

Al-Enma'a Real Estate Company K.S.C.P. and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

As at and for the period ended 31 January 2022

1 CORPORATE INFORMATION

The interim condensed consolidated financial information of Al Enma'a Real Estate Company K.S.C.P. (the "Parent Company") and its Subsidiaries (Collectively, the "Group") for the three-months period ended 31 January 2022 was authorized for issuance in accordance with a resolution of the Parent Company's Board of Directors on 13 March 2022.

The Parent Company is a public Kuwaiti Shareholding Company registered and incorporated in Kuwait on 15 August 1993 whose shares are listed on the Boursa Kuwait. The Parent Company is a subsidiary of Kuwait Finance House K.S.C.P. (the "Ultimate Parent Company"), a registered Islamic Bank in Kuwait, and whose shares are listed on Boursa Kuwait.

The Parent Company is engaged in real estate activities inside and outside Kuwait. The Parent Company's activities in real estate include contracting, management and maintenance of real estate. The Parent Company undertakes contracts to construct buildings and to carry out real estate, commercial, residential, industrial and touristic projects as well as security of public and private real estate, and the transportation of funds and precious metals, in addition to maintenance of mechanical and electrical spare parts and building materials. Surplus funds are invested in direct equity investments, real estate and equity portfolios managed by specialist managers, both local and foreign. All activities are conducted in accordance with Islamic Sharia.

The registered office of the Parent Company is located at Abdullah Mubarak Street, Al-Enma'a's Tower, First, Second and Mezzanen Floors, Kuwait.

The annual general assembly meeting (AGM) for the year ended 31 October 2021 has not been held until the date of approval of this interim condensed consolidated financial information. Accordingly, the consolidated financial statements for the year ended 31 October 2021 have not yet been approved. The interim condensed consolidated financial information for the three months ended 31 January 2022 do not include any adjustments, which might have been required, had the shareholders' during AGM requested any change in the consolidated financial statements for the year ended 31 October 2021.

2 BASIS OF PREPARATION

The interim condensed consolidated financial information of the Group for the three-months period ended 31 January 2022 has been prepared in accordance with IAS 34 "*Interim Financial Reporting*".

The interim condensed consolidated financial information is prepared on a historical cost basis except for investment properties, financial assets at fair value through other comprehensive income and financial assets at fair value through profit or loss that have been measured at fair value.

The interim condensed consolidated financial information has been presented in Kuwaiti Dinar (KD), which is also the functional currency of the Parent Company.

The interim condensed consolidated financial information does not include all information and disclosures required in the annual consolidated financial statements prepared in accordance with the International Financial Reporting Standards ("IFRS") and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 October 2021. 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 three-months period ended 31 January 2022 are not necessarily indicative of the results that may be expected for the financial year ending 31 October 2022. For more details, please refer to the consolidated financial statements and its related disclosures for the year ended 31 October 2021.

Certain prior period amounts have been reclassified to conform with current period presentation but has no effect on the profit for the period ended 31 January 2021 or on the total equity as at 31 January 2021. Such reclassifications have been made to improve the quality of information presented.

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3 NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS ADOPTED BY THE GROUP

The accounting policies and methods of computation adopted in the preparation of the interim condensed consolidated financial information are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 October 2021, except for the adoption of new standards effective as of 1 November 2021. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Several other amendments and interpretations apply for the first time in 2021, but do not have an impact on the interim condensed consolidated financial information of the Group.

Interest Rate Benchmark Reform – Phase 2: Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16

The amendments provide temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR).

The amendments include the following practical expedients:

- ▶ A practical expedient to require contractual changes, or changes to cash flows that are directly required by the reform, to be treated as changes to a floating interest rate, equivalent to a movement in a market rate of interest
- ▶ Permit changes required by IBOR reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued
- ▶ Provide temporary relief to entities from having to meet the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component.

These amendments had no impact on the interim condensed consolidated financial information of the Group. The Group intends to use the practical expedients in future periods if they become applicable.

Covid-19-Related Rent Concessions beyond 30 June 2021 Amendments to IFRS 16

On 28 May 2020, the IASB issued Covid-19-Related Rent Concessions - amendment to IFRS 16 *Leases*. The amendments provide relief to lessees from applying IFRS 16 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under IFRS 16, if the change were not a lease modification.

The amendment was intended to apply until 30 June 2021, but as the impact of the Covid-19 pandemic is continuing, on 31 March 2021, the IASB extended the period of application of the practical expedient to 30 June 2022. The amendment applies to annual reporting periods beginning on or after 1 April 2021. However, the Group has not received Covid-19-related rent concessions but plans to apply the practical expedient if it becomes applicable within allowed period of application.

4 STANDARDS ISSUED BUT NOT YET EFFECTIVE

Standards issued but not yet effective up to the date of issuance of the Group's interim condensed consolidated financial information are listed below.

Definition of Accounting Estimates - Amendments to IAS 8

In February 2021, the IASB issued amendments to IAS 8, in which it introduces a definition of 'accounting estimates'. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. Also, they clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after 1 January 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Earlier application is permitted as long as this fact is disclosed. The amendments are not expected to have a material impact on the Group

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

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4 STANDARDS ISSUED BUT NOT YET EFFECTIVE (continued)

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2 (continued)

The amendments to IAS 1 are applicable for annual periods beginning on or after 1 January 2023 with earlier application permitted. Since the amendments to the Practice Statement 2 provide non-mandatory guidance on the application of the definition of material to accounting policy information, an effective date for these amendments is not necessary. The Group is currently assessing the impact of the amendments to determine the impact they will have on the Group's accounting policy disclosures.

IFRS 9 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

As part of its 2018-2021 annual improvements to IFRS standards process the IASB issued amendment to IFRS 9. 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. These fees include only those paid or received by the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted. The Group will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendments are not expected to have a material impact on the Group.

5 BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the profit for the period by the weighted average number of ordinary shares outstanding during the period (excluding treasury shares). Diluted earnings per share are calculated by dividing the profit for the period by the weighted average number of ordinary shares outstanding during the period (excluding treasury shares) plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive potential ordinary shares into ordinary shares. As at 31 January, the Parent Company did not have any diluted shares, or treasury shares.

	<i>Three months ended 31 January</i>	
	<i>2022</i>	<i>2021</i>
Profit for the period (KD)	85,416	291,904
Weighted average number of shares outstanding during the period	450,534,680	450,534,680
Basic and diluted earnings per share	0.19 fils	0.65 fils

There have been no transactions involving ordinary shares between the reporting date and the date of authorisation of this interim condensed consolidated financial information which would require the restatement of EPS.

6 INVESTMENT PROPERTIES

	<i>31 January 2022 KD</i>	<i>(Audited) 31 October 2021 KD</i>	<i>31 January 2021 KD</i>
As at the beginning of the period / year	40,522,273	41,138,050	41,138,050
Unrealized loss on evaluation	-	(615,777)	-
	40,522,273	40,522,273	41,138,050

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6 INVESTMENT PROPERTIES (continued)

The fair value of the investment property was determined as at 31 October 2021 by independent valuers specialized in valuing this type of property. Valuation of the Group's investment property is performed on an annual basis as management believes that there is no significant circumstance that have arisen during the period, which may have significant impact on fair value. Description of the valuation methods is provided in detail in Note 11.

As at 31 January 2022, investment properties with a carrying value amounting to KD 17,080,000 and KD 11,378,000 (31 October 2021: 17,080,000 and KD 11,378,000 and 31 January 2021: KD 16,820,000 and KD 12,232,000) are pledged as a security against letter of guarantees to the Ultimate Parent Company (Note 8 and 9) and local financial institutions and murabaha payables respectively.

7 CASH AND CASH EQUIVALENTS

Cash and cash equivalents included in the interim condensed consolidated statement of cash flows are reconciled to the related items in the interim condensed consolidated statement of financial position as follows:

	<i>31 January 2022 KD</i>	<i>(Audited) 31 October 2021 KD</i>	<i>31 January 2021 KD</i>
Investment deposits	5,803,616	5,803,616	6,853,616
Bank balances and cash	812,141	944,093	686,331
	6,615,757	6,747,709	7,539,947
Less:			
Bank overdrafts (included under accounts payable and other liabilities)	(49,448)	(12,953)	(673,803)
Cash and cash equivalents at the end of the period /year	6,566,309	6,734,756	6,866,144

As at 31 January 2022, bank balances and cash include an amount of KD 557,386 (31 October 2021: KD 719,002 and 31 January 2021: KD 128,579) which represents amounts held with the Ultimate Parent Company (Note 8).

As at 31 January 2022, investment deposits include an amount of KD 5,803,616 (31 October 2021: KD 5,803,616 and 31 January 2021: KD 6,853,616) which represents amounts held with the Ultimate Parent Company (Note 8).

As at 31 January 2022, bank overdrafts include an amount of KD 49,448 (31 October 2021: KD 24 and 31 January 2021: KD 65,820) which represents amounts withdrawn from the Ultimate Parent Company (Note 8).

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8 RELATED PARTY TRANSACTIONS

These represent transactions with major shareholders, associates, directors and executive officers of the Group, close members of their families and companies of which they are principal owners or over which they are able to exercise control or significant influence entered into by the Group in the ordinary course of business. Pricing policies and terms of these transactions are approved by the Parent Company's Board of Directors.

Transactions and balances with related parties included in the interim condensed consolidated financial information are as follows:

<i>Interim condensed consolidated statement of profit or loss:</i>	<i>Three months ended 31 January</i>			
	<i>Other related party *</i> <i>KD</i>	<i>Ultimate Parent Company</i> <i>KD</i>	<i>2022</i> <i>KD</i>	<i>2021</i> <i>KD</i>
Revenue from services rendered	-	686,573	686,573	859,415
Profit on investment deposits	-	14,473	14,473	18,834
Cost of services rendered	5,589	-	5,589	20,937
Cost of real estate activities	535	-	535	-
Cost of construction	-	14,470	14,470	2,719
General and administrative expenses	3,293	-	3,293	14,552
Finance costs on Murabaha payables	-	-	-	11,253

Revenue from services rendered include KD 44,976 (2021: KD 45,679) which has been earned from trust and fiduciary activities (Note 13).

<i>Interim condensed consolidated statement of financial position:</i>	<i>Other related party*</i> <i>KD</i>	<i>Ultimate Parent Company</i> <i>KD</i>	<i>31 January 2022</i> <i>KD</i>	<i>(Audited)</i> <i>31 October 2021</i> <i>KD</i>	<i>31 January 2021</i> <i>KD</i>
Amounts due from related parties (included under accounts receivable and other assets)	15,860	222,538	238,398	112,782	398,687
Investment deposits (Note 7)	-	5,803,616	5,803,616	5,803,616	6,853,616
Bank balances and cash (Note 7)	-	557,386	557,386	719,002	128,579
Accrued revenue (included under accounts receivable and other assets)	-	-	-	87,923	-
Murabaha payables	-	-	-	-	325,627
Bank overdrafts (included under accounts payable and other liabilities) (Note 7)	-	49,448	49,448	24	65,820
Accounts payable	52,366	-	52,366	14,494	23,788

* other related party includes affiliates of Ultimate Parent Company

Amounts due from related parties are interest free and are receivable on demand.

As of 31 January 2022, investment deposits and bank balances amounting to KD 2,500,000 and KD 3,626,449 (31 October 2021: 2,500,000 and KD 3,627,890, and 31 January 2021: 2,500,000 and KD 2,984,094) respectively, are related to fiduciary assets held with the Ultimate Parent Company (Note 13).

<i>Key management compensations:</i>	<i>Three months ended 31 January</i>	
	<i>2022</i> <i>KD</i>	<i>2021</i> <i>KD</i>
Salaries and other short-term benefits	62,048	78,099
Employees' end of service benefits	4,972	6,072
	67,020	84,171

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9 CONTINGENT LIABILITIES

- (a) As at 31 January 2022, the Group has contingent liabilities representing letters of guarantee issued in the ordinary course of business amounting to KD 17,490,594 (31 October 2021: KD 17,490,594 and 31 January 2021: KD 17,490,094) from which it is anticipated that no material liability will arise.
- (b) Letter of guarantees amounting to KD 11,729,335 (31 October 2021: KD 11,729,335 and 31 January 2021: KD 11,729,335) are related to delayed projects amounting to KD 97,110,242 for which the Parent Company did not have approved extension on the project completion date.
- (c) The Parent Company has legal cases filed by subcontractors and the management of the Parent Company does not expect probable obligations from those legal cases. Please refer to Note 12 for more details on significant legal cases.

10 SEGMENT INFORMATION

For management purposes, the Group is organized into business units, based on their products and services, in order to manage its various lines of business. For segment reporting, the Group has four reportable operating segments as follows:

Construction Projects: undertaking contracts to construct buildings.

Services Rendered: undertaking maintenance of mechanical and electrical spare parts and building materials, providing security services, and managing real estate for others.

Real estate: managing its own properties and renting properties for others.

Investments: participating and investing in shares of local and foreign companies and real estate properties.

No operating segments have been aggregated to form the above reportable operating segments.

Management of the Parent Company monitors the operating results of its business units separately for making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the interim condensed consolidated financial information.

Reported segment profit or loss is based on internal management reporting information that is regularly reviewed by the chief operating decision maker in order to allocate resources to the segment and to assess its performance and is reconciled to Group profit or loss.

During the periods ended 31 January 2022 and 31 January 2021, there were no significant inter-segment transactions. Segment assets and liabilities comprise those operating assets and liabilities that are directly attributable to the segment.

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10 SEGMENT INFORMATION (continued)

Segment information as at and for the three months period ended 31 January is as follows:

	<i>Construction projects KD</i>	<i>Services rendered KD</i>	<i>Real estate KD</i>	<i>Investments KD</i>	<i>Unallocated KD</i>	<i>Total KD</i>
Three months ended 31 January 2022						
Segment revenues	393,400	1,728,237	494,740	14,202	16,062	2,646,641
Operating and administrative expenses	(674,727)	(1,367,574)	(102,502)	-	(389,946)	(2,534,749)
Depreciation	(581)	(1,427)	-	-	(24,468)	(26,476)
Segment costs	(675,308)	(1,369,001)	(102,502)	-	(414,414)	(2,561,225)
(Loss) profit for the period	(281,908)	359,236	392,238	14,202	(398,352)	85,416
As at 31 January 2022						
Assets	8,609,464	5,756,552	34,780,124	12,483,713	1,531,081	63,160,934
Liabilities	5,746,660	3,989,453	536,523	8,106,715	3,609,339	21,988,690
Capital expenditures and commitments	-	3,579	-	-	-	3,579
As at 31 October 2021						
Assets	8,678,025	8,374,088	34,851,777	12,857,206	409,409	65,170,505
Liabilities	6,884,110	3,860,271	857,622	8,185,705	4,295,969	24,083,677
Capital expenditures and commitments	-	-	-	-	-	-

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10 SEGMENT INFORMATION (continued)

	<i>Construction Projects KD</i>	<i>Services Rendered KD</i>	<i>Real Estate KD</i>	<i>Investments KD</i>	<i>Unallocated KD</i>	<i>Total KD</i>
<i>Three months ended 31 January 2021</i>						
Segment revenues	338,830	1,936,566	500,834	18,834	77,212	2,872,276
Operating and administrative expenses	(428,958)	(1,555,706)	(151,957)	(128,810)	(280,269)	(2,545,700)
Depreciation	(604)	(7,962)	-	(32)	(26,074)	(34,672)
Segment costs	(429,562)	(1,563,668)	(151,957)	(128,842)	(306,343)	(2,580,372)
(Loss) profit for the period	(90,732)	372,898	348,877	(110,008)	(229,131)	291,904
<i>As at 31 January 2021</i>						
Assets	11,919,358	10,006,340	35,255,298	14,739,734	478,832	72,399,562
Liabilities	9,850,506	6,444,007	1,267,512	8,272,558	2,611,880	28,446,463
Capital expenditures and commitments	-	-	-	-	-	-

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11 FAIR VALUE MEASUREMENT

Fair value is 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.

Fair value hierarchy

The Group uses the following hierarchy for determining and disclosing the fair values of assets recorded at fair value by valuation technique:

Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The following table shows an analysis of assets recorded at fair value by level of the fair value hierarchy:

	<i>Level 1 KD</i>	<i>Level 2 KD</i>	<i>Level 3 KD</i>	<i>Total KD</i>
<i>As at 31 January 2022</i>				
Investment properties	-	5,874,273	34,648,000	40,522,273
Financial assets at fair value through profit or loss	2,628	-	-	2,628
Financial assets at fair value through other comprehensive income	-	-	569,952	569,952
	<u>2,628</u>	<u>5,874,273</u>	<u>35,217,952</u>	<u>41,094,853</u>
 <i>As at 31 October 2021 (Audited)</i>				
Investment properties	-	5,874,273	34,648,000	40,522,273
Financial assets at fair value through profit or loss	2,899	-	-	2,899
Financial assets at fair value through other comprehensive income	-	-	569,952	569,952
	<u>2,899</u>	<u>5,874,273</u>	<u>35,217,952</u>	<u>41,095,124</u>
 <i>As at 31 January 2021</i>				
Investment properties	-	6,025,050	35,113,000	41,138,050
Financial assets at fair value through profit or loss	1,757	-	-	1,757
Financial assets at fair value through other comprehensive income	-	-	1,111,587	1,111,587
	<u>1,757</u>	<u>6,025,050</u>	<u>36,224,587</u>	<u>42,251,394</u>

During the periods / year ended 31 January 2022, 31 October 2021 and 31 January 2021, there were no transfers between Level 1, level 2, and level 3 fair value measurement.

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11 FAIR VALUE MEASUREMENT (continued)

The following table shows a reconciliation of the opening and closing amounts of level three assets, which are recorded at fair value.

	<i>Investment properties KD</i>	<i>Financial assets at fair value through other comprehensive income KD</i>
31 January 2022		
As at the beginning of the period and end of the period	34,648,000	569,952
 31 October 2021		
As at the beginning of the year	35,113,000	1,111,587
Net losses recorded in the interim condensed consolidated statement of profit or loss	(465,000)	-
Net losses recorded in the interim condensed consolidated statement of comprehensive income	-	(541,635)
Net purchases, transfers, sales and settlements	-	-
As at the end of the year	34,648,000	569,952
 31 January 2021		
As at the beginning of the period and end of the period	35,113,000	1,111,587

Description of significant unobservable inputs to valuation of financial assets:

Unquoted equity securities classified as financial assets at fair value through other comprehensive income are valued using certain inputs and assumptions to determine the fair value based on the average market multiples method, price to book value of comparable companies, and discount for lack marketability and control.

Description of valuation methods used in the fair valuation of investment properties:

Developed properties

- Properties are valued using the income capitalization approach assuming full capacity of the property. Income capitalization approach is based on capitalization of the discounted annual cash flows from the property, which is calculated by discounting rental income generated annually by the property, assuming full capacity, using the current market discount rate.
- Properties are valued using the market approach. Market approach is based on a comparison of active market prices for similar properties and recent arm length's market transactions, adjusted for difference in the nature, location or condition of the specific property.

12 LEGAL CASES

- a) On the 13 December 2020, the Court of First Instance has issued an initial verdict stating that an amount of KD 163,159 is due to the Group from a subcontractor. The decision has been appealed by both sides of the legal case and the Court decision to discuss the appeal was set on 24 January 2022 which was further postponed to 28 March 2022 as the report from the General Directorate of Experts was not delivered to Court of Appeal. Up to the date of issuance of the interim condensed consolidated financial information no final verdict issued by the Court.

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12 LEGAL CASES (continued)

- a) On the 26 January 2021, the Court of first instance has issued an initial verdict stating that an amount of KD 6,588,572 is due from the Group to a subcontractor. The decision has been appealed by the Group and the Court of Appeals decision to discuss the matter was set on 20 February 2022. Subsequent to the reporting date, the Group has received the judgement by the Court of Appeals and the Group is required to pay KD 6,588,752. The Group is in the process of appealing the ruling in the Cassation Court and delay the enforcement of the judgement of the Court of Appeal. Management and the legal counsel believe that there is uncertainty around the case and the ultimate outcome of the case cannot be determined presently, and as a result, no provision has been recognised in the interim condensed consolidated financial information as at 31 January 2022.

13 FIDUCIARY ASSETS

The Group manages rented real estate portfolios on behalf of the Ultimate Parent Company and other third parties. The Group collects rental income and deposits it in fiduciary bank accounts.

The aggregate value of investment deposits and bank balances held in a trust or fiduciary capacity by the Group at 31 January 2022 amounted to KD 2,500,000 and KD 3,641,863, respectively (31 October 2021: KD 2,500,000 and KD 4,477,734 and 31 January 2021: 2,500,000 and KD 3,803,128 respectively), out of which are investment deposits and bank balances related to the Ultimate Parent Company amounting to KD 2,500,000 and KD 3,626,449, respectively (31 October 2021: KD 2,500,000 and KD 3,627,890 and 31 January 2021: KD 2,500,000 and KD 2,984,094 respectively).

Revenue from services rendered includes KD 114,836 (31 January 2021: KD 114,904) arising from trust and fiduciary activities, out of which KD 44,976 (31 January 2021: KD 45,679) has been earned from services rendered to the Ultimate Parent Company (Note 8).