

# Amanat Holdings PJSC

unaudited interim condensed consolidated financial statements

31 March 2025



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#### REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To the Board of Directors Amanat Holdings PJSC Dubai United Arab Emirates

#### Introduction

We have reviewed the accompanying interim consolidated statement of financial position of **Amanat Holdings PJSC** (the "Company") **and its subsidiaries** (together the "Group") as of 31 March 2025, and the related statements of profit or loss, other comprehensive income, changes in equity and cash flows for the three-month period then ended and material accounting policy information and other explanatory notes. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34 Interim Financial Reporting ("IAS 34"). Our responsibility is to express a conclusion on this interim financial information based on our review.

### Scope of review

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

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with IAS 34.

### **Other Matter**

The interim financial information for the three-month period ended 31 March 2024 was reviewed by another auditor who expressed an unmodified conclusion on that information on 15 May 2024.

Deloitte & Touche (M.E.)

Akbar Ahmad Registered No. 1141 13 May 2025

Dubai

**United Arab Emirates** 

## INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the three months ended 31 March 2025

		Three months ended 31 March		
	Notes	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)	
Continuing operations				
Revenue Direct costs	3 3	240,725 (134,878)	213,502 (113,508)	
GROSS PROFIT		105,847	99,994	
General, selling and administrative expenses Share of results of an associate Income from finance lease Other operating income	3 5	(69,121) 5,366 7,826 10,743	(58,685) 3,187 8,016 7,792	
OPERATING PROFIT		60,661	60,304	
Finance income Finance costs		4,126 (8,091)	5,837 (8,093)	
PROFIT FOR THE PERIOD BEFORE TAX AND ZAKAT FROM CONTINUING OPERATIONS		56,696	58,048	
Zakat and income taxes Deferred taxes	14 14	(7,149) 962	(5,268)	
PROFIT FOR THE PERIOD FROM CONTINUING OPERATIONS		50,509	52,780	
Discontinued operation		(	44.400	
Loss from discontinued operation	15	(6,060)	(4,488)	
PROFIT FOR THE PERIOD		44,449	48,292	
Attributable to: Equity holders of the Company				
Profit from continuing operations Loss from discontinued operation		41,718 (4,053)	43,617 (2,975)	
		37,665	40,642	
Non-controlling interests Profit from continuing operations Loss from discontinued operation		8,791 (2,007)	9,163 (1,513)	
		6,784	7,650	
		44,449	48,292	
Basic and diluted earnings per share (AED) from continuing operations	10	0.0168	0.0176	
Basic and diluted earnings per share (AED)	10	0.0152	0.0164	

The attached notes 1 to 16 form part of these interim condensed consolidated financial statements.

## INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS (continued)

For the three months ended 31 March 2025

	Three months ended 31 March		
Alternative Performance Measures (Note 16)	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)	
Continuing operations			
Earnings before interest, tax, depreciation and amortization (EBITDA) Adjusted earnings before interest, tax, depreciation	84,081	80,293	
and amortisation (Adjusted EBITDA)	84,360	80,655	
Adjusted profit before tax and zakat (Adjusted PBT)	56,975	58,410	
Adjusted profit for the period	50,788	53,142	
Attributable to the equity holders of the Company			
Adjusted profit for the period	41,963	43,956	
Continuing and discontinued operations			
Adjusted profit for the period	44,728	48,654	



## INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the three months ended 31 March 2025

	Three months ended 31 March		
	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)	
PROFIT FOR THE PERIOD	44,449	48,292	
Other comprehensive income / (loss)			
Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods:			
Change in fair value of financial assets at FVOCI	6,621	(662)	
Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods	6,621	(662)	
Total other comprehensive income/(loss)	6,621	(662)	
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD	51,070	47,630	
Attributable to: Equity holders of the Company Non-controlling interests	44,286 6,784	39,980 7,650	
	51,070	47,630	



## **Amanat Holdings PJSC**

## INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION As at 31 March 2025

Name   Communication   Commu	ASSETS	Notes	31 March 2025 AED'000	31 December 2024 AED '000
Goodwill and intangible assets in Loyal and intangible assets in Evertment in associate in Evertment in associate in Evertment in Sociate in Control (1988) (1988	Property and equipment			
Investment in associate		4		
Financial assets at FVOCI Other financial assets         6         1,84 d. 1,951           Total non-current assets         3,009,467         2,980,485           Current assets				
Description			-	
Current assets   Current assets   Current assets   Finance lease receivables   6   35,738   35,037   717   35,038   6   35,738   35,037   717   35,038   6   35,738   35,037   717   35,038   6   375,722   307,556   6   375,722   307,556   6   375,722   307,556   6   375,722   307,556   6   375,722   307,556   6   375,722   307,556   6   375,722   307,556   6   375,722   307,556   6   375,722   307,556   6   6   6   6   6   6   6   6   6			-	
Inventories   6,482   6,153   7,177		Ü		
Finance lease receivables	Current assets		: — — — — — — — — — — — — — — — — — — —	
Track and other receivables				,
Due from related parties				
Cash and bank balances         7         \$20,899         \$502,960           Assets held for sale         15         67,445         68,497           Total current assets         1,006,334         928,953           TOTAL ASSETS         4,015,801         3,909,438           EQUITY AND LIABILITIES         EQUITY Capital         8         2,500,000         2,500,000           Share remium         8         (1,673)         (1,080)         28,023           Statutory reserve         8         (10,680)         28,023           Statutory reserve of financial assets at FVOCI         (18,540)         (25,161) <t< td=""><td></td><td></td><td></td><td></td></t<>				
Total current assets   1,006,334   928,953     TOTAL ASSETS   4,015,801   3,909,438     EQUITY AND LIABILITIES				
Total current assets   1,006,334   928,953     TOTAL ASSETS   4,015,801   3,909,438     EQUITY AND LIABILITIES	Assets held for sale	15		
FQUITY AND LIABILITIES   FQUITY   Share capital   8   2,500,000				
Share capital   8	TOTAL ASSETS		4,015,801	3,909,438
Share capital         8         2,500,000         2,500,000           Share premium         8         (1,673)         (1,908)           Treasury shares         8         (10,680)         (28,023)           Statutory reserve         81,240         81,240         82,240           Fair value reserve of financial assets at FVOCI         (18,540)         (25,161)           Other reserves         14,830         14,830         14,830           Retained earnings         2,97,744         42,079           Total equity attributable to the equity holders of the Company         2,644,921         2,583,057           Non-controlling interests         242,954         236,170           Total equity         2,887,875         2,819,227           LEABLITIES         2,887,875         2,819,227           LEABLITIES         8         1,81,08           Non-current liabilities         6         232,381         246,922           Lease liabilities         6         168,280         158,108           Provision for employees' end of service benefits         53,798         51,049           Total non-current liabilities         6         93,402         91,475           Lease liabilities         6         93,402         91,475	EQUITY AND LIABILITIES			
Share premium		0	2 500 000	2 500 000
Treasury shares	•			, ,
Statutory reserve	•			, , ,
Other reserves         11,830         14,830         79,744         42,079           Total equity attributable to the equity holders of the Company Non-controlling interests         2,644,921         2,583,057         236,170           Total equity         2,887,875         2,819,227           LIABILITIES         8         2,887,875         2,819,227           Lease liabilities         6         168,280         158,108           Financing from banks         6         168,280         158,108           Deferred tax liability         14         113,233         114,195           Provision for employees' end of service benefits         53,798         51,049           Total non-current liabilities         567,692         570,274           Current liabilities         6         93,402         91,475           Lease liabilities         6         93,402         91,475           Lease liabilities         6         93,402         91,475           Lease liabilities         6         197,560         201,132           Due to related parties         6         197,560         201,132           Due to related parties         6         10,9874         62,828           Liabilities directly associated with a set steld for sale         15<	· · · · · · · · · · · · · · · · · · ·	· ·	, ,	
Retained earnings   79,744   42,079     Total equity attributable to the equity holders of the Company   2,644,921   2,583,057     Non-controlling interests   242,954   236,170     Total equity   2,887,875   2,819,227     Total equity   2,887,875   2,819,227     LIABILITIES				
Non-controlling interests   242,954   236,170			-	
Non-current liabilities   Financing from banks   6   232,381   246,922				
Non-current liabilities         6         232,381         246,922           Ease liabilities         6         168,280         158,108           Deferred tax liability         14         113,233         114,195           Provision for employees' end of service benefits         53,798         51,049           Total non-current liabilities         567,692         570,274           Current liabilities         567,692         570,274           Current liabilities         6         93,402         91,475           Lease liabilities         6         32,682         35,007           Provisions, accounts and other payables         6         197,560         201,132           Due to related parties         6 & 12         658         -           Contract liabilities         102,874         62,828           Liabilities directly associated with assets teld for sale         15         133,058         129,495           Total current liabilities         560,234         519,937           Total liabilities         1,090,211	Total equity		2,887,875	2,819,227
Financing from banks         6         232,381         246,922           Lease liabilities         6         168,280         158,108           Deferred tax liability         14         113,233         114,195           Provision for employees' end of service benefits         53,798         51,049           Cotal non-current liabilities         567,692         570,274           Current liabilities         6         93,402         91,475           Lease liabilities         6         32,682         35,007           Provisions, accounts and other payables         6         197,560         201,132           Due to related parties         6 & 12         658         -           Contract liabilities         427,176         390,442           Liabilities directly associated with axers field for sale         15         133,058         129,495           Total current liabilities         560,234         519,937           Total liabilities         1,090,211			5.	
Lease liabilities       6       168,280       158,108         Deferred tax liability       14       113,233       114,195         Provision for employees' end of service benefits       53,798       51,049         Total non-current liabilities       567,692       570,274         Current liabilities         Financing from banks       6       93,402       91,475         Lease liabilities       6       32,682       35,007         Provisions, accounts and other payables       6       197,560       201,132         Due to related parties       68 12       658       -         Contract liabilities       427,176       390,442         Liabilities directly associated with assets field for sale       15       133,058       129,495         Total current liabilities       560,234       519,937         Total liabilities       1,127,926       1,090,211		6	222 381	246 922
Deferred tax liability			-	
Total non-current liabilities         567,692         570,274           Current liabilities         8         32,402         91,475           Lease liabilities         6         32,682         35,007           Provisions, accounts and other payables         6         197,560         201,132           Due to related parties         6 & 12         658         -           Contract liabilities         102,874         62,828           Liabilities directly associated with assets beld for sale         15         133,058         129,495           Total current liabilities         560,234         519,937           Total liabilities         1,127,926         1,090,211				
Current liabilities           Financing from banks         6         93,402         91,475           Lease liabilities         6         32,682         35,007           Provisions, accounts and other payables         6         197,560         201,132           Due to related parties         658         -           Contract liabilities         102,874         62,828           Liabilities directly associated with assets beld for sale         15         133,058         129,495           Total current liabilities         560,234         519,937           Total liabilities         1,127,926         1,090,211	Provision for employees' end of service benefits		53,798	51,049
Financing from banks         6         93,402         91,475           Lease liabilities         6         32,682         35,007           Provisions, accounts and other payables         6         197,560         201,132           Due to related parties         6 & 12         658         -           Contract liabilities         102,874         62,828           Liabilities directly associated with assets teld for sale         15         133,058         129,495           Total current liabilities         560,234         519,937           Total liabilities         1,127,926         1,090,211	Total non-current liabilities		567,692	570,274
Lease liabilities       6       33,682       35,007         Provisions, accounts and other payables       6       197,560       201,132         Due to related parties       6 & 12       658       -         Contract liabilities       102,874       62,828         Liabilities directly associated with assets held for sale       15       133,058       129,495         Total current liabilities       560,234       519,937         Total liabilities       1,127,926       1,090,211				
Provisions, accounts and other payables       6       197,560       201,132         Due to related parties       6 & 12       658       -         Contract liabilities       102,874       62,828         Liabilities directly associated with assets held for sale       15       133,058       129,495         Total current liabilities       560,234       519,937         Total liabilities       1,127,926       1,090,211	<u>~</u>			
Due to related parties       6 & 12       658       -         Contract liabilities       102,874       62,828         427,176       390,442         Liabilities directly associated with assets held for sale       15       133,058       129,495         Total current liabilities       560,234       519,937         Total liabilities       1,127,926       1,090,211			,	
Liabilities directly associated with assets held for sale       15       427,176 1390,442 129,495 129	Due to related parties		-	-
Liabilities directly associated with a sociated with a sociated with a sociated with associated with a sociated with a sociated with a sociated with associated with a sociated with a	Contract liabilities		102,874	62,828
Total current liabilities         560,234         519,937           Total liabilities         1,127,926         1,090,211	Liabilities directly associated with assembled for sale	15	•	
TOTAL EDUTY AND LIABILITIES 4,015,801 3,909,438	Total liabilities		1,127,926	1,090,211
	TOTAL EDUTY AND LIABILITIES		4,015,801	3,909,438

These interna condensed consolidated financial statements were approved by the Board of Directors on 13 May 2025 and signed on its behalf by

Dr. Shamsheyr Vay Vil Parambath

Mr. John Ireland Chief Executive Officer

The attached notes to 16 form part of these interim condensed consolidated financial statements.



## INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three months ended 31 March 2025

## Attributable to the equity holders of the Company

	Share capital AED'000	Share premium/ (discount) AED'000	Treasury shares AED'000	Statutory reserve AED'000	Fair value reserve of financial assets at FVOCI AED'000	Other reserves AED'000	Retained earnings AED'000	Total AED'000	Non- controlling interests AED'000	Total AED'000
As at 1 January 2025 – Audited	2,500,000	(1,908)	(28,023)	81,240	(25,161)	14,830	42,079	2,583,057	236,170	2,819,227
Profit for the period Other comprehensive income	-	-	- -	-	6,621	-	37,665	37,665 6,621	6,784	44,449 6,621
Total comprehensive income for the period	-	-	-	-	6,621	-	37,665	44,286	6,784	51,070
Treasury shares (Note 8)	-	235	17,343	-	-	-	-	17,578	-	17,578
As at 31 March 2025 – Unaudited	2,500,000	(1,673)	(10,680)	81,240	(18,540)	14,830	79,744	2,644,921	242,954	2,887,875



## INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued)

For the three months ended 31 March 2024

## Attributable to the equity holders of the Company

	Share capital AED'000	Share premium/ (discount) AED'000	Treasury shares AED'000	Statutory reserve AED'000	Fair value reserve of financial assets at FVOCI AED'000	Other reserves AED'000	Retained earnings AED'000	Total AED'000	Non- controlling interests AED'000	Total AED'000
As at 1 January 2024 – Audited	2,500,000	216	(7,162)	69,656	(24,499)	14,190	62,820	2,615,221	203,967	2,819,188
Profit for the period Other comprehensive loss		-	<u>-</u>	-	(662)	-	40,642	40,642 (662)	7,650	48,292 (662)
Total comprehensive income for the period	-	-	-	-	(662)	-	40,642	39,980	7,650	47,630
Treasury shares (Note 8)	-	(2,464)	(13,969)	-	-	-	-	(16,433)	-	(16,433)
As at 31 March 2024 – Unaudited	2,500,000	(2,248)	(21,131)	69,656	(25,161)	14,190	103,462	2,638,768	211,617	2,850,385



## INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

For the three months ended 31 March 2025

			Three months ended 31 March	
	Notes	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)	
OPERATING ACTIVITIES		(Chananca)	(Ontanarica)	
Profit before tax and zakat from continuing operations  Loss before tax and zakat from discontinued operations		56,696 (6,060)	58,048 (4,488)	
Adjustments for:	_	(5.266)	(2.107)	
Share of results of an associate Depreciation of property and equipment and right-of-use assets	5	(5,366) 20,990	(3,187) 17,844	
Amortisation of intangible assets	3 & 4	2,828	2,979	
Gain on derivative instrument	3 & 4	(69)	(69)	
Allowance for expected credit losses	3	4,477	2,820	
Provision for employees' end of service benefits		3,496	3,796	
Income from finance lease		(7,826)	(8,016)	
Hedge ineffectiveness and others		166	(356)	
Finance income Finance costs		(4,126) 10,319	(5,837) 10,621	
		75,525	74,155	
Working capital changes				
Inventories		(56)	(1,346)	
Due from related parties		(48)	97	
Trade and other receivables Provisions, accounts and other payables and contract liabilities		(75,433) 32,481	(26,252) 27,793	
Due to related parties		(1,254)	161	
Cash from operations		31,215	74,608	
Employees' end of service benefits paid		(747)	(1,121)	
Lease payments received		-	18,176	
Payment of lease liabilities		(10,056)	(11,027)	
Net cash flows from operating activities		20,412	80,636	
INVESTING ACTIVITIES				
Acquisition of property and equipment including capital work in progress	S	(17,777)	(24,335)	
Changes in Sharia compliant term deposits and bank term deposits		157,000	115,055	
Interest received on Sharia compliant term deposits		5,971	10,008	
Interest received on bank deposits Dividend received from an associate	5	559 8 750	408	
Dividend received from an associate	5	8,750	8,750	
Net cash flows from investing activities		154,503	109,886	
FINANCING ACTIVITIES				
Repayment of bank financing		(20,601)	(11,586)	
Proceeds from bank financing	0	10,000	9,769	
Disposal/(acquisition) of treasury shares, net Net change in cash balances held with a third party and others	8	17,578 (17,456)	(16,433) 16,600	
Finance costs paid		(7,302)	(8,050)	
Net cash flows used in financing activities		(17,781)	(9,700)	
NET INCREASE IN CASH AND CASH EQUIVALENTS		157,134	180,822	
Cash and cash equivalents at 1 January		241,104	249,260	
CASH AND CASH EQUIVALENTS AT 31 MARCH	7	398,238	430,082	



#### 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 listed on the Dubai Financial Market under UAE Federal Decree-Law No. (32) of 2021. The registered office of the Company is One Central, The Offices 5, Level 1, Unit 107 and 108, Dubai, United Arab Emirates. These interim condensed consolidated financial statements include the financial performance and position of the Company and its subsidiaries (collectively the "Group").

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

#### 2 BASIS OF PREPARATION AND CHANGES TO ACCOUNTING POLICIES

#### 2.1 Basis of preparation

These interim condensed consolidated financial statements for the three-month period ended 31 March 2025 have been prepared in accordance with IAS 34: *Interim Financial Reporting*.

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group's annual consolidated financial statements as at 31 December 2024. In addition, the results for the three-month period ended 31 March 2025 are not indicative of the results that may be expected for the financial year ending 31 December 2025.

When preparing the interim condensed consolidated financial statements, management undertakes a number of judgements, estimates, and assumptions about recognition and measurement of assets, liabilities, income and expenses. The actual results may differ from the judgements, estimates and assumptions made by management.

The Group completed an internal restructuring in June 2024 whereby the ownership of Middlesex Associates FZ L.L.C ("Middlesex University") and NEMA Holding Company LLC ("NEMA") was transferred to Amanat Special Education and Care Investments, a Special Purpose Vehicle entity in KSA, which also owns Human Development Company LLC and its subsidiary ("HDC"). In October 2024, the legal name of Amanat Special Education and Care Investments was changed to "Almasar Alshamil Education Company" along with the legal status from a single shareholder foreign limited liability company to a single shareholder closed joint stock company.

The interim condensed consolidated financial statements include the assets, liabilities and results from the operations of the Group's subsidiaries: HC Investments 1 Holdings Limited and its subsidiaries ("HC 1"), Almasar Alshamil Education Company JSC and its subsidiaries ("Almasar"), and Al Malaki Specialist Hospital W.L.L ("MSH"), collectively "the Group".

#### 2.2 New standards, interpretations and amendments adopted by the Group

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2024, except for the adoption of a new amendment effective as of 1 January 2025 as disclosed below. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

## Lack of exchangeability - Amendments to IAS 21

The amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after 1 January 2025. When applying the amendments, an entity cannot restate comparative information. The amendments did not have a material impact on the Group's financial statements.



### 2 BASIS OF PREPARATION AND CHANGES TO ACCOUNTING POLICIES (continued)

#### 2.3 Fair value measurement

All financial assets and liabilities are stated at amortised cost or historical cost except for FVOCI investments, contingent consideration and other financial assets comprising of interest rate swap and warrants, which are measured at fair value. The fair values of other financial assets and liabilities are not materially different from their carrying values at the reporting date. The Group's quoted financial asset at FVOCI is carried at fair value using level 1 valuation method. The Group's unquoted financial asset at FVOCI is carried at fair value using level 2 valuation method. There were no transfers between Level 1, Level 2 and Level 3 fair value measurements during the period.

### 3 PROFIT OR LOSS

#### 3.1 REVENUE

### 3.1.1 Disaggregated revenue and cost information

Education revenue is related to services rendered in the United Arab Emirates and Kingdom of Saudi Arabia. Healthcare revenue is related to services rendered in the United Arab Emirates and Kingdom of Saudi Arabia. Healthcare revenue services rendered in the Kingdom of Bahrain are included under discontinued operation (Note 15).

	Three months ended 31 March 2025 - Unaudited				
Segments	Education AED'000	Healthcare AED'000	Total AED'000		
Type of goods or service					
Tuition fees, net of scholarship awarded	84,589	-	84,589		
Special education and care needs services	53,163	-	53,163		
Administrative and other service fees from students	10,573	-	10,573		
Share of revenue from joint services agreements	3,780	-	3,780		
Healthcare and medical services	-	88,620	88,620		
Total revenue	152,105	88,620	240,725		
Segments		ree months ende rch 2025 - Unau Healthcare AED'000			
Timing of revenue recognition					
Services transferred over time	149,966	82,468	232,434		
Services transferred at a point in time	2,139	6,152	8,291		
Total revenue	152,105	88,620	240,725		
Direct costs	(80,028)	(54,850)	(134,878)		
Gross profit	72,077	33,770	105,847		



## 3 PROFIT OR LOSS (continued)

## 3.1 REVENUE (continued)

## 3.1.1 Disaggregated revenue and cost information (continued)

	Three months ended 31 March 2024 - Unaudited					
Segments	Education AED'000	Healthcare AED'000	Total AED'000			
Type of goods or service						
Tuition fees, net of scholarship awarded	69,554	-	69,554			
Special education and care needs services	41,348	-	41,348			
Administrative and other service fees from students	8,171	-	8,171			
Share of revenue from joint services agreements	4,347	-	4,347			
Healthcare and medical services	-	90,082	90,082			
Total revenue	123,420	90,082	213,502			
Timing of revenue recognition						
Services transferred over time	121,959	82,408	204,367			
Services transferred at a point in time	1,461	7,674	9,135			
Total revenue	123,420	90,082	213,502			
Direct costs	(60,539)	(52,969)	(113,508)			
Gross profit	62,881	37,113	99,994			

## 3.2 General, selling and administrative expenses

	Three months ended 31 March		
	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)	
Employee related expenses	34,424	30,174	
Depreciation of property and equipment	2,331	1,582	
Marketing and communications	2,922	3,093	
Legal and professional fees	8,085	5,305	
Expected credit losses on trade receivables	4,477	2,820	
Amortization of intangible assets (Note 4)	2,828	2,979	
IT expenses	2,697	1,949	
Depreciation of right-of-use assets	191	191	
Short term leases	1,647	1,243	
Board and committee remuneration (Note 12)	1,627	928	
Portfolio management expenses	486	430	
Transaction related costs	348	431	
Other expenses	7,058	7,560	
	69,121	58,685	



## 3 PROFIT OR LOSS (continued)

## 3.2 General, selling and administrative expenses (continued)

General, selling and administrative expenses are incurred as follows:

	Three months ended 31 March		
2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)		
9,213	8,909		
222	348		
111	276		
59,575	49,152		
69,121	58,685		
	31 Ma 2025 AED'000 (Unaudited) 9,213 222 111 59,575		

## 4 GOODWILL AND INTANGIBLE ASSETS

Intangible assets acquired through business combinations are as follows:

	Goodwill AED'000	Agreement with definite useful life AED'000	Agreement with indefinite useful life AED'000	Brand name with definite useful life AED'000	Total AED'000
Cost: At 1 January 2024 - Audited Assets held for sale (Note 15)	753,241 (82,012)	141,014	572,735	59,290 -	1,526,280 (82,012)
At 31 December 2024 - Audited	671,229	141,014	572,735	59,290	1,444,268
At 31 March 2025 - Unaudited	671,229	141,014	572,735	59,290	1,444,268
Amortisation and impairment: At 1 January 2024 - Audited Reclassification Amortisation Assets held for sale (Note 15)	82,012 - - (82,012)	25,400 - 5,463 -	- - - -	11,665 1,458 5,446	119,077 1,458 10,909 (82,012)
At 31 December 2024 - Audited Amortisation for the period	- -	30,863 1,382	- -	18,569 1,446	49,432 2,828
At 31 March 2025 - Unaudited	<del></del>	32,245	<u>-</u>	20,015	52,260
Carrying amounts At 31 March 2025 – Unaudited	671,229	108,769	572,735	39,275	1,392,008
At 31 December 2024 – Audited	671,229	110,151	572,735	40,721	1,394,836



### 4 GOODWILL AND INTANGIBLE ASSETS (continued)

## Impairment testing of goodwill and agreement with indefinite useful life

The Group performs its annual impairment test at year-end and when circumstances indicate that the carrying value may be impaired, whereby the impairment test is based on value-in-use calculations. The key assumptions used to determine the recoverable amount of the Group's cash generating units were disclosed in the consolidated financial statements for the year ended 31 December 2024.

As at 31 March 2025, management has not identified any circumstances that may indicate that the carrying values of goodwill and agreement with an indefinite useful life may be impaired.

## 5 INVESTMENT IN ASSOCIATE

The carrying value of the Group's investment in associate is as follows:

	31 March 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
NEMA Holding Company LLC ("NEMA")	402,838	397,472
The movement in the investment in associate is as follows:		
	Three months ended 31 March 2025 AED'000 (Unaudited)	Year ended 31 December 2024 AED'000 (Audited)
At the beginning of the period/year	397,472	385,415
Share of results Amortization of PPA assets	6,116 (750)	32,557 (3,000)
Share of results in profit or loss	5,366	29,557
Dividends (1)	-	(17,500)
At the end of the period/year	402,838	397,472

<sup>(1)</sup> During the year ended 31 December 2024, AED 17,500 thousand of dividends due to the Group were declared by NEMA out of which the Group received AED 8,750 thousand during 2024 and the remaining AED 8,750 thousand during the period ended 31 March 2025 (Note 12).



## 6 FINANCIAL ASSETS AND FINANCIAL LIABILITIES

#### **6.1** Financial assets

Equity instruments designated at FVOCI         AED'000 (Unaudited)         AED'000 (Audited)           Emirates NBD REIT Limited – quoted         18,209         11,588           BEGiN – unquoted *         22,865         22,865           Derivatives not designated as hedging instruments at fair value         837         1,002           Interest rate swap         837         1,027         959           Warrants         1,864         1,961           Debt instruments at amortised cost         350,781         291,699           Finance lease receivables (excluding prepayments & advances)**         350,781         291,699           Finance lease receivables         396,456         388,630           Due from related parties         48         8,750           Total financial assets***         790,223         725,493           Total current         386,567         335,486           Total non-current         403,656         390,007		31 March 2025	31 December 2024
Equity instruments designated at FVOCI		AED'000	
Emirates NBD REIT Limited - quoted   18,209   11,588   EGiN - unquoted * 22,865   22,865   22,865     41,074   34,453     41,074   34,453		(Unaudited)	(Audited)
Derivatives not designated as hedging instruments at fair value	Equity instruments designated at FVOCI		
Derivatives not designated as hedging instruments at fair value   Say   Say	•		
Derivatives not designated as hedging instruments at fair value   1,002   837   1,002   1,027   959   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961   1,864   1,961	BEGiN – unquoted *	22,865	22,865
Interest rate swap   837   1,002   959		41,074	34,453
Warrants         1,027         959           1,864         1,961           Debt instruments at amortised cost           Trade and other receivables (excluding prepayments & advances)**         350,781         291,699           Finance lease receivables         396,456         388,630           Due from related parties         48         8,750           Total financial assets***         790,223         725,493           Total current         386,567         335,486	Derivatives not designated as hedging instruments at fair value		
Debt instruments at amortised cost       Trade and other receivables (excluding prepayments & advances)**       350,781       291,699         Finance lease receivables       396,456       388,630         Due from related parties       48       8,750         Total financial assets***       790,223       725,493         Total current       386,567       335,486			
Debt instruments at amortised cost         Trade and other receivables (excluding prepayments & advances)**       350,781       291,699         Finance lease receivables       396,456       388,630         Due from related parties       48       8,750         Total financial assets***       790,223       725,493         Total current       386,567       335,486	Warrants	1,027	959
Trade and other receivables (excluding prepayments & advances)**       350,781       291,699         Finance lease receivables       396,456       388,630         Due from related parties       48       8,750         Total financial assets***       790,223       725,493         Total current       386,567       335,486		1,864	1,961
Finance lease receivables       396,456       388,630         Due from related parties       48       8,750         747,285       689,079         Total financial assets***       790,223       725,493         Total current       386,567       335,486	Debt instruments at amortised cost		
Due from related parties         48         8,750           747,285         689,079           Total financial assets***         790,223         725,493           Total current         386,567         335,486	Trade and other receivables (excluding prepayments & advances)**	350,781	291,699
Total financial assets***         747,285         689,079           Total current         386,567         335,486			388,630
Total financial assets***         790,223         725,493           Total current         386,567         335,486	Due from related parties	48	8,750
Total current 386,567 335,486		747,285	689,079
	Total financial assets***	790,223	725,493
- ****- ***- ****	Total current	386,567	335,486
	Total non-current	,	

<sup>\*</sup> At 31 March 2025, the Group has 83,430 vested warrants in relation to the minority investment held in BEGiN, which have not been exercised (31 December 2024: 77,898 vested warrants). The remaining vested warrants are classified as derivative instruments at fair value and will be reclassified as equity instruments at FVOCI once exercised.

## **6.2** Financial liabilities

	31 March	31 December
	2025	2024
	AED'000	AED '000
	(Unaudited)	(Audited)
Interest-bearing loans and borrowings		
Lease liabilities	200,962	193,115
Financing from banks (net of arrangement fees)	325,783	338,397
	526,745	531,512



<sup>\*\*</sup> Excludes non-financial assets of AED 24,941 thousand as at 31 March 2025 (31 December 2024: AED 15,270 thousand).

<sup>\*\*\*</sup>Financial assets, other than cash and bank balances

## 6 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

### **6.2** Financial liabilities (continued)

Financial liabilities at amortised cost	31 March 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Accounts and other payables (excluding contingent consideration and staff related accruals)*  Due to related parties	142,221 658	148,820
	142,879	148,820
Total financial liabilities	669,624	680,332
Total current Total non-current	268,963 400,661	275,302 405,030

<sup>\*</sup> Excludes non-financial liabilities of AED 55,339 thousand (31 December 2024: AED 52,312 thousand).

### 7 CASH AND BANK BALANCES

	31 March 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Cash on hand Current accounts with banks Cash balance held with a third party Shariah compliant term deposits Non-Sharia compliant term deposits	404 156,485 21,078 342,932	668 138,117 3,622 330,553 30,000
Cash and bank balances	520,899	502,960

Cash and cash equivalents in the interim consolidated statement of cash flows comprise the following:

	31 March 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Cash and bank balances	520,899	502,960
Less:		
Cash balance held with a third party	(21,078)	(3,622)
Shariah compliant term deposits (with initial maturity of more than 3 months)	(81,500)	(238,500)
Bank overdraft attributable to discontinued operation (Note 15)	(20,797)	(20,465)
Add:		
Cash and bank balances attributable to discontinued operation (Note 15)	714	731
Cash and cash equivalents	398,238	241,104

During the three-month period ended 31 March 2025, the Group earned an aggregate profit of AED 4,038 thousand on its term deposits (31 March 2024: AED 5,750 thousand).



#### 8 SHARE CAPITAL AND TREASURY SHARES

### 8.1 Share capital

The share capital of the Company is AED 2.5 billion as at 31 March 2025 (31 December 2024: AED 2.5 billion).

As at 31 March 2025 and 31 December 2024, 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.

### 8.2 Treasury shares

In 2020, the Company engaged a third-party licensed Market Maker on the Dubai Financial Market that offers liquidity provision services, to place buy and sell orders of the Company's shares with the objective of reducing bid/ask spreads as well as reducing price and volume volatility. At 31 March 2025, the Market Maker held 10,679,934 (31 December 2024: 28,022,818) of Amanat's shares on behalf of the Company, which are classified under equity as treasury shares at par value. A cumulative loss of AED 1,673 thousand has been recognised at 31 March 2025 as Share Discount (31 December 2024: cumulative loss of AED 1,908 thousand) under equity out of which a net gain of AED 235 thousand (31 March 2024: net loss of AED 2,464 thousand) is from the net disposal of shares during the current period. At the end of the contract term with the Market Maker, the Company will have the option to either transfer the outstanding shares under its name or dispose of the shares in the market.

#### 9 DIVIDEND

On 16 April 2025, a cash dividend of AED 40,000 thousand equivalent to AED 0.016 per ordinary share was approved by the shareholders at the Annual General Assembly and fully settled during May 2025.

### 10 BASIC AND DILUTED EARNINGS PER SHARE

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

Three months ended 31 March	
2025 (Unaudited)	2024 (Unaudited)
41,718 (4,053)	43,617 (2,975)
37,665	40,642
2,482,444	2,480,921
0.0168 (0.0016)	0.0176 (0.0012)
0.0152	0.0164
	31 Me 2025 (Unaudited)  41,718 (4,053)  37,665  2,482,444  0.0168 (0.0016)

<sup>\*</sup> The weighted average number of shares takes into account the weighted average effect of changes in treasury shares during the period.



### 11 COMMITMENTS AND CONTINGENCIES

Below are details of the Group's contingent liabilities and capital commitments at the reporting date.

31 March	31 December
2025	2024
AED'000	AED'000
(Unaudited)	(Audited)
6,264	6,379
20,679	22,658
	2025 AED'000 (Unaudited) 6,264

<sup>\*</sup> Include commitments related to the on-going expansion projects of HC 1 and HDC in the Kingdom of Saudi Arabia.

Below are details of the Group's share of an associate's contingent liabilities at the reporting date.

	31 March 2025	31 December 2024
	AED'000 (Unaudited)	AED'000 (Audited)
Bank guarantees	30,592	30,686

### Group as lessor

In 2018, the Group entered into a sale purchase agreement to acquire a school building complex from a third party for a total consideration of AED 360 million. Subsequently, the Group (acting as the lessor), entered into another agreement with the same third party to lease the school building for a period of 25 years, renewable for a period of 5 years based on mutual consent of both parties.

The lease agreement contains put and call options for the lessor and lessee, respectively, giving the lessor the option to sell (put option) and the lessee the option to buy (call option) the underlying property at a pre-determined exercise price. The contractually agreed exercise timeframe for the call option expired on 26 March 2024 whereas the put option exercise time frame extends until 26 March 2026.

Subsequent to the period ended 31 March 2025, on 08 May 2025, the Board of Directors has approved exercising the put option by issuing an exercise notice to the previous seller, with a completion date to be agreed between the Parties. The put option value will be calculated with reference to the forward lease rentals at an implied exit rate of 8.1%, which is in excess of the current carrying value.

#### 12 RELATED PARTY TRANSACTIONS

Related parties represent the major shareholders, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by the Group and such parties. Pricing policies and terms of these transactions are approved by the Group's management. The following is the list of significant transactions and balances with related parties.

## Balances outstanding with related parties

	31 March 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Due from related parties NEMA Other related parties	- 48	8,750 -
	48	8,750



## 12 RELATED PARTY TRANSACTIONS (continued)

	31 March 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Due to related parties		
Other related parties	<u>—————————————————————————————————————</u>	
Transactions with related parties	Three mont 31 Ma	
Transactions with related parties		
Transactions with related parties	31 Ma	rch

<sup>\*</sup> Management fee expense is included under share of results of an associate for services provided by a member of key management of the Company to the associate. The above management fee represents the Group's share of the expense.

There were no other material transactions with related parties during the three-month periods ended 31 March 2025 and 2024.

Group key management personnel compensation, comprise the following:

	Three months ended 31 March	
	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)
Short—term benefits Post—employment benefits Board and committee remuneration (Note 3.2)	7,874 314 1,627	7,070 303 928



## 13 SEGEMENT INFORMATION

The following tables present information about the Group's operating segments:

For the three months ended 31 March 2025 - Unaudited (excluding discontinued operations)

	T	E	17 141	T-4-1	Elii	C 1: 1 - 4 - 1
	Investments	Education	Healthcare	Total	Eliminations	
	AED'000	AED'000	AED'000	AED'000	AED'000	AED'000
Revenue	-	152,105	88,620	240,725	-	240,725
Direct costs	(574)	(80,028)	(55,073)	(135,675)	<b>797</b>	(134,878)
General, selling and						
administrative expenses	(9,524)	(34,244)	(25,992)	(69,760)	639	(69,121)
Share of result of an associate	-	5,366	-	5,366	-	5,366
Income from finance lease	-	7,826	-	7,826	-	7,826
Other operating income	1,671	10,007	1,293	12,971	(2,228)	10,743
Finance income	2,345	1,187	594	4,126	-	4,126
Finance costs	(29)	(2,238)	(6,616)	(8,883)	792	(8,091)
Deferred tax	-	844	118	962	-	962
Tax and zakat	(296)	(5,463)	(1,390)	(7,149)	-	(7,149)
Segment results	(6,407)	55,362	1,554	50,509	-	50,509
Segment profit/(loss) attributa	ble to:					
Equity holders of the Company		46,932	1,193	41,718	-	41,718
Non-controlling interests	-	8,430	361	8,791	-	8,791
, and the second						<del></del>
	T	Education	II 4	Total	Elimin eti ana	C
	Investments AED'000	AED'000	Healthcare AED'000	AED'000	Eliminations AED'000	AED'000
As at 31 March 2025 - Unaud	ited					
Total assets	358,805	2,091,582	1,578,815	4,029,202	(80,846)	3,948,356
Total assets Total liabilities	358,805 ————————————————————————————————————	2,091,582 391,529	1,578,815 543,063	4,029,202 1,089,536	(80,846) (94,668)	3,948,356 994,868
	154,944	391,529	543,063	1,089,536	(94,668)	
Total liabilities	154,944 March 2024 –	391,529  Unaudited (e.	543,063  excluding discontinuous	1,089,536  ntinued opera	(94,668)  tions)	994,868
Total liabilities	154,944  March 2024 –  Investments	391,529 Unaudited (e. Education	543,063  xcluding discort Healthcare	1,089,536  ntinued opera  Total	(94,668)  tions)  Eliminations	994,868  Consolidated
Total liabilities  For the three months ended 31	154,944 March 2024 –	391,529  Unaudited (e. Education AED'000	543,063  Excluding discording the althorate AED'000	1,089,536  ntinued opera  Total  AED '000	(94,668)  tions)	994,868  Consolidated AED '000
Total liabilities  For the three months ended 31  Revenue	154,944  March 2024 –  Investments  AED'000	391,529 Unaudited (e. Education AED'000 123,420	543,063  Excluding discordance AED'000  90,082	1,089,536  Intinued opera  Total  AED '000  213,502	(94,668)  tions)  Eliminations  AED '000	994,868  Consolidated AED '0000 213,502
Total liabilities  For the three months ended 31  Revenue Direct costs	154,944  March 2024 –  Investments	391,529  Unaudited (e. Education AED'000	543,063  Excluding discording the althorate AED'000	1,089,536  ntinued opera  Total  AED '000	(94,668)  tions)  Eliminations	994,868  Consolidated AED '000
Total liabilities  For the three months ended 31  Revenue Direct costs General, selling and	154,944  March 2024 –  Investments  AED'000  -  (574)	391,529  Unaudited (e. Education AED'000 123,420 (60,539)	543,063  Excluding discordance AED'000  90,082 (53,192)	1,089,536  Intinued opera  Total  AED '000  213,502 (114,305)	(94,668)  tions)  Eliminations  AED '000  -  797	994,868  Consolidated AED '000 213,502 (113,508)
Total liabilities  For the three months ended 31  Revenue Direct costs General, selling and administrative expenses	154,944  March 2024 –  Investments  AED'000	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686)	543,063  Excluding discordance AED'000  90,082	1,089,536  ntinued opera  Total AED '000 213,502 (114,305) (59,774)	(94,668)  tions)  Eliminations  AED '000	994,868  Consolidated AED '000 213,502 (113,508) (58,685)
Total liabilities  For the three months ended 31  Revenue Direct costs General, selling and administrative expenses Share of result of an associate	154,944  March 2024 –  Investments  AED'000  -  (574)	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187	543,063  Excluding discordance AED'000  90,082 (53,192)	1,089,536  ntinued opera  Total AED '000 213,502 (114,305) (59,774) 3,187	(94,668)  tions)  Eliminations  AED '000  -  797	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187
Total liabilities  For the three months ended 31  Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease	154,944 March 2024 –  Investments AED'000  - (574)  (9,664)	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)	1,089,536  ntinued opera  Total AED '000 213,502 (114,305) (59,774) 3,187 8,016	(94,668)  tions)  Eliminations AED '000  - 797  1,089	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016
Total liabilities  For the three months ended 31  Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income	154,944  March 2024 –  Investments	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)  - 174	1,089,536  Intinued opera  Total  AED '000  213,502 (114,305)  (59,774)  3,187  8,016 10,020	(94,668)  tions)  Eliminations  AED '000  -  797	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792
Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income Finance income	154,944  March 2024 –  Investments AED'000  - (574)  (9,664) - 2,297 4,112	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549 1,012	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)  - 174 713	1,089,536  Intinued opera  Total  AED '000  213,502 (114,305)  (59,774)  3,187  8,016 10,020 5,837	(94,668)  tions)  Eliminations AED '000  - 797  1,089 - (2,228)	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792 5,837
Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income Finance income Finance costs	154,944  March 2024 –  Investments AED'000  - (574)  (9,664) - 2,297 4,112 (35)	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549 1,012 (1,780)	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)	Total AED '000 213,502 (114,305) (59,774) 3,187 8,016 10,020 5,837 (8,435)	(94,668)  tions)  Eliminations AED '000  - 797  1,089	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792 5,837 (8,093)
Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income Finance income	154,944  March 2024 –  Investments AED'000  - (574)  (9,664) - 2,297 4,112	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549 1,012	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)  - 174 713	1,089,536  Intinued opera  Total  AED '000  213,502 (114,305)  (59,774)  3,187  8,016 10,020 5,837	(94,668)  tions)  Eliminations AED '000  - 797  1,089 - (2,228)	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792 5,837
Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income Finance income Finance costs	154,944  March 2024 –  Investments AED'000  - (574)  (9,664) - 2,297 4,112 (35)	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549 1,012 (1,780)	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)	Total AED '000 213,502 (114,305) (59,774) 3,187 8,016 10,020 5,837 (8,435)	(94,668)  tions)  Eliminations AED '000  - 797  1,089 - (2,228)	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792 5,837 (8,093)
For the three months ended 31  Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income Finance income Finance costs Tax and zakat	154,944  March 2024 -  Investments AED'000  - (574)  (9,664) - 2,297 4,112 (35) 74  (3,790)	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549 1,012 (1,780) (3,439)	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)	Total AED '000 213,502 (114,305) (59,774) 3,187 8,016 10,020 5,837 (8,435) (5,268)	(94,668)  tions)  Eliminations AED '000  - 797  1,089 - (2,228)	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792 5,837 (8,093) (5,268)
Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income Finance income Finance costs Tax and zakat Segment results	154,944  March 2024 –  Investments AED'000  - (574)  (9,664) - 2,297 4,112 (35) 74  (3,790)	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549 1,012 (1,780) (3,439)	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)	Total AED '000 213,502 (114,305) (59,774) 3,187 8,016 10,020 5,837 (8,435) (5,268)	(94,668)  tions)  Eliminations AED '000  - 797  1,089 - (2,228)	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792 5,837 (8,093) (5,268)
Revenue Direct costs General, selling and administrative expenses Share of result of an associate Income from finance lease Other operating income Finance income Finance costs Tax and zakat Segment profit/(loss) attributate	154,944  March 2024 –  Investments AED'000  - (574)  (9,664) - 2,297 4,112 (35) 74  (3,790)	391,529  Unaudited (e. Education AED'000 123,420 (60,539) (24,686) 3,187 8,016 7,549 1,012 (1,780) (3,439) 52,740	543,063  Excluding discordance AED'000  90,082 (53,192)  (25,424)  174 713 (6,620) (1,903)  3,830	1,089,536  Intinued opera  Total  AED '000  213,502 (114,305)  (59,774)  3,187  8,016 10,020 5,837 (8,435) (5,268)  52,780	(94,668)  tions)  Eliminations AED '000  - 797  1,089 - (2,228)	994,868  Consolidated AED '000 213,502 (113,508) (58,685) 3,187 8,016 7,792 5,837 (8,093) (5,268) 52,780



#### 13 SEGEMENT INFORMATION (continued)

As at 31 December 2024 - Audited

	Investments AED'000	Education AED'000	Healthcare AED'000	Total AED '000	Eliminations AED '000	Consolidated AED '000
Total assets	400,594	1,943,932	1,598,218	3,942,744	(101,803)	3,840,941
Total liabilities	155,125	341,565	563,993	1,060,683	(99,967)	960,716

#### 14 TAXES AND ZAKAT

On 9 December 2022, the UAE Ministry of Finance released Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (Corporate Tax Law or the Law) to enact a Federal corporate tax (CT) regime in the UAE. The CT regime is effective from 1 June 2023 and accordingly, it has an income tax related impact on the financial statements for accounting periods beginning on or after 1 June 2023.

Decision No. 116 of 2022 (published in December 2022 and considered to be effective from 16 January 2023) specifies that taxable income not exceeding AED 375,000 would be subject to the 0% UAE CT rate, and taxable income exceeding AED 375,000 would be subject to the 9% UAE CT rate. With the publication of this Decision, the UAE CT Law is considered to be substantively enacted for the purposes of accounting for Income Taxes.

The UAE CT Law applied to the Group with effect from 1 January 2024. The MoF continues to issue supplemental Decisions of the Cabinet of Ministers of the UAE (Decisions) to further clarify certain aspects of the UAE CT Law. Such Decisions, and other interpretive guidance of the UAE Federal Tax Authority, are required to fully evaluate the impact of the UAE CT Law on the Group.

The deferred tax liability relates to the initial recognition in respect of Purchase Price Allocation (PPA) adjustments recognised on the Group's consolidated statement of financial position and attributable to certain UAE-based Group entities. While the PPA adjustments relate to corporate transactions completed in prior accounting periods, the deferred tax liability arises due to the introduction of the UAE CT Law, and on the basis that the UAE-based entities to which those PPA adjustments are attributed should be subject to UAE CT in the future.

In addition to UAE CT, the Group's subsidiaries in the Kingdom of Saudi Arabia and Cyprus are subject to taxation. Income tax for the current period is provided on the basis of estimated taxable income computed by the Group using tax rates, enacted or substantially enacted at the reporting date, applicable in the respective countries in which the subsidiaries operate and any adjustment to tax in respect of previous periods.

During the year, the Group recognized a reversal of deferred tax liabilities amounting to AED 962 thousand (31 March 2024: AED nil), due to the unwinding of deferred taxation in relation of PPA adjustment.

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the interim condensed consolidated statement of profit or loss are:

	Three months ended 31 March	
	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)
Income taxes Current income tax and zakat expense Deferred tax related to reversal of temporary differences	7,149 (962)	5,268
Income tax expense recognized in profit or loss	6,187	5,268



## 15 DISPOSAL GROUP

As at 31 March 2025 and 31 December 2024, the Group has classified Al Malaki Specialist Hospital as a disposal group held for sale based on the Board's decision to recover the investment through a sale transaction within twelve months from the reporting date rather than through continuing use. The subsidiary represents the entirety of the Group's healthcare services in the Kingdom of Bahrain. The results of the subsidiary for the period are presented below:

	Three months ended 31 March	
	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)
Revenue Direct costs	-	10,140 (9,054)
GROSS PROFIT General selling and administrative expenses Other operating income	(3,832)	1,086 (3,246) 200
OPERATING LOSS Finance costs	(3,832) (2,228)	(1,960) (2,528)
LOSS FOR THE PERIOD	(6,060)	(4,488)
	31 March 2025 AED'000 (Unaudited)	31 December 2024 AED'000 (Audited)
Assets Property and equipment Right-of-use assets Inventories Trade and other receivables, net Due from related parties Cash and banks	45,845 15,681 2,697 2,186 322 714	46,885 15,789 2,970 1,800 322 731
	67,445	68,497
Liabilities Accounts and other payables Bank financing Lease liabilities Bank overdraft Due to related parties Contract liabilities Other long-term payable	(25,942) (59,675) (17,854) (20,797) (7,688) (153)	(19,346) (57,662) (17,880) (20,465) (9,600) (154) (3,439)
Provision for employees' end of service benefits	(949)	(949)
Net assets directly associated with a discontinued operation	(133,058) (65,613)	(129,495) (60,998)
rice assets directly associated with a discontinued operation	(03,013)	(00,558)



## **Amanat Holdings PJSC**

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2025

#### 16 ALTERNATIVE PERFORMANCE MEASURES

Management considers the use of non-IFRS Alternative Performance Measures (APMs) to be key in understanding the Group's financial performance as well as assisting in forecasting the performance of future periods.

The presentation of APMs has limitations as analytical tools and should not be considered in isolation or as a substitute for related financial measures prepared in accordance with IFRS.

In presenting the APMs management adjusts for certain items that vary between periods and for which the adjustment facilitates comparability between periods.

A reconciliation of the APMs utilised to the most directly reconcilable line items in the consolidated statement of profit or loss is provided below and may differ from similarly titled measures used by other entities.

#### (a) Adjusted profit before Tax and Zakat

This APM represents the reported profit before Tax and Zakat from continuing operations adjusted for income/expense related to:

- Gain on disposal of an associate under step-acquisition;
- transaction related costs;
- other one-off non-recurring items

#### (b) Adjusted profit

This APM represents adjusted profit before Tax and Zakat from continuing operations adjusted for Zakat and Income taxes.

#### (c) Adjusted profit attributable to equity holders

This APM represents adjusted profit from continuing operations adjusted for non-controlling interest's share of for income/expenses.

## (d) Earnings before interest, tax, depreciation and amortisation (EBITDA)

This APM represents the reported profit before Tax and Zakat from continuing operations adjusted for income/expense related to:

- depreciation and amortisation;
- purchase price amortisation of associates
- transaction related costs;
- finance costs and income;
- non-controlling interests:
- other one-off non-recurring items

#### (e) Adjusted earnings before interest, tax, depreciation and amortisation (EBITDA)

This APM represents the reported EBITDA adjusted for income/expenses related to:

- transaction related costs;
- other one-off non-recurring items

#### (f) Adjusted profit from continuing and discontinued operations

This APM represents profit from continuing and discontinued operations adjusted for the following:

- Deferred taxes;
- Impairment charges;
- transaction related costs;
- other one-off non-recurring items



## 16 ALTERNATIVE PERFORMANCE MEASURES (continued)

## (g) Reconciliation

The APMs and their reconciliations to the measures reported in the consolidated statement of profit or loss (continuing operations) are as follows:

	Three months ended 31 March	
CONTINUING OPERATIONS	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)
CONTINUING OPERATIONS PROFIT BEFORE TAX AND ZAKAT	56,696	58,048
Add/(deduct):		
Transaction related costs One-off non-recurring items	348 (69)	431 (69)
Adjusted Profit before Tax and Zakat	56,975	58,410
Add/(deduct): Zakat and Income Taxes	(6,187)	(5,268)
Zakat and income Taxes		
Adjusted Profit	50,788	53,142
Add/(deduct):	(2.1)	(22)
Transaction related costs related to NCI Non-controlling interests	(34) (8,791)	(23) (9,163)
Adjusted Profit attributable to Equity holders	41,963	43,956
Add/(deduct):		
Depreciation and amortisation	22,670	19,239
Purchase price amortisation of associate	750	750 7.250
Zakat and Income Taxes	6,187	5,268
Finance income	(4,126)	(5,837)
Finance costs Transaction related costs related to NCI	8,091 34	8,093 23
Non-controlling interest	8,791	9,163
Transaction related costs	(348)	(431)
One-off non-recurring items	69	69
Earning before interest, tax, depreciation and amortisation	84,081	80,293
Add/(deduct):		
Transaction related costs	348	431
One-off non-recurring items	(69)	(69)
Adjusted earning before interest, tax, depreciation and amortisation	84,360	80,655



## 16 ALTERNATIVE PERFORMANCE MEASURES (continued)

	Three months ended 31 March	
	2025 AED'000 (Unaudited)	2024 AED'000 (Unaudited)
CONTINUING AND DISCONTINUED OPERATIONS Profit for the period	44,449	48,292
Add/(deduct): Transaction related costs One-off non-recurring items	348 (69)	431 (69)
Adjusted profit from continuing and discontinued operations	44,728	48,654





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