

Annual Report 2016



شركة التخصيص القابضة
PRIVATIZATION
HOLDING COMPANY

Synergy, Development and Partnership



**Deliver long term and sustainable
stakeholder value through a diversified
and synergistic investment portfolio in
Kuwait and internationally**

Privatization Holding Company

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His Highness
**Sheikh Sabah Al-Ahmad
Al-Jaber Al-Sabah**

The Amir of The State of Kuwait



His Highness
**Sheikh Nawaf Al-Ahmad
Al-Jaber Al-Sabah**

The Crown Prince of The State of Kuwait





Vision

Deliver long term and sustainable stakeholder value through a diversified and synergistic investment portfolio in Kuwait and internationally



Mission

Reinforce PHC's market position as the preferred partner of choice for international companies seeking to invest in Kuwait infrastructure development. Seek further investment opportunities to build on the existing services sector portfolio



Strategy

Participate in Private Public Partnership (PPP) projects as a strategic partner and co-developer, focusing on utilities, transportation, healthcare and education sectors in Kuwait. Leverage PHC's management industry experience and development expertise at a global level. Ongoing monitoring and timely exit from portfolio investments

Contents



6

**Chairman's
Message**



**Board of
Directors**

10

12

**Executive
Management**



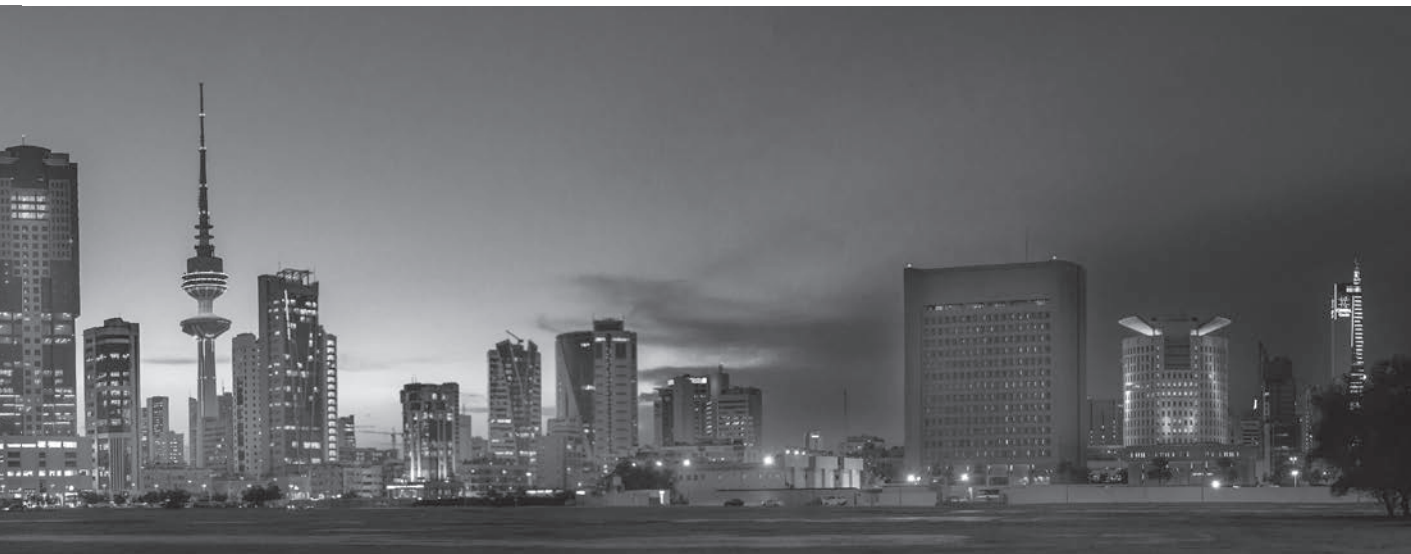
14

**PHC at
a Glance**



18

**Management
Review**



20 Financial Highlights



22 Corporate Social Responsibility

24 Corporate Governance



32 Financial Statements

Chairman's Message



Riyadh S. Ali Al-Edrees
Chairman

“ PHC continues to be driven by an ambitious strategic vision and a sustainable plan for value creation for all stakeholders ”

Dear Shareholder,

Kuwait Economy

The increased geopolitical tensions and decline in oil prices during 2016 have led to an unfavourable economic environment across the GCC region. However, Kuwait with its significant oil reserves and its fiscal prudence is relatively well positioned during these times. Proactively, the Kuwaiti government continues to implement a number of spending cuts and reforms aimed at boosting fiscal balances, increasing foreign investment and supporting economic diversification. In addition, Kuwait plans to increase oil production to 4 mb/d by 2020, further reducing fiscal pressures in the near term.

The non-oil economy remained a bright spot in 2016, particularly for Kuwait's construction sector which has benefitted from sustained government spending despite the economic slowdown. Government investment, as outlined in Kuwait's five-year development plan, will continue to support the economy in the coming years.

The launch of new development projects by the Kuwait Authority for Partnership Projects (KAPP) under the Public Private Partnership (PPP) model aims to provide a more diversified and stable economic environment across Kuwait in the future. These projects have also encouraged many international companies to engage in strategic partnerships with reputed and well established Kuwaiti firms like PHC.

Financial Review

During the year, we demonstrated our commitment to enhancing equity returns by returning cash to our shareholders. At the Extraordinary General Meeting held on August

10, 2016 shareholders approved a plan to reduce the Company's share capital from KD 73.828 million to KD 61 million. The plan was successfully launched in two phases; firstly, through the cancellation of treasury shares aggregating to 55 million shares and secondly through a capital reduction plan under which the Company reduced 10% of its share capital aggregating to 73 million shares at a price of 100 fils per share. The capital reduction plan was funded by cash on the balance sheet.

Total revenue increased by 80.6% to KD 33.1 million in 2016 from KD 18.3 million in 2015. However, net income declined from KD 0.5 million in 2015 to a loss of KD 2 million in 2016 due to increased operating costs, realized investment losses and impairment of certain investments. Revenue from Services aggregates to KD 32.5 million and contributes 98.4% towards the total revenue in 2016 as compared to KD 13.3 million (or 72.6% of total revenue) in 2015. Our subsidiary GOFSCO, one of the largest integrated service providers in Kuwait for the upstream oil and gas sector both onshore and offshore, continues to perform well and makes the greatest contribution to PHC's revenue.

As at December 31, 2016, PHC's Total Assets were KD 164.7 million, investments in Associates were KD 45.1 million and other investments were KD 55.3 million. Our direct investments share, in portfolio companies where we have a significant equity interest, has increased from 57% in 2015 to 78% in 2016 totalling KD 74.7 million.



“ Our experienced investment and project management team remains fully committed towards the PHC investment philosophy and aims to be a preferred local partner of choice for PPP projects in particular BOT ”

Business Developments

We continued to deliver on our strategies to invest in our people, products and services to strengthen and grow our businesses for the future. During 2016, we maintained a conservative approach to new investments due to the challenging economic conditions and market volatility. We not only continue to support our portfolio companies with capital for growth but also look to monetize position at the appropriate time to deliver value to shareholders.

PHC through Kingdom Electricity Co. (KEC) now has indirect holdings in several mega solar and thermal power plants and other energy investments in Jordan. KEC's holding in the

projects is 30% and PHC's holding in KEC is 30%.

The Company invested in Zouk Solar Opportunities (ZSOL) fund in 2008, and its fund manager has already disposed of assets and distributed the gains to investors. There remains considerable further value in the remaining portfolio and the fund managers are aiming to deliver a final net return to ZSOL shareholders in the near term.

PHC and National Industries Group (NIG) formed an international consortium that includes leading global construction and facility management companies, for the Schools and Swimming Complex project in Kuwait. In 2016 the consortium was pre-



qualified for a request for proposal and has now submitted a bid. The bids for the project are currently under evaluation by the Kuwait Authority for Partnership Projects.

During the year, we continued to secure alliances and consortia with international developers, EPC contractors, O&M operators to optimally position ourselves for the Kuwait government infrastructure development plan within the PPP framework.

Looking Ahead

We remain positive on the prospects of PPP project growth in Kuwait. Our experienced investment and project management team remains fully committed towards the PHC investment philosophy and aims to be a preferred local partner of choice for PPP projects in particular BOT.

PHC continues to be driven by an ambitious strategic vision and a sustainable plan for value creation for all stakeholders. I would like to extend my sincere appreciation to the Board of Directors for their guidance and strategic direction and executive management for their

ongoing contribution to the growth of the Company.

In concluding, I would like to also thank all our shareholders, business partners, government agencies, customers, employees and the wider community of stakeholders for their commitment to our vision.

Riyadh S. Ali Al-Edrees
Chairman



Board of Directors



Riyadh S. Ali Al-Edrees
Non-Executive Chairman



Mohamed Abdul-Mohsen Al-Asfour
Non-Executive Vice Chairman
Chairman, Nomination and Remuneration Committee



Dr. Fahad Sulaiman Al-Khaled
Non-Executive Board Member
Vice Chairman, Audit and Risk Committee



Mishal Naseer Habib
Non-Executive Board Member
Chairman, Audit and Risk Committee
Member, Nomination and Remuneration Committee



Dr. Meshaal Al-Samhan
Independent Board Member
Vice Chairman, Nomination and Remuneration Committee
Member, Audit and Risk Committee



Executive Management

Jamal Abdullah Al-Saleem

Executive Vice President

Mr. Al-Saleem joined PHC in 2003. He is also a Board Member of Kuwait Investment Company (KIC), Kuwait Pillars for Financial Investment and Kuwait International Fair Company, and Vice Chairman of Kingdom Electricity Company, Jordan. Mr. Al Saleem has 27 years of extensive experience of working with government and banking institutions. He holds a Master of Science degree in Accounting from Oklahoma University, US and a Bachelor of Accounting degree from Kuwait University.

Yahea Abdulhamed Al-Sayed

Senior Vice President, Financial Management

Mr. Al-Sayed joined PHC in 2002. He is also a Board Member of Kuwait Indian Holding Company and Kingdom Electricity Company, Jordan. He has more than 23 years of experience in the fields of auditing, accounting and consulting across Asia and the Middle East region. Mr. Al Sayed is a CPA (Certified Public Accountant) from the US with a Bachelor of Commerce degree from Cairo University.

**Ibrahim G. Qamar**

Senior Vice President, Investments

Mr. Qamar joined PHC in 2008. He has over 30 years of experience in the fields of project development, project investment analysis, financing and project management across industrial, contracting and services sectors. Mr. Qamar's expertise covers the entire project cycle, including the preparation of feasibility studies, investment analysis, development, planning, financing, procurement, implementation and control. Mr. Qamar has a dual Engineering/Business educational background and holds a Bachelor's degree in Chemical Engineering & Management and a Master's degree in Plant Engineering.

Ahmed Rashed Al-Waheab

Senior Vice President, HR & Administration

Mr. Al-Waheab joined PHC in 2005. He has previously worked with Kuwait Cable Vision Company and Kuwait Fund for Arab Economics Development, and is currently the Vice Chairman of Global Projects Holding Company. Mr. Al-Waheab holds a Bachelor of Economics degree from San Jose State University, US.

Laila M. Abbas

Vice President, Projects Development

Ms. Abbas joined PHC in 2005. She is Vice Chairman of Gas & Oilfield Services Company (GOFSCO) and is representing NIG as a Vice President of CNICE. Ms. Laila has over 15 years of experience in business development, projects development and project management in the contracting and services sectors. She holds a Bachelor of Science degree in Chemical Engineering from Leeds University and Master of Business Administration degree from Maastricht Business School, Netherland.

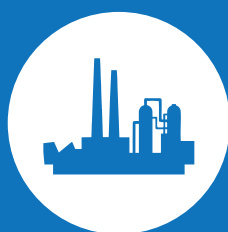


PHC at a Glance

Privatization Holding Company (PHC) was established in 1994 and was listed on the Kuwait Stock Exchange in 2005. PHC is an associate of National Industries Group (NIG), which has a 29.8% shareholding in the Company. PHC's investments are diversified across industry sectors such as industrials, oilfield services, financial services, power & utilities, infrastructure, transportation, healthcare and technology. Management closely monitors and strategically plans the timely exit from portfolio investments.

During 2016, revenue increased by 80.6% to KD 33.1 million from KD 18.3 million in 2015. As at December 31, 2016, PHC's Total Assets were KD 164.7 million, investment in Associates were KD 45.1 million and other investments were KD 55.3 million.

**Investments diversified
across services and infrastructure sectors
in Kuwait and Internationally**



Industrials



Oilfield Services



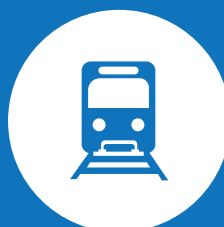
Financial Services



Power & Utilities



Infrastructure

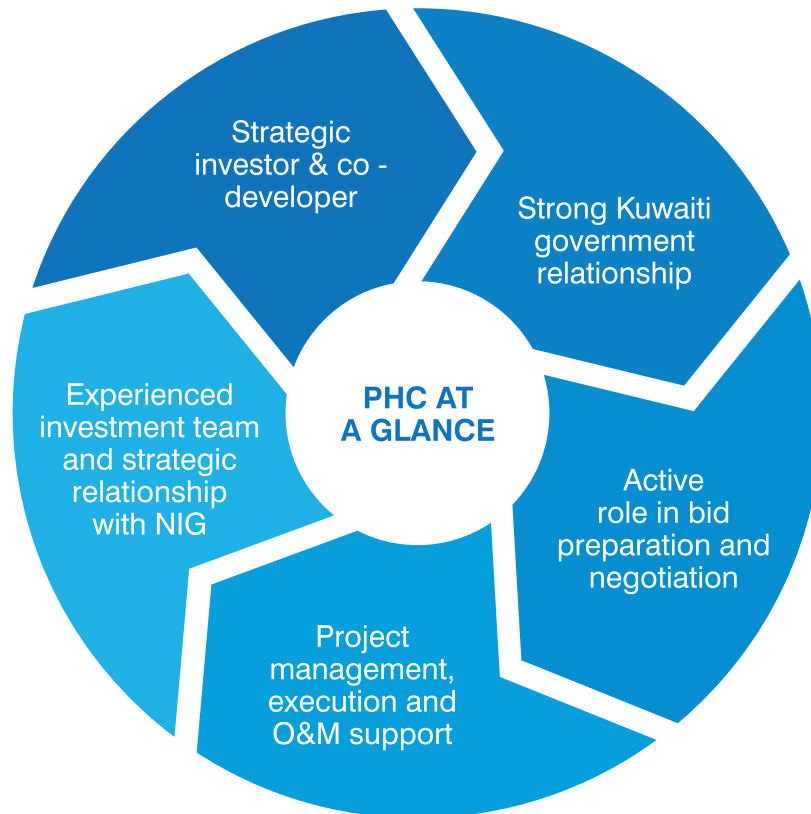


Transportation



Others

The Company has a long established track record of participating in consortiums as a strategic investor and a co-developer. PHC offers multiple advantages to its consortium partners:



- 1 PHC provides a comprehensive and integrated solution to international corporates seeking to participate in Kuwait PPP development projects.
- 2 The Company has an outstanding relationship with the Kuwaiti government and extensive experience in dealing with various government ministries and other authorities.
- 3 PHC is actively involved at all stages of a project starting from submitting an expression of interest, valuation, securing financing, formally bidding and negotiating contracts.
- 4 Coordinating with approved contractors and engineering firms for EPC, PHC leads the project execution along with ongoing project management and O&M support. The Company also facilitates custom clearance and supports site logistics.
- 5 PHC's experienced investment and project management teams leverage extensive portfolio industry knowledge to deliver maximum return for all stakeholders. The Company's strategic relationship with National Industries Group (NIG) has resulted in sharing of industry best project management practices which further helps in timely completion of projects.

We continue to focus on expanding our group strategic investment presence across core industries sector and aimed to be a preferred local choice of partners.



Management Review

Direct Investment

The Direct Investment Department is a core part of PHC and is primarily responsible for creating business strategies and identifying investment opportunities in line with the Board approved business plan. The department has established a pre-defined process to identify, review and evaluate new investment opportunities and shortlisted situations are presented to the executive management team along with recommendations. Furthermore, it coordinates with investment banks for deal sourcing, project identification and evaluating funding options. The department closely monitors the performance of existing portfolio companies where PHC has a significant equity position. It not only provides support to portfolio companies, especially with capital for growth but also plans ahead for a timely exit strategy to yield maximum returns. The department also prepares a comprehensive quarterly direct investment report summarizing the portfolio performance and for management review.

Asset Management

The Asset Management Department manages investment portfolios that comprises of quoted securities. The department regularly monitors the performance of its portfolio and plans a timely exit to generate maximum return in line with the Company's overall strategy. It also conducts financial analysis of listed companies which includes regular interaction with brokers, analysts and industry experts and further provides recommendations to the Executive Management on monetizing positions in selected securities. The department carefully monitors the Company's liquidity position and provides support by liquidating investments at the opportune time.

Information Technology

The Information Technology Department's key role is to align information technology strategies with operational strategies in order to achieve the Company's business objectives. The Company harnesses the potential of information technology for enabling the business functions and strives to create a competitive advantage through its optimal use. PHC has constantly adopted new technologies and practices to drive improvements in productivity and quality by process optimization. The Company regularly conducts a comprehensive review of its security systems and processes to measure its effectiveness and relevance as well as address the growing cyber security threats. PHC has formulated a framework of policies and procedures that includes all legal, physical and technical controls involved in an organisation's information risk management processes.

Human Resources & Administration

The Human Resources Department manages activities of the Company pertaining to personnel and administration. PHC views its employees as the cornerstone of the success of the business and its human resources policy is geared towards providing individuals opportunities to grow along with the organisation. The Company constantly endeavours to adopt sound work ethos and values among all its employees by creating a high-performance work environment. The department continuously reviews the Company's strategic policies, practices and work environment to ensure they are current and employee friendly. Continuous focus is maintained towards the hiring, development, retention and management of the best talent with a focus on engagement, training for empowerment thereby, building a cohesive and productive work force.

Finance and Accounts

The Finance and Accounts Department is primarily responsible for the accounting of all financial transactions pertaining to the business operations. The department performs various functions relating to financial accounting and reporting. It prepares and maintains PHC books of accounts in accordance with applicable accounting standards. The department regularly coordinates with other departments to ensure timely closure of the Company's accounting books while reconciling them with third parties such as banks and suppliers. It also prepares the overall budget against which the Company's actual performance is measured and a variance report is prepared for management review and discussion.

Legal

PHC takes advice from leading law firms in the region on various legal matters with respect to the operations of the Company. These law firms are primarily responsible for managing all the legal matters related to the Company's activities to ensure compliance with legal and regulatory requirements. Their scope includes preparing and reviewing the legal contracts, agreements, documents and forms for transactions. They also update the Memorandum and Articles of Association of the Company and other legal documents as and when required.

Financial Highlights

Total Revenue

33.1

KD million

Total Assets

164.7

KD million

Investment in
Associates

45.1

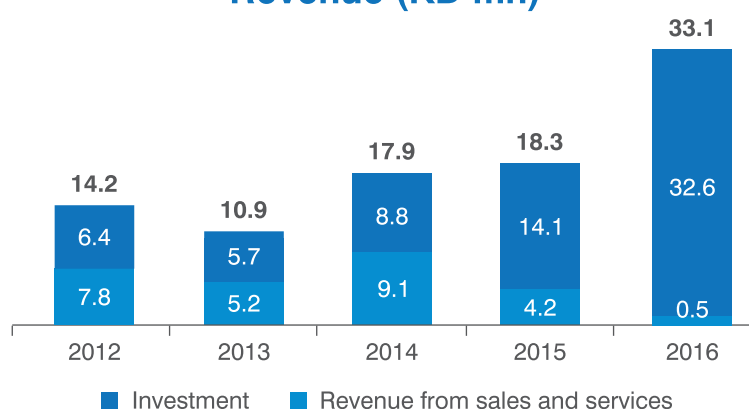
KD million

Other
Investments

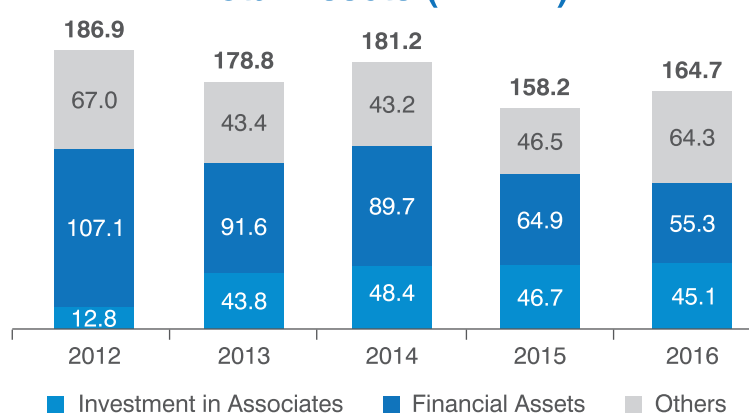
55.3

KD million

Revenue (KD mn)

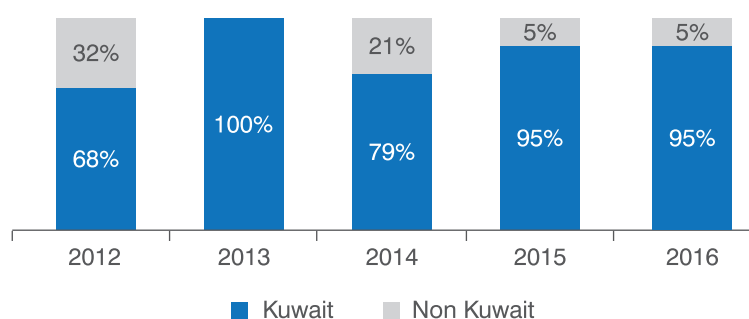


Total Assets (KD mn)

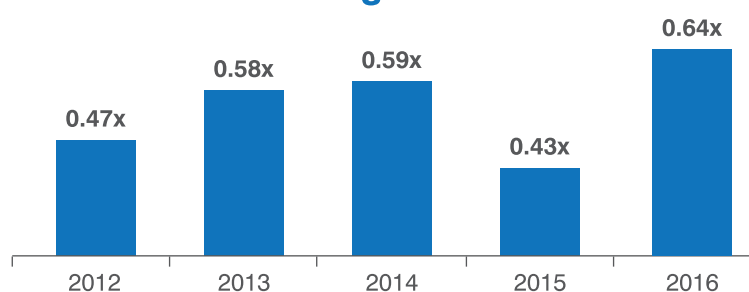


*Note: Financial assets includes FVTPL, AFS, Bonds and Murabaha receivables

Revenue by Geography



Leverage Profile



* Leverage Profile is calculated as Net Debt / Equity Attributable to the Shareholders of the Company and Net Debt includes accounts payable and other liabilities

Corporate Social Responsibility

Corporate social responsibility (CSR) has always been a fundamental part of PHC's business objectives. CSR is an integration of social environmental objectives and business objectives, with sustainability being a core component of CSR. PHC is proud of being a socially responsible firm. The Company is planning to further expand its CSR activities through various initiatives. PHC proposes to empower these initiatives to effectively participate in unfolding social and economic opportunities.

The Company is in the process of evaluating the focus areas and locations for CSR activities to cater to the pressing needs of society and deliver optimal impact. As a socially responsible company, PHC is committed to increase its CSR impact over the coming years and aims to play a larger role in Kuwait's sustainable development by embedding wider economic, social and environmental objectives. The Company remains focused on improving the quality of life and engaging communities through health, education, sports



and infrastructure development.

PHC participated in the annual conference of the Department of Sociology and Social Work at the Faculty of Social Sciences, Kuwait University, which was themed “Social Work and Civil Society Organizations”. The goal of the forum focused on the issues related to the civil society organizations and their importance as a basic foundation for achieving progress and human development. PHC also participated in the Graduation Support Projects for the

students of the Faculty of Engineering and Petroleum, Kuwait University. This project opens up the creativity of the students and helps them to develop their ideas.



“ The Company is planning to further expand its CSR activities through various initiatives ”



Corporate Governance

Introduction

The PHC corporate governance framework adopts transparent accounting policies, appropriate disclosure norms, best in class Board practices and consistently high standards of corporate conduct towards its stakeholders. The Company has adopted policies and procedures which are compliant with the Capital Markets Authority's (CMA) Executive Bylaws on Corporate Governance. PHC's actions are governed by values and principles which are reinforced at all levels within the Company. The Board of Directors is

responsible for and committed to sound principles of Corporate Governance in the Company. The Board of Directors plays a crucial role in overseeing how management serves the short and long term interests of shareholders and other stakeholders. This belief is reflected in the Company governance practices, under which PHC strives to maintain an effective, informed and independent Board. The PHC corporate governance framework is reviewed periodically to ensure continued relevance, effectiveness and responsiveness to the requirements of all stakeholders.

Rule I

Construct a Balanced Board Composition

Board of Directors

The Board of Directors governs and exercises its duties collectively and independently, devoting the required time to its responsibilities and working in good faith in the interests of the Company and its shareholders. PHC has a highly qualified and experienced Board of Directors aligned to the strategic objectives of the business.

Mr. Riyadh S. Ali Al-Edrees**Non-Executive Chairman**

Mr. Al-Edrees has been the Chairman of PHC since 2007. He also holds positions on several Board and committees of companies in Kuwait and internationally. Mr. Al-Edrees joined National Industries Group (NIG) in 1999 and is currently the Deputy CEO for Investments & Mega Projects. He also represents NIG on the Board of several portfolio companies and also holds various key positions. Mr. Al-Edrees holds a Bachelor's of Science degree in Chemical Engineering from the University of Newcastle, UK and a Master's of Science degree in Chemical Engineering from Kuwait University.

Mr. Mohamed Abdul-Mohsen Al-Asfour**Non-Executive Vice Chairman**

Mr. Al-Asfour has been the Vice Chairman of PHC since 2009. He is also the Chairman of Kuwait Building Material Manufacturing Company and represents NIG on the Board of Al Mehan International & General Trading. Previously he has held key positions including the Minister of Housing for the State of Kuwait, Vice Chairman and Managing Director of Arab Petroleum Pipeline Company (Egypt), General Manager of the Kuwait Institute for Scientific Research and the Secretary General at Kuwait University. Mr. Al-Asfour holds a Bachelor's of Commerce degree in Business Administration.

Dr. Fahad Sulaiman Al-Khaled**Non-Executive Board Member**

Dr. Al-Khaled is a Board Member of PHC and also the Chairman of Noor Financial Investment Company and the Chairman of Global Projects Holding. Dr. Al-Khaled has significant experience in the telecom and oil & gas industries. He received his PhD in Engineering in Cellular & Satellite Land Mobile Communication Network Planning from the University of Newcastle, UK and also holds a Bachelors in Engineering degree in Electrical & Electronic Engineering from the University of Newcastle, UK.

Mishal Naseer Habib**Non-Executive Board Member**

Mr. Habib is a Board Member of PHC and also the Vice Chairman and CEO of Kuwait Pillars for Financial Investment and has over 20 years of experience of working with Kuwaiti financial institutions. Mr. Habib has also attended prestigious executive management programs including the Harvard Executive Program for Leadership Development. He holds a Bachelor's degree in Accounting from the University of Kuwait.

Dr. Meshaal Al-Samhan**Independent Board Member**

Dr. Al-Samhan is a Board Member of PHC and also a Board Member of the Petrochemical Program at the Kuwait Institute for Scientific Research and at the Kuwait Small Projects Company. Dr. Al-Samhan has made a distinctive contribution and presented papers at international science conferences and seminars dealing with economic and oil affairs. He is a member of the International Agency for Energy Economics, has received a Fellowship from OPEC and received his PhD from the University of Newcastle, UK.

Board of Directors

During 2016, the following meetings were conducted:

- Board of Directors – Six meetings
- Audit and Risk Committee – Four meetings
- Nomination and Remuneration Committee – One meeting

The Board of Directors comprises of six members, of whom four are Non-Executive Directors, one is an Independent Director and one is Company Secretary.

No.	Name	Designation	17/03/2016	12/05/2016	24/05/2016	02/06/2016	15/08/2016	16/11/2016	Total
1	Riyadh S. Ali Al-Edrees	Chairman	•	•	•	•	•	•	6/6
2	Mohamed Abdul-Mohsen Al-Asfour	Vice Chairman		•	•	•	•	•	5/6
3	Dr. Fahad Sulaiman Al-Khaled	Board Member	•	•	•	•	•	•	6/6
4	Dr. Meshaal Al-Samhan	Board Member		•	•	•	•	•	5/6
5	Mishal Naseer Habib	Board Member	•	•	•	•	•	•	6/6
6	Ahmad Al Waheab	Committee Secretary	•	•	•	•	•	•	6/6

The Board of Directors has transparent procedures that enable it to review critical business issues, to provide leadership within a framework of prudent and effective controls, and to assess and manage risk. These processes enable the Board of Directors to be appraised of PHC's financial and operational performance throughout the year and make informed decisions. The Board of Directors has established two key committees, each with clearly defined terms of reference, responsibility, procedure and responsibilities.

1. Audit and Risk Committee

The committee assists the Board of Directors in providing oversight of the financial reporting systems, internal controls and internal audit processes. During the year, four meetings of the Audit and Risk Committee were conducted. The committee submitted its detailed report to the Board of Directors after reviewing the adequacy and effectiveness of the Company's internal control environment along with recommendations including those relating to strengthening of the PHC's risk management policies and systems. The report does not contain any qualification, reservation or adverse remark.

No.	Name	Designation	Capacity	10/02/2016	09/05/2016	10/08/2016	10/11/2016	Total
1	Mishal Naseer Habib	Chairman	Non-Executive	•	•	•	•	4/4
2	Dr. Fahad Sulaiman Al-Khaled	Vice-Chairman	Non-Executive	•	•	•	•	4/4
3	Dr. Meshaal Al-Samhan	Member	Independent	•	•	•	•	4/4
4	Ahmad Al Waheab	Committee Secretary	Executive	•	•	•	•	4/4

2. Nomination and Remuneration Committee

The committee assists the Board of Directors in the formulation and annual review of the policy on granting remunerations. The committee also assists in the nomination of the Board of Directors, Board committee members and the Executive Management. During the year, one meeting of the Nomination and Remuneration Committee was conducted.

No.	Name	Designation	Capacity	19/01/2016
1	Mohamed Abdul-Mohsen Al-Asfour	Chairman	Non-Executive	1
2	Dr. Meshal Al-Samhan	Vice-Chairman	Independent	1
3	Mishal Naseer Habib	Member	Non-Executive	1
4	Ahmad Al Waheab	Committee Secretary	Executive	1

Rule II

Establish Appropriate Roles and Responsibilities

The main duties of the Board of Directors include but are not limited to the following:

- Review and approve the Executive Management team's strategic business plan along with annual budgets and monitor performance on an ongoing basis.
- Ensure PHC's operational and financial stability along with regulatory and legal compliance.
- Approve the internal control framework established by the Audit and Risk Committee, monitor its adequacy and review the committee's reports and recommendations.
- Approve the evaluation, compensation and succession policies established by the Nomination and Remunerations Committee, monitor its adequacy and review the committee's reports and recommendations.
- Recommend dividend distribution to shareholders.

The main duties of the Audit and Risk Committee include but are not limited to the following:

- Review of the periodical financial statements and decide on significant accounting and reporting issues and their impact on financial statements.
- Review the analysis prepared by management and compliance with applicable accounting and reporting standards.
- Assess the effectiveness of the Company's internal control and information technology system, review the results and recommendations with the internal and external auditors.
- Recommendation on appointment and remuneration of the internal auditor, plans, activities and staffing, conduct regular meetings with internal auditor.
- Set up processes, review and approve related party transactions prior to being executed.
- Review the effectiveness of the system for monitoring compliance with laws and regulations and any examinations or audit by regulatory agencies.

- Advise the Board of Directors to establish risk management strategies, objectives and assessment procedures in line with the Company's strategies.
- Develop a risk management framework, monitor the Company's policies and processes to determine risk tolerance, review and implement risk monitoring and controlling tools.

The main duties of the Nomination and Remuneration Committee include but are not limited to the following:

- Determine the qualifications, experience and independence of a candidate proposed to be appointed as a Director or part of the Executive Management team.
- Recommend to the Board of Directors a policy relating to the remuneration of the Directors and the Executive Management team.
- Identify qualified persons to be appointed as the Directors and Senior Management in accordance with the established policies and business requirement.
- Recommend to the Board of Directors new appointments and removals.
- Monitor and evaluate the ongoing performance of Directors and Executive Management.
- Extend or terminate the term of appointment of an Independent Director based on the performance report of the Independent Directors.
- Evaluate the performance of the Members of the Board and provide necessary report to the Board of Directors for further evaluation.
- Monitor functions of other Board committees.

Rule III

Recruit Highly Qualified Candidates for the Members of a Board of Directors and the Executive Management

The Board of Directors has established the Nomination and Remuneration Committee to prepare recommendations regarding the Board of Directors and Executive Management's appointment and formulating the compensation and remuneration policies. PHC remains fully committed towards employing experienced and qualified members on the Board of Directors and at the Senior Management level with diverse educational background, professional experience and specialized skills. During the year, remuneration for the Board committee was KD 25,000 and remuneration for the Senior Management was KD 73,000.

Rule IV

Safeguard the Integrity of Financial Reporting

The Audit and Risk Committee oversees the internal control systems and updates the Board of Directors periodically on the resourcing, testing and effectiveness of internal controls within the Company. Management is responsible for establishing and maintaining financial controls based on the financial reporting criteria established by the Company. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that ensures the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

Rule V**Apply Sound Systems of Risk Management and Internal Audit****Risk Management**

The Risk Management function is responsible for identifying, measuring, monitoring and recommending measures for mitigating the risks that the Company is exposed to, across all departments and activities. The key activities comprise of the following:

- Develop and establish the Company's risk management policy, framework and governance practices.
- Ensure that risk policies are appropriately implemented and applied for significant risks, analyze the effectiveness and propose amendments to the policy as required.
- Coordinate with Executive Management to establish and recommend the risk tolerances, risk appetite and limits.
- Review and monitor risk management plans, activities and results to ensure compliance within corporate-wide limits and tolerances.
- Ensure appropriate risk identification and monitoring processes are in place for the major exposures.
- Develop risk reporting systems commensurate to the scale and operations of the Company.

Internal Audit

The Internal Audit function assists the Audit and Risk Committee by providing an independent assessment of adequacy and compliance with the Company's established policies and procedures and regulatory requirements. The internal audit is performed by an independent firm Russell Bedford Bader Al Abdaljader & Partners. The internal audit of the Company's activities is performed in accordance with an agreed and approved internal audit plan.

During the year, the internal auditors submitted the internal control report to the Audit and Risk Committee and the report does not contain any qualification, reservation or adverse remark. The activities carried out include the following:

- Ensuring compliance to policies and procedures and adequacy of the internal control systems.
- Evaluation of functional risk management process to ensure the effectiveness, existence and continuous operation.
- Examination of financial and operational information.
- Review of compliance with applicable laws and regulations.
- Reporting exceptions to the management along with the recommendations and following up with the management.
- Preparing a report on the review and evaluation of internal audit areas as per plan.

Rule VI**Promote Code of Conduct and Ethical Standards**

PHC's code of ethics sets the key principles which are in line with the industry best practice standards and are at the heart of PHC's philosophy, values and corporate standards. The Company has a long history of integrity and compliance based on its fundamental principles of fairness, honesty and ethical behaviour. The robust code of ethics ensures the integrity of PHC's daily business interactions both within the Company and with the external environment.

The Company's code of ethics emphasizes professionalism in the business which includes specific rules against insider trading,

commitment to preserving the integrity of capital market transactions, fiduciary duties to clients, confidentiality and the establishment of appropriate safeguards. Preserving these core values of PHC and conducting business in an ethical manner is a responsibility across the organisation.

PHC's code of ethics applies to all employees and members of the Board of Directors, various subsidiaries, affiliates and any other applicable stakeholders. Appropriate training is conducted regularly to reiterate the commitment to the code of ethics. Any violation of the procedures is dealt with severely resulting in immediate disciplinary action and/or termination of the relationship.

Rule VII

Ensure Timely and High Quality Disclosure and Transparency

The Company reports its financial results in accordance with the International Financial Reporting Standards and are audited by the Company's external auditor. PHC's audited Balance Sheet as at 31 December 2016 and Income Statements and Statement of Shareholder's Equity for the period ending 31 December 2016 comprise a break down of assets, liabilities, income, expenses and returns on equity. The notes to the financial statements are an integral part of these financial statements and offer further details on the break down of the items.

PHC has promoted ethical and responsible decision making, while safeguarding the integrity of financial reporting. PHC has made timely and balanced disclosures, while efficiently recognizing and managing risks. One of the Company's aims is to safeguard the interest of stakeholders through consistent and enhanced disclosure practices.

Rule VIII

Respect the Rights of Shareholders

PHC is focused on maximizing shareholder value and aims to build the Company's profitability, drive returns and maintain an appropriate capital structure, whilst offering attractive cash returns to all shareholders. PHC is committed to giving all shareholders comprehensive, timely and equal access to balanced information about its activities so that they can make informed investment decisions and be actively involved in the Company's business. The Company has a policy of announcement of the unaudited quarterly results. The Company's unaudited quarterly financial statements as approved by the Board of Directors (or Committee) are first submitted to the Kuwait stock exchange and then uploaded on the PHC's website. Shareholders' rights include, but are not limited, to the following:

- Attend the Company's Annual General Meeting (AGM)
- Receive dividends allocated for distribution
- Voting rights on general assembly resolutions
- Alteration in Memorandum and Articles of Association shall be approved by shareholders
- Exercise their rights duly and indiscriminately
- All the necessary information with regard to the Company's plans before voting in meetings or any other information shall be timely communicated to all the shareholders

Details of the upcoming Annual General Meeting of PHC

Date	Venue	Time
TBD	TBD	TBD

Rule IX**Recognize the Roles of Stakeholders**

PHC has established and approved corporate governance policies for displaying fair and equitable treatment of all the stakeholders such as investors, customers, creditors and employees. The Company has implemented risk management policies and procedures to protect the Company's assets and its stakeholders.

The Company has an established corporate communication function to ensure an adequate and timely interaction with various stakeholders. PHC recognizes communication as a key element of the overall corporate governance framework and therefore emphasizes on prompt, continuous, efficient and relevant communication.

PHC's website contains a separate section 'Investor Relation' for use of investors. The quarterly, half yearly and annual financial results, official news releases and presentations are promptly and prominently displayed on the website. Annual Reports, Shareholding Pattern and other corporate communications made to the stock exchanges are also available on the website.

The Company's code of conduct and human resources policy is equitable in its treatment for all employees and prohibits discrimination. PHC is dedicated to nurturing sustainable employee relations and continues to leverage the approach of ensuring flexible work systems and at the same time, maintaining a cost and environment friendly ecosystem.

Rule X**Encourage and Enhance Performance**

The Board of Directors reviews and approves the Senior Management's strategic plan and

business objectives to ensure that it is aligned with the overall long term vision of the Company. Performance is closely monitored by the Board of Directors to ensure that the financial and operational performance in line with the goals set by the Senior Management. PHC conducts comprehensive training programs to enhance improve functional skills and enhance overall operational efficiency. PHC nurtures its human capital with a continuous loop of training, motivation, leadership development and growth.

Rule XI**Focus on the Importance of Corporate Social Responsibility**

At PHC, corporate social responsibility encompasses much more than social outreach programmes. The Company is committed to operate and grow its business in a socially responsible way in Kuwait as well as internationally. PHC has adopted a comprehensive CSR policy outlining programmes, projects and activities that the Company plans to undertake to create a significant positive impact on society at large.



Privatization Holding Company – KPSC and Subsidiaries

Consolidated Financial Statements

31 December 2016

Contents

Independent auditors' report	34
Consolidated statement of financial position	39
Consolidated statement of profit or loss	40
Consolidated statement of profit or loss and other comprehensive income	41
Consolidated statement of changes in equity	42
Consolidated statement of cash flows	44
Notes to the consolidated financial statements	46



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Independent Auditor's Report

To the Shareholders of

Privatization Holding Company - KPSC

Kuwait

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Privatization Holding Company - KPSC ("Parent Company") and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2016, 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 2016, 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 Auditors' 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 year. 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. We have determined the matters described below as the key audit matters.

Revenue Recognition

The Group recognizes revenue to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when payment is made. This is an area of audit focus as management assumptions are required to apply the revenue recognition criteria to each separately identifiable component of revenue. This can result in circumstances which require careful consideration to determine how revenue should be recognised.

Our audit procedures included testing the design effectiveness of associated internal controls and performing substantive audit procedures.

We performed analytical reviews and reviewed management accounts to identify any material new revenue streams. Our testing procedures included reviewing customer contracts, checking delivery records and price lists and checking that the recognition criteria of IFRS were met. We also assessed the adequacy of the Group's disclosures of its revenue recognition policy, the judgements involved and other related disclosures.

The Group's disclosures about revenue recognition are included in Note 5.2.

Equity Method of Accounting

The Group has interests in number of associates which are significant to the Group's consolidated financial statements. The Group exercises significant influence over its associates and consequently accounts for under the equity method of accounting. Under the equity method, the Group's interests in the associates are initially stated at cost, and are adjusted thereafter for the post-acquisition changes in Group's share of the net assets of the associates less any impairment. The number of the associates involved increases the complexity of the Group's control environment and our ability as Group's auditors to obtain an appropriate level of understanding of these entities including any related party transactions. Due to these factors and the significance of the investment in associates to the Group's consolidated financial statements, we consider this as a key audit matter.

Our audit procedures included, among others, determining the nature and extent of audit procedures to be carried out for associates and selecting significant associates based on the size and/or risk profile of these entities. During our audit, we communicated with the component auditors. We also provided detailed instructions to the component auditors covering the significant areas and risks to be addressed including the identification of related parties and transactions. Furthermore, we evaluated the Group's methodology and testing of the key assumptions used by the Group in determining the associates' recoverable amount based on value-in-use. We also assessed the adequacy of the Group's disclosures in notes 5.11 and 16 to the consolidated financial statements.

Other information included in the Group's 2016 Annual Report

Management is responsible for the other information. Other information consists of the information included in the Group's 2016 Annual Report, other than the consolidated financial statements and our auditors' report thereon. We obtained the report of the Parent Company's Board of Directors, prior to the date of our auditors' report, and we expect to obtain the remaining sections of the Annual Report after the date of our auditors' 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 auditors' 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.

Auditors' 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 auditors' 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 auditors' 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 auditors' 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.



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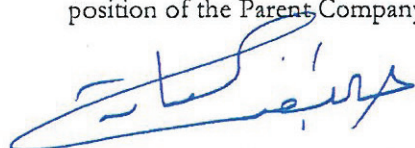
Independent auditors' report to the shareholders of Privatization Holding Company – KPSC (continued)

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements (continued)

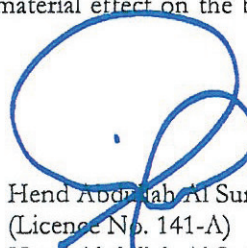
From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or 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, the Executive Regulations, or of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2016 that might have had a material effect on the business or financial position of the Parent Company.



Abdullatif M. Al-Aiban (CPA)
(Licence No. 94-A)
of Grant Thornton – Al-Qatami, Al-Aiban & Partners



Hend Abdulla Al Surayea
(Licence No. 141-A)
Hend Abdullah Al Surayea & Co.
Member of MAZARS

Kuwait
30 March 2017

Consolidated statement of financial position

31 December 2016

(All amounts are in Kuwaiti Dinars)

	Notes	31 Dec. 2016 KD	31 Dec. 2015 KD
Assets			
Current assets			
Cash and cash equivalents	11	5,275,996	10,138,939
Fixed deposits	11	1,277,431	1,823,554
Inventory		2,006,193	502,532
Investments at fair value through profit or loss	12	13,926,168	13,710,220
Accounts receivable and other assets - current portion	13	18,243,881	17,087,228
		40,729,669	43,262,473
Non-current assets			
Accounts receivable and other assets - non-current portion	13	5,043,423	-
Available for sale investments	14	39,891,196	49,713,029
Held-to-maturity investment	15	1,504,470	1,506,983
Investment in associates	16	45,107,752	46,742,183
Intangible assets	17	2,492,905	2,160,176
Investment properties	18	2,717,526	3,384,974
Property, plant and equipment	19	27,219,658	11,394,201
		123,976,930	114,901,546
Total assets		164,706,599	158,164,019
Equity and liabilities			
Equity			
Share capital	20	61,000,000	73,828,000
Share premium	20	24,761,544	24,761,544
Statutory reserve	21	1,497,548	1,497,548
General reserve	21	5,526,986	1,072,302
Other reserves		(574,267)	(77,567)
Treasury shares	22	-	(2,865,881)
Treasury shares reserve	22	-	1,815,085
Fair value reserve		2,849,238	(820,748)
Foreign currency translation reserve		710,340	617,568
(Accumulated losses)/retained earnings		(2,333,913)	149,668
Equity attributable to the owners of the parent company		93,437,476	99,977,519
Non-controlling interests	7	3,621,164	2,015,905
Total equity		97,058,640	101,993,424
Liabilities			
Current liabilities			
Due to banks	11	15,120	803,614
Accounts payable and other liabilities	23	13,572,928	6,721,079
Term loans - current portion	24	21,163,149	37,103,832
		34,751,197	44,628,525
Non-current liabilities			
Term loans - non-current portion	24	31,641,595	10,680,512
Employees' end of service benefits		1,255,167	861,558
		32,896,762	11,542,070
Total liabilities		67,647,959	56,170,595
Total equity and liabilities		164,706,599	158,164,019

Reyadh S. A. Edrees
Chairman

Mohammad Abdulmoshen Al-Asfor
Vice Chairman

The notes set out on pages 46 to 96 form an integral part of these consolidated financial statements.

Consolidated statement of profit or loss

31 December 2016

(All amounts are in Kuwaiti Dinars)

	Notes	2016	2015
Revenue			
Gain on sale of investments at fair value through profit or loss		3,777	76,491
Change in fair value of investments at fair value through profit or loss		238,490	(198,540)
(Loss)/gain on sale of available for sale investments		(1,766,835)	1,236,965
Change in fair value of investment properties	18	(486,215)	(9,525)
Dividend income		1,294,750	2,055,541
Interest income	8	144,274	284,694
Murabaha income		-	453,941
Share of results of associates	16	1,580,057	561,681
(Loss)/gain on sale of investment properties		(31,061)	16,823
Revenue from sales and services		32,545,549	13,288,433
Foreign exchange loss		(630,296)	(22,349)
Other income		187,426	571,485
Total revenue		33,079,916	18,315,640
Expenses and other charges			
Cost of sales and services		(26,623,113)	(9,998,221)
General and administrative expenses	9	(4,873,934)	(3,356,650)
Portfolio management fees		(52,974)	(100,069)
Finance costs		(2,074,269)	(2,889,567)
Impairment of available for sale investments	14.c	(1,448,393)	(1,399,875)
Impairment of investment in associates		-	(92,055)
Total expenses		(35,072,683)	(17,836,437)
(Loss)/profit for the year before taxation		(1,992,767)	479,203
Taxation		-	-
(Loss)/profit for the year		(1,992,767)	479,203
Attributable to:			
Owners of the parent company		(2,449,848)	109,795
Non-controlling interests		457,081	369,408
		(1,992,767)	479,203
Basic and diluted (loss)/earnings per share attributable to the owners of the parent company	10	(3.7) Fils	0.2 Fils

Consolidated statement of profit or loss and other comprehensive income 31 December 2016

(All amounts are in Kuwaiti Dinars)

	Notes	2016	2015
(Loss)/profit for the year		(1,992,767)	479,203
Other comprehensive income/(loss)			
Items that may be reclassified to consolidated statement of profit or loss in subsequent periods:			
Available for sale investments :			
- Change in fair value		56,034	(27,389)
- Transferred to consolidated statement of profit or loss on sale		1,766,835	(1,236,965)
- Transferred to consolidated statement of profit or loss on impairment	14	1,448,393	1,399,875
Exchange difference arising on translation of foreign operations		44,321	563
Share of other comprehensive income/(loss) of associates	16	145,058	(185,583)
Other comprehensive income/(loss) for the year		3,460,641	(49,499)
Total comprehensive income for the year		1,467,874	429,704
Attributable to:			
Owners of the parent company		1,312,910	(9,357)
Non-controlling interests		154,964	439,061
		1,467,874	429,704

Consolidated statement of changes in equity

31 December 2016

(All amounts are in Kuwaiti Dinars)

Equity attributable to the owners of the parent company												Non-controlling interests	Total equity
	Share capital	Share premium	Statutory reserve	General reserve	Other reserves	Treasury shares	Treasury shares reserve	Fair value reserve	Foreign currency translation reserve	Retained earnings/ accumulated losses)	Sub-Total		
At 1 January 2016	73,828,000	24,761,544	1,497,548	1,072,302	(77,567)	(2,865,881)	1,815,085	(820,748)	617,568	149,668	99,977,519	2,015,905	101,993,424
Loss for the year	-	-	-	-	-	-	-	-	-	(2,449,848)	(2,449,848)	457,081	(1,992,767)
Other comprehensive income/(loss):													
Available for sale investments :-													
Change in fair value	-	-	-	-	-	-	-	358,151	-	-	358,151	(302,117)	56,034
Transferred to consolidated statement of profit or loss on sale	-	-	-	-	-	-	-	1,766,835	-	-	1,766,835	-	1,766,835
Impairment losses	-	-	-	-	-	-	-	1,448,393	-	-	1,448,393	-	1,448,393
Exchange difference arising on Translation of foreign operations	-	-	-	-	-	-	-	-	44,321	-	44,321	-	44,321
Share of other comprehensive income of associates (note 16)	-	-	-	-	-	-	-	96,607	48,451	-	145,058	-	145,058
Other comprehensive income /(loss) for the year	-	-	-	-	-	-	-	3,669,986	92,772	-	3,762,758	(302,117)	3,460,641
Total comprehensive income/(loss) for the year	-	-	-	-	-	-	-	3,669,986	92,772	(2,449,848)	1,312,910	154,964	1,467,874
Capital reduction (note 20)	(12,828,000)	-	-	4,454,684	-	2,865,881	(1,815,085)	-	-	-	(7,322,520)	-	(7,322,520)
Share of other reserves of Associates (Note 16)	-	-	-	-	(443,593)	-	-	-	-	-	(443,593)	(150)	(443,743)
Net ownership changes in subsidiaries (note 7)	-	-	-	-	(86,840)	-	-	-	-	-	(86,840)	86,840	-
Purchase of subsidiary (note 7)	-	-	-	-	-	-	-	-	-	-	-	1,377,724	1,377,724
Other movements	-	-	-	-	33,733	-	-	-	-	(33,733)	-	(14,119)	(14,119)
At 31 December 2016	61,000,000	24,761,544	1,497,548	5,526,986	(574,267)	-	-	2,849,238	710,340	(2,333,913)	93,437,476	3,621,164	97,058,640

Consolidated statement of changes in equity (continued)

31 December 2016

(All amounts are in Kuwaiti Dinars)

Equity attributable to the owners of the parent company												Non-controlling interests	Total equity
	Share capital	Share premium	Statutory reserve	General reserve	Other reserves	Treasury shares	Treasury shares reserve	Fair value reserve	Foreign currency translation reserve	Retained earnings/accumulated losses	Sub-total		
At 1 January 2015	73,828,000	24,761,544	1,486,581	1,061,335	5,336	(282,084)	1,801,684	(384,428)	300,400	3,742,501	106,320,869	988,704	107,309,573
Profit for the year	-	-	-	-	-	-	-	-	-	109,795	109,795	369,408	479,203
Other comprehensive income:													
Available for sale investments :													
- Change in fair value	-	-	-	-	-	-	-	(97,041)	-	-	(97,041)	69,652	(27,389)
- Transferred to consolidated statement of profit or loss on sale	-	-	-	-	-	-	-	(1,236,965)	-	-	(1,236,965)	-	(1,236,965)
- Impairment losses	-	-	-	-	-	-	-	1,399,875	-	-	1,399,875	-	1,399,875
- Exchange difference arising on translation of foreign operations	-	-	-	-	-	-	-	-	563	-	563	-	563
- Share of other comprehensive (loss)/income of associates (note 16)	-	-	-	-	-	-	-	(502,189)	316,605	-	(185,584)	1	(185,583)
Other comprehensive (loss)/income for the year	-	-	-	-	-	-	-	(436,320)	317,168	-	(119,152)	69,653	(49,499)
Total comprehensive (loss)/income for the year	-	-	-	-	-	-	-	(436,320)	317,168	109,795	(9,357)	439,061	429,704
Purchase of treasury shares	-	-	-	-	-	(2,798,515)	-	-	-	-	(2,798,515)	-	(2,798,515)
Sale of treasury shares	-	-	-	-	-	214,718	13,401	-	-	-	228,119	-	228,119
Share of other reserves of associate (Note 16)	-	-	-	-	(69,962)	-	-	-	-	-	(69,962)	-	(69,962)
Ownership changes in equity of a subsidiary without loss of control	-	-	-	-	(12,941)	-	-	-	-	-	(12,941)	4,256	(8,685)
Purchase of subsidiary	-	-	-	-	-	-	-	-	-	-	-	583,884	583,884
Dividends paid	-	-	-	-	-	-	-	-	-	(3,680,694)	(3,680,694)	-	(3,680,694)
Transfer to reserves	-	-	10,967	10,967	-	-	-	-	-	(21,934)	-	-	-
At 31 December 2015	73,828,000	24,761,544	1,497,548	1,072,302	(77,567)	(2,865,881)	1,815,085	(820,748)	617,568	149,668	99,977,519	2,015,905	101,993,424

Consolidated statement of cash flows

31 December 2016

(All amounts are in Kuwaiti Dinars)

	Notes	2016	2015
OPERATING ACTIVITIES			
(Loss)/profit for the year		(1,992,767)	479,203
Adjustments for:			
Depreciation	19	1,736,164	1,305,246
Provision for employees' end of service benefits		338,024	287,660
Gain on sale of available of sale of investments		1,766,835	(1,236,965)
Gain on sale of investments at fair value through profit or loss		(3,777)	(76,491)
Change in fair value of investments at fair value through profit or loss		(238,490)	198,540
Dividend income		(1,294,750)	(2,055,541)
Interest income		(144,274)	(284,694)
Murabaha income		-	(453,941)
Finance costs		2,074,269	2,889,567
Foreign exchange loss		630,296	22,349
Share of results of associates	16	(1,580,057)	(561,681)
Loss/(gain) on sale of investment properties		31,061	(16,823)
Change in fair value of investment properties		486,215	9,525
Provision for doubtful debts		-	92,405
Impairment of available for sale investments	16	1,448,393	1,399,875
Impairment of investment in associates		-	92,055
Changes in operating assets and liabilities:		3,257,142	2,090,289
Inventory		(1,369,000)	(78,863)
Accounts receivable and other assets		(4,946,244)	(2,116,320)
Investments at fair value through profit or loss		26,319	548,523
Accounts payable and other liabilities		2,416,525	2,563,901
Cash flows (used in)/from operating activities		(615,258)	3,007,530
Taxation paid		(56,653)	(152,260)
Employees' end of service benefits paid		(47,054)	(69,040)
Net cash flows (used in)/from operating activities		(718,965)	2,786,230
INVESTING ACTIVITIES			
Purchase of property, plant and equipment	19	(14,565,222)	(613,364)
Proceeds from sale of property, plant and equipment		7,210	-
Additions to investment in associates	16	(10,809)	(566,564)
Proceeds from disposal of associates	16	92,893	-
Dividend received from associates	16	1,214,387	2,414,416
Proceeds from sale of investment properties		150,172	285,920
Net movement of murabaha receivable		-	14,935,715
Purchase of available for sale investments		(631,527)	(4,291,399)
Proceeds from sale of available for sale investments		10,509,392	12,139,195
Movement in fixed deposits with original maturity period exceeding three months		546,123	(1,823,554)
Murabaha income received		-	558,284

Consolidated statement of cash flows (continued)

(All amounts are in Kuwaiti Dinars)

31 December 2016

	Notes	2016	2015
Interest income received		134,377	277,711
Dividend income received		1,294,750	2,055,541
Purchase of held to maturity investment		-	(1,500,000)
Proceeds from redemption of held to maturity investment		3,529	2,700,000
Net cash from/(used in) acquisition of investment in subsidiary	7	1,557,918	(300,000)
Net cash flows from investing activities		303,193	26,271,901
FINANCING ACTIVITIES			
Purchase of treasury shares		-	(2,798,515)
Sale of treasury shares		-	228,119
Proceeds from term loans		40,044,116	8,408,830
Repayment of term loans		(35,107,526)	(29,098,916)
Dividends paid		-	(3,680,694)
Finance costs paid		(2,088,642)	(3,069,684)
Share capital repayments		(6,098,320)	-
Movement in non-controlling interests		(14,119)	4,256
Net cash flows used in financing activities		(3,264,491)	(30,006,604)
Net decrease in cash and cash equivalents		(3,680,263)	(948,473)
Foreign currency translation adjustments		(394,186)	563
Cash and cash equivalents at beginning of the year		9,335,325	10,283,235
Cash and cash equivalents at end of the year	11	5,260,876	9,335,325
Non-cash transactions			
Investment in associates	7	1,619,332	-
Investment in subsidiary	7	(1,619,332)	-

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

1 Incorporation and activities

Privatization Holding Company - KPSC (the "Parent company") is a Kuwaiti shareholding company registered on 10 October 1994 and is listed on the Kuwait Stock Exchange.

The Parent company is licensed to:

- invest in Kuwaiti and foreign shareholding companies and limited liability companies and to participate in the establishment and management of such entities,
- lend to such entities and act as their guarantor,
- utilization of excess funds in investment in financial portfolios or real estate portfolios through specialised parties inside or outside Kuwait,
- invest in real estate, hold patents and copy rights, and advance loans to associates,
- represent foreign consulting firms in local market.

The group comprises the parent company and its subsidiaries. Details of subsidiaries are set out in note 7.

Its registered office is located at Sharq, Ahmad Al-Jaber Street, Dar Al-Awadi Tower, 23 Floor, P.O. Box 4323, Safat 13104, Kuwait

The new Companies Law No. 1 of 2016 was issued on 24 January 2016 and was published in the Official Gazette on 1 February 2016 which cancelled the Companies Law No 25 of 2012, and its amendments. According to article No. 5, the new Law will be effective retrospectively from 26 November 2012. The new Executive Regulations of Law No. 1 of 2016 was issued on 12 July 2016 and was published in the Official Gazette on 17 July 2016 which cancelled the Executive Regulations of Law No. 25 of 2012.

The consolidated financial statements of the group for the year ended 31 December 2016 were authorised for issue by the Parent company's board of directors on 30 March 2017 and are subject to the approval of the General Assembly of the shareholders.

2 Basis of preparation

The consolidated financial statements of the group have been prepared under historical cost convention except for investments at fair value through profit or loss, available for sale investments 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.

3 Statement of compliance

These financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") promulgated by the 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 2016 which have been adopted by the group but did not have any significant impact on the financial position or the results for the year. Information on these new standards is presented below:

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

<i>Standard or Interpretation</i>	<i>Effective for annual periods beginning</i>
IAS 1 'Disclosure Initiative-Amendments	1 January 2016
IAS 16 and IAS 38 Clarification of Acceptable Methods of Depreciation and Amortisation - Amendments	1 January 2016
IAS 27 Equity Method in Separate Financial Statements - Amendments	1 January 2016
IFRS 10, IFRS 12 and IAS 28 Investment Entities: Applying the Consolidation Exception - Amendments	1 January 2016
Annual Improvements to IFRSs 2012–2014 Cycle	1 January 2016

IAS 1 Disclosure Initiative – Amendments

The Amendments to IAS 1 make the following changes:

- **Materiality:** The amendments clarify that (1) information should not be obscured by aggregating or by providing immaterial information, (2) materiality considerations apply to the all parts of the financial statements, and (3) even when a standard requires a specific disclosure, materiality considerations do apply.
- **Statement of financial position and statement of profit or loss and other comprehensive income:** The amendments (1) introduce a clarification that the list of line items to be presented in these statements can be disaggregated and aggregated as relevant and additional guidance on subtotals in these statements and (2) clarify that an entity's share of OCI of equity-accounted associates and joint ventures should be presented in aggregate as single line items based on whether or not it will subsequently be reclassified to profit or loss.
- **Notes:** The amendments add additional examples of possible ways of ordering the notes to clarify that understandability and comparability should be considered when determining the order of the notes and to demonstrate that the notes need not be presented in the order so far listed in paragraph 114 of IAS 1. The IASB also

removed guidance and examples with regard to the identification of significant accounting policies that were perceived as being potentially unhelpful.

IAS 16 and IAS 38 Clarification of Acceptable Methods of Depreciation and Amortisation - Amendments

Amendments to IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets address the following matters:

- a depreciation method that is based on revenue that is generated by an activity that includes the use of an asset is not appropriate for property, plant and equipment
- an amortisation method that is based on the revenue generated by an activity that includes the use of an intangible asset is generally inappropriate except for limited circumstances
- expected future reductions in the selling price of an item that was produced using an asset could indicate the expectation of technological or commercial obsolescence of the asset, which, in turn, might reflect a reduction of the future economic benefits embodied in the asset.

IAS 27 Equity Method in Separate Financial Statements - Amendments

The Amendments to IAS 27 Separate Financial

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Statements permit investments in subsidiaries, joint ventures and associates to be optionally accounted for using the equity method in separate financial statements.

IFRS 10, IFRS 12 and IAS 28 'Investment Entities: Applying the Consolidation Exception – Amendments'

The Amendments are aimed at clarifying the following aspects:

- Exemption from preparing consolidated financial statements. The amendments confirm that the exemption from preparing consolidated financial statements for an intermediate parent entity is available to a parent entity that is a subsidiary of an investment entity, even if the investment entity measures all of its subsidiaries at fair value.
- A subsidiary providing services that relate to the parent's investment activities. A subsidiary that provides services related to the parent's investment activities should not be consolidated if the subsidiary itself is an investment entity.
- Application of the equity method by a non-investment entity investor to an investment entity investee. When applying the equity method to an associate or a joint venture, a non-investment entity investor in an investment entity may retain the fair value measurement applied by the associate or joint venture to its interests in subsidiaries.
- Disclosures required. An investment entity measuring all of its subsidiaries at fair value provides the disclosures relating to investment entities required by IFRS 12.

Annual Improvements to IFRSs 2012–2014 Cycle

(i) Amendments to IFRS 5 - Adds specific guidance in IFRS 5 for cases in which an entity

reclassifies an asset from held for sale to held for distribution or vice versa and cases in which held-for-distribution accounting is discontinued

(ii) Amendments to IFRS 7 - Additional guidance to clarify whether a servicing contract is continuing involvement in a transferred asset, and clarification on offsetting disclosures in condensed interim financial statements

(iii) Amendments to IAS 19 - Clarify that the high quality corporate bonds used in estimating the discount rate for post-employment benefits should be denominated in the same currency as the benefits to be paid

4.2 IASB Standards issued but not yet effective

At the date of authorisation of these 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.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Standard or Interpretation

Effective for annual periods beginning

IAS 7 Statement of Cash Flows- Amendments	1 January 2017
IFRS 10 and IAS 28 Sale or Contribution of Assets between and an Investor and its Associate or Joint Venture Amendments	No stated date
IFRS 9 Financial Instruments: Classification and Measurement	1 January 2018
IFRS 15 Revenue from Contracts with Customers	1 January 2018
IFRS 16 Leases	1 January 2019
IAS 40 Investment Property - Amendments	1 January 2018
Annual Improvements to IFRSs 2014-2016 Cycle	1 January 2017 and 2018
IFRIC 22 Foreign Currency Transactions and Advance Consideration	1 January 2018

IAS 7 Statement of Cash Flows- Amendments

The Amendments are designed to improve the quality of information provided to users of financial statements about changes in an entity's debt and related cash flows (and noncash changes)

The Amendments:

- require an entity to provide disclosures that enable users to evaluate changes in liabilities arising from financing activities. An entity applies its judgement when determining the exact form and content of the disclosures needed to satisfy this requirement
- suggest a number of specific disclosures that may be necessary in order to satisfy the above requirement, including:
 - ♦ changes in liabilities arising from financing activities caused by changes in financing cash flows, foreign exchange rates or fair values, or obtaining or losing control of subsidiaries or other businesses
 - ♦ a reconciliation of the opening and closing balances of liabilities arising from financing activities in the statement of financial position including those

changes identified immediately above.

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.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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

IFRS 9 Financial Instruments

The IASB published IFRS 9 'Financial Instruments' (2014), representing the completion of its project to replace IAS 39 'Financial Instruments: Recognition and Measurement'. The new standard introduces extensive changes to IAS 39's guidance on the classification and measurement of financial assets and introduces a new 'expected credit loss' model for the impairment of financial assets. IFRS 9 also provides new guidance on the application of hedge accounting.

Management has started to assess the impact of IFRS 9 but is not yet in a position to provide quantified information. At this stage the main areas of expected impact are as follows:

- the classification and measurement of the financial assets will need to be reviewed based on the new criteria that considers the assets' contractual cash flows and the business model in which they are managed.
- an expected credit loss-based impairment will need to be recognised on the trade receivables and investments in debt-type assets currently classified as available for sale and held-to-maturity, unless classified as at fair value through profit or loss in accordance with the new criteria.
- it will no longer be possible to measure equity investments at cost less impairment and all such investments will instead be measured at fair value. Changes in fair value will be presented in profit or loss unless an irrevocable designation is made to present them in other comprehensive income.
- if the fair value option continues to be elected for certain financial liabilities, fair value

movements will be presented in other comprehensive income to the extent those changes relate to own credit risk.

• IFRS 15 Revenue from Contracts with Customers

IFRS 15 replaced IAS 18 "Revenues", IAS 11 "Construction Contract" and several revenue – related Interpretations and provides a new control-based revenue recognition model using five-step approach to all contracts with customers.

The five steps in the model are as follows:

- Identify the contract with the customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contracts
- Recognise revenue when (or as) the entity satisfies a performance obligation.

The standard includes important guidance, such as

- Contracts involving the delivery of two or more goods or services – when to account separately for the individual performance obligations in a multiple element arrangement, how to allocate the transaction price, and when to combine contracts
- Timing – whether revenue is required to be recognized over time or at a single point in time
- Variable pricing and credit risk – addressing how to treat arrangements with variable or contingent (e.g. performance-based) pricing, and introducing an overall constraint on revenue

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

- Time value – when to adjust a contract price for a financing component

IFRS 15 Revenue from Contracts with Customers (continued)

- Specific issues, including –
 - ♦ non-cash consideration and asset exchanges
 - ♦ contract costs
 - ♦ rights of return and other customer options
 - ♦ supplier repurchase options
 - ♦ warranties
 - ♦ principal versus agent
 - ♦ licencing
 - ♦ breakage
 - ♦ non-refundable upfront fees, and
 - ♦ consignment and bill-and-hold arrangements.

IFRS 16 Leases

IFRS 16 will replace IAS 17 and three related Interpretations. Leases will be recorded on the statement of financial position in the form of a right-of-use asset and a lease liability.

Management is yet to fully assess the impact of the Standard and therefore is unable to provide quantified information. However, in order to determine the impact, management is in the process of:

- performing a full review of all agreements to assess whether any additional contracts will now become a lease under IFRS 16's new definition
- deciding which transitional provision to adopt; either full retrospective application or partial retrospective application (which means comparatives do not need to be restated). The partial application method also provides optional relief from reassessing whether contracts in place are,

or contain, a lease, as well as other reliefs. Deciding which of these practical expedients to adopt is important as they are one-off choices

- assessing their current disclosures for finance and operating leases as these are likely to form the basis of the amounts to be capitalised and become right-of-use assets
- determining which optional accounting simplifications apply to their lease portfolio and if they are going to use these exemptions
- assessing the additional disclosures that will be required.

IFRS 40 Investment Property - Amendments

The Amendments to IAS 40 clarifies that transfers to, or from, investment property are required when, and only when, there is a change in use of property supported by evidence. The amendments also re-characterise the list of circumstances appearing in paragraph 57(a)–(d) as a non-exhaustive list of examples of evidence that a change in use has occurred. The Board has also clarified that a change in management's intent, by itself, does not provide sufficient evidence that a change in use has occurred. Evidence of a change in use must be observable.

Annual Improvements to IFRSs 2014-2016 Cycle

(I) Amendments to IAS 28 - Clarifies that a qualifying entity is able to choose between applying the equity method or measuring an investment in an associate or joint venture at fair value through profit or loss, separately for each associate or joint venture at initial recognition of the associate or joint venture. Amendment is effective for annual periods beginning on or after 1 January 2018.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

IFRIC 22 Foreign Currency Transactions and Advance Consideration

The Interpretations looks at what exchange rate to use for translation when payments are made or received in advance of the related asset, expense or income. A diversity was observed in practice in circumstances in which an entity recognises a non-monetary liability arising from advance consideration. The diversity resulted from the fact that some entities were recognising revenue using the spot exchange rate at the date of the receipt of the advance consideration while others were using the spot exchange rate at the date that revenue was recognized. IFRIC 22 addresses this issue by clarifying that the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income (or part of it) is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration.

5 Significant accounting policies

The significant accounting policies adopted in the preparation of the 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 companies are eliminated on consolidation, including unrealised gains and losses on transactions between group 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 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 statement of 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 and the non-controlling interests based on their respective ownership interests.

When a controlling interest in the subsidiaries is disposed off, 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

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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.

5.2 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the group and the revenue can be reliably measured, regardless of when payment is made. Revenue arises from the rendering of the services and it is measured by reference to fair value of consideration received or receivable. The group applies the revenue recognition criteria set out below to each separately identifiable component of revenue.

5.2.1 Sale of goods

Sale of goods is recognised when the group has transferred to the buyer the significant risks and rewards of ownership, generally when the customer has taken undisputed delivery of the goods.

5.2.2 Revenue from service

Revenue from service is recognised when services are rendered.

5.2.3 Construction contracts

When the outcome can be assessed reliably, contract revenue and associated costs are recognised by reference to the stage of completion of the contract activity at the reporting date. Revenue is measured at the fair value of consideration received or receivable in relation to that activity.

When the group cannot measure the outcome of a contract reliably, revenue is recognised only to the extent of contract costs that have been incurred and are recoverable. Contract costs are recognised in the period in which they are incurred.

In either situation, when it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised immediately in consolidated statement of profit or loss.

A construction contract's stage of completion is assessed by management based on milestones (usually defined in the contract) for the activities to be carried out under the contract and other available relevant information at the reporting date. The maximum amount of revenue recognised for each milestone is determined by estimating relative contract fair values of each contract phase, i.e. by comparing the group's overall contract revenue with the expected profit for each corresponding milestone. Progress and related contract revenue in-between milestones is determined by comparing costs incurred to date with the total estimated costs estimated for that particular milestone (a procedure sometimes referred to as the cost-to-cost method).

The gross amount due from customers for contract work is presented within trade and other receivables for all contracts in progress for which costs incurred plus recognised profits (less recognised losses) exceeds progress billings. The gross amount due to customers for contract work is presented within other liabilities for all contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses).

5.2.4 Dividend income

Dividend income, other than those from investments in associates, are recognised at the time the right to receive payment is established.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

5.2.5 Rental income

Rental income arising from investment properties is accounted for on a straight line basis over the lease term.

5.2.6 Interest and similar income

Interest income and expenses are reported on an accrual basis using the effective interest method.

5.3 Operating expenses

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

5.4 Finance costs

Finance costs are recognised in the consolidated statement of profit or loss on a time proportion basis over the period of related liabilities.

5.5 Taxation

5.5.1 National Labour Support Tax (NLST)

NLST is calculated in accordance with Law No. 19 of 2000 and the Minister of Finance Resolutions No. 24 of 2006 at 2.5% of taxable profit of the group after deducting directors' fees for the year. As per law, income from associates and subsidiaries, cash dividends from listed companies which are subjected to NLST have to be deducted from the profit for the year.

5.5.2 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 associates and subsidiaries, Board of Directors' remuneration, transfer to statutory reserve should be excluded from profit for the year when determining the contribution.

5.5.3 Zakat

Contribution to Zakat is calculated at 1% of the profit of the group in accordance with the Ministry of Finance resolution No. 58/2007 effective from 10 December 2007.

Under the NLST and Zakat regulations no carry forward of losses to the future years or any carry back to prior years is permitted.

5.5.4 Taxation on overseas subsidiaries

Taxation on overseas subsidiaries is calculated on the basis of the tax rates applicable and prescribed according to the prevailing laws, regulations and instructions of the countries where these subsidiaries operate.

5.6 Segment reporting

The group has two operating segments: investment and other segments. In identifying these operating segments, management generally follows the group's service lines representing its main products and services. 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

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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.

5.7 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 (a) fair value of consideration transferred, (b) the recognised amount of any non controlling interest in the acquiree and (c) 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.

5.8 Property, plant and equipment

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

Property, plant and equipment are subsequently measured using the cost model, cost less subsequent depreciation and impairment losses. Depreciation is recognised on a straight-line basis to write down the cost less estimated residual value of 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, plant and equipment. The following useful lives are applied:

- Leasehold land: 20 years
- Office building: 20-30 years
- Machinery and equipment: 6-20 years
- Furniture and fixtures: 4-10 years

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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

When assets are 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.

5.9 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in the consolidated statement of profit or loss in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for

impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the consolidated statement of profit or loss.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the CGU level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the consolidated statement of profit or loss when the asset is derecognised.

A summary of the policies applied to the Group's intangible assets is as follows:

	Goodwill	Other intangible assets
Useful lives	Indefinite	Finite
Amortisation method used	No amortisation	Amortised on a straight-line basis over a period of 1 to 4 years

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

5.10 Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation, and are accounted for using the fair value model.

Investment properties are initially measured at cost, including transaction costs. Subsequently, investment properties are revalued annually and are included in the statement of financial position at their fair values. 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. Fair values are determined based on lower of two annual evaluations performed by accredited external, independent real estate valuers.

Any gain or loss resulting from either a change in the fair value or the sale of an investment property is immediately recognised in consolidated statement of profit or loss.

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 company accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

5.11 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 income 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.

5.12 Financial instruments

5.12.1 Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the group becomes a party to

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transactions costs, except for those carried at fair value through profit or loss which are measured initially at fair value.

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.

Where the group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, a new asset is recognised to the extent of the group's continuing involvement in the asset.

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.

5.12.2 Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets other than those designated and effective as hedging instruments are classified into the following categories upon initial recognition:

- loans and receivables
- financial assets at fair value through profit or loss (FVTPL)
- available for sale investments (AFS)
- held to maturity investments (HTM)

All financial assets except for those at FVTPL 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.

• Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. 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.

Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default. Receivables that are not considered to be individually impaired are reviewed for impairment in groups, which are determined by reference to the industry and region of a counterparty and other shared credit risk characteristics. The impairment loss estimate is then based on recent historical counterparty default rates for each identified group.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

The group categorises loans and receivables into following categories:

Accounts receivable and other assets

Receivables are stated at original invoice amount based on contractual agreement 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.

Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances and saving accounts net of bank overdrafts that are readily convertible into know amounts of cash which are subject to an insignificant risk of changes in value.

Fixed deposits

Fixed deposits are stated at the balance invested and do not include related accrual of profit.

• Financial assets at FVTPL

Classification of investments as financial assets at FVTPL depends on how management monitors the performance of these investments. When they are not classified as held for trading but have readily available reliable fair values and the changes in fair values are reported as part of consolidated statement of profit or loss in the management accounts, they are as designated at FVTPL upon initial recognition. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply.

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.

• AFS financial assets

AFS financial assets are non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets.

Financial assets whose fair value cannot be reliably measured are carried at cost less impairment losses, if any. Impairment charges are recognised in consolidated statement of profit or loss. All other AFS financial assets are measured at fair value. Gains and losses are recognised in other comprehensive income and reported within the fair value reserve within equity, except for impairment losses, and foreign exchange differences on monetary assets, which are recognised in consolidated statement of profit or loss. When the asset is disposed of or is determined to be impaired, the cumulative gain or loss recognised in other comprehensive income is reclassified from the equity reserve to consolidated statement of profit or loss and presented as a reclassification adjustment within other comprehensive income.

The group assesses at each reporting date whether there is objective evidence that a financial asset available for sale or a group of financial assets available for sale is impaired. In the case of equity investments classified as financial assets available for sale, objective evidence would include a significant or prolonged decline in the fair value of the equity investment below its cost. 'Significant' is evaluated against the original cost of the investment and 'prolonged' against the period in which the fair value has been below its original

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

cost. Where there is evidence of impairment, the cumulative loss is removed from other comprehensive income and recognised in the consolidated statement of profit or loss.

Reversals of impairment losses are recognised in other comprehensive income, except for financial assets that are debt securities which are recognised in consolidated statement of profit or loss only if the reversal can be objectively related to an event occurring after the impairment loss was recognised.

• HTM investments

HTM investments are non-derivative financial assets with fixed or determinable payments and fixed maturity other than loans and receivables. Investments are classified as HTM if the Group has the intention and ability to hold them until maturity.

HTM investments are measured subsequently at amortised cost using the effective interest method. If there is objective evidence that the investment is impaired, determined by reference to external credit ratings, the financial asset is measured at the present value of estimated future cash flows. Any changes to the carrying amount of the investment, including impairment losses, are recognised in profit or loss.

5.12.3 Classification and subsequent measurement of financial liabilities

The group's financial liabilities include accounts payable and other liabilities, amount due to related parties and term loans.

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

Accounts payable and other liabilities

Liabilities are recognised for amounts to be

paid in the future for goods or services received, whether billed by the supplier or not.

Term loans

All term loans 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.

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.

5.13 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost includes all expenses directly attributable to the manufacturing process as well as suitable portions of related production overheads, based on normal operating capacity. Cost of finished goods is calculated using first-in first-out method. For other items of inventory, cost is calculated using the weighted average cost method.

Net realisable value is the estimated selling price in the ordinary course of business less any applicable selling expenses.

5.14 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.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

5.15 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.

5.16 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.

5.17 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.

5.18 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 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.

5.19 Equity, reserves and dividend payments

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

Statutory and general reserves comprise appropriations of current and prior period profits in accordance with the requirements of the Companies Law and the Parent company's memorandum of incorporation and articles of association.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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 Kuwaiti Dinars.
- Fair value reserve – comprises gains and losses relating to available for sale investments.
- Treasury shares reserve – comprises gains and losses arising from sale of treasury shares.
- Other reserves – mainly comprises gain and losses arising from partial acquisition and disposal of subsidiaries.

Retained earnings/(accumulated losses) include all current and prior period retained profit/(accumulated losses). All transactions with owners of the Parent company are recorded separately within equity.

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

5.20 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. The treasury shares are accounted for using the cost method. Under this method, the weighted average cost of the shares reacquired is charged to a contra account in equity.

When the treasury shares are reissued, gains are credited to a separate account in equity, (the "treasury shares reserve"), which is not distributable. 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 statutory reserve. No cash dividends are paid on these shares. 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.

5.21 Employees' end of service benefits

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.

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. The group's obligations are limited to these contributions, which are expensed when due.

5.22 Foreign currency translation

5.22.1 Functional and presentation currency

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.

5.22.2 Foreign currency transactions and balances

Foreign currency transactions are translated

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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 consolidated statement of 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.

5.22.3 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 consolidated statement of profit or loss and are recognised as part of the gain or loss on disposal.

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 Related party transactions

Related parties consist of major shareholders, associates, directors, executive officers, their close family members and companies of which they are principal owners. All related party transactions are approved by management.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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 Classification of financial instruments

Judgements are made in the classification of financial instruments based on management's intention at acquisition.

The group classifies financial assets as held for trading if they are acquired primarily for the purpose of short term profit making.

Classification of financial assets as at fair value through profit or loss depends on how management monitors the performance of these financial assets. When they are not classified as held for trading but have readily available fair values and the changes in fair values are reported as part of consolidated statement of profit or loss in the management accounts, they are classified as fair value through profit or loss.

Classification of assets as loans and receivables depends on the nature of the asset. If the group is unable to trade these financial assets due to inactive market and the intention is to receive fixed or determinable payments the financial asset is classified as loans and receivables.

The management classifies investments as held-to-maturity if they are non-derivative financial assets which carry fixed or determinable payments and fixed maturities and which the management has the positive intention and ability to hold to maturity.

All other financial assets are classified as available for sale.

6.1.2 Classification of real estate

Management decides on acquisition of a real estate whether it should be classified as trading, property held for development or investment property.

The group classifies property as trading property if it is acquired principally for sale in the ordinary course of business

The group classifies property as property under development if it is acquired with the intention of 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.

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

31 December 2016

(All amounts are in Kuwaiti Dinars)

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 available for sale equity investments

The group treats available for sale equity investments as impaired when there has been a significant or prolonged decline in the fair value below its cost or where other objective evidence of impairment exists. The determination of what is "significant" or "prolonged" requires considerable judgment.

6.2.3 Impairment of receivables

An estimate of the collectible amount of 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.

6.2.4 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.

6.2.5 Impairment of goodwill and other intangible assets

The group determines whether goodwill and intangible assets are impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

6.2.6 Fair value of financial instruments

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available) and non-financial assets. 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.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

7 Subsidiaries

7.1 Composition of the group

Set out below are details of the subsidiaries held by the group:

	Country of incorporation	Voting capital held		Activities
		2016	2015	
Held directly:				
Global Projects Holding Company - K.S.C. (Closed) ("GPHC") (7.1.1 and 7.1.2)	Kuwait	96.0%	96.0%	Investment
Specialized Environmental Services Company - WLL ("SES") (7.1.1)	Kuwait	99.0%	99.0%	Investment
Global Commercial Privatization Company – WLL (7.1.1)	Kuwait	99.0%	99.0%	Import and export
Global Professional General Trading Company -WLL	Kuwait	62.0%	62.0%	General trading and investment
Combined Trust Real Estate Company - WLL	Kuwait	51.0%	51.0%	Real estate
Privatisation Agriculture Contracting Company –WLL (7.1.1)	Kuwait	99.0%	99.0%	General trading and contracting
Global Privatisation for Medical Services Company – WLL (7.1.1)	Kuwait	99.0%	99.0%	General trading and contracting
Global Specialised Electrical Company – WLL (7.1.1)	Kuwait	99.0%	99.0%	Electric power generation
Specialized Education Company – WLL (7.1.1)	Kuwait	99.0%	99.0%	Educational services
Wuduh Financial & Economic Consulting Company – WLL (7.1.1)	Kuwait	99.0%	99.0%	Consultancy services
Daytona Production Company – WLL (7.1.1)	Kuwait	99.0%	99.0%	Advertising and publishing
Privatization Holding Company – WLL Jordan	Jordan	100%	100%	Manufacturing
PHC Renovation - LLC (7.1.3)	USA	100%	-	Real estate
Skills Entertainment Company - WLL (7.1.3)	Kuwait	100%	-	Organizing exhibitions, conferences and theatre production
Abyar Gulf Company for General Trading and Contracting - WLL ("Abyar")	Kuwait	50.0%	-	General trading and contracting
Leader Plus General Trading Company - WLL	Kuwait	99.0%	-	General trading and contracting
Held through GPHC:				
Gas and Oil Fields Services Company - K.S.C. (Closed) ("GOFSCO") (7.1.4)	Kuwait	90.1%	99.7%	Maintenance of oil and gas wells and related installations
Held through GOFSCO:				
Abyar Gulf Company for General Trading and Contracting - WLL ("Abyar")	Kuwait	-	50.0%	General trading and contracting
Leader Plus General Trading Company - WLL	Kuwait	-	99.0%	General trading and contracting

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

	Country of incorporation	Voting capital held		Activities
		2016	2015	
Grand Oil for Oil Activities Company - K.S.C. (Closed)	Kuwait	99.0%	99.0%	Oil and gas sludge cleaning activities
Eastern United Petroleum Services Company -KSC (Closed) ("EUPS") (7.1.4)	Kuwait	91.1%	-	Oil and gas activities
Noor Gazprom Geophysics for Drilling and Maintenance of Oil and Non-Oil Wells Company -WLL ("Gazprom")	Kuwait	51.0%	51.0%	Drilling and maintenance of oil and non-oil wells
Held through Abyaar:				
Privatization Engineering Company for General Contracting - WLL	Kuwait	50.0%	50.0%	General trading and contracting

7.1.1 An insignificant holding of shares are held by nominees who have confirmed in writing that the Parent company has the beneficial ownership interest in the subsidiary through a letter of assignment.

7.1.2 The parent company holds 50% and the subsidiary SES holds 46%.

7.1.3 During the year, the parent company incorporated a 100% owned subsidiary in USA named PHC Renovation LLC and a 100% owned subsidiary in Kuwait named Skills Entertainment Company - WLL. Up to date, the two subsidiaries have not commenced the operations.

7.1.4 The parent company holds 42.8% and the subsidiary GOFSCO holds 48.3%

7.1.4.1 Effective 1 January 2016, the group reclassified its 48.29% investment in "Eastern United Petroleum Services Company -KSC (Closed) ("EUPS")" from investment in associate to investment in subsidiary since the management believes the group has the power to control the investee through key management which is also a significant owner of EUPS. The carrying value at 1 January 2016 of the associate was accounted for as fair value consideration for investment in subsidiary amounting to KD1,619,332. The reclassification resulted in a goodwill of KD332,729.

Goodwill on reclassification of EUPS as at 1 January 2016 is detailed below:

	KD
Total assets	6,049,401
Total liabilities	(3,385,074)
Total identifiable net assets	2,664,327
Purchase consideration	1,619,332
Share of net assets acquired – 48.29%	(1,286,603)
Goodwill	332,729

Cash and bank balances acquired from subsidiary amounted to KD1,557,918.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

7.1.4.2 Effective 1 October 2016, the group acquired another 42.78% of equity interest in EUPS from a related party by swapping 9.61% equity interest of GOFSCO with the same related party. This transaction resulted into a net loss of KD 86,840 which is recognised within equity.

Equity loss on acquisition of EUPS on 1 October 2016 is detailed below:

	KD
Total assets	8,409,536
Total liabilities	(5,354,197)
Net assets	3,055,339
Share of net assets acquired – 42.78%	1,307,094
Purchase consideration - fair value of 9.61% equity interest in GOFSCO	(1,796,788)
Goodwill on purchase of additional interest of the subsidiary	(489,694)

Gain on disposal of GOFSCO on 1 October 2016:

	KD
Total assets	29,602,820
Total liabilities	(15,095,506)
Net assets	14,507,314
Share of net assets disposed – 9.61%	(1,393,934)
Sale consideration of equity disposed – 9.61%	1,796,788
Gain on partial disposal of the subsidiary without loss of control	402,854

7.1.5 On 19 October 2016, a subsidiary of the group, GOFSCO received an amount of KD 1 million as an advance to sell its 48.29% ownership interest in EUPS. The sale transaction has not been consummated and is currently under negotiation (note 23).

7.2 Subsidiaries with material non-controlling interests

The group's following subsidiaries have material non-controlling interests (NCI):

Name	Proportion of ownership interests and voting rights held by the NCI		Profit (loss) allocated to NCI		Accumulated NCI	
	2016	2015	2016	2015	2016	2015
Gas and Oil Fields Services Company -KSC (Closed) ("GOFSCO")	9.9%	0.3%	228,528	8,380	1,768,720	1,101,059
Abyar Gulf Company for General Trading and Contracting - WLL ("Abyar")	50%	50%	249,531	341,584	1,968,828	707,986
Individual immaterial subsidiaries with non controlling interest			(20,978)	19,444	(116,384)	206,860
			457,081	369,408	3,621,164	2,015,905

No dividends were paid to the NCI during the years 2016 and 2015.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Summarised consolidated financial information of material non-controlling interests, before intergroup eliminations, is set out below:

GOFSCO

	2016	2015
Non-current assets	15,385,923	15,432,614
Current assets	13,910,389	16,279,206
Total assets	29,296,312	31,711,820
Non-current liabilities	1,890,433	925,789
Current liabilities	11,074,111	11,708,017
Total liabilities	12,964,544	12,633,806
Total equity attributable to the owners	14,711,018	17,319,824
Non-controlling interests	1,620,750	1,758,190
Total equity	16,331,768	19,078,014
Profit for the year attributable to the owners	2,097,566	1,994,397
Profit for the year attributable to NCI	205,239	344,491
Profit for the year	2,302,805	2,338,888
Total comprehensive income for the year attributable to the owners	2,097,566	1,994,397
Total comprehensive income for the year attributable to NCI	205,239	344,491
Total comprehensive income for the year	2,302,805	2,338,888

	2016	2015
Net cash flow from operating activities	7,548,622	695,539
Net cash flow used in investing activities	(2,321,572)	(901,342)
Net cash flow (used in)/from financing activities	(6,311,335)	1,283,056
Net cash (outflow)/inflow	(1,084,285)	1,077,253

Comparative amounts include balances of Abyar and Leader Plus which were held by GOFSCO. During 2016, Abyar and Leader Plus ownerships were transferred to the parent company.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

ABYAR

	2016	2015
Non-current assets	1,680,627	1,530,470
Current assets	5,403,717	4,771,691
Total assets	7,084,344	6,302,161
Non-current liabilities	235,970	516,706
Current liabilities	2,749,252	2,729,026
Total liabilities	2,985,222	3,245,732
Total equity attributable to the owners	3,340,437	2,348,443
Non-controlling interests	758,685	707,986
Total equity	4,099,122	3,056,429
Profit for the year attributable to the owners	321,474	365,039
Profit for the year attributable to NCI	50,699	64,386
Profit for the year	372,173	429,425
Total comprehensive income for the year attributable to the owners	321,474	365,039
Total comprehensive income for the year attributable to NCI	50,699	64,386
Total comprehensive income for the year	372,173	429,425
Net cash flow used in operating activities	(58,924)	(11,043)
Net cash flow (used in)/from investing activities	(373,614)	41,923
Net cash flow from financing activities	314,975	77,764
Net cash (outflows)/ inflows	(117,563)	108,644

8 Interest income

	2016	2015
Fixed deposits	75,618	182,979
Held-to-maturity investments	63,563	89,215
Due from related parties (Note 26)	-	11,690
Other cash balances	5,093	810
	144,274	284,694

9 General and administrative expenses

	2016	2015
Staff costs	2,750,493	2,326,357
Administrative expenses	2,123,441	1,030,293
	4,873,934	3,356,650

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

10 Basic and diluted (loss)/earnings per share attributable to the owners of the parent company

Basic and diluted (loss)/earnings per share is calculated by dividing the (loss)/profit for the year attributable to owners of the parent company by the weighted average number of shares outstanding during the year, less treasury shares as follows:

	2016	2015
(Loss)/profit for the year attributable to the owners of the parent company (KD)	(2,449,848)	109,795
Weighted average number of shares outstanding during the year (excluding treasury shares) – shares	668,420,104	722,420,525
Basic and diluted (loss)/earnings per share	(3.7) Fils	0.2 Fils

11 Cash and cash equivalents and fixed deposits

Cash and cash equivalents included in the consolidated statement of cash flows comprise of the following:

	2016	2015
Cash and bank balances	4,825,138	5,733,369
Cash with portfolio managers	250,755	1,392,103
Fixed deposits with original maturity less than three months	200,103	3,013,467
	5,275,996	10,138,939
Less: Due to banks	(15,120)	(803,614)
Cash and cash equivalents as per statement of cash flow	5,260,876	9,335,325
Fixed deposits with original maturity exceeding three months	1,277,431	1,823,554

Fixed deposits are held with local and foreign commercial banks and yield an effective interest rate ranging from 0.6% to 7% (2015: 0.6% to 7%) per annum.

Due to banks include a bank overdraft facility which bears an effective interest rate of 2.5% (2015: 2.25%) per annum above Central Bank of Kuwait ("CBK") discount rate.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

12 Investments at fair value through profit or loss

	2016	2015
Held for trading		
Quoted equity securities	3,197,488	2,904,006
Designated upon initial recognition		
Unquoted equity securities	10,672,634	10,672,634
Mutual funds	56,046	133,580
	13,926,168	13,710,220

At 31 December 2016, the group also held shares of related parties with a carrying value of KD146,573 (2015: KD126,306) (Note 26).

Investments at fair value through profit or loss amounting to KD13,741,723 (31 December 2015: KD11,138,787) are secured against certain term loans (Note 24). Management considers that the fair value of these financial assets has not materially changed compared to previous year.

13 Accounts receivable and other assets

	2016	2015
Trade receivables	10,832,769	5,762,007
Amounts due from related parties	5,509,529	3,172,959
Interest receivable	3,000,000	3,000,000
Prepaid expenses and accrued income	379,671	169,971
Advances to supplier	869,004	3,238,423
Other receivables	2,696,331	1,743,868
	23,287,304	17,087,228

Interest receivable of KD3,000,000 (2015: KD3,000,000) is past due and the parent company intends to reschedule the repayment date to be during the year 2017.

As at 31 December the aging analysis of trade receivables is as follows:

	2016	2015
Neither past due nor impaired	5,723,623	4,104,332
Past due but not impaired		
- 3 – 6 months	2,486,227	1,069,780
- over 6 months	2,622,919	587,895
Total trade receivables	10,832,769	5,762,007

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

14 Available for sale investments

	2016	2015
Quoted equity securities	21,072,781	28,721,641
Unquoted equity securities	8,688,031	13,351,547
Mutual funds	10,130,384	7,639,841
	39,891,196	49,713,029

- (a) Mutual funds are carried at net asset values provided by the fund managers.
- (b) Unquoted equity securities of KD3,553,290(2015: KD7,806,587) are carried at cost, less impairment, if any, due to the unpredictable nature of their future cash flows and lack of other suitable methods for arriving at a reliable fair value of these investments. There is no active market for these financial assets and the group intends to hold them for the long term.
- (c) Management has performed a review of available for sale investments to assess whether impairment has occurred and recorded impairment loss on quoted equity securities of KD817,093, unquoted equity securities KD631,300 (2015: quoted equity shares KD 1,399,875, unquoted equity shares KD Nil), in the consolidated statement of profit or loss.
- (d) Certain equity securities classified as available for sale investments are registered in the name of a major shareholder (Note 26).
- (e) At 31 December 2016, the group also held equity securities of related parties with a carrying value of KD9,538,778 (2015: KD9,480,503) (Note 26).
- (f) Available for sale investments amounting to KD22,002,386 (2015: KD29,141,629) are secured against certain term loan (Note 24).

15 Held-to-maturity investment

Held to maturity investment represents the amount invested in SUKUK with a local Islamic financial institution amounting KD1,500,000 carrying profit rate of 2% (2015: 2%) above Central Bank Kuwait discount rate, which matures on 12 August 2018.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

16 Investment in associates

16.1 The details of the Group's investment in associates are as follows:

Name of the company	Country of incorporation	Equity interest		Activities
		2016	2015	
Kuwait Building Materials Manufacturing Company - KPSC ("KBMMC")	Kuwait	47.4%	47.4%	Building materials
First Equilease for Equipment and Transportation - K.S.C. (Closed) ("FTC") (Note 16.1.1)	Kuwait	16.0%	16.0%	Transportation services
Kingdom Electricity Company – J.S.C.C ("KEC")	Jordan	30.0%	30.0%	Energy and Industrial projects
Nawand Communications Holding Company - BSC (Closed) ("Nawand") (Note 16.1.1)	Kingdom of Bahrain	17.3%	17.3%	Telecom services
SNC-Lavalin Kuwait for General Trading & Contracting Company – WLL	Kuwait	30.0%	30.0%	General trading and contracting
Kuwait Pillars for Financial Investment Company – K.S.C.C. ("KPFI") [Formerly Strategia Investment Company - KPSC ("Strategia")]	Kuwait	43.0%	43.0%	Investments
National Industries Company – KPSC and subsidiaries ("NIC") (Note 16.1.1)	Kuwait	14.2%	14.2%	Manufacturing and marketing building materials
Canarde Group Consortium	Egypt	30.0%	30.0%	Generating & maintaining electricity and electricity plant
Eastern United Petroleum Services Company – KSC (Closed) ("EUPS") (Note 16.1.2)	Kuwait	-	48.3%	Oil and gas activities

16.1.1 The investment in FTC, Nawand and NIC have been classified as associates because the Parent company exercises significant influence over the investee companies through representations on their Board of Directors and participation in their decision making process in relation to their financial and operating policies.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

16.1.2 Effective 1 January 2016, the group reclassified its investment in EUPS from investment in associate to investment in subsidiary (Note 7.1.4).

The movement in investment in associates is as follows:

	2016	2015
Balance at beginning of the year	46,742,183	48,375,955
Additions	10,809	566,563
Reclassified to investment in subsidiary	(1,619,332)	-
Disposal	(92,893)	-
Impairment	-	(92,055)
Dividends received	(1,214,387)	(2,414,416)
Share of results	1,580,057	561,681
Cumulative changes in fair values	96,607	(502,188)
Foreign currency translation adjustment	48,451	316,605
Other reserves	(443,743)	(69,962)
Balance at end of the year	45,107,752	46,742,183

The carrying amount of the investment in associates includes goodwill of KD8,843,512 (2015: KD9,147,250).

Investment in associates include quoted associates with a carrying value of KD20,013,780 (2015: KD35,167,647) having a market value of KD13,032,971 (2015: KD19,187,275).

Management has performed a review of investments in associates to assess whether impairment has occurred and concluded that there are no indications of impairment (2015: KD92,055).

(All amounts are in Kuwaiti Dinars)

Notes to the consolidated financial statements

31 December 2016

16 Investment in associates

16.2 Summarised financial information of group's material associates are set out below:

31 December 2016	KBMMC	FTC	KEC	KPFI	NIC	Non-material	Total
Assets							
Current	4,167,104	10,048,909	109,780,553	6,803,005	42,843,677	288,849	
Non-current	2,516,409	2,457,569	180,346,864	26,433,364	70,069,125	-	
Liabilities							
Current	(456,439)	(284,773)	(122,687,490)	(609,502)	(16,411,256)	(750)	
Non-current	(530,803)	(43,874)	(141,347,639)	-	(5,938,122)	-	
Non-controlling interests	5,696,271	12,177,831	26,092,288	32,626,867	90,563,424	288,099	
Net assets	-	(357,575)	(7,862,652)	-	(5,466,435)	-	
	5,696,271	11,820,256	18,229,636	32,626,867	85,096,989	288,099	
Group's holding	47.4%	16%	30%	43.0%	14.2%		
Group's share of net assets	2,698,799	1,891,241	5,468,891	14,048,736	12,070,143	86,430	36,264,240
Goodwill	463,846	-	3,467,941	130,733	4,780,992	-	8,843,512
Carrying amount	3,162,645	1,891,241	8,936,832	14,179,469	16,851,135	86,430	45,107,752
Revenue	2,727,872	2,579,119	237,036,427	1,994,098	42,894,486	-	
Expenses and other charges	(2,600,367)	(3,443,113)	(232,963,279)	(1,195,260)	(42,243,713)	(1,111)	
Net profit/(loss) attributable to owners	127,505	(863,994)	4,073,148	798,838	650,773	(1,111)	
Total comprehensive income/(loss)	127,505	(833,436)	4,073,148	583,011	2,060,661	(1,111)	
Group's share of total comprehensive income/(loss)	60,410	(133,350)	1,221,944	251,038	292,284	32,789	1,725,115
Dividend received	143,645	80,000	-	-	990,742	-	1,214,387

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

16.2 Summarised financial information of group's material associates are set out below: (continued)

31 December 2015	KBMMC	FTC	KEC	KPFI	EUPS	NIC	Non-material	Total
Assets								
Current	4,059,050	11,620,040	104,072,913	8,385,613	3,045,792	44,555,939	715,580	
Non-current	2,707,762	2,084,144	161,839,936	25,032,868	3,003,609	69,206,378	-	
Liabilities								
Current	(359,676)	(213,101)	(101,081,681)	(387,179)	(3,282,150)	(12,679,768)	(750)	
Non-current	(535,182)	-	(143,572,001)	-	(102,639)	(5,642,341)	-	
Non-controlling interests	5,871,954	13,491,083	21,259,167	33,031,302	2,664,612	95,440,208	714,830	
	-	(337,390)	(7,268,961)	-	-	(5,626,544)	-	
Net assets	5,871,954	13,153,693	13,990,206	33,031,302	2,664,612	89,813,664	714,830	
Group's holding	47.4%	16.0%	30.0%	43.0%	48.3%	14.2%		
Group's share of net assets	2,782,035	2,104,591	4,197,070	14,222,881	1,286,746	12,787,159	214,451	37,594,933
Goodwill	463,846	-	3,439,092	130,733	332,587	4,780,992	-	9,147,250
Carrying amount	3,245,881	2,104,591	7,636,162	14,353,614	1,619,333	17,568,151	214,451	46,742,183
Revenue	3,292,362	1,138,729	229,286,772	565,041	3,212,822	49,901,688		
Expenses and other charges	(2,742,115)	(791,851)	(232,475,793)	(893,795)	(2,698,707)	(42,207,309)		
Net profit/(loss) attributable to owners	550,247	346,878	(3,189,021)	(328,754)	514,115	7,694,379	-	
Total comprehensive income/(loss)	550,247	462,522	(2,220,163)	(814,160)	514,115	5,783,802	(75,788)	
Group's share of total comprehensive income/(loss)	260,698	74,003	(666,049)	(350,568)	248,266	823,465	(13,717)	376,098
Dividend received	215,468	-	1,455,892	-	-	743,056	-	2,414,416

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

17 Intangible assets

	Goodwill	Other intangible assets	Total
Cost:			
At 1 January 2016	2,160,176	1,167,502	3,327,678
Additions (Note 7.1.4)	332,729	-	332,729
At 31 December 2016	2,492,905	1,167,502	3,660,407
Amortisation:			
At 1 January 2016	-	1,167,502	1,167,502
Charge for the year	-	-	-
At 31 December 2016	-	1,167,502	1,167,502
Net book value:			
At 31 December 2016	2,492,905	-	2,492,905
Cost:			
At 1 January 2015	2,150,171	1,167,502	3,317,673
Additions	10,005	-	10,005
At 31 December 2015	2,160,176	1,167,502	3,327,678
Amortisation:			
At 1 January 2015	-	1,167,502	1,167,502
Charge for the year	-	-	-
At 31 December 2015	-	1,167,502	1,167,502
Net book value:			
At 31 December 2015	2,160,176	-	2,160,176

The goodwill arose on the acquisition of the subsidiaries, GOFSCO in 2009 (KD2,150,171), Gazprom in 2014 (KD10,005) and EUPS in 2016 (KD332,729).

Above companies are engaged in providing services for gas and oil wells. The group has identified these entities as cash generating units for the purpose of testing the impairment of goodwill.

The group performed its impairment test as at 31 December 2016. The recoverable amount of the cash generating units have been determined based on a value in use calculation using cash flow projections based on financial budgets approved by senior management for a five year period. The discount rate applied to cash flow projections is 13% and cash flows beyond the 5 year period are extrapolated using long term growth rate of 2.8%. As a result of the analysis, the management did not recognise any impairment of cash generating units to which the goodwill is allocated.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Key assumptions used in value in use calculations

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

- Revenue;
- Earnings Before Interest, Depreciation and Amortisation ("EBIDA");
- Discount rates;
- Growth rate used to extrapolate cash flows beyond the budget period; and
- Useful lives of property and equipment

Sensitivity to changes in assumptions

With regard to the assessment of value in use of the CGUs, management believes that no reasonably possible change in any of the above key assumptions would cause the carrying value of the unit to materially exceed its recoverable amount.

18 Investment properties

	2016	2015
As at 1 January	3,384,974	3,663,596
Disposals	(181,233)	(269,097)
Change in fair value	(486,215)	(9,525)
At 31 December	2,717,526	3,384,974

The investment properties represent a villa in Spain and buildings in Egypt.

Fair value hierarchy disclosures for investment properties are given in Note 30.3.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

19 Property, plant and equipment

	Leasehold land	Office building	Machinery and equipment	Furniture and fixture	Capital work in progress	Total
Cost:						
At 1 January 2016	1,156,479	284,418	13,962,939	613,234	34,261	16,051,331
Arising on acquisition of subsidiary	-	355,965	3,423,888	76,352	-	3,856,205
Additions	1,151,007	1,990,541	9,508,731	124,019	1,790,924	14,565,222
Transfers	-	-	35,283	-	(35,283)	-
Disposals	-	-	(6,374)	(2,870)	-	(9,244)
At 31 December 2016	2,307,486	2,630,924	26,924,467	810,735	1,789,902	34,463,514
Depreciation:						
At 1 January 2016	34,000	122,627	4,104,523	395,980	-	4,657,130
Arising on acquisition of subsidiary	-	2,626	801,160	48,810	-	852,596
Charge for the year	17,000	37,495	1,535,343	146,326	-	1,736,164
Disposals	-	-	(954)	(1,080)	-	(2,034)
At 31 December 2016	51,000	162,748	6,440,072	590,036	-	7,243,856
Net book value:						
At 31 December 2016	2,256,486	2,468,176	20,484,395	220,699	1,789,902	27,219,658

Work in progress represents the costs incurred by one of the group's subsidiaries to purchase two Surface Well Testing Units to carry out its operations. However, those machines are to be further assembled with other components to be ready for their intended use. Accordingly, those machines have been classified under work in progress.

19.1 Leasehold rights of KD340,000 is related to 20 years leasehold right contract signed with the Public Authority for Industry. The leasehold right is registered under the name of a related party ("the nominee"). The nominee has confirmed in writing that Abyar (subsidiary) is the beneficial owner of the leasehold right. The leasehold right is amortised over the contract period. Remaining amounts represent leasehold land rented from the government of Kuwait for a period of 5 years renewable for similar periods.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

19.2 Property, plant and equipment amounting to KD12,001,888 (31 December 2015: KD 2,261,319) have been mortgaged against certain term loans (Note 24).

	Leasehold land	Office building	Machinery and equipment	Furniture and fixture	Capital work in progress	Total
Cost:						
At 1 January 2015	816,479	319,206	13,380,989	545,363	129,311	15,191,348
Additions	340,000	15,712	192,202	77,732	327,718	953,364
Transfers	-	-	390,373	32,395	(422,768)	-
Disposals	-	(50,500)	(625)	(42,256)	-	(93,381)
At 31 December 2015	1,156,479	284,418	13,962,939	613,234	34,261	16,051,331
Depreciation:						
At 1 January 2015	-	155,579	3,001,590	287,845	-	3,445,014
Charge for the year	34,000	17,548	1,103,558	150,140	-	1,305,246
Disposals	-	(50,500)	(625)	(42,005)	-	(93,130)
At 31 December 2015	34,000	122,627	4,104,523	395,980	-	4,657,130
Net book value:						
At 31 December 2015	1,122,479	161,791	9,858,416	217,254	34,261	11,394,201

20 Share capital and share premium

At the Extraordinary General Assembly meeting held on 10 August 2016, the shareholders of the parent company approved to reduce the share capital of the parent company from KD73,828,000 (represented by 738,280,000 shares of 100 Fils each) to KD61,000,000 (represented by 610,000,000 shares of 100 Fils each) as follows:

- By cancelling 55,054,801 treasury shares at their nominal value of 100 Fils each amounting to KD5,505,480.
- By cancelling 73,225,199 shares of the share capital at their nominal value of 100 Fils each and cash payment of equivalent amount of KD7,322,520 to the shareholders.

The Memorandum of Incorporation and Articles of Association of the parent company were amended accordingly. This amendment was authenticated in the commercial register of the Ministry of Commerce on 18 October 2016.

Accordingly, authorized and issued and fully paid share capital is as follows,

	Authorised		Issued and fully paid	
	2016	2015	2016	2015
Shares of KD0.100 each	61,000,000	73,828,000	61,000,000	73,828,000

All the share capital paid in cash.

Share premium is not available for distribution.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

21 Reserves

The Companies Law and the parent company's memorandum of incorporation and articles of association require that 10% of the profit for the year before KFAS, NLST, Zakat and Directors' remuneration to be transferred to the statutory reserve. The shareholders of Parent company may resolve to discontinue such annual transfers when the reserve totals 50% of the paid up share capital.

Distribution of statutory 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.

The Parent company's articles of association and the Companies Law require that 10% of the profit for the year before KFAS, NLST, Zakat and Directors' remuneration to be transferred to the general reserve.

There are no restrictions on distribution of general reserve.

No such transfers are required when the group incurred loss or where accumulated losses exist.

22 Treasury shares

	2016	2015
Number of shares	-	55,054,801
Percentage of issued shares	-	7.457%
Cost (KD)	-	2,865,881
Market value (KD)	-	2,752,740

At the Extraordinary General Assembly meeting held on 10 August 2016, the shareholders of the parent company approved to reduce the share capital of the parent company and cancelled 55,054,801 treasury shares at their nominal value of 100 Fils each amounting to KD5,505,480 (Note 20).

23 Accounts payable and other liabilities

	2016	2015
Accounts payable	2,322,765	1,300,646
Amounts due to related parties (Note 26)	2,726,922	2,076,813
Accrued expenses and other liabilities	8,523,241	3,343,620
	13,572,928	6,721,079

Accrued expenses and other liabilities include an amount of KD 1 million received by one of the group's subsidiary on 19 October 2016 as an advance to sell 48.29% ownership interest in EUPS (subsidiary). As at the reporting date, the sale transaction has not been consummated and still under negotiation (note 7.1).

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

24 Term loans

	2016	2015
Term loan 1 (24.1)	-	19,450,153
Term loan 2 (24.2)	10,909,394	11,250,485
Term loan 3 (24.3)	9,000,000	10,000,000
Term loan 4 (24.4)	6,993,723	3,878,037
Term loan 5 (24.5)	12,000,000	-
Term loan 6 (24.6)	9,580,927	-
Term loan 7 (24.7)	4,320,700	-
Islamic finance facilities (24.8)	-	3,205,669
	52,804,744	47,784,344
Instalments due within next twelve months	21,163,149	37,103,832
Instalments due after next twelve months	31,641,595	10,680,512
	52,804,744	47,784,344

24.1 During the year, the group settled the full amount of this loan by way of obtaining a new long term loan from another local bank (term loan 5).

24.2 Term loan 2 represents short-term credit facilities of KD1,179,170 (2015: KD1,175,600) and long term credit facilities of KD9,730,224 (2015: KD10,074,885) obtained from a local bank which are subject to interest rates ranging between 2.5% to 4% (2015: 2.5% to 4%) per annum over the CBK discount rate or 3 months LIBOR. The term loan is payable on different instalments starting from 2016 till 2020. These term loans are secured against certain securities classified as available for sale (Note 14) and investments at fair value through profit or loss (Note 12).

24.3 Term loan 3 represents short-term credit facility from a local financial institution which carries interest at the rate of 5% per annum. The term loan is secured against certain portfolios maintained by a third party classified as available for sale (Note 14) and investments at fair value through profit or loss (Note 12).

24.4 Term loan 4 represents short-term credit facilities KD5,545,425 (2015: KD3,272,409) and long term credit facilities of KD1,448,298 (2015: KD605,628) from local and foreign banks and are subject to interest rates ranging from 5% to 6% per annum, and are payable in installments ending 2019. The loans are secured against property, plant and equipment amounting to KD2,110,896 (2015: KD2,261,319) and certain available for sale investments (Note 19 and 14).

24.5 Term loan 5 represents long-term credit facilities obtained from a local bank which are subject to interest rates of 2.5% (2015: Nil) per annum above the CBK discount rate. The term loan is payable in equal semi annual instalments of KD 1,500,000 ending 31 December 2020. This term loan is secured against certain securities classified as available for sale (Note 14).

24.6 During the year, the group obtained a long term credit facility of JOD20.4 million (equivalent to KD8.7 million) and short term facility of JOD 3.3 Million (equivalent to KD1.4 Million) from a foreign bank to acquire certain property, plant and equipment. These newly acquired property, plant and equipment amounting to JOD22.9 million (equivalent to KD9.8 million) are secured against the loan. The long term loan facility is payable in 8 instalments on annual basis. First

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

instalment is due in February 2017 and carries interest rate of 5.3%

24.7 During the year, the group obtained a long term credit facility of JOD10 million (equivalent to KD4.3 million) from a foreign bank which will be paid in eight equal quarterly instalments starting 31 March 2018 and carries interest rate of 8.5%.

24.8 During the year, group has settled its tawaruq facilities in full which carried an annual fixed profit rate of 5.25%.

25 Annual general assembly

The directors did not propose any dividends for the year ended 31 December 2016.

The Annual General Assembly of the parent company for the year ended 31 December 2015 held on 26 Jul 2016 approved the consolidated financial statements for the year ended 31 December 2015 without any dividends (2015: NIL).

Also, at the Extraordinary General Assembly meeting held on 10 August 2016, the shareholders of the parent company approved to reduce the share capital of the parent company from KD73,828,000 (represented by 738,280,000 shares of 100 fils each) to KD61,000,000 (represented by 610,000,000 shares of 100 fils each) as follows:

- By cancelling 55,054,801 treasury shares at their nominal value of 100 Fils each amounting to KD 5,505,480
- By cancelling 73,225,199 shares of the share capital at their nominal value of 100 Fils each and cash payment of equivalent amount of KD7,322,520 to the shareholders.

The Memorandum of Incorporation and Articles of Association of the parent company were amended accordingly. This amendment was authenticated in the commercial register of the Ministry of Commerce on 18 October 2016.

26 Related party transactions and balances

Related parties represent major shareholders, associates, directors and key management personnel of the group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the group's management.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Transactions and balances with related parties included in the consolidated financial statements are as follows:

	2016	2015
Transactions included in consolidated statement of profit or loss :		
Interest income (Note 8)	-	11,690
Murabaha income	-	453,941
Dividend Income	33,705	434,814
Other income	-	448,800
Impairment of available for sale investments	-	(1,399,875)
Portfolio management fees	(161)	(1,949)
Consolidated statement of financial position		
Cash with portfolio manager	1,738	1,734
Available for sale investments (Note 14)	9,538,778	9,480,503
Investments at fair value through profit or loss (Note 12)	146,573	126,306
Due from related parties (Note 13)	5,509,529	3,172,959
Due to related parties (Note 23)	(2,726,922)	(2,076,813)

The amounts due from/to related parties are interest free and are receivable/payable on demand.

Compensation of key management personnel

The remuneration of key management personnel of the group during the year was as follows:

	2016	2015
Compensation of key management personnel:		
Short-term benefits	890,923	703,633
End of service benefits	191,868	175,874
	1,082,791	879,507

a) The following financial assets are managed by related parties:

	2016	2015
Available for sale investments		
Quoted equity securities	111,444	62,564
Unquoted equity securities	301,100	-
Mutual funds	88,131	87,398
Investments at fair value through profit or loss		
Quoted equity securities	37,872	43,396

b) The equity securities classified as available for sale investments with a carrying value of KD2,914,820 (quoted KD240,490, unquoted KD2,674,329, (31 December 2015: KD3,275,408 quoted KD601,079, unquoted KD2,674,329) are registered in the name of major shareholder of the

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

parent company who has confirmed in writing that they hold these equity securities on behalf of the parent company (Note 14).

c) The real estate properties in Egypt classified as investment properties with a carrying value of KD333,267 (31 December 2015: KD867,730) are registered in the name of a key management personnel who has confirmed in writing that he holds the investment properties on behalf of the parent company.

27 Capital commitments and contingencies

	2016	2015
Commitments		
Purchase of available for sale investments	2,808,269	3,023,447
Purchase of investment in associates	-	2,042,895
Other commitments	1,616,681	-

Contingencies

At the reporting date, the group has provided performance bank guarantees to a customer and suppliers amounting to KD8,204,791 (31 December 2015: KD5,262,141) from which it is anticipated that no material liabilities will arise.

The Parent company and Al Khair National for Stocks and Real Estate Company have provided a guarantee to National Bank of Kuwait against a loan of KD57,387,502 (2015: KD72,672,640) assigned to a third party during 2012. This loan was rescheduled during 2013 and the principal (excluding interest) is repayable in eleven annual installments commencing 15 June 2016.

28 Segmental information

For management purposes, the group is organised into business units based on nature of business and has two reportable operating segments as follows:

- Investment segment represents trading in equities including certain investment in associates and other strategic investments; and
- Other segment represents rendering of non-investment services and general trading and contracting.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on return on investments.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

	Investment		Other		Total	
	2016	2015	2016	2015	2016	2015
Revenue	465,452	4,217,660	32,614,464	14,097,980	33,079,916	18,315,640
Segment (loss)/ profit	(4,033,579)	(1,519,747)	2,040,812	1,998,950	(1,992,767)	479,203
Other disclosures:						
Depreciation (Note 19)	(24,232)	(26,871)	(1,711,932)	(1,278,375)	(1,736,164)	(1,305,246)
Impairments losses	(1,448,393)	(1,491,930)	-	-	(1,448,393)	(1,491,930)
Share of results of associates (Note 16)	1,580,057	313,416	-	248,265	1,580,057	561,681
Assets	109,209,561	125,890,239	55,497,038	32,273,780	164,706,599	158,164,019
Liabilities	36,460,927	44,749,048	31,187,032	11,421,547	67,647,959	56,170,595
Other disclosures:						
Investment in associates	45,107,752	45,122,851	-	1,619,332	45,107,752	46,742,183
Additions to property, plant and equipment	41,843	41,545	14,523,379	911,819	14,565,222	953,364

Geographic information

The group operates in two geographic regions; Kuwait and Non-Kuwait. The following table shows the distribution of the group's segment revenue and non-current assets by region:

	2016	2015
Revenue		
Kuwait	31,570,566	17,457,370
Non-Kuwait	1,509,350	858,270
	33,079,916	18,315,640
Non-current assets		
Kuwait	79,360,078	84,377,090
Non-Kuwait	44,616,852	30,524,456
	123,976,930	114,901,546

29 Risk management objectives and policies

The group's activities expose it to variety of financial risks: market risk (including currency risk , equity price risk and interest rate risk), credit risk and liquidity risk.

The Parent company's board of directors is ultimately responsible for the overall risk management and for approving risk strategies and principles. The group's risk management focuses on actively securing the group's short to medium term cash flows by minimizing the potential adverse effects on the group's financial performance. Long term financial investments are managed to generate lasting returns.

The group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes. The most significant financial risks to which the group is exposed are described below.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

29.1 Market risk

a) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates.

The group mainly operates in Kuwait and the Middle East and is exposed to foreign currency risk arising from various foreign currency exposures, primarily with respect to US Dollar, Euro, Jordanian Dinar and Egyptian Pounds. The group's financial position can be significantly affected by the movement in these currencies. To mitigate the group's exposure to foreign currency risk, non-Kuwaiti Dinar cash flows are monitored.

The group had the following net significant exposures denominated in foreign currencies, translated into Kuwaiti Dinar at the closing rate:

	2016	2015
US Dollar	95,510	2,414,611
Euro	2,734,862	1,542
Jordanian Dinar	2,441,306	7,035,806
Egyptian Pound	399,024	702,687
Others	19,304	23,947

The foreign currency sensitivity is determined based on 5% (2015: 5%), increase or decrease in exchange rates. There has been no change during the year in the methods and assumptions used in the preparation of the sensitivity analysis.

If the Kuwaiti Dinar had strengthened/(weakened) against the foreign currencies assuming the above sensitivity, then this would have the following impact on the profit for the year and equity:

	2016		2015	
	Effect on profit	Effect on other comprehensive income	Effect on profit	Effect on other comprehensive income
US Dollar	±429,915	±434,690	±346,513	±467,244
Euro	±1,040	±135,703	±77	-
Jordanian Dinar	±1,026	±121,040	±133,464	±218,326
Egyptian Pound	±19,951	-	±35,134	-
Others	±754	±212	±1,044	±153

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.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

b) Equity price risk

Equity price risk is the risk that fair values of equity securities decrease as a result of changes in the level of equity indices and the value of the individual stocks.

The group is exposed to equity price risk mainly to its quoted investments. To manage its equity price risk the group diversifies its portfolio. Diversification of the portfolio is done in accordance with the limits set by the group.

The sensitivity analyses below have been determined based on the exposure to price risks at the reporting date.

If prices had been 5% higher/lower, the effect on the changes in profit and other comprehensive income for the years ended 31 December 2016 and 2015 and equity would have been as follows:

	Profit for the year		Other comprehensive income	
	2016	2015	2016	2015
Available for sale investments	-	-	±850,213	±1,402,576
Investments at fair value through profit or loss	±121,661	±122,230	-	-

c) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The group's exposure to the risk of changes in market interest rates relates primarily to the group's term loans and bank overdrafts with floating interest rates as well as fixed deposits. The effect on group's profit due to (increase)/decrease in the interest rate by 25 basis points, with all variables held constant is as follows

The calculations are based on the group's financial instruments held at each financial position date. All other variables are held constant. There is no impact on the group's equity:

	2016	2015
Effect on profit	±127,981	±77,393

There has been no change during the year in the methods and assumption used in preparing the sensitivity analysis

29.2 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's credit policy and exposure to credit risk is monitored on an ongoing basis. The group seeks to avoid undue concentrations of risks with individuals or groups of customers in specific locations or business through diversification of its activities. It also obtains security when appropriate.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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

	2016	2015
Cash and cash equivalents (excluding cash)	5,260,001	10,001,048
Fixed deposits	1,277,431	1,823,554
Accounts receivable (excluding prepayments and advances)	22,038,629	13,678,834
Held-to-maturity investments	1,504,470	1,506,983
	30,080,531	27,010,419

Bank balances are maintained with high credit quality financial institutions. Accounts receivable and other assets are neither past due nor impaired.

29.3 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, management has arranged diversified funding sources, manages assets with liquidity in mind, and monitors liquidity on a daily basis.

The table below summarises the maturity profile of the group's assets and liabilities. The maturities of assets and liabilities have been determined on the basis of the remaining period from the financial position date to the contractual maturity date. The maturity profile for available for sale investments is determined based on management's estimate of liquidation of those investments.

Maturity profile of assets and liabilities at 31 December 2016:

	1 year	Over 1 year	Total
ASSETS			
Cash and cash equivalents	5,275,996	-	5,275,996
Fixed deposits	1,277,431	-	1,277,431
Investments at fair value through profit or loss	13,926,168	-	13,926,168
Accounts receivable and other assets	18,243,881	5,043,423	23,287,304
Available for sale investments	-	39,891,196	39,891,196
Held-to-maturity investment	-	1,504,470	1,504,470
Inventory	2,006,193	-	2,006,193
Investment in associates	-	45,107,752	45,107,752
Intangible assets	-	2,492,905	2,492,905
Investment properties	-	2,717,526	2,717,526
Property, plant and equipment	-	27,219,658	27,219,658
	40,729,669	123,976,930	164,706,599
LIABILITIES			
Due to banks	15,120	-	15,120
Accounts payable and other liabilities	13,572,928	-	13,572,928
Term loans	21,163,149	31,641,595	52,804,744
Employees' end of service benefits	-	1,255,167	1,255,167
	34,751,197	32,896,762	67,647,959

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Maturity profile of assets and liabilities at 31 December 2015:

	1 year	Over 1 year	Total
ASSETS			
Cash and cash equivalents	10,138,939	-	10,138,939
Fixed deposits	1,823,554	-	1,823,554
Investments at fair value through profit or loss	13,710,220	-	13,710,220
Accounts receivable and other assets	17,087,228	-	17,087,228
Available for sale investments	-	49,713,029	49,713,029
Held-to-maturity investment	-	1,506,983	1,506,983
Inventory	502,532	-	502,532
Investment in associates	-	46,742,183	46,742,183
Intangible assets	-	2,160,176	2,160,176
Investment properties	-	3,384,974	3,384,974
Property, plant and equipment	-	11,394,201	11,394,201
	43,262,473	114,901,546	158,164,019
LIABILITIES			
Due to banks	803,614	-	803,614
Accounts payable and other liabilities	6,721,079	-	6,721,079
Term loans	37,103,832	10,680,512	47,784,344
Employees' end of service benefits	-	861,558	861,558
	44,628,525	11,542,070	56,170,595

The contractual maturity profile of the financial liabilities based on undiscounted cash flow is as follows:

	Less than 3 months	3 to 12 months	Over 1 year	Total
31 December 2016				
Accounts payable and accruals	5,039,224	7,345,699	-	12,384,923
Term loans	3,734,478	19,287,076	34,493,891	57,515,445
Due to banks	15,120	-	-	15,120
	8,788,822	26,632,775	34,493,891	69,915,488
Commitments	-	4,424,950	-	4,424,950
Contingency – guarantee	-	8,204,791	57,387,502	65,592,293
	8,788,822	39,262,516	91,881,393	139,932,731
31 December 2015				
Accounts payable and accruals	4,944,988	1,670,127	-	6,615,115
Term loans	13,535,330	24,867,838	12,161,372	50,564,540
Due to banks	809,217	-	-	809,217
	19,289,535	26,537,965	12,161,372	57,988,872
Commitments	-	2,983,562	2,082,780	5,066,342
Contingency – guarantee	-	5,262,141	72,672,640	77,934,781
	19,289,535	34,783,668	86,916,792	140,989,995

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

30 Fair value measurement

30.1 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).

30.2 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:

	2016	2015
Financial assets:		
Loans and receivables at amortised cost:		
Cash and cash equivalents	5,275,996	10,138,939
Fixed deposits	1,277,431	1,823,554
Accounts receivable and other assets	22,038,629	13,678,834
Investments at fair value through profit or loss at fair value:		
Investments at fair value through profit or loss	13,926,168	13,710,220
Available for sale investments:		
Available for sale investments at cost	3,553,290	7,806,587
Available for sale investments at fair value	36,337,906	41,906,442
Held-to-maturity investment at amortised cost:		
Held-to-maturity investment	1,504,470	1,506,983
	83,913,890	90,571,559
Financial liabilities:		
Financial liabilities at amortised cost:		
Accounts payable and other liabilities	12,384,928	6,721,079
Term loans	52,804,744	47,784,344
Due to banks	15,120	803,614
	65,204,792	55,309,037

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Management considers that the carrying amounts of loans and receivable and all financial liabilities, which are stated at amortised 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.

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:

		Level 1	Level 1	Level 1	Total
31 December 2016					
Investments at fair value through profit or loss					
Quoted securities	(a)	2,244,457	-	953,031	3,197,488
Managed funds	(b)	-	56,046	-	56,046
Unquoted securities	(c)	-	-	10,672,634	10,672,634
Available for sale investments					
Quoted securities	(a)	9,811,451	-	11,261,330	21,072,781
Managed funds	(b)	-	10,130,384	-	10,130,384
Unquoted securities	(c)	-	4,803,544	331,197	5,134,741
		12,055,908	14,989,974	23,218,192	50,264,074
31 December 2015					
Investments at fair value through profit or loss					
Quoted securities	(a)	2,904,006	-	-	2,904,006
Managed funds	(b)	-	133,580	-	133,580
Unquoted securities	(c)	-	-	10,672,634	10,672,634
Available for sale investments					
Quoted securities	(a)	28,721,641	-	-	28,721,641
Managed funds	(b)	-	7,639,841	-	7,639,841
Unquoted securities	(c)	-	-	5,544,960	5,544,960
		31,625,647	7,773,421	16,217,594	55,616,662

Measurement at fair value

The methods and valuation techniques used for the purpose of measuring fair values, are unchanged compared to the previous reporting year, except for certain quoted shares that have been fair valued based on valuation techniques as the group's management believes that such valuations are more representative of the fair values of such investments based on the information available to the management. Accordingly these investments with a carrying value of KD12,214,361 (31 December 2015: KD Nil) have been included under level 3 as of 31 December 2016 (31 December 2015: Nil).

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

a) Quoted securities

Quoted shares represent all listed equity securities which are publicly traded in stock exchanges. Where quoted prices in an active market are available, the fair value of such investments have been determined by reference to their quoted bid prices at the reporting date (level 1) and if the market for an investment is not active, the group has established fair value by using valuation techniques (Level 3).

b) Managed funds

The underlying investments in these private equity funds mainly represent foreign quoted and unquoted securities. Information for these investments is limited to periodic financial reports provided by the investment managers. These investments are carried at net asset values reported by the investment managers. Due to the nature of these investments, the net asset values reported by the investment managers represent the best estimate of fair values available for these investments.

c) Unquoted securities

Unlisted securities are measured at fair value estimated using various models like discounted cash flow model, which includes some assumptions that are not supportable by observable market prices or rates.

d) Financial liabilities

The group does not have any financial liabilities at fair value.

Level 3 fair value measurements

The group's financial assets classified in Level 3 use valuation techniques based on significant 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:

	2016	2015
Opening balance	16,217,594	10,672,634
Transfer from level 1	12,214,361	-
Additions	612,500	2,159,329
Transfer to level 2	(5,544,960)	-
(Loss)/gain recognised in:		
- Profit or loss	(281,303)	-
- Other comprehensive income	-	3,385,631
Closing balance	23,218,192	16,217,594

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.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

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

Available for sale investments and investments at fair value through profit or loss:

The fair value of financial instruments that are not traded in an active market (e.g. unquoted securities) is determined by using valuation techniques. Fair value for the underlying unquoted securities are approximately the summation of the estimated value of underlying investments as if realised on the statement of financial position date.

The investment managers in determining the fair value of these investments use a variety of methods and make assumptions that are based on market conditions existing at each financial position date. Investment managers use techniques such as discounted cash flow analysis, recent transactions prices and market multiples to determine fair value.

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

The impact on consolidated statement of profit or loss and other comprehensive income would be immaterial if the relevant risk variable used to fair value the level 3 investments were changed by 5%.

30.3 Non-financial instruments

Investment properties were fair valued at 31 December 2016 and are classified under level 3 fair value hierarchy and reconciliation is provided in note 18.

Description of significant unobservable inputs to valuation of non-financial assets:

Fair value of investment properties were determined using Mark to Market method, conducted by valuers considering transaction prices of the property and similar properties. The significant unobservable valuation input used for the purpose of valuation is the market price per square foot / meter and varies from property to property. A reasonable change in this input would result in an equivalent amount of change in fair value.

31 Capital management objectives

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 capital of the group comprise of total equity. The group manages the capital structure and makes adjustments in the light of changes in economic conditions and risk characteristics of the underlying 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.

Notes to the consolidated financial statements

31 December 2016

(All amounts are in Kuwaiti Dinars)

Consistent with others in the industry, the group monitors capital on the basis of the gearing ratio.

This ratio is calculated as net debt divided by the total equity as follows:

	2016	2015
Interest bearing loans and borrowings	52,804,744	47,784,344
Accounts payable and accruals	13,572,928	6,721,079
Due to banks	15,120	803,614
Less: Cash and cash equivalents and fixed deposits	(6,553,427)	(11,962,493)
Net debt	59,839,365	43,346,544
Capital	93,437,476	99,977,519
Total capital and net debt	153,276,841	143,324,063
Gearing ratio	39%	30%

32 Comparative amounts

Certain comparative amounts have been reclassified to conform to the presentation in the current year. Such reclassification does not affect previously reported net assets, net equity or net results for the year.



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