Review report and condensed interim financial information for the period ended June 30, 2012

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REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

To the Board of Directors of Al Dhabi Brokerage Services L.L.C. Abu Dhabi, U.A.E.

Introduction

We have reviewed the accompanying condensed interim statement of financial position of Al Dhabi Brokerage Services L.L.C. ("the Company") as of June 30, 2012 and the related condensed interim statements of comprehensive income, changes in equity and cash flows for the six month period then ended. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34, "Interim Financial Reporting ("IAS 34")". Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of review

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

Conclusion

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

PricewaterhouseCoopers

Jacques Fakhoury

Registration Auditor Number 379

July 30, 2012

PricewaterhouseCoopers, Abu Dhabi Trade Centre, Level 9, East Tower, PO Box 45263, Abu Dhabi, United Arab Emirates T: +971 (0)2 694 6800, F: +971 (0)2 645 6610, www.pwc.com/middle-east

W Hunt, AH Naser, P Suddaby and JE Fakhoury are registered as practising auditors with the UAE Ministry of Economy

Condensed interim statement of financial position as at June 30, 2012

| | | June 30 | December 31 |
|---|-------|--------------|--|
| | | 2012 | 2011 |
| | Notes | (unaudited) | (audited) |
| | | AED'000 | AED'000 |
| ASSETS | | | |
| Non-current assets | | 2 200 | 2 672 |
| Property and equipment | | 3,298 | 3,673 |
| Available for sale investments | 3 | 391 | 350 |
| Total non-current assets | | 3,689 | 4,023 |
| Current assets | | 2 202 | 0.731 |
| Frade and other receivables | 4 | 3,303 | 9,731 |
| Due from Parent company | 6 | 40,604 | 43,683 |
| Cash and cash equivalents | 6 | 21,378 | 21,749 |
| Total current assets | | 65,285 | 75,163 |
| Total assets | | 68,974 | 79,186 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | 20,000 |
| Share capital | | 30,000 | 30,000 |
| Statutory reserve | | 5,621 | 5,621 |
| Investment revaluation reserve | | (38) | (79) |
| Retained earnings | | 25,236 | 29,795 |
| Total equity | | 60,819 | 65,337 |
| Non-current liability Provision for employees' end of service benefit | | 1,056 | 1,269 |
| | | | 5 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 |
| Current liability Trade and other payables | 5 | 7,099 | 12,580 |
| Total liabilities | | 8,155 | 13,849 |
| 1 otal nabilities | | | 7,000,000,000 |
| Total equity and liabilities | | 68,974 | 79,186 |
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| More | (| Hassan Salem | PAGE STATE OF THE PAGE STATE O |
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The accompanying notes form an integral part of these condensed interim financial information.

Condensed interim statement of comprehensive income (unaudited) for the period ended June 30, 2012

| _ | 3months end | ed June 30 | 6 months end | led June 30 |
|---|---------------------------|---------------------------|-----------------------------|------------------|
| Income | 2012 AED'000 | 2011 AED'000 | 2012 AED'000 | 2011 AED'000 |
| Brokerage commission Interest income | 851 137 | 1,095 64 | 2,178 242 | 2,327 154 |
| | 988 | 1,159 | 2,420 | 2,481 |
| Expenses Staff expenses Depreciation expense Other operating expenses | (1,837) (246) (764) | (2,634) (315) (709) | (4,802) (484) (1,693) | (3,425) (632) |
| | (2,847) | (3,658) | (6,979) | (5,708) |
| Net loss for the period | (1,859) | (2,499) | (4,559) | (3,227) |
| Other comprehensive income Fair value changes on available for sale investments | (88) | (59) | 41 | (142) |
| Net comprehensive loss for the period | (1,947) | (2,558) | (4,518) | (3,369) |

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

Condensed interim statement of changes in equity (unaudited) for the period ended June 30, 2012

| | Share capital AED'000 | Statutory reserve AED'000 | Investment revaluation reserve AED'000 | Retained earnings AED'000 | Total AED'000 |
|--|-----------------------------|---------------------------------|---|---------------------------------|------------------|
| Balance at January 1, 2011 | 30,000 | 5,621 | 200 | 39,705 | 75,526 |
| Net loss for the period Fair value changes on available for sale investments | 1000 1000 | ie. | (142) | (3,227) | (3,227) (142) |
| Balance at June 30, 2011 | 30,000 | 5,621 | 58 | 36,478 | 72,157 |
| Balance at January 1, 2012 | 30,000 | 5,621 | (79) | 29,795 | 65,337 |
| Net loss for the period Fair value changes on available for sale investments | <u>#</u> | =1 | 41 | (4,559) | (4,559) 41 |
| Balance at June 30, 2012 | 30,000 | 5,621 | (38) | 25,236 | 60,819 |
| | *** | | | | |

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

Condensed interim statement of cash flows (unaudited) for the period ended June 30, 2012

| | 6 months e | nded June 30 |
|--|------------|--------------|
| | 2012 | 2011 |
| Operating activities | AED'000 | AED'000 |
| Net loss for the period | | |
| rections for the period | (4,559) | (3,227) |
| Adjustment for: | | |
| Depreciation of property and equipment | X232X2X | |
| Employees' end of service benefit charge | 484 | 632 |
| -mproyees and of service benefit charge | 149 | 128 |
| Operating cash flows before changes in operating assets | | |
| and liabilities | (3,926) | (0.16%) |
| Decrease/(increase) in trade and other receivables | 6,428 | (2,467) |
| Decrease in amounts due from Parent company | | (141) |
| Decrease in trade and other payables | 2,839 | 3,008 |
| Payment for employees' end of service benefit | (5,481) | (693) |
| AND TO CONTROL OF CASE OF THE PRODUCT OF THE PRODUC | (122) | (81) |
| Net cash used in operating activities | | - |
| activities | (262) | (374) |
| Investing activities | - | |
| Purchase of property and equipment, net | (109) | (3) |
| | | |
| Net cash used in investing activities | (109) | (3) |
| | 127.73.6 | |
| Decrease in cash equivalents | (271) | 25450 |
| | (371) | (377) |
| Cash and cash equivalents at the beginning of the period | 21,749 | 22,590 |
| Cash and cash equivalents at the end of the period | 21,378 | |
| | | 22,213 |
| Non-cash transaction: | | |
| Transfer of provision for employees' end of service benefit to | | |
| Parent company | 240 | |
| THE N | 240 | ₩ |
| | | - |

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

Notes to the condensed interim financial information for the period ended June 30, 2012

1 General

Al Dhabi Brokerage Services L.L.C (the "Company") is a limited liability company incorporated in the Emirate of Abu Dhabi, United Arab Emirates (U.A.E.). The Company was established on February 7, 2005 and commenced its operations on May 14, 2005 and is a wholly owned subsidiary of Abu Dhabi Commercial Bank P.J.S.C. ("the Parent Company"), a public joint stock company incorporated and registered in the U.A.E. The registered head office of the Company is at Level 5, Abu Dhabi Commercial Bank Head Office Building, Salam Street, Plot C-33, Sector E-11, P. O. Box 939, Abu Dhabi, and U.A.E.

The Company is registered as a brokerage company in accordance with U.A.E. Federal Law No. 4 of 2000.

The principal activity of the Company is to provide brokerage services pertaining to financial instruments and commodities.

2 Summary of significant accounting policies

Basis of preparation

These condensed interim financial information have been prepared in accordance with IAS 34 "Interim Financial Reporting". They do not include all of the information required for full annual financial statements, and should be read in conjunction with the audited annual financial statements for the year ended December 31, 2011, which were prepared in accordance with International Financial Reporting Standards (IFRS) and International Financial Reporting Interpretation Committee (IFRIC) Interpretations.

The same accounting policies, presentation and methods of computation have been followed in these condensed interim financial information as were applied in the preparation and presentation of the audited annual financial statements for the year ended December 31, 2011.

The results for the six months period ended June 30, 2012 are not necessary indicative of the results that may be expected for the financial year ending December 31, 2012.

These condensed interim financial information are prepared and presented in United Arab Emirates Dirhams (AED) which is the Company's functional and presentation currency and are rounded off to the nearest thousand ("000") unless otherwise indicated.

Notes to the condensed interim financial information for the period ended June 30, 2012 (continued)

3 Available for sale investments

| Quoted | June 30 2012 (unaudited) AED'000 | December 31 2011 (audited) AED'000 |
|--|---|---|
| Opening balance Fair value changes on available for sale investments | 350 41 | 629 (279) |
| Closing balance | 391 | 350 |
| | | |

The above represents investment of 416,341 shares in Dubai Financial Market P.J.S.C.

4 Trade and other receivables

| | June 30 2012 (unaudited) AED'000 | December 31 2011 (audited) AED'000 |
|---|---|---|
| Trade receivables from customers Other receivables | 3,177 126 | 9,603 128 |
| | 3,303 | 9,731 |
| | | |

The credit period for trade receivables is two days (trade date plus two working days).

Before accepting any new customer, it is the Company's policy that customers hold current accounts with the Parent Company.

There are no receivables which are past due at the reporting date.

The fair value of trade and other receivables approximates their carrying value.

Notes to the condensed interim financial information for the period ended June 30, 2012 (continued)

| 5 Trade and other payabl | es | į |
|--------------------------|----|---|
|--------------------------|----|---|

| 5 Trade and other payables | June 30 2012 (unaudited) AED'000 | December 31 2011 (audited) AED'000 |
|--|---|---|
| Trade payables to customers Payables to other brokers Other payables | 2,319 851 3,929 | 2,451 7,136 2,993 |
| | 7,099 | 12,580 |

Trade payables to customers consist of only those customers holding a current account with the Parent Company. The settlement date of these balances is after two working days from the transaction date and is settled to the customer's current account that it holds with the Parent Company.

Transactions and balances with related parties 6

Related parties comprise the Parent Company - Abu Dhabi Commercial Bank P.J.S.C. ("ADCB"), its Directors and entities in which they have significant influence in operating and financial decisions.

Related party Balances

| | June 30 2012 (unaudited) AED'000 | December 31 2011 (audited) AED'000 |
|------------------------------------|---|---|
| Bank Balances with ADCB | | |
| Short term deposit Current account | 20,063 1,315 | 15,546 6,203 |
| | 21,378 | 21,749 |
| Due from the Parent Company | 40,604 | 43,683 |

Notes to the condensed interim financial information for the period ended June 30, 2012 (continued)

6 Transactions and balances with related parties (continued)

Significant transactions with related parties during the period are as follows:

| | June 30 2012 (unaudited) | June 30 2011 (unaudited) |
|---|--------------------------------|--------------------------------|
| n I | AED'000 | AED'000 |
| Brokerage commission | 311 | 603 |
| Interest income | 242 | 154 |
| Commission expense on bank guarantee | 531 | 525 |
| Rent expenses | 117 | 163 |
| Transfer of provision for employees' end of service benefit | 240 | |
| 7 Contingent liabilities | | |
| | June 30 | December 31 |
| | 2012 | 2011 |
| | (unaudited) | (audited) |
| | AED'000 | AED'000 |
| Bank guarantees | 205,000 | 205,000 |
| | | |

The above bank guarantees have been issued by the Parent Company in the normal course of business.

8 Approval of condensed interim financial information

These condensed interim financial information was approved by management and authorised for issue on July 30, 2012.