(A Saudi Closed Joint Stock Company)

CONDENSED INTERIM FINANCIAL STATEMENTS (Unaudited)
For the three-month and nine-month periods ended
30 September 2019

together with the
Independent Auditor's Review Report



KPMG Al Fozan & Partners
Certified Public Accountants

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Licence No. 46/11/323 issued 11/3/1992

Independent auditor's report on review of the condensed interim financial statements

To the shareholders of Amlak International for Real Estate Finance Company

Introduction

We have reviewed the accompanying 30 September 2019 condensed interim financial statements of Amlak International for Real Estate Finance Company ("the Company"), which comprises:

- the condensed interim statement of financial position as at 30 September 2019;
- the condensed interim statement of profit or loss for the three-month and nine-month periods ended 30 September 2019;
- the condensed interim statement of comprehensive income for the three-month and nine-month periods ended 30 September 2019;
- the condensed interim statement of changes in equity for the nine-month period ended 30 September 2019;
- the condensed interim statement of cash flows for the nine-month period ended 30 September 2019; and
- the notes to the condensed interim financial statements.

Management is responsible for the preparation and presentation of these condensed interim financial statements in accordance with the International Accounting Standard 34 Interim Financial Reporting ("IAS 34") as endorsed in the Kingdom of Saudi Arabia. Our responsibility is to express a conclusion on these condensed interim financial statements 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" that is endorsed in the Kingdom of Saudi Arabia. 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 that are endorsed in the Kingdom of Saudi Arabia 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 2019 condensed interim financial statements of Amlak International for Real Estate Finance Company are not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting' as endorsed in the Kingdom of Saudi Arabia.

For KPMG AI Fozan & Partners Certified Public Accountants

Fahad Mubark Aldossari License No: 469

Al Riyadh, 28 Safar 1441H Corresponding to: 27 October 2019

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(A Saudi Closed Joint Stock Company)

CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION As at 30 September 2019 (SR '000)

		30 September	31 December
	<u>Note</u>	<u>2019</u>	<u>2018</u>
			(Restated)
		(Unaudited)	(Audited)
<u>ASSETS</u>			
Cash and cash equivalents		8,638	15,965
Murabaha receivables, net	5	79,676	108,256
Ijara receivables, net	6	2,847,582	2,902,822
Ijara mawsofa fi athemmah receivables, net	7	63,871	79,662
Investments		11,922	12,484
Prepayments and other assets		111,688	106,984
Positive fair value of derivatives		356	1,087
Deferred tax asset	10	173	516
Investment in joint ventures	8	4,061	7,922
Property and equipment, net		56,383	27,838
TOTAL ASSETS		3,184,350	3,263,536
LIABILITIES AND EQUITY			
Account payables and other accruals	9	125,421	92,086
Negative fair value derivatives		1,166	´
Zakat and income tax payable	10	37,289	36,790
Borrowings	11	1,900,668	1,994,132
Employees' end of service benefits		15,069	13,618
TOTAL LIABILITIES		2,079,613	2,136,626
Share capital	13	906,000	906,000
Statutory reserve		61,415	61,415
Fair value reserve			(409)
Cash flow hedge reserve		(810)	1,087
Retained earnings		138,132	158,817
TOTAL EQUITY		1,104,737	1,126,910
TOTAL LIABILITIES AND EQUITY		3,184,350	3,263,536

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CONDENSED INTERIM STATEMENT OF PROFIT OR LOSS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

	(4	For the three-month period ended 30 September		For the ni period e Septer	nded 30
NGOVE	<u>Note</u>	<u>2019</u>	2018 (Restated)	<u>2019</u>	2018 (Restated)
INCOME Income from murabaha contracts		4.070	2 (22		
Income from ijara contracts		1,870	3,633	5,972	13,609
Income from ijara mawsofa fi athemmah contracts		66,298	59,323	192,363	173,352
Gain on sale of portfolio		1,316	1,527	3,667	5,017
Fees and commission income		9,396 5,642	1,557	9,777	2 472
Total income from Murabaha, Ijara	-	3,042	1,337	10,304	3,473
and Ijara mawsofa fi athemah		84,522	66,040	222,083	195,451
Fee expense		(87)	(549)	(1,611)	(1,239)
Borrowing costs		(24,406)	(22,551)	(71,768)	(65,970)
Net income from ijara, murabaha and ijara mawsofa fi athemmah		60,029	42,940	148,704	128,242
Other operating (loss) / income					
Other (loss) / income		(905)		(312)	226
, ,		59,124	42,940	148,392	128,468
OPERATING EXPENSES					
Depreciation and write off		(789)	(567)	(2,038)	(1,667)
General and administrative expenses	15	(17,532)	(14,501)	(53,419)	(47,266)
Selling and marketing expenses	16	(3,934)	(4,262)	(9,139)	(7,857)
Impairment charge for credit losses, net		(7,775)		(6,097)	
Profit before zakat and income tax	-	29,094	23,610	77,699	71,678
Zakat and income tax expense:					
- Current period		(4,334)	(636)	(13,057)	(2,205)
- Prior period				(16,608)	
NET PROFIT FOR THE PERIOD	-	24,760	22,974	49.024	60 472
AFTER ZAKAT AND INCOME TAX	77	24,700	22,974	48,034	69,473
Basic and diluted earnings per share (SR)	14	0.27	0.25	0.53	0.77

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CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

	For the three-month period ended 30 September		period ended 30 period end	
	<u>2019</u>	2018 (Restated)	<u>2019</u>	2018 (Restated)
NET PROFIT FOR THE PERIOD	24,760	22,974	48,034	69,473
OTHER COMPREHENSIVE (LOSS) / INCOME				
Items that may be reclassified to profit or loss in subsequent periods:				
Net movement in cash flow hedges	1,935	328	(1,897)	1,202
Items that will not be reclassified to profit or loss in subsequent periods:				
Change in fair value of investments held at Fair Value through Other Comprehensive Income (FVOCI)				(1,680)
Actuarial loss on defined benefit plans			(360)	(64)
Total other comprehensive (loss) / income	1,935	328	(2,257)	(542)
TOTAL COMPREHENSIVE INCOME	26,695	23,302	45,777	68,931

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CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY (UNAUDITED) For the nine-month period ended 30 September 2019 (SR '000)

	Share capital	Statutory reserve	Unrealised gain/(loss) on available for sale <u>investment</u>	gain/(loss)	Cash flow hedge reserve	Retained earnings	<u>Total</u>
Balance at 31 December 2018 – as previously reported (audited) Impact of change in accounting of	906,000	61,415		(409)	1,087	158,301	1,126,394
zakat and income tax (note 4)						516	516
Balance at 31 December 2018 – as restated Impact of adoption of new standard and other adjustments at 1 January	906,000	61,415	•-	(409)	1,087	158,817	1,126,910
2019 (note 3)				409		(409)	
Net profit for the period						48,034	48,034
Other comprehensive loss					(1,897)	(360)	(2,257)
Total comprehensive (loss) / income Dividend (note 12)					(1,897)	47,674 (67,950)	45,777 (67,950)
Balance at 30 September 2019	906,000	61,415			(810)	138,132	1,104,737
Balance at 31 December 2017 – as previously reported (audited) Impact of change in accounting of zakat and income tax (note 4) Balance at 31 December 2017 – as	903,000	51,654	887	 	380	213,375	1,169,296
restated Impact of adopting new standard as at	903,000	51,654	887		380	213,883	1,169,804
1 January 2018			(887)	887		(37,806)	(37,806)
Net profit for the period						69,485	69,485
Other comprehensive (loss) / income				(1,680)	1,202	(64)	(542)
Total comprehensive (loss) / income				(1,680)	1,202	69,421	68,943
Dividend (note 12)						(67,725)	(67,725)
Increase in share capital Balance at 30 September 2018 - as	3,000						3,000
restated	906,000	51,654		(793)	1,582	177,773	1,136,216

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CONDENSED INTERIM STATEMENT OF CASH FLOW (UNAUDITED) For the nine-month period ended 30 September 2019 (SR '000)

		For the ni	nded 30
		Septe	
	<u>Note</u>	<u>2019</u>	<u>2018</u>
Cash flows from operating activities: Net profit for the period before zakat and income tax Non-cash adjustment to reconcile net profit before zakat and		77,699	71,678
income tax for the period to net cash from operating activities			1.668
Depreciation		2,038	1,667
Borrowing facility cost and charges		71,768	65,250
Employees' end of service benefits		2,134	1,908
Impairment allowance for credit losses		6,097	
Gain on sale of portfolio		(9,777)	
Other income		312	
		150,271	140,503
Decrease / (increase) in operating assets		150,271	110,505
Murabaha receivables		30,958	110,472
Ijara receivables		46,866	(4,710)
Ijara mawsofa fi athemmah receivables		15,690	36,640
Prepayments and other assets		•	•
Increase / (decrease) in operating liabilities		2,037	(3,003)
Accrued expenses and other liabilities		12.020	26 162
-		12,029	26,162
Cash generated from operations		257,851	306,064
Borrowing costs paid during the period		(71,733)	(65,586)
Employees' end of service benefits paid during the period		(1,043)	(2,549)
Zakat and income tax paid		(29,393)	(3,331)
Net cash generated from operating activities		155,682	234,598
Cash flows from investing activities			
Cash flows from investing activities		((055)	(2.406)
Purchase of property and equipment	0	(6,375)	(3,406)
Proceeds from investments in joint ventures	8	4,111	15,831
Investments in joint ventures			(1,235)
Net cash (used in) / from investing activities		(2,264)	11,190
Cash flows from financing activities			
Repayment against borrowings		(830,854)	(934,717)
Proceeds from borrowings		738,000	746,562
Dividend paid		(67,891)	(67,700)
•			
Net cash generated from / (used in) financing activities		160,745	(255,855)
Net increase in cash and cash equivalents		(7,327)	(10,067)
Cash and cash equivalents at beginning of the period		15,965	29,634
,		10,700	,05
Cash and cash equivalents at end of the period		8,638	19,567
Non-cash supplemental information:			
Net changes in fair value of cash flow hedge		(1.905)	1 202
Change in fair value of investments at FVOCI		(1,897)	1,202
			(1,680)
Issuance of share capital – bonus shares issued		24.200	3,000
Right-of-use-asset		24,208	
Lease liability		21,250	

The attached notes 1 to 22 form part of these condensed interim financial statements.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED)
For the three-month and nine-month periods ended 30 September 2019
(SR'000)

1. THE COMPANY AND THE NATURE OF OPERATIONS

Amlak International for Real Estate Finance Company ("Amlak" or "the Company") is a Saudi Closed Joint Stock Company established and registered in the Kingdom of Saudi Arabia under commercial registration number 1010234356 in Riyadh dated 25 Jumada Awal 1428H (corresponding to 11 June 2007).

As per the revised commercial registration certificate of the Company dated 11 Ramadan 1435H (corresponding to 8 July 2014), the objectives of the Company are to provide real estate finance as per Saudi Arabian Monetary Authority ("SAMA") license dated 21 Safar 1435H (corresponding to 24 December 2013). As part of the new mortgage regulations, the Company is in the process of exiting from the investment related business.

The registered office of the Company is located at the King Saud Road, Riyadh, Kingdom of Saudi Arabia. The Company has the following branches:

Branch Commercial Registration Number	<u>Date</u>	<u>Location</u>
2050057816	30/12/1428	Khobar
4030171680	24/07/1428	Jeddah

The Company owns a wholly owned Amlak International For Real Estate Development Company (the "Subsidiary"), having a share capital of SR 500,000. The objective of the Subsidiary is to hold titles to the real estate properties financed by the Company. The Company has not consolidated the subsidiary as assets and liabilities of this subsidiary are not considered material.

2. BASIS OF PREPARATION

2.1 Statement of compliance

The condensed interim financial statements of the Company as at and for the period ended 30 September 2019 have been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting" ("IAS 34") as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organisation for Certified Public Accountants ("SOCPA").

The financial statements of the Company as at and for the period and year ended 31 March 2019 and 31 December 2018, respectively, were prepared in compliance with IAS 34 and the International Financial Reporting Standards ("IFRS") respectively, as modified by SAMA for the accounting of zakat and income tax (relating to the application of IAS 12 "Income Taxes" and International Financial Reporting Interpretation Committee Interpretation ("IFRIC") 21 "Levies" so far as these relate to zakat and income tax) and the Regulations for Companies in the Kingdom of Saudi Arabia.

On 17 July 2019, SAMA instructed the financing companies in the Kingdom of Saudi Arabia to account for the zakat and income taxes in the statement of income. This aligns with the IFRS and its interpretations as issued by the International Accounting Standards Board ("IASB") and as endorsed in the Kingdom of Saudi Arabia and with the other standards and pronouncements that are issued by the Saudi Organisation for Certified Public Accountants ("SOCPA") (collectively referred to as "IFRS as endorsed in KSA").

Accordingly, the Company changed its accounting treatment for zakat and income tax by retrospectively adjusting the impact in line with International Accounting Standard 8 "Accounting Policies, Changes in Accounting Estimates and Errors", as disclosed in note 4 to the condensed interim financial statements including the effects of this change.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

2. BASIS OF PREPARATION (CONTINUED)

2.2 Basis of measurement

These condensed interim financial statements have been prepared under the historical cost convention except for the measurement of investments and derivatives, which are carried at fair value.

2.3 Functional and presentation currency

These condensed interim financial statements have been presented in Saudi Arabian Riyals (SR), as it is the functional currency of the Company. All financial information presented has been rounded-off to the SR in thousand.

3. IMPACT OF CHANGE IN ACCOUNTING POLICIES DUE TO ADOPTION OF NEW STANDARD

Effective 1 January 2019, the Company has adopted IFRS 16 "Leases". Accounting policy for the new standard is disclosed in this note of these condensed interim financial statements.

IFRS 16 Leases replaces the guidance on leases, which was included in IAS 17 "Leases", IFRIC 4 "Determining whether an Arrangement contains a Lease", SIC 15 "Operating Leases – Incentives" and SIC 27 "Evaluating the Substance of Transactions in the Legal Form of a Lease".

Before 1 January 2019, the Company followed the below accounting policy for leases in which the Company was a lessee:

Operating leases

Where the Company was a lessee, rental payments were recognised as expenses in the statement of profit or loss on a straight-line method basis over the lease contract period.

Accounting policy applicable on and after 1 January 2019:

On initial recognition at inception of the contract, the Company assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is identified if most of the benefits are flowing to the Company and the Company can direct the usage of such assets.

Right of Use Assets

The right of use asset is initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses, and adjusted for certain re-measurement of the lease liability.

Generally, right of use assets would be equal to the lease liability. However, if there are additional costs such as site preparation, non-refundable deposits, application money, other expenses related to transaction etc. need to be added to the right of use assets' value.

Lease Liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease, or if that rate cannot be readily determined, the Company's incremental borrowing rate.

After the commencement date, Company measures the lease liability by:

- 1. Increasing the carrying amount to reflect interest on the lease liability.
- 2. Reducing the carrying amount to reflect the lease payments made and;
- 3. Re-measuring the carrying amount to reflect any re-assessment or lease modification.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED)

For the three-month and nine-month periods ended 30 September 2019

(SR '000)

3. IMPACT OF CHANGE IN ACCOUNTING POLICIES DUE TO ADOPTION OF NEW STANDARD (CONTINUED)

IFRS 16 was issued in January 2016 and is effective for annual periods commencing on or after 1 January 2019. IFRS 16 stipulates that all leases and the associated contractual rights and obligations should generally be recognize in the Company's Financial Position, unless the term is 12 months or less or the lease for low value asset. Thus, the classification required under IAS 17 "Leases" into operating or finance leases is eliminated for Lessees. For each lease, the lessee recognizes a liability for the lease obligations incurred in the future. Correspondingly, a right to use the leased asset is capitalized, which is generally equivalent to the present value of the future lease payments plus directly attributable costs and is amortized over the useful life.

The Company has opted for the modified retrospective application permitted by IFRS 16 upon adoption of the new standard. During the first time application of IFRS 16 to operating leases, the right to use the leased assets was measured at the amount of lease liability, using the lessee's incremental borrowing rate at first time application.

IFRS 16 transition disclosures also requires the Company to present the reconciliation of the off-balance sheet lease obligations as of 31 December 2018 are reconciled as follows to the recognized the lease liabilities as of 1 January 2019.

RECONCILIATION OF LEASE LIABILITIES

	1 January
	<u>2019</u>
Off-balance sheet lease obligations as of 31 December 2018	30,549
Current leases with a lease term of 12 months or less & low-value leases	(26,980)
Operating lease obligations as of 1 January 2019 (Gross without discounting)	3,569
Operating lease obligations as of 1 January 2019 (net, discounted)	3,262
Lease liabilities due to initial application of IFRS 16 as 1 January 2019	3,262

As of 1 January 2019, the Statement of Financial Position is impacted by IFRS 16 as follow:

- Right-of-use asset of SR 3.3 million is included in the "Property and equipment".
- Lease liability of SR 3.3 million is included in the "Accrued expenses and other liabilities".

INVESTMENT

As at 1 January 2019, the Company has rectified the classification of its investment in SAIB Saraya Tower Real Estate Development Fund from fair value through other comprehensive income to fair value through profit or loss (FVTPL). Accordingly, fair value reserve has been taken to retained earnings.

4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies used in the preparation of the condensed interim financial statements are consistent with those followed in the preparation of the Company's annual financial statements for the year ended 31 December 2018 except for the policies in note 3 and the changes in the accounting for zakat and income tax as explained below:

Change in the accounting for zakat and income tax:

As mentioned above, the basis of preparation has been changed for the period ended 30 September 2019 as a result of the issuance of latest instructions from SAMA dated 17 July 2019. Previously, zakat and income tax were recognized in the statement of changes in equity as per the SAMA circular no 381000074519 dated 11 April 2017. With the latest instructions issued by SAMA dated 17 July 2019, the zakat and income tax shall be recognized in the statement of profit or loss. The Company has accounted for this change in the accounting for zakat and income tax retrospectively (see below in this note) including the effects of the above change. The change has resulted in reduction of reported income of the Company for the period ended 30 September 2018 by SR 2.2 million. The change has had no impact on the statement of cash flows for the period ended 30 September 2018.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Below is the accounting policies on zakat and income tax:

Income tax:

The income tax expense or credit for the period is the tax payable on the current period's taxable income, based on the applicable income tax rate for each jurisdiction, adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Adjustments arising from the final income tax assessments are recorded in the period in which such assessments are made. The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted for the changes in deferred tax assets and liabilities attributable to the temporary differences and unused tax losses, if any.

IFRIC 23 "Uncertainty over Income Tax Treatment":

The Interpretation addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of IAS 12. It does not apply to taxes or levies outside the scope of IAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The Interpretation specifically addresses the following:

- Whether an entity considers uncertain tax treatments separately
- The assumptions an entity makes about the examination of tax treatments by taxation authorities
- How an entity determines taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates
- How an entity considers changes in facts and circumstances

An entity has to determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty needs to be followed.

Deferred tax:

Deferred tax is provided using the liability method on temporary differences arising between the carrying amounts of assets and liabilities for financial reporting purposes and amounts used for the taxation purposes. The amount of deferred tax provided is based on the expected manner of realization or settlement of the carrying amounts of assets and liabilities using the tax rates enacted or substantively enacted at the reporting date. A deferred tax asset is recognized only to the extent that it is probable that future taxable profits will be available and the credits can be utilized. Deferred tax asset is reduced to the extent that it is no longer probable that the related tax benefits will be realized.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities and where the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Deferred tax (continued):

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised

Zakat:

The Company is subject to zakat in accordance with the regulations of the General Authority of Zakat and Income Tax ("GAZT"). Zakat expense is charged to the profit or loss. Zakat is not accounted for as income tax and as such no deferred tax is calculated relating to zakat.

Effect of change in accounting of zakat and income tax:

The change in the accounting treatment for zakat and income tax as explained this note has the following impact on the line items of the statement of financial position, statements of income and statement of changes in shareholders' equity:

As at and for the nine-month period ended 30 September 2018:

	Before	Effect of	
	<u>restatement</u>	restatement	As restated
Statement of financial position			
Deferred tax asset		496	496
Statement of profit or loss			*
Zakat and income tax expenses		(2,205)	(2,205)
Earnings per share	0.79	(0.02)	0.77
Statement of changes in Equity			
Provision for zakat and income tax (retained			
earnings)	(2,193)	2,193	

As at and for the three-month period ended 30 September 2018:

	Before restatement	Effect of restatement	As restated
Statement of financial position	V=		
Deferred tax asset		496	496
Statement of profit or loss			
Zakat and income tax expenses		(636)	(636)
Earnings per share	0.26	(0.01)	0.25
Statement of changes in Equity			
Provision for zakat and income tax (retained earnings)	(633)	633	

As at 31 December 2018:

	Before restatement	Effect of restatement	As restated
Statement of financial position		,	
Deferred tax asset	<u></u>	516	516
Statement of changes in Equity			
Provision for zakat and income tax (retained			
earnings)	158,301	516	158,817

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

4. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Effect of change in accounting of zakat and income tax (continued):

Ac at 1 January 2019.

	As at 1 January 2018:			
		Before restatement	Effect of restatement	As restated
	Statement of financial position Deferred tax asset		508	508
	Statement of changes in Equity Provision for zakat and income tax (retained	·		
	earnings)	213,375	508	213,883
5.	MURABAHA RECEIVABLES, NET			
			30 September	31 December
			2019	2018
			(Unaudited)	(Audited)
	Gross Murabaha receivables		82,508	113,466
	Less: Impairment allowance for credit losses		(2,832)	(5,210)
	Murabaha receivables, net		79,676	108,256
6.	IJARA RECEIVABLES, NET			
			30 September	31 December
			2019	2018
			(Unaudited)	(Audited)
	Gross Ijara receivables		3,961,438	3,948,092
	Less: Unearned income		(1,023,015)	(962,803)

During the period ended 30 September 2019, the Company sold its Ijara receivables amounted to SR 205.84 million (30 September 2018: SR 77.641 million) and entered into an agency contract to services these receivables.

2,938,423

2,847,582

(90.841)

(962,803)2,985,289

(82,467)

2,902,822

6.1 The maturity profile of Ijara receivables is as follows:

Less: Impairment allowance for credit losses

Ijara receivables, net

	30 September 2019 (Unaudited)				
		Later than one			
	Not later	year but not			
	than	later than	Later than		
	one year	five years	five years	<u>Total</u>	
Ijara receivables	942,091	2,017,555	1,001,792	3,961,438	
Less: Unearned income	(243,490)	(527,601)	(251,924)	(1,023,015)	
	698,609	1,489,954	749,868	2,938,423	
Less: Impairment allowance for credi	it losses			(90,841)	
Ijara receivables, net				2,847,582	

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

6. IJARA RECEIVABLES, NET (CONTINUED)

	31 December 2018 (Audited)			
		Later than		
	Not later	one year but		
	than	not later than	Later than	
	one year	five years	five years	<u>Total</u>
Ijara receivables	1,011,366	2,048,796	887,930	3,948,092
Less: Unearned income	(234,500)	(481,066)	(247,237)	(962,803)
	776,866	1,567,730	640,693	2,985,289
Less: Impairment allowance for credi	it losses			(82,467)
Ijara receivables, net				2,902,822

7. IJARA MAWSOFA FI ATHEMMAH RECEIVABLES, NET

	30 September	31 December
	2019	2018
	(Unaudited)	(Audited)
Gross Ijara mawsofa fi athemmah receivables	106,955	131,864
Less: Unearned income	(42,754)	(51,973)
	64,201	79,891
Less: Impairment allowance for credit losses	(330)	(229)
Ijara mawsofa fi athemmah receivables, net	63,871	79,662

During the period ended 30 September 2019, the Company sold its Ijara mawsofa fi athemmah receivables amounted to SR 29.84 million (30 September 2018: SR 27 million) and entered into an agency contract to services these receivables.

7.1 The maturity profile of Ijara mawsofa fi athemmah receivables is as follows:

	30 September 2019 (Unaudited)			
	Not later than one year	Later than one year but not later than five years	Later than	<u>Total</u>
Ijara mawsofa fi athemmah receivables Less: Unearned income	8,949 (4,478) 4,471	31,034 (15,315) 15,719	66,972 (22,961) 44,011	106,955 (42,754) 64,201
Less: Impairment allowance for credit lo		10,719	44,011	(330)
Ijara mawsofa fi athemmah receivables, net				
		31 December 20	18 (Audited)	
	Not later than one year	Later than one year but not later than five years	Later than five years	Total
Ijara mawsofa fi athemmah receivables Less: Unearned income	12,608 (5,674)	43,780 (19,515)	75,476 (26,784)	131,864 (51,973)
Less: Impairment allowance for credit lo	6,934	24,265	48,692	79,891
Ijara mawsofa fi athemmah receivables,				(229)
-j man ooza n amoninian roocivables,	1101		(4	79,662

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019

INVESTMENTS IN JOINT VENTURES

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The Company has joint control and ownership interest varying between 40% to 90% with different joint arrangements. These joint ventures (IVs) are structured as a separate vehicle and the Company has a residual interest in their net assets which is equity-accounted. The Company does not consolidate the results of the JVs as it shares control and equal representation on the Board with the co-venturers.

No new investments in excess of original commitments have been made by the Company after 7 November 2014 to comply with the real estate financing laws.

The Company has accounted for the joint ventures based on the latest available management accounts of the JVs. The financial statements of the JVs are prepared for the same reporting period as that of the Company, using consistent accounting policies.

Movement of investment in joint ventures is as follows:

For the nine-month period ended 30 September 2019 (Unaudited)	Location	% of shareholding	Opening balance	Additions	Share in net income	Distributions	Closing balance
a) Dar wa Emar, Rahba b) AbdulAziz Al Qassim, Malga III	AlRahba, AlKhobar Malga, Riyadh	90%	5,050 2,872 7,922	1 1 1	250	(989) (3,122) (4,111)	4,061
For the year ended 31 December 2018 (Audited)	Location	% of shareholding	Opening <u>balance</u>	Additions	Share in net income	Distributions	Closing <u>balance</u>
a) Dar wa Emar, Rahba b) AbdulAziz Al Qassim, Malga III c) Dar wa Emar, Olaya	AlRahba, AlKhobar Malga, Riyadh AlOlaya, AlKhobar	90% 40% 50%	9,280 9,032 11,218 29,530	1,235	(240)	(3,990) (7,395) (11,218) (22,603)	5,050 2,872 7,922

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

9. ACCOUNT PAYABLES AND OTHER ACCRUALS

	30 September	31 December
	2019	2018
	(Unaudited)	(Audited)
Payable to the Ministry of Housing	31,934	26,278
Financing to customers (note 9.1)	38,829	21,163
Lease liabilities (note 3)	21,250	
Salaries and employee related expenses	13,335	10,205
Accrued expenses	6,572	6,330
Amount received from Murabaha and Ijara customers (note 9.2)	4,237	8,857
Others	9,264	19,253
	125,421	92,086

- 9.1 Financing to customers arise when the financing arrangement has been agreed with the customer, but the amount is not disbursed due to a normal delay in the transfer of property.
- 9.2 This majorly represents down payment received from the customers, which is not paid to the seller of the property.

10. ZAKAT AND INCOME TAX

10.1 Zakat and income tax assessment and status update

Zakat and income tax declaration for all the years up to 2018 have been filed with the General Authority of Zakat and Tax ("GAZT") and acknowledgement certificates have been obtained.

During the nine-month period ended 30 September 2019, apart from following there is no change in the zakat and income tax status of the Company as disclosed in the annual financial statements for the year ended 31 December 2018.

2007 to 2012

The Company has signed a settlement agreement with GAZT in respect of zakat and income tax assessment years from 2007 to 2013. Pursuant to this settlement agreement, the Company paid SR 12.6 million.

2013 to 2017

The Company has signed a settlement agreement with GAZT in respect of zakat assessment years from 2013 to 2017. Pursuant to this settlement agreement, the Company is liable to pay an amount of SR 33.6 million in six instalments over five years as the final settlement for its zakat assessment. During the period ended 30 September 2019, the Company has paid the first instalment of SR 6.7 million to GAZT and recorded a liability for remaining installments.

2018

Under the settlement agreement, GAZT has defined the zakat computation method for the year 2018. Accordingly, the Company's recorded zakat liability of SR 9.5 million for the year 2018.

2019

The Company has recorded zakat provision for the nine-month period ended 30 September 2019 in accordance with new zakat regulations issued on 17 March 2019.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

10. ZAKAT AND INCOME TAX (CONTINUED)

10.2 Deferred tax

Deferred tax asset pertain to deductible temporary differences arising from impairment allowance for expected credit loss, depreciation of property and equipment and end of service benefits charge. Movements of the account balance accounted are as follows:

	30 September	31 December	30 September
	2019	2018	2018
		(Restated)	(Restated)
	(Unaudited)	(Audited)	(Unaudited)
Opening balance	516	508	508
(Reversal) / origination of temporary differences	(343)	8	(12)
Closing balance	173	516	496

11. BORROWINGS

These represent amounts borrowed from local commercial banks under Islamic borrowings approved by Sharia Committee. These facilities carry borrowing costs at profit rates ranging from 3 months to 3 years SIBOR plus spread with maturity ranging from 3 years to 5 years and are secured by the assignment of proceeds from instalment receivables. Under the terms of the financing arrangement, the Company adhered to certain covenants. A breakdown of bank borrowings by maturity was as follows:

	30 September	31 December
P	2019	2018
Borrowings:	(<u>Unaudited)</u>	(Audited)
- Current	667,471	809,736
- Non-current	1,233,197	1,184,396
	1,900,668	1,994,132

As at 30 September 2019, current portion of borrowings includes accrued profit amounted to SR 8.96 million (31 December 2018: SR 9.5 million).

12. DIVIDEND

During the nine-month period ended 30 September 2019, the shareholders have approved, declared and paid dividend of SR 67.9 million (30 September 2018: SR 67.7 million).

13. SHARE CAPITAL

As at 30 September 2019, the Company's authorised, issued and paid-up share capital was SR 906 million (31 December 2018: SR 906 million) divided into 90.6 million shares (31 December 2018: 90.6 million shares) with a nominal value of SR 10 each.

14. EARNINGS PER SHARE

The basic and diluted earnings per share have been computed by dividing profit for the period by the weighted average numbers of share outstanding during the period.

	period e	For the three-month period ended 30 September		ne-month nded 30 mber
		2018		2018
	2019	(Restated)	2019	(Restated)
Net profit for the period	24,760	22,974	48,034	69,473
Weighted average number of ordinary shares (in thousands)	90,600	90,461	90,600	90,461
Basic and diluted earnings per share (SR)	0.27	0.25	0.53	0.77

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

15. GENERAL AND ADMINISTRATIVE EXPENSES

	For the three-month period ended 30 September		period ended 30 period end September Septemb	
	2019	2018	2019	2018
Salaries and employees related cost	13,365	10,112	38,712	34,548
Professional fee	642	795	3,010	2,231
Board fee and expenses	1,179	991	3,536	2,507
Maintenance and others expenses	143	483	2,709	2,496
IT expenses	1,122	837	2,322	1,820
Rent	572	726	1,627	2,214
Travelling expenses	270	267	885	770
Communication	239	290	618	680
	17,532	14,501	53,419	47,266

16. SELLING AND MARKETING EXPENSES

	period end	For the three-month period ended 30 September		For the nine-month period ended 30 September	
	2019	2018	2019	2018	
Outsourcing costs	1,492	2,641	4,212	3,890	
Marketing expenses	858	766	2,550	2,425	
Insurance	1,584	855	2,377	1,542	
	3,934	4,262	9,139	7,857	

17. RELATED PARTY TRANSACTIONS AND BALANCES

The related parties of the Company includes its shareholders, subsidiary, affiliated entities, joint ventures, key management personnel and the Board of Directors. In the ordinary course of its activities, the Company transacts business with its related parties on mutually agreed terms.

In addition to the related party transactions and balances disclosed elsewhere in these condensed interim financial statements, significant transactions and balances arising from transactions with related parties are as follows:

			Amounts of transactions		
		For the three-month period ended 30 September		For the nii period ei Septei	nded 30
Nature of_	Name of related party	2019	2018	2019	2018
transactions	and relationship	(Unaudited)	(Audited)	(Unaudited)	(Audited)
Borrowing facility	The Saudi Investment				
cost and charges	Bank (Shareholder)	7,040	5,556	19,895	19,270
	Saudi Orix Leasing				
Rent expense	(Affiliate)	398	398	1,194	1,206
Security and other	Saudi Orix Leasing				
expenses	(Affiliate)	40	35	130	120
	Key management				
Salaries and benefits	personnel*	2,011	1,942	8,762	6,732
Board meeting fee					
and other expenses	Board members	1,179	991	3,536	2,507
Profit Rate Swap (PRS)	The Saudi Investment				
cost received / paid	Bank (Shareholder)	93		213	2
* V		C	11. 1.		

^{*} Key management personnel represent the chief executive and his direct reports.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

17. RELATED PARTY TRANSACTIONS AND BALANCES (CONTINUED)

Nature of balances and names of related parties	Relationship	Balances	
		30 September	31 December
		2019	2018
		(Unaudited)	(Audited)
Bank balances:			
The Saudi Investment Bank	Shareholder	16,328	7,809
Due from related parties:		,	,
Alistithmar Capital	Affiliate	1,775	1,775
Tharaa Real Estate Investment	Joint venture	1,029	3,009
Bank borrowings:		,	- ,
The Saudi Investment Bank	Shareholder	636,173	441,740
Notional amount of PRS:		,	,
The Saudi Investment Bank	Shareholder	50,000	50,000
Financing and advances:		,	20,000
_	Key		
Key management personnel	management	3,656	4,005
Investments:		,	,
SAIB Saraya Tower Real Estate Development Fund	Affiliate	11,029	11,591
Other receivables:		,	,
Amlak International For Real Estate Development	Subsidiary	305	305
Receivable against initial public offering	Shareholders	4,317	3,281
Prepaid rent:		,	-,
Saudi Orix Leasing	Affiliate		398
Board meeting and other expenses payable			
Board members	Board members	4,749	1,276

18. FAIR VALUE OF FINANCIAL INSTRUMENTS

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

Financial assets consist of cash and cash equivalents, investments, derivatives, Murabaha, Ijara and Ijara mawsofa fi athemmah receivable and other receivables. Financial liabilities consist of borrowings, derivatives and other payables.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

18. FAIR VALUE OF FINANCIAL INSTRUMENTS (CONTINUED)

The following table shows the carrying amount and fair values of financial assets and financial liabilities where fair value is different from carrying value or where the financial assets and liabilities are recorded at fair value, including their levels in the fair value hierarchy.

		Fair Value				
30 September 2019 (Unaudited) Financial assets:	Carrying Value	Level 1	Level 2	Level 3	Total	
Murabaha receivables, net	82,508			69,473	69,473	
Investment at FVTPL - Fund	11,029			11,029	11,029	
Investment at FVOCI – Equity	893			893	893	
Positive fair value of derivatives	356		356		356	
Financial Liability:						
Negative fair value derivatives	1,166		1,166		1,166	
		Fair Value				
	Carrying					
31 December 2018 (Audited)	Value	Level 1	Level 2	Level 3	Total	
Financial assets:						
Murabaha receivables, net	113,466			93,917	93,917	
Investments	12,484			12,484	12,484	
Positive fair value of derivatives	1,087		1,087		1,087	

The valuation of Murabaha receivables is estimated using contractual cash flows discounted at latest variable yield, which is the contracted profit rate for recent transactions. Input into the discounted cash flow techniques includes Saudi Inter Bank Offer Rates (SIBOR), contractual cash flows and credit spreads.

The fair value of Ijara receivables, Ijara mawsofa fi athemmah receivables and borrowings, is approximate to carrying amount as the entire financing portfolio and borrowings are floating rate.

There have been no transfers to and from level during the period.

19. CAPITAL ADEQUACY

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern and to maintain a strong capital base. Capital adequacy ratios as monitored and measured by the management below measure capital adequacy by comparing the Company's eligible capital with its condensed interim statement of financial position, commitments and notional amount of derivatives, if any, at a weighted amount determined by management to reflect their relative risk.

	30 September 2019 (Unaudited)		31 December 2018 (Audited)		
	Total capital <u>ratio %</u>	Tier I capital ratio %	Total capital ratio %	Tier I capital ratio %	
Capital adequacy ratio	43.8	43.91	44.46	44.43	

20. COMMITMENTS AND CONTINGENCIES

The Company has facilities approved but not utilised, indicative offers issued which are under consideration of the customers and due diligence in progress as of the reporting date which have the potential to convert into financing amounting to SR 267.69 million (31 December 2018: SR 96 million).

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS (UNAUDITED) For the three-month and nine-month periods ended 30 September 2019 (SR '000)

21. SEGMENT INFORMATION

The Company objective is to provide financing for real estate leases in the Kingdom of Saudi Arabia. All assets, liabilities and operations as reflected in the statement of financial position and statement of comprehensive income belongs to the real estate financing segment.

For management purposes, the Company is organised in following primary business segments:

Retail

These represents finance products granted to high net worth, small and medium sized businesses and individuals.

Corporate

These represents financing products granted to corporate and institutional customers. Investments in joint ventures are managed by the Corporate segment.

Head office

Head office is responsible for managing the surplus liquidity of the Company and provides support services to the business functions.

The Company's total assets and liabilities at 30 September 2019 and 31 December 2018 and its total revenue, expenses and net profit before zakat and income tax expense for the nine-month periods ended 30 September 2019 and 2018 are as follows:

	Retail	Corporate	Head office	Total
For the period ended 30 September				
2019 (Unaudited)				
Revenue	75,590	146,181		221,771
Expenses	46,692	97,380		144,072
Net profit before zakat and income				,
tax expense	28,898	48,801		77,699
For the period ended 30 September				
2018 (Unaudited)				
Revenue	61,191	134,486		195,677
Expenses	40,883	83,116		123,999
Net profit before zakat and income tax				ŕ
expense	20,308	51,370		71,678
As at 30 September 2019				
(Unaudited)				
Total assets	923,742	2,195,058	65,550	3,184,350
Total liabilities	551,361	1,392,373	135,879	2,079,613
As at 31 December 2018 (Audited)				
Total assets (restated)	990,895	2,227,236	45,405	3,263,536
Total liabilities	618,583	1,404,377	113,666	2,136,626

22. APPROVAL OF THE CONDENSED INTERIM FINANCIAL STATEMENTS

The condensed interim financial statements have been approved by the Board of Directors on 28 Safar 1441H (corresponding to 27 October 2019).