

EMIRATES NBD SECURITIES LLC

CONDENSED INTERIM FINANCIAL STATEMENTS

FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023

EMIRATES NBD SECURITIES LLC

CONDENSED INTERIM FINANCIAL STATEMENTS

Contents	Page
Independent auditor's report on review of the condensed interim financial statements	1
Condensed interim statement of financial position	2
Condensed interim statement of comprehensive income	3
Condensed interim statement of cash flows	4
Condensed interim statement of changes in equity	5
Notes to the condensed interim financial statements	6 - 11

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

The Board of Directors
Emirates NBD Securities LLC
Dubai
United Arab Emirates

Introduction

We have reviewed the accompanying condensed statement of financial position of **Emirates NBD Securities LLC** (the “Company”), **Dubai, United Arab Emirates** as at 31 March 2023 and the related condensed statement of comprehensive income, condensed statement of changes in equity and condensed statement of cash flows for the three months 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 interim financial information is not prepared, in all material respects in accordance with IAS 34.

Deloitte & Touche (M.E.)



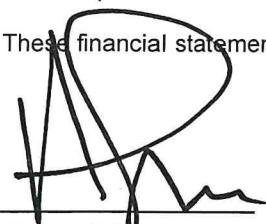
Akbar Ahmad
Registration No.: 1141
15 May 2023
Dubai
United Arab Emirates

		Unaudited 31 March 2023 AED 000	Audited 31 December 2022 AED 000
	Notes		
Assets			
Property and equipment		7,454	6,653
Investment securities	5	354	354
Total non-current assets		7,808	7,007
Cash and bank balances	6	122,805	123,404
Trade and other debtors	7	-	-
Other receivables		9,979	9,425
Total current assets		132,784	132,829
Other payables	8	3,747	5,914
Due to Parent Bank	10	5,228	4,859
Client deposits	6	1,017	1,053
Total current liabilities		9,992	11,826
Net current assets		122,792	121,003
Net assets		130,600	128,010
Represented by			
Share capital		36,000	36,000
Statutory reserve		18,804	18,804
Fair value reserve		98	98
Capital contribution reserve		50,000	50,000
Retained earnings		25,698	23,108
Total equity holders' funds		130,600	128,010

The attached notes 1 to 13 form an integral part of these condensed interim financial statements.

The independent auditors' report is set out on page 1

These financial statements were approved by the Board of Directors of Emirates NBD Securities LLC on 15-05-2023.



General Manager

EMIRATES NBD SECURITIES LLC

CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023 (UNAUDITED)

		Unaudited three months period ended 31 March 2023 AED 000	Unaudited three months period ended 31 March 2022 AED 000
Commission income	Notes	7,524	7,988
Administrative and general expenses		(5,753)	(4,104)
Operating income		1,771	3,884
Other income / (expenses), net	9	345	(1,026)
Interest income from Parent Bank	10	474	184
Profit for the period		2,590	3,042
Other comprehensive income		-	-
Total comprehensive income for the period		2,590	3,042

The attached notes 1 to 13 form an integral part of these condensed interim financial statements.

The independent auditors' report is set out on page 1.

CONDENSED INTERIM STATEMENT OF CASH FLOWS
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023 (UNAUDITED)

	Unaudited three months period ended 31 March 2023 AED 000	Unaudited Three months period ended 31 March 2022 AED 000
<u>OPERATING ACTIVITIES</u>		
Profit / (loss) for the period	2,590	3,042
<u>Adjustment for non-cash items</u>		
Depreciation on property and equipment	256	112
Operating profit before changes in operating assets and liabilities	2,846	3,154
Change in other receivables	(554)	17
Change in due to Parent Bank	369	106
Change in other payables	(2,167)	(1,799)
Net cash flows generated from operating activities	494	1,478
<u>INVESTING ACTIVITIES</u>		
Change in property and equipment	(1,057)	(112)
Change in Investment Securities	-	1
Change in term deposits maturing after three months	-	(364)
Net cash flows generated used in investing activities	(1,057)	(475)
Net increase / (decrease) in cash and cash equivalents	(563)	1,003
Cash and cash equivalents at the beginning of the period	31,404	32,406
Cash and cash equivalents at the end of the period	30,841	33,409

The attached notes 1 to 13 form an integral part of these condensed interim financial statements.

The independent auditors' report is set out on page 1.

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023 (UNAUDITED)

	Share Capital	Statutory reserve	Fair Value reserve	Capital contribution reserve	Retained earnings	Total
	AED 000	AED 000	AED 000	AED 000	AED 000	AED 000
Balance as at 1 January 2023	36,000	18,804	98	50,000	23,108	128,010
Total comprehensive income for the period	-	-	-	-	2,590	2,590
Balance as at 31 March 2023	36,000	18,804	98	50,000	25,698	130,600
Balance as at 1 January 2022	36,000	18,804	70	50,000	5,175	110,049
Total comprehensive income for the period	-	-	-	-	3,042	3,042
Balance as at 31 March 2022	36,000	18,804	70	50,000	8,217	113,091

The attached notes 1 to 13 form an integral part of these condensed interim financial statements.

The independent auditors' report is set out on page 1.

1 LEGAL STATUS AND PRINCIPAL ACTIVITIES

Emirates International Securities LLC ("the Company") was incorporated in the emirate of Dubai on 10 November 2001, under the Commercial Companies Law (Federal Law Number 8 of 1984 as amended) as a Limited Liability Company. On 8 November 2009, the Company received regulatory approval to merge with NBD Securities LLC ("acquired entity") and changed its name from Emirates International Securities LLC to Emirates NBD Securities LLC. On 21 November 2009 (the effective date), NBD Securities LLC transferred all its assets and liabilities to the Company to complete the merger of the two entities.

Federal Law No. 32 of 2021 on Commercial Companies (the "New Companies Law") was issued on 20 September 2021 and has come into effect on 2 January 2022, to entirely replace Federal Law No. 2 of 2015 on Commercial Companies, as amended (the "2015 Law").

The share holding pattern in the Company is as follows:

Name of equity holders	Shareholding (%)
Emirates NBD Bank PJSC ("Parent Bank")	99%
Emirates NBD Capital (P.S.C)	1%

Following the merger of Emirates Bank International PJSC and the National Bank of Dubai PJSC during 2007, the Company's Ultimate Parent Bank is Emirates NBD Bank PJSC, a Bank in which the Investment Corporation of Dubai is the majority shareholder.

The principal activity of the Company is to act as an intermediary in dealings in shares, stocks, debentures and securities.

The registered address of the Company is P.O. Box 2923, Dubai, United Arab Emirates.

2 STATEMENT OF COMPLIANCE

These condensed interim financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 "Interim Financial Reporting". Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the financial position and performance of the Company since the last annual financial statements as at and for the year ended 31 December 2022. These condensed interim financial statements do not include all the information required for full annual financial statements prepared in accordance with International Financial Reporting Standards and should be read in conjunction with the financial statements as at and for the year ended 31 December 2022 except for the changes in accounting policies as explained in note 3.

In addition, results for the three months ended 31 March 2023 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2023.

3 CHANGES IN ACCOUNTING POLICIES

In preparing these condensed interim financial statements, significant judgements made by the management in applying the Company's accounting policies and the key sources of estimation were the same as those that were applied in the annual financial statements as at and for the year ended 31 December 2022.

4 FINANCIAL RISK MANAGEMENT

The Company's financial risk management objectives and policies are consistent with those disclosed in the annual financial statements as at and for the year ended 31 December 2022.

5 INVESTMENT SECURITIES

These comprise of the following:

	Unaudited 31 March 2023 AED 000	Audited 31 December 2022 AED 000
Equity securities:		
FVTPL	192	192
FVOCI	162	162
	354	354

Included in FVTPL - equity securities are:

AED 192,000 representing 1% equity interest in Egyptian Company for Electronic System Development ("Network International Egypt (NI-Egypt) (S.A.E)"). The remaining 99% equity interest in NI-Egypt is collectively owned by Network International Holdings Plc and Emirates NBD Capital (P.S.C) and the latter being a subsidiary of the Parent Bank.

Included in FVOCI - equity securities are:

AED 73,800 representing shares of Emirates NBD Egypt S.A.E. and AED 88,000 representing shares of Emirates NBD Capital PSC.

6 CASH AND BANK BALANCES

	Unaudited 31 March 2023 AED 000	Audited 31 December 2022 AED 000
Current account	30,841	31,404
Bank deposit (maturity within three months)	-	-
Cash and cash equivalents	30,841	31,404
Client deposits (note 6.1)	1,017	1,053
Fixed deposit (maturity after three months)	90,947	90,947
	122,805	123,404

- 6.1** In accordance with the regulations issued by the SCA the Company maintains separate bank accounts for advances received from its customers ("clients' money"). The client money is not available to the Company other than to settle transactions executed on behalf of the customers maintaining deposits with the Company.

7 TRADE AND OTHER DEBTORS

Trade Debtors include receivables from Margin Trading (MT), which the Company was previously engaged in. During 2011, SCA issued a circular that brokerage companies cannot carry out MT. Therefore, the company has not engaged in any further transactions.

For the three months period ended 31 March 2023, no accounts were transferred to Parent Bank (for the year ended 31 December 2022 no accounts were transferred). During the period receivable from MT amounting to AED 3,005 thousand were written off.

	Unaudited 31 March 2023 AED 000	Audited 31 December 2022 AED 000
Customer receivables	-	3,005
Less: Expected credit loss	-	(3,005)
	-	-

All the debtors are classified as stage 3 under IFRS 9.

8 OTHER PAYABLES

	Unaudited 31 March 2023 AED 000	Audited 31 December 2022 AED 000
Accrued loyalty points*	1,391	1,501
Accrued bonus	2,016	3,378
Others	340	1,035
	3,747	5,914

* Customer loyalty program was implemented in 2013. The program was designed to pay incentive "Points" to eligible customers based on customers trading volume per month. The total points are accrued each month and will be valid for redemption within 24 months. Points are credited to customer's trading account upon request. Each point has an equivalent value of AED 1.

9 INCOME / (EXPENSES), NET

	Unaudited three months period ended 31 March 2023 AED 000	Unaudited three months period ended 31 March 2022 AED 000
Foreign exchange income	1	2
Clearing fee expense	(622)	(749)
Other operating income / (expense)	966	(279)
	345	(1,026)

10 RELATED PARTY TRANSACTIONS

The Company, in the normal course of business, carries out transactions with entities that fall within the definition of a related party contained in International Accounting Standard "IAS 24". The transactions and balances with the related parties, other than those as disclosed elsewhere in the condensed interim financial statements, are as follows:

The total amount of compensation paid to directors and key management personnel during the period is as follows:

	Unaudited three months period ended 31 March 2023 AED 000	Unaudited three months period ended 31 March 2022 AED 000
Short term employee benefits	938	680
Post-employment benefits	19	19

Key management personnel are those persons, including non-executive directors, having authority and

	Unaudited 31 March 2023 AED 000	Audited 31 December 2022 AED 000
Due to Parent Bank	5,228	4,859
Interest receivable from Parent Bank	1,661	1,187
Bank balances held with Parent Bank (Note 6)	122,805	123,404

responsibility for planning, directing and controlling the activities of the Company, directly or indirectly.

Expected credit losses on these balances are not significant.

A number of functions are centralized and the costs of these are borne by the Parent Bank and not recharged to the company.

The transactions and balances with Parent Bank and related parties, other than as disclosed elsewhere in the financial statements, are as follows:

	Unaudited three months period ended 31 March 2023 AED 000	Unaudited three months period ended 31 March 2022 AED 000
Commission income from related parties (note 10.1)	424	486
Interest income from Parent Bank on fixed deposit and call account	474	184
Group recharges expense / (reversal)	673	(597)

10.1 Commission income from related parties three months period ended 31 March 2023 comprised:

	Unaudited three months period ended 31 March 2023		Unaudited three months period ended 31 March 2022	
	Trade value AED 000	Commission income AED 000	Trade value AED 000	Commission income AED 000
Subsidiary of the Parent Bank	15,311	6	13,147	5
Parent Bank	560,243	418	546,684	480
Directors of the company	2	-	758	1
	<u>575,556</u>	<u>424</u>	<u>560,589</u>	<u>486</u>

11 CONTINGENT LIABILITIES

	Unaudited 31 March 2023 AED 000	Audited 31 December 2022 AED 000
Letters of guarantee issued by		
Parent Bank in favor of DGCX	3,673	3,673
Parent Bank in favor of SCA	1,000	1,000
Parent Bank in favor of DFM	100,000	-
Parent Bank in favor of ADX	75,000	-
Mashreqbank psc in favor of NASDAQ	3,673	-

12 FAIR VALUE MEASUREMENT PRINCIPLES**Fair values**Fair values versus carrying amounts

The fair values of the financial instruments are not materially different from their carrying amounts.

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

In AED 000

Unaudited 31 March 2023**Equity Securities:**

FVTPL

FVOCI

Level 3

192

162

354

Audited 31 December 2022**Equity Securities:**

FVTPL

FVOCI

192

162

354

12 FAIR VALUE MEASUREMENT PRINCIPLES (CONTINUED)

The fair value of financial instruments classified as level 3 are, in certain circumstances, measured using valuation techniques that incorporate assumptions that are not evidenced by the prices from observable current market transactions in the same instrument and are not based on observable market data. The Company employs valuation techniques, depending on the instrument type and available market data. For example, in the absence of active market, an investment's fair value is estimated on the basis of an analysis of the investee's financial position and results, risk profile and other factors. Favourable and unfavourable changes in the value of financial instruments are determined on the basis of changes in the value of the instruments as a result of varying the levels of the unobservable parameters, quantification of which is judgmental.

13 CORPORATION TAX IN UAE

On 9 December 2022, the United Arab Emirates (UAE) Ministry of Finance ("MoF") released Federal Decree-Law No 47 of 2022 on the Taxation of Corporations and Businesses, Corporate Tax Law ("CT Law") to enact a new CT regime in the UAE. The new CT regime will become effective for accounting periods beginning on or after 1 June 2023.

As the Company's accounting year ends on 31 December, accordingly the effective implementation date for the Company will start from 1 January 2024 to 31 December 2024, with the first return to be filed on or before 30 September 2025.

The CT Law confirms the rate of 9% to be applied to taxable income exceeding a specified threshold.

The Company's assessment of the possible impact of the CT Law on the financial statements from current tax perspective is pending on certain clarifications and guidance on the implementation of CT Law which are still awaited.