Grant Thornton
Al-Qatami, Al-Aiban & Partners

Interim condensed consolidated financial information and review report

National Industries Group Holding – KPSC and Subsidiaries

Kuwait

30 June 2022 (Unaudited)

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Report on review of interim condensed consolidated financial information

To the board of directors of
National Industries Group Holding – KPSC
Kuwait

Introduction
We have reviewed the accompanying interim condensed consolidated statement of financial position of National Industries Group Holding - KPSC (the "Parent Company") and its Subsidiaries (the "Group") as of 30 June 2022 and the related interim condensed consolidated statements of profit or loss and profit or loss and other comprehensive income for the three-month and six-month periods then ended and, interim condensed consolidated statements of changes in equity and cash flows for the six-month period then ended. Management is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Accounting Standard 34, "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review.

Scope of Review
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 condensed consolidated financial information is not prepared, in all material respects, in accordance with International Accounting Standard 34, "Interim Financial Reporting".

Report on review of other legal and regulatory requirements
Based on our review, the interim condensed consolidated financial information is in agreement with the books of the Parent Company. We further report that, to the best of our knowledge and belief, no violation of the Companies Law No. 1 of 2016 and its Executive Regulations, or of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the six-month period ended 30 June 2022 that might have had a material effect on the business or financial position of the Parent Company.

We further report that, during the course of our review, we have not become aware of any material violations of the provision of law no 7 of 2010 concerning the Capital Markets Authority and its related regulations during the six-month period ended 30 June 2022 that might have had a material effect on the business or financial position of the Parent Company.

Abdullatif M. Al-Aiban (CPA)
(Licence No. 94-A)
of Grant Thornton – Al-Qatami, Al-Aiban & Partners

Kuwait
8 August 2022

Interim condensed consolidated statement of profit or loss

	Note	Three months ended		Six months ended	
		30 June 2022 (Unaudited) KD '000	30 June 2021 (Unaudited) KD '000	**30 June 2022 (Unaudited) KD '000**	30 June 2021 (Unaudited) KD '000
Sales		**31,418**	27,277	**61,448**	52,446
Cost of sales		**(24,825)**	(22,138)	**(48,910)**	(42,723)
Gross profit		**6,593**	5,139	**12,538**	9,723
Gain on sale of financial assets at fair value through profit or loss		**1,164**	2,144	**5,695**	2,789
Change in fair value of financial assets at fair value through profit or loss		**(31,440)**	26,584	**27,148**	49,644
Dividend income		**11,641**	5,059	**14,554**	6,796
Interest income		**548**	335	**693**	714
Share of results of associates	9	**6,719**	6,143	**14,456**	12,059
Rental income		**589**	503	**1,176**	1,034
Loss on other non-financial assets – net		**(88)**	(18)	**(88)**	(18)
Other income		**489**	456	**1,042**	1,243
(Loss)/gain on foreign currency exchange		**(145)**	115	**(365)**	193
		(3,930)	46,460	**76,849**	84,177
General, administrative and other expenses		**(5,324)**	(7,390)	**(13,239)**	(13,821)
Distribution costs		**(2,123)**	(2,218)	**(4,399)**	(4,353)
Finance costs		**(5,664)**	(5,228)	**(10,567)**	(10,634)
Reversal of/(charge for) impairment losses – net		**3,931**	(798)	**(6,368)**	(818)
(Loss)/profit before taxation		**(13,110)**	30,826	**42,276**	54,551
Taxation charged on overseas subsidiaries		**(317)**	(249)	**(785)**	(326)
(Loss)/profit for the period		**(13,427)**	30,577	**41,491**	54,225
(Loss)/profit for the period attributable to:					
Owners of the Parent Company		**(15,173)**	24,532	**31,233**	43,619
Non-controlling interests		**1,746**	6,045	**10,258**	10,606
		(13,427)	30,577	**41,491**	54,225
Basic and diluted (loss)/earnings per share attributable to the Owners of the Parent Company	5	**(7.1) Fils**	14.3 Fils	**15.9 Fils**	25.5 Fils

The notes set out on pages 8 to 23 form an integral part of this interim condensed consolidated financial information.

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

	Three months ended		Six months ended	
	30 June 2022 (Unaudited) KD '000	30 June 2021 (Unaudited) KD '000	**30 June 2022 (Unaudited) KD '000**	30 June 2021 (Unaudited) KD '000
(Loss)/profit for the period	**(13,427)**	30,577	**41,491**	54,225
Other comprehensive (loss)/income:				
Items that may be reclassified subsequently to profit or loss:				
Exchange differences arising on translation of foreign operations	**(6,271)**	(2,615)	**(7,731)**	211
Share of other comprehensive (loss)/income of associates	**(54)**	(205)	**(2,064)**	114
	(6,325)	(2,820)	**(9,795)**	325
Items not to be reclassified to profit or loss in subsequent periods:				
Defined benefit plan actuarial (loss)/gain – net	**(97)**	156	**2,102**	46
Net changes in fair value of financial assets at FVTOCI	**(3,439)**	10,926	**(5,907)**	18,642
Share of other comprehensive income of associates	**1,210**	767	**2,480**	1,487
	(2,326)	11,849	**(1,325)**	20,175
Total other comprehensive (loss)/income for the period	**(8,651)**	9,029	**(11,120)**	20,500
Total comprehensive (loss)/income for the period	**(22,078)**	39,606	**30,371**	74,725
Total comprehensive (loss)/income attributable to:				
Owners of the Parent Company	**(19,606)**	31,311	**24,039**	54,531
Non-controlling interests	**(2,472)**	8,295	**6,332**	20,194
	(22,078)	39,606	**30,371**	74,725

The notes set out on pages 8 to 23 form an integral part of this interim condensed consolidated financial information.

Interim condensed consolidated statement of financial position

	Note	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Assets				
Cash and cash equivalents	6	**220,818**	90,674	81,628
Assets classified as held for sale		**4,096**	4,263	6,267
Accounts receivable and other assets		**70,024**	54,117	61,517
Inventories		**39,938**	36,905	36,123
Financial assets at fair value through profit or loss	7	**416,545**	396,501	356,511
Financial assets at fair value through other comprehensive income	8	**182,407**	194,307	222,987
Right of use of assets		**6,657**	7,633	8,602
Investment properties		**62,478**	60,293	59,626
Investment in associates	9	**340,602**	336,783	325,094
Property, plant and equipment		**89,076**	88,601	89,862
Goodwill and other intangible assets		**9,429**	9,834	10,285
Total assets		**1,442,070**	1,279,911	1,258,502
Liabilities and equity				
Liabilities				
Due to banks	6	**14,166**	12,941	13,832
Accounts payable and other liabilities		**105,287**	72,393	65,678
Lease liabilities		**6,567**	7,274	8,257
Borrowings	10	**611,742**	586,804	563,115
Bonds	11	**30,000**	30,000	55,000
Provisions		**12,885**	13,295	15,051
Total liabilities		**780,647**	722,707	720,933
Equity attributable to owners of the Parent Company				
Share capital	12	**218,589**	149,924	149,924
Share premium	12	**175,435**	122,962	122,962
Treasury shares	13	**(23,975)**	(23,406)	(27,841)
Statutory and general reserves		**43,225**	43,225	26,332
Other components of equity	14	**6,191**	21,139	41,248
Retained earnings		**93,435**	94,618	70,413
Equity attributable to owners of the Parent Company		**512,900**	408,462	383,038
Non-controlling interests		**148,523**	148,742	154,531
Total equity		**661,423**	557,204	537,569
Total liabilities and equity		**1,442,070**	1,279,911	1,258,502

Sulaiman Hamad Al-Dalali
Vice Chairman

Ahmad Mohammed Hassan
Chief Executive Officer

The notes set out on pages 8 to 23 form an integral part of this interim condensed consolidated financial information.

Interim condensed consolidated statement of changes in equity

	Equity attributable to the owners of the Parent Company							Non-controlling interests	Total
	Share capital KD '000	Share premium KD '000	Treasury shares KD '000	Statutory and general reserves KD '000	Other components of equity KD '000	Retained earnings KD '000	Sub-total KD '000	KD '000	KD '000
Balance at 1 January 2022	**149,924**	**122,962**	**(23,406)**	**43,225**	**21,139**	**94,618**	**408,462**	**148,742**	**557,204**
Capital increase (note 12.1)	**52,473**	**52,473**	-	-	-	-	**104,946**	-	**104,946**
Participation in capital increase by subsidiaries (note 12.1)	-	-	**(569)**	-	-	-	**(569)**	-	**(569)**
Issue of bonus shares (note 15)	**16,192**	-	-	-	-	**(16,192)**	-	-	-
Cash dividend (note 15)	-	-	-	-	-	**(23,898)**	**(23,898)**	-	**(23,898)**
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	**(3,793)**	**(3,793)**
Consolidation and other adjustments	-	-	-	-	-	**(80)**	**(80)**	**(2,758)**	**(2,838)**
Transactions with owners	**68,665**	**52,473**	**(569)**	-	-	**(40,170)**	**80,399**	**(6,551)**	**73,848**
Profit for the period	-	-	-	-	-	**31,233**	**31,233**	**10,258**	**41,491**
Other comprehensive (loss)/income for the period	-	-	-	-	**(9,296)**	**2,102**	**(7,194)**	**(3,926)**	**(11,120)**
Total comprehensive (loss)/income for the period	-	-	-	-	**(9,296)**	**33,335**	**24,039**	**6,332**	**30,371**
Gain on sale of financial assets at FVTOCI	-	-	-	-	**(2,308)**	**2,308**	-	-	-
Share of associates' gain on sale of financial assets at FVTOCI	-	-	-	-	**(3,344)**	**3,344**	-	-	-
Balance at 30 June 2022	**218,589**	**175,435**	**(23,975)**	**43,225**	**6,191**	**93,435**	**512,900**	**148,523**	**661,423**

Interim condensed consolidated statement of changes in equity (continued)

	Equity attributable to the owners of the Parent Company							Non-controlling interests	Total
	Share capital KD '000	Share premium KD '000	Treasury shares KD '000	Statutory and general reserves KD '000	Other components of equity KD '000	Retained earnings KD '000	Sub-total KD '000	KD '000	KD '000
Balance at 1 January 2021	142,784	122,962	(30,375)	26,332	42,953	22,253	326,909	136,313	463,222
Dividend paid to non-controlling interests	-	-	-	-	-	-	-	(1,178)	(1,178)
Issue of bonus shares	7,140	-	-	-	-	(7,140)	-	-	-
Disposal of treasury shares	-	-	2,534	-	(936)	-	1,598	(898)	700
Consolidation and other adjustments	-	-	-	-	-	-	-	100	100
Total transactions with owners	7,140	-	2,534	-	(936)	(7,140)	1,598	(1,976)	(378)
Profit for the period	-	-	-	-	-	43,619	43,619	10,606	54,225
Other comprehensive income for the period	-	-	-	-	10,868	44	10,912	9,588	20,500
Total comprehensive income for the period	-	-	-	-	10,868	43,663	54,531	20,194	74,725
Gain on sale of financial assets at FVTOCI	-	-	-	-	(11,637)	11,637	-	-	-
Balance at 30 June 2021	149,924	122,962	(27,841)	26,332	41,248	70,413	383,038	154,531	537,569

The notes set out on pages 8 to 23 form an integral part of this interim condensed consolidated financial information.

Interim condensed consolidated statement of cash flows

	Note	Six months ended 30 June 2022 (Unaudited) KD '000	Six months ended 30 June 2021 (Unaudited) KD '000
OPERATING ACTIVITIES			
Profit before foreign taxation		**42,276**	54,551
Adjustments for:			
Dividend income		**(14,554)**	(6,796)
Share of results of associates	9	**(14,456)**	(12,059)
Interest income		**(693)**	(714)
Loss on other non-financial assets - net		**88**	18
Depreciation and amortisation		**4,604**	3,874
Finance costs		**10,567**	10,634
Net impairment losses – net		**6,368**	818
Net provisions charged/(reversed)		**1,692**	(245)
		35,892	50,081
Changes in operating assets and liabilities:			
Inventories		**(3,033)**	(1,304)
Accounts receivable and other assets		**(19,099)**	(4,402)
Financial assets at fair value through profit or loss		**(20,044)**	(43,039)
Accounts payable and other liabilities		**1,484**	3,275
Cash (used in)/from operations		**(4,800)**	4,611
Taxation paid		**(354)**	(146)
Net cash (used in)/from operating activities		**(5,154)**	4,465
INVESTING ACTIVITIES			
Purchase of property, plant and equipment		**(3,673)**	(3,164)
Additions to investment properties		**(2,250)**	-
Additions to investment in associates		**(1,091)**	(845)
Dividend received from associates		**5,389**	3,138
Proceeds from disposal of associates		**653**	-
Purchase of financial assets at FVTOCI		**(371)**	(197)
Proceeds from sale of financial assets at FVTOCI		**6,364**	26,770
Dividend income received		**14,554**	6,796
Decrease of short-term deposits maturing after 3 months		**(358)**	
Interest income received		**693**	516
Proceeds from sale of investment properties		**-**	620
Net cash from investing activities		**19,910**	33,634
FINANCING ACTIVITIES			
Net increase in borrowings		**24,938**	5,925
Repayment of lease liabilities		**(1,658)**	-
Issue of shares		**104,946**	-
Purchase of treasury shares		**(569)**	-
Dividend paid to non-controlling interests		**(3,793)**	(1,178)
Change in non-controlling interests		**(6)**	(798)
Finance costs paid		**(10,348)**	(10,584)
Proceeds from sale of treasury shares		**-**	700
Net cash from/(used in) financing activities		**113,510**	(5,935)
Net increase in cash and cash equivalents		**128,266**	32,164
Foreign currency translation differences		**295**	(78)
		128,561	32,086
Cash and cash equivalents at beginning of the period		**67,535**	34,454
Cash and cash equivalents at end of the period	6	**196,096**	66,540

The notes set out on pages 8 to 23 form an integral part of this interim condensed consolidated financial information.

Notes to the interim condensed consolidated financial information

1 Incorporation and activities

National Industries Group Holding – KPSC ('the Parent Company') was incorporated in 1961 as a Kuwaiti shareholding company in accordance with the Commercial Companies Law in the State of Kuwait and in April 2003, its status was transformed to a 'Holding Company'.

The Parent Company along with its subsidiaries are collectively referred to as "the Group" in this interim condensed consolidated financial information.

The Parent Company's shares are traded on the Kuwait Stock Exchange and Dubai Financial Market.

The main objectives of the Parent Company are as follows:

- Owning stocks and shares in Kuwaiti or non-Kuwaiti shareholding companies and shares in Kuwaiti or non-Kuwaiti limited liability companies and participating in the establishment of, lending to and managing of these companies and acting as a guarantor for these companies.
- Lending money to companies in which it owns 20% or more of the capital of the borrowing company, along with acting as guarantor on behalf of these companies.
- Owning industrial equities such as patents, industrial trademarks, royalties, or any other related rights, and franchising them to other companies or using them within or outside the State of Kuwait.
- Owning real estate and moveable property to conduct its operations within the limits as stipulated by law.
- Employing excess funds available by investing them in investment and real estate portfolios managed by specialised companies.
- Owning stocks and shares in Kuwaiti or non-Kuwaiti shareholding companies and shares in Kuwaiti or non-Kuwaiti limited liability companies and participating in the establishment of, lending to and managing of these companies and acting as a guarantor for these companies.
- Lending money to companies in which it owns 20% or more of the capital of the borrowing company, along with acting as guarantor on behalf of these companies.
- Owning industrial equities such as patents, industrial trademarks, royalties, or any other related rights, and franchising them to other companies or using them within or outside the State of Kuwait.
- Owning real estate and moveable property to conduct its operations within the limits as stipulated by law.
- Employing excess funds available by investing them in investment and real estate portfolios managed by specialised companies.

The address of the Parent Company's registered office is PO Box 417, Safat 13005, State of Kuwait.

The Board of Directors of the Parent Company approved this interim condensed consolidated financial information for issue on 8 August 2022.

2 Basis of preparation

The interim condensed consolidated financial information of the Group for the six-month period ended 30 June 2022 has been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting". The accounting policies used in the preparation of this interim condensed consolidated financial information are consistent with those used in the preparation of the annual consolidated financial statements for the year ended 31 December 2021, except for the changes described in note 3.

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

Notes to the interim condensed consolidated financial information (continued)

2 Basis of preparation (continued)

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

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

Operating results for the six-month period ended 30 June 2022 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2022. For further details, refer to the consolidated financial statements and its related disclosures for the year ended 31 December 2021.

3 Changes in accounting policies

3.1 New and amended standards adopted by the Group

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

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

IFRS 3 – Reference to the conceptual framework

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

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

IAS 16 Amendments - Proceeds before intended use

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

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

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

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

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

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

Notes to the interim condensed consolidated financial information (continued)

3 Changes in accounting policies (continued)

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

IAS 37 Amendments – Onerous contracts- Cost of fulfilling a contract (continued)
The adoption of the amendment did not have a significant impact on the Group's interim condensed consolidated financial information.

Annual Improvements 2018-2020 Cycle
Amendment to IAS 1 simplifies the application of IFRS 1 by a subsidiary that becomes a first-time adopter after its parent in relation to the measurement of cumulative translation differences. Subsidiary that is a first-time adopter later than its parent might have been required to keep two parallel sets of accounting records for cumulative translation differences based on different dates of transition to IFRSs. However, the amendment extends the exemption to cumulative translation differences to reduce costs for first-time adopters.

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

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

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

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

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

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

Notes to the interim condensed consolidated financial information (continued)

3 Changes in accounting policies (continued)

3.2 IASB Standards issued but not yet effective (continued)

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

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

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

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

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

IAS 1 Amendments - Classification of current or non-current

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

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

IAS 1 Amendments – Disclosure of accounting policies

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

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

IAS 8 Amendments – Definition of accounting estimates

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

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

Notes to the interim condensed consolidated financial information (continued)

4 Judgement and estimates

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

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

5 Basic and diluted (loss)/earnings per share

Basic and diluted (loss)/earnings per share is calculated by dividing the (loss)/profit for the period attributable to the owners of the Parent Company by the weighted average number of shares outstanding during the period as follows:

	Three months ended		Six months ended	
	30 June 2022 (Unaudited)	30 June 2021 (Unaudited)	**30 June 2022 (Unaudited)**	30 June 2021 (Unaudited)
(Loss)/profit for the period attributable to the owners of the Parent Company (KD '000)	**(15,173)**	24,532	**31,233**	43,619
Weighted average number of shares outstanding during the period (excluding treasury shares) – shares	**2,151,119,155**	1,710,410,766	**1,968,277,872**	1,710,851,758
Basic and diluted (loss)/earnings per share	**(7.1) Fils**	14.3 Fils	**15.9 Fils**	25.5 Fils

The basic and diluted earnings per share reported during the previous period for the three months and six months ended 30 June 2021 were 16.8 Fils and 29.9 Fils respectively, before retroactive adjustments relating to rights issue (note 12) and bonus shares issue (note 15).

There were no potential dilutive shares.

6 Cash and cash equivalents

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Bank balances and cash	**90,952**	59,188	59,836
Short term deposits (d)	**129,866**	31,486	21,792
Cash and cash equivalents for the purpose of interim condensed consolidated statement of financial position	**220,818**	90,674	81,628
Less: restricted bank balances (a)	**(5,506)**	(5,506)	(6)
Less: time deposits maturing after three months	**(5,050)**	(4,692)	(1,250)
Due to banks (b)	**(14,166)**	(12,941)	(13,832)
Cash and cash equivalents for the purpose of interim condensed consolidated statement of cash flows	**196,096**	67,535	66,540

Notes to the interim condensed consolidated financial information (continued)

6 Cash and cash equivalents (continued)

a) At 30 June 2022, it includes KD5,500 thousand (31 December 2021: KD5,500 thousand) restricted against letters of guarantee.

b) Due to banks include bank overdraft facilities secured by pledge of short-term deposits of KD650 thousand as at 30 June 2022 (31 December 2021: KD642 thousand and 30 June 2021: KD623 thousand).

c) Cash and cash equivalents amounting to KD51 thousand (31 December 2021: KD1,400 thousand and 30 June 2021: KD1,254 thousand) are pledged against borrowings (Note 10).

d) The effective interest rate on short-term deposits as of 30 June 2022 range from 0.30% to 3.3% per annum (31 December 2021: 0.30% to 2.0% per annum and 30 June 2021 0.30% to 2.0% per annum)

7 Financial assets at fair value through profit or loss

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Quoted securities:			
- Local	**221,042**	196,858	177,401
- Foreign	**79,764**	75,219	63,090
Unquoted securities:			
- Local	**2,896**	2,368	2,012
- Foreign	**19,093**	17,027	10,930
Managed portfolios and funds:			
- Investment in private equity funds	**89,460**	100,421	98,757
- Local funds	**2,237**	2,153	2,184
- Foreign portfolios	**2,053**	2,455	2,137
	416,545	396,501	356,511

a) Quoted securities and managed funds with an aggregate carrying value of KD147,195 thousand (31 December 2021: KD140,943 thousand and 30 June 2021: KD120,151 thousand) are pledged against borrowings (Note 10).

b) The Group has signed agreements whereby certain shares of financial assets at fair value through profit or loss with aggregate carrying value of KD165,522 thousand (31 December 2021: KD139,073 thousand and 30 June 2021: KD123,129 thousand) have been kept in custody portfolios against borrowings (Note 10).

Notes to the interim condensed consolidated financial information (continued)

8 Financial assets at fair value through other comprehensive income

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Quoted securities:			
- Local	**9,148**	10,862	10,782
- Foreign	**43,370**	41,827	34,662
Unquoted securities:			
- Local	**14,951**	15,746	14,851
- Foreign	**91,471**	101,387	141,576
Managed portfolios and funds:			
- Local	**1,760**	1,827	1,884
- Foreign	**21,707**	22,658	19,232
	182,407	194,307	222,987

a) Quoted securities with an aggregate carrying value of KD36,467 thousand (31 December 2021: KD34,043 thousand and 30 June 2021: KD31,009 thousand) and unquoted securities with an aggregate carrying value of KD564 thousand (31 December 2021: KD384 thousand and 30 June 2021: KD384 thousand) are pledged against borrowings (Note 10).

b) The Group has signed agreements whereby certain shares of financial assets at fair value through other comprehensive income with aggregate carrying value of KD3,892 thousand (31 December 2020: KD4,105 thousand and 30 June 2021: KD3,104 thousand) have been kept in custody portfolios against borrowings (Note 10).

9 Investment in associates

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

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Balance at 1 January	**336,783**	315,602	315,602
Additions during the period/year	**8,891**	3,570	845
Share of results	**14,456**	30,843	12,059
Disposals	**(741)**	(294)	-
Share of other comprehensive income/(loss)	**416**	6,383	1,601
Dividend distribution	**(6,740)**	(7,003)	(4,418)
Impairment in value – net	**(5,428)**	(5,857)	(752)
Foreign currency translation adjustment	**(7,035)**	(6,461)	129
Other adjustments	**-**	-	28
Balance at the end of the period/year	**340,602**	336,783	325,094

b) The Group has signed agreements whereby certain shares of investment in associates with aggregate carrying value of KD227,681 thousand (31 December 2021: KD204,073 thousand and 30 June 2021: KD211,758 thousand) have been kept in custody portfolios with specialised institutions against borrowings (Note 10).

Notes to the interim condensed consolidated financial information (continued)

10 Borrowings

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Short term:			
Term loans	**169,405**	161,377	133,455
Islamic financing arrangements	**23,995**	13,829	13,863
	193,400	175,206	147,318
Long term:			
Term loans			
- Current portion	**28,098**	48,748	79,215
- Due after more than one year	**248,774**	222,980	213,444
Islamic financing arrangements			
- Current portion	**24,439**	18,290	82,385
- Due after more than one year	**117,031**	121,580	40,753
	418,342	411,598	415,797
	611,742	586,804	563,115

As at 30 June 2022, certain borrowings are secured against cash and cash equivalents (Note 6c) and pledged and/or in custody portfolios with specialised institutions that includes financial assets at fair value through profit and loss (Note 7), financial assets at fair value through other comprehensive income (Note 8), investment properties, property plant and equipment, investment in subsidiaries and shares of certain associates (Note 9).

11 Bonds

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Kuwait Dinar:			
Floating rate bonds	**7,600**	7,600	32,600
Fixed rate bonds	**22,400**	22,400	22,400
	30,000	30,000	55,000

The outstanding bonds at 30 June 2022 mature on 11 February 2025, and are unsecured.

12 Share capital and share premium

	Authorised	Issued	Paid up
30 June 2022			
Shares of 100 Fils each	**3,000,000,000**	**2,185,889,025**	**2,185,889,025**
31 December 2021			
Shares of 100 Fils each	1,499,238,014	1,499,238,014	1,499,238,014
30 June 2021			
Shares of 100 Fils each	1,499,238,014	1,499,238,014	1,499,238,014

Notes to the interim condensed consolidated financial information (continued)

12 Share capital and share premium (continued)

12.1 During the previous year, the shareholders' approved to increase the Parent Company's authorised capital from KD149,924 thousand to KD300,000 thousand which was registered in the commercial register of the Ministry of Commerce on 11 January 2022.

On 30 January 2022, the board of directors of the Parent Company approved to increase the issued and paid up share capital from KD149,924 thousand to KD202,397 thousand through a cash increase of KD52,473 thousand by issuing 524,733,305 shares of 100 Fils per share plus 100 Fils per share as share premium.

Following approval of the Capital Markets Authority (CMA), the Parent Company's issued capital was increased to KD202,397 thousand and registered in the commercial register of the Ministry of Commerce on 21 March 2022. The capital increase was fully subscribed and on 28 April 2022, Kuwait Clearing Company approved the allotment of the new shares.

12.2 Share premium is not available for distribution.

13 Treasury shares

	30 June 2022 (Unaudited)	31 Dec. 2021 (Audited)	30 June 2021 (Unaudited)
Number of shares	**32,404,994**	29,560,940	35,162,672
Percentage of issued shares	**1.50%**	1.97%	2.3%
Market value (KD '000)	**8,166**	8,336	7,841
Cost (KD'000)	**23,975**	23,406	27,841

a) Reserves of the Parent Company equivalent to the cost of the treasury shares have been earmarked as non-distributable.

b) As at 30 June 2022, an associate held 10.1% (31 December 2021: 10.1% and 30 June 2021: 9.8%) of the Parent Company's shares.

14 Other components of equity

	Cumulative changes in fair value KD '000	Treasury shares reserve KD '000	Foreign currency translation reserve KD '000	Total KD '000
Balances as at 1 January 2022	**21,090**	**15,915**	**(15,866)**	**21,139**
Share of other comprehensive income of associates	**1,432**	-	-	**1,432**
Change in fair value of financial assets at FVTOCI	**(6,555)**	-	-	**(6,555)**
Currency translation differences	-	-	**(4,173)**	**(4,173)**
Other comprehensive loss	**(5,123)**	-	**(4,173)**	**(9,296)**
Gain on sale of investments at FVTOCI	**(2,308)**	-	-	**(2,308)**
Share of associates' gain on sale of financial assets at FVTOCI	**(3,344)**	-	-	**(3,344)**
Balances as at 30 June 2022	**10,315**	**15,915**	**(20,039)**	**6,191**

Notes to the interim condensed consolidated financial information (continued)

14 Other components of equity (continued)

	Cumulative changes in fair value KD '000	Treasury shares reserve KD '000	Foreign currency translation reserve KD '000	Total KD '000
Balances at 1 January 2021	36,469	18,452	(11,968)	42,953
Share of other comprehensive income of associates	1,545	-	-	1,545
Change in fair value of financial assets at FVTOCI	9,189	-	-	9,189
Currency translation differences	-	-	134	134
Other comprehensive income	10,734	-	134	10,868
Loss on sale of treasury shares	-	(936)	-	(936)
Gain on sale of investments at FVTOCI	(11,637)	-	-	(11,637)
Balances at 30 June 2021	35,566	17,516	(11,834)	41,248

15 Annual general assembly of shareholders

The Annual General Assembly of the shareholders of the Parent Company held on 2 June 2022 approved the consolidated financial statements for the year ended 31 December 2021 and the boards of directors' proposal to distribute cash dividend to the shareholders of 12% equivalent to 12 Fils per share, and to issue 8% bonus shares, and an amount of KD650 thousand as remuneration to the Parent Company's Board of Directors for the year ended 31 December 2021. Accordingly, cash dividend of KWD23,898 thousand has been included under accounts payable and other liabilities in the interim condensed consolidated financial position which paid subsequent to the reporting date.

Notes to the interim condensed consolidated financial information (continued)

16 Segmental analysis

The Group's activities are concentrated in four main segments: investment, building material, specialist engineering and hotel and IT operations. The segments' results are reported to the higher management of the Group.

The Group's format for reporting segment information is business segments; which conforms to the internal reporting presented to management:

	Investment		Building materials		Specialist engineering and chemical		Hotel and IT services		Total	
Six-month ended:	**30 June 2022 KD '000**	30 June 2021 KD '000	**30 June 2022 KD '000**	30 June 2021 KD '000	**30 June 2022 KD '000**	30 June 2021 KD '000	**30 June 2022 KD '000**	30 June 2021 KD '000	**30 June 2022 KD '000**	30 June 2021 KD '000
Segment revenue	**64,676**	74,261	**23,948**	20,317	**29,475**	26,203	**8,025**	5,926	**126,124**	126,707
Less:										
Gain on sale of financial assets at fair value through profit or loss									**(5,695)**	(2,789)
Change in fair value of financial assets at fair value through profit or loss									**(27,148)**	(49,644)
Dividend income									**(14,554)**	(6,796)
Interest income									**(693)**	(714)
Share of result of associates									**(14,456)**	(12,059)
Rental income									**(1,176)**	(1,034)
Loss on other non-financial assets – net									**88**	18
Other income									**(1,042)**	(1,243)
Sales, per consolidated statement of profit or loss									**61,448**	52,446
Segment profit/(loss)	**50,090**	64,518	**2,023**	1,590	**612**	(1,327)	**483**	211	**53,208**	64,992
Less:										
Finance costs									**(10,567)**	(10,634)
Other unallocated (loss)/income									**(365)**	193
Profit before taxation									**42,276**	54,551
Segment assets	**1,232,833**	1,046,102	**80,506**	80,756	**116,756**	120,069	**11,975**	11,575	**1,442,070**	1,258,502
Segment liabilities	**(64,966)**	(30,297)	**(27,038)**	(27,577)	**(26,767)**	(25,717)	**(5,968)**	(5,395)	**(124,739)**	(88,986)
Segment net assets	**1,167,867**	1,015,805	**53,468**	53,179	**89,989**	94,352	**6,007**	6,180	**1,317,331**	1,169,516
Borrowings, bonds and due to banks									**(655,908)**	(631,947)
Total equity, per consolidated statement of financial position									**661,423**	537,569

Notes to the interim condensed consolidated financial information (continued)

17 Related party balances and transactions

Related parties represent associates, directors and key management personnel of the Group, and other related parties such as major shareholders and companies in which directors and key management personnel of the Group are principal owners or over which they are able to exercise significant influence or joint control. Pricing policies and terms of these transactions are approved by the Group's management.

Details of significant related party balances and transactions are as follows:

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Balances included in the interim condensed consolidated statement of financial position			
Due from related parties (included in accounts receivable and other assets)			
- Due from associate companies	**13,648**	12,596	7,375
- Due from key management personnel	**68**	68	70
- Due from other related parties	**893**	921	789
Due to related parties (included in accounts payable and other liabilities)			
- Due to associates	**55**	20	20
- Due to other related parties	**113**	1,631	111

	Three months ended		**Six months ended**	
	30 June 2022 (Unaudited) KD '000	30 June 2021 (Unaudited) KD '000	**30 June 2022 (Unaudited) KD '000**	30 June 2021 (Unaudited) KD '000
Transactions included in the interim condensed consolidated statement of profit or loss				
Purchase of raw materials – from associates	**190**	235	**350**	411
(Reversal of)/charge for Impairment losses	**(2,833)**	-	**6,116**	-
Compensation of key management personnel of the Group				
Short term employee benefits	**1,434**	887	**2,345**	1,748
Board of Directors' and committee remuneration including subsidiaries	**-**	-	**-**	480
Pension and end of service benefits	**149**	30	**200**	67
Cost of share-based payment	**-**	260	**302**	260
	1,583	1,177	**2,847**	2,555

Refer Note 19 and Note 20 for details of fiduciary assets and contingent liabilities and capital commitments held and issued on behalf of related parties.

18 Fair value measurement

18.1 Fair value hierarchy

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

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

Notes to the interim condensed consolidated financial information (continued)

18 Fair value measurement (continued)

18.1 Fair value hierarchy (continued)

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

18.2 Fair value measurement of financial instruments

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

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Financial assets:			
At amortised cost:			
• Cash and cash equivalents	**220,818**	90,674	81,628
• Accounts receivable and other financial assets	**55,191**	48,540	50,921
	276,009	139,214	132,549
At fair value:			
• Financial assets at FVTPL	**416,545**	396,501	356,511
• Financial assets at FVTOCI	**182,407**	194,307	222,987
	598,952	590,808	579,498
Total financial assets	**874,961**	730,022	712,047
Financial liabilities:			
At amortised cost:			
• Due to banks	**14,166**	12,941	13,832
• Accounts payable and other financial liabilities	**104,528**	71,600	64,722
• Lease liabilities	**6,567**	7,274	8,257
• Borrowings	**611,742**	586,804	563,115
• Bonds	**30,000**	30,000	55,000
	767,003	708,619	704,926

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

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

Notes to the interim condensed consolidated financial information (continued)

18 Fair value measurement (continued)

18.2 Fair value measurement of financial instruments (continued)

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

	Note	Level 1 KD'000	Level 2 KD'000	Level 3 KD'000	Total KD'000
At 30 June 2022					
At FVTPL:					
- Quoted securities	a	**300,806**	**-**	**-**	**300,806**
- Unquoted securities	b	**-**	**109**	**21,880**	**21,989**
- Managed portfolios and funds	c	**-**	**4,290**	**89,460**	**93,750**
At FVTOCI:					
- Quoted securities	a	**52,518**	**-**	**-**	**52,518**
- Unquoted securities	b	**-**	**17,311**	**89,111**	**106,422**
- Managed portfolios and funds	c	**-**	**492**	**22,975**	**23,467**
		353,324	**22,202**	**223,426**	**598,952**
At 31 December 2021					
At FVTPL:					
- Quoted securities	a	272,077	-	-	272,077
- Unquoted securities	b	-	128	19,267	19,395
- Managed portfolios and funds	c	-	4,608	100,421	105,029
At FVTOCI:					
- Quoted securities	a	52,689	-	-	52,689
- Unquoted securities	b	-	21,288	95,845	117,133
- Managed portfolios and funds	c	-	522	23,963	24,485
		324,766	26,546	239,496	590,808
At 30 June 2021					
At FVTPL:					
- Quoted shares	a	240,491	-	-	240,491
- Unquoted securities	b	-	146	12,796	12,942
- Managed portfolios and funds	c	-	4,042	99,036	103,078
At FVTOCI:					
- Quoted shares	a	45,444	-	-	45,444
- Unquoted securities	b	-	78,835	77,592	156,427
- Managed portfolios and funds	c	-	515	20,601	21,116
		285,935	83,538	210,025	579,498

Measurement at fair value

The Group's finance team performs valuations of financial items for financial reporting purposes, including Level 3 fair values, in consultation with third party valuation specialists for complex valuations, where required. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximizing the use of market-based information.

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

Notes to the interim condensed consolidated financial information (continued)

18 Fair value measurement (continued)

18.2 Fair value measurement of financial instruments (continued)

a) Quoted securities
Quoted securities represent all listed equity securities which are publicly traded in stock exchanges. Where quoted prices in an active market are available, the fair value of such investments have been determined by reference to their quoted bid prices at the reporting date (Level 1).

b) Unquoted securities (Level 2 and 3)
The consolidated financial statements include investments in unlisted securities which are measured at fair value. Fair value is estimated using discounted cash flow model or observable market prices or other valuation techniques which include some assumptions that are not supportable by observable market prices or rates.

c) Managed portfolios and funds

Private equity funds (Level 3)
The underlying investments in these private equity funds mainly represent foreign quoted and unquoted securities. Information for these investments is limited to periodic financial reports provided by the investment managers. These investments are carried at net asset values reported by the investment managers. Due to the nature of these investments, the net asset values reported by the investment managers represent the best estimate of fair values available for these investments.

Other managed portfolios and funds (Level 2 and 3)
The underlying investments of international managed portfolios and funds represent quoted and unquoted securities. They are valued based on periodic reports received from the portfolio/fund managers.

Measurement at fair value
The Group measurement of financial assets and liabilities classified in level 3 uses valuation techniques inputs that are not based on observable market date. The financial instruments within this level can be reconciled from beginning to ending balances as follows:

	30 June 2022 (Unaudited) KD '000	31 Dec. 2021 (Audited) KD '000	30 June 2021 (Unaudited) KD '000
Opening balance	**239,496**	212,910	212,910
Net change in fair value	**(13,646)**	33,807	9,590
Net disposals during the period/year	**(2,424)**	(7,221)	(12,475)
Closing balance	**223,426**	239,496	210,025

Changing inputs to the level 3 valuations to reasonably possible alternative assumption would not change significantly amounts recognised in profit or loss, total assets or total liabilities or total equity.

19 Fiduciary assets

One of the subsidiaries of the Group manages mutual funds, portfolios on behalf of related and third parties, and maintains securities in fiduciary accounts which are not reflected in the interim condensed consolidated statement of financial position. Assets under management at 30 June 2022 amounted to KD11,088 thousand (31 December 2021: KD9,973 thousand and 30 June 2021: KD9,147 thousand) of which assets managed on behalf of the related parties amounted to KD3,113 thousand (31 December 2021: KD2,878 thousand and 30 June 2021: KD2,865 thousand).

Notes to the interim condensed consolidated financial information (continued)

20 Contingent liabilities and capital commitments

At 30 June 2022, the Group had contingent liabilities in respect of outstanding bank guarantees amounting to KD44,112 thousand (31 December 2021: KD24,221 thousand and 30 June 2021: KD14,804 thousand) of which an amount of KD7,000 thousand (31 December 2021: KD7,000 thousand and 30 June 2021: KD7,000 thousand) is in relation to an associate.

At the reporting date, the Group had commitments for the purchase of investments, the acquisition of property, plant and equipment and investment properties and the incorporation of investment in associates totalling KD27,572 thousand (31 December 2021: KD30,177 thousand and 30 June 2021: KD17,397 thousand).

21 Comparative information

Certain other comparative figures have been reclassified to conform to the presentation in the current period, and such reclassification does not affect previously reported net assets, net equity and net results for the period or net decrease in cash and cash equivalents.

22 Subsequent event

During the period, on 22 June 2022, the Parent Company obtained Capital Markets Authority's (CMA) approval to issue bonds with a nominal value not exceeding KD50 Million with a maximum maturity period of five years from the date of issuance. Subsequent to the reporting date, on 20 July 2022, CMA issued its approval for the bonds' prospectus.

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