Al Kabeer Street, Sharq and its postal address is PO Box 1393, Dasman 15464, Kuwait.

The Ultimate Parent Company of Munshaat Real Estate Projects Company K.S.C.P, is Aref Investment Group S.A.K. ("Aref"), a closed shareholding company incorporated and domiciled in Kuwait.

The Group is principally engaged in managing real estate projects. The Parent Company's primary objectives as per the Memorandum of Incorporation are, as follows:

- To own, sell and acquire real estate properties and land and develop the same for the Parent Company's own account in the State of Kuwait and abroad; and to manage properties on behalf of third parties in accordance with the provisions stipulated under the existing laws and taking into consideration the restrictions stipulated under these laws.
- To own, sell and acquire shares and bonds of real estate companies for the Parent Company's own account in Kuwait and abroad.
- To prepare studies and provide consultancy work of all types in the real estate field; provided that the service provider meets the prerequisites.
- To own and manage hotels, health clubs and touristic facilities and to rent and lease the same.
- To carry-out all maintenance works in the buildings and real estate properties owned by the Parent Company, including all civil, mechanical and electrical works, elevators and air conditioning works in a way that maintains the safety of such properties.
- To manage, operate, invest, lease and rent hotels, clubs, motels, entertainment houses, rest places, gardens, parks, exhibitions, restaurants, cafes, residential compounds, touristic and health spas, entertainment and sports facilities and stores at different levels and grades, including all principal and auxiliary services, appended facilities and other services required therefore.
- To organise real estate exhibitions related to the real estate projects of the Parent Company pursuant to the regulations set forth by the Ministry Commerce and Industry.
- To organise real estate auctions pursuant to the regulations set forth by the Ministry of Commerce and Industry.
- To own and manage commercial complexes and residential compounds.
- To establish and manage real estate investment funds after obtaining the approval of the Capital Markets Authority.
- To utilise available financial surplus by investing the same in portfolios managed by specialised companies and entities.

The Group carries out its activities in accordance with the principles of Islamic Sharīʿa as approved by the Fatwa and Sharīʿa Board appointed by the Parent Company.

1.2 GROUP INFORMATION

a) Associates

Name	***Country of incorporation***	***% equity interest*** ***2022***	***2021***	**Principal activities**
The Zamzam 2013 JV ("Zamzam")	Kuwait	**36.69%**	36.69%	Real estate
Athman Al Khalijya Company W.L.L. ("Athman")	Kuwait	**32.60%**	32.60%	Real estate

1 CORPORATE AND GROUP INFORMATION (continued)

1.2 GROUP INFORMATION (continued)

b) Subsidiaries

The consolidated financial statements of the Group include:

Name	*Country of incorporation*	*% equity interest 2022*	*% equity interest 2021*	Principal activities
Directly held				
Munshaat for Projects and Contracting Company Limited	KSA	**99%**	99%	Real estate and contracting
Al Reyada Real Estate Financial Centre Company W.L.L.	Kuwait	**100%**	100%	Real estate
Al Waha International Real Estate Projects Company K.S.C. (Closed) – under liquidation	Kuwait	**100%**	100%	Real estate
Al Safwa Joint Venture ("Safwa JV")*	Kuwait	**40%**	40%	Real estate
MAS International General Trading & Contracting Company W.L.L. ("MAS International")	Kuwait	**100%**	100%	General trading and contracting
Al Qeblah JV (Note 21)	Kuwait	**62.81%**	62.81%	Real estate
Held by MAS International				
MAS International Egypt W.L.L.	Egypt	**100%**	100%	Project management
MAS Al Oula W.L.L.	KSA	**100%**	100%	Project management
First MAS International Tours	Egypt	**-**	100%	Project management
Al Zamzam International Company for Commercial Investment W.L.L.	Egypt	**100%**	-	Project management

* Even though the Group holds less than 50% equity interest in Safwa JV, the Parent Company has been appointed as the JV Manager and has exposure to variable returns (return on investment and management fees) and also, has the ability to affect those return through power over the investee. As a result, Safwa JV has been consolidated in the Group's consolidated financial statements. See Note 15 for more details.

2 FUNDAMENTAL ACCOUNTING CONCEPT

For the year ended 31 December 2022, the Group's current liabilities exceeded its current assets by KD 23,931,951. In addition to the above, the Group's accumulated losses at the reporting date amounted to KD 18,863,805.

Management seeks to obtain the best possible information to assess these risks and implement appropriate measures to respond. The Group has taken and will take a number of measures to ensure best possible returns, preserve cash and boost liquidity.

- Management has prepared a detailed cashflow analysis for the next 12 months from the date of authorisation of these consolidated financial statements to assess the liquidity position of the Group and identify liquidity gaps under various scenarios. The management has concluded that the Group will be able to meet all its obligations due including repayment of Islamic finance payables for the next 12 months.

- Management has partially repaid a principal instalment and has successfully negotiated with a related party financial institution to reschedule the principal repayment terms of Islamic finance payables and resulting in reduction in current liabilities.

- The hotel operations continue to recover and improve, and the management expects further improvement gradually. Further, the management has implemented a number of cost saving measures at the hotels owned and by managed by the Group.

2 FUNDAMENTAL ACCOUNTING CONCEPT (continued)

Management acknowledges that uncertainty remains over the Group's ability to meet its funding requirements and to refinance or repay its banking facilities as they fall due. However, based on the facts and circumstances known at this moment, management has determined that the use of the going concern assumption is warranted and has a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. If for any reason the Group is unable to continue as a going concern, then this could have an impact on the Group's ability to realise assets at their recognised values and to extinguish liabilities in the normal course of business at the amounts stated in the Group's consolidated financial statements.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

3.1 BASIS OF PREPARATION

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by International Accounting Standards Board ("IASB").

The consolidated financial statements have been prepared on a historical cost basis, except for investment properties and investment securities that have been measured at fair value. The consolidated financial statements have been presented in Kuwaiti Dinars ("KD") which is also the functional and presentation currency of the Parent Company.

3.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The accounting policies adopted in the preparation of these consolidated financial statements are consistent with those used in the previous financial year, except for the adoption of new standards effective as of 1 January 2022. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

3.2.1 New standards, interpretations, and amendments adopted by the Group

Several amendments and interpretations apply for the first time in 2022, but do not have an impact on the consolidated financial statements of the Group.

Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16 Leases

The amendment prohibits entities from deducting from the cost of an item of property, plant and equipment, any proceeds of the sale of items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the costs of producing those items, in profit or loss.

In accordance with the transitional provisions, the Group applies the amendments retrospectively only to items of PP&E made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment (the date of initial application).

These amendments had no impact on the consolidated financial statements of the Group as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

IFRS 9 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

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. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. There is no similar amendment proposed for IAS 39 Financial Instruments: Recognition and Measurement.

In accordance with the transitional provisions, the Group applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment (the date of initial application). These amendments had no impact on the consolidated financial statements of the Group as there were no modifications of the Group's financial instruments during the period.

3.3 STANDARDS ISSUED BUT NOT YET EFFECTIVE

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Amendments to IAS 1: Classification of Liabilities as Current or Non-current
In January 2020, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and must be applied retrospectively. The Group is currently assessing the impact the amendments will have on its current accounting policies and whether the Group may wish to re-assess covenants in its existing loan agreements.

Amendments to IAS 8: Definition of Accounting Estimates
In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of 'accounting estimates'. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Earlier application is permitted as long as this fact is disclosed.

The amendments are not expected to have a material impact on the Group's financial statements.

3.4 SIGNIFICANT ACCOUNTING POLICIES

3.4.1 Basis of consolidation
The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as at the reporting date. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if, and only if, the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.1 Basis of consolidation (continued)
Profit or loss and each component of OCI are attributed to the equity holders of the Parent Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognised in profit or loss. Any investment retained is recognised at fair value.

3.4.2 Business combinations and acquisition of non-controlling interests
Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, any previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in the consolidated statement profit or loss.

Contingent consideration, resulting from business combinations, is valued at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 *Financial Instruments*, is measured at fair value with the changes in fair value recognised in the profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognised in accordance with the requirements for provisions in IAS 37 *Provisions, Contingent Liabilities and Contingent Assets* or the amount initially recognised less (when appropriate) cumulative amortisation recognised in accordance with the requirements for revenue recognition.

3.4.3 Revenue recognition
Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Group has concluded that it is acting as a principal in most of the revenue arrangements.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.3 Revenue recognition (continued)
The Group's key sources of income include:

- Hotel revenue
- Rental income
- Revenue from contracts with customers:
  - Services to tenants including management charges and other expenses recoverable from tenants
  - Other revenue arrangements

The accounting for each of these elements is discussed below.

Hotel revenue
Revenue represents the revenue from hotel rooms, food and beverage revenue from rooms and restaurants, and other facilities provided by the Group as part of the hospitality services. Revenue in respect of rooms is recognised when the rooms are occupied and revenue from food and beverages when they are sold.

Rental income
The Group earns revenue from acting as a lessor in operating leases which do not transfer substantially all of the risks and rewards incidental to ownership of an investment property. In addition, the Group subleases investment property acquired under head leases with lease terms exceeding 12 months at commencement. Subleases are classified as a finance lease or an operating lease by reference to the right-of-use asset arising from the head lease, rather than by reference to the underlying investment property. All the Group's subleases are classified as operating leases.

Rental income arising from operating leases on investment property is accounted for on a straight-line basis over the lease term and is included in "Net income from investment properties" in the statement of profit or loss due to its operating nature, except for contingent rental income which is recognised when it arises. Initial direct costs incurred in negotiating and arranging an operating lease are recognised as an expense over the lease term on the same basis as the lease income.

Other revenue arrangements
These are recognised over time and at a point in time when the control of goods or services are transferred to the customers and performance obligations are satisfied.

3.4.4 Capitalisation of borrowing costs
Borrowing costs are generally expensed as incurred. Borrowing costs that are directly attributable to the acquisition or construction of qualifying asset are capitalised, while the asset is being constructed, as part of the cost of that asset. Capitalisation of borrowing costs commences when:

- Expenditures for the asset and borrowing costs are being incurred; and
- Activities necessary to prepare the asset for its intended use or sale are in progress.

Capitalisation ceases when the asset is substantially ready for its intended use or sale. If active development is interrupted for an extended period, capitalisation is suspended.

When construction occurs piecemeal and use of each part is possible as construction continues, capitalisation for each part ceases on substantial completion of the part. For borrowing associated with a specific asset, the actual rate on that borrowing is used. Otherwise, a weighted average cost of borrowing is used.

3.4.5 Events after the reporting period
If the Group receives information after the reporting period, but prior to the date of authorisation for issue, about conditions that existed at the end of the reporting period, the Group will assess if the information affects the amounts that it recognises in the Group's consolidated financial statements. The Group will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in the light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognised in its consolidated financial statements but will disclose the nature of the non-adjusting event and an estimate of its financial effect, or a statement that such an estimate cannot be made, if applicable.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.6 Foreign currencies

The Group's consolidated financial statements are presented in KD, which is also the Parent Company's functional currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation, the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of advance consideration.

Group companies

On consolidation, the assets and liabilities of foreign operations are translated into KD at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at average exchange rates. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is reclassified in profit or loss.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date.

3.4.7 Taxation

(i) Kuwait Foundation for the Advancement of Sciences (KFAS)

The contribution to KFAS is calculated at 1% of the profit for the year attributable to the Parent Company in accordance with the modified calculation based on the Foundation's Board of Directors' resolution, which states that income from associates and subsidiaries, Board of Directors' remuneration, transfer to statutory reserve should be excluded from profit for the year when determining the contribution.

(ii) National Labour Support Tax (NLST)

NLST is calculated at 2.5% of the profit for the year attributable to the Parent Company in accordance with Law No. 19 of 2000 and the Ministry of Finance resolutions No. 24 of 2006.

(iii) Zakat

Contribution to Zakat is calculated at 1% of the profit for the year attributable to Parent Company in accordance with the Ministry of Finance resolution No. 58/2007 effective from 10 December 2007.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.7 Taxation (continued)

(iv) Taxation on overseas operations

Current tax and Zakat
Taxation on overseas operations is calculated on the basis of the tax rates applicable and prescribed according to the prevailing laws, regulations and instructions of the countries where these activities are undertaken. The Group is subject to Zakat on it overseas operation in accordance with the zakat regulation issued by the Zakat, Tax and Customs Authority ("ZATCA") in the Kingdom of Saudi Arabia ("KSA"), which is also subject to interpretations. Zakat is levied at a rate of 2.5% on the higher of adjusted Zakatable profit or based on net equity using the basis defined in the zakat regulation (the Zakat base). The Group is also subject to the Egyptian Tax Authority ("ETA") for corporate income tax as per applicable Egyptian tax regulations.

Value Added Tax (VAT)
Expenses and assets are recognised net of the amount of VAT, except when the VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, VAT is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable. When receivables and payables are stated with the amount of VAT included the net amount of VAT recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

3.4.8 Current versus non-current classification
The Group presents assets and liabilities in the consolidated financial statements based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.4.9 Furniture and equipment
Furniture and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.

Depreciation is calculated on a straight line basis over the estimated useful life of assets to their residual values as follows:

- Furniture and fixtures 3 - 5 years
- Computer devices 3 - 4 years

The carrying values of furniture and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount, being the higher of their fair value less costs to sell and their values in use.

Expenditure incurred to replace a component of an item of furniture and equipment that is accounted for separately is capitalised and the carrying amount of the component that is replaced is written off.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.9 Furniture and equipment (continued)
Other subsequent expenditure is capitalised only when it increases future economic benefits of the related item of furniture and equipment. All other expenditure is recognised in the consolidated statement of profit or loss as the expense is incurred.

An item of furniture and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit or loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

3.4.10 Leases
The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee
The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets
The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at, or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (3.4,16) Impairment of non-financial assets.

ii) Lease liabilities
At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.10 Leases (continued)

ii) Lease liabilities (continued)
Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the profit rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of profit and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets
The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and lease of low-value assets. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Group as a lessor
Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

3.4.11 Investment properties
Investment property comprises completed property and shopping mall that are held to earn rental income. Property and shopping mall held under lease are classified as investment property when it is held to earn rentals or for capital appreciation or both, rather than for sale in the ordinary course of business or for use in production or administrative functions.

Investment property comprises principally commercial building and shopping mall that are not occupied substantially for use by, or in the operations of, the Group, not for sale in the ordinary course of business, but is held primarily to earn rental income. This building and shopping mall is substantially rented to tenants and not intended to be sold in the ordinary course of business.

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in profit and loss in the period in which they arise, including the corresponding tax effect. For the purpose of these financial statements in order to avoid double counting the fair value calculated is reduced by the accrued income resulting from straight line method accounting of rental income. Fair values are determined based on an annual valuation performed by an accredited external independent valuer applying a valuation model consistent with the nature and usage of the investment property.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under “furniture and equipment up” to the date of change in use.

Investment properties are derecognised either when they have been disposed of (i.e., at the date the recipient obtains control) or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of derecognition. The amount of consideration to be included in the gain or loss arising from the derecognition of investment property is determined in accordance with the requirements for determining the transaction price in IFRS 15.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.12 Investment in associates
An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries.

The Group's investments in its associate are accounted for using the equity method. Under the equity method, the investment in an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is neither amortised nor individually tested for impairment.

The consolidated statement of profit or loss reflects the Group's share of results of operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

The aggregate of the Group's share of profit or loss of an associate is shown on the face of the consolidated statement of profit or loss outside operating profit and represents profit or loss after tax and non-controlling interests in the subsidiaries of the associate.

The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group. After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as 'Share of results of associates' in the consolidated statement of profit or loss.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in consolidated statement of profit or loss.

3.4.13 Inventories
Inventories represent time share rights (sokouk) and are valued at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.14 Financial instruments – initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and initial measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of other assets that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Other assets that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the settlement date, i.e., the date that the Group receives or delivers the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

The Group does not hold any debt instruments at FVOCI.

a) Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's financial assets at amortised cost include bank balances and cash, trade and other receivables.

b) Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.14 Financial instruments – initial recognition and subsequent measurement (continued)

i) Financial assets (continued)

Subsequent measurement (continued)
b) Financial assets designated at fair value through OCI (equity instruments) (continued)
Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group elected to classify irrevocably certain equity investments under this category.

c) Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes certain equity investments which the Group had not irrevocably elected to classify at fair value through OCI and investment in funds. Net gains and losses, including any dividend income, are recognised in profit or loss.

Derecognition
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay

Impairment of financial assets
The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss as follows:

- Trade receivables including contract assets
- Other financial assets measured at amortised cost

Equity investments are not subject to ECLs. Further, the Group has no debt investments measured at FVOCI.

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.14 Financial instruments – initial recognition and subsequent measurement (continued)

Impairment of financial assets (continued)
For trade receivables, the Group has applied the simplified approach and has calculated ECLs based on lifetime expected credit losses. The Group has established a provision matrix that is based on the Group's historical credit loss experience, adjusted for forward-looking factors specific to the balances and the Group's economic environment. The management considers a financial asset in default when the contractual payments are 365 days past due. However, in certain cases, the management may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

ii) Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

The Group's financial liabilities include obligations under finance lease, accounts payable and accruals and Islamic finance payables.

All financial liabilities are recognised initially at fair value and, in the case of accounts payable, net of directly attributable transaction costs. Refer to the accounting policy on leases for the initial recognition and measurement of lease liabilities, as this is not in the scope of IFRS 9.

Subsequent measurement
For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at fair value through profit or loss
- Financial liabilities at amortised cost (including Islamic finance payable)

The Group has not designated any financial liability as at fair value through profit or loss and financial liabilities at amortised cost is more relevant to the Group.

Financial liabilities at amortised cost

Islamic finance payable
This is the category most relevant to the Group. After initial recognition, profit-bearing Islamic finance payable are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss. The Group's Islamic finance payable includes (Tawarruq and Murabaha).

Accounts payables
Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

Derecognition
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.14 Financial instruments – initial recognition and subsequent measurement (continued)

iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

3.4.15 Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at the reporting date and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at the reporting date at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

3.4.16 Bank balances and cash

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of, cash in hand, bank balances, short-term deposits with an original maturity of three months or less.

3.4.17 Fair value measurement

Fair value is 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible to by the Group.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.17 Fair value measurement (continued)
The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For unquoted financial instruments fair value is determined by reference to the market value of a similar investment, discounted cash flows, other appropriate valuation models or brokers' quotes.

Fair value of non-financial assets are based on valuation techniques determined by the independent valuers (Refer to Note 10.2 for further details).

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

3.4.18 Employees' end of service benefits
The Group provides end of service benefits to its employees. The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of a minimum service period in accordance with relevant labour law and the employees' contracts. The expected costs of these benefits are accrued over the period of employment. This liability, which is unfunded, represents the amount payable to each employee as a result of termination on the reporting date

In addition, with respect to its Kuwaiti national employees, the Group makes contributions to the Public Institution for Social Security calculated as a percentage of the employees' salaries. These contributions are expensed when due.

3.4.19 Contingencies
Contingent liabilities are not recognised in the consolidated statement of financial position, but are disclosed unless the possibility of an outflow of resources embodying economic benefit is remote.

Contingent assets are not recognised in the consolidated statement of financial position, but are disclosed when an inflow of economic benefits is probable.

3 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4.20 Provisions
Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

3.4.21 Dividend distribution
The Group recognises a liability to pay a dividend when the distribution is no longer at the discretion of the Group. As per the Companies Law, a distribution is authorised when it is approved by the shareholders at the AGM. A corresponding amount is recognised directly in equity.

Dividends for the year that are approved after the reporting date are disclosed as an event after the reporting date.

3.4.22 Segment information
A segment is a distinguishable component of the Group that engages in business activities from which it earns revenue and incurs cost. The operating segments used by the management of the Group to allocate resources and assess performance are consistent with the internal report provided to the chief operating decision maker. Operating segment exhibiting similar economic characteristic, product and services, class of customers where appropriate are aggregated and reported as reportable segments.

3.4.23 Earnings per share (EPS)
Basic EPS amounts are calculated by dividing the profit for the year attributable to ordinary equity holders of the Parent Company by the weighted average number of ordinary shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to ordinary equity holders of the Parent Company (after adjusting for interest on the convertible preference shares) by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares.

4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

4.1 Significant judgments
In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the consolidated financial statements:

Classification of financial assets
The Group determines the classification of financial assets based on the assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

Determining the lease term of contracts with renewal options – Group as lessee
The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

4.1 Significant judgments (continued)

Classification of real estate
Management decides on acquisition of real estate whether it should be classified as trading property, property held for development or investment property.

- The management classifies real estate as trading property if it is acquired principally for sale in the ordinary course of business.
- The management classifies real estate as property under development if it is acquired with the intention of development.
- The management classifies real estate as investment property if it is acquired to generate rental income or for capital appreciation, or for undetermined future use and as leasehold property if it is acquired for or the future use is estimated to be for operations and to generate operating cash flows.

Going concern assessment
The Group’s management has made an assessment of the Group’s ability to continue as a going concern and is satisfied that the Group has the necessary resources to continue in business for the foreseeable future. Accordingly, the consolidated financial statements have been prepared on a going concern basis.

Legal cases
In accordance with IFRSs, outcome of legal cases may result in disclosure of contingent assets, contingent liabilities or recognition of a provision. Contingent asset are possible assets that arise from past events and whose existence will be confirmed only on the occurrence or non-occurrence of uncertain future events outside the Group’s control and are disclosed if the inflow of economic benefits is probable.

The Group may also recognises a provision where there is a present obligation from a past event, a transfer of economic benefits is probable and the amount of costs of the transfer can be estimated reliably. In instances where the criteria are not met, a contingent liability may be disclosed in the notes to the consolidated financial statements.

Obligations arising in respect of contingent liabilities that have been disclosed, or those which are not currently recognised or disclosed in the financial statements, could have a material effect on the Group's financial position. Application of these accounting principles to legal cases requires the Group's management to make determinations about various factual and legal matters beyond its control. The Group reviews outstanding legal cases following developments in the legal proceedings and at each reporting date, in order to assess the need for disclosures and provision in its consolidated financial statements. Among the factors considered in making decisions on disclosure or provisions are the nature of litigation, claim or assessment, the legal process and potential outcome in the jurisdiction in which the litigation has been brought, the progress of the case (including the progress after the date of the consolidated financial statements but before those statements are issued), the opinions or views of legal advisers, experience on similar cases and any decision of the Group's management as to how it will respond to the litigation, claim or assessment.

4.2 Estimates and assumptions
The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are also described in the individual notes of the related financial statement line items below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Leases - estimating the incremental borrowing rate
The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group ‘would have to pay’, which requires estimation when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs when available and is required to make certain entity-specific estimates.

4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

4.2 Estimates and assumptions (continued)

Impairment of associates

Investment in associates are accounted for under the equity method of accounting for associates, whereby these investments are initially stated at cost, and are adjusted thereafter for the post-acquisition change in the Group's share of the net assets of the associates less any impairment losses. The Group is required to assess, at each reporting date, whether there are indications of impairment. If such indications exist, the management estimates the recoverable amount of the associate in order to determine the extent of the impairment loss (if any). The identification of impairment indicators and determination of the recoverable amounts require management to make significant judgements, estimates and assumptions.

Impairment of right-of-use asset

Impairment exists when the carrying value of right-of-use asset exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm’s length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes. The key assumptions used to determine the recoverable amount for right-of-use asset, including a sensitivity analysis, are disclosed and further explained in Note 10.2.

Provision for expected credit loss (ECL) of trade and other receivables

The Group applies a simplified approach in calculating ECL for its trade and other receivables. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECL at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. Actual results may differ from these estimates.

Fair value measurement of financial instruments

Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case, management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm’s length transaction at the reporting date.

Valuation of investment properties

The fair value of investment properties is determined by real estate valuation experts using recognised valuation techniques and the principles of IFRS 13 *Fair Value Measurement*.

Investment properties are measured based on estimates prepared by independent real estate valuation experts, except where such values cannot be reliably determined. The significant methods and assumptions used by valuers in estimating the fair value of investment property are set out in Note 10.

Taxes

The Group is subject to zakat in KSA and corporate income tax in Egypt. Significant judgement is required in determining the provision for taxes. There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax issues based on management’s understanding of the respective tax law and advice from the tax consultant.

Where the final outcome of these matters is different from the carrying amounts, such differences will impact the zakat and tax provisions in the period in which such determination is made.

5 OPERATING REVENUE AND COST

	2022	*2021*
	KD	*KD*
Operating revenue		
Hotel revenue	**12,132,408**	3,598,406
Type of goods or service		
Room revenue	**9,078,313**	2,952,659
Food and beverage	**2,896,365**	512,390
Other hotel revenues	**157,730**	133,357
Total operating revenue	**12,132,408**	3,598,406
Timing of revenue recognition		
Hotel revenue earned at a point in time	**12,132,408**	3,598,406
Geographical markets		
Kingdom of Saudi Arabia	**12,132,408**	3,598,406
Operating costs		
Hotel operating costs	**(6,409,239)**	(2,788,112)
Depreciation of right-of-use asset (Note 10)	**(2,754,678)**	(2,698,893)
	(9,163,917)	(5,487,005)

6 OTHER INCOME

	2022	*2021*
	KD	*KD*
Commission income	**194,557**	187,148
Sukuk management fees	**260,636**	163,598
Other income	**180,656**	25,619
Rent compensation*	**191,000**	-
	826,849	376,365

* Rent compensation represents amounts received by Safwa JV, a subsidiary of the Group, as part of rent compensation granted by the lessor, due to disruption to business and economic activities as a result of the COVID-19 pandemic for the period from 14 March 2020 to 05 March 2022, received for the hotel being leased by Safwa JV.

7 GENERAL AND ADMINISTRATIVE EXPENSES

General and administrative expenses include staff costs of KD 901,524 (2021: KD 1,005,135).

8 CHARGE FOR TAX EXPENSE

The Group, having received tax advice from its tax consultant, has only recorded zakat which is payable to the Zakat, Tax and Customs Authority (“ZATCA”) in the Kingdom of Saudi Arabia (“KSA”) for the year ended 31 December 2022. Also, Group’s subsidiary in Egypt is liable to the Egyptian Tax Authority (“ETA”) for corporate income tax as per applicable Egyptian tax regulations.

During the year, Group recognised a corporate tax expense of KD 523,716 (2021: KD 93,882) in the consolidated statement of profit or loss.

9 EARNINGS (LOSS) PER SHARE

Basic earnings (loss) amounts are calculated by dividing the profit (loss) for the year attributable to equity holders of the Parent Company by the weighted average number of ordinary shares outstanding during the year. Diluted earnings (loss) is calculated by dividing the profit (loss) attributable to ordinary equity holders of the Parent Company by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares. As there are no dilutive instruments outstanding, basic and diluted earnings (loss) per share are identical.

	2022	*2021*
Profit (loss) for the year attributable to the equity holders of the Parent Company (KD)	**1,206,027**	(10,806,843)
Weighted average number of ordinary shares outstanding during the year (shares)	**322,000,000**	322,000,000
Basic and diluted earnings (loss) per share (fils)	**3.75**	(33.56)

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of authorisation of these consolidated financial statements.

10 RIGHT-OF-USE ASSET AND INVESTMENT PROPERTIES

10.1 Right-of-use asset

Right-of-use asset represents “Qeblah Tower”, a leasehold property located in Kingdom of Saudi Arabia and operated as a hotel by an international hotel operator, and “Zamzam Tower” for a period of 5 months starting on 1 October 2029 to 28 February 2030.

Upon adoption of IFRS 16 *Leases*, the prepaid operating lease related to Zamzam Tower was reclassified to right-of-use asset and any balance in the asset revaluation surplus in relation to the asset was transferred to accumulated losses in shareholders’ equity.

Set out below are the carrying amounts of right-of-use asset recognised and the movements during the year:

	2022 ***KD***	*2021* *KD*
As at 1 January	**46,353,799**	49,079,942
Depreciation of right-of-use asset (Note 5)	**(2,754,678)**	(2,698,893)
Remeasurement	**644,275**	-
Additions	**36,451**	42,924
Exchange differences	**313,889**	(70,174)
As at 31 December	**44,593,736**	46,353,799

Right-of-use asset is measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use asset is depreciated on a straight-line basis over the lease term from the date the asset is available for intended use. As at the reporting date, the remaining period of the lease for Qeblah Tower was 18.92 years (2021: 19.92 years).

The right-of-use asset is subject to impairment for which the Group has carried out an annual assessment. The assessment is conducted by determining the value in use (VIU) of properties located in Kingdom of Saudi Arabia (“KSA”) using a discounted cash flow method (“DCF”), as described below. These VIU estimates were performed internally by the Group’s internal valuation department. Internal methods are consistent with those used by external valuers in the prior years and there have been no changes to the valuation methodology. The VIU models applied are consistent with the principles in IAS 36 ‘*Impairment of Assets*’.

Based on the assessment carried out by the Group’s internal valuation department, no impairment indicators were identified. The Group will continue to assess further the impact on cash flows as well as valuation inputs in the upcoming quarters as there is new information to consider.

10 RIGHT-OF-USE ASSET AND INVESTMENT PROPERTIES (continued)

10.2 Investment properties

The movement in investment properties is as follows:

	2022 ***KD***	*2021* *KD*
As at 1 January	**15,033,637**	16,582,932
Net loss from fair value remeasurement	**(335,600)**	(1,545,101)
Exchange differences	**-**	(4,194)
As at 31 December	**14,698,037**	15,033,637

The fair value of properties located in KSA are determined using a discounted cash flow method ("DCF"). The fair value of the property located in the State of Kuwait is determined using the market comparable approach. The valuations were performed by accredited independent valuers with recognised and relevant professional qualifications and experience in the locations and categories of the properties being valued. The valuation models applied are consistent with the principles in IFRS 13 *'Fair Value Measurement'*.

Investment properties with a carrying value of KD 8,572,037 (2021: KD 8,572,037) are pledged against Islamic finance payables (Note 16).

Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

	2022 ***KD***	*2021* *KD*
Net loss from fair value remeasurement	**(335,600)**	(1,545,101)
Net rental income derived from investment properties	**1,274,643**	2,037,576
Net profit arising from investment properties carried at fair value	**939,043**	492,475

The Group has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Fair value hierarchy disclosures for investment properties are in Note 23.2.

Description of valuation techniques used, key inputs to valuation of investment properties and key assumptions used in value in use calculation of ROU asset:

Type of property	**Valuation technique**	**Significant unobservable inputs**	**Range** ***2022***	*2021*
a. Right-of-use asset				
Qeblah Tower – KSA				
• Hotel	DCF			
		▸ Estimated Average room rate in Saudi Riyals (SAR)	**438 - 664**	350 - 664
		▸ Occupancy rate	**64% - 76%**	50% - 76%
		▸ Discount rate	**10%**	10%
		▸ Inflation rate	**2.5%**	2%
		▸ Gross operating profit	**44% - 50%**	43% - 49%

10 RIGHT-OF-USE ASSET AND INVESTMENT PROPERTIES (continued)

Description of valuation techniques used, key inputs to valuation of investment properties and key assumptions used in value in use calculation of ROU asset (continued):

b. Investment properties

• Sharq land – State of Kuwait	Market comparison approach	▸ Price per square meter	**KD 3,250**	KD 3,250
• Shopping mall, KSA	DCF	▸ Estimated yearly rent in SAR per square metre	**1,650 - 20,300**	1,650 - 15,100
		▸ Occupancy rate	**14% - 95%**	10% - 90%
		▸ Discount rate	**12%**	9.50%

Under market comparison approach, fair value is estimated based on comparable transactions. The market comparison approach is based upon the principal of substitution under which a potential buyer will not pay more for the property than it will cost to buy a comparable substitute property. The unit of comparison applied by the Group is the price per square metre (‘sqm’).

Under the DCF method, fair value amount is estimated using assumptions regarding the benefits and liabilities of ownership over the asset’s life including an exit or terminal value, if any. This method involves the projection of a series of cash flows on a real property interest. To this projected cash flow series, a market-derived discount rate is applied to establish the present value of the income stream associated with the asset. The exit yield is normally separately determined and differs from the discount rate.

The duration of the cash flows and the specific timing of inflows and outflows are determined by events such as rent reviews, lease renewal and related re-letting, redevelopment, or refurbishment. The appropriate duration is typically driven by market behaviour that is a characteristic of the class of real property. Periodic cash flow is typically estimated as gross income less vacancy, non-recoverable expenses, collection losses, lease incentives, maintenance cost, agent and commission costs and other operating and management expenses. The series of periodic net operating income, along with an estimate of the terminal value anticipated at the end of the projection period, if any, is then discounted.

Sensitivity to key assumptions used in value in use (VIU) calculations of ROU asset
The calculation of VIU for the ROU asset is most sensitive to the following assumptions:

▸ Occupancy rates
▸ Risk-adjusted discount rate
▸ Gross operating profit

The implications of the key assumptions for the recoverable amount are discussed below:

- Occupancy rate - A decline in occupancy rates may lead to a decline in hospitality income. A decrease in occupancy rate of 5% would not result in any impairment on right-of-use assets.
- Discount rates - A rise in pre-tax discount rate by 2% to 12% would result in impairment of KD 404,856.
- Gross operating profit - decreased demand can lead to a decline in the gross margin. A decrease in the gross margin by 5% would not result in any impairment on right-of-use assets.

Sensitivity to changes in assumptions in fair value measurement of Level 3 investment properties
Significant judgement is required when evaluating the inputs into the fair value determination of the investment properties. Reasonably possible changes at the reporting date to one of the relevant assumptions, holding other assumptions constant, would have affected the fair value of the investment property by the amounts shown below.

10 RIGHT-OF-USE ASSET AND INVESTMENT PROPERTIES (continued)

Changes in assumption in fair value measurement of Shopping mall, KSA:

	31 December 2022		*31 December 2021*	
	Increase KD	***Decrease KD***	*Increase KD*	*Decrease KD*
Discount rate (2022: 2% movement; 2021: 2% movement)	**(850,597)**	**1,064,267**	(1,022,712)	1,218,409
Occupancy rate (2022: 5% movement; 2021: 5% movement)	**545,844**	**(545,844)**	509,695	(585,133)

There is a degree of inter-relationship between the unobservable inputs used in the fair value measurement of the commercial property. An increase in demand may increase the market rental rates and may result in shorter void periods and higher occupancy rates. A decrease in occupancy rates may result in longer void periods and a decrease in market rental rates.

Fair value hierarchy:
The fair value measurement for Shopping Mall has been categorised as Level 3 of the fair value hierarchy based on the inputs to the valuation techniques used. The fair value measurement of Sharq land has been categorised as Level 2 of the fair value hierarchy based on observable market sales data.

	Fair value measurement using			
	Total KD	***Quoted prices in active markets (Level 1) KD***	***Significant observable inputs (Level 2) KD***	***Significant unobservable inputs (Level 3) KD***
31 December 2022				
Investment properties	**14,698,037**	**-**	**8,572,037**	**6,126,000**
31 December 2021				
Investment properties	15,033,637	-	8,572,037	6,461,600

11 INVESTMENT IN ASSOCIATES

Name	***Country of domicile***	***% equity interest***		***Carrying amount***	
		2022	*2021*	***2022 KD***	*2021 KD*
The Zamzam 2013 JV ("Zamzam")	Kuwait	**36.69%**	36.69%	**17,984,346**	16,928,461
Athman Al Khalijya Company W.L.L. ("Athman")	Kuwait	**32.60%**	32.60%	**749,195**	1,060,867
				18,733,541	17,989,328

The movement in the carrying amount of investment in associates during the year is as follows:

	2022 KD	*2021 KD*
As at 1 January	**17,989,328**	19,513,809
Share of profit (loss)	**765,577**	(1,529,249)
Exchange difference on translation of foreign operations	**(21,364)**	4,768
As at 31 December	**18,733,541**	17,989,328

11 INVESTMENT IN ASSOCIATES (continued)

The following table provides summarised financial information of the Group's investment in associates before inter-company eliminations/adjustments, which are accounted for using the equity method:

	Zamzam		**Athman**		**Total**	
	2022	*2021*	***2022***	*2021*	***2022***	*2021*
	KD	*KD*	***KD***	*KD*	***KD***	*KD*
Non-current assets	**40,235,862**	45,949,866	**2,206,285**	3,162,133	**42,442,147**	49,111,999
Current assets	**19,726,132**	10,795,988	**93,405**	93,405	**19,819,537**	10,889,393
Current liabilities	**(10,947,647)**	(10,609,211)	**(1,300)**	(1,000)	**(10,948,947)**	(10,610,211)
Equity	**49,014,347**	46,136,643	**2,298,390**	3,254,538	**51,312,737**	49,391,181
Group's share in equity %	**36.69%**	36.69%	**32.60%**	32.60%		
Group's carrying amount of the investment	**17,984,346**	16,928,461	**749,195**	1,060,867	**18,733,541**	17,989,328
Revenues	**19,773,885**	5,569,651	**-**	-	**19,773,885**	5,569,651
Cost of revenue / loss	**(9,874,096)**	(5,276,803)	**(953,019)**	(2,397,882)	**(10,827,115)**	(7,674,685)
Amortisation and impairment	**(5,981,623)**	(5,902,994)	**-**	-	**(5,981,623)**	(5,902,994)
General and administrative expenses, management fee and charge of taxes	**(974,095)**	(47,838)	**(300)**	-	**(974,395)**	(47,838)
Gain from extinguishment of financial liabilities	**-**	3,620,423	**-**	-	**-**	3,620,423
Profit (Loss) for the year	**2,944,071**	(2,037,561)	**(953,319)**	(2,397,882)	**1,990,752**	(4,435,443)
Group's share of profit (loss) for the year	**1,077,249**	(747,623)	**(311,672)**	(781,626)	**765,577**	(1,529,249)

Impairment of associates

The above associates are unquoted and there is no quoted market prices available for its shares. The management has carried out the impairment assessment of Group's investment in associates to identify any indicators of impairment. The management has considered factors such as changes in the investee's financial condition, any significant adverse changes in economy, market, legal environment, industry or the political environment affecting the investees business. Reviews for indicators of impairment and any resulting tests for impairment of the investment in associates have been performed as at the annual reporting date, 31 December 2022. Based on management's assessment, no impairment indicators were noted.

12 INVESTMENT SECURITIES

	2022	*2021*
	KD	*KD*
Financial assets at fair value through profit or loss (FVPL)	**401,901**	1,073,939
Financial assets at fair value through other comprehensive income (FVOCI)	**329,808**	370,410

The hierarchy for determining and disclosing the fair values of financial instruments by valuation technique are presented in Note 23.

13 ACCOUNTS RECEIVABLE AND PREPAYMENTS

	2022	*2021*
	KD	*KD*
Tenant receivables	**11,982,959**	10,576,765
Amounts due from related parties (Note 19)	**1,647,478**	340,477
Prepaid expenses	**14,569**	14,806
Other receivables	**466,729**	683,904
Less: Allowance for expected credit losses	**(11,628,950)**	(10,114,754)
	2,482,785	1,501,198

Tenant receivables are non-interest bearing and are generally on terms of 30-90 days. The net carrying value of tenant receivables is considered a reasonable approximation of fair value.

Note 22.1 includes disclosures relating to the credit risk exposures and analysis relating to the allowance for expected credit losses on the Group's tenant receivables. Other classes within accounts receivable do not contain impaired assets.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivables mentioned above.

Set out below is the movement in the allowance for expected credit losses of accounts receivable:

	2022	*2021*
	KD	*KD*
Opening loss allowance at 1 January	**10,114,754**	8,758,579
Allowance recognised in profit or loss during the year	**1,462,005**	2,175,249
Reversal of provision no longer required	**-**	(475,168)
Written off	**-**	(355,412)
Exchange difference on translation of foreign operations	**52,191**	11,506
Closing loss allowance at 31 December	**11,628,950**	10,114,754

14 EQUITY

14.1 Share capital

	Number of shares		*Authorised, issued and fully paid*	
	2022	*2021*	***2022***	*2021*
			KD	*KD*
Shares of 100 fils each (paid in cash)	**322,000,000**	322,000,000	**32,200,000**	32,200,000

14.2 Share premium
Share premium represents the difference between the nominal value of the shares issued and the subscription or issue price. The reserve is not available for distribution except in cases stipulated by the Companies Law.

14.3 Statutory reserve
In accordance with the Companies Law and the Parent Company's Articles of Association, a minimum of 10% of the profit for the year attributable to the shareholders of the Parent Company (before tax and board of directors' remuneration) shall be transferred to the statutory reserve (based on the recommendation of the Parent Company's board of directors). The annual general assembly of the Parent Company may resolve to discontinue such transfer when the reserve exceeds 50% of the issued share capital.

The reserve may only be used to offset losses or enable the payment of a dividend up to 5% of paid-up share capital in years when profit is not sufficient for the payment of such dividend due to absence of distributable reserves. Any amounts deducted from the reserve shall be refunded when the profits in the following years suffice, unless such reserve exceeds 50% of the issued share capital.

Since there are accumulated losses at the end of the year, no transfer was made to statutory reserve during the year.

14.4 Other reserve
This reserve represents effect of changes in ownership interest in subsidiaries without a change in control.

For details of movement in the reserve, refer to Note 21.

14.5 Fair value reserve
The Group has elected to recognise changes in the fair value of certain investments in equity securities in OCI. These changes are accumulated within the FVOCI reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

14.6 Foreign currency translation reserve
Exchange differences arising on translation of the foreign controlled entity are recognised in other comprehensive income and accumulated in a separate reserve within equity. The cumulative amount is reclassified to profit or loss when the net investment is disposed of.

15 MATERIAL PARTLY OWNED SUBSIDIARIES

Financial information of subsidiaries that have material non-controlling interests is provided below:

Name	Country of domicile	Non-controlling interest	
		2022	*2021*
Al Safwa Joint Venture ("Safwa JV")	Kuwait	**60.10%**	60.10%
Al Qeblah JV ("Qeblah JV")	Kuwait	**37.19%**	37.19%

	2022	*2021*
	KD	*KD*
Accumulated balance of material non-controlling interest:		
Al Safwa Joint Venture ("Safwa JV")	**191,003**	347,195
Al Qeblah JV ("Qeblah JV")	**(12,366,180)**	(12,547,302)
	(12,175,177)	(12,200,107)
(Loss) profit allocated to material non-controlling interest:		
Al Safwa Joint Venture ("Safwa JV")	**(160,881)**	(714,440)
Al Qeblah JV ("Qeblah JV")	**339,448**	(3,151,230)
	178,567	(3,865,670)

The summarised financial information of the subsidiaries is provided below. This information is based on amounts before inter-company eliminations.

Summarised statement of profit or loss:

	Qeblah JV		Safwa JV	
	2022	*2021*	***2022***	*2021*
	KD	*KD*	***KD***	*KD*
Revenue	**6,199,730**	2,253,162	**1,088,526**	1,852,167
Cost of revenue	**(4,422,443)**	(3,089,975)	**(54,426)**	(92,608)
Other income (expense)	**584,833**	(110,475)	**189,004**	(193)
Gain from extinguishment of financial liability	**309,996**	146,083	**-**	-
Change in fair value / Impairment loss	**-**	-	**-**	(938,020)
Reversal (charge) of provision for expected credit loss	**47,235**	5,514	**(1,254,928)**	(1,947,151)
Tax expense charge	**-**	-	**(211,131)**	(28,706)
Finance costs	**(1,760,191)**	(1,592,322)	**-**	-
Provision for litigation	**-**	(5,624,984)	**-**	-
Administrative expenses	**(46,420)**	(460,329)	**(24,737)**	(34,253)
Profit (loss) for the year	**912,740**	(8,473,326)	**(267,692)**	(1,188,764)
Total comprehensive profit (loss)	**912,740**	(8,473,326)	**(267,692)**	(1,188,764)
Attributable to non-controlling interests	**339,448**	(3,151,230)	**(160,881)**	(714,440)

15 MATERIAL PARTLY OWNED SUBSIDIARIES (continued)

Summarised statement of financial position:

	Qeblah JV		Safwa JV	
	2022	*2021*	***2022***	*2021*
	KD	*KD*	***KD***	*KD*
Right-of-use asset	**24,290,114**	25,412,254	**-**	-
Accounts receivables	**41**	40	**-**	39,196
Other current assets	**3,604**	13,373	**503,773**	685,871
Total assets	**24,293,759**	25,425,667	**503,773**	725,067
Accounts payable	**57,545,116**	59,164,043	**185,961**	147,366
Total liabilities	**57,545,116**	59,164,043	**185,961**	147,366
Total (deficit) equity	**(33,251,357)**	(33,738,376)	**317,812**	577,701
Attributable to:				
Equity holders of Parent Company	**(20,885,177)**	(21,191,074)	**126,809**	230,506
Non-controlling interests	**(12,366,180)**	(12,547,302)	**191,003**	347,195
	(33,251,357)	(33,738,376)	**317,812**	577,701

Summarised cash flow information for the year ended 31 December:

	Qeblah JV		Safwa JV	
	2022	*2021*	***2022***	*2021*
	KD	*KD*	***KD***	*KD*
Operating activities	**48,950**	15,071	**(988,129)**	421,232
Investing activities	**(81,393)**	(25,667)	**-**	-
Net (decrease) increase in cash and cash equivalents	**(32,443)**	(10,596)	**(988,129)**	421,232

16 ISLAMIC FINANCE PAYABLES

	2022	*2021*
	KD	*KD*
Current		
Murabaha payable	**4,519,725**	4,859,781
Tawarruq payable*	**4,735,940**	7,509,934
Less: deferred finance costs	**(7,406)**	(47,462)
	9,248,259	12,322,253
Non-current		
Tawarruq payable*	**37,456,979**	35,544,066
	46,705,238	47,866,319

16 ISLAMIC FINANCE PAYABLES (continued)

* The Group obtained a non-revolving tawarruq facility of KD 43.5 million from a local financial institution. The facility is denominated in Kuwaiti Dinar and has been rescheduled in the previous year, with principal repayments being partially rescheduled and resulting in a reduction in current liabilities. The facility is repayable over a period of 10 years in annual instalments starting from 1 December 2022 and maturing on 1 December 2031. Islamic finance payables bear a profit rate of 1.5% above the annual discount rate announced by the Central Bank of Kuwait (CBDR) (2021: 1.5% over the CBDR).

Islamic finance payables bear an average finance cost of 4.13% (2021: 3.25%) per annum and are denominated in Kuwaiti Dinar.

Murabaha payables are secured over certain of the Group's investment properties (Note 10). The tawarruq facility is secured over certain of the Group's investment properties, investment in associate and subsidiaries.

Banking covenants vary according to each loan agreement. A future breach of covenant may require the Group to repay the Islamic finance payable on demand. During the year, the Group did not breach any of its loan covenants, nor did it default on any other of its obligations under its loan agreements.

Changes in liabilities arising from financing activities:
The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes.

	2022	*2021*
	KD	*KD*
As at 1 January	**47,866,319**	48,159,407
Cash flows:		
Repayments of borrowings	**(1,161,081)**	(300,000)
Payment of finance costs	**(1,588,664)**	(1,453,847)
Non-cash movements:		
Foreign exchange movement	**-**	786
Finance costs*	**1,588,664**	1,459,973
As at 31 December	**46,705,238**	47,866,319

* As at 31 December 2022, the Group had KD 51,304 (2021: Nil) of unpaid finance cost, classified under accrued expenses.

Information about the Group's exposure to profit rate, foreign currency and liquidity risks is included in Note 22.

17 OBLIGATIONS UNDER FINANCE LEASE

	2022	*2021*
	KD	*KD*
Lease obligations	**14,846,514**	14,528,604
Less: current portion	**(1,349,128)**	(1,012,548)
Long-term obligations under finance lease	**13,497,386**	13,516,056

17 OBLIGATIONS UNDER FINANCE LEASE (continued)

The major obligations under finance lease relates to Qeblah tower - KSA and represent the future instalments due for the lease payments for property interests acquired under lease which is classified as right-of-use. The instalments due to be settled within twelve months after the reporting date, are classified current. The minimum lease payments obligation are as follows:

	2022 KD	*2021 KD*
2022	**-**	1,012,548
2023	**1,349,128**	1,012,548
2024	**1,310,575**	1,012,548
2025	**1,306,880**	1,295,974
Thereafter	**20,910,080**	20,956,892
Total minimum lease payments	**24,876,663**	25,290,510
Less: future finance charges	**(10,030,149)**	(10,761,906)
Present value of minimum finance lease rental payments	**14,846,514**	14,528,604
Current portion of lease obligations	**(1,349,128)**	(1,012,548)
Non-current obligations under finance lease	**13,497,386**	13,516,056

Changes in obligations under finance lease is as follows:

	2022 KD	*2021 KD*
As at 1 January	**14,528,604**	14,712,257
Remeasurement	**644,275**	-
Discount on lease payments	**-**	(482,570)
Finance cost	**872,088**	863,287
Repayments	**(1,369,529)**	(525,754)
Net foreign exchange difference	**171,076**	(38,616)
As at 31 December	**14,846,514**	14,528,604

18 ACCOUNTS PAYABLE AND ACCRUALS

	2022 KD	*2021 KD*
Amounts due to related parties (Note 19)	**4,208,697**	2,788,154
Accrued expenses **	**735,809**	1,034,874
Advances from customers	**1,016,861**	527,431
Provision for litigation *	**12,617,771**	12,539,864
Zakat and taxation provision (Note 8)	**6,207,305**	5,265,689
Other payables	**5,088,094**	4,679,592
	29,874,537	26,835,604
Less: Current portion of accounts payable and accruals	**(24,834,642)**	(21,851,859)
Non-current portion of accounts payable and accruals	**5,039,895**	4,983,745

18 ACCOUNTS PAYABLE AND ACCRUALS (continued)

* Provision for litigation mainly represents amounts recorded to settle the claim brought against the Group by the contractor of one of the properties of the Group in KSA, in 2015. In the prior year, on 9 June 2021, the Saudi Arbitration Committee ("SAC") issued a final verdict and ruled in favour of the claimant for which the Group is liable to pay a total amount of SAR 155 million (equivalent to KD 12.6 million) pertaining to final payment, retention payments, the compensation for delay in the execution of project, and other project related costs. Based on the advice and updates from the legal counsel, the Group had recorded a provision for the full amount to settle the claim.

On 27 September 2022, the SAC upheld its final verdict issued on 9 June 2021. Furthermore, the Saudi Arbitration Committee ("SAC") obliged the Group to pay a total amount of SAR 154 million (equivalent to KD 12.4 million). Accordingly, the Group has recognised KD 74,214 included under 'gain from extinguishment of financial liabilities' in the consolidated statement of profit or loss.

** The Group had entered into an agreement with legal counsel in KSA to represent the Group for the above mentioned dispute. As per that agreement, the Group was supposed to pay 5% of the total dispute amount of SAR 154 million (equivalent to KD 12.4 million) to the legal counsel in KSA if the final verdict was in the favour of the Group. Since the final ruling was not in the favour of the Group, the Group has reversed accrued legal costs and has included these under 'gain from extinguishment of financial liabilities' in the consolidated statement of profit or loss during the year amounting to KD 539,493.

19 RELATED PARTY DISCLOSURES

Related parties represent major shareholders, associates, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties including hotel operator. Pricing policies and terms of these transactions are approved by the Parent Company's management.

The following tables show the aggregate value of transactions and outstanding balances with related parties:

	Major shareholder of the Ultimate Parent Company KD	*Associates KD*	*Others KD*	*Total 2022 KD*	*Total 2021 KD*
Consolidated statement of profit or loss					
Management fees income	-	228,864	235,393	**464,257**	275,291
Income from saving accounts	676	-	-	**676**	586
Finance costs	(1,450,559)	-	-	**(1,450,559)**	(1,290,834)
Hotel management fees	-	-	(552,878)	**(552,878)**	(70,235)

	Major shareholder of the Ultimate Parent Company KD	*Ultimate Parent company KD*	*Major shareholders KD*	*Associates KD*	*Others KD*	*Total 2022 KD*	*Total 2021 KD*
Consolidated statement of financial position							
Financial asset at fair value through profit or loss	-	-	-	-	366,067	**366,067**	532,974
Financial asset at fair value through other comprehensive income	-	-	116,298	-	213,510	**329,808**	370,410
Bank balances and cash	2,200,311	-	-	-	-	**2,200,311**	1,436,157
Accounts receivable and prepayments (Note 13)*	-	1,034	1,033	-	1,587,457	**1,589,524**	283,169
Accounts payable and accruals (Note 18)	-	-	378,055	1,981,581	1,849,061	**4,208,697**	2,788,154
Islamic finance payables (Note 16)	42,192,919	-	-	-	-	**42,192,919**	43,054,000

*Represents balances net of provision for expected credit losses.

19 RELATED PARTY DISCLOSURES (continued)

Term and conditions of transactions with related parties

Transactions with related parties are made on terms approved by the management. Outstanding balances, except Islamic finance payable, at the year-end are unsecured and interest free and settlement occurs in cash. Except for Islamic finance payables disclosed in Note 16, there have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 December 2022, the Group has recognised provision for expected credit losses relating to amounts owed by related parties amounting to KD 57,954 (2021: KD 57,309). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Transactions with key management personnel

Key management personnel comprise of the Board of Directors and key members of management having authority and responsibility for planning, directing and controlling the activities of the Group. The aggregate value of transactions and outstanding balances related to key management personnel were as follows.

	Balance outstanding as at 31 December		*Transaction values for the year ended 31 December*	
	2022 KD	*2021 KD*	***2022 KD***	*2021 KD*
Salaries and short-term benefits	**69,951**	57,909	**217,133**	199,689
Post-employment benefits	**216,516**	179,924	**36,589**	65,357
	286,467	237,833	**253,722**	265,046

The Board of Directors at the meeting held on 20 March 2023 proposed directors' remuneration for an independent board member of KD 10,000 for the year ended 31 December 2022. This proposal is subject to the shareholders' approval at the AGM.

20 SEGMENT INFORMATION

For management purposes, the Group organises its operations by geographic territory in the first instance, primarily Kuwait and KSA.

The table below presents revenue and results and assets and liabilities information regarding the Group's geographic segments. The Group, including associate entities as disclosed in Note 11, are primarily engaged in real estate activities and accordingly no business segment is presented.

	Year ended 31 December 2022			
	Kuwait KD	***KSA KD***	***Other KD***	***Total KD***
Revenue	**978,502**	**14,186,652**	**55,685**	**15,220,839**
Segment results	**(587,376)**	**1,969,090**	**2,880**	**1,384,594**
Other disclosures				
Depreciation and amortisation	**(59,406)**	**(2,769,355)**	**(5,210)**	**(2,833,971)**
Net charge of provision for expected credit losses	**(58,649)**	**(1,403,356)**	**-**	**(1,462,005)**
Total assets	**18,660,556**	**71,133,941**	**608,870**	**90,403,367**
Total liabilities	**14,173,138**	**77,862,230**	**47,718**	**92,083,086**

	Year ended 31 December 2021			
	Kuwait KD	*KSA KD*	*Other KD*	*Total KD*
Revenue	560,677	6,088,542	12,815	6,662,034
Segment results	(2,613,145)	(11,950,611)	(108,757)	(14,672,513)
Other disclosures				
Depreciation and amortisation	(61,680)	(2,711,348)	(9,519)	(2,782,547)
Net charge of provision for expected credit losses	464,188	(2,141,616)	(22,653)	(1,700,081)
Total assets	14,349,330	72,043,990	823,631	87,216,951
Total liabilities	8,996,722	80,531,901	301,259	89,829,882

21 COMMITMENTS AND CONTINGENCIES

Legal claim contingency

During the year ended 31 December 2019, one of the Joint Venturer of a subsidiary "Al Qeblah JV" filed a case against the Parent Company in its capacity as Joint Venture Manager for Al Qeblah JV for recovery of the initial investment in the Joint Venture and compensation. During the year ended 31 December 2019 , the court ruled in favour of that Venturer and ordered the Parent Company to pay the initial investment of USD 1,000,000 and 15% compensation. The Parent Company made the payment on behalf of Al Qeblah JV. The acquisition of the investment of the Venturer by Al Qeblah JV was accounted by the Parent Company as acquisition of NCI without a change in control. The resultant decrease in equity attributable to equity holders of the Parent Company arising from this transaction amounted to KD 309,291 and recorded within other reserve. (Note 14)

22 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's principal financial liabilities, comprise bank borrowings, obligation under finance lease and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include accounts receivables and bank balances and cash that derive directly from its operations. The Group also holds investments in equity instruments.

The Group is exposed to market risk, credit risk and liquidity risk. The Group's senior management oversees the management of these risks. The Parent Company's Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board of Directors has established the risk management committee, which is responsible for developing and monitoring the Group's risk management policies. The committee reports regularly to the board of directors on its activities. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Parent Company's Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below.

22.1 Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily rental income receivables), including cash at banks and other financial instruments.

The Group's policy is to closely monitor the creditworthiness of the counterparties. In relation to rental income receivable, management assesses the tenants according to Group's criteria prior to entering into lease arrangements. The credit risk on bank balances is limited because the counterparties are reputable financial institutions with appropriate credit-ratings assigned by international credit-rating agencies.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets as follows:

	2022	*2021*
	KD	*KD*
Tenant receivables	**431,752**	539,109
Amounts due from related parties	**1,589,524**	283,169
Other receivables (excluding advances to contractor and prepaid expenses)	**446,940**	664,114
Bank balances	**8,014,280**	3,603,582
	10,482,496	5,089,974

Tenant receivable

The Group uses a provision matrix based on the Group's historical observed default rates to measure the ECLs of trade receivables from individual customers. The Group assumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 90 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise. As at the reporting date, the majority of the Group's counterparty exposure has a low risk of default and does not include any past-due amounts. Accordingly, management identified impairment loss to be immaterial.

The Group's exposure to credit risk and impairment losses related to trade and other receivables is disclosed in Note 13.

Bank balances

Credit risk from balances with banks and financial institutions is limited because the counterparties are reputable financial institutions with appropriate credit-ratings assigned by international credit-rating agencies.

Impairment on bank balances has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its bank balances have low credit risk based on the external credit ratings of the counterparties.

22 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

22.1 Credit risk (continued)

Other receivables and amounts due from related parties

As at the reporting date, the majority of the Group's counterparty exposure has a low risk of default and does not include any past-due amounts. Accordingly, management identified impairment loss to be immaterial.

Concentration of financial assets

At 31 December, the exposure to credit risk for accounts receivables and cash at banks by geographic region was as follows:

	Kuwait KD	***KSA KD***	***Other KD***	***Total KD***
At 31 December 2022				
Accounts receivable	**1,793,217**	**637,926**	**37,073**	**2,468,216**
Bank balances	**7,433,116**	**572,662**	**8,502**	**8,014,280**
	9,226,333	**1,210,588**	**45,575**	**10,482,496**

	Kuwait KD	*KSA KD*	*Other KD*	*Total KD*
At 31 December 2021				
Accounts receivable	964,010	372,432	149,950	1,486,392
Bank balances	3,209,695	319,283	74,604	3,603,582
	4,173,705	691,715	224,554	5,089,974

Expected credit loss assessment for tenant receivables

Set out below is the information about the credit risk exposure on the Group's accounts receivables using a provision matrix:

31 December 2022	***Neither past due nor impaired KD***	***Past due and impaired KD***	***Total KD***
Estimated total gross carrying amount at default	**431,752**	**11,551,207**	**11,982,959**
Estimated credit loss	**-**	**11,551,207**	**11,551,207**
Expected credit loss rate	**0%**	**100%**	**96%**

31 December 2021	*Neither past due nor impaired KD*	*Past due and impaired KD*	*Total KD*
Estimated total gross carrying amount at default	539,109	10,037,656	10,576,765
Estimated credit loss	-	10,037,656	10,037,656
Expected credit loss rate	0%	100%	95%

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, product type, customer type and rating, and coverage by credit insurance). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

22 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

22.2 Liquidity risk

Liquidity risk is defined as the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk arises from the Group's management of working capital and the finance charges and principal repayments on its debt instruments.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of banking facilities. Approximately 20% of the Group's debt will mature in less than one year at 31 December 2022 (2021: 26%) based on the carrying value of borrowings reflected in the consolidated financial statements. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

Year ended 31 December 2022	***Within 3 months KD***	***3 to 6 months KD***	***6 to 12 months KD***	***Over 1 year KD***	***Total KD***
Obligations under finance lease	**9,000**	**9,000**	**1,331,128**	**23,527,535**	**24,876,663**
Islamic finance payables	**4,519,725**	**-**	**6,838,290**	**44,278,147**	**55,636,162**
Accounts payable and accruals*	**2,099,434**	**3,681,178**	**6,172,465**	**9,961,485**	**21,914,562**
	6,628,159	**3,690,178**	**14,341,883**	**77,767,167**	**102,427,387**

Year ended 31 December 2021	*Within 3 months KD*	*3 to 6 months KD*	*6 to 12 months KD*	*Over 1 year KD*	*Total KD*
Obligations under finance lease	9,000	9,000	994,548	24,277,962	25,290,510
Islamic finance payables	4,859,781	-	8,912,668	41,194,376	54,966,825
Accounts payable and accruals*	1,916,746	3,360,851	5,635,352	9,094,661	20,007,610
	6,785,527	3,369,851	15,542,568	74,566,999	100,264,945

* excluding advances from customers, provisions and accrued expenses.

22.3 Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: profit rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include bank borrowings, other payables, cash at bank, equity investments and certain accounts receivable.

The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

22.3.1 Profit rate risk

Profit rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in profit rates relates primarily to the Group's Islamic finance payables.

The Group's policy is to manage its finance cost by availing competitive credit facilities from local financial institutions and constantly monitoring profit rate fluctuations.

22 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

22.3 Market risk (continued)
22.3.1 Profit rate risk *(continued)*

Exposure to profit rate risk
The profit rate profile of the Group's profit-bearing financial instruments as reported to the management of the Group is as follows.

	2022 ***KD***	*2021* *KD*
Fixed-rate instruments		
Financial liabilities	**14,846,514**	14,528,604
Variable-rate instruments		
Financial asset	**-**	463,946
Financial liabilities	**46,705,238**	47,866,319
	46,705,238	48,330,265

Cash flow sensitivity analysis for variable-rate instruments
A reasonably possible change of 100 basis points in profit rates at the reporting date would have resulted in an increase in loss for the year by KD 467,052 (2021: KD 483,303). This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Fair value sensitivity analysis for fixed-rate instruments
The Group does not account for any fixed-rate financial assets or financial liabilities, at FVTPL, and the Group does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore, a change in profit rates at the reporting date would not affect profit or loss.

22.3.2 Foreign currency risk
Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group incurs foreign currency risk on transactions denominated in a currency other than the KD, primarily United States Dollars ("USD") and Saudi Riyals ("SAR"). The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when revenue or expense is denominated in a foreign currency) and the Group's investments.

The Group currently does not use financial derivatives to manage its exposure to foreign currency risk. The Group manages its foreign currency risk based on the limits determined by management and a continuous assessment of the Group's open positions, current and expected exchange rate movements. The Group ensures that its net exposure is kept to an acceptable level, by dealing in currencies that do not fluctuate significantly against the KD.

The following tables set out the Group's exposure to foreign currency exchange rates on monetary financial assets and liabilities at the reporting date:

	2022 ***KD***	*2021* *KD*
SAR	**17,866,441**	16,582,794
USD	**269,793**	230,621

22 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

22.3 Market risk (continued)
22.3.2 Foreign currency risk (continued)

Foreign currency sensitivity
The following tables demonstrate the effect of a reasonably possible change in the aforementioned exchange rates, with all other variables held constant. The impact on the Group's profit or loss and other comprehensive income due to changes in the fair value of monetary assets and liabilities is as follows:

		Monetary financial assets and liabilities			
Currency	***Change in exchange rate***	***Effect on OCI***		***Effect on profit or loss***	
		2022	*2021*	***2022***	*2021*
		KD	*KD*	***KD***	*KD*
SAR	+5%	**-**	-	**893,322**	829,140
USD	+5%	**10,676**	10,157	**2,814**	1,374

An equivalent decrease in each of the aforementioned currencies against the KD would have resulted in an equivalent but opposite impact.

22.3.3 Equity price risk
The Group's equity investments are susceptible to market price risk arising from uncertainties about future values of the investment securities.

At the reporting date, the exposure to non-listed equity investments at fair value was KD 615,411 (2021: KD 1,227,071). Sensitivity analyses of these investments have been provided in Note 24.

The majority of the Group's listed equity investments are publicly traded and are included in the Kuwait Stock Exchange ("KSE"). Given that the changes in fair values of the equity investments held are strongly positively correlated with changes of KSE market index, the Group has determined that an increase/(decrease) of 5% on the respective market index could have an impact of approximately KD 5,815 (2021: KD 8,364) on the income and equity attributable to the Group.

23 FAIR VALUE MEASUREMENT

Fair value is 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. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

23 FAIR VALUE MEASUREMENT (continued)

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 **-** Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 **-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 **-** Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the consolidated financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's senior management determines the policies and procedures for recurring fair value measurement, such as investment properties, leasehold properties and equity investments.

External valuers are involved for valuation of significant assets, such as investment properties and leasehold properties. Involvement of external valuers is decided upon annually by the senior management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The senior management decides, after discussions with the Group's external valuers, which valuation techniques and inputs to use for each case.

The Group measures financial instruments such as investment in equity securities and mutual funds, and non-financial assets such as investment properties, at fair value at each reporting date. Fair-value related disclosures for financial instruments and non-financial assets that are measured at fair value, including the valuation methods, significant estimates and assumptions are disclosed below.

Set out below that are a summary of financial instruments and non-financial assets measured at fair value on a recurring basis, other than those with carrying amounts that are reasonable approximations of fair values:

Financial instruments	***2022 KD***	*2021 KD*
Quoted equity securities	**116,298**	167,278
Unquoted equity securities	**615,411**	770,181
Unquoted funds	**-**	506,890
Investment securities (at fair value)	**731,709**	1,444,349

	2022 KD	*2021 KD*
Non-financial assets		
Investment properties	**14,698,037**	15,033,637

Valuation methods and assumptions
The following methods and assumptions were used to estimate the fair values:

Listed investment in equity securities
Fair values of publicly traded equity securities are based on quoted market prices in an active market for identical assets without any adjustments. The Group classifies the fair value of these investments as Level 1 of the hierarchy.

23 FAIR VALUE MEASUREMENT (continued)

Valuation methods and assumptions (continued)

Unlisted equity investments
The Group invests in private equity companies that are not quoted in an active market. Transactions in such investments do not occur on a regular basis. The Group determines the fair value of its investment based on its share of the net book value of each investee company, since the underlying assets of these investee companies are investment properties that are measured at fair value at the reporting date using valuation methods consistent with the principles in IFRS 13 '*Fair Value Measurement*'. The Group classifies the fair value of these investments as Level 3.

There were no changes in the Group's valuation processes, valuation techniques, and types of inputs used in the fair value measurements during the period.

Unquoted funds
The Group invests in managed funds, including private equity funds, which are not quoted in an active market and which may be subject to restrictions on redemptions such as lock up periods. The management considers the valuation techniques and inputs used in valuing these funds as part of its due diligence prior to investing, to ensure they are reasonable and appropriate. Therefore, the net asset value (NAV) of these investee funds may be used as an input into measuring their fair value. In measuring this fair value, the NAV of the funds is adjusted, as necessary, to reflect restrictions on redemptions, future commitments, and other specific factors of the investee fund and fund manager. In measuring fair value, consideration is also paid to any transactions in the shares of the investee fund. Depending on the nature and level of adjustments needed to the NAV and the level of trading in the investee fund, the Group classifies these funds as Level 3.

Investment properties
The fair value of investment properties was assessed by accredited independent real estate experts with recognised and relevant professional qualification and with recent experience in the location and category of the properties being valued. The valuation models applied are consistent with the principles in IFRS 13 '*Fair Value Measurement*' and fair value is determined using market comparison approach, income capitalisation method and discounted cash flows method considering the nature and usage of each property. Fair value using the income capitalisation method is estimated based on the normalised net operating income generated by the property, which is divided by the capitalisation (discount) rate. Under the market comparison approach, fair value is estimated based on comparable transactions. The unit of comparison applied by the Group is the price per square meter ('sqm'). The fair value of investment properties is categorised under level 2 and level 3 of the fair value hierarchy.

Other financial assets and liabilities
Fair value of other financial instruments is not materially different from their carrying values, at the reporting date, as most of these instruments are of short-term maturity or re-priced immediately based on market movement in interest rates. The fair value of financial assets and financial liabilities with a demand feature is not less than its face value.

23.1 Financial instruments

Fair value hierarchy
The following tables provide the fair value measurement hierarchy of the Group's financial instruments measured at fair value:

		Fair value measurement using		
	Total	***Quoted prices in active markets (Level 1)***	***Significant observable inputs (Level 2)***	***Significant unobservable inputs (Level 3)***
31 December 2022	***KD***	***KD***	***KD***	***KD***
Financial assets at FVPL	**401,901**	**-**	**-**	**401,901**
Financial assets at FVOCI	**329,808**	**116,298**	**-**	**213,510**
	731,709	**116,298**	**-**	**615,411**

23 FAIR VALUE MEASUREMENT (continued)

23.1 Financial instruments (continued)

Fair value hierarchy (continued)

		Fair value measurement using		
31 December 2021	*Total KD*	*Quoted prices in active markets (Level 1) KD*	*Significant observable inputs (Level 2) KD*	*Significant unobservable inputs (Level 3) KD*
Financial assets at FVPL	1,073,939	-	-	1,073,939
Financial assets at FVOCI	370,410	167,278	-	203,132
	1,444,349	167,278	-	1,277,071

There were no transfers between any levels of the fair value hierarchy during 2022 or 2021.

Reconciliation of Level 3 fair values
Reconciliation of fair value measurement of non-listed investment securities classified as Level 3:

2022	***Financial assets at FVOCI KD***	***Financial assets at FVTPL KD***	***Total KD***
As at 1 January 2022	**203,132**	**1,073,939**	**1,277,071**
Remeasurement recognised in OCI	**10,378**	**-**	**10,378**
Remeasurement recognised in profit or loss	**-**	**(165,148)**	**(165,148)**
Purchases / sales / Redemption (net)	**-**	**(506,890)**	**(506,890)**
As at 31 December 2022	**213,510**	**401,901**	**615,411**

2021	*Financial assets at FVOCI KD*	*Financial assets at FVTPL KD*	*Total KD*
As at 1 January 2021	191,455	1,775,574	1,967,029
Remeasurement recognised in OCI	11,677	-	11,677
Remeasurement recognised in profit or loss	-	(701,635)	(701,635)
As at 31 December 2021	203,132	1,073,939	1,277,071

Sensitivity analysis
The Group invests in entities that are not quoted in an active market. Transactions in such investments do not occur on a regular basis. The Group uses a NAV based valuation technique for these positions. The NAV of the investments is adjusted, when necessary, to reflect considerations such as market liquidity discounts and other specific factors related to the investments. Accordingly, such instruments are included within Level 3.

Significant increases (decreases) in the reported NAV for the investees would result in a significantly higher (lower) fair value on a linear basis.

23 FAIR VALUE MEASUREMENT (continued)

23.2 Non-financial assets

Non-financial assets consists of investment properties. The fair value of investment properties is categorised under level 2 and level 3 of the fair value hierarchy.

The significant unobservable inputs used in the fair value measurements categorised within Level 3 of the fair value hierarchy, together with a quantitative sensitivity analysis as at 31 December 2022 and 2021 are disclosed in Note 10.

The reconciliation of the opening and closing balances of the fair value hierarchy is disclosed in Note 10 to the consolidated financial statements.

24 CAPITAL MANAGEMENT

The Group's capital management objectives are:

- to ensure the Group's ability to continue as a going concern, and
- to provide an adequate return to shareholders by pricing products and services in a way that reflects the level of risk involved in providing those goods and services.

For the purpose of the Group's capital management, capital includes issued capital, share premium and all other equity reserves attributable to the equity holders of the Parent Company.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders, utilise capital reserves to extinguish accumulated losses or issue new shares.

The Group monitors capital using a gearing ratio, which is 'net debt' divided by total capital plus net debt. The Group includes within net debt, Islamic finance payables, obligations under finance leases, accounts payable and accruals, less bank balances and cash as reported in the consolidated statement of financial position. Total capital represents equity attributable to the Parent Company.

	2022	*2021*
	KD	*KD*
Islamic finance payables	**46,705,238**	47,866,319
Obligations under finance leases	**14,846,514**	14,528,604
Accounts payable and accruals	**29,874,537**	26,835,604
Less: Bank balance and cash	**(8,014,280)**	(3,603,582)
Net debt	**83,412,009**	85,626,945
Equity attributable to equity holders of the Parent Company	**10,495,458**	9,587,176
Capital and debt	**93,907,467**	95,214,121
Gearing ratio	**89%**	90%

In order to achieve this overall objective, the Group's capital management, among other things, aims to ensure that it meets financial covenants attached to the loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches of the financial covenants of any loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 December 2022 and 2021.

25 PROPOSED DIVIDENDS

The Board of Directors in their meeting held on 20 March 2023 proposed not to distribute cash dividends to the shareholders for the year ended 31 December 2022. This proposal is subject to the approval of the shareholders at the AGM of the Parent Company.

The shareholders of the Parent Company in the AGM held on 18 May 2022 resolved not to distribute cash dividends for the year ended 31 December 2021.

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