AL SAFWA ISLAMIC FINANCIAL SERVICES (PJSC) DUBAI - UNITED ARAB EMIRATES

INTERIM CONDENSED FINANCIAL INFORMATION AND REVIEW REPORT FOR THE NINE MONTHS PERIOD FROM JANUARY 1, 2008 TO SEPTEMBER 30, 2008

Interim Condensed Financial Information and Review Report For the nine months Period from January 1, 2008 to September 30, 2008

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# **Deloitte**

Deloitte & Touche (M.E.) City Tower 2, Suite 1001 Sheikh Zayed Road P.O. Box 4254, Dubai United Arab Emirates

Tel:+971(4) 331 3211 Fax:+971(4) 331 4178 www.deloitte.com

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## Report on Review of Interim Condensed Financial Information

The Board of Directors
Al Safwa Islamic Financial Services (PJSC)
Dubai
United Arab Emirates

#### Introduction

We have reviewed the accompanying interim condensed balance sheet of Al Safwa Islamic Financial Services (PJSC), Dubai, United Arab Emirates (the "Company") as of September 30, 2008 and the related interim condensed statements of income, changes in shareholders' equity and cash flows for the nine months period from January 1, 2008 to September 30, 2008. Management of the Company is responsible for the preparation and fair presentation of this interim financial information in accordance with International Accounting Standard 34 - 'Interim Financial Reporting ("IAS 34")'. Our responsibility is to express a conclusion on this interim financial information based on our review.

#### Scope of review

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

The interim condensed financial information for the nine months period from January 1, 2007 to September 30, 2007 were reviewed by another firm of auditor who issued a qualified review report on October 28, 2007 due to a scope limitation. The balance sheet comparative figures as of December 31, 2007 were also audited by same auditors who issued a qualified opinion dated January 23, 2008 due to the same scope limitation. This scope limitation related to the profit recorded on the sale of an investment property in the prior year. We have relied on the previous auditor's reports in all other respects.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed financial information is not prepared, in all material respects in accordance with International Accounting Standard 34, "Interim Financial Reporting".

Dubai October 27, 2008 Selsitte & Touche

Member of Deloitte Touche Tohmatsu

## Interim Condensed Balance Sheet As of September 30, 2008 (In Arab Emirates Dirhams)

|                                                             |                      | •                     | _                 |
|-------------------------------------------------------------|----------------------|-----------------------|-------------------|
|                                                             | Note                 | September 30,<br>2008 | December 31, 2007 |
|                                                             |                      | (un-audited)          | (audited)         |
| ASSETS                                                      |                      |                       |                   |
| Current assets                                              |                      |                       |                   |
| Cash and cash equivalents                                   |                      | 19,495,232            | 82,223,384        |
| Held-for-trading investments                                | 3                    | 1,004,768             | 5,836,135         |
| Available for sale investments  Trade and other receivables | 4                    | 6,293,498             | 52 272 501        |
|                                                             | 4                    | <u>84,936,200</u>     | <u>53,273,501</u> |
| Total current assets                                        |                      | 111,729,728           | 141,333,020       |
| Non-current assets                                          |                      |                       |                   |
| Property and equipment                                      | <u>5</u><br><u>6</u> | 829,760               | 9.508,612         |
| Investment properties                                       | <u>6</u>             | 20,640,072            | 14,625,072        |
| Properties under development                                |                      | 17,289,053            | <u>8,406,618</u>  |
| Total non-current assets                                    |                      | 38,758,885            | 32,540,302        |
| Total Assets                                                |                      | 150,488,613           | 173,873,322       |
|                                                             |                      |                       |                   |
| LIABILITIES AND SHAREHOLDERS' EQU                           | ITY                  |                       |                   |
| Current liabilities                                         |                      |                       |                   |
| Trade and other payables                                    |                      | <u>17,052,149</u>     | 37,223,075        |
| Non-current liabilities                                     |                      |                       |                   |
| Employees' end of service indemnity                         |                      | <u>160,715</u>        | 172,721           |
| Total Liabilities                                           |                      | 17,212,894            | 37,395,796        |
| Shareholders' Equity                                        |                      |                       |                   |
| Share capital                                               | 5                    | 129,841,748           | 129,841,748       |
| Employees performance share program                         | 6                    | ( 2,000,000)          | ( 2,000,000)      |
| Statutory reserve                                           |                      | 1,565,935             | 1,565,935         |
| General reserve                                             |                      | 1,565,935             | 1,565,935         |
| Retained carnings                                           |                      | <u>2,302,101</u>      | 5,503,908         |
| Total Shareholders' Equity                                  |                      | 133,275,719           | 136,477,526       |
| Total Liabilities and Shareholders' Equity                  |                      | 150,488,613           | 173,873,322       |
| -                                                           |                      |                       |                   |

The accompanying notes form an integral part of this interim condensed financial information.

Chairman

Interim Condensed Income Statement
For the period from January 1, 2008 to September 30, 2008
(In Arab Emirates Dirhams)

|                                                       | Nine-month period ended September 30, |                      | Three-month  | period ended<br>iber 30, |  |
|-------------------------------------------------------|---------------------------------------|----------------------|--------------|--------------------------|--|
|                                                       | 2008                                  | 2007                 | 2008         | 2007                     |  |
|                                                       | (un-audited)                          | (un-audited)         | (un-audited) | (un-audited)             |  |
| Commission income                                     | 6,554,803                             | 8,138,599            | 739,011      | 3,658,495                |  |
| General and administrative expenses (Note 9)          | (13,082,980)                          | ( <u>8,927,370</u> ) | (_5,903,176) | ( <u>3,667,991</u> )     |  |
| Gross loss for the period                             | ( 6,528,177)                          | ( 788,771)           | ( 3,164,165) | ( 9,496)                 |  |
| Other income                                          | 388,751                               | 699,565              | 59,394       | 256,173                  |  |
| Changes in fair value of held for trading investments | ( 927,129)                            | 467,692              | ( 622,617)   | 311,679                  |  |
| Gain on sale of property                              | 7,760,000                             | -                    | 7,760,000    | -                        |  |
| (Loss)/gain on sale of held for trading investments   | -                                     | ( 863,039)           | -            | 324,024                  |  |
| Gain on sale of investment properties                 |                                       | 4,848,817            |              | 377,817                  |  |
| Net profit for the period                             | 693,445                               | 4,364,264            | 2,032,612    | 1,260,197                |  |

The accompanying notes form an integral part of this interim condensed financial information.

## Interim Condensed Statement of Changes in Shareholders' Equity For the period from January 1, 2008 to September 30, 2008

(In Arab Emirates Dirhams)

|                                                                                                             | Share<br>capital | Statutory<br>reserve | General<br>reserve | Retained<br>earnings/<br>(accumulated<br><u>losses)</u> | Employees performance share program | Total            |
|-------------------------------------------------------------------------------------------------------------|------------------|----------------------|--------------------|---------------------------------------------------------|-------------------------------------|------------------|
| Balance at December 31, 2006 (audited) Net profit for the period from January 1, 2007 to September 30, 2007 | 129,841,748      | -                    | -                  | ( 7,023,569)                                            | ( 2,000,000)                        | 120,818,179      |
| (un-audited)                                                                                                |                  | <del>-</del>         | <u>_</u> _         | <u>4,364,264</u>                                        |                                     | <u>4,364,264</u> |
| Balance at September 30, 2007 (un-audited)                                                                  | 129,841,748      | _                    | -                  | ( 2,659,305)                                            | ( 2,000,000)                        | 125,182,443      |
| Balance at December 31, 2007 (audited) Net profit for the period from January 1, 2008 to September 30, 2008 | 129,841,748      | 1,565,935            | 1,565,935          | 5,503,908                                               | ( 2,000,000)                        | 136,477,526      |
| (un-audited)                                                                                                | -                | -                    | -                  | 693,445                                                 | -                                   | 693,445          |
| Dividends paid                                                                                              |                  | <del>-</del>         |                    | (_3,895,252)                                            |                                     | (_3,895,252)     |
| Balance at September 30, 2008 (un-audited)                                                                  | 129,841,748      | 1,565,935            | 1,565,935          | 2,302,101                                               | ( 2,000,000)                        | 133,275,719      |

The accompanying notes form an integral part of this interim condensed financial information.

### Interim Condensed Cash Flow Statement For the period from January 1, 2008 to September 30, 2008 (In Arab Emirates Dirhams)

|                                                                                       | Period from January 1, 2008 to September 30, 2008 | Period from January 1, 2007 to September 30, 2007 |
|---------------------------------------------------------------------------------------|---------------------------------------------------|---------------------------------------------------|
| Cash flows from operating activities                                                  | (un-audited)                                      | (un-audited)                                      |
| Net profit for the period                                                             | 693,445                                           | 4,364,264                                         |
| Adjustments for:                                                                      | •                                                 |                                                   |
| Depreciation                                                                          | 640,320                                           | 653,182                                           |
| Allowance for doubtful debts                                                          | 2,835,786                                         | -                                                 |
| Provision for employees' end of service indemnity                                     | 103,961                                           | 79,984                                            |
| Changes in fair value of trading securities                                           | 927,129                                           | ( 467,692)<br>863,039                             |
| Loss on sale of held for trading investments  Gain on sale of property and equipment* | ( 7,760,000)                                      | 303,039                                           |
| Gain on sale of investment properties                                                 | -                                                 | ( 4,848,817)                                      |
| Profit from Murabaha                                                                  | ( <u>195,160</u> )                                | (446,807)                                         |
| Operating cash flows before changes in operating                                      |                                                   | ,                                                 |
| assets and liabilities                                                                | ( 2,754,519)                                      | 197,153                                           |
| Increase in trade and other receivables*                                              | ( 18,498,485)                                     | ( 73,446,520)                                     |
| (Decrease)/increase in trade and other payables                                       | ( <u>20,170,926</u> )                             | 28,421,999                                        |
| Cash used in operations                                                               | (41,423,930)                                      | ( 44,827,368)                                     |
| Employees' end of service indemnity paid                                              | (115,967)                                         |                                                   |
| Net cash used in operating activities                                                 | ( <u>41,539,897</u> )                             | ( <u>44,827,368</u> )                             |
| Cash flow from investing activities                                                   |                                                   |                                                   |
| Purchase of property and equipment                                                    | ( 201,468)                                        | ( 45,749)                                         |
| Purchase of investments property                                                      | ( 6,015,000)                                      | ( 14,111,732)<br>53,372,068                       |
| Proceeds from sale of investment properties Additions to properties under development | ( 8,882,435)                                      | 33,372,000                                        |
| Purchase of held for trading investments                                              | ( 0,002,400)                                      | (1,182,166)                                       |
| Proceeds from sale of held for trading investments                                    | 3,904,238                                         | 14,051,313                                        |
| Purchase of available for sale investments                                            | (6,293,498)                                       | -                                                 |
| Profit from Murabaha                                                                  | <u>195,160</u>                                    | 446,807                                           |
| Net cash (used in)/from investing activities                                          | (_17,293,003)                                     | 52,530,541                                        |
| Cash flow from financing activities                                                   |                                                   |                                                   |
| Dividends paid                                                                        | (3,895,252)                                       |                                                   |
| Net cash used in financing activities                                                 | $(\underline{3,895,252})$                         | _                                                 |
| Net (decrease)/increase in cash and cash equivalents                                  | ( 62,728,152)                                     | 7,703,173                                         |
| Cash and cash equivalents at beginning of the period                                  | 82,223,384                                        | 17,829,456                                        |
| Cash and cash equivalents at end of the period                                        | 19,495,232                                        | 25,532,629                                        |
|                                                                                       | =======                                           | =======                                           |

The accompanying notes form an integral part of this interim condensed financial information.

<sup>\*</sup> The proceeds from sale of property and equipment was not received upto September 30, 2008 and accordingly was not reflected as an increase in trade and other receivables for cash flow purposes (Note 5).

## Notes to the Interim Condensed Financial Information For the period from January 1, 2008 to September 30, 2008

## 1. Establishment and operations

Al Safwa Islamic Financial Services (PJSC) (the "Company"), a private joint stock, was incorporated on March 11, 2006 in accordance with the provisions of UAE Federal Companies Law No. 8 of 1984.

The address of the registered office of the Company is P.O. Box 185085, Dubai, United Arab Emirates.

The principal activity of the Company is brokerage services in local shares and bonds.

## 2. Significant accounting policies

#### Basis of preparation

The interim condensed financial information has been prepared on the historical cost basis, except for the measurement at fair value of investment property and certain financial instruments.

This interim condensed financial information is prepared in accordance with the International Accounting Standard No. 34 – Interim Financial Reporting issued by the International Accounting Standard Board and also comply with the applicable requirements of the laws in the U.A.E.

The accounting policies used in the preparation of these interim condensed financial information are consistent with those used in the audited annual financial statements for the year ended December 31, 2007.

This interim condensed financial information do not include all the information required for full annual financial statements and should be read in conjunction with the Company's annual audited financial statements as at and for the year ended December 31, 2007. In addition, results for the nine-month period ended September 30, 2008 are not necessarily indicative of the results that may be expected for the financial year ending December 31, 2008.

#### (a) Estimates

The preparation of interim condensed financial information require 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 these interim condensed financial information, the significant judgements made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that were applied to the annual audited financial statements as at and for the year ended December 31, 2007.

# Notes to the Interim Condensed Financial Information - continued For the period from January 1, 2008 to September 30, 2008

## 2. Significant accounting policies (continued)

## (b) Financial risk management

The Company's financial risk management objectives and policies are consistent with those disclosed in the annual audited financial statements as at and for the year ended December 31, 2007.

## 3. Held for trading investments

|                                                          | September 30,      | December 31, |
|----------------------------------------------------------|--------------------|--------------|
|                                                          | 2008               | 2007         |
|                                                          | AED                | AED          |
|                                                          | (un-audited)       | (audited)    |
| Fair value, at the beginning of the period/year          | 5,836,135          | 20,335,020   |
| Purchases during the period/year                         | -                  | 1,227,782    |
| Disposals during the period/year                         | (3,904,238)        | (17,303,042) |
| (Decrease)/increase in fair value during the period/year | ( <u>927,129</u> ) | 1,576,375    |
| Fair value, at the end of the period/ year               | 1,004,768          | 5,836,135    |
|                                                          | <del></del>        |              |

### 4. Trade and other receivables

|                                        | September 30,<br>2008     | December 31, 2007  |
|----------------------------------------|---------------------------|--------------------|
|                                        | AED                       | AED                |
|                                        | (un-audited)              | (audited)          |
| Receivable from customers *            | 48,045,993                | 15,600,946         |
| Less: Allowance for doubtful debts     | $(\underline{3,000,000})$ | ( <u>164,214</u> ) |
|                                        | 45,045,993                | 15,436,732         |
| Other financial assets-margin deposits | 15,000,000                | 15,000,000         |
| Due from financial markets             | ~                         | 12,800,758         |
| Due from related parties *             | 6,963,389                 | 7,224,870          |
| Prepayments                            | 1,676,534                 | 682,802            |
| Refundable deposits                    | 20,000                    | 20,000             |
| Receivable from sale of property       | 16,000,000                | -                  |
| Other receivables                      | 230,284                   | 2,108,339          |
|                                        | 84,936,200                | 53,273,501         |
|                                        | _=======                  |                    |

<sup>\*</sup> These include amounts advanced to customers and related parties to execute trades in the stock markets.

# Notes to the Interim Condensed Financial Information - continued For the period from January 1, 2008 to September 30, 2008

### 5. Property and equipment

During the period ended September 30, 2008, the Company disposed off an office building with a carrying amount of AED 8.2 million for proceeds of AED 16 million.

### 6. Investment properties

During the period ended September 30, 2008, the Company purchased offices for AED 6 million.

### 7. Share capital

|                                                                                  | September 30,  2008  AED (un-audited) | December 31,  2007  AED (audited) |
|----------------------------------------------------------------------------------|---------------------------------------|-----------------------------------|
| Share capital consists of 129,841,748 issued and fully paid shares of AED 1 each | 129,841,748                           | 129,841,748                       |

## 8. Employees performance share program

During 2006, the Company established an Employee Performance Share Program (the "Program") to recognize and retain good performing staff. The program gives the employee the right to purchase the Company's shares at par value. The shares carry full dividend and voting rights, and the option can be exercised at any time from the stipulated vested dates on the condition that the employee is still under employment at the exercise date. There are no cash settlement alternatives and the options have no contractual expiry date.

The Company issued share options to a number of employees. The options give the employees the right to purchase specific number of shares at par value of AED 1 per share. No interim assessment of fair value of the option was performed as of September 30, 2008.

A related party acquired 2,000,000 shares of the Company's shares on behalf of the Company for the purpose of Employee Performance Share Program. The related party has confirmed that it is holding these shares on behalf of the Company for this purpose.

# Notes to the Interim Condensed Financial Information - continued For the period from January 1, 2008 to September 30, 2008

## 9. General and administrative expenses

|                                  | Period from      | Period from   |
|----------------------------------|------------------|---------------|
|                                  | January 1,       | January 1,    |
|                                  | 2008 to          | 2007 to       |
|                                  | September 30,    | September 30, |
|                                  | 2008             | 2007          |
|                                  | AED              | AED           |
|                                  | (un-audited)     | (un-audited)  |
| Employees' salaries and benefits | 3,582,393        | 3,330,098     |
| Market expenses                  | 233,985          | 166,237       |
| Bad debt expenses                | 3,000,000        | 164,214       |
| Rent expenses                    | 810,002          | 778,500       |
| Business promotion expenses      | 1,454,199        | 1,328,051     |
| Bonus                            | 280,000          | 61,500        |
| Professional fees                | 677,009          | 134,928       |
| Advertisement expenses           | 28,001           | 334,673       |
| Repair and maintenance           | 57,482           | 122,654       |
| Printing and stationery          | 45,634           | 39,119        |
| End of service expenses          | 103,961          | 79,984        |
| Depreciation expenses            | 640,320          | 653,182       |
| Utilities                        | 27,818           | 18,426        |
| Telephone and post expenses      | 341,412          | 596,686       |
| Bank charges                     | 256,677          | 194,190       |
| Other expenses                   | <u>1,544,087</u> | 1,089,142     |
|                                  | 13,082,980       | 9,091,584     |
|                                  |                  |               |

## 10. Related party transactions

The Company enters into transactions with companies and entities that fall within the definition of a related party as contained in International Accounting Standard 24: Related Party Disclosures. Related parties comprise companies under common ownership and/or common management and control and key management personnel.

# Notes to the Interim Condensed Financial Information - continued For the period from January 1, 2008 to September 30, 2008

| 10. | Related party transactions (continued)                                     |                                                   |                                                   |  |  |  |
|-----|----------------------------------------------------------------------------|---------------------------------------------------|---------------------------------------------------|--|--|--|
|     |                                                                            | Period from January 1, 2008 to September 30, 2008 | Period from January 1, 2007 to September 30, 2007 |  |  |  |
|     |                                                                            | AED<br>(un-audited)                               | AED<br>(un-audited)                               |  |  |  |
|     | a) Transactions with related parties                                       |                                                   |                                                   |  |  |  |
|     | Commission income                                                          | 215,954                                           | 490,674                                           |  |  |  |
|     | b) Compensation of key management personnel                                |                                                   |                                                   |  |  |  |
|     | Short term benefits                                                        | 790,000                                           | 571,691                                           |  |  |  |
|     | Long term benefits                                                         | 29,635                                            | 10,433                                            |  |  |  |
|     | c) At the balance sheet date, due from/to related parties were as follows: |                                                   |                                                   |  |  |  |
|     |                                                                            | September 30,  2008  AED (Un-audited)             | December 31,  2007  AED (Audited)                 |  |  |  |
|     | Due from related parties                                                   | 6,963,389                                         | 7,224,869                                         |  |  |  |
|     | Due to related parties                                                     | -                                                 | 1,563,167                                         |  |  |  |

## 11. Comparative amounts

Certain amounts for the prior period were reclassified to conform to current period presentation.