Condensed unconsolidated interim financial information 30 June 2014

# Condensed unconsolidated interim financial information (Reviewed) For the six-month period ended 30 June 2014

Contents	Page
Independent auditors' report on review of interim financial information	1
Condensed unconsolidated interim statement of financial position	2
Condensed unconsolidated interim statement of profit or loss and other comprehensive income	3
Condensed unconsolidated interim statement of changes in equity	4
Condensed unconsolidated interim statement of cash flows	5
Notes to the condensed unconsolidated interim financial information	6 -14



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### Independent Auditors' Report on Review of Condensed Unconsolidated Interim Financial Information

The Shareholders
Al Safwa Islamic Financial Services (PJSC)

#### Introduction

We have reviewed the accompanying 30 June 2014 condensed unconsolidated interim financial information of Al Safwa Islamic Financial Services (PJSC) ("the Company"), which comprises:

- the condensed unconsolidated interim statement of financial position as at 30 June 2014;
- the condensed unconsolidated interim statement of profit or loss and other comprehensive income for the three-month and six-month periods ended 30 June 2014;
- the condensed unconsolidated interim statement of changes in equity for the six-month period ended 30 June 2014;
- the condensed unconsolidated interim statement of cash flows for the six-month period ended 30 June 2014; and
- notes to the condensed unconsolidated interim financial information.

Management is responsible for the preparation and presentation of this condensed unconsolidated interim financial information in accordance with IAS 34, 'Interim Financial Reporting'. Our responsibility is to express a conclusion on this condensed unconsolidated interim financial information based on our review.

### Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of condensed unconsolidated 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 30 June 2014 condensed unconsolidated interim financial information is not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting'.

KPMG Lower Gulf Limited Date: 2 4 JUL 2014

Condensed unconsolidated interim statement of financial position as at

		30 June	31 December
		2014	2013 AED
	Note	AED (Daviewed)	(Audited)
Assets	Note	(Reviewed)	(Addited)
Non-current assets			
Property and equipment		4,552,951	4,822,800
	3	4,332,731	7,022,000
Investment in subsidiary	3		
m			
Total non-current assets		4,552,951	4,822,800
Current assets	720		2 002 074
Available-for-sale investment	4	3,923,864	3,923,864
Trade receivables, deposits, prepayments and other			
receivables	5	49,756,195	67,991,645
Amount due from related parties	6	23,819,765	29,494,194
Cash and bank balances	7	47,884,592	26,810,217
Total current assets		125,384,416	128,219,920
Total assets		129,937,367	133,042,720
		========	=========
Equity			
Share capital		129,841,748	129,841,748
Statutory reserve		2,455,519	2,455,519
General reserve	13	2, 100,015	-
Treasury shares	£1000	(2,000,000)	(2,000,000)
Accumulated losses		(42,844,314)	(41,090,829)
Accumulated 1035cs		(12,011,011)	(11,000,000,000,000,000,000,000,000,000,
Total equity		87,452,953	89,206,438
Total equity		57,102,200	
Liabilities			
<del></del>			
Non-current liabilities			410.170
Employees' end of service benefits	8	380,049	410,168
Current liabilities			
Trade and other payables	9	34,055,868	33,136,114
Amount due to related parties	6	8,048,497	10,290,000
Parameter Parame			
77-4-1		42 104 365	43,426,114
Total current liabilities		42,104,365	43,420,114
mark to the transfer		42 494 414	
Total liabilities		42,484,414	43,836,282
		120 027 267	
Total equity and liabilities		129,937,367	133,042,720
TI		and introduction for a sink	

The notes on pages 6 to 14 are an integral part of the condensed unconsolidated interim financial information.

The condensed unconsolidated interim financial information were approved and authorised for issue by the Board of Directors on 2 4 111 2014 and signed on their behalf by:

Chairman

The review report of the auditors' is set out on page 1.

# Condensed unconsolidated interim statement of profit or loss and other comprehensive income

For the six month period ended 30 June 2014

		Three-month	Three-month	Six-month	Six-month
		period ended	period ended	period ended	period ended
		30 June 2014	30 June 2013	30 June 2014	30 June 2013
		AED	AED	AED	AED
	Note	(Reviewed)	(Reviewed)	(Reviewed)	(Reviewed)
Commission income		4,160,581	2,409,697	9,075,647	3,922,635
Other income		255,488	101,541	351,061	202,190
Total income		4,416,069	2,511,238	9,426,708	4,124,825
Staff salaries and benefits	10	(1,398,100)	(638,844)	(2,017,551)	(1,304,348)
Advertisement and business promotion		-	-	(6,796)	(6,796)
Administrative and general expenses	11	(692,891)	(788,636)	(2,223,759)	(1,557,217)
Net profit for the period		2,325,078	1,083,758	5,178,602	1,256,464
Other comprehensive income for the period			-	-	-
Total comprehensive income for the period		2,325,078	1,083,758	5,178,602	1,256,464
		======	=======	======	=======

The notes on pages 6 to 14 are an integral part of the condensed unconsolidated interim financial information.

The review report of the auditors' is set out on page 1.

Condensed unconsolidated interim statement of changes in equity For the six month period ended 30 June 2014

	Share capital AED	Statutory reserve AED	General reserve AED	Treasury shares AED	Accumulated losses AED	Total AED
At 1 January 2013	129,841,748	1,934,871	1,934,871	(2,000,000)	(46,924,939)	84,786,551
Profit for the period	-	-	-	-	1,256,464	1,256,464
Other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive profit for the period		-		-	1,256,464	1,256,464
Transactions with owners, recorded directly in equity Reversal of zakat payable for the year ended						
31 December 2012 (note 12)	-	-	-	-	1,148,281	1,148,281
General reserve paid to shareholders as approved in Annual General meetings (note 13)	<u>-</u>	<u>-</u>	(1,934,871)	<del>-</del>	-	(1,934,871)
At 30 June 2013 (Reviewed)	120.041.740	1 024 071		(2.000.000)	(44.520.104)	
110 30 Julie 2013 (Reviewed)	129,841,748	1,934,871	-	(2,000,000)	(44,520,194)	85,256,425
At 1 January 2014	129,841,748	2,455,519	-	(2,000,000)	(41,090,829)	89,206,438
Profit for the period	-	-	-	-	5,178,602	5,178,602
Other comprehensive income for the period	-	-	-	-	-	-
Total comprehensive income for the period					5,178,602	5,178,602
Transactions with owners, recorded directly in equity Dividend declared (note 15)			-		(6,392,087)	(6,392,087)
Directors' bonus (note 16)	-	-	-	-	(540,000)	(540,000)
At 30 June 2014 (Reviewed)	129,841,748 =======	2,455,519 ======		(2,000,000) ======	(42,844,314) ======	87,452,953 ======

The notes on pages 6 to 14 are an integral part of the condensed unconsolidated interim financial information. The review report of the auditors' is set out on page 1.

# Condensed unconsolidated interim statement of cash flows

For the six month period ended 30 June 2014

•	30 June	30 June
	2014	
	AED	AED
Cook flows from an austing activities	(Reviewed)	(Reviewed)
Cash flows from operating activities  Net profit for the period  Adjustments for:	5,178,602	1,256,464
Depreciation	380,041	352,324
Provision for employees' end of service benefits		30,300
Profit from Murabaha	(3,093)	(2,190)
Operating profit before changes in working capital	5,603,610	1,636,898
Working capital changes:		
Change in trade receivables, deposits, prepayments and other receivables	18,235,449	470,438
Change in amount due from related parties		(4,013,277)
Change in trade and other payables	(9,910,320)	(1,133)
Change in amount due to related parties	(3,121,503)	
Cash flows generated from/(used in) operating activities		(1,907,074)
Employees' end of service benefits paid	(78,179)	(18,550)
Net cash flows generated from/(used in) operating activities		(1,925,624)
Cash flows from investing activities		
Acquisition of property and equipment	(110,192)	
Profit received from Murabaha	3,093	2,190
Net cash flows (used in)/generated from investing activities	(107,099)	2,190
Cash flows from financing activities		
Dividend to shareholders	(5,512,087)	-
Directors bonus		-
General reserve paid to shareholders	(37,841)	(1,730,531)
Net cash flows used in financing activities		(1,730,531)
Net change in cash and cash equivalents	10,206,460	3,653,965)
Cash and cash equivalents at 1 January	9,003,596	10,867,671
Cash and cash equivalents at 30 June		7,213,706
Cash and cash equivalents at the end of period comprising of:	<b></b>	<b>_</b>
Cash at bank and in hand (refer note 7)		24,974,993
Client deposits	(28,674,536)	(17,761,287)
	19,210,056	7,213,706

The notes on pages 6 to 14 are an integral part of the condensed unconsolidated interim financial information. The review report of the auditors' is set out on page 1.

### **Notes**

(forming part of the condensed unconsolidated interim financial information)

### 1 Legal status and principal activities

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

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.

On 14 July 2009, the Company established a subsidiary by subscribing to 10,000,000 shares of AED 1 each representing 100% equity in Al Safwa Capital LLC, a company incorporated in the Emirate of Sharjah in accordance with the provision of the UAE Federal Companies Law no.8 of 1984 (as amended). The principal activity of the subsidiary is to hold investment properties and invest in shares.

### 2 Significant accounting policies

These condensed unconsolidated interim financial information reflect the operating results and the financial position of the Company only, i.e. these are separate condensed interim financial information of the Company, and do not include the operating results and financial position of its subsidiary. The condensed consolidated interim financial information for the six-month period ended 30 June 2014 should be referred to for the better understanding of the consolidated operating results and financial position of the Company and its subsidiary.

### a) Statement of compliance

The condensed unconsolidated interim financial information has been prepared in accordance with IAS 34 *Interim Financial Reporting*. The interim financial information do not include all the information required for full annual financial statements and should be read in conjunction with the audited financial statements of the Company as at and for the year ended 31 December 2013.

### b) Basis of preparation

The condensed unconsolidated interim financial information has been prepared on the historical cost basis, except for available for sale investment.

The accounting policies and methods of computation adopted by the Company in preparation of these condensed unconsolidated interim financial information are the same as those applied by the Company in its annual audited financial statements as at 31 December 2013.

### **Notes**

(forming part of the condensed unconsolidated interim financial information)

### **Significant accounting policies** (continued)

#### b) **Basis of preparation** (continued)

The preparation of condensed unconsolidated interim financial information requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates. In preparing this condensed unconsolidated interim financial information, the significant judgments made by management in applying the Company's accounting policies and the key sources of estimation and uncertainty were the same as those that applied to the annual audited financial statements of the Company as at and for the year ended 31 December 2013.

The condensed unconsolidated interim financial information has been prepared in UAE Dirham's ("AED"), which is the functional currency.

#### Financial risk management c)

The Company's financial risk management objectives, policies and procedures are consistent with those disclosed in the annual audited financial statements as at and for the year ended 31 December 2013.

### 3 Investment in subsidiary

	30 June	31 December
	2014	2013
	AED	AED
	(Reviewed)	(Audited)
At cost:		
Unquoted shares (at 1 January)	10,000,000	10,000,000
Less: Impairment (note 3.2)	(10,000,000)	(10,000,000)
	-	-
	======	=======
Detail of the subsidiary is as follows:		

### 3.1

Name of subsidiary	Country of Incorporation	Principal Activities	Effective ownership interest		
			30 June 2014	31 December 2013	
			(Reviewed)	(Audited)	
Al Safwa Capital LLC	UAE	Investment Company	100%	100%	

3.2 At 31 December 2012, investment in subsidiary was fully impaired due to downward movement in fair value of investment properties held by the subsidiary and disposal of investment properties at a realised loss.

### Notes

(forming part of the condensed unconsolidated interim financial information)

### 4 Available-for-sale investment

In June 2008, the Company subscribed to 625,000 shares of the National Mass Housing Co. SAOC, incorporated in the Sultanate of Oman. These shares were allocated to the Company during the second quarter of 2010. The cost of these shares is AED 3,923,864 (31 December 2013: AED 3,923,864) which represents an equity stake of 2.5%. The management believes that the fair value of this investment is not significantly different from its carrying value.

### 5 Trade receivables, deposits, prepayments and other receivables

	30 June	31 December
	2014	2013
	AED	AED
	(Reviewed)	(Audited)
Receivable from customers (note 5.1)	13,123,213	14,896,357
Less: Allowance for impairment losses (note 5.2)	(5,775,995)	(5,775,995)
Net receivable from customers	7,347,218	9,120,362
Other financial assets-margin deposits (note 18)	20,000,000	20,000,000
Other financial deposit (note 5.3)	10,000,000	-
Settlement due from Dubai Financial Market (DFM) Settlement due from Abu Dhabi Securities	11,609,948	22,319,517
Exchange (ADX)	-	15,968,425
Prepayments	519,825	458,746
Refundable deposits	15,000	15,000
Other receivables	264,204	109,595
	49,756,195	67,991,645
	=======	========

**5.1** As at 30 June 2014, market value of securities held as collateral amounted to AED 9.7 million. (31 December 2013: AED 10.2 million) against the above receivables.

### **5.2** Movement in allowance for impairment of receivables:

	30 June	31 December
	2014	2013
	AED	AED
	(Reviewed)	(Audited)
At 1 January	5,775,995	5,775,995
Charge for the period / year	-	-
Closing balance	5,775,995	5,775,995
	======	=======

### **Notes**

(forming part of the condensed unconsolidated interim financial information)

- 5 Trade receivables, deposits, prepayments and other receivables (continued)
- **5.3** During the period, the Company deposited an amount of AED 8 million with DFM and AED 2 million with ADX for trading in excess of the assigned limit of AED 10 million each, for a temporary period.

### **6** 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 shareholders, directors and key management personnel of the Company and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Company's management.

Details of transactions carried out with related parties during the six month period ended 30 June 2014 are as follows:

	30 June	30 June
	2014	2013
	AED	AED
	(Reviewed)	(Reviewed)
Transaction with shareholders		
Commission income	1,604,533	155,492
Dividend to shareholders (refer note 15)	6,392,087	-
	======	=====
Transaction with subsidiary		
Commission income	263,590	121,425
	=====	=====
Compensation of key management		
personnel		
Short term benefits	240,000	270,000
Long term benefits	10,000	31,600
	====	=====
Transaction with directors – bonus		
Directors fees (refer note 16)	<b>-</b> 40.000	
Directors rees (refer note 10)	540,000	-
	======	======

### Notes

(forming part of the condensed unconsolidated interim financial information)

### **6** Related party transactions (continued)

Details of balances with related parties as at the balance sheet date are as follows:

	30 June	31 December
	2014	2013
	AED	AED
	(Reviewed)	(Audited)
Balances with related parties		
Due from related parties		
Amount due from shareholders (note 6.1)	7,054,231	7,054,231
Amount due from subsidiary	16,765,534	22,439,963
	23,819,765	29,494,194
	======	=======
Due to related parties		
Amount due to shareholders (note 6.2)	880,000	-
Amount due to subsidiary	7,168,497	10,290,000
	8,048,497	10,290,000
	========	

6.1 Due from shareholders includes past due balance of greater than 90 days amounting to AED 7.1 million (31 December 2013: AED 6 million) against which no provision has been made as these are considered to be recoverable by the directors.

As at 30 June 2014, market value of securities held as collateral amounted to AED 3.5 million (31 December 2013: AED 3.4 million) against these receivables.

**6.2** Due to shareholders comprises of dividend payable to the shareholders (refer note 15).

### Notes

(forming part of the condensed unconsolidated interim financial information)

### 7 Cash and bank balances

	30 June	31 December
	2014	2013
	AED	AED
	(Reviewed)	(Audited)
Bank balances		
- Client deposits (Note 7.1)	28,674,536	17,806,621
- Company's current account	19,201,276	9,002,663
Cash in hand	8,780	933
	47,884,592	26,810,217
	<del></del>	

7.1 In accordance with the regulations issued by the Emirates Securities and Commodities Authority ("ESCA"), the Company maintains separate bank accounts for advances received from its customers ("clients' money"). The clients' money is not available to the Company other than to settle transactions executed on behalf of the customers maintaining deposits with the Company.

## 8 Employees' end of service benefits

Movement of end of service benefits are as follows:

	30 June	31 December
	2014	2013
	AED	AED
	(Reviewed)	(Audited)
Provision at the beginning of the period / year	410,168	362,576
Provided during the period / year	48,060	113,972
Paid during the period / year	(78,179)	(66,380)
Provisions as at the end of the period / year	380,049	410,168
	=======	

### 9 Trade and other payables

	30 June 2014 AED (Pavioyad)	31 December 2013 AED
Advance from customers Other liabilities	(Reviewed) 31,843,287 2,212,581	(Audited) 32,310,798 825,316
	34,055,868 ======	33,136,114

### **Notes**

(forming part of the condensed unconsolidated interim financial information)

#### 10 Staff salaries and benefits

	30 June	30 June
	2014	2013
	AED	AED
	(Reviewed)	(Reviewed)
Employees salaries and benefits	1,969,491	1,274,048
End of service benefits	48,060	30,300
	2,017,551	1,304,348
	======	======

### 11 Administrative and general expenses

	30 June 2014	30 June 2013 AED
	AED (Reviewed)	(Reviewed)
Market expenses	178,891	170,740
Repair and maintenance	135,940	76,452
Printing and stationery	3,413	12,926
Depreciation expenses	380,041	352,323
Utilities	35,681	35,235
Communication expense	336,755	381,072
Bank charges	153,344	152,715
Legal and professional expenses	649,931	123,936
Rent	54,986	27,501
Other expenses	294,777	224,317
	2,223,759	1,557,217
	======	======

## 12 Zakat payable

Zakat relates to the year ended 31 December 2012 and has been calculated and approved by Shariah' committee as AED 1.1 million. At the annual general meeting of the Shareholders held on 24 January 2013, the Shareholders resolved to pay the Zakat amount directly. Accordingly, the Company's liability for Zakat has been reversed.

### 13 General reserve

The shareholders of the Company have resolved to discontinue any transfers and cancel the general reserve. Therefore, during 2013, an amount of AED 1.7 million was paid out to shareholders, and the remaining amount will be paid in due course.

#### 14 Fair value

The fair value of the Company's financial assets and liabilities as at 30 June 2014 and 31 December 2013 approximate their carrying amounts.

### **Notes**

(forming part of the condensed unconsolidated interim financial information)

#### 15 Dividend declared

At the annual general meeting held on 13 March 2014, it was resolved to pay dividend of AED 6.4 million to the shareholders. As at the reporting date, the Company has paid dividend of AED 5.6 million. The remaining balance of AED 0.8 million is appearing in due to related parties (refer note 6).

#### 16 Directors' bonus

At the annual general meeting held on 13 March 2014, it was resolved to pay directors' bonus of AED 0.5 million for the year ended 31 December 2013. The Company has paid the entire amount during the period.

### 17 Accounting estimates and judgments

Significant items where the use of estimates and judgments are required are outlined below:

### (i) Impairment of receivable from customers

The Company reviews its receivable balances to assess impairment on a regular basis. Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### (ii) Fair value of financial instruments

Fair value hierarchy

The Company measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in the making the measurements:

Level 1: Quoted market price (unadjusted) in an active market for an identical instrument.

Level 2: Inputs other than quoted prices included within Level 1 that are observable either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques in which all significant inputs are directly or indirectly observable from market data.

Level 3: Inputs that are unobservable. This category includes all instruments for which the valuation technique includes inputs not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments for which significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

### **Notes**

(forming part of the condensed unconsolidated interim financial information)

### 17 Accounting estimates and judgments (continued)

### (a) Fair value hierarchy of assets measured at fair value

	Level 1 AED	Level 2 AED	Level 3 AED
30 June 2014			
Financial assets – Available-for- sale	-	-	3,923,864
31 December 2013	===	====	======
Financial assets – Available-for- sale	_	_	3,923,864
11.31.31.10.10.10.10.10.10.10.10.10.10.10.10.10	====	====	======

There is no movement in the fair value of available-for-sale investment and hence, a level 3 reconciliation is not presented.

### 18 Contingent liabilities and capital commitments

	30 June	31 December
	2014	2013
	AED	AED
	(Reviewed)	(Audited)
Letters of guarantee	20,000,000	20,000,000
	=======	=======

The Company has arranged bank guarantees amounting to AED 10,000,000 and AED 10,000,000 to the Dubai Financial Market ("DFM") and Abu Dhabi Securities Exchange ("ADX"), for the Company's fulfilment of obligations under the contract / agreement with DFM and ADX (31 December 2013: AED 10,000,000 for DFM and AED 10,000,000 for ADX). The guarantees are secured against the margin deposit of AED 20,000,000 (31 December 2013: AED20,000,000) placed with an Islamic Bank.

### 19 Comparative figures

Certain comparative figures have been reclassified to conform to the presentation adopted in these condensed unconsolidated interim financial statement.