

# **Amanat Holdings PJSC**

**Condensed consolidated interim financial statements**  
*For the period ended 30 September 2017*

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## **Amanat Holdings PJSC**

### **Condensed consolidated interim financial statements**

*For the period ended 30 September 2017*

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

The Shareholders  
Amanat Holdings P.J.S.C

*Introduction*

We have reviewed the accompanying 30 September 2017 condensed consolidated interim financial information of Amanat Holdings P.J.S.C (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprises:

- the condensed consolidated interim statement of financial position as at 30 September 2017;
- the condensed consolidated interim statement of profit or loss for the three-month and nine-month periods ended 30 September 2017;
- the condensed consolidated interim statement of profit or loss and other comprehensive income for the three-month and nine-month periods ended 30 September 2017;
- the condensed consolidated interim statement of changes in equity for the nine-month periods ended 30 September 2017;
- the condensed consolidated interim statement of cash flows for the nine-month period ended 30 September 2017; and
- notes to the condensed consolidated interim financial information.

Management is responsible for the preparation and presentation of this condensed consolidated interim financial information in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed consolidated interim financial information based on our review.

*Scope of Review*

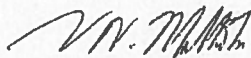
We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for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

*Conclusion*

Based on our review, nothing has come to our attention that causes us to believe that the accompanying 30 September 2017 condensed consolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

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KPMG Lower Gulf Limited



Vijendra Nath Malhotra  
Registration No: 48  
Dubai, United Arab Emirates  
Date: **08 NOV 2017**



# Amanat Holdings PJSC

## Condensed consolidated interim statement of financial position As at 30 September 2017

		At 30 September 2017 AED'000 (Un-audited)	At 31 December 2016 AED'000 (Audited)
	Note		
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property and equipment		2,487	1,830
Investment in associates	4	791,137	781,744
Loan to a related party	19	34,395	34,395
Available-for-sale investments	5	33,416	-
<b>Total non-current assets</b>		<b>861,435</b>	<b>817,969</b>
<b>Current assets</b>			
Deposits and prepayments	6	1,563	2,110
Other assets	7	31,309	29,970
Due from related parties	19	3,621	13,755
Cash and bank balances	8	1,735,309	1,771,028
<b>Total current assets</b>		<b>1,771,802</b>	<b>1,816,863</b>
<b>Total assets</b>		<b>2,633,237</b>	<b>2,634,832</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
Share capital	9	2,500,000	2,500,000
Share issuance reserve	10	5,718	5,718
Unrealised loss on available-for-sale investments	5	(3,333)	-
Retained earnings		44,958	42,583
Legal reserve	23	8,898	8,898
<b>Total equity attributable to the owners of the Company</b>		<b>2,556,241</b>	<b>2,557,199</b>
Non-controlling interest		1,781	115
<b>Total equity</b>		<b>2,558,022</b>	<b>2,557,314</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Other payables	12	61,944	61,944
End of service benefits		1,209	892
<b>Total non-current liabilities</b>		<b>63,153</b>	<b>62,836</b>
<b>Current liabilities</b>			
Trade and other payables	11	12,062	14,682
<b>Total liabilities</b>		<b>75,215</b>	<b>77,518</b>
<b>Total equity and liabilities</b>		<b>2,633,237</b>	<b>2,634,832</b>

The notes set out on pages 9 to 23 form an integral part of these condensed consolidated interim financial statements.

These condensed consolidated interim financial statements were approved by the Board of Directors on **08 NOV 2017** and signed on its behalf by:

Chairman

Name: **Faisal Bin Juma Belkoul**

Director

Name: **Dr. Abdulhaziz Al Khazal**

The independent auditors' report on review of condensed consolidated interim financial information is set out on pages 1 to 2.

## Amanat Holdings PJSC

Condensed consolidated interim statement of profit or loss  
For the period ended 30 September 2017

		<i>For the nine month period ended 30 September 2017 AED'000 (Un-audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-audited)</i>	<i>For the three month period ended 30 September 2017 AED'000 (Un-audited)</i>	<i>For the three month period ended 30 September 2016 AED'000 (Un-audited)</i>
	<i>Note</i>				
<b>Income</b>					
Interest income	13	43,367	46,546	14,692	15,479
Dividend income		1,891	146	626	-
Realised gain on sale of available- for-sale investments		-	1,268	-	-
Other Income	14	6,796	-	6,796	-
		<b>52,054</b>	<b>47,960</b>	<b>22,114</b>	<b>15,479</b>
<b>Share of profit of equity- accounted investee</b>	4	<b>23,544</b>	<b>14,083</b>	<b>5,163</b>	<b>6,343</b>
<b>Expenses</b>					
Employee related expenses	15	(21,304)	(16,913)	(7,362)	(5,578)
General and administrative expenses	16	(11,976)	(8,380)	(4,465)	(3,295)
<b>Total operating expenses</b>		<b>(33,280)</b>	<b>(25,293)</b>	<b>(11,827)</b>	<b>(8,873)</b>
<b>Net profit for the period</b>		<b>42,318</b>	<b>36,750</b>	<b>15,450</b>	<b>12,949</b>
<b>Profit attributable to:</b>					
Owners of the company		39,875	36,750	14,921	12,949
Non-controlling interest		2,443	-	529	-
		<b>42,318</b>	<b>36,750</b>	<b>15,450</b>	<b>12,949</b>
<b>Basic and diluted earnings per share (AED)</b>	17	<b>0.0160</b>	<b>0.0147</b>	<b>0.0060</b>	<b>0.0052</b>

The notes set out on pages 9 to 23 form an integral part of these condensed consolidated interim financial statements.

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## Amanat Holdings PJSC

Condensed consolidated interim statement of profit or loss and other comprehensive income  
For the period ended 30 September 2017

		<i>For the nine month period ended 30 September 2017 AED'000 (Un-audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-audited)</i>	<i>For the three month period ended 30 September 2017 AED'000 (Un-audited)</i>	<i>For the three month period ended 30 September 2016 AED'000 (Un-audited)</i>
	<i>Note</i>				
<b>Net profit for the period</b>		<b>42,318</b>	36,750	<b>15,450</b>	12,949
<b>Other comprehensive income for the period</b>					
<b>Items that are or may be reclassified to profit or loss</b>					
Available-for-sale investment – net change in fair value	5	(3,333)	(148)	(2,174)	-
Available-for-sale investment – reclassified to profit or loss		-	(1,268)	-	-
<b>Total comprehensive income for the period</b>		<b>38,985</b>	35,334	<b>13,276</b>	12,949
<b>Total comprehensive income attributable to:</b>					
Owners of the company		36,542	35,334	12,747	12,949
Non-controlling interest		2,443	-	529	-
		<b>38,985</b>	35,334	<b>13,276</b>	12,949

The notes set out on pages 9 to 23 form an integral part of these condensed consolidated interim financial statements.

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# Amanat Holdings PJSC

Condensed consolidated interim statement of changes in equity (Un-audited)  
For the period ended 30 September 2017

	Share capital AED'000	Share issuance reserve AED'000	Unrealised gain on available-for- sale investments AED'000	Retained earnings AED'000	Statutory reserve AED'000	Legal reserve AED'000	Total equity attributable to owners of the Company AED'000	Non- controlling interest AED'000	Total AED'000
As at 1 January 2016	2,500,000	5,718	1,416	40,467	5,058	5,058	2,557,717	-	2,557,717
Profit for the period	-	-	-	36,750	-	-	36,750	-	36,750
Available-for-sale investments – net change in fair value	-	-	(148)	-	-	-	(148)	-	(148)
Available-for-sale investments- reclassified to profit or loss	-	-	(1,268)	-	-	-	(1,268)	-	(1,268)
Dividends paid	-	-	-	(37,500)	-	-	(37,500)	-	(37,500)
As at 30 September 2016	2,500,000	5,718	-	39,717	5,058	5,058	2,555,551	-	2,555,551

The notes set out on pages 9 to 23 form an integral part of these condensed consolidated interim financial statements.

The independent auditors' report on review of condensed consolidated interim financial information is set out on pages 1 to 2.



# Amanat Holdings PJSC

Condensed consolidated interim statement of changes in equity (Un-audited) (continued)  
For the period ended 30 September 2017

	Share capital AED'000	Share issuance reserve AED'000	Unrealised loss on available-for- sale investments AED'000	Retained earnings AED'000	Statutory reserve AED'000	Legal reserve AED'000	Total equity attributable to owners of the Company AED'000	Non- controlling interest AED'000	Total AED'000
As at 1 January 2017	2,500,000	5,718	-	42,583	-	8,898	2,557,199	115	2,557,314
Profit for the period	-	-	-	39,875	-	-	39,875	2,443	42,318
Available-for-sale investments – net change in fair value	-	-	(3,333)	-	-	-	(3,333)	-	(3,333)
Dividends paid	-	-	-	(37,500)	-	-	(37,500)	(777)	(38,277)
As at 30 September 2017	2,500,000	5,718	(3,333)	44,958	-	8,898	2,556,241	1,781	2,558,022

The notes set out on pages 9 to 23 form an integral part of these condensed consolidated interim financial statements.

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## Amanat Holdings PJSC

Condensed consolidated interim statement of cash flows  
For the period ended 30 September 2017

	<i>For the nine month period ended 30 September 2017</i>	<i>For the nine month period ended 30 September 2016</i>
	<b>AED'000</b>	<b>AED'000</b>
	<b>(Un-audited)</b>	<b>(Un-audited)</b>
<b>Operating activities</b>		
Profit for the period	42,318	36,750
<b>Adjustments:</b>		
Less: Interest income	(43,367)	(46,546)
Less: Share of profits from associate	(23,544)	(14,083)
Less: Gain on sale of available-for-sale investment	-	(1,268)
Less: Other income	(6,796)	-
Less: Dividend income	(1,891)	(146)
Add: Employee end of service benefits	470	-
Add: Depreciation	417	333
	<u>(32,393)</u>	<u>(24,960)</u>
<b>Adjustment for:</b>		
Changes in deposits and prepayments	547	459
Changes in other assets	(2,214)	(1,317)
Changes in due from related parties	463	(695)
Changes in trade and other payables	(2,620)	(2,810)
Interest received	42,288	14,233
Employee end of service benefits paid	(153)	-
<b>Net cash generated from/ (used in) operating activities</b>	<u>5,918</u>	<u>(15,090)</u>
<b>Investing activities</b>		
Acquisition of property and equipment	(1,074)	(1,118)
Consideration paid for available-for-sale investment/associate	(37,321)	(149,466)
Changes in wakala and term deposits with original maturity of more than 3 months	64,859	(422,419)
Proceeds from sale of available-for-sale investment	-	13,514
Dividend received on available-for-sale investment	1,265	146
Dividend received from associate	17,452	-
Contingent consideration recovered	16,318	-
<b>Net cash generated from/ (used in) investing activities</b>	<u>61,499</u>	<u>(559,343)</u>
<b>Financing activities</b>		
Dividend paid to shareholders	(37,500)	(37,500)
Dividend paid by subsidiary to NCI shareholders	(777)	-
<b>Net cash used in financing activities</b>	<u>(38,277)</u>	<u>(37,500)</u>
<b>Net increase/ (decrease) in cash and cash equivalents</b>	<b>29,140</b>	<b>(611,933)</b>
<b>Cash and cash equivalents at the beginning of the period</b>	<b>18,609</b>	<b>622,585</b>
<b>Cash and cash equivalents at the end of the period (note 8)</b>	<u><b>47,749</b></u>	<u><b>10,652</b></u>

The notes set out on pages 9 to 23 form an integral part of these condensed consolidated interim financial statements. The independent auditors' report on review of condensed consolidated interim financial information is set out on pages 1 to 2.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements

For the period ended 30 September 2017

### 1 BACKGROUND AND PRINCIPAL ACTIVITIES

Amanat Holdings PJSC (the "Company") was incorporated on 17 November 2014 and is registered as a Public Joint Stock Company. Following the Initial Public Offering ("IPO") which commenced on 20 October 2014 and closed on 4 November 2014, the Company listed on the Dubai Financial Market. These condensed consolidated interim financial statements include the financial performance and position of the Company and its subsidiaries (collectively the "Group").

The principal activities of the Group are to invest in companies and enterprises in the fields of education and healthcare and managing, developing and operating such companies and enterprises. The Group may participate or have an interest in any manner in other companies, entities or institutions outside the United Arab Emirates.

The Group has established six Limited Liability Companies and four offshore Jebel Ali Free Zone Authority companies (the "Group companies"). The Group also has investments in subsidiaries and associates. The extent of the Company's ownership in its subsidiaries and its associates with their principal activities are as follows:

<u>Name</u>	<u>Legal ownership interest</u>	<u>Country of incorporation</u>	<u>Principal Activities</u>
<b>Subsidiaries</b>			
Amanat Investments L.L.C.	100%	United Arab Emirates	Investment in commercial enterprises and management.
Amanat Education Investments L.L.C.	100%	United Arab Emirates	Investment in education and commercial enterprises, development and management.
Amanat Healthcare Investments L.L.C.	100%	United Arab Emirates	Investment in healthcare and commercial enterprises, development and management.
Amanat H.H. Alpha Investments L.L.C.	100%	United Arab Emirates	Investment in healthcare and commercial enterprises, development and management.
Amanat H.E. Alpha Investments L.L.C.	100%	United Arab Emirates	Investment in education and commercial enterprises, development and management.
Talent Investments L.L.C.	100%	United Arab Emirates	Investment in education and commercial enterprises, development and management.
A.H.H. Investments Limited	100%	United Arab Emirates	Investment in healthcare and commercial enterprises, development and management.
A.H.E. Investments Limited	100%	United Arab Emirates	Investment in education and commercial enterprises, development and management.
AHE Alpha Limited	100%	United Arab Emirates	Investment in education and commercial enterprises, development and management.
AHH Alpha Limited	100%	United Arab Emirates	Investment in healthcare and commercial enterprises, development and management.
Loai Reda & Hakeem Company for Trading Ltd.	85.20%	Kingdom of Saudi Arabia	Investment in companies in the field of healthcare.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)  
For the period ended 30 September 2017

### 1 BACKGROUND AND PRINCIPAL ACTIVITIES (*continued*)

<u>Name</u>	<u>Legal ownership interest</u>	<u>Country of incorporation</u>	<u>Principal Activities</u>
<b>Associates</b>			
Sukoon International Holding Company	33.25%	Kingdom of Saudi Arabia	Long-term and critical healthcare in KSA
Madaares PrJSC	16.34%	United Arab Emirates	Leading education provider in U.A.E
International Medical Center*	13.18%	Kingdom of Saudi Arabia	Hospital and healthcare facilities in KSA

\* Investment in International Medical Center is through the acquisition of Loai Reda & Hakeem Company for Trading Ltd.

### 2 BASIS OF PREPARATION

#### a) Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with IAS 34, *Interim Financial Reporting*. Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the last annual consolidated financial statements as at and for the year ended 31 December 2016. These condensed consolidated interim financial statements do not include all of the information required for a full set of annual consolidated financial statements, and should be read in conjunction with the consolidated annual financial statements of the Group as at and for the year ended 31 December 2016.

#### b) Foreign currency translation

##### *Functional and presentation currency*

Items included in the condensed consolidated interim financial statements of the Group are measured using the currency of the primary economic environment in which the Group operates (the "functional currency"). The condensed consolidated interim financial statements are presented in United Arab Emirates Dirham ("AED"), which is the Group's functional currency.

##### *Transactions and balances*

Transactions denominated in foreign currencies are translated into AED at exchange rates prevailing at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into AED at exchange rates prevailing at the balance sheet date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into AED at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. All gains and losses from settlement and translation of foreign currency transactions are generally recognised in the consolidated statement of profit or loss.



## **Amanat Holdings PJSC**

Notes to the condensed consolidated interim financial statements (*continued*)  
For the period ended 30 September 2017

### **2 BASIS OF PREPARATION (*continued*)**

#### **b) Foreign currency translation (*continued*)**

However, foreign currency differences arising from the translation of the following items are recognised in other comprehensive income ("OCI"):

- available-for-sale equity investments (except on impairment, in which case foreign currency differences that have been recognised in OCI are reclassified to profit or loss);
- a financial liability designated as a hedge of the net investment in a foreign operation to the extent that the hedge is effective; and
- qualifying cash flow hedges to the extent that the hedges are effective.

#### **c) Key accounting estimates & judgments**

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

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

#### **d) Financial risk management**

The Group's financial risk management objectives, policies and procedures are consistent with those disclosed in the consolidated financial statements as at and for the year ended 31 December 2016.

#### **e) Summary of significant accounting policies**

The accounting policies applied by the Group in preparation of these condensed consolidated interim financial statements are consistent with those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2016 except for the adoption of new IFRSs which became effective for the period beginning 1 January 2017.

The adoption of the new and amended standards and interpretations have been reflected in these condensed consolidated interim financial statements as appropriate in terms of disclosures but do not have an impact on the financial position or performance of the Group during the period.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)  
For the period ended 30 September 2017

### 3 INVESTMENT IN SUBSIDIARY

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Consideration paid for acquisition of interest in Subsidiary (refer 4 (c))	-	450

### 4 INVESTMENT IN ASSOCIATES

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Sukoon International Holding Company ("Sukoon")	208,209	219,814
Madaares PrJSC ("Madaares")	148,816	139,754
International Medical Center ("IMC")	434,112	422,176
	<u>791,137</u>	<u>781,744</u>

#### a) Sukoon International Holding Company

Investment in an associate includes an equity investment of 33.25% (2016: 33.25%) in Sukoon International Holding Company ("Sukoon"). This investment is accounted for in accordance with the equity accounting methodology as per IAS 28 – Investments in associates and joint ventures.

The following summarises the financial information of the Associate and reconciles the summarised financial information to the carrying amount of the Group's interest in Sukoon for the period ended 30 September 2017.

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
At 1 January	219,814	206,184
Group's share of net (losses)/profits for the period/year	(1,708)	14,331
Recovery of investment through receipt of funds held in Escrow account (refer note 14)	(9,522)	-
Amortisation of Purchase Price Allocation ("PPA") assets	(375)	(701)
Investment in Sukoon	<u>208,209</u>	<u>219,814</u>

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 4 INVESTMENT IN ASSOCIATES (*continued*)

#### a) Sukoon International Holding Company (*continued*)

	30 September 2017 AED '000 (Un-audited)	31 December 2016 AED '000 (Audited)
Percentage of interest	33.25%	33.25%
Assets	663,254	745,798
Liabilities	(187,812)	(265,220)
<b>Net assets</b>	<b>475,442</b>	<b>480,578</b>
Group's share in net assets	158,084	159,792
Goodwill, intangibles and other fair value adjustments	61,692	71,214
Elimination of profit on sale of IMC shares	(19,851)	(19,851)
Costs of acquisition capitalised	5,064	5,064
Amortisation of PPA assets	(1,076)	(701)
Other adjustments	4,296	4,296
<b>Investment in Sukoon</b>	<b>208,209</b>	<b>219,814</b>
	<i>For the nine month period ended 30 September 2017 AED '000 (Un-audited)</i>	<i>For the nine month period ended 30 September 2016 AED '000 (Un-audited)</i>
Revenue	117,096	155,930
(Loss)/profit	(5,138)	28,107
<b>Group's share of (loss)/profit at 33.25%</b>	<b>(1,708)</b>	<b>9,346</b>

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 4 INVESTMENT IN ASSOCIATES (*continued*)

#### b) Madaares PrJSC

The Group owns 16.34% of the equity of Madaares PrJSC. As a result of additional rights granted to the Group in June 2016 it concluded that it had the ability to exercise a significant influence over the operational and financial policies of this entity and, accordingly, accounted for this entity as an associate with effect from that date in accordance with the equity accounting methodology as per IAS 28 Investment in Associates and Joint Ventures.

The following summarises the financial information of the Associate and reconciles the summarised financial information to the carrying amount of the Group's interest in Madaares for the period ended 30 September 2017.

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
At 1 January	139,754	-
Transfer from available for sale investments	-	145,822
Group's share of net profits for the period	10,187	7,087
Amortisation of PPA assets	(1,125)	(904)
Dividend received for the period	-	(12,251)
Investment in Madaares	<u>148,816</u>	<u>139,754</u>

	30 September 2017 AED '000 (Un-audited)	31 December 2016 AED '000 (Audited)
Percentage of interest	16.34%	16.34%
Assets (excluding existing goodwill in Madaares)	1,168,450	1,133,751
Liabilities	(465,408)	(493,051)
Net assets	<u>703,042</u>	<u>640,700</u>
Group's share in net assets	114,877	104,690
Goodwill and intangibles at acquisition	32,261	32,261
Cost of acquisition capitalised	3,707	3,707
Amortisation of PPA assets	(2,029)	(904)
Investment in Madaares	<u>148,816</u>	<u>139,754</u>



## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 4 INVESTMENT IN ASSOCIATES (*continued*)

#### b) Madaares PrJSC (*continued*)

	<i>For the nine month period ended 30 September 2017 AED'000 (Un-audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-audited)</i>
Revenue for the period	354,737	228,327
Profit for the period	62,342	28,990
<b>Group's share of profit at 16.34%</b>	<b>10,187</b>	<b>4,737</b>

#### c) International Medical Center

On 26 December 2016, the Group acquired 85.2% shares of Loai Reda & Hakeem Company for Trading Ltd. ("LT") with a purpose to acquire shares in International Medical Center ("IMC"). The Group's effective ownership in IMC is 13.18%.

The following summarises the financial information of IMC and reconciles the summarised financial information to the carrying amount of the Group's interest in IMC for the period ended 30 September 2017.

	<b>30 September 2017 AED'000 (Un-audited)</b>	<b>31 December 2016 AED'000 (Audited)</b>
At 1 January	422,176	-
Investment in IMC recognised through acquisition of stake in LT	-	419,096
Costs capitalized	572	2,712
Group's share of profit for the period	16,565	368
Dividend received for the period	(5,201)	-
<b>Investment in IMC</b>	<b>434,112</b>	<b>422,176</b>

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 4 INVESTMENT IN ASSOCIATES (*continued*)

#### c) International Medical Center (*continued*)

	30 September 2017 AED '000 (Un-audited)	31 December 2016 AED '000 (Audited)
Percentage of interest	15.47%	15.47%
Assets	1,121,209	1,029,238
Liabilities	(303,663)	(243,959)
<b>Net assets</b>	<b>817,546</b>	<b>785,279</b>

	<i>For the nine month period ended 30 September 2017 AED '000 (Un-audited)</i>
Revenue for the period	843,265
Profit for the period	107,078
<b>Group's share of profit at 15.47%</b>	<b>16,565</b>

The process of evaluating the fair value of the identifiable net assets acquired as part of the acquisition in IMC is currently ongoing. In the meantime the Directors of the Company have assessed on a preliminary basis that the fair value of all the net assets of the acquired entity correspond to their book value.

### 5 AVAILABLE-FOR-SALE INVESTMENTS

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
At 1 January	-	10,018
Acquired during the period/ year	36,749	149,466
Net change in fair value	(3,333)	(148)
Disposal during the period/ year	-	(13,514)
Transfer to investment in associate (note 4b)	-	(145,822)
<b>Available for sale investment</b>	<b>33,416</b>	<b>-</b>

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 5 AVAILABLE-FOR-SALE INVESTMENTS (*continued*)

Available-for-sale investments consists of an investment made by the Group in Emirates NBD REIT Limited. The investment represents a 3.54% stake at a total consideration of AED 36.8 million.

### 6 DEPOSITS AND PREPAYMENTS

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Deposits	1,003	1,003
Prepayments	560	1,107
	<u>1,563</u>	<u>2,110</u>

### 7 OTHER ASSETS

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Accrued interest	27,767	29,268
Transaction related costs	2,519	233
Other receivables	1,023	469
	<u>31,309</u>	<u>29,970</u>

### 8 CASH AND BANK BALANCES

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Call deposits	3	3
Current account	47,696	18,556
Cash on hand	50	50
Cash and cash equivalents	<u>47,749</u>	<u>18,609</u>
Wakala deposits	50,000	610,000
Term deposits	<u>1,637,560</u>	<u>1,142,419</u>
	<u>1,735,309</u>	<u>1,771,028</u>

During the period ended 30 September 2017, the Group earned profit/interest at an average rate of 3.27% per annum on its Wakala, Term and call deposits combined together (period ended 30 September 2016: 2.91%).

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 9 SHARE CAPITAL

#### *Authorised share capital*

As at 31 December 2015 the authorised share capital of the Company was AED 2.5 billion. However, during the Annual General Meeting which was held on 18 April 2016, the authorised share capital of the Company was increased to AED 5 billion.

#### *Issued share capital*

As at 30 September 2017 the company had 2,500,000,000 ordinary shares in issuance of AED 1 each which were fully paid up. Holders of these ordinary shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Group.

### 10 SHARE ISSUANCE RESERVE

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Amounts raised in initial public offering for related costs (AED 0.02 per share)	50,000	50,000
Less: Share issuance and IPO expenses incurred	(44,282)	(44,282)
	<u>5,718</u>	<u>5,718</u>

### 11 TRADE AND OTHER PAYABLES

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Directors' remuneration payable	-	2,975
Sundry payables	2,803	2,387
Staff related provisions	5,310	3,960
Accrued expenses	3,949	5,360
	<u>12,062</u>	<u>14,682</u>

### 12 OTHER PAYABLES

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
Due to NCI Shareholders of LT	<u>61,944</u>	<u>61,944</u>

This balance represents the amount payable by LT to the NCI shareholders in relation to their ownership of IMC shares. The amount payable does not bear any interest charge and does not have any specified maturity.



## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 13 INTEREST INCOME

	<i>For the nine month period ended 30 September 2017 AED'000 (Un-Audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-Audited)</i>
Profit on Wakala deposits	10,033	17,229
Interest on call and term deposits	30,754	29,317
Interest income from loan to Sukoon	2,580	-
	<b>43,367</b>	<b>46,546</b>

### 14 OTHER INCOME

	<i>For the nine month period ended 30 September 2017 AED'000 (Un-Audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-Audited)</i>
Recovery of funds in Escrow account held as contingent consideration	6,796	-

The purchase price set for the acquisition of Sukoon included a contingent consideration fair valued at AED 16.3 million which was deposited in an Escrow account. The payment of this consideration was contingent on Sukoon recovering certain receivables within a stipulated 2 year period from the Group's acquisition date. The 2 years expired in the current period and accordingly the funds have been recovered.

The management have conducted an assessment of the recoverability of these receivables. Out of the total AED 16.3 million balance, AED 9.5 million receivables are considered to be non-recoverable and hence the receipt of Escrow funds represents a recovery of Amanat's investment in Sukoon. The carrying value of Sukoon has therefore reduced by AED 9.5 million to that extent. The remaining receivable balances of AED 6.8 million are considered to be fully recoverable and hence the recovery of Escrow against such balances has been taken to profit or loss as other income.

### 15 EMPLOYEE RELATED EXPENSES

	<i>For the nine month period ended 30 September 2017 AED'000 (Un-Audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-Audited)</i>
Salaries, wages and other benefits	14,998	15,005
Provision for gratuity and leave encashment	470	258
Other staff costs	5,836	1,650
	<b>21,304</b>	<b>16,913</b>

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 16 GENERAL AND ADMINISTRATIVE EXPENSES

	<i>For the nine month period ended 30 September 2017 AED'000 (Un-Audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-Audited)</i>
General and administrative expenses	9,945	10,382
Transaction related costs	2,031	2,398
Directors' remuneration	-	(4,400)
	<b>11,976</b>	<b>8,380</b>

### 17 BASIC AND DILUTED EARNINGS PER SHARE

The calculation of basic and diluted earnings per share has been based on the profit for the period and number of ordinary shares issued by the Company.

	<i>For the nine month period ended 30 September 2017 AED'000 (Un-audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-audited)</i>
Profit for the period attributable to the Owners of the Company (AED'000)	<b>39,875</b>	<b>36,750</b>
Number of ordinary shares ('000)	<b>2,500,000</b>	<b>2,500,000</b>
Basic and diluted earnings per share (AED)	<b>0.0160</b>	<b>0.0147</b>

### 18 OPERATING LEASES

At 30 September 2017, the future minimum lease payments for operating leases payable were as follows:

	<b>30 September 2017 AED'000 (Un-audited)</b>	<b>31 December 2016 AED'000 (Audited)</b>
Due in less than one year	4,553	2,338
Due between one and five years	9,169	-
<b>Total minimum lease payments</b>	<b>13,722</b>	<b>2,338</b>

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 18 OPERATING LEASES (*continued*)

The group has no other contingencies and commitments as at 30 September 2017 (2016: nil contingencies and commitments).

### 19 RELATED PARTY TRANSACTIONS

The Group, in its normal course of business, enters into transaction with business enterprises that fall within the definition of a 'related party' as contained in International Accounting Standard 24 (Revised). The terms and conditions of these transactions are agreed between the Company and related party. The following is the list of significant transactions and balances with related parties.

#### Transactions with related parties

	30 September 2017 AED'000 (Un-audited)	30 September 2016 AED'000 (Un-Audited)
Expenses paid on behalf of Sukoon	544	695
Expenses paid on behalf of Madaares	210	-
Interest income earned from loan to Sukoon	2,580	-

#### Balances outstanding with a related parties

	30 September 2017 AED'000 (Un-audited)	31 December 2016 AED'000 (Audited)
<b>Due from related parties</b>		
Loan to a related party*	34,395	34,395
	<u>34,395</u>	<u>34,395</u>
Interest accrued on loan to related party	2,867	287
Due from Sukoon	544	1,217
Due from Madaares	210	12,251
	<u>3,621</u>	<u>13,755</u>

\* During the year ended 31 December 2016, the Group provided a term loan of AED 34.39 million to Sukoon to finance its operations and working capital requirements. The loan earns an interest of 10% per annum and matures in 2 years. The amount is repayable at the maturity. As per the loan agreement, the Group at any time, or prior to, the maturity date, may call on the shareholder loan and require Sukoon to convert the loan outstanding at that point of time, together with the commission accrued thereon, into new shares in Sukoon. As agreed between both parties, the market value of shares that are converted will be equivalent to the outstanding loan amount. The above conversion is subject to the approval of Board of Directors and Extra Ordinary General Assembly of Sukoon.

## Amanat Holdings PJSC

Notes to the condensed consolidated interim financial statements (*continued*)

For the period ended 30 September 2017

### 19 RELATED PARTY TRANSACTIONS (*continued*)

#### Key managerial persons' remunerations

Director and key managerial persons' compensation comprised the following:

	<i>For the nine month period ended 30 September 2017 AED'000 (Un-audited)</i>	<i>For the nine month period ended 30 September 2016 AED'000 (Un-audited)</i>
Short-term benefits	6,820	6,405
Post-employment benefits	169	154

There are no transactions with key managerial personnel during the period.

### 20 FAIR VALUE MEASUREMENT

All financial assets and liabilities are stated at amortised cost or historical cost except for available for sale investments, which are measured at fair value. The fair values of the financial assets and liabilities are not materially different from their carrying values at the reporting date. The Available for sale investments qualify for Level I, Cash and bank balances qualify for Level 2 and all other assets and liabilities are classified as Level 3 within the fair value hierarchy.

### 21 OPERATING SEGMENTS

The principal activities of the Group are to invest in companies and enterprises in the fields of education and healthcare and managing, developing and operating such companies and enterprises. The Group has made investment in one subsidiary and one associate in Saudi Arabia in the field of healthcare and other investment is made in the field of Education in UAE as at 30 September 2017. The detailed information is disclosed in Note 4 of these condensed consolidated interim financial statements.

### 22 STATUTORY RESERVE

The shareholders approved in the Annual General Meeting held on 18 April 2016 to discontinue transfers to the statutory reserve and transfer the reserve to retained earnings.

### 23 LEGAL RESERVE

As required by Article 239 of the U.A.E. Federal Law No. (2) of 2015, 10% of the annual profit is transferred to the Legal reserve. The Company may resolve to discontinue such annual transfers when the reserve equals 50% of the nominal value of the paid up share capital. Transfers to the Legal reserve are made only at year end. The Legal reserve is not available for distribution.



## **Amanat Holdings PJSC**

Notes to the condensed consolidated interim financial statements (*continued*)

*For the period ended 30 September 2017*

### **24 DIVIDEND**

On 25 April 2017, a cash dividend of AED 0.015 per ordinary share was approved by the shareholders at the AGM, as proposed by Board of Directors in respect of 2016 and subsequently paid in May 2017.

### **25 COMPARITIVE FIGURES**

Certain comparative figures have been reclassified where appropriate to conform to the current period's presentation.