



AQRAT  
عقارات

Block A  
Al Riggae - Kuwait



Arabella Hotel  
Al Bidaa - Kuwait



annual report  
**2020**



AQARAT  
عقارات

شركة عقارات الكويت ش.م.ك.ع  
Kuwait Real Estate Company K.P.S.C.

Established in 1972  
Authorized Capital KD 94,736,505.900 K.D

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**H.H. Sheikh Nawaf Al-Ahmad Al-Jaber Al-Sabah**  
AMIR OF KUWAIT



**Sheikh Meshaal Al-Ahmad Al-Jaber Al-Sabah**  
CROWN PRINCE OF KUWAIT



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## BOARD MEMBERS

**Ibrahim Saleh Al Therban**  
Chairman

**Talal Jassim Al Bahar**  
Vice Chairman and CEO

**Ahmad Faisal Al Qatami**  
Board Member

**Hamed Mohammad Al Aiban**  
Board Member

**Marzouq Jassim Al Bahar**  
Board Member

**Mohamed Issam Al Bahar**  
Board Member

**Mishari Ahmed Al Ajeel**  
Board Member

**Mishari Abdullah Al Dakhil**  
Board Member





## EXECUTIVE MANAGEMENT

**Talal Jassim Al Bahar**  
Vice Chairman and CEO

**Bader Jassim Al Hajeri**  
Vice President  
Property Management

**Saad Nasser Al Muneefi**  
Vice President  
Asset Management & Investor Relations

**AbdulAziz AbdulRazzaq Al-Meajel**  
Vice President  
Real Estate Development

**Fahad Husam Al-Shamlan**  
Vice President  
Investments & Acquisitions

**Naser Mohammed Al-Bader**  
Vice President  
Facilities Management

**Maher S. Khalaf**  
Assistant Vice President  
Finance

**Mohammed Nouri Al-Hamad**  
Manager  
Human Resources and Administration



**Ibrahim S. Al-Therban**  
Chairman

## CHAIRMAN'S MESSAGE

### Honorable Shareholders, Greetings to All,

On my behalf and on the behalf on my colleagues' the members of the Board of Directors, I'm pleased to present to you the annual financial report of the company and it's subsidiaries for the fiscal year ended on 31 December 2020, which highlights the company's important operational performance & financial statement over the past year.

The year 2020 was an exceptional year affected by the Covid – 19 pandemic crises on various sectors in the world and Kuwait, particularly within the real estate sector. It created many challenges that had never been faced before, and the state was forced to impose a temporary lockdown on some activities and an ongoing lockdown on others to avoid the outbreak of the pandemic. As a result of the pandemic outbreak and the precautionary measures that have been imposed such as curfews and restriction on commercial activities, the real estate sector was affected significantly with the decline of revenue from tenants rents.

The commercial real estate sector was most affected by the pandemic, affecting a multitude of projects, activities, shops, and offices. In addition, the investment real estate sector occupancy rates have decreased due to the departure of expats.

I present to you a summary of the company's financial and operating performance during 2020.

### Financial Performance:

Kuwait Real Estate Company has achieved a profit of 3.567 million Kuwaiti dinars compared to 7.045 million Kuwaiti dinars in 2019. This is equivalent to 4.10 fils per share in 2020 compared to 8.26 fils per share in 2019.

Rental Income has decreased by 18.46 million Kuwaiti Dinars in comparison to 23.7 million Kuwaiti dinars in 2019 due to the effects of the pandemic. During the same period, the company has recorded a decrease in operating expenses from 3.02 million Kuwait dinars in 2019 to 2.95 million Kuwaiti dinars in 2020. In addition, the company's assets decreased to 318.5 million Kuwaiti dinars in comparison to 326.9 million Kuwaiti dinars in 2019.

### Operating Performance:

During the year, the real estate sector tackled many challenges & obligations. Fortunately, some sectors outperformed others, which helped the company withstand the brunt of the pandemic.

Locally in Kuwait the company completed the construction and leasing of an 18-story residential tower in Al Riggae. Regionally, in the UAE, specifically in Dubai Production City, the first phase of construction began for 2 out of 5 residential towers which are set to accommodate 5000 hospitality staff upon completion, with construction due to be complete by the end of 2021. Meanwhile, the construction of the company's hospitality asset on Palm Jumeirah, the 162-key House of Originals hotel is nearing completion and is anticipated to open during the second quarter of the coming year. Unlike the hospitality sector in the US, the market in Dubai has seen a significant rebound in demand over the past months as the emirate continues its effort to open back up after the pandemic. While some difficulties are still anticipated as the vaccine ramp up continues, we expect the asset to preform exceptionally well once open.

The hospitality market in Dubai has witness a major increase in demand over the past months, due to Emirate's government's efforts in getting back to normal life. With regard to the the hospitality sector in the US, as expected, the sector has been hit quite hard on a global level. With regard to our operating hospitality assets in the US,



Yotel San Francisco has been forced to remain closed since March of this year due to severe restrictions on travel imposed within San Francisco county. The hotels in the property's competitor set have also remained closed throughout the period. The San Francisco market is highly dependent on the convention industry and the positive news is that as vaccinations ramp up in the country, convention operators have begun to announce dates for this year's events starting in the second quarter of the year.

After nearly 8 months of lockdown, Yotel New York has recently been able to reopen after nearly eight months of closure. In the early days of the closures, the hotel was able to rent out a block of rooms comprising of approximately 30% of the room inventory to medical personnel dealing with the response to the pandemic. While occupancy rates since the reopening remain significantly lower than normal, the hotel continues to see pick up in the coming months as a result of significant pent up demand for travel.

On the construction side in the US, the company's mixed-use development in Miami has continued to progress on schedule and on budget. The project, consisting of 233 residential units and 213 hotel keys, is on track to achieve a Temporary Certificate of Occupancy at the beginning of the third quarter of the upcoming year. We anticipate a soft opening of the hotel towards the end of Q3, with a grand opening expected to kick off the high season in Miami in the middle of the fourth quarter of the year.

The company's US assets have performed relatively well in the office sector with little impact seen in the assets in Austin, Texas and San Jose, California. At St 944 Market San Francisco, vacancy levels have increased which was expected given the severe restrictions imposed within the state. However, we have noticed an increase in interest in recent weeks and expect the building to be fully leased near the future.

### Plans for 2021

Kuwait Real Estate Company has a proven record of accomplishment as the first real estate company to be listed in the Kuwait Stock Exchange and the first in developing the concept of mixed-use buildings (retail shops, office's, parking). AQARAT is also the first to build-operate – transfer mechanism before adopting a formal system for it. The company recently moved from the premier market and joined the list of companies listed in first market of the Kuwait Stock Exchange (Boursa). The Board of Directors is looking forward to the approval of the General Assembly to list the company's shares on Dubai Financial Market and after obtaining approval related to this regard, we will appoint a listing advisor.

The company will continue to implement the plan set by the Board of Directors, setting specific goals towards the investment in income generating assets and development of assets inside and outside Kuwait. In order to diversify the company's sources of income in terms of the company's presence in variety of markets, we are studying several project and selecting the best to be added to the company's real estate portfolio.

2020 has been a difficult year for all sectors; we expect to see a recovery in real estate sector hopefully during 2021 and 2022.

### In conclusion

I would like to take this opportunity to express my sincere and profound recognition and appreciation the shareholder, the Board of Directors, and employees for their continuous support and recognition to develop and guide the company towards a more prosperous future

Chairman  
**Ibrahim S. Al-Therban**



**Block A**  
Al Riggae - Kuwait

## VISION AND MISSION

### Vision

To become a regional real estate investment and development company diversified through geographic and sectorial differentiation, in order to serve both stakeholders and clients while increasing investment returns.

### Mission Statement

Aqarat strives to consistently deliver superior risk-adjusted investment returns by combining our collective industry expertise and relationships with investment discipline, core values and a commitment to excellence.

Our mission is to provide leadership that results in successful real estate ventures, prosperous commercial properties, thriving residential communities, and to create a rewarding work environment for our employees. We aim to create long-term sustainable value for our investors through strategic asset growth, increased profitability and the capture of value added opportunities.

Our stakeholders include our employees, owners, business partners, residents, vendors and suppliers, as well as government agencies, regulators and lenders. The interests, goals, and objectives of all stakeholders are important to the success of our company, both individually and collectively.

Aqarat conducts its affairs with integrity, vision, and consideration. We listen to the goals of our stakeholders and align our resources to surpass these goals. We are committed to developing employees and creating teams that surpass industry standards by creating an environment that empowers our team and rewards innovation.

We are selective and purposeful when evaluating new business opportunities.



**Arabella Hotel**  
Al Bidaa

### Core Values

*Excellence* – We take all of the necessary steps to provide the highest level of service to our stakeholders. Excellence is our goal, providing exceptional service and thorough execution from start to finish in every transaction.

*Integrity* – Integrity is the foundation of Aqarat's corporate value structure. We rely on honesty and virtuous ethics in the everyday workings of the company. We live up to our commitments, responsibilities, and promises. We focus on honest communication and building long-term relationships in which trust is essential.

*Innovation*: Aqarat recognizes and embraces the latest design methodology and technology into every aspect of the company to increase productivity and provide increased rewards for our stakeholders. Stakeholders of the company can feel secure in knowing that we continuously research and implement cutting-edge strategies.

*History*: We honor the company's storied past as a pioneer in the local real estate market by constantly striving to adhere to the highest of standards set forth by our predecessors. We recognize the innovation that led to the company's growth and standing as one of the premier real estate companies in the region and strive to improve upon it in order to not merely maintain, but to grow the company's legacy.

*Talent* – We recognize the exceptional skills of all of our team members and act to cultivate and encourage them. We invest in team members, making sure each one has the opportunity to develop the tools they need to succeed.

*Cooperation* - We believe that everyone we work with will be more successful in a collaborative environment and strive to develop a real sense of teamwork and partnership in our relationships with all of our stakeholders

*Community* - We envision ourselves as an integral part of our community both locally in Kuwait as well as regionally in the MENA region. We participate in volunteer activities and pro-bono community improvement efforts at the company level and we encourage all of our team members to volunteer their time and energy to causes close to their hearts.





ANNUAL  
CORPORATE  
GOVERNANCE  
REPORT

## ANNUAL CORPORATE GOVERNANCE REPORT

### About the formation of the Board of Directors

* No.	Name	Description of the member	Qualifications and expertise		Date of election or appointment
1	<b>Ibrahim Saleh Al-Therban</b>	(Chairman of the Board) Non-executive member	Bachelor of Commerce	More than 45 years of experience in the field of investment, finance and economy.	30/05/2018
2	<b>Talal Jasim Al-Bahar</b>	(Deputy Chairman) and Chief Executive Director Executive member	Bachelor of Business Administration	More than 16 years of experience in the field of investment and real estate development.	30/05/2018
3	<b>Marzouq Jasim Al-Bahar</b>	Non-executive member	Bachelor of Business Studies	More than 9 years of experience in marketing, development and business administration.	30/05/2018
4	<b>Ahmad Faisal Al-Qatami</b>	Independent member	Bachelor of Business Administration	More than 19 years of experience in financing and banking.	30/05/2018
5	<b>Meshari Abdullah Al-Dakhil</b>	Independent member	Bachelor of Business Management	More than 29 years of experience in finance and commercial laws.	30/05/2018
6	<b>Meshari Ahmad Al-Ajeel</b>	Non-executive member	Bachelor of Finance and Financial Institutions	More than 11 years of experience in investment, and assets and portfolio management.	30/05/2018
7	<b>Mohammad Issam Al-Bahar</b>	Non-executive member	Bachelor of Business Administration	More than 10 years of experience in management and development.	30/05/2018
8	<b>Hamed Mohammad Al-Aiban</b>	Non-executive member	Bachelor of Business Administration	More than 35 years of experience in the financial sector, investments, banking and management.	30/05/2018
* No.	<b>Amal Mohammad Al-Ashab</b>	<b>Secretary</b>	<b>Bachelor of financial and banking sciences</b>	<b>More than 25 years of experience in secretarial work with the executive management</b>	<b>30/05/2018</b>

## ANNUAL CORPORATE GOVERNANCE REPORT

### Meetings held by the Board during 2020:

Six (6) Board Meetings were held in 2020 as below indicated:

Name	Meeting No. 1 held on 12/04/2020	Meeting No. 2 held on 15/08/2020	Meeting No. 3 held on 07/09/2020	Meeting No. 4 held on 09/11/2020	Meeting No. 5 held on 24/12/2020	Meeting No. 6 held on 31/12/2020	Number of meetings	Attendance %
<b>Ibrahim Saleh Al-Therban</b> Chairman of the Board - Non-executive member	✓	✓	✓	✓	✓	✓	6	100%
<b>Talal Jasim Al-Bahar</b> Deputy Chairman of the Board (Executive)	✓	✓	✓	✓	✓	✓	6	100%
<b>Marzouq Jasim Al-Bahar</b> Non-executive member	✓	✓	✓	✓	✓	✓	6	100%
<b>Hamed Mohammad Al Aiban</b> Non-executive member	✓	✓	✓	✓	✓	✓	6	100%
<b>Ahmad Faisal Al-Qatami</b> Independent member	✓	✓	✓	✓	✓	✓	6	100%
<b>Meshari Abdullah Al-Dakhil</b> Independent member	✓	✓	✓	✓	✓	✓	6	100%
<b>Mohammad Issam Al-Bahar</b> Non-Executive Member	✓	✓	✓	✓	✓	x	5	83%
<b>Meshari Ahmad Al-Ajeel</b> Non-executive member	✓	✓	✓	✓	✓	✓	6	100%
<b>Amal Mohammad Al-Ashab</b> Secretary	✓	✓	✓	✓	✓	✓	6	100%

- The Board of Directors was formed on the 30th of May 2018 for the three following years (2018-2021).

## ANNUAL CORPORATE GOVERNANCE REPORT

- **Implementation of the requirements of registration and coordination and keeping minutes of meetings of the Company's Board of Directors.**

The Secretary of the Board shall establish a special register for the minutes of the Company's Board meetings, and special registers for the minutes of the Board's committees meetings. Each register includes information of the agenda, date, place, and the start and closing hours of each meeting. Each meeting is serially saved per each year. Additionally, special files were established to maintain the minutes of meetings as well as any discussions and deliberations.

Members of the Board and Board Committees are provided with the agenda of each meeting supported by the relevant documents within a sufficient time to allow members of the Board to examine the agenda items. Minutes of the meeting are signed by all the attending members. Minutes of meetings conducted by circulation shall be signed by all members of the Board.

The Secretary coordinates and distributes the information among members of the Board and other stakeholders.

- **About the Company's method of defining the policy of the tasks, responsibilities and duties of each of the members of the Board of Directors and Executive Management, as well as the powers and authorities delegated to the Executive Management.**

### **Policy of the Board of Directors:**

The approved guide of the Company's Board of Directors states that the Company's Board of Directors bears overall responsibility for Kuwait Real Estate Company, including setting strategic goals and risks, governance standards and the responsibility for overseeing the executive management and maintaining the interests of shareholders, creditors, employees and all stakeholders. It also states that the Board of Directors must ensure that the Company is managed in a prudent manner and according to the framework of the laws and instructions in force issued by the supervisory authorities, as well as the Company's Articles of Association and internal regulations and policies.

### **Tasks and responsibilities of the Board include the following:**

1. The Board of Directors of Kuwait Real Estate Company shall have all the powers and authorities necessary to manage the Company without exceeding the terms of reference of the General Assembly. The Board of Directors shall remain responsible for all the committees deriving therefrom including the Board's responsibility for preparing the annual report which shall be read to the annual General Assembly of the Company stating the information and data of the Company's activity, financial position, business results and extent of compliance with the governance rules.
2. The Board shall exercise its tasks with responsibility, good faith, seriousness and care. Decisions of the Board shall be based on adequate information from the Executive Management or any other reliable source. The Board shall have the right to issue delegations of some of its terms of reference without such delegations being general or unlimited in duration. The Board's responsibility shall remain valid with regard to any delegation thereof.
3. The Board shall ensure that the Executive Management provides the current and potential shareholders and the investment community with all information related to the Company's businesses and activities and the most important developments. It shall also verify that the annual report and financial reports that are published and sent to shareholders reflect the true situation of the Company.
4. A member of the Board of Directors shall be a representative of all the shareholders, and shall work to achieve the public interest of the Company and its shareholders.

## ANNUAL CORPORATE GOVERNANCE REPORT

### **Policies and Procedures Regulating the Executive Management's work:**

The Board of Directors adopted the guide, policies and procedures regulating the work of all the executive departments and groups within the Company. Every guide sets forth all the tasks that each executive department performs in detail according to the strategic goals approved by the Board and the internal laws of the Company. These policies also state all the obligations of the Executive Management and CEO in light of the responsibilities assigned to them by the Company's Board of Directors.

The Executive Management aims to achieve balance in the relations between the Company and its shareholders, employees, customers and other stakeholders, and to ensure that it works within the Company's objectives by using its resources appropriately to meet its objectives in line with the Company's policy and strategy.

### **Major achievements of the Board of Directors during the year:**

The Board of Directors was keen to follow up the implementation of the strategic plans and objectives that it has developed, and to constantly communicate with the Executive Management in order to achieve these strategies. The Board of Directors has also given great importance to all the requirements of the governance rules, not only through implementing the required procedures, but also through making these standards a working style and strategy within the Company. During the past year, several achievements were performed by the Board in those areas. The following are the most important:

1. Approving the Annual Reports on Corporate Governance - Remunerations - Audit Committee - Social Responsibility of Kuwait Real Estate Company (AQARAT).
2. Periodically reviewing the financial results of the Company and comparing these results with the financial statements issued for different periods.
3. Approving the periodic and annual financial statements of Kuwait Real Estate Company.
4. Following up on all the legal issues of the Company.
5. Approving the policies and procedures complementing the Governance Rules and regulatory compliance.
6. Approving the re-appointment of the external auditor Mr. Anwar Al Qatami.
7. Following up on the Company's activities with the Executive Management and holding periodic meetings.
8. Discussing the independent consultant's report on reviewing the performance evaluation of the Company's internal auditor for the past three years.
9. Reviewing the reports and recommendations issued by the Nominations and Remunerations Committee, and supervising the works of the committee on the annual evaluation process for members of the Board of Directors and Executive Management.
10. Following up on the results of the activities of the committees derived from the Board through reviewing and discussing the periodic reports issued by such committees.
11. Holding regular meetings with those responsible for the internal audit departments, following up the results of their work, and discussing the remarks of regulatory entities.
12. Attending training workshops.

## ANNUAL CORPORATE GOVERNANCE REPORT

- About implementing the Board of Directors' requirements for the formation of independent specialized committees

### Board Committees:

The Board of Directors of Kuwait Real Estate Company has formed the necessary number of specialized committees in accordance with the corporate governance rules issued by the Capital Markets Authority. The Board of Directors performs its duties supported by three specialized committees, the following is a statement of those committees:

	Date of Formation	Members of the Committee		Number of meetings during 2020
Risks Management Committee	30 May 2018 for a period of three years	Ahmad Faisal Al Qatami	Chairman	4
		Marzouq Jasim Al Bahr	Non-executive member	
		Mohammad Issam Al Bahr	Non-executive member	
		Amal Al-Ashab	Secretary	
<b>Tasks and Accomplishments of the Committee</b>				
<ol style="list-style-type: none"> <li>1. Preparing and reviewing risk management strategies and policies before they are approved by the Board of Directors and ensuring their consistency with the size of the Company's activities.</li> <li>2. Reviewing the adequacy and effectiveness of the Company's internal control systems, including the strategies, policies and procedures on the good practices for the management and control of various risks, and verifying the implementation of those policies and strategies.</li> <li>3. Ensuring that adequate risk management resources and systems are available, reviewing the organizational structure of risk management and submitting recommendations before it is approved by the Board of Directors, ensuring that management personnel have a full understanding of the risks facing the Company and ensuring the independence of risk management personnel from the operational activities.</li> <li>4. Assisting the Board of Directors in identifying and evaluating the acceptable level of risk at the Company, and evaluating the systems and mechanisms of identifying, measuring and monitoring the various types of risks that the Company may be exposed to.</li> <li>5. Examining and reviewing the Company's risk assessment reports and the procedures taken to limit or meet these risks within the risk ratios acceptable and approved by the Company against the expected benefits.</li> <li>6. Reviewing the Audit Committee's remarks that may affect the Company's risk management.</li> <li>7. Reviewing and preliminary approving the risk management policies and procedures.</li> <li>8. Performing any other responsibilities entrusted to the Committee by the Board of Directors in accordance with the approved system of powers.</li> </ol>				

## ANNUAL CORPORATE GOVERNANCE REPORT

Nominations and Remunerations Committee	Date of Formation	Members of the Committee		Number of meetings during 2020
	30 May 2018 and for a period of three years	Ibrahim Saleh Al-Therban	Chairman	2
	Meshari Abdullah Al Dakhil	Independent member		
	Mohammad Issam Al Bahr	Non-executive member		
	Amal Al-Ashab	Secretary		
Tasks and accomplishments of the Nominations and Remunerations Committee				
<ol style="list-style-type: none"> <li>1. Supervising the annual evaluation of the members of the Board of Directors, Executive Management and employees of the Company.</li> <li>2. Adopting the criteria for distributing annual bonuses to the Company's employees, and recommending them to the Board of Directors.</li> <li>3. Approving the results of the annual evaluation of the members of the Board of Directors and the committees deriving therefrom, and the performance of the CEO and the Secretary.</li> <li>4. Establishing and developing the Board of Directors' allowances and remunerations policy in accordance with the applicable laws, and submitting recommendations to the Board regarding the proposed remunerations subject to the approval of the Ordinary Assembly.</li> <li>5. Determining the different segments of remunerations to be granted to the employees, such as the fixed remunerations, performance related remunerations, remunerations as shares and end of service remunerations.</li> <li>6. Supervising the establishment of the policy of granting remunerations, promotions, benefits, increases, incentives and salaries to the executive management and employees.</li> <li>7. Verifying that the remunerations are granted in accordance with the Company's policy, periodically reviewing these policies and evaluating their effectiveness in achieving the desired objectives of attracting the human cadres and maintaining the competent staff.</li> <li>8. Preliminary approving the plan for the rotation and replacement of executive positions and submitting the plan to the Board of Directors for final approval.</li> <li>9. Developing job descriptions for executive, non-executive and independent board members.</li> <li>10. Recommending the nomination or re-nomination of independent members by the General Assembly, and ensuring independence of the independent board member is not denied.</li> <li>11. Submitting recommendations to the Board of Directors to appoint members of the Executive Management and vacant leadership positions in accordance with the approved policies and standards, in a manner that does not contradict with the instructions and regulations.</li> <li>12. Ensuring the nomination of the most efficient, experienced, capable and skilled person to exercise the tasks assigned to any vacancy in accordance with the best standards.</li> </ol>				

## ANNUAL CORPORATE GOVERNANCE REPORT

	Date of Formation	Members of the Committee		Number of meetings during 2020
Audit Committee	30 May 2018 and for a period of three years	Marzouq Jasem Al Bahr	Chairman	4
		Ahmad Faisal Al Qatami	Independent member	
		Meshari Abdullah Al Dakhil	Independent member	
		Amal Al-Ashab	Secretary	
<b>Tasks and accomplishments of the Audit Committee</b>				
<ol style="list-style-type: none"> <li>1. Reviewing the quarterly and annual financial statements and report of the external auditor and preliminarily approving them before submitting them to the Board of Directors for final approval, in order to ensure the fairness and transparency of the financial reports.</li> <li>2. Ensuring the adequacy and comprehensiveness of the scope of work of the external auditor, confirming the extent of its independence and neutrality from the Company, and limiting the factors that may impair its independence.</li> <li>3. Examining the remarks of the external auditor on the financial statements of the Company and following up on what has been done.</li> <li>4. Examining the accounting principles and policies of the Company and examining any changes that may affect the financial position of the Company.</li> <li>5. Supervising the internal audit activities and reviewing the scope and periodicity of audit work, as well as reviewing and approving the annual plan of internal audit.</li> <li>6. Reviewing the internal audit reports of the Company's various departments, discussing the remarks received thereon, taking the corrective decisions, and identifying the persons implementing such decisions and the expected time period for implementation.</li> <li>7. Reviewing the adequacy and effectiveness of the Company's internal control regulations including the strategies, policies and procedures related to sound risk management and control practices, and verifying the implementation of these policies and strategies.</li> <li>8. Following-up the implementation of the agreed correction procedures in accordance with a specific timetable.</li> <li>9. Reviewing the reports of the regulatory bodies and ensuring that the necessary procedures have been taken.</li> <li>10. Reviewing and preliminarily approving the policy and procedure guides of the Internal Audit Department.</li> <li>11. Ensuring the Company's compliance with relevant laws and regulations.</li> <li>12. Nominating, appointing, transferring, removing or replacing the internal auditor, determining their fees, and verifying their effectiveness in the execution of the work.</li> <li>13. Recommending to the Board of Directors the appointment, reappointment or change of the external auditor and the determination of their fees.</li> <li>14. Reviewing transactions and deals with relevant parties and making the appropriate recommendations thereon to the Board of Directors.</li> <li>15. Holding periodic meetings independently with the external auditor, and holding at least four meetings with the internal auditor, as well as when needed at the request of the committee.</li> </ol>				

## ANNUAL CORPORATE GOVERNANCE REPORT

- **About the method of applying the requirements that allow the Board members to obtain timely and accurate information and data**

Kuwait Real Estate Company has provided mechanisms and tools that enable the members of the Board of Directors to obtain the required information and data in a timely manner, by developing the information technology environment within the Company, creating direct communication channels between the secretariat of the Board of Directors and members of the Board, and providing reports and discussion topics related to the meetings in sufficient time to discuss them and take decisions on them.

- **About implementing the requirements of forming the Nominations and Remunerations Committee**

The Nominations and Remunerations Committee was formed on the 30th of May 2018, consisting of three members, including an independent member, Chairman of the Committee, and a non-executive member for a period of three years. Kuwait Real Estate Company (AQARAT) has established a clear policy regarding granting remunerations to the Chairman and members of the Board of Directors and prepared a detailed report on the amounts, benefits or privileges granted to them. The Committee meets regularly at least once a year and when necessary. The Nominations and Remunerations Committee of the Company operates within the framework of that policy, recommending the remunerations to members of the Board of Directors and the Executive Management based on the procedures determined by the remuneration policy, the performance standards and the Company's success in achieving the goals and the size of profits.

- **Report of the remunerations granted to members of the Board of Directors and Executive Management**

Remunerations, benefits and privileges granted to members of the Board of Directors and Executive Management for the year 2020:

Type of the remuneration	Amount (K.D)
Fixed remunerations (including wages and main salaries)	494,945
Variable remunerations	285,071
End of service remunerations	42,521

During the year, the Company did not record any deviation from the policy adopted in granting remunerations and benefits approved by the Board of Directors.

## ANNUAL CORPORATE GOVERNANCE REPORT

### **Declaration of the Authenticity and Integrity of Financial Reports:**

The Executive Management submits an undertaking, in writing, to the Board of Directors of Kuwait Real Estate Company (AQARAT) confirming the authenticity and integrity of the financial reports, and that they cover all the financial aspects of data and operational results. The financial reports shall be prepared in accordance with International Financial Reporting Standards. Additionally, the Board of Directors shall provide the shareholders of the Company with the undertaking to the authenticity and integrity of the financial statements and reports related to the activity of the Company.

### **Declaration of the Chief Executive Officer And Chief Financial Officer To the Integrity and fairness of financial statements**

We, the Deputy Chairman, Chief Executive Officer and Assistant to the Deputy of the Chief Financial Officer, hereby declare to the best of our knowledge that the consolidated financial statements of Kuwait Real Estate Company KSC which consist of:

- The consolidated statement of the financial position as at 31 December 2020
- The consolidated statement of income
- The consolidated statement of changes in equity
- The consolidated statement of cash flows

For the year then ended, and the remarks to the consolidated financial statements, including the summary of the significant accounting policies, fairly reflect, in all material respects, the consolidated financial position as at 31 December 2020 and the Company's consolidated financial performance and consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards for the preparation of financial reports.



**Talal Jasim Al-Bahar**  
Deputy Chairman and Chief Executive Officer

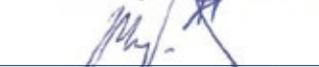


**Maher Sameer Khalaf**  
AVP - Finance

## ANNUAL CORPORATE GOVERNANCE REPORT

### Declaration (Integrity and Fairness of the Financial Statements)

We, Chairman of and Members of the Board of Directors of Kuwait Real Estate Company (AQARAT), declare the accuracy and integrity of the financial statements provided to the external auditor and that the Company's financial statements have been presented properly and fairly and in accordance with international accounting standards applicable in the State of Kuwait and approved by the Authority. We also declare that these statements reflect the financial position of the Company as of 31 December 2020, based on information and reports received from the Executive Management and the Auditor and as a result of the due diligence performed to verify the integrity and accuracy of these reports.

Name of the Member	Position	Signature
<b>Ibrahim Saleh Al-Therban</b>	Chairman of the Board	
<b>Talal Jasim Al-Bahar</b>	Deputy Chairman of the Board and Chief Executive Officer	
<b>Marzouq Jasem Al-Bahar</b>	Member of the Board of Directors	
<b>Mohammad Issam Al-Bahar</b>	Member of the Board of Directors	
<b>Hamed Mohammad Al Aiban</b>	Member of the Board of Directors	
<b>Ahmad Faisal Al Qatami</b>	Member of the Board of Directors	
<b>Meshari Abdullah Al Dakhil</b>	Member of the Board of Directors	
<b>Meshari Ahmad Al Ajil</b>	Member of the Board of Directors	

## ANNUAL CORPORATE GOVERNANCE REPORT

- **About implementing the requirements of forming the Audit Committee**

The Audit Committee was formed on the 30th of May 2018. It consists of three members, including two independent members. The Chairman of the Board of Directors or an executive member may not be members in this committee. The Committee is fully independent and has human cadres with specialized expertise in the accounting and financial fields. The committee holds meetings regularly at least four times a year quarterly. It records its meetings minutes and holds periodic meetings with external auditors, with the internal auditor at least four times a year as well as when necessary. Based on the powers specified in the Committee's Charter of Work and in accordance with the powers and responsibilities stipulated in the Corporate Governance Rules, the Audit Committee may supervise, review and follow up on all the work of the company's auditors and internal audit activities, as well as any other tasks that ensure the establishment of a culture of compliance and the fairness and transparency of financial reports, in addition to ensuring the effectiveness of the adopted internal control systems, as the Committee is obligated to periodically submit any observations or recommendations related to its work to the Board of Directors. During the past year there was no conflict between the recommendations of the Audit Committee and the decisions issued by the Board of Directors of the company.

- **Emphasizing the independence and neutrality of the external auditor.**

The auditor shall be nominated based on the recommendation of the Audit Committee submitted to the Board of Directors, provided that he shall be one of the auditors registered in the special register with the Authority. The auditor shall also be independent of the Company and its Board of Directors.

The auditor is allowed to discuss his views with the Audit Committee before submitting the annual accounts to the Board of Directors. He shall also attend the meetings of the General Assembly and presents the report prepared by him to the shareholders, explaining any obstacles or interventions that he faced.

- **About implementing the requirements of forming the risk management committee**

Kuwait Real Estate Company (AQARAT) is aware of the importance of effective internal control systems to ensure the integrity of the financial statements and the efficiency of the Company's business and to assess compliance with the regulatory controls. Therefore, the approved organizational structure of the Company has a risk management unit that measures, monitors and limits all kinds of risks facing the Company.

Risk managers are independent through their direct subordination to the Risk Committee. They also have significant authorities to carry out their duties without having financial powers that lead to conflicts with their supervisory role. The Risk Management Committee has the qualified human resources with professional competence and technical ability.

- **About Implementing the requirements of forming the Risk Management Committee**

The Risk Management Committee was formed on 30 May 2018. It consists of three members. The Chairman of the Committee is an independent member in addition to two non-executive members. The Chairman of the Board is not a member of the Committee. The Committee meets periodically at least four times a year and when necessary, and records the minutes of its meetings.

- **Internal Control Systems**

The Company relies on a set of control systems and regulatory rules covering all activities and departments of the Company. These systems and rules maintain the integrity of the financial position of the Company, the accuracy of its data and the efficiency of its operations in various aspects. The organizational structure sets out the responsibilities and clearly determines the structural relations authorities. It also reflects the Company's strategy and investment structure. The Board of Directors has delegated the Company's Executive Management to conduct the Company's daily operations, under the chairmanship of the Chief Executive Officer through a written authorization of the financial and operational authorities. All the financial transactions that may not be delegated to the Executive Management or Chief Executive Officer and which require approval of the Board of Directors have been clarified.

The Company's internal control procedures include administrative and accounting control and the internal control system of the Company. Such procedures are periodically applied, including the proper identification of powers and responsibilities, complete separation of tasks, non-conflict of interest, and double control and signature. The Company has contracted with an independent and approved audit firm (other than the external auditor) to conduct an evaluation and review of the internal control systems (Internal Control Report) and prepare a report on this manner. The report will be submitted to the Capital Markets Authority.

## ANNUAL CORPORATE GOVERNANCE REPORT

- **About implementing the requirements of forming the internal audit unit**

The approved organizational structure of Kuwait Real Estate Company (AQARAT) has a fully independent internal audit unit. This unit reports to the Audit Committee and the Board of Directors. The Internal Audit Manager was appointed directly by the Board of Directors based on the recommendation of the Audit Committee. The Board has defined the tasks and responsibilities of the internal audit unit and approved its policies.

- **Charter of Professional Conduct and Moral Values Standards and Indicators**

The Board of Directors has developed a charter that defines the standards and indicators of professional conduct to implement the Company's objectives according to these standards which contributes to the performance of tasks to the fullest. The professional conduct and orientation supports value-based decisions when providing customers with services and performing businesses. The Company is proud not only because it does what is in the best interest of the business, but also the interest of interested audience. The culture of professional conduct and moral values is firmly established within the Company, where everyone perform their functions through a systems based on moral values. Principles are an integral part of the Company's strict commitment to maintain its reputation and the public's confidence where all employees, whether members of the Board of Directors, Executive Management or other employees, comply to all internal policies and regulations.

- **Polices and mechanisms limiting the conflict of interests**

The Board of Directors of Kuwait Real Estate Company (AQARAT) has established and approved a policy to limit the conflicts of interests. Such policy includes the methods of addressing the cases of conflict of interests and dealing with the same.

The purpose of these policies is to help the Company and each of its direct and indirect subsidiaries as well as members of the Board of Directors and Executive Management to determine the dissemination of corporate organizational values and methods of sound management of the actual and potential cases of the conflict interests. These policies apply to each of the Company's employees, suppliers, officers and Board members.

- **Implementing accurate and transparent presentation and disclosure mechanisms that define the aspects, areas and characteristics of disclosure**

The Company has complied with the regulating instructions to conduct the disclosure of material financial and non-financial information and the mechanism of announcing such information in a manner that meets the legal and ethical requirements of the Company. The Company was also keen to ensure the timely disclosure of material information related to the Company's business.

- **About implementing the requirements of the records of disclosures of the Board of Directors and Executive Management members**

The Company has established a special record for the disclosures of the Board of Directors and Executive Management members setting out all the information included in the disclosures received according to Module Ten of the Executive By-Laws issued by the Capital Markets Authority. The Company undertakes to amend this record based on the disclosures received therefrom. Any person may access this record during the official working hours.

- **Implementing the requirements of forming the investors affairs regulating unit**

Kuwait Real Estate Company (AQARAT) has established an investor affairs unit which is responsible for providing the necessary information and reports to the potential investors in the Company. The unit is fully independent in a way that enables it to provide the data in a timely and accurate manner.

- **Developing an IT infrastructure, and relying heavily on this infrastructure in disclosure processes**

The Company relies on the use of information technology to communicate with investors, shareholders and stakeholders. The Company has created a special section for corporate governance on its website to offers the latest information that helps the shareholders and current and potential investors exercise their rights and evaluate the Company's performance.

## ANNUAL CORPORATE GOVERNANCE REPORT

- **Implementing the requirements of identifying and protecting the rights of shareholders in order to ensure equity and equality among all shareholders.**

In accordance with the Company's Guide to the Protection of the Rights of Stakeholders and Shareholders policies, all the shareholders of the Company have general and clear rights that include registering the ownership of shares in the Company's records, disposing of shares from registration, transfer and/or relocation of ownership, obtaining the share of the dividends, obtaining a share of the Company's assets in case of liquidation, obtaining data and information about the Company's activity and its operational and investment strategy on a timely manner, participating in the meetings of the General Assembly of shareholders and voting on its decisions, monitoring the performance of the Company in general and the work of the Board of Directors in particular, and making the members of the Board of Directors or Executive Management accountable and filing of an action for liability - in case of failure to perform the tasks assigned to them.

- **About establishing a special register maintained by a clearing agency as one of the requirements of the constant follow up of the shareholders information**

The Company maintains a special register with Kuwait Clearing Agency that includes the names, nationalities and places of domicile of the shareholders as well as the number of shares owned by each of them. In this register, any changes to the data included therein are noted according to the information received by the Company or Kuwait Clearing Agency.

- **The method of encouraging shareholders to participate and vote in the meetings of the Company's assemblies.**

The Company invites the shareholders to its general assembly for participation and voting. The invitation shall state the place and the time of the meeting as it will also be published in the official gazette of the State of Kuwait. The shareholder may appoint another person to attend on his behalf under a special power of attorney or authorization prepared by the Company. The shareholders will have the agenda of the General Assembly as well as the reports of the Board of Directors and the Controller of accounts and financial statements prior to the holding of the assembly.

- **The regulations and policies which guarantees the protection and realization of the stakeholder's rights.**

The Company has developed policies and regulations that include rules and procedures that guarantee the protection and recognition of the rights of stakeholders and enable them to receive compensation in the event of violation of any of their rights, as stipulated the companies' governance rules. The policy that has been laid down sets out that the Company needs to maintain positive business relations, and states the policies for reporting violations, receiving complaints and dealing therewith.

- **The method of encouraging stakeholders to participating in following up with the Company's various activities**

The Company is keen to increase the contributions and participation of stakeholders in the Company's activities, through publishing all the relevant information accurately and on a timely manner for the stakeholders. The Company takes into consideration such parties upon making important decisions.

The Company provides stakeholders with access to the information and data relevant to their activities so that they can be relied on in a timely and systematic manner.

- **Laying out the mechanisms which allows members of the Board of Directors and Executive Management to constantly obtain training programs and courses**

The Company has established in the professional and ethical behavior guide the principles on which the Company's policy is based to create corporate values on the basis that the Company's reputation is based on the behavior of the board members, executive management and employees. Everyone must play a role in maintaining the Company's reputation by adhering to the highest ethical standards.

## ANNUAL CORPORATE GOVERNANCE REPORT

In order to develop the skills of members of the Board of Directors and the Executive Management, the Company contracted with more than one local consulting Company to provide technical support for members of the Board of Directors and Executive Management in aspects related to governance, internal control, human resources management, legal affairs and other matters to ensure that they have a proper understanding of best practices in the Company's business and operations.

- **Evaluating the performance of the Board of Directors in general, and the performance of each member of the Board of Directors and Executive Management**

The Company has developed systems and mechanisms to evaluate the performance of each member of the Board of Directors and Executive Management on a regular basis through a set of performance measurement indicators related to the achievement of the Company's strategic objectives. The objective performance indicators have been developed to evaluate the Board as a whole and the contribution of each member of the Board and each of its committees and to evaluate the performance of executive managers on an annual basis.

- **The value creation efforts of the Board of Directors for the employees of the Company through the achievement of strategic objectives and improving performance rates.**

The Board of Directors creates values within the Company by developing the mechanisms that helps to achieve the Company's strategic objectives and improve performance. This contributes to the creation of the institutional values for the employees and motivates them to work to maintain the financial integrity of the Company. The Company also constantly develops the adopted internal integrated reporting systems in order to help members of the Board and Executive Management make decisions in a systematic and proper manner.

- **About developing a policy to ensure balance between each of the objectives of the Company and objectives of the society.**

The Company is keen to show the continuous commitment of its social responsibility through social behaviors which aim at achieving the sustainable development of the society in general and to the employees of the Company in particular. This is achieved through initiatives to improve the lives of workers, their families and the community, and contributing to the reduction of unemployment in the society and to the optimal utilization of available resources. The Company aims to strengthen the management concept by introducing a contribution to solving social and environmental problems within its operations and its relationships with stakeholders.

- **The adopted programs and mechanisms which help highlight the Company's efforts in the field of social work.**

1. Kuwait Real Estate Company (AQARAT) has donated in the field of community development to INJAZ Kuwait, which is a non-governmental and non-profit association that aims at the development of the youth to work successfully through business management courses in the areas of entrepreneurship, business readiness and financial knowledge.
2. In cooperation with Kuwait Cardiac Association, the assembly sent a mobile unit located in the Kuwait Market Building, which performed free examination to assess the level of sugar and cholesterol in blood and measure weight, height and blood pressure. In addition, it provided advice and guidance to all participants by the mobile unit doctor, and distributed brochures and pamphlets on awareness of cardiac disease.
3. Organizing free recreational parties and summer camps at Arabella complex, located in Al-Bida region during the weekend for children.



## ANNUAL AUDIT COMMITTEE REPORT

### Committee Head Message

Esteemed Shareholders,

Greetings,

On behalf of myself and the committee members, I am pleased to present to you the report of the Audit Committee for the financial year ended on 31/12/2020 including the main duties and accomplishments of the Committee during the period.

The Committee has done its part and duties, and the result of such work is that the Committee as well as the Internal Audit Unit did not find any violations or penalties imposed as a result of these violations, and that no financial and non-financial sanctions were imposed on the Company.

Yours Sincerely,

**Marzouq Jassim Al-Bahar**  
Head of the Committee



## ANNUAL AUDIT COMMITTEE REPORT

### Introduction

The Company is committed to the instructions of Capital Markets Authority, and therefore formed an audit committee (the "Committee") derived from the Board of Directors (the "Board") of Kuwait Real Estate Company (the "Company"). The charter of the committee approved by the Board sets forth the method and standards of choosing members of the Committee, term of the Committee, tasks, responsibilities and authorities of this Committee, and rules thereof. The Committee is fully independent from the Executive Management of the Company.

Based on Modular Fifteen (Corporate Governance) of the Executive Bylaws issued by the Capital Markets Authority in the State of Kuwait (Article No. 9 - 9 Item No. 4 which states that the agenda of the General Assembly must read the report of the audit committee); this report was made to be read in the meeting of the General Assembly of the Company to be held in the Second Quarter of 2021.

The Company established the internal audit activity which is fully technically independent through direct reporting to the audit committee.

All members of the committee have academic qualifications and/or practical experience in the field of accounting and finance.

The secretary of committee records all the minutes of meetings of the committee stating the place, date, and the beginning and end hour of the meeting. The minutes of the meetings are given serial numbers according to the year during which they were held, then they are recorded and maintained in a way to make them easily accessible. And based on the Committee's keenness to provide all the required information and data in an accurate and timely manner for all members of the committee and/ or Board, the updated information and data that might be needed by any member are provided to the secretary of the committee.

### Opinion of the Committee regarding the internal audit systems applied in the company

The committee believes that the company has appropriate and satisfactory internal control and audit systems that cover all activities of the company, and maintain the financial integrity, data accuracy, and business efficiency of the company in all different aspects. The organizational level of the company takes into consideration the following:

1. Appropriate determination of the powers and responsibilities.
2. Double examination and control, double signature of all the financial and accounting operations in a manner that does not conflict with the authorities approved by the Board.
3. The principle of segregation of incompatible duties in all operations of the company which are conducted through the manual and automatic systems used in the Company. The main goals of this principle are:
  - a. To reduce the possibility of hiding any operation implemented.
  - b. To reduce the ability of one person to control all the stages of an operation.
  - c. To limit the conflict of interests.
  - d. To reduce the risks of fraud.

The Committee believes that the Company depends on a group of the developed information systems, and contributes effectively in the internal audit, provides accurate and transparent information, and the company applies an authorities matrix which determines the lines access and dealing with the information systems. In addition, limits were placed for the authorities by the Board of Directors and Executive Management to reflect the authorities of making decisions, and then determining authorized signatories of the Company. The Company guarantees that the authorities granted to its employees are in line with their responsibilities at an acceptable level of authorization and segregation of duties. The authorities and responsibilities of the employees are subject to review according to the requirements of the work environment and any changes to the organization structure of the Company.

The procedures of internal audit include operational, administrative and accounting audit and they are applied constantly. The activities and performance of the Company are discussed through periodic meetings of the senior administration. All concerned parties in the departments of the company are informed of all the decisions. All the documents related to the internal audit system are maintained and classified to be used in the training of employees, examination and testing procedures which aim at confirming the efficiency and effectiveness of the system. The departments maintain their files and records in a safe place and grants the power of access only to the competent persons who are authorized to access the same according to the instructions of the department.

## ANNUAL AUDIT COMMITTEE REPORT

### Accomplishments of the Committee:

The Committee established the commitment culture inside the company through its pursuit to ensure the integrity and safety of financial reports of the Company, as well as ensuring the efficiency and effectiveness of the internal control systems applied in the Company.

Most significant achievements of the Committee during 2020:

1. Preparing the audit committee report to be read to the general assembly.
2. Preparing the annual audit committee report on the adequacy of the internal control systems applied in the company, which includes the opinion of the committee in this regard, and the report was presented to the board of directors.
3. Reviewing the periodic and annual financial statements and recommending the Board of Directors to approve the same.
4. Meeting with the independent auditor, discussing the financial reports and statements, ensuring that there are no interventions or obstacles that the auditor faced during auditing the consolidated financial statements of the Company and its subsidiaries by the Executive Management or Board of Directors.
5. Following up the performance of the independent auditor, evaluating its independence and recommending his re-appointment to the Board of Directors.
6. Reviewing and discussing the ICR applied at the company issued by an independent audit office, and following up with addressing the remarks and implementing the recommendations given regarding the previous reports.
7. Approving the annual internal audit plan.
8. Reviewing and discussing the internal audit reports (including the evaluation report of internal audit systems applied at the Company), and following up on addressing the remarks and implementing the recommendations listed in these reports.

The Committee reported to the Board of Directors regarding its activities, the results of its work as well as any transparent decisions. The Board of Directors follows up the work of the Committee in a periodic manner to ensure the implementation of its duties. The Committee is responsible for its actions before the Board of Directors. The Executive Management at the Company provided all the information and data needed by the Committee in a full, accurate and timely manner for all members of the Committee which enabled the Committee to perform its duties and tasks in an effective and efficient manner.

And as a commitment to the highest standards of transparency, the Company placed a mechanism that allows in the case of conflict between the recommendations of the audit committee and decisions of the Board, especially when the Board refuses to follow the recommendations of the Committee regarding the external auditors/ internal auditor, whereas the Board is committed in the case of any conflict to ensure that its governance report clearly details such recommendations and the reason(s) behind the Board's decision not to follow them.

During 2020, there was no conflict between the recommendations of the Audit Committee and Resolutions of the Board of Directors.

**Marzouq Jassim Al Bahar**  
Head of the Audit Committee



## AGENDA OF ORDINARY GENERAL ASSEMBLY FOR THE FISCAL YEAR ENDING 31 DECEMBER 2020

1. Discuss and approve the Board of Directors' Report on the financial year ended 31 December 2020.
2. Read and recite the Corporate Governance Report and Audit Committee report on the financial year ended 31 December 2020.
3. Discuss and approve the external Auditors' Report on the financial year ended 31 December 2020
4. Discuss and approve the Financial Statements for the financial year ended 31 December 2020
5. Presentation of any penalties (financial and non-financial) imposed by the regularities for the financial year ended 31 December 2020 (if any).
6. Read and recite transactions that have been or will take place with related parties.
7. Discuss the Board of Directors proposal to distribute bonus shares of 5% to the company's shareholders of (5) five treasury shares for every (100) one hundred shares of the company for the financial year ended 31 December 2020 at the end of the maturity day which is 15 working days after the date of the ordinary general assembly. The distribution will begin to those entitled after five working days from the end of the due date, without increasing the paid-up capital or number of issued shares. Further authorizing the Board of Directors' to dispose of shares' fractions resulting from the distribution.
8. Discuss the deduction of 10% (ten percent) from the profit this year to the company's statutory reserve with a value of 376,199 KD (three hundred seventy-six thousand, one hundred ninety-nine Kuwaiti Dinars).
9. Discuss the deduction of 10% (ten percent) from the profit this year to the company's voluntary reserve with a value of 376,199 KD (three hundred seventy-six thousand, one hundred ninety-nine Kuwaiti Dinars).
10. To authorize the Board of Directors to buy or sell a maximum of 10% of the company's shares as per the article Law No. (7) of 2010 and their amendments and the provisions of relevant laws and amendments.
11. Discuss the board member's discharge from and hold them harmless against any liabilities for their financial and legal actions for the financial year ended 31 December 2020.
12. To appoint or reappoint the external auditors from the list of auditors approved by Capital Markets Authority (CMA), considering the mandatory rotation period for the financial year ending 31 December 2021, and authorizing the Board of Directors to determine their fees.
13. Approving the Listing Kuwait Real Estate Company shares in Dubai Financial Market.
14. Election of New Board of Directors for the next three years.





FINANCIAL  
STATEMENTS



## Independent auditor's report

To the shareholders of  
Kuwait Real Estate Company – KPSC  
Kuwait

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the consolidated financial statements of Kuwait Real Estate Company - KPSC (the "Parent Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position as at 31 December 2020, and the consolidated statement of profit or loss, consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2020, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### *Valuation of investment properties*

The Group's investment properties comprise of lands and buildings, including right of use assets, in Kuwait and GCC countries. The total carrying value of the investment properties are significant to the Group's consolidated financial statements and are carried at fair value. Management determines the fair value of its investment properties on a periodic basis using external appraisers to support the valuation.

Investment properties are valued using mark to market approach which is based on the latest sale prices of properties within similar areas for certain investment properties, and income capitalization approach which is based on estimates and assumptions such as rental values, occupancy rates, discount rates, financial stability of tenants, market knowledge and historical transactions for certain other properties. Also, the disclosures relating to the assumptions are relevant, given the estimation uncertainty and sensitivity of the valuations. Given the size and complexity of the valuation of investment properties and the importance of the disclosures relating to the assumptions used in the valuation, we identified this as a key audit matter. The Group's disclosures about its investment properties are included in Notes 11 and 33.3 to the consolidated financial statements.

## **Independent Auditor's Report to the Shareholders of Kuwait Real Estate Company - KPSC (continued)**

### **Key Audit Matters (continued)**

#### *Valuation of investment properties (continued)*

As part of our audit procedures amongst others, we have evaluated the above assumptions and estimates made by management and the external appraisers in the valuation and assessed the appropriateness of the data supporting the fair value. Furthermore, we assessed the appropriateness of the disclosures relating to the sensitivity of the assumptions.

#### *Valuation of financial assets at FVTPL and FVTOCI*

The Group's financial assets at fair value through profit or loss (FVTPL) and financial assets at fair value through other comprehensive income (FVTOCI) include significant unquoted investments. Due to their unique structure and terms, the valuation of these instruments is based either on external independent valuations or on entity-developed internal models. Therefore, there is significant measurement uncertainty involved in valuations. As a result, the valuations of these instruments were significant to our audit. We have, therefore, spent significant audit efforts in assessing the appropriateness of the valuations and underlying assumptions. The Group's disclosures about its financial assets at FVTPL and FVTOCI are included in Notes 18, 13 and 33.2 to the consolidated financial statements.

Our audit procedures included agreeing carrying value of the unquoted securities to the Group's internal or external valuations prepared using valuation techniques, assessing and challenging the appropriateness of estimates, assumptions and valuation methodology and obtained supporting documentation and explanations to corroborate the valuations.

#### **Other information included in the Group's Annual Report**

Management is responsible for the other information. Other information consists of the information included in the Group's Annual Report, other than the consolidated financial statements and our auditor's report thereon. We obtained the report of the Parent Company's Board of Directors, prior to the date of our auditor's report, and we expect to obtain the remaining sections of the Annual Report after the date of our auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those Charged with Governance are responsible for overseeing the Group's financial reporting process.

## **Independent Auditor's Report to the Shareholders of Kuwait Real Estate Company - KPSC (continued)**

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with Those Charged with Governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide Those Charged with Governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## **Independent Auditor's Report to the Shareholders of Kuwait Real Estate Company - KPSC (continued)**

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)**

From the matters communicated with Those Charged with Governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

Furthermore, in our opinion, proper books of account have been kept by the Parent Company and the consolidated financial statements, together with the contents of the report of the Parent Company's Board of Directors relating to these consolidated financial statements, are in accordance therewith. We further report that we obtained all the information and explanations that we required for the purpose of our audit and that the consolidated financial statements incorporate all information that is required by the Companies Law No.1 of 2016, and its Executive Regulations, as amended, and by the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, that an inventory was duly carried out and that, to the best of our knowledge and belief, no violations of the Companies Law No.1 of 2016 and its Executive Regulations nor of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2020 that might have had a material effect on the business or financial position of the Parent Company.

We further report, to the best of our knowledge and belief, no violations of provisions of the Law No. 7 of 2010 regarding Capital Markets Authority ("CMA") and its relevant regulations have occurred during the year ended 31 December 2020 that might have had a material effect on the business or financial position of the Parent Company.



**Hend Abdullah Al Surayea**

(Licence No. 141-A)

Grant Thornton – Al-Qatami, Al-Aiban & Partners

Kuwait

24 March 2021

**Kuwait Real Estate Company – KPSC and Subsidiaries  
Consolidated Financial Statements  
31 December 2020**
**Consolidated statement of profit or loss**

	Notes	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
<b>Income</b>			
Real estate rental income		<b>18,466,440</b>	23,735,949
Real estate operating expenses		<b>(2,952,279)</b>	(3,020,742)
Net rental income		<b>15,514,161</b>	20,715,207
Change in fair value of investment properties	11	<b>(6,782,268)</b>	(6,284,697)
Share of results of associates	14.2	<b>62,111</b>	573,788
Change in fair value of financial assets at FVTPL		<b>(729,286)</b>	(509,731)
Gain on sale of financial assets at FVTPL		<b>207,855</b>	-
Dividend income	9	<b>413,836</b>	334,465
Gain on disposal of a subsidiary	7.3	<b>346,401</b>	-
Gain on bargain purchase of a subsidiary		-	3,579,018
Rent concessions	25	<b>3,430,000</b>	-
Other income		<b>780,828</b>	798,133
		<b>13,243,638</b>	19,206,183
<b>Expenses and other charges</b>			
General and administrative expenses		<b>(1,993,695)</b>	(1,904,782)
Finance costs	8	<b>(6,167,514)</b>	(8,071,661)
Provision for doubtful debts	16	<b>(1,020,000)</b>	(400,000)
Provision for tax claims of foreign subsidiary		-	(606,000)
Provision for trading properties		-	(633,623)
		<b>(9,181,209)</b>	(11,616,066)
<b>Profit for the year before contribution to Kuwait Foundation for the Advancement of Sciences (KFAS), National Labour Support Tax (NLST), Zakat and Board of Directors' remuneration</b>			
		<b>4,062,429</b>	7,590,117
KFAS		-	(33,196)
NLST		<b>(93,464)</b>	(197,782)
Zakat		<b>(60,824)</b>	(98,808)
Board of directors' remuneration		-	(40,000)
		<b>3,908,141</b>	7,220,331
<b>Attributable to:</b>			
Owners of the Parent Company		<b>3,567,703</b>	7,045,605
Non-controlling interests		<b>340,438</b>	174,726
<b>Profit for the year</b>		<b>3,908,141</b>	7,220,331
<b>Basic and diluted earnings per share attributable to Owners of the Parent Company (Fils)</b>			
	10	<b>4.10</b>	8.26

Kuwait Real Estate Company – KPSC and Subsidiaries  
Consolidated Financial Statements  
31 December 2020

## Consolidated statement of profit or loss and other comprehensive income

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
<b>Profit for the year</b>	<b>3,908,141</b>	7,220,331
<b>Other comprehensive loss:</b>		
<i>Items that will not be reclassified subsequently to consolidated statement of profit or loss</i>		
Financial assets at fair value through other comprehensive income:		
- Net change in fair value arising during the year	<b>(10,140,561)</b>	(8,503,054)
<i>Items that may be reclassified subsequently to consolidated statement of profit or loss</i>		
Transfer to consolidated statement of profit or loss on partial disposal of a subsidiary	<b>(152,160)</b>	-
Exchange differences arising on translation of foreign operations	<b>(290,159)</b>	89,454
Total other comprehensive loss	<b>(10,582,880)</b>	(8,413,600)
<b>Total comprehensive loss for the year</b>	<b>(6,674,739)</b>	(1,193,269)
<b>Attributable to:</b>		
Owners of the Parent Company	<b>(7,005,081)</b>	(1,367,995)
Non-controlling interests	<b>330,342</b>	174,726
<b>Total comprehensive loss for the year</b>	<b>(6,674,739)</b>	(1,193,269)

**Kuwait Real Estate Company – KPSC and Subsidiaries  
Consolidated Financial Statements  
31 December 2020**
**Consolidated statement of financial position**

	Notes	31 Dec 2020 KD	31 Dec 2019 KD
<b>Assets</b>			
<b>Non-current assets</b>			
Property and equipment	11	89,848	207,386
Investment properties	12	218,339,071	223,906,226
Properties under development		10,377,048	7,450,699
Capital work in progress	13	814,569	519,126
Financial assets at FVTOCI	14	33,890,990	27,175,068
Investment in associates	29	7,604,079	7,967,807
Due from related parties		359,469	359,469
		<b>271,475,074</b>	267,585,781
<b>Current assets</b>			
Trading properties	15	8,727,651	8,624,272
Due from related parties	29	8,033,471	6,593,998
Accounts receivable and other assets	16	4,697,332	3,972,076
Advance payments for purchase of investments	17	16,039,281	11,347,662
Financial assets at FVTPL	18	6,495,324	25,501,033
Cash and cash equivalents	19	3,084,723	3,298,312
		<b>47,077,782</b>	59,337,353
<b>Total assets</b>		<b>318,552,856</b>	326,923,134
<b>Equity and liabilities</b>			
<b>Equity</b>			
Share capital	20	94,736,506	94,736,506
Share premium	20	3,425,191	3,425,191
Treasury shares	21	(6,644,417)	(6,262,577)
Other components of equity	22	6,281,426	15,559,006
Retained earnings		20,157,247	20,476,781
<b>Equity attributable to owners of the Parent Company</b>		<b>117,955,953</b>	127,934,907
Non-controlling interests		3,301,717	3,073,895
<b>Total equity</b>		<b>121,257,670</b>	131,008,802
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Borrowings	24	141,594,328	133,361,217
Lease liabilities	25	22,921,249	30,295,091
Provision for employees' end of service benefits		984,372	972,051
		<b>165,499,949</b>	164,628,359
<b>Current liabilities</b>			
Due to related parties	29	3,486,913	1,010,928
Borrowings	24	3,346,231	5,768,622
Lease liabilities	25	7,033,096	6,959,568
Accounts payable and other liabilities	26	13,480,063	13,203,062
Due to bank	27	4,448,934	4,343,793
		<b>31,795,237</b>	31,285,973
<b>Total liabilities</b>		<b>197,295,186</b>	195,914,332
<b>Total equity and liabilities</b>		<b>318,552,856</b>	326,923,134



**Talal Jassem Al-Bahar**  
Vice Chairman & CEO

## Consolidated statement of changes in equity

### Equity attributable to the owners of the Parent Company

	Share capital		Share premium		Treasury shares		Other components of equity (Note 22)		Retained earnings		Sub total		Non-controlling interests		Total	
	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD
<b>Balance at 1 January 2020</b>	<b>94,736,506</b>	<b>3,425,191</b>	<b>(6,262,577)</b>	<b>15,559,006</b>	<b>20,476,781</b>	<b>127,934,907</b>	<b>3,073,895</b>	<b>131,008,802</b>								
Gain on acquiring additional interest in a subsidiary (note 7.5)	-	-	-	-	81,162	81,162	(102,520)	(21,358)								
Purchase of treasury shares	-	-	(6,415,828)	-	-	(6,415,828)	-	(6,415,828)								
Sale of treasury shares	-	-	2,697,558	663,235	-	3,360,793	-	3,360,793								
Bonus shares distributions (note 30)	-	-	3,336,430	131,485	(3,467,915)	-	-	-								
Transactions with the owners	-	-	(381,840)	794,720	(3,386,753)	(2,973,873)	(102,520)	(3,076,393)								
Profit for the year	-	-	-	-	3,567,703	3,567,703	340,438	3,908,141								
Other comprehensive loss for the year	-	-	-	(10,572,784)	-	(10,572,784)	(10,096)	(10,582,880)								
Total comprehensive (loss)/income for the year	-	-	-	(10,572,784)	3,567,703	(7,005,081)	330,342	(6,674,739)								
Realised gain on disposal of financial assets at FVTOCI	-	-	-	(251,914)	251,914	-	-	-								
Transferred to reserves	-	-	-	752,398	(752,398)	-	-	-								
<b>Balance at 31 December 2020</b>	<b>94,736,506</b>	<b>3,425,191</b>	<b>(6,644,417)</b>	<b>6,281,426</b>	<b>20,157,247</b>	<b>117,955,953</b>	<b>3,301,717</b>	<b>121,257,670</b>								

The notes set out on pages 49 to 102 form an integral part of these consolidated financial statements.

**Kuwait Real Estate Company – KPSC and Subsidiaries  
Consolidated Financial Statements  
31 December 2020**
**Consolidated statement of changes in equity (Continued)**

	Equity attributable to the owners of the Parent Company									
	Other components of equity					Non-controlling interests				
	Share capital	Share premium	Treasury shares	Retained earnings	Sub total	Share capital	Share premium	Treasury shares	Retained earnings	Sub total
KD	KD	KD	KD	KD	KD	KD	KD	KD	KD	KD
<b>Balance at 1 January 2019</b>	90,671,294	3,425,191	(943,694)	21,735,909	17,419,769	132,308,469	-	-	-	132,308,469
Adjustment arising on adoption of IFRS 16	-	-	-	-	2,232,950	2,232,950	-	-	-	2,232,950
Balance as at 1 January 2019 (restated)	90,671,294	3,425,191	(943,694)	21,735,909	19,652,719	134,541,419	-	-	-	134,541,419
Purchase of treasury shares	-	-	(10,313,587)	-	-	(10,313,587)	-	-	-	(10,313,587)
Sale of treasury shares	-	-	2,302,364	341,703	-	2,644,067	-	-	-	2,644,067
Bonus shares distributions (note 30)	-	-	2,692,340	470,963	(3,163,303)	-	-	-	-	-
Non-controlling interests arising on acquisition of subsidiary	-	-	-	-	-	-	-	-	2,899,169	2,899,169
Shares issued to acquire a subsidiary	4,065,212	-	-	-	(1,634,209)	2,431,003	-	-	-	2,431,003
Transactions with the owners	4,065,212	-	(5,318,883)	812,666	(4,797,512)	(5,238,517)	2,899,169	(2,339,348)	-	(2,339,348)
Profit for the year	-	-	-	-	7,045,605	7,045,605	174,726	-	-	7,220,331
Other comprehensive loss for the year	-	-	-	(8,413,600)	-	(8,413,600)	-	-	-	(8,413,600)
Total comprehensive (loss)/income for the year	-	-	-	(8,413,600)	7,045,605	(1,367,995)	174,726	(1,193,269)	-	(1,193,269)
Realised gain on disposal of financial assets at FVTOCI	-	-	-	(59,047)	59,047	-	-	-	-	-
Transferred to reserves	-	-	-	1,483,078	(1,483,078)	-	-	-	-	-
Balance at 31 December 2019	94,736,506	3,425,191	(6,262,577)	15,559,006	20,476,781	127,934,907	3,073,895	131,008,802	-	131,008,802

The notes set out on pages 49 to 102 form an integral part of these consolidated financial statements.

Kuwait Real Estate Company – KPSC and Subsidiaries  
Consolidated Financial Statements  
31 December 2020

## Consolidated statement of cash flows

	Notes	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
<b>OPERATING ACTIVITIES</b>			
<b>Profit for the year</b>		<b>3,908,141</b>	7,220,331
<b>Adjustments:</b>			
Depreciation		<b>134,987</b>	51,829
Finance costs		<b>6,167,514</b>	8,071,661
Change in fair value of investment properties	11	<b>6,782,268</b>	6,284,697
Provision for trading properties		-	633,623
Gain on disposal of subsidiary		<b>(346,401)</b>	-
Share of results of associates	14	<b>(62,111)</b>	(573,788)
Gain on bargain purchase of subsidiary		-	(3,579,018)
Change in fair value of financial assets at FVTPL		<b>729,286</b>	509,731
Gain on sale of financial assets at FVTPL		<b>(207,855)</b>	-
Provision for doubtful debts	16	<b>1,020,000</b>	400,000
Provision for tax claims of foreign subsidiary		-	606,000
Dividend income	9	<b>(413,836)</b>	(334,465)
Rent concessions	25	<b>(3,430,000)</b>	-
Provision for employees' end of service benefits		<b>94,247</b>	85,306
		<b>14,376,240</b>	19,375,907
<b>Changes in operating assets and liabilities:</b>			
Due from related parties		<b>(1,439,473)</b>	(4,934,139)
Accounts receivable and other assets		<b>(1,745,256)</b>	827,436
Advance payments for purchase of investments		<b>(3,991,619)</b>	2,689,862
Accounts payable and other liabilities		<b>214,022</b>	(329,147)
Due to related parties		<b>(2,116,761)</b>	314,257
Employees' end of service benefits paid		<b>(81,926)</b>	(74,535)
<b>Net cash from operating activities</b>		<b>5,215,227</b>	17,869,641
<b>INVESTING ACTIVITIES</b>			
Purchase of property and equipment		<b>(17,449)</b>	(27,506)
Additions to capital work in progress		<b>(1,092,143)</b>	(3,293,910)
Additions to properties under development	12	<b>(2,926,349)</b>	(7,450,699)
Additions to investment properties	11	<b>(418,413)</b>	(2,740,795)
Purchase of financial assets at FVTPL		<b>(174,289)</b>	(1,437,416)
Proceeds from sale of financial assets at FVTPL		<b>1,318,553</b>	-
Purchase of financial assets at FVTOCI		<b>(1,970,528)</b>	(4,532,126)
Proceeds from sale of financial assets at FVTOCI		<b>1,568,856</b>	720,549
Dividend received from associates	14	<b>165,546</b>	125,181
Investments in associates	14	<b>(416,741)</b>	(1,543,967)
Proceeds from sale of associates		<b>29,388</b>	-
Restricted bank balances	19	<b>236,133</b>	(151,086)
Increase in term deposits		<b>(8,647)</b>	(1,170,189)
Dividend income received		<b>413,836</b>	334,465
Bank balances arising on acquisition of a subsidiary		-	3,046,106
Proceeds from disposal of a subsidiary	7.3	<b>2,550,000</b>	-
<b>Net cash used in investing activities</b>		<b>(742,247)</b>	(18,121,393)

**Kuwait Real Estate Company – KPSC and Subsidiaries**  
**Consolidated Financial Statements**  
**31 December 2020**

## Consolidated statement of cash flows (continued)

	Notes	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
<b>FINANCING ACTIVITIES</b>			
Net change in borrowings	24	<b>5,810,720</b>	20,665,563
Finance costs paid		<b>(4,909,315)</b>	(7,737,218)
Lease liabilities paid		<b>(5,065,534)</b>	(8,232,000)
Net movement in treasury shares		<b>(381,840)</b>	(5,318,883)
<b>Net cash used in financing activities</b>		<b>(4,545,969)</b>	(622,538)
Net decrease in cash and cash equivalents		<b>(72,989)</b>	(874,290)
Foreign currency adjustments		<b>(18,255)</b>	(54,938)
Cash and cash equivalents at the beginning of the year	19	<b>(2,777,200)</b>	(1,847,972)
<b>Cash and cash equivalents at the end of the year</b>	19	<b>(2,868,444)</b>	(2,777,200)
<b>Non-cash transactions:</b>			
Acquisition of subsidiary			
- Issue of share capital		-	4,065,212
- Non-controlling interests		-	2,899,169
- Proceeds from disposal of financial assets at FVTOCI		-	350,499
- Increase in net assets excluding bank balances		-	(6,213,760)
Investment properties		-	(26,144,198)
Lease liabilities		-	26,144,198
Financial assets at FVTPL		<b>14,599,870</b>	-
Investment in associates		<b>(3,461,329)</b>	-
Financial assets at FVTOCI		<b>(11,138,541)</b>	-

## Notes to the consolidated financial statements

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### 1 Incorporation and activities of the Parent Company

Kuwait Real Estate Company – KPSC (“the Parent Company”) was incorporated in 1972 as a Kuwaiti public shareholding company in accordance with the provisions of the Companies Law in the State of Kuwait.

The Parent Company’s shares are listed on Boursa Kuwait.

The Group comprises the Parent Company and its subsidiaries (collectively referred to as “the Group”). The details of the subsidiaries are described in Note 7.

The principle activities of the Parent Company are as follows:

- Carry out various real estate works for achieving profit, including sale, purchase, renting out and leasing of lands and real estate properties, erect buildings, prepare and implement studies of the private and public real estate projects directly or through mediation whether in Kuwait or abroad.
- Carry out various building works and related works whether for its account or for the account of third parties and import, trade in all materials related to real estate and other works related or necessary thereto.
- Invest in companies’ shares or projects similar to the company’s objectives or manage and direct such institutions in such a way that achieves interest.
- Build housing whether for citizens or government employees or the employees of official or private authorities against receiving their value from them either in cash or on installments.
- Carry out contracting works in general whether directly or through participation with other contracting companies or representing same.
- Manage others’ properties in Kuwait and abroad.
- Erect private and public buildings and projects, including malls, entertainment centers, touristic utilities and implement them directly or through third parties in Kuwait or abroad and rent out or sell same in cash or on installments after approval by the competent authorities.
- Create, manage or share third parties in real estate investment funds only whether in Kuwait or abroad to employ and invest funds on behalf of others after approval by the competent authorities.
- Do various real estate works for achieving profit, including acquisition, sale and purchase of lands and real estate properties and develop them for the account of the company inside and outside Kuwait, rent out and lease same and erect buildings.
- Prepare studies and provide consultations in all kinds of real estate fields, provided the required terms and conditions are met by those who offer this service.
- Acquire, sell and purchase shares and bonds of the companies or projects similar to the company’s objectives or manage such institutions and direct same in such a way that achieves interest.
- Acquire movables and real estate properties necessary to conduct its activity within the limits permitted by the law and in compliance with its objectives.
- Perform maintenance works related to the buildings and properties owned by the company and others, including civil, mechanical and electrical works, elevators and air conditioning works in such a way that maintains buildings and their safety.
- Organize real estate exhibitions for the company’s real estate projects.
- Hold real estate auctions.
- Utilize the surplus funds available with the company by investing same in financial portfolios managed by specialized companies and entities inside and outside Kuwait.
- Contribute directly to set out the basic structure of the residential, commercial areas and projects by “Building, Operation & Transfer” (BOT) system and manage the real estate utilities by BOT system.

**Kuwait Real Estate Company – KPSC and Subsidiaries**  
**Consolidated Financial Statements**  
**31 December 2020**

## Notes to the consolidated financial statements

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### 1 Incorporation and activities of the Parent Company (continued)

The Parent Company has the right to perform the above mentioned activities inside and outside the State of Kuwait directly or through an agent. The Parent Company may have an interest or participate in any aspect with the entities performing similar works or which might assist it in the achievement of its objectives in Kuwait or abroad. The Parent Company may also establish or share or purchase these entities or affiliate them therewith.

The address of the Parent Company's registered office is PO Box 1257, Safat 13013, State of Kuwait.

These consolidated financial statements for the year ended 31 December 2020 were authorised for issue by the Parent Company's board of directors on 24 March 2021. The general assembly of the Parent Company's shareholders has the power to amend these consolidated financial statements after issuance.

### 2 Basis of preparation

The consolidated financial statements of the Group have been prepared under historical cost convention, except for financial assets at fair value through profit or loss, financial assets at fair value through other comprehensive income, properties under development and investment properties that have been measured at fair value.

The consolidated financial statements have been presented in Kuwaiti Dinars ("KD") which is the functional and presentation currency of the Parent Company.

The Group has elected to present the "consolidated statement of profit or loss and other comprehensive income" in two statements: the "consolidated statement of profit or loss" and "consolidated statement of profit or loss and other comprehensive income"

### 3 Statement of compliance

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by International Accounting Standards Board (IASB), and Interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC") of the IASB.

### 4 Changes in accounting policies

#### 4.1 New and amended standards adopted by the Group

A number of new and revised standards are effective for annual periods beginning on or after 1 January 2020 which have been adopted by the Group. Information on these new standards is presented below:

Standard or Interpretation	Effective for annual periods beginning
IFRS 3 – Amendments – Definition of Business	1 January 2020
IAS 1 and IAS 8 – Amendments – Definition of Material	1 January 2020
IFRS 16 – Amendments – Covid 19 Rent Related Concessions	1 June 2020

## Notes to the consolidated financial statements

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### 4 Changes in accounting policies (continued)

#### 4.1 New and amended standards adopted by the Group (continued)

##### ***IFRS 3 – Amendments- Definition of Business***

The Amendments to IFRS 3 Business Combinations are changes to Appendix A Defined terms, the application guidance, and the illustrative examples of IFRS 3 only with respect to Definition of Business. The amendments:

- clarify that to be considered a business, an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs;
- narrow the definitions of a business and of outputs by focusing on goods and services provided to customers and by removing the reference to an ability to reduce costs;
- add guidance and illustrative examples to help entities assess whether a substantive process has been acquired;
- remove the assessment of whether market participants are capable of replacing any missing inputs or processes and continuing to produce outputs; and
- add an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business

The application of the amendments did not have a significant impact on the Group's consolidated financial statements.

##### ***IAS 1 and IAS 8 – Amendments***

The amendments to IAS 1 and IAS 8 clarify the definition of 'material' and align the definition used in the Conceptual Framework and the standards. The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence'.

The application of the amendments did not have a significant impact on the Group's consolidated financial statements.

##### ***IFRS 16 – Amendments- COVID19 Rent Related Concessions***

IFRS 16 contains specific requirements when accounting for changes to lease payments and rent concessions are in the scope of these requirements. Lessees are required to assess whether rent concessions are lease modifications, and if they are, there is specific accounting to be applied. However, applying these requirements to potentially a significant number of leases could be difficult, particularly from a practical perspective due to pressures resulting from the pandemic.

The practical expedient allows lessees to elect to not carry out an assessment to decide whether a COVID-19-related rent concession received is a lease modification. The lessee is permitted to account for the rent concession as if the change is not a lease modification.

The practical expedient is only applicable to rent concessions provided as a direct result of the COVID-19 pandemic. The relief is only for lessees that are granted these rent concessions. There are no changes for lessors.

All of the following conditions need to be met:

- The rent concession provides relief to payments that overall results in the consideration for the lease contract being substantially the same or less than the original consideration for the lease immediately before the concession was provided.
- The rent concession is for relief for payments that were originally due on or before 30 June 2021. So payments included are those required to be reduced on or before 30 June 2021, but subsequent rental increases of amounts deferred can go beyond 30 June 2021.
- There are no other substantive changes to the other terms and conditions of the lease

The Group has applied the practical expedient retrospectively to rent concessions below that meet the conditions amendments to IFRS 16, and has not restated comparative amounts.

**Kuwait Real Estate Company – KPSC and Subsidiaries  
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## Notes to the consolidated financial statements

### 4 Changes in accounting policies (continued)

#### 4.1 New and amended standards adopted by the Group (continued)

##### *Lessee accounting*

The Group received waiver of lease payments for certain leased premises amounting to KD3,430,000 which has been accounted for as a negative variable lease payment in the consolidated statement of profit or loss. The Group has derecognised part of the lease liability that has been extinguished by the forgiveness of the lease payments.

##### *Lessor accounting*

The Group, as a lessor, provided rent waivers to the lessees amounting to KD3,530,183. The Group's assessment of this change in the contractual terms is that the change is not modifications of the lease contract for the purpose of IFRS 16 since the events arising out of COVID19 are assumed to be part of the original lease contract.

#### 4.2 IASB Standards issued but not yet effective

At the date of authorisation of this consolidated financial statements, certain new standards, amendments and interpretations to existing standards have been published by the IASB but are not yet effective, and have not been adopted early by the Group.

Management anticipates that all of the relevant pronouncements will be adopted in the Group's accounting policies for the first period beginning after the effective date of the pronouncements. Information on new standards, amendments and interpretations that are expected to be relevant to the Group's consolidated financial statements is provided below. Certain other new standards and interpretations have been issued but are not expected to have a material impact on the Group's consolidated financial statements.

Standard or Interpretation	Effective for annual periods beginning
IFRS 10 and IAS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture – Amendments	No stated date
IAS 16 – Amendments – Proceeds before intended use	1 January 2022
IAS 37 – Amendments – Onerous contracts -Cost of fulfilling a contract	1 January 2022
Annual Improvements 2018-2020 Cycle	1 January 2022
IAS 1 – Amendments – Classification of current or non-current	1 January 2023

#### ***IFRS 10 and IAS 28 Sale or Contribution of Assets between and an Investor and its Associate or Joint Venture - Amendments***

The Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures (2011) clarify the treatment of the sale or contribution of assets from an investor to its associate or joint venture, as follows:

- require full recognition in the investor's financial statements of gains and losses arising on the sale or contribution of assets that constitute a business (as defined in IFRS 3 Business Combinations)
- require the partial recognition of gains and losses where the assets do not constitute a business, i.e. a gain or loss is recognised only to the extent of the unrelated investors' interests in that associate or joint venture.

These requirements apply regardless of the legal form of the transaction, e.g. whether the sale or contribution of assets occurs by an investor transferring shares in a subsidiary that holds the assets (resulting in loss of control of the subsidiary), or by the direct sale of the assets themselves.

IASB has postponed the effective date indefinitely until other projects are completed. However, early implementation is allowed.

Management does not anticipate that the application of these amendments may have a significant impact on the Group's consolidated financial statements in future should such transactions arise.

## Notes to the consolidated financial statements

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### 4 Changes in accounting policies (continued)

#### 4.2 IASB Standards issued but not yet effective (continued)

##### **IAS 16 Amendments - Proceeds before intended use**

The amendment prohibits an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the entity is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss.

Management does not anticipate that the adoption of the amendment in the future will have a significant impact on the Group's consolidated financial statements.

##### **IAS 37 Amendments – Onerous contracts- Cost of fulfilling a contract**

The amendments specify which costs an entity includes when assessing whether a contract will be loss-making.

The amendments clarify that for the purpose of assessing whether a contract is onerous, the cost of fulfilling the contract includes both the incremental costs of fulfilling that contract and an allocation of other costs that relate directly to fulfilling contracts.

The amendments are only to be applied to contracts for which an entity has not yet fulfilled all of its obligations at the beginning of the annual period in which it first applies the amendments.

Management does not anticipate that the adoption of the amendment in the future will have a significant impact on the Group's consolidated financial statements.

##### **Annual Improvements 2018-2020 Cycle**

Amendment to IAS 1 simplifies the application of IFRS 1 by a subsidiary that becomes a first-time adopter after its parent in relation to the measurement of cumulative translation differences. Subsidiary that is a first-time adopter later than its parent might have been required to keep two parallel sets of accounting records for cumulative translation differences based on different dates of transition to IFRSs. However, the amendment extends the exemption to cumulative translation differences to reduce costs for first-time adopters.

Amendment to IFRS 9 relates to the '10 per cent' Test for Derecognition of Financial Liabilities – In determining whether to derecognise a financial liability that has been modified or exchanged, an entity assesses whether the terms are substantially different. 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.

Lease Incentives – amendment to illustrative examples – The IASB was informed about the potential for confusion in applying IFRS 16 Leases because of how Illustrative Example 13 accompanying IFRS 16 had illustrated the requirements for lease incentives. Before the amendment, Illustrative Example 13 had included as part of the fact pattern a reimbursement relating to leasehold improvements; the example had not explained clearly enough the conclusion as to whether the reimbursement would meet the definition of a lease incentive in IFRS 16. The IASB decided to remove the potential for confusion by deleting from Illustrative Example 13 the reimbursement relating to leasehold improvements.

Taxation in fair value measurements – Before this amendment, when an entity used a discounted cash flow technique to determine the fair value applying IAS 41, IAS 41.22 required the entity to exclude taxation cash flows from the calculation. The amendment to IAS 41 removed from this requirement to exclude taxation cash flows when measuring fair value. This amendment aligned the requirements in IAS 41 on fair value measurement with those in other IFRS Standards.

Management does not anticipate that the adoption of the amendments in the future will have a significant impact on the Group's consolidated financial statements.

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**4 Changes in accounting policies (continued)**  
**4.2 IASB Standards issued but not yet effective (continued)**

***IAS 1 Amendments - Classification of current or non-current***

The amendments to IAS 1 clarify the classification of a liability as either current or non-current is based on the entity's rights at the end of the reporting period. Stating management expectations around whether they will defer settlement or not does not impact the classification of the liability. It has added guidance about lending conditions and how these can impact classification and has included requirements for liabilities that can be settled using an entity's own instruments.

Management does not anticipate that the adoption of the amendments in the future will have a significant impact on the Group's consolidated financial statements.

**5 Significant accounting policies**

The significant accounting policies adopted in the preparation of consolidated financial statements are set out below:

**5.1 Basis of consolidation**

The Group controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary. The financial statements of the subsidiaries are prepared for reporting dates which are typically not more than three months from that of the Parent Company, using consistent accounting policies. Adjustments are made for the effect of any significant transactions or events that occur between that date and the reporting date of the Parent Company's financial statements.

All transactions and balances between Group's companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group's companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a Group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

Non-controlling interests, presented as part of equity, represent the portion of a subsidiary's profit or loss and net assets that is not held by the Group. The Group attributes total comprehensive income or loss of subsidiaries between the owners of the Parent Company and the non-controlling interests based on their respective ownership interests.

When a controlling interest in the subsidiaries is disposed of, the difference between the selling price and the net asset value plus cumulative translation difference and goodwill is recognised in the consolidated statement of profit or loss.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries.

Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Parent Company.

## Notes to the consolidated financial statements

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### 5 Significant accounting policies (continued)

#### 5.2 Business combinations

The Group applies the acquisition method in accounting for business combinations. The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred. For each business combination, the acquirer measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through consolidated statement of profit or loss.

The Group recognises identifiable assets acquired and liabilities assumed in a business combination regardless of whether they have been previously recognised in the acquiree's financial statements prior to the acquisition. Assets acquired and liabilities assumed are generally measured at their acquisition-date fair values.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Goodwill is stated after separate recognition of identifiable intangible assets. It is calculated as the excess of the sum of i) fair value of consideration transferred, ii) the recognised amount of any non-controlling interest in the acquiree and iii) acquisition-date fair value of any existing equity interest in the acquiree, over the acquisition-date fair values of identifiable net assets. If the fair values of identifiable net assets exceed the sum calculated above, the excess amount (ie gain on a bargain purchase) is recognised in consolidated statement of profit or loss immediately.

#### 5.3 Rental income

Rental income is recognised on accrual basis.

#### 5.4 Dividend

Dividend income is recognised when the Group's right to receive the payment is established.

#### 5.5 Interest and similar income

Interest and similar income are recognised on accrual basis using the effective interest method

#### 5.6 Operating expenses

Operating expenses are recognised in consolidated statement of profit or loss upon utilisation of the service or at the date of their occurrence.

#### 5.7 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

#### 5.8 Taxation

##### 5.8.1 Kuwait Foundation for the Advancement of Sciences (KFAS)

The contribution to KFAS is calculated at 1% of taxable profit of the Group in accordance with the modified calculation based on the Foundation's Board of Directors' resolution, which states that income from Kuwaiti shareholding associates and subsidiaries, Board of Directors' remuneration, transfer to statutory reserve should be excluded from profit for the year when determining the contribution.

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

#### **5.8 Taxation (continued)**

##### **5.8.2 National Labour Supporting tax**

The National Labour Support Tax (NLST) is calculated at 2.5% of the profit for the year attributable to the owners of the Parent Company in accordance with the Ministry of Finance resolution No. 24 for the year 2006 and Law No. 19 for the year 2000.

##### **5.8.3 Zakat**

Contribution to Zakat is calculated at 1% of the profit for the year attributable to the owners of the Parent Company in accordance with the Ministry of Finance resolution No. 58/2007 effective from 10 December 2007.

##### **5.8.4 Income tax**

Current income tax assets and/or liabilities comprise those obligations to, or claims from, tax authorities relating to the current or prior reporting period, that are unpaid at the reporting date.

Deferred income tax is calculated using the liability method on temporary differences. Deferred tax is generally provided on the difference between the carrying amounts of assets and liabilities and their tax bases. Deferred tax is, however, neither provided on the initial recognition of goodwill, nor on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

In addition, tax losses available to be carried forward as well as other income tax credits are assessed for recognition as deferred tax assets.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted at the reporting date. Deferred tax liabilities are always provided for in full. Deferred tax assets are recognised.

#### **5.9 Leased assets**

##### *The Group as a lessee*

For any new contracts entered into on or after 1 January 2019, the Group considers whether a contract is, or contains a lease. A lease is defined as 'a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration'.

To apply this definition the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group
- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract
- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

## Notes to the consolidated financial statements

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### 5 Significant accounting policies (continued)

#### 5.9 Leased assets (continued)

Measurement and recognition of leases as a lessee

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet measured as follows:

##### *Right-of-use asset*

The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

Subsequent to initial measurement, the Group accounts for its right-of-use assets as investment properties carried at fair value. These values are supported by market evidence and are determined by external professional valuers with sufficient experience with respect to both the location and the nature of the investment property. Any gain or loss resulting from either a change in the fair value is immediately recognised in the consolidated statement of profit or loss.

##### *Lease liability*

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability is reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

##### *The Group as a lessor*

The Group enters into lease agreements as a lessor with respect to some of its investment properties. The Group classifies its leases as either operating or finance leases. When the terms of a lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as finance lease. All other leases are classified as operating leases.

When the Group is an intermediate lessor, it accounts for the head-lease and sub-lease as two separate contracts. The sub-lease is classified as finance lease or operating lease by reference to the right-of-use of asset arising from the head-lease.

Rental income from operating leases is recognised on a straight-line basis over lease term. Initial direct cost incurred in arranging and negotiating a lease are added to the carrying amount of the lease assets and recognised on a straight-line basis over the lease term.

Amounts due under finance leases are recognised as receivables. Finance lease income is allocated to the accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding for the finance lease.

#### 5.10 Property and equipment

Property and equipment are initially recognised at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the Group's management.

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**5 Significant accounting policies (continued)****5.10 Property and equipment (continued)**

Property and equipment are subsequently measured using the cost model, cost less subsequent depreciation and impairment losses, if any. Depreciation is recognised on a straight-line basis to write down the cost less estimated residual value of properties and equipment. The useful life and depreciation method are reviewed periodically to ensure that the method and period of depreciation are consistent with the expected pattern of economic benefits arising from items of property and equipment.

Material residual value estimates and estimates of useful life are updated as required, but at least annually.

When asset is sold or retired, their cost and accumulated depreciation are eliminated from the accounts and any gain or loss resulting from their disposal is recognised in the consolidated statement of profit or loss.

**5.11 Investment properties**

Investment properties are measured initially at cost, including transaction costs. The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met; and excludes the costs of day to day servicing of an investment property. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair values of investment properties are included in the consolidated statement of profit or loss in the period in which they arise. Fair values are estimated by management with the assistance of valuation provided by accredited external valuers.

Investment properties are derecognised when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the consolidated statement of profit or loss in the period of derecognition.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use.

**5.12 Investment properties under development**

Investment properties under development represents property held for future use as investment property and is initially measured at cost. Subsequently, property under development are carried at fair value that is determined based on valuation performed by independent valuer at the end of each year using valuation methods consistent with the market conditions at the reporting date. Gains or losses from change in the fair value are recognised in the consolidated statement of profit or loss.

If the Group determines that the fair value of an investment property under development is not reliably determinable but expects the fair value of the property to be reliably determinable when construction is complete, the Group measures that investment property under development at cost until either its fair value become reliably determinable or development is completed (whichever is earlier).

Investment properties under developments are classified as non-current assets, unless otherwise specified.

**5.13 Trading properties**

Trading properties are recorded at the lower of cost and net realizable value. Costs are those expenses incurred in bringing each property to its present condition including the identified finance cost. Net realizable value is based on estimated selling price less any further cost expected to be incurred on completion and disposal.

## Notes to the consolidated financial statements

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### 5 Significant accounting policies (continued)

#### 5.14 Capital work in progress

Capital work in progress is carried at cost less impairment in value (if any). Costs are those expenses incurred by the Group that are directly attributable to the construction of asset. Once completed, the asset is transferred to the respective assets class.

The carrying values of capital work in progress are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount.

#### 5.15 Investment in associates

Associates are those entities over which the Group is able to exert significant influence but which are neither subsidiaries nor joint ventures. Investments in associates are initially recognised at cost and subsequently accounted for using the equity method. Any goodwill or fair value adjustment attributable to the Group's share in the associate is not recognised separately and is included in the amount recognised as investment in associates.

Under the equity method, the carrying amount of the investment in associates is increased or decreased to recognise the Group's share of the profit or loss and other comprehensive income of the associate, adjusted where necessary to ensure consistency with the accounting policies of the Group.

Unrealised gains and losses on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.

The difference in reporting dates of the associates and the Group is not more than three months. Adjustments are made for the effects of significant transactions or events that occur between that date and the date of the Group's consolidated financial statements. The associate's accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

Upon loss of significant influence over the associate, the Group measures and recognises any retaining investment at its fair value. Any differences between the carrying amount of the associate upon loss of significant influence and the fair value of the remaining investment and proceeds from disposal are recognised in the consolidated statement of profit or loss.

#### 5.16 Impairment testing of non-financial assets

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount, which is the higher of fair value less costs to sell and value-in-use. To determine the value-in-use, management estimates expected future cash flows from each cash-generating unit and determines a suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risks factors.

Impairment losses for cash-generating units reduce first the carrying amount of any goodwill allocated to that cash-generating unit. Any remaining impairment loss is charged pro rata to the other assets in the cash-generating unit. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist. An impairment charge is reversed if the cash-generating unit's recoverable amount exceeds its carrying amount.

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### 5 Significant accounting policies (continued)

#### 5.17 Financial instruments

##### 5.17.1 Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by directly attributable transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value. Subsequent measurement of financial assets and financial liabilities are described below.

A financial asset (or, where applicable a part of financial asset or part of Group of similar financial assets) is derecognised when:

- rights to receive cash flows from the assets have expired;
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass through' arrangement and either
  - (a) the Group has transferred substantially all the risks and rewards of the asset or
  - (b) the Group has neither transferred nor retained substantially all risks and rewards of the asset but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in consolidated statement of profit or loss.

##### 5.17.2 Classification of financial assets

For the purpose of subsequent measurement, financial assets are classified into the following categories upon initial recognition:

- financial assets at amortised cost
- financial assets at fair value through Other Comprehensive Income (FVTOCI)
- financial assets at fair value through profit or loss (FVTPL)

The classification is determined by both:

- the entity's business model for managing the financial asset
- the contractual cash flow characteristics of the financial asset.

The Group may make the following irrevocable election/designation at initial recognition of a financial asset:

- the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met and
- the Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

## Notes to the consolidated financial statements

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### 5 Significant accounting policies (continued)

#### 5.17 Financial instruments (continued)

##### 5.17.3 Subsequent measurement of financial assets

- **Financial assets at amortised cost**

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding

After initial recognition, these are measured at amortised cost using the effective interest rate method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial.

The Group's financial assets at amortised cost comprise of the following:

- *Cash and cash equivalents*

Cash and cash equivalents comprise cash on hand, cash in portfolios, term deposits and bank balances which are subject to insignificant risk of changes in value.

- *Accounts receivable and other assets*

Accounts receivable and other assets are stated at original amount less allowance for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off as incurred

- *Due from related parties*

Due from related parties are financial assets originated by the Group by providing money directly to the borrower that have fixed or determinable payments and are not quoted in an active market.

- **Financial assets at FVTOCI**

The Group's financial assets at FVTOCI comprise equity investments and debt instruments. The equity investments represent investments in shares of various companies and include both quoted and unquoted.

The Group accounts for financial assets at FVTOCI if the assets meet the following conditions:

- they are held under a business model whose objective it is "hold to collect" the associated cash flows and sell; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Any gains or losses recognised in other comprehensive income (OCI) will be recycled to the consolidated statement of profit or loss upon derecognition of the asset (except for equity investments at FVTOCI as detailed below).

##### *Equity investments at FVTOCI*

On initial recognition, the Group may make an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at FVTOCI. Designation at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognised by an acquirer in a business combination.

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## Notes to the consolidated financial statements

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

#### **5.17 Financial instruments (continued)**

##### **5.17.3 Subsequent measurement of financial assets (continued)**

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs.

Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the fair value reserve. The cumulative gain or loss is transferred to retained earnings within the consolidated statement of changes in equity.

Dividends on these investments in equity instruments are recognised in the consolidated statement of profit or loss.

- **Financial assets at FVTPL**

Financial assets that do not meet the criteria for measurement at amortised cost or FVTOCI are categorised at fair value through profit and loss. Further, irrespective of business model financial assets whose contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply (see below). The category also contains investments in equity shares.

Assets in this category are measured at fair value with gains or losses recognised in consolidated statement of profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

The Group's financial assets at FVTPL comprise investments in equity instruments.

##### **5.17.4 Impairment of financial assets**

All financial assets except for those at FVTPL and equity investments at FVTOCI are subject to review for impairment at least at each reporting date to identify whether there is any objective evidence that a financial asset or a Group of financial assets is impaired. Different criteria to determine impairment are applied for each category of financial assets, which are described below.

The Group recognises a loss allowance for expected credit losses ("ECL") on financial assets at amortised cost or at FVTOCI.

Notes to the consolidated financial statements (continued)

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial asset.

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

The Group always recognises lifetime ECL for trade receivables, contract assets and lease receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

## Notes to the consolidated financial statements

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### 5 Significant accounting policies (continued)

#### 5.17 Financial instruments (continued)

##### 5.17.4 Impairment of financial assets (continued)

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

The Group recognises an impairment gain or loss in the consolidated statement of profit or loss for all financial assets with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt instruments that are measured at FVTOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in the investment revaluation reserve, and does not reduce the carrying amount of the financial asset in the statement of financial position.

If the Group has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date, except for assets for which simplified approach was used.

##### 5.17.5 Classification and subsequent measurement of financial liabilities

The Group's financial liabilities include borrowings, accounts payable and other liabilities, due to related parties and due to banks.

The subsequent measurement of financial liabilities depends on their classification as follows:

- **Financial liabilities at amortised cost**

These are stated using effective interest rate method. Due to banks, accounts payable and other liabilities, due to related parties, term loans and murabaha payable are classified as financial liabilities other than at FVTPL.

##### *Borrowings*

###### *- Bank loans and due to banks*

Bank loans and due to bank are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in the consolidated statement of profit or loss when the liabilities are derecognised as well as through the effective interest rate method (EIR) amortisation process.

###### *- Murabaha payable and Tawaroq payable*

Murabaha payable and Tawaroq payable represents amounts payable on a deferred settlement basis for assets purchased under Murabaha and Tawaroq payable arrangements. Murabaha payable and Tawaroq payable are stated at the gross amount of the payable, net of deferred finance cost. Deferred finance cost is expensed on a time apportionment basis taking into account the borrowing rate attributable and the balance outstanding.

All the profit-related charges are included within finance costs.

##### *Accounts payable and other liabilities*

Accounts payable and other liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed or not.

##### *Due to related parties*

Due to related parties are financial liabilities arising in the normal courses of the business and are not quoted in an active market.

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### 5 Significant accounting policies (continued)

#### 5.18 Amortised cost of financial instruments

This is computed using the effective interest method less any allowance for impairment. The calculation takes into account any premium or discount on acquisition and includes transaction costs and fees that are an integral part of the effective interest rate.

#### 5.19 Trade and settlement date accounting

All 'regular way' purchases and sales of financial assets are recognised on the trade date i.e. the date that the entity commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place.

#### 5.20 Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

#### 5.21 Fair value of financial instruments

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; a discounted cash flow analysis or other valuation models. An analysis of fair values of financial instruments and further details as to how they are measured are provided in Note 33.2.

#### 5.22 Equity, reserves and dividend payments

Share capital represents the nominal value of shares that have been issued and paid up.

Share premium includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium.

Statutory and voluntary reserves comprise appropriations of current and prior period profits in accordance with the requirements of the commercial companies' law and the Parent Company's articles of incorporation.

Other components of equity include the following:

- foreign currency translation reserve – comprises foreign currency translation differences arising from the translation of financial statements of the Group's foreign entities into KD
- Fair value reserve – comprises gains and losses relating to financial assets at fair value through other comprehensive income.

Retained earnings includes all current and prior period retained profits. All transactions with owners of the Parent Company are recorded separately within equity.

Dividend distributions payable to equity shareholders are included in other liabilities when the dividends have been approved in a general meeting.

## Notes to the consolidated financial statements

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### 5 Significant accounting policies (continued)

#### 5.23 Provisions, contingent assets and contingent liabilities

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required from the Group and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

Contingent assets are not recognised in the consolidated financial statements, but are disclosed when an inflow of economic benefits is probable.

Contingent liabilities are not recognised in the consolidated statement of financial position, but are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

#### 5.24 Treasury shares

Treasury shares consist of the Parent Company's own issued shares that have been reacquired by the Group and not yet reissued or cancelled. Treasury shares are accounted for under cost method. Under this method, the weighted average cost of the shares reacquired is charged to a contra account in equity. Treasury shares are not entitled to cash dividends that the Group may distribute. The issue of stock dividend shares increases the number of treasury shares proportionately and reduces the average cost per share without affecting the total cost of treasury shares.

When the treasury shares are reissued, gains are recorded directly in "Treasury shares reserve" in the shareholders' equity. Any realised losses are charged to the same account to the extent of the credit balance on that account. Any excess losses are charged to retained earnings then to the voluntary reserve and legal reserve. Subsequent to this, should profits arise from sale of treasury shares an amount is transferred to reserves and retained earnings equal to the loss previously charged to this account.

#### 5.25 Segment reporting

The Group has two operating segments: the real estate and investment segments. In identifying these operating segments, management generally follows the Group's significant services for each segments. Each of these operating segments is managed separately as each requires different approaches and other resources. All inter-segment transfers are carried out at arm's length prices.

For management purposes, the Group uses the same measurement policies as those used in its financial statements. In addition, assets or liabilities which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

#### 5.26 Foreign currency translation

##### 5.26.1 Functional and presentation currency

The consolidated financial statements are presented in Kuwait Dinar (KD), which is also the functional currency of the Parent Company. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

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

#### **5.26 Foreign currency translation (continued)**

##### **5.26.2 Foreign currency transactions and balances**

Foreign currency transactions are translated into the functional currency of the respective Group entity, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in profit or loss. Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

##### **5.26.3 Foreign operations**

In the Group's financial statements, all assets, liabilities and transactions of Group entities with a functional currency other than the KD are translated into KD upon consolidation. The functional currency of the entities in the Group has remained unchanged during the reporting period.

On consolidation, assets and liabilities have been translated into KD at the closing rate at the reporting date. Goodwill and fair value adjustments arising on the acquisition of a foreign entity have been treated as assets and liabilities of the foreign entity and translated into KD at the closing rate. Income and expenses have been translated into KD at the average rate over the reporting period. Exchange differences are charged/credited to other comprehensive income and recognised in the foreign currency translation reserve in equity. On disposal of a foreign operation, the related cumulative translation differences recognised in equity are reclassified to profit or loss and are recognised as part of the gain or loss on disposal.

#### **5.27 End of service indemnity**

The Group provides end of service benefits to its employees. The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of a minimum service period in accordance with relevant labour law and the employees' contracts. The expected costs of these benefits are accrued over the period of employment. This liability, which is unfunded, represents the amount payable to each employee as a result of termination on the reporting date.

In addition, with respect to its Kuwaiti national employees, the Group makes contributions to the Public Institution for Social Security calculated as a percentage of the employees' salaries. These contributions are expensed when due.

### **6 Significant management judgements and estimation uncertainty**

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

#### **6.1 Significant management judgments**

In the process of applying the Group's accounting policies, management has made the following significant judgments, which have the most significant effect on the amounts recognised in the consolidated financial statements:

##### **6.1.1 Business model assessment**

The Group classifies financial assets after performing the business model test (please see accounting policy for financial instruments sections in note 5.17). This test includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured and the risks that affect the performance of the assets. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

## Notes to the consolidated financial statements

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### **6 Significant management judgements and estimation uncertainty (continued)**

#### **6.1 Significant management judgements (continued)**

##### **6.1.2 Classification of real estate**

Management decides on acquisition of a real estate whether it should be classified as trading, property under development or investment property. Such judgement at acquisition determines whether these properties are subsequently measured at cost or net realisable value whichever is lower or fair value and if the changes in fair value of these properties are reported in the consolidated statement of profit or loss.

The Group classifies property as trading property if it is acquired principally for sale in the ordinary course of business. And if such properties are under development with an intention of being sold in future they are classified under trading properties under development.

The Group classifies property as investment property if it is acquired to generate rental income or for capital appreciation, or for undetermined future use. And if such properties are under development they are classified under investment properties under development.

##### **6.1.3 Control assessment**

When determining control, management considers whether the Group has the practical ability to direct the relevant activities of an investee on its own to generate returns for itself. The assessment of relevant activities and ability to use its power to affect variable return requires considerable judgement

Notes to the consolidated financial statements (continued)

##### **6.1.4 Fair values of assets and liabilities acquired**

The determination of the fair value of the assets, liabilities and contingent liabilities as a result of business combination requires significant judgement.

#### **6.2 Estimates uncertainty**

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different

##### **6.2.1 Impairment of associates**

After application of the equity method, the Group determines whether it is necessary to recognise any impairment loss on the Group's investment in its associated companies, at each reporting date based on existence of any objective evidence that the investment in the associate is impaired. If this is the case the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount in the consolidated statement of profit or loss.

##### **6.2.2 Impairment of financial assets**

Measurement of estimated credit losses involves estimates of loss given default and probability of default. Loss given default is an estimate of the loss arising in case of default by customer. Probability of default is an estimate of the likelihood of default in the future. The Group based these estimates using reasonable and supportable forward looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

An estimate of the collectible amount of trade accounts receivable is made when collection of the full amount is no longer probable. For individually significant amounts, this estimation is performed on an individual basis. Amounts which are not individually significant, but which are past due, are assessed collectively and a provision applied according to the length of time past due, based on historical recovery rates.

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## Notes to the consolidated financial statements

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### 6 Significant management judgements and estimation uncertainty (continued)

#### 6.2 Estimates uncertainty (continued)

##### 6.2.3 Useful lives of depreciable assets

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical obsolescence that may change the utility of certain software and equipment.

##### 6.2.4 Business combinations

Management uses valuation techniques in determining the fair values of the various elements of a business combination. Particularly, the fair value of contingent consideration is dependent on the outcome of many variables that affect future profitability.

##### 6.2.5 Fair value of financial instruments

Management apply valuation techniques to determine the fair value of financial instruments where active market quotes are not available. This requires management to develop estimates and assumptions based on market inputs, using observable data that market participants would use in pricing the instrument. Where such data is not observable, management uses its best estimate. Estimated fair values of financial instruments may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

##### 6.2.6 Revaluation of investment properties and investment properties under development

The Group carries its investment properties at fair value, with changes in fair value being recognised in the consolidated statement of profit or loss. The Group engaged independent valuation specialists to determine fair values and the valuers have used valuation techniques to arrive at these fair values. These estimated fair values of investment properties may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Where the Group determines that the fair value of an investment properties under development is not reliably determinable but expects the fair value of the property to be reliably determinable when construction is complete, the Group measures these investment properties under development at cost until either its fair value become reliably determinable or development is completed (whichever is earlier). When the fair value becomes reliably measurable, the fair value of such properties may vary from the actual cost.

##### 6.2.7 Significant influence

Significant influence exists when the size of an entity's own voting rights relative to the size and dispersion of other vote holders, give the entity the practical ability unilaterally to direct the relevant activities of the company.

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### 7 Subsidiary companies

Name of subsidiary	Country of incorporation	Ownership Percentage		Principle activity
		31 Dec. 2020	31 Dec. 2019	
<i>Directly owned subsidiaries:</i>				
Habara Pearl Farm Company (7.1)	USA	100%	100%	Investment
Al-Aqdain Kuwaiti for Real Estate Development Co – KSCC (7.2)	Kuwait	99.99%	99.99%	Real estate
Financial Group of Kuwait Co. – KSC (Holding) (7.2)	Kuwait	99.99%	99.99%	Investment
KREC Debt Company Limited (7.3)	Cayman Islands	-	100%	Investment
KREC Equity Company Limited (7.3)	Cayman Islands	-	100%	Investment
KREC Meeker Debt Company Limited (7.1)	Cayman Islands	100%	100%	Investment
KREC Meeker Equity Company Limited (7.1)	Cayman Islands	100%	100%	Investment
IFA Hotels and Resorts Co. – S.A.L (Lebanon) (7.1 & 7.4)	Lebanon	100%	100%	Real estate
Al-Fereej International Real Estate Co. – WLL (7.2)	Kuwait	99%	99%	Real estate
Al Mottahida General Investment – LLC (7.1 & 7.2)	UAE	99%	99%	Real estate
Al Durrar General Investment – LLC (7.1 & 7.2)	UAE	99%	99%	Real estate
Delano Investments – FZE (7.1)	UAE	100%	100%	Investment
Delano Managing Office – FZE (7.1)	UAE	100%	100%	Service
International Resorts Co. - KPSC (7.5)	Kuwait	69.63%	68.69%	Real estate
<i>Fellow subsidiaries:</i>				
Al-Aqdain United Advertisement Company - WLL.	Kuwait	100%	100%	Advertising General trading and contracting
Assjad Al-Kuwait General Trading and Contracting Co. -WLL	Kuwait	99%	99%	contracting
Seven Seas Resorts Co. – SAL	Lebanon	100%	100%	Real estate
International United Real Estate Group – SAL (7.6)	Lebanon	100%	100%	Real estate
Lebanese International Travel and Tourism Co. – SAL (7.6)	Lebanon	100%	100%	Real estate

- 7.1 The financial statements of subsidiaries have been consolidated based on financial statements prepared by managements of these subsidiaries.
- 7.2 The remaining shares of these subsidiaries are held in the name of related parties as nominees on behalf of the Parent Company, who have confirmed in writing that the Parent Company is the beneficial owner of these shares.
- 7.3 During the year, the Parent Company disposed of 72.64% of its ownership in KREC Debt Company Limited and KREC Equity Company Limited to related parties and third parties for an aggregate consideration of KD2,550,000 which resulted in a gain of KD346,401. Consequently, the Group lost control over these subsidiaries. However, the Group is able to exercise significant influence over the operations of these entities. Hence, these investments have been classified as investments in associates.

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## Notes to the consolidated financial statements

### 7 Subsidiary companies (continued)

At the date of disposal, the carrying amounts of subsidiaries' net assets were as follows:

	<b>KREC Debt Company Limited KD</b>	<b>KREC Equity Company Limited KD</b>	<b>Total KD</b>
Total assets	2,090,120	1,046,259	3,136,379
Total liabilities	-	(102,635)	(102,635)
<b>Net assets at the date of disposal</b>	<b>2,090,120</b>	<b>943,624</b>	<b>3,033,744</b>
Share of net assets disposed	1,518,201	685,398	2,203,599
Sale consideration	1,756,841	793,159	2,550,000
<b>Gain on partial disposal of subsidiaries</b>	<b>238,640</b>	<b>107,761</b>	<b>346,401</b>

These consolidated financial statements do not include any results of those disposed subsidiaries, while a profit of KD110,607 was recognised for the year ended 31 December 2019 which is not considered material for the Group. Hence, the disclosures required under IFRS 5 have not been made in these consolidated financial statements.

7.4 The Group's subsidiary IFA Hotels and Resorts Co. – S.A.L ("IFAHR Lebanon") is located in Lebanon which is currently witnessing significant economic and political turmoil. These events include significant controls on the Lebanese banking system including placing limits on cash withdrawals of foreign currency bank balances, limits on international bank transfers and reduction of contracted interest rates on foreign currency term deposits. These measures have significantly curtailed the ability of the Group to access the cash and other assets of IFAHR Lebanon. Moreover, the Government of Lebanon defaulted on its sovereign debt obligation. The rating agencies have downgraded the sovereign rating of Lebanon as well as some of the Lebanese banks. Furthermore, the economy of Lebanon is now considered witnessing hyperinflation.

Management has assessed the potential effects of these events on its ability to continue to exercise control over IFAHR Lebanon and concluded that it still has the power and ability to use that power to affect returns and that it is still exposed to variable returns of the subsidiary. Accordingly, it continues to consolidate the subsidiary.

Management has also assessed that the impact of these events on the carrying value of its investment in IFAHR Lebanon is not material to the Group. Furthermore, the Group's management believes that the carrying value of the Group's investment in Lebanon is recoverable and there are currently no indications that any material impairment loss is required at 31 December 2020.

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### 7 Subsidiary companies (continued)

Summarised financial information of IFAHR Lebanon as at and for the year ended 31 December 2020, before inter Group eliminations, is set out below:

	31 Dec 2020 KD	31 Dec 2019 KD
Cash and bank balances	52,531	288,664
Trading properties	8,727,651	8,624,272
Other assets	585,343	751,006
<b>Total assets</b>	<b>9,365,525</b>	<b>9,663,942</b>
Bank facilities	1,833,661	2,200,805
Accounts payable and other liabilities	2,935,995	2,484,976
<b>Total liabilities</b>	<b>4,769,656</b>	<b>4,685,781</b>
	<b>Year ended 31 Dec 2020 KD</b>	<b>Year ended 31 Dec 2019 KD</b>
(Loss)/income	(1,746)	3,971
Loss for the year	(270,700)	(1,572,861)

7.5 On 21 December 2020, the Group acquired an additional 0.94% equity interest in International Resorts Company – KSCC for a total consideration of KD21,358. The Group recognised the difference of KD81,162 between the fair value of consideration paid and the share of net assets acquired directly in equity (attributable to the Owners of the Parent Company) as follow:

	Total KD
Total assets	25,827,550
Total liabilities	14,905,142
<b>Net assets</b>	<b>10,922,408</b>
Fair value of purchase consideration	21,358
Less: share of net assets acquired	(102,520)
<b>Gain on acquiring additional interest recognised in equity</b>	<b>(81,162)</b>

7.6 The Group's ownership in International United Real Estate Group – SAL and Lebanese International Travel and Tourism Co. – SAL is pledged against borrowings obtained from a foreign bank (note 24).

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### 8 Finance costs

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
<i>On financial liabilities at amortised cost:</i>		
Due to banks	136,428	174,312
Borrowings	4,835,866	6,463,177
Lease liabilities	1,195,220	1,434,172
	<b>6,167,514</b>	<b>8,071,661</b>

### 9 Net loss on financial assets

Net loss on financial assets, analysed by category, is as follows:

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
<b>At amortised cost:</b>		
Cash and cash equivalents	31,649	40,187
Gain on financial assets at amortised cost	31,649	40,187
<b>Financial assets at fair value through profit or loss:</b>		
Change in fair value	(729,286)	(509,731)
Loss on financial assets at fair value through profit or loss	(729,286)	(509,731)
<b>Financial assets at fair value through other comprehensive income:</b>		
Interest income	-	125,071
Dividend income	413,836	334,465
Gain recognised in consolidated statement of profit or loss	413,836	459,536
Change in fair value	(10,130,465)	(8,503,054)
Gain on sale	251,914	59,047
Loss recognised in equity	(9,878,551)	(8,444,007)
Loss on financial assets at fair value through other comprehensive in-come	(9,464,715)	(7,984,471)
Net loss on financial assets	<b>(10,162,352)</b>	<b>(8,454,015)</b>

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## Notes to the consolidated financial statements

### 10 Basic and diluted earnings per share attributable to the owners of the Parent Company

Basic and diluted earnings per share is calculated by dividing the profit for the year attributable to the owners of the Parent Company by weighted average number of shares outstanding during the year excluding treasury shares. As there are no dilutive instruments outstanding, basic and diluted earnings per share are identical.

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
Profit for the year attributable to the owners of the Parent Company (KD)	3,567,703	7,045,605
Weighted average number of shares outstanding during the year (excluding treasury shares) (share)	870,298,057	852,533,374
Basic and diluted earnings per share (Fils)	4.10	8.26

### 11 Investment properties

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
<b>Owned properties</b>		
<b>At 1 January</b>	<b>185,128,561</b>	174,739,425
Additions during the year	418,413	2,740,795
Transferred from capital work in progress	796,700	2,996,648
Arising on acquisition of subsidiary	-	4,192,103
Change in fair value during the year	254,513	459,590
<b>At 31 December</b>	<b>186,598,187</b>	185,128,561
<b>Leased properties</b>		
<b>At 1 January</b>	<b>38,777,665</b>	-
Arising on adoption of IFRS 16	-	26,944,198
Arising on acquisition of subsidiary	-	18,577,754
Change in fair value during the year	(7,036,781)	(6,744,287)
<b>At 31 December</b>	<b>31,740,884</b>	38,777,665
<b>Total at 31 December</b>	<b>218,339,071</b>	223,906,226

The Group's investment properties are located as follows:

	31 Dec 2020 KD	31 Dec 2019 KD
Kuwait	196,863,692	198,671,154
GCC and other countries	21,475,379	25,235,072
	<b>218,339,071</b>	223,906,226

Investment properties of KD 164,853,150 (2019: KD158,624,538) are pledged against borrowings and due to bank (notes 24 and 27).

Leased properties represent the properties under the BOT contracts signed with the Ministry of Finance - State Properties department.

Note 33.3 sets out the measurement basis of fair value of the investment properties.

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### 12 Properties under development

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
<b>Cost</b>		
Land costs	<b>5,305,807</b>	5,305,807
Development costs	<b>5,071,241</b>	2,144,892
<b>Net book value at end of the period</b>	<b>10,377,048</b>	7,450,699

Properties under development are located in UAE which have been acquired for the purpose of developing staff housing buildings.

### 13 Financial assets at fair value through other comprehensive income

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Local quoted securities	<b>5,900,864</b>	6,453,699
Local unquoted securities	<b>11,194,975</b>	12,244,933
Foreign unquoted securities	<b>9,950,421</b>	6,912,181
Debt instruments	<b>6,844,730</b>	1,564,255
	<b>33,890,990</b>	27,175,068

These investments are held for medium to long-term strategic purposes. Accordingly, the Group has elected to designate these financial assets as at FVTOCI as it believes that recognising short-term fluctuations in the fair value of these financial assets in consolidated statement of profit or loss would not be consistent with the Group's strategy of holding these financial assets for long-term purposes and realising their performance potential in the long run. The above financial assets represent investment in various business sectors as follows:

<b>31 December 2020</b>	<b>Financial services KD</b>	<b>Real estate KD</b>	<b>Consumer services KD</b>	<b>Others KD</b>	<b>Total KD</b>
Local quoted securities	<b>682,379</b>	<b>3,956,290</b>	<b>1,025,707</b>	<b>236,488</b>	<b>5,900,864</b>
Local unquoted securities	<b>1,941,634</b>	<b>6,399,492</b>	<b>2,484,619</b>	<b>369,230</b>	<b>11,194,975</b>
Foreign unquoted securities	<b>241,892</b>	<b>9,482,108</b>	<b>149,099</b>	<b>77,322</b>	<b>9,950,421</b>
Debt instruments	-	<b>6,844,730</b>	-	-	<b>6,844,730</b>
	<b>2,865,905</b>	<b>26,682,620</b>	<b>3,659,425</b>	<b>683,040</b>	<b>33,890,990</b>
<b>31 December 2019</b>					
Local quoted securities	471,866	3,184,035	2,780,205	17,593	6,453,699
Local unquoted securities	1,836,852	6,375,853	3,753,792	278,436	12,244,933
Foreign unquoted securities	147,903	6,641,464	122,814	-	6,912,181
Debt instruments	-	1,564,255	-	-	1,564,255
	2,456,621	17,765,607	6,656,811	296,029	27,175,068

Debt instruments represent promissory notes of foreign companies and carry annual interest rate 9% (31 December 2019: 9%).

The hierarchy for determining and disclosing the fair values of financial instruments by valuation techniques is presented in Note 33.2.

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### 14 Investment in associates

14.1 Details of the associates are set out below:

Name of associate	Country of incorporation	Ownership Percentage		Principal activities
		31 Dec. 2020	31 Dec. 2019	
		%	%	
Kuwait Building Materials Manufacturing – KSCC	Kuwait	24.58	24.58	Manufacturing
National Slaughter House Co. – KSCC	Kuwait	44.22	44.22	Consumer goods
First Slaughter Company – KSCC (14.2.3)	Kuwait	-	20.51	Consumer goods
EFS Facilities Services General Trading and Contracting Company – WLL	Kuwait	50	50	General trading and contracting
KREC Yotel Miami Debt Company Limited (*)	Cayman Islands	100	100	Investment
KREC Yotel Miami Equity Company Limited (*)	Cayman Islands	100	100	Investment
Zamzam for Religious Tourism Co. – KSCC	Kuwait	32.5	32.5	Religious tourism
KREC Debt Company Limited (note 7.3)	Cayman Islands	27.36%	-	Investment
KREC Equity Company Limited (note 7.3)	Cayman Islands	27.36%	-	Investment

All the above associates are unquoted.

(\*) The Group waived part of its voting right in those investees to a third party. Accordingly, the Group's control over these investees was lost. However, the Group classified these investees as associates because it is able to exercise significant influence over the operations of associates but do not have control.

14.2 Following is the movement for the investment in associates during the year:

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
At 1 January	7,967,807	5,919,095
Arising on loss of control of subsidiaries (note 7.3)	579,562	-
Arising on acquisition of subsidiary	-	56,138
Arising on reclassification (14.2.1)	14,599,871	-
Additions in associates	416,741	1,543,967
Disposals (14.2.2 & 14.2.3)	(15,856,468)	-
Share of results	62,111	573,788
Dividend received	(165,545)	(125,181)
<b>At 31 December</b>	<b>7,604,079</b>	<b>7,967,807</b>

14.2.1 During the year, the Group had reclassified its investment amounting to KD14,599,871 representing 28.54% ownership interest in Yotel New York located in the USA, from financial assets at FVTPL to investment in associate. The Group classified this investment as investment in associate because it was able to exercise significant influence over the operations of the associate.

14.2.2 During the year, the Group entered into agreements with related parties to dispose of 4% and 5% with sales considerations of KD2,083,795 and KD2,604,744, respectively, of its ownership in Yotel New York located in the USA which did not result in any gain or loss. As a result, the remaining interest in the investee of 19.54% with a carrying value of KD10,176,735 has been reclassified to financial assets at fair value through other comprehensive income as the Group is no longer able to exercise significant influence.

14.2.3 During the year, the Group disposed off 0.61% of its ownership in First Slaughter Company – KSCC with aggregate carrying value of KD29,389 which did not result in any gain or loss. As a result, the remaining interest in the investee of 19.9% with carrying value of KD961,805 has been reclassified to financial assets at fair value through other comprehensive income as the Group is no longer able to exercise significant influence.

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### 14 Investment in associates (continued)

14.3 Summarised financial information of the Group's material associates are set out below:

#### a) KREC Yotel Miami Debt Company Limited:

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Non-current assets	<b>3,740,512</b>	3,603,859
Total assets	<b>3,740,512</b>	3,603,859
Net assets	<b>3,740,512</b>	3,603,859

	<b>Year ended</b>	Year ended
	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Revenue	<b>136,653</b>	203,118
Profit for the year	<b>136,653</b>	203,118
Total comprehensive income for the year	<b>136,653</b>	203,118

Reconciliation of the above summarised financial information of the associate with the carrying amount in the consolidated statement of financial position is give below:

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Group's ownership interest (%)	<b>100%</b>	100%
Net assets of the associate	<b>3,740,512</b>	3,603,858
Group's share of net assets	<b>3,740,512</b>	3,603,858
Carrying amount	<b>3,740,512</b>	3,603,858

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### 14 Investment in associates (continued)

14.3 Summarised financial information of the Group's material associates are set out below: (continued)

#### b) KREC Yotel Miami Equity Company Limited:

	31 Dec 2020 KD	31 Dec 2019 KD
Non-current assets	764,728	764,728
Total assets	764,728	764,728
Non-current liabilities	36,867	28,019
Total liabilities	36,867	28,019
Net assets	727,861	736,709

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
Loss for the year	(8,848)	(4,457)
Total comprehensive loss for the year	(8,848)	(4,457)

Reconciliation of the above summarised financial information of the associate with the carrying amount in the consolidated statement of financial position is give below: 2019

	31 Dec 2020 KD	31 Dec 2019 KD
Group's ownership interest (%)	100%	100%
Net assets of the associate	727,861	736,709
Group's share of net assets	727,861	736,709
Carrying amount	727,861	736,709

14.4 As the associates are individually considered immaterial to the Group, the following is the aggregate information of the associates:

	Year ended 31 Dec 2020 KD	Year ended 31 Dec 2019 KD
Group's share of results	(65,694)	375,127
Group's share of the total comprehensive income	(65,694)	375,127
Aggregate carrying amount of Group's interest in associates	3,135,706	3,627,240
Dividends received	165,545	125,181

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### 15 Trading properties

The movement in the trading properties is as follows:

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
<b>Balance at 1 January</b>	<b>9,968,891</b>	9,968,891
Provision for trading properties	<b>(1,486,169)</b>	(1,486,169)
Foreign currency translation adjustments	<b>244,929</b>	141,550
<b>Balance at 31 December</b>	<b>8,727,651</b>	8,624,272

The Group's trading properties are located in Lebanon.

Trading properties with a carrying value of KD4,363,200 (2019: KD4,363,200) are pledged against borrowings (note 24).

### 16 Accounts receivable and other assets

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
<b>Financial assets</b>		
Accounts receivable	<b>6,614,278</b>	5,081,534
Refundable deposits	<b>119,185</b>	125,310
Other assets	<b>1,133,590</b>	944,874
	<b>7,867,053</b>	6,151,718
Provision for doubtful debts	<b>(3,374,179)</b>	(2,354,179)
	<b>4,492,874</b>	3,797,539
<b>Non-financial assets</b>		
Other assets	<b>204,458</b>	174,537
	<b>4,697,332</b>	3,972,076

The carrying values of the financial assets included above approximate their fair values and all are due within one year.

The movement in the provision for doubtful debts is as follows:

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Balance at the beginning of the year	<b>2,354,179</b>	1,954,179
Charge for the year	<b>1,020,000</b>	400,000
Balance at the end of the year	<b>3,374,179</b>	2,354,179

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### 17 Advance payments for purchase of investments

These advances represent amounts paid for following:

- 17.1 During 2018, the Group entered into an initial agreement with a related party to acquire a property located in the UAE for a total purchase consideration of AED400 million. The purchase price is to be settled partly in kind by transferring certain properties and balance in cash. However, this agreement has been amended subsequently and the purchase consideration has been revised to AED395 million without any in-kind settlement. The Group is currently in the process of completing the regulatory formalities to register the properties in its name and arrange financing for the purchase. The amount of KD16,029,281 (31 December 2019: KD11,337,662) paid up to the reporting date, including KD4,691,619 paid during the year, has been accounted for as an advance payment.
- 17.2 During 2019, the Group entered into an initial agreement with third party to acquire four local properties for a total consideration of KD4,170,000. As per the agreement, the Group shall pay an advance payment of KD10,000 at the date of signing the agreement, and the remaining balance of KD4,160,000 to be paid subsequent to the date of signing the agreement. However, in accordance with the agreement the return on these properties and the management of these properties will remain with the seller until the remaining balance has been settled. Accordingly, the amount of KD10,000 paid up to the reporting date has been accounted for as an advance payment. During the year, the initial agreement has been amended and the number of the properties to be acquired has been changed to two properties and the total consideration has been revised to KD2,500,000 without any other significant amendment to the remaining terms and conditions.

### 18 Financial assets at fair value through profit or loss

	31 Dec 2020	31 Dec 2019
	KD	KD
Local quoted securities	73,139	132,082
Local unquoted securities	342,184	340,430
Foreign quoted securities	1,853	2,788
Foreign unquoted securities	5,958,796	17,823,868
Debt instruments	-	7,142,965
Managed funds	119,352	58,900
	<b>6,495,324</b>	<b>25,501,033</b>

The hierarchy for determining and disclosing the fair values of financial instruments is presented in Note 33.2.

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### 19 Cash and cash equivalents

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Cash and bank balances	<b>1,516,963</b>	1,582,263
Cash in investment portfolios managed by others	<b>116,058</b>	272,994
Term deposits	<b>1,451,702</b>	1,443,055
<b>Cash and cash equivalents</b>	<b>3,084,723</b>	3,298,312
Less:		
Due to bank (note 27)	<b>(4,448,934)</b>	(4,343,793)
Restricted bank balances (19.1)	<b>(52,531)</b>	(288,664)
Term deposits with original maturity exceeding three months	<b>(1,451,702)</b>	(1,443,055)
<b>Cash and cash equivalents for the purpose of the consolidated statement of cash flows</b>	<b>(2,868,444)</b>	(2,777,200)

19.1 Restricted bank balances represent balances deposited in a bank located in Lebanon denominated in US Dollar and restricted to cover any unpaid principal and interest relating to the term loans granted to the subsidiary in Lebanon (note 24). However, due to the current political and economic events, the central bank of Lebanon imposed a series of measures including restrictions on withdrawals and limitation of transfers of money abroad. Consequently, the Group lacks access to these bank balances on time and in full.

### 20 Share capital and share premium

At 31 December 2020, the authorized, issued and fully paid up share capital of the Parent Company comprised of 947,365,059 shares of 100 fils each (947,365,059 shares as at 31 December 2019). All shares are cash shares.

### 21 Treasury shares

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Number of treasury shares	<b>71,847,890</b>	83,305,381
Percentage of ownership (%)	<b>7.58%</b>	8.79%
Market value (KD)	<b>7,615,876</b>	8,663,760
Cost (KD)	<b>6,644,417</b>	6,262,577

Reserves of the Parent Company equivalent to the cost of the treasury shares held are not available for distribution.

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### 22 Other components of equity

	Statutory reserve KD	Voluntary reserve KD	Treasury shares reserve KD	Foreign currency translation reserve KD	Fair value reserve KD	Total KD
<b>Balances at 1 January 2020</b>	<b>16,527,026</b>	<b>4,370,871</b>	<b>3,110,821</b>	<b>232,073</b>	<b>(8,681,785)</b>	<b>15,559,006</b>
Bonus shares distribution (note 30)	-	-	<b>131,485</b>	-	-	<b>131,485</b>
Sale of treasury shares	-	-	<b>663,235</b>	-	-	<b>663,235</b>
Realised gain on disposal of financial assets at FVTO-CI	-	-	-	-	<b>(251,914)</b>	<b>(251,914)</b>
Transferred to reserves	<b>376,199</b>	<b>376,199</b>	-	-	-	<b>752,398</b>
Other comprehensive loss:						
Net change in fair value of financial assets at FVTO-CI	-	-	-	-	<b>(10,130,465)</b>	<b>(10,130,465)</b>
Transfer to consolidated statement of profit or loss on partial disposal of sub-sidiaries	-	-	-	<b>(152,160)</b>	-	<b>(152,160)</b>
Currency translation differ-ences	-	-	-	<b>(290,159)</b>	-	<b>(290,159)</b>
<b>Balances at 31 December 2020</b>	<b>16,903,225</b>	<b>4,747,070</b>	<b>3,905,541</b>	<b>(210,246)</b>	<b>(19,064,164)</b>	<b>6,281,426</b>
<b>Balances at 1 January 2019</b>	15,785,487	3,629,332	2,298,155	142,619	(119,684)	21,735,909
Bonus shares issued (note 30)	-	-	470,963	-	-	470,963
Sale of treasury shares	-	-	341,703	-	-	341,703
Realised gain on disposal of financial assets at FVTO-CI	-	-	-	-	(59,047)	(59,047)
Transferred to reserves	741,539	741,539	-	-	-	1,483,078
Other comprehensive (loss)/income:						
Net change in fair value of financial assets at FVTO-CI	-	-	-	-	(8,503,054)	(8,503,054)
Currency translation differ-ences	-	-	-	89,454	-	89,454
<b>Balances at 31 December 2019</b>	16,527,026	4,370,871	3,110,821	232,073	(8,681,785)	15,559,006

### 23 Reserves

In accordance with the Companies Law and the Parent Company's Memorandum of Incorporation and Articles of Association, 10% of the profit for the year attributable to the shareholders of the Parent Company (before contributions to KFAS, NLST, Zakat and directors' remuneration) is required to be transferred to legal reserve. The Parent Company may resolve to discontinue such annual transfers when the reserve totals 50% of the paid up share capital.

Distribution of the reserve is limited to the amount required to enable the payment of a dividend of 5% of paid up share capital to be made in years when retained earnings are not sufficient for the payment of a dividend of that amount.

In accordance with the Parent Company's Memorandum of Incorporation and Articles of Association, 10% of the profit for the year attributable to the shareholders of the Parent Company (before contributions to KFAS, NLST, Zakat and directors' remuneration) should be transferred to voluntary reserve. There are no restrictions on distribution of voluntary reserve.

No transfer is required in a year in which the Parent Company has incurred a loss or where accumulated losses exist.

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### 24 Borrowings

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Murabaha payable (i)	<b>139,155,323</b>	132,477,190
Tawarruq payable (ii)	<b>1,005,075</b>	1,256,344
Term loans (iii)	<b>4,780,161</b>	5,396,305
<b>Total</b>	<b>144,940,559</b>	139,129,839
Borrowings in KD	<b>140,160,398</b>	133,733,534
Borrowings in USD, AED and LBP	<b>4,780,161</b>	5,396,305
<b>Total</b>	<b>144,940,559</b>	139,129,839

The borrowings due for repayment as follows:

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Within one year	<b>3,346,231</b>	5,768,622
Over one year	<b>141,594,328</b>	133,361,217
<b>Total</b>	<b>144,940,559</b>	139,129,839

i) Murabaha payable represents Islamic financing obtained in Kuwaiti Dinar from local Islamic banks which carries an annual profit rate of 1% - 1.25% (2019: 1% - 1.25%) over CBK discount rate and is repayable in different unequal instalments ending on 1 July 2029.

ii) Tawarruq payable represents Islamic financing obtained in Kuwaiti Dinar from a local Islamic financial institution which carries an annual profit rate of 2.5% (2019: 2.5%) over CBK discount rate and is repayable in four quarterly equal instalments ending on 1 February 2021. As of the maturity date, the Group settled an amount of KD539,885 while the remaining balance repayable on May 2021.

iii) Term loans represent the following:

- Outstanding term loan of KD2,946,500 obtained in AED from a foreign bank, carry an annual interest rate of 3.5% over EIBOR and repayable in semi-annual various installments ending on 31 December 2024.
- During the year, one of the subsidiaries entered into an agreement with a related party to refinance term loans obtained in USD and Lebanese Pound from a foreign bank. Accordingly, as of the reporting date, outstanding term loan obtained in USD from a related party equivalent of KD1,833,660 carry an annual interest rate of 7.5% and repayable in semi-annual installments ending on 30 June 2024.

Borrowings are secured by pledge of Group's investment in certain subsidiaries, investment properties, financial assets at FVTOCI and trading properties (notes 7.6, 11, 12 and 15).

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### 25 Lease liabilities

The Group has leases for the properties under the BOT contracts signed with the Ministry of Finance - State Properties department. Following is the movement for the lease liabilities during the year:

	<b>Year ended</b> <b>31 Dec 2020</b>	Year ended 31 Dec 2019
	<b>KD</b>	KD
At 1 January	<b>37,254,659</b>	-
Effect of adoption of IFRS 16	-	26,144,198
Arising on acquisition of subsidiary	-	17,908,289
Finance costs charged for the year (note 8)	<b>1,195,220</b>	1,434,172
Settled during the year	<b>(5,065,534)</b>	(8,232,000)
Rent concessions (see below)	<b>(3,430,000)</b>	-
<b>At 31 December</b>	<b>29,954,345</b>	37,254,659

During the year, the Group communicated in writing with the Ministry of Finance – State Property Affairs with respect to the statement of the Council of Ministers dated 8 May 2020 directing the ministries and government authorities to exempt the tenants contracting with them from the rental value or fees for licenses to use units or public markets and others whose activities have been suspended as a precaution to confront the spread of the COVID-19. Subsequent to the reporting date, the Group received letters from the Ministry of Finance - State Property Affairs Committee which exempted the Group from the payment of rent for an aggregate gross amount of KD3,430,000. Consequently, the Group reduced the lease liability by amount of KD3,430,000 and recognised as rent concessions in the consolidated statement of profit or loss.

Future minimum lease payments as at 31 December 2020 were as follows:

	<b>Minimum lease payments due</b>		<b>Total</b>
	<b>One year</b>	<b>1 - 5 years</b>	
	<b>KD</b>	<b>KD</b>	<b>KD</b>
<b>31 December 2020:</b>			
Lease payments	<b>8,222,000</b>	<b>24,696,000</b>	<b>32,918,000</b>
Finance charges	<b>(1,188,904)</b>	<b>(1,774,751)</b>	<b>(2,963,655)</b>
Net present values	<b>7,033,096</b>	<b>22,921,249</b>	<b>29,954,345</b>

#### 31 December 2019:

Lease payments	8,232,000	32,928,000	41,160,000
Finance charges	(1,272,432)	(2,632,909)	(3,905,341)
Net present values	6,959,568	30,295,091	37,254,659

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### 26 Accounts payable and other liabilities

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
<b>Financial liabilities</b>		
Accounts payable	<b>5,940,765</b>	6,059,577
Accrued interests	<b>1,011,162</b>	948,183
Accrued expenses and leave	<b>992,624</b>	669,117
Kuwait Foundation for the Advancement of Sciences payable	-	97,984
National Labour Support Tax payable	<b>2,453,372</b>	2,359,908
Zakat payable	<b>489,339</b>	451,953
Dividends payable	<b>1,082,100</b>	1,085,112
Other liabilities	<b>445,099</b>	441,295
	<b>12,414,461</b>	12,113,129
<b>Non-financial liabilities</b>		
Rent collected in advance	<b>1,065,602</b>	1,089,933
	<b>13,480,063</b>	13,203,062

### 27 Due to bank

This represents outstanding balance of the credit facilities granted to the Group by a local Islamic bank in the form of overdraft facilities. The facilities carry an annual profit rate of 1.15% (2019: 1.15%) above the Central Bank of Kuwait discount rate.

The due to bank balance is secured against mortgage of certain investment properties (note 11).

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### 28 Reconciliation of liabilities arising from financing activities

The changes in the Group's liabilities arising from financing activities can be reconciled as follows:

	Borrowings KD	Lease liabilities KD	Due to bank KD	Total 2020 KD
<b>Balance at 1 January</b>	139,129,839	37,254,659	4,343,793	180,728,291
Cash flows:				
• Repayment	(1,239,280)	(5,065,534)	-	(6,304,814)
• Proceeds	7,050,000	-	105,141	7,155,141
Non-cash transactions:				
• Charged during the year	-	1,195,220	-	1,195,220
• Rent concessions (note 25)	-	(3,430,000)	-	(3,430,000)
<b>31 December</b>	<b>144,940,559</b>	<b>29,954,345</b>	<b>4,448,934</b>	<b>179,343,838</b>

	Borrowings KD	Lease liabilities KD	Due to bank KD	Total 2019 KD
<b>Balance at 1 January</b>	118,464,276	-	4,399,393	122,863,669
Effect of adoption of IFRS 16	-	26,144,198	-	26,144,198
Arising from acquisition of subsidiary	-	17,908,289	-	17,908,289
Cash flows:				
• Repayment	(33,515,469)	(8,232,000)	(55,600)	(41,803,069)
• Proceeds	54,181,032	-	-	54,181,032
Non-cash transactions:				
• Charged during the year	-	1,434,172	-	1,434,172
<b>31 December</b>	<b>139,129,839</b>	<b>37,254,659</b>	<b>4,343,793</b>	<b>180,728,291</b>

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### 29 Related parties transactions and balances

Related parties represent associates, directors and key management personnel of the Group, major shareholders and companies in which directors and key management personnel of the Parent Company are principal owners or over which they are able to exercise significant influence or joint control. Pricing policies and terms of these transactions are approved by the Parent Company management.

Details of significant related party transactions and balances are as follows:

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
<b>Amounts included in the consolidated financial position:</b>		
Due from related parties	<b>8,392,940</b>	6,953,467
Due to related parties	<b>3,486,913</b>	1,010,928
Advance payments for purchase of investments (note 17.1)	<b>16,029,281</b>	11,337,662
Term loan (note 24)	<b>1,833,660</b>	-
Purchase of investment properties	-	2,324,000

Financial assets at fair value through other comprehensive income amounting to KD515,583 (2019: KD433,799) and financial assets at fair value through profit or loss amounting to KD80,244 (31 December 2019: KD126,005) are managed by a related party.

	<b>Year ended</b>	Year ended
	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
<b>Transactions included in the consolidated statement of profit or loss:</b>		
Real estate rental income	<b>2,563,919</b>	4,339,235
Real estate operating expenses	<b>588,843</b>	505,980
General and administrative expenses	<b>513,182</b>	493,018
Realised gain from disposal of financial assets at FVTPL	<b>159,063</b>	-
Gain on disposal of subsidiaries	<b>271,687</b>	-
Finance costs	<b>91,266</b>	-
Key management compensation:		
Salaries and short-term benefits	<b>285,640</b>	295,038
BOD remuneration	-	40,000
Employees' end of service benefits	<b>5,500</b>	5,500

### 30 Proposed dividends and annual general assembly

Subsequent to the date of the consolidated statement of financial position, the board of directors have proposed distribute 5% bonus shares from treasury shares for the shareholders of the Parent Company without an increase in share capital or increase in number of shares issued for the year ended 31 December 2020. This proposal is subject to the approval of the general assembly and the regulatory authorities.

The Annual General Assembly of the shareholders of the Parent Company held on 3 June 2020 approved the consolidated financial statements for the year ended 31 December 2019 and the board of directors proposal to distribute 5% bonus shares for the shareholders of the Parent Company by distributing 5 treasury shares for each 100 shares held without an increase in share capital. Furthermore, the General Assembly approved the board of directors' proposal to distribute directors' remuneration of KD40,000 for the year then ended.

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### 31 Segmental analysis

The Group operates its activity in real estate and investment segments. The segmental analysis of total income and profit/(loss) for the activities are as follows:

	Real estate KD	Investment KD	Unallocated KD	Total KD
<b>Year ended 31 December 2020:</b>				
Income/(loss)	12,508,294	(45,484)	780,828	13,243,638
Profit/(loss) for the year	6,346,500	(45,484)	(2,392,875)	3,908,141
<b>As of 31 December 2020:</b>				
Total assets	238,258,339	64,029,673	16,264,844	318,552,856
Total liabilities	178,576,945	14,246,957	4,471,284	197,295,186
Net assets	59,681,394	49,782,716	11,793,560	121,257,670
<b>Year ended 31 December 2019:</b>				
Income	14,430,510	3,977,540	798,133	19,206,183
Profit/(loss) for the year	5,725,227	3,977,540	(2,482,436)	7,220,331
<b>As of 31 December 2019:</b>				
Total assets	240,500,324	71,981,570	14,441,240	326,923,134
Total liabilities	180,728,292	13,203,062	1,982,978	195,914,332
Net assets	59,772,032	58,778,508	12,458,262	131,008,802

### 32 Risk management objectives and policies

The Group's activities expose it to variety of financial risks: e.g. market risk, credit risk and liquidity risk.

The board of directors' policies for reducing each of the risks are discussed below.

The Group does not use derivative financial instruments based on future speculations.

The most significant financial risks to which the Group is exposed to are described below.

#### 32.1 Market risk

##### (a) Foreign currency risk

The Group mainly operates in the GCC, other Middle Eastern countries, Europe and USA, and thus is exposed to foreign currency risk arising from various foreign currency exposures. Foreign exchange risk arises from future commercial transactions, and recognised assets and liabilities and net investments in foreign operations.

To mitigate the Group's exposure to foreign currency risk, non-Kuwaiti Dinar cash flows are monitored in accordance with the Group's risk management policies. Generally, the Group's risk management procedures distinguish short-term foreign currency cash flows (due within twelve months) from longer-term cash flows.

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### 32 Risk management objectives and policies (continued)

#### 32.1 Market risk (continued)

##### (a) Foreign currency risk (continued)

The Group had the following significant exposures denominated in foreign currencies, and translated into Kuwaiti Dinar with the closing rates at the end of the year:

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
USD	<b>29,213,432</b>	36,494,454
Euro	<b>789,050</b>	529,542
GBP	<b>5,334,009</b>	5,371,243
AED	<b>22,291,362</b>	21,477,625

The following table details the Group's sensitivity to a 2% (2019: 2%) increase and decrease in the KD against above foreign currencies. The sensitivity analysis includes only outstanding foreign currencies denominated monetary assets and liabilities and adjusts their translation at the yearend for a 2% change in foreign currency rates. A positive number below indicates an increase in profit and equity and a negative number indicates decrease in profit and equity. All other variables are held constant. There has been no change in the methods and the assumptions used in the preparation of the sensitivity analysis.

	<b>31 Dec 2020</b>	31 Dec 2019
	<b>KD</b>	KD
Results for the year	<b>793,813</b>	1,099,133
Equity	<b>358,744</b>	166,571

Exposures to foreign exchange rates vary during the year depending on the volume and nature of the transactions. Nonetheless, the analysis above is considered to be representative of the Group's exposure to the foreign currency risk.

##### (b) Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future profitability or the fair values of financial instruments. The Group is exposed to interest rate risk with respect to borrowing and due to banks.

The following table illustrates the sensitivity of the results for the year to a reasonably possible change in interest rates of +100 bps (1%) and -100 bps (1%) (2019: +100 bps (1%) and -100bps (1%)) with effect from the beginning of the year. The calculations are based on the Group's financial instruments held at each financial position date. All other variables are held constant. There has been no change during the year in the methods and assumptions used in preparing the sensitivity analysis.

	<b>31 Dec. 2020</b>		31 Dec. 2019	
	<b>+ 1 %</b>	<b>-1 %</b>	+ 1 %	-1 %
	<b>KD</b>	<b>KD</b>	KD	KD
Results for the year	<b>(1,463,048)</b>	<b>1,463,048</b>	(1,398,815)	1,398,815

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### 32 Risk management objectives and policies (continued)

#### (c) Price risk

The Group is exposed to equity price risk with respect to its equity investments and debt instruments. These financial assets are classified either at fair value through profit or loss or at fair value through other comprehensive income.

To manage its price risk arising from investments in securities and debt instruments, the Group diversifies its investment portfolios. Diversification of the portfolio is done in accordance with the limits set by the Group.

The below table shows the sensitivity analysis for the Group with regard to its investment in securities and debt instruments, and it is determined based on possible price risks at the consolidated financial statements date. There has been no change during the year in the methods and assumptions used in preparing the sensitivity analysis.

If prices of financial securities had been 5% (2019: 5%) higher, the effect on the result for the year and equity would have been as follows.

	Result for the year		Equity	
	31 Dec. 2020	31 Dec. 2019	31 Dec. 2020	31 Dec. 2019
	KD	KD	KD	KD
Financial assets at fair value through profit or loss	324,766	1,275,052	-	-
Financial assets at fair value through other comprehensive income	-	-	1,752,090	1,358,753
	<b>324,766</b>	1,275,052	<b>1,752,090</b>	1,358,753

If prices of financial securities had been 5% (2019: 5%) lower, the effect on the results for the year and equity would have been equally the reverse as disclosed above.

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### 32 Risk management objectives and policies (continued)

#### 32.2 Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The Group credit policy regarding exposure to credit risk requires monitoring these risks on an ongoing basis. The Group seeks to avoid undue concentrations of risks with individuals or groups of clients in specific locations or businesses through diversification of its activities. It also obtains security when appropriate.

The Group's exposure to credit risk is limited to the carrying amounts of financial assets recognised at the consolidated financial position date, as summarized below:

	<b>31 Dec. 2020</b>	31 Dec. 2019
	<b>KD</b>	KD
Financial assets at fair value through other comprehensive income	<b>7,360,313</b>	1,823,204
Financial assets at fair value through profit or loss	-	7,142,965
Due from related parties	<b>8,392,940</b>	6,953,467
Accounts receivable and other assets	<b>4,492,874</b>	3,797,539
Cash and cash equivalents	<b>3,084,723</b>	3,298,312
	<b>23,330,850</b>	23,015,487

The Group's management considers that all the above financial assets that are neither past due nor impaired for each of the reporting dates under review are of good credit quality.

The credit risk for bank balances is considered negligible, since the counterparties are financial institution with high credit quality, except for restricted bank balances amount of KD52,531 (31 December 2019: KD288,664) located in Lebanon. During the year, most of the global credit rating agencies significantly lowered the ratings of Lebanon as well the banker of the subsidiary because of the consequences of the economic and political events prevailing in Lebanon.

Information on other significant concentrations of credit risk is set out in note 32.4.

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### 32 Risk management objectives and policies (continued)

#### 32.3 Liquidity risk

Liquidity risk is the risk that the Group will be unable to meet its liabilities when they fall due. To limit this risk, the Group's management has arranged diversified funding sources, manages assets with liquidity in mind, and monitors liquidity on a regular basis.

The table below summarises the maturity profile of the Group's liabilities based on contractual undiscounted repayment obligations.

The liquidity profile of financial liabilities reflects the projected cash flows which includes future interest payments over the life of these financial liabilities. The liquidity profile of financial liabilities is as follows:

	1 - 3 months KD	3 - 12 months KD	Over 1 year KD	Total KD
<b>31 December 2020</b>				
<b>Liabilities</b>				
Borrowings	4,500,097	3,466,589	169,817,632	177,784,318
Lease liabilities	-	7,033,096	22,921,249	29,954,345
Provision for employees' end of services benefits	-	-	984,372	984,372
Due to related parties	-	3,486,913	-	3,486,913
Accounts payable and other liabilities	-	13,480,063	-	13,480,063
Due to bank	-	4,448,934	-	4,448,934
	<b>4,500,097</b>	<b>31,915,595</b>	<b>193,723,253</b>	<b>230,138,945</b>
<b>31 December 2019</b>				
<b>Liabilities</b>				
Borrowings	-	5,927,861	160,339,225	166,267,086
Lease liabilities	-	6,959,568	30,295,091	37,254,659
Provision for employees' end of services benefits	-	-	972,051	972,051
Due to related parties	-	1,010,928	-	1,010,928
Accounts payable and other liabilities	-	13,203,062	-	13,203,062
Due to bank	4,458,904	-	-	4,458,904
	<b>4,458,904</b>	<b>27,101,419</b>	<b>191,606,367</b>	<b>223,166,690</b>

The table below summarises the maturity profile of the Group's assets and liabilities. Except for financial assets at fair value through other comprehensive income and investment properties, the maturities of assets and liabilities have been determined on the basis of the remaining period from the reporting date to the contractual maturity date. The maturity profile for financial assets at fair value through other comprehensive income and investment properties is determined based on management's planned exit dates.

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### 32 Risk management objectives and policies (continued)

#### 32.3 Liquidity risk (continued)

The maturity profile of assets and liabilities at 31 December 2020:

	1 - 3 months KD	3 - 12 months KD	Over 1 year KD	Total KD
<b>Assets</b>				
Property and equipment	-	-	89,848	89,848
Investment properties	-	-	218,339,071	218,339,071
Capital work in progress	-	814,569	-	814,569
Properties under development	-	10,377,048	-	10,377,048
Financial assets at fair value through other comprehensive income	-	-	33,890,990	33,890,990
Investment in associates	-	-	7,604,079	7,604,079
Trading properties	-	8,727,651	-	8,727,651
Due from related parties	-	8,392,940	-	8,392,940
Accounts receivable and other assets	-	4,697,332	-	4,697,332
Advance payments for purchase of investments	-	16,039,281	-	16,039,281
Financial assets at fair value through profit and loss	-	6,495,324	-	6,495,324
Cash and cash equivalents (see below)	3,084,723	-	-	3,084,723
	<b>3,084,723</b>	<b>55,544,145</b>	<b>259,923,988</b>	<b>318,552,856</b>
<b>Liabilities</b>				
Borrowings	-	3,346,231	141,594,328	144,940,559
Lease liabilities	-	7,033,096	22,921,249	29,954,345
Provision for employees' end of service benefits	-	-	984,372	984,372
Due to related parties	-	3,486,913	-	3,486,913
Accounts payable and other liabilities	-	13,480,063	-	13,480,063
Due to bank	4,448,934	-	-	4,448,934
	<b>4,448,934</b>	<b>27,346,303</b>	<b>165,499,949</b>	<b>197,295,186</b>
Net liquidity gap	<b>(1,364,211)</b>	<b>28,197,842</b>	<b>94,424,039</b>	<b>121,257,670</b>

As of 31 December 2020, there are certain restrictions on the liquidity of cash and cash equivalents amounting to KD52,531 (31 December 2019: KD288,664) (note 19).

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### 32 Risk management objectives and policies (continued)

#### 32.3 Liquidity risk (continued)

The maturity profile of assets and liabilities at 31 December 2019:

	1 - 3 months KD	3 - 12 months KD	Over 1 year KD	Total KD
<b>Assets</b>				
Property and equipment	-	-	207,386	207,386
Investment properties	-	-	223,906,226	223,906,226
Capital work in progress	-	-	519,126	519,126
Properties under development	-	-	7,450,699	7,450,699
Financial assets at fair value through other comprehensive income	-	-	27,175,068	27,175,068
Investment in associates	-	8,624,272	-	8,624,272
Trading properties	-	6,593,998	359,469	6,953,467
Due from related parties	-	3,972,076	-	3,972,076
Accounts receivable and other assets	-	11,347,662	-	11,347,662
Advance payments for purchase of investments	-	25,501,033	-	25,501,033
Financial assets at fair value through profit and loss	3,298,312	-	-	3,298,312
Cash and cash equivalents (see below)	3,298,312	56,039,041	267,585,781	326,923,134
<b>Liabilities</b>				
Borrowings	-	5,768,622	133,361,217	139,129,839
Lease liabilities	-	6,959,568	30,295,091	37,254,659
Provision for employees' end of service benefits	-	-	972,051	972,051
Due to related parties	-	1,010,928	-	1,010,928
Accounts payable and other liabilities	-	13,203,062	-	13,203,062
Due to bank	4,343,793	-	-	4,343,793
	4,343,793	26,942,180	164,628,359	195,914,332
<b>Net liquidity gap</b>	<b>(1,045,481)</b>	<b>29,096,861</b>	<b>102,957,422</b>	<b>131,008,802</b>

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### 32 Risk management objectives and policies (continued)

#### 32.4 Geographical Concentration

The distribution of the financial assets according to their geographical area in 2020 and 2019 are as follows:

	Kuwait KD	Other Middle Eastern Countries KD	United States, Europe and other countries KD	Total KD
<b>As of 31 December 2020</b>				
Financial assets at fair value through other compre-hensive income	17,108,816	-	16,782,174	33,890,990
Due from related parties	8,392,940	-	-	8,392,940
Accounts receivable and other assets	4,485,658	-	211,674	4,697,332
Financial assets at fair value through profit or loss	590,999	-	5,904,325	6,495,324
Cash and cash equivalents	2,834,497	15,037	235,189	3,084,723
	<b>33,412,910</b>	<b>15,037</b>	<b>23,133,362</b>	<b>56,561,309</b>
<b>As of 31 December 2019</b>				
Financial assets at fair value through other compre-hensive income	18,846,540	-	8,328,528	27,175,068
Due from related parties	6,953,467	-	-	6,953,467
Accounts receivable and other assets	3,309,837	293,842	193,860	3,797,539
Financial assets at fair value through profit or loss	16,224,403	-	9,276,630	25,501,033
Cash and cash equivalents	2,699,339	20,488	578,485	3,298,312
	<b>48,033,586</b>	<b>314,330</b>	<b>18,377,503</b>	<b>66,725,419</b>

### 33 Fair value measurement

#### 33.1 Fair value hierarchy

Fair value represents 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.

Financial assets and financial liabilities measured at fair value in the consolidated statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2 fair value measurements are those derived from inputs other than quoted prices that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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### 33 Fair value measurement (continued)

#### 33.2 Fair value measurement of financial instruments

The carrying amounts of the Group's financial assets and liabilities as stated in the consolidated statement of financial position are as follows:

	31 Dec 2020	31 Dec 2019
	KD	KD
<b>Financial assets:</b>		
<b>At amortised cost:</b>		
Due from related parties	8,392,940	6,953,467
Accounts receivable and other assets	4,492,874	3,797,539
Cash and cash equivalents	3,084,723	3,298,312
<b>At fair value:</b>		
Financial assets at fair value through profit or loss	6,495,324	25,501,033
Financial assets at fair value through other comprehensive income	33,890,990	27,175,068
	<b>56,356,851</b>	<b>66,725,419</b>
<b>Financial liabilities:</b>		
<b>Financial liabilities at amortised cost</b>		
Borrowings	144,940,559	139,129,839
Lease liabilities	29,954,345	37,254,659
Provision for employees' end of service benefits	984,372	972,051
Due to related parties	3,486,913	1,010,928
Accounts payable and other liabilities	13,480,063	13,203,062
Due to bank	4,448,934	4,343,793
	<b>197,295,186</b>	<b>195,914,332</b>

Management considers that the carrying amounts of loans and receivable and all financial liabilities, which are stated at amortized cost, approximate their fair values.

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

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## Notes to the consolidated financial statements

### 33 Fair value measurement (continued)

#### 33.2 Fair value measurement of financial instruments (continued)

The financial assets and liabilities measured at fair value on a recurring basis in the consolidated statement of financial position are grouped into the fair value hierarchy as follows:

#### 31 December 2020

	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
<b>Financial assets</b>				
<b>Financial assets at fair value through profit or loss:</b>				
Local quoted securities	73,139	-	-	73,139
Local unquoted securities	-	-	342,184	342,184
Foreign quoted securities	1,853	-	-	1,853
Foreign unquoted securities	-	-	5,958,796	5,958,796
Managed funds	-	119,352	-	119,352
<b>Financial assets at fair value through other comprehensive income:</b>				
Local quoted securities	5,900,864	-	-	5,900,864
Local unquoted securities	-	-	11,194,975	11,194,975
Foreign unquoted securities	-	-	9,950,421	9,950,421
Debt instruments	-	-	6,844,730	6,844,730
	<b>5,975,856</b>	<b>119,352</b>	<b>34,291,106</b>	<b>40,386,314</b>

#### 31 December 2019

	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
<b>Financial assets</b>				
<b>Financial assets at fair value through profit or loss:</b>				
Local quoted securities	132,082	-	-	132,082
Local unquoted securities	-	-	340,430	340,430
Foreign quoted securities	2,788	-	-	2,788
Foreign unquoted securities	-	-	17,823,868	17,823,868
Debt instruments	-	-	7,142,965	7,142,965
Managed funds	-	58,900	-	58,900
<b>Financial assets at fair value through other comprehensive income:</b>				
Local quoted securities	6,453,699	-	-	6,453,699
Local unquoted securities	-	-	12,244,933	12,244,933
Foreign unquoted securities	-	-	6,912,181	6,912,181
Debt instruments	-	-	1,564,255	1,564,255
	<b>6,588,569</b>	<b>58,900</b>	<b>46,028,632</b>	<b>52,676,101</b>

The valuation techniques and significant unobservable inputs used in determining the fair value measurement of level 2 and level 3 financial instruments, as well as the inter-relationship between key unobservable inputs and fair value, are set out below.

## Notes to the consolidated financial statements

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### 33 Fair value measurement (continued)

#### 33.2 Fair value measurement of financial instruments (continued)

##### **Financial assets at fair value:**

The Group's finance team performs valuations of financial items for financial reporting purposes, including Level 3 fair values, in consultation with third party valuation specialists for complex valuations, where required. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximising the use of market-based information.

The valuation techniques used for instruments categorised in Levels 2 and 3 are described below:

Certain unquoted equity securities are valued based on book value and price to book multiple method using latest financial statements available of the investee entities.

Other unquoted equity securities and debt instruments are valued using cash flow projections based on financial estimates approved by senior management. The growth rates used to arrive at the terminal value ranged from 1% to 3%. Further the revenue growth projections are based on the assessment of the future business growth.

##### *Key assumptions used in fair value calculations*

The calculation of fair value is most sensitive to the following assumptions:

- Discount rates;
- Growth rates used to extrapolate cash flows beyond the budget period;
- Local inflation rates.

##### *Discount rates*

Discount rates are calculated by using risk free rate, equity market risk premium, beta factor and company specific risk premium (alpha factor).

##### *Market share assumptions*

These assumptions, as well as use of industry data for growth rates, are important as the entity's relative position to its competitors might change over the budget period.

##### *Projected growth rates and local inflation rates*

Assumptions are based on references from published industry research reports.

Investments in funds have been valued based on Net Asset Value (NAV) of the fund provided by the fund manager.

Changing inputs to the level 3 valuations to reasonably possible alternative assumptions would not change significantly amounts recognised in the consolidated statement of profit or loss, total assets, total liabilities or total equity.

There were no changes to the valuation techniques during the year.

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### 33 Fair value measurement (continued)

#### 33.2 Fair value measurement of financial instruments (continued)

##### Level 3 fair value measurements

The Group measurement of financial assets and liabilities classified in level 3 uses valuation techniques inputs that are not based on observable market data. The financial instruments within this level can be reconciled from beginning to ending balances as follows:

	<b>31 Dec. 2020</b>	31 Dec. 2019
	<b>KD</b>	KD
Opening balance	<b>46,028,632</b>	47,105,416
Arising on acquisition of a subsidiary	-	32,466
Additions / transfer	<b>1,650,523</b>	5,720,829
Disposals / transfer	<b>(3,086,033)</b>	(142,598)
Net reclassifications	<b>1,602,638</b>	-
Related to disposal of subsidiaries	<b>(2,734,904)</b>	-
Change in fair value	<b>(9,169,750)</b>	(6,687,481)
Closing balance	<b>34,291,106</b>	46,028,632

Changing inputs to the level 3 valuations to reasonably possible alternative assumption would not change significantly amounts recognised in profit or loss, total assets or total liabilities or total equity.

#### 33.3 Fair value measurement of non-financial assets

The following table shows the Levels within the hierarchy of non-financial assets measured at fair value on a recurring basis at 31 December 2020 and 31 December 2019:

	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
	<b>KD</b>	<b>KD</b>	<b>KD</b>	<b>KD</b>
<b>31 December 2020</b>				
Investment properties				
- in Kuwait	-	-	<b>196,863,692</b>	<b>196,863,692</b>
- in GCC countries	-	-	<b>21,475,379</b>	<b>21,475,379</b>
	-	-	<b>218,339,071</b>	<b>218,339,071</b>

	Level 1	Level 2	Level 3	Total
	KD	KD	KD	KD
<b>31 December 2019</b>				
Investment properties				
- in Kuwait	-	-	198,671,154	198,671,154
- in GCC & other countries	-	-	25,235,072	25,235,072
	-	-	223,906,226	223,906,226

The fair values of all investment properties have been determined based on valuations obtained from independent and accredited valuers for each investment property, who are specialised in valuing these types of investment properties. The significant inputs and assumptions are developed in close consultation with management. As of 31 December 2020 and 2019, for the valuation purpose, the Group has selected the lower value of the two valuations obtained for each local investment property.

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### 33 Fair value measurement (continued)

#### 33.3 Fair value measurement of non-financial assets (continued)

##### Properties

The fair values of the properties that have been determined based on the fair value provided by independent and accredited valuers who have valued the investment properties using income approach which capitalises the monthly estimated rental income stream, net of projected operating costs using a discount rate derived from the market yields. When actual rent differs materially from estimated rents, adjustments have been made to the estimated rental value. When using the estimated rental stream approach, adjustments to actual rental are incorporated for factors such as current occupancy levels, the terms of in-place leases, expectations for rentals from future leases and unlicensed rented areas.

##### Lands

The fair values of the lands that have been determined based on fair values provided by an independent and accredited valuers who has valued the investment properties using a market approach that reflects observed prices for recent market transactions for similar properties and incorporates adjustments for factors specific to the land in question, including plot size, location, encumbrances and current use.

Further information regarding the level 3 fair value measurements is set out in the table below:

Description	Valuation technique	Significant unobservable inputs	Range of unobservable inputs	Relationship of unobservable inputs to fair value
Buildings	Estimated rental stream approach	Monthly eco-nomic rental value	KD426 to KD2,091 (2019: KD403 to KD2,110)	Fair value increases if eco-nomic rental value increases, and vice versa.
Lands	Market compar-ison approach	Estimated mar-ket price (per sq ft.)	KD14 to KD 275 (2019: KD14 to KD269)	Higher the price per square meter, higher the fair value

##### Level 3 Fair value measurements

The Group measurement of investment properties classified in level 3 uses valuation techniques inputs that are not based on observable market data. The investment properties within this level can be reconciled from beginning to ending balances as follows:

	31 Dec. 2020 KD	31 Dec. 2019 KD
Opening balance	223,906,226	174,739,425
Additions	418,413	2,740,795
Transferred from capital work in progress	796,700	2,996,648
Arising from acquisition of subsidiary	-	22,769,857
Arising on adoption of IFRS 16	-	26,944,198
Gain or losses recognised in consolidated statement of profit or loss on:		
- Changes in fair value	(6,782,268)	(6,284,697)
Closing balance	218,339,071	223,906,226

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### 34 Capital risk management

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide adequate return to its shareholders through the optimization of the capital structure.

The Group manages the capital structure and makes adjustments in the light of changes in economic conditions and other variables including risks related to the Group assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The capital structure of the Group consists of the following:

	<b>31 Dec. 2020</b>	31 Dec. 2019
	<b>KD</b>	KD
Borrowings (note 24)	<b>144,940,559</b>	139,129,839
Due to bank (note 27)	<b>4,448,934</b>	4,343,793
Lease liabilities (note 25)	<b>29,954,345</b>	37,254,659
Less:		
Cash and cash equivalents (note 19)	<b>(3,084,723)</b>	(3,298,312)
Net debt	<b>116,350,425</b>	102,920,661
Equity	<b>121,257,670</b>	131,008,802
Net debt to equity ratio	<b>96%</b>	79%

### 35 Contingent liabilities and commitments

Contingent liabilities represent letters of guarantee and capital commitments at the consolidated financial position date are as follows:

	<b>31 Dec. 2020</b>	31 Dec. 2019
	<b>KD</b>	KD
Issued letters of guarantee	<b>10,773,828</b>	10,773,828
Capital commitments	<b>13,949,364</b>	16,908,826
	<b>24,723,192</b>	27,682,654

Capital commitments represent developing costs for properties under development (note 12).

Lease commitments arising on the agreements signed for with the Ministry of Finance – State Properties Department for maintain, develop and operate certain properties owned by the government. However, as a result of adoption of IFRS 16 starting from 1 January 2019, commitments from those contracts have been recognised on consolidated statement of financial position (Note 25).

## Notes to the consolidated financial statements

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### 36 Operating leases

Operating leases, in which the Group is the lessor, relate to investment properties owned or leased by the Group as well as held under head-lease arrangements. The terms of operating leases range between 1-5 years with one-year extension option. All operating lease contracts contain market review clauses in the event that the lessee exercises its option to renew. The lessee does not have an option to purchase the property at the end of lease term.

### 37 Covid-19 Pandemic Impact

The outbreak of Coronavirus (“COVID19”) pandemic and related global responses have caused material disruptions to businesses around the world, leading to an economic slowdown. Global and local equity markets have experienced significant volatility and weakness. While governments and central banks have reacted with various financial packages and reliefs designed to stabilise economic conditions, the duration and extent of the impact of the COVID19 outbreak, as well as the effectiveness of government and central bank responses, remains unclear at this time. However, management of the Group is actively monitoring any effects of COVID19 may have on its business operations and financial performance.

Management has updated its assumptions with respect to judgements and estimates, discussed below, due to continued uncertainties in the volatile economic environment in which the Group conducts its operations.

#### Impairment of financial assets and Estimated Credit Losses (ECL)

The negative economic outlook and cash flow difficulties experienced by customers as a result of COVID19 have been factored into the Group’s forecasts of future conditions, which may have resulted in an increase in its allowance for ECLs of trade and other receivables. This is to reflect:

- a) a greater probability of default across many customers, even those that currently do not exhibit significant increases in credit risk but may in the future, and
- b) a higher magnitude of loss given default, due to possible decreases in the value of collateral and other assets.

For the unquoted financial assets, the Group considered, among other factors, impacts of the volatility in the markets and affected sectors in its assessment of any indicators of impairment which represents management’s best assessment based on observable available information as at the reporting date. Given the impact of COVID19, the Group is closely monitoring whether the fair values of the financial assets and liabilities represent the price that would be achieved for transactions between market participants in the currently.

The additional considerations resulted into additional provision for doubtful debts amount of KD1,020,000.

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### **37 Covid-19 Pandemic Impact (continued)**

#### *Impairment of non-financial assets*

The Group has performed an assessment for its equity accounted investments using various factors including considering the impact of COVID19 on entities operating in the similar sector, and compared the actual results for the period against the approved budgets and industry standards to determine any indicators of impairment. The assessment did not result into any material impact.

For the investment properties the Group considered that there may be an increase in the amount of subjectivity involved in fair value measurements, especially those based on unobservable inputs. Although certain input may involve subjective judgement, management considers that the overall valuation would not be materially affected by reasonably possible alternative assumptions.

The Group has also considered any impairment indicators arising as a result of COVID19 and any significant uncertainties around other non-financial assets including its property, plant and equipment, intangible assets and right-of-use assets especially arising from any change in lease terms and concluded there is no material impact due to COVID19.

As at the reporting date, the Group has not identified significant impact on the carrying values of its non-financial assets as at 31 December 2020 due to the uncertainty involved in determining the effect on projected cash flows generated from these non-financial assets or the market participants expectations of the price depending on the approach used in determining the fair value of those assets at 31 December 2019. The Group is aware that certain geographies and sectors in which these assets exist are negatively impacted, and as the situation continues to unfold, the Group consistently monitors the market outlook and uses relevant assumptions in reflecting the values of these non-financial assets appropriately in the interim condensed consolidated financial information.

#### *Going concern*

At each reporting date, management assesses the entity's ability to continue as a going concern and consider all available information about the future, which is at least, but is not limited to, twelve months from the annual reporting date. Management assessment of going concern included a wide range of factors, such as: current and expected profitability, debt repayment schedules and potential sources of replacement financing, and the ability to continue providing services with due consideration for economic uncertainties resulting from COVID19. Although, the full impact of COVID19 continues to evolve, the results of current projections and assumptions show that the Group has adequate resources to continue its normal operations. As a result, the consolidated financial statements have been appropriately prepared on a going concern basis.

#### *Borrowings*

Management assessed its compliance of the borrowing covenants and noted that as a result of the difficult economic conditions some covenants were not in compliance with the borrowing agreements. Management has advised the lenders of the non-compliance of the covenants who have not raised any objections.

#### *Contingencies and Commitments*

The Group's assessment of anticipated losses on account of reduction in demand, meeting contractual obligations, supply chain disruptions or losses due to an overall decline in economic output as a result of COVID19 did not result into any matters that need disclosure in the consolidated financial statements.