# INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

30 JUNE 2024 (UNAUDITED)



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## REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS TO THE BOARD OF DIRECTORS OF

### SAWAEED HOLDING P.J.S.C.

### Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of Sawaeed Holding P.J.S.C. (the "Company") and its subsidiaries (collectively referred to as the "Group") as at 30 June 2024 which comprise the interim consolidated statement of financial position as at 30 June 2024, and the related interim consolidated statements of profit or loss and comprehensive income for the three month and six month periods then ended and the related interim consolidated statements of changes in equity and cash flows for the six month period then ended, and explanatory notes. Management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard 34 *Interim Financial Reporting* ("IAS 34"). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

### Scope of review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### Other matter

The consolidated financial statements of the Group for the year ended 31 December 2023 were audited by another auditor who expressed an unmodified opinion on those consolidated financial statements on 23 February 2024. The interim condensed consolidated financial statements of the Group for the six-month period ended 30 June 2023 were reviewed by another auditor who expressed an unmodified conclusion on those interim condensed consolidated financial statements on 1 August 2023.

### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements of the Group are not prepared, in all material respects, in accordance with IAS 34.

For Ernst & Young

Registration No 811

22 July 2024 Abu Dhabi United Arab Emirates

Sawacca Holding L.J.S.C.			
INTERIM CONSOLIDATED STATEMENT OF F As at 30 June 2024	INAN	CIAL POSITION	1
		(Unaudited) 30 June	(Audited) 31 December
		2024	2023
	Notes	AED	AED
ASSETS			
Non-current assets			
Property and equipment	4	17,281,806	17,738,640
Investment property Right-of-use-assets	5 6	56,268,136	57,923,082
Intangible asset	0	30,170,904 380,071	30,109,434 818,539
Deferred tax asset	18	4,630,465	-
Financial assets at fair value through other comprehensive income	7	40,393,709	70,772,190
		149,125,091	177,361,885
Current assets			
Trade and other receivables	8	81,434,984	104,483,177
Amounts due from related parties	9	21,125,303	21,212,658
Cash and bank balances	10	103,573,145	80,044,929
		206,133,432	205,740,764
TOTAL ASSETS		355,258,523	383,102,649
EQUITY AND LIABILITIES			
Equity			
Share capital	12	51,100,000	51,100,000
Additional paid up capital Legal reserve	1.2	1,350,000	1,350,000
Restricted reserve	13 14	5,473,975 34,527,923	5,473,975 34,527,923
Cumulative changes in fair value reserve	14	(3,334,350)	17,464,688
Retained earnings		184,911,422	203,141,623
Total equity		274,028,970	313,058,209
Non-current liabilities Lease liabilities	6	20 271 507	20 507 406
Provision for employees' end of service benefits	15	29,371,507 _14,043,186	29,507,406 12,910,715
1.00 on the employees and of sorting contains	15	14,045,100	12,710,713
		43,414,693	42,418,121
Current liabilities		A# 6== 100	25 (22 525
Trade and other payables Lease liabilities	16	35,077,402	25,682,705
Amounts due to related parties	6 9	1,947,639 146,866	1,943,614
Income tax payable	18	642,953	
		37,814,860	27,626,319
Total liabilities		81,229,553	70,044,440
TOTAL EQUITY AND LIABILITIES		355,258,523	383,102,649
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Chairman Chief Executive Officer		Chief Financial (	Officer

### INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS (UNAUDITED)

For the three month and six month periods ended 30 June 2024

			nonths ended 0 June		ths ended Iune
No	otes	2024 AED	2023 AED	2024 AED	2023 AED
Revenue Direct costs	17	45,194,517 ( <u>38,148,856</u> )	31,857,665 ( <u>27,934,985</u> )	89,628,048 ( <u>74,724,460</u> )	66,824,708 ( <u>55,220,836</u> )
GROSS PROFIT		7,045,661	3,922,680	14,903,588	11,603,872
General and administrative expenses Provision for expected credit losses		(3,952,669)	(3,803,726)	(9,664,735)	(8,022,645)
of trade receivables		(1,700,000)	(2,583,322)	(45,026,092)	(4,113,968)
Finance expense Other income		(451,596) 2,168,312	(407,545) 1,481,703	(908,950) 3,513,417	(804,434) _3,088,476
PROFIT / (LOSS) BEFORE TAX		3,109,708	(1,390,210)	(37,182,772)	1,751,301
Income tax (expense) / benefit	18	(209,585)		3,462,454	
PROFIT / (LOSS) AFTER TAX FOR THE PERIO	D	<u>2,900,123</u>	(1,390,210)	(33,720,318)	<u>1,751,301</u>
Basic and diluted earnings / (loss) per share (AED)	19	0.06	(0.027)	<u>(0.66)</u>	0.034

## INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

For the three month and six month periods ended 30 June 2024

	Three months ended 30 June		Six months ended 30 June	
	2024 AED	2023 AED	2024 AED	2023 AED
Profit / (loss) after tax for the period	2,900,123	(1,390,210)	(33,720,318)	1,751,301
Other comprehensive (loss) / income  Items that will not be reclassified subsequently to profit or loss  Change in the fair value of financial assets at fair value through other comprehensive	(2.520.7(4)	1 (10 (02	(5 200 021)	(5.117.454)
income, net of tax	(2,528,764)	<u>1,610,602</u>	<u>(5,308,921</u> )	( <u>5,117,454</u> )
Total comprehensive (loss) / income for the period	<u>371,359</u>	_220,392	( <u>39,029,239</u> )	(3,366,153)

### INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the six month periods ended 30 June 2024

Attributable to the owners of the Company

		Attributable to the owners of the Company							
		Additional	Non		Cumulative changes in				
	Share capital AED	paid up capital AED	Legal reserve AED	Restricted reserve AED	fair value reserve AED	Retained earnings AED	Total AED	controlling interests AED	Total AED
At 1 January 2023 (audited) Profit for the period Other comprehensive loss for the period	51,100,000	1,350,000	4,838,115	34,527,923	20,769,892 - (5,117,454)	202,509,109 1,751,301	315,095,039 1,751,301 (5,117,454)	1,773,117	316,868,156 1,751,301 (5,117,454)
Total comprehensive loss for the period Dividend declared and paid (note 11) Disposal of investments carried at	- -	- -	-	-	(5,117,454)	1,751,301 (5,110,000)	(3,366,153) (5,110,000)	-	(3,366,153) (5,110,000)
fair value through other comprehensive income Liquidation of a subsidiary					(19,775)	19,775		( <u>1,773,117</u> )	(1,773,117)
Balance at 30 June 2023 (unaudited)	<u>51,100,000</u>	1,350,000	<u>4,838,115</u>	34,527,923	15,632,663	199,170,185	306,618,886		306,618,886
Balance at 1 January 2024 (audited)	51,100,000	1,350,000	5,473,975	34,527,923	17,464,688	203,141,623	313,058,209	-	313,058,209
Loss for the period Other comprehensive loss for the period	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	(5,308,921)	(33,720,318)	(33,720,318) (5,308,921)	<u> </u>	(33,720,318) (5,308,921)
Total comprehensive loss for the period	-	-	-	-	(5,308,921)	(33,720,318)	(39,029,239)	-	(39,029,239)
Disposal of investments carried at fair value through other comprehensive income					(15,490,117)	15,490,117			<del>-</del>
Balance at 30 June 2024 (unaudited)	<u>51,100,000</u>	1,350,000	5,473,975	34,527,923	(3,334,350)	184,911,422	274,028,970		274,028,970

### INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the six month periods ended 30 June 2024

		Six months period ended 3	
		2024	2023
	Notes	AED	AED
		(Unaudited)	(Unaudited)
ODED ATING A CTIVITIES			
OPERATING ACTIVITIES (Loss) profit for the period before tax		(37,182,772)	1,751,301
Adjustments for:		(37,102,772)	1,/31,301
Depreciation of property and equipment	4	681,385	684,952
Depreciation of property and equipment  Depreciation of investment property	•	1,654,946	1,654,945
Provision for employees' end of service benefits	15	1,901,935	1,081,095
Provision for expected credit losses		45,026,092	4,113,968
Finance income		(1,286,385)	(897,162)
Amortisation of intangible assets		7,642	61,940
Write-off of intangible assets		706,450	-
Depreciations of right-of-use assets		412,848	427,195
Finance costs		908,950	804,434
Dividend income	7	<u>(1,016,463</u> )	<u>(760,977</u> )
Operating cash flows before movements in working capital		11,814,628	8,921,691
Changes in working capital:			
Trade and other receivables		(21,977,899)	(5,710,731)
Amounts due from related parties		87,355	=
Trade and other payables		9,394,697	(3,835,885)
Amounts due to related parties		<u>146,866</u>	(43,598)
Cash used in operating activities		(534,353)	(668,523)
Finance costs paid		(119,484)	-
Payment of employees' end of service benefits	15	(769,464)	(865,421)
Net cash used in operating activities		(1,423,301)	(1,533,944)
INVESTING ACTIVITIES			
Proceeds from sale of property and equipment under liquidation		_	42,024
Purchases of property and equipment	4	(224,551)	(517,124)
Purchase of investment in financials assets		-	(2,859,019)
Proceeds from disposal of financials assets	7	24,544,502	328,622
Purchases of intangible assets		(275,624)	7,643
Bank deposits with original maturities			
of more than three months	10	(14,176,190)	20,025,000
Finance income received		1,286,385	638,808
Dividend income received		<u>1,016,463</u>	760,977
Net cash generated from investing activities		12,170,985	18,426,931
FINANCING ACTIVITIES			
Dividends declared and paid	11	-	(5,110,000)
Payment of cash distribution to non-controlling interest		-	(1,773,117)
Repayment of principal portion of lease liability		<u>(1,395,658</u> )	<u>(1,403,499</u> )
Net cash used in financing activities		(1,395,658)	(8,286,616)
NET INCREASE IN CASH AND CASH EQUIVALENT		9,352,026	8,606,371
Cash and cash equivalent at the beginning of the period		<u>19,126,038</u>	46,920,818
CASH AND CASH EQUIVALENT AT THE END OF THE PERIOD	10	<u>28,478,064</u>	55,527,189

For the six-month period ended 30 June 2024 (unaudited)

### 1 ACTIVITIES

Sawaeed Holding P.J.S.C. (the "Company") is registered as a private joint stock company in Abu Dhabi incorporated on 14 January 2018 and operates in the United Arab Emirates ("U.A.E.") under trade a licence issued by the Abu Dhabi Municipality dated 11 March 2018. The Company is registered on the secondary market in Abu Dhabi Stock Exchange.

During the period, ESG Emirates Stallions Group PJSC, a Private Joint Stock Company, acquired 100% shareholding of the Company from other shareholders. As at 30 June 2024, ESG Emirates Stallions Group PJSC is the Parent and International Holding Company PJSC is the Ultimate Parent of the Company.

The principal activities of the Group entail manpower recruitment and outsourcing; real estate investment, development and management; labour accommodation management; facilities management services; catering services; and provision of skills training.

The registered office of the Company is located at P.O. Box 70919, Abu Dhabi, U.A.E.

### 2 BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION

### 2.1 BASIS OF PREPARATION

These interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34, Interim Financial Reporting.

These interim condensed consolidated financial statements do not contain all information and disclosures required in the annual consolidated financial statements prepared in accordance with International Financial Reporting Standards and should be read in conjunction with the annual consolidated financial statements as at 31 December 2023. In addition, results for the six-month period ended 30 June 2024 are not necessarily indicative of the results for the financial year ending 31 December 2024.

The interim condensed consolidated financial statements have been prepared under the historical cost convention basis, except for investments in financial assets carried at fair value through other comprehensive income which are stated at fair value.

The interim condensed consolidated financial statements are presented in United Arab Emirates Dirhams ("AED"), which is the functional and presentation currency of the Group and functional currency of the Company.

### 2.2 BASIS OF CONSOLIDATION

The interim condensed consolidated financial statements of the Group comprise the financial information of the Company and its subsidiaries.

Control is achieved when the Group:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

For the six-month period ended 30 June 2024 (unaudited)

### 2 BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION continued

### 2.2 BASIS OF CONSOLIDATION continued

The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability
  to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous
  shareholders' meetings.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the period are included in the interim condensed consolidated statement of profit or loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRSs). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under IFRS 9, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

For the six-month period ended 30 June 2024 (unaudited)

### 2 BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION continued

### 2.2 BASIS OF CONSOLIDATION continued

Details of the Company's subsidiaries as at 30 June 2024 and 31 December 2023 were as follows:

Name of subsidiary	Place of incorporation and operation		n of ownership and voting ald	Principal activities
		2024	2023	
Sawaeed Employment – Sole Proprietorship L.L.C	United Arab Emirates	100%	100%	Providing upon request employee provision services.
Sawaeed Investment – Sole Proprietorship L.L.C.	United Arab Emirates	100%	100%	Real estate enterprises investment, development, institution and management; and camps and labour accommodation management.
Sawaeed Facilities Managemer Sole Proprietorship L.L.C.	nt – United Arab Emirates	100%	100%	Facilities management services, interior cleaning services for buildings and dwellings, and cleaning the outside (interface) buildings.
Sawaeed Training Centre-Sole Proprietorship L.L.C.	United Arab Emirates	100%	100%	Training on construction work.
Takatof Employment Co. L.L.C. (i)	United Arab Emirates	100%	100%	Providing employees services upon request (temporary employment) and labor and employment supply
Sawaeed General Projects – Sole Proprietorship L.L.C (ii)	United Arab Emirates	100%	100%	Project Management services.

- (i) As per agreement signed between the shareholders, the other shareholder owning 51% of Takatof Employment LLC has assigned his full rights and obligations over the mentioned entity to Sawaeed Investments L.L.C. and is only entitled to management fee equivalent to 15% share in net profit of Takatof Employment L.L.C.
- (ii) Subsidiary incorporated on 10 October 2023 and has not started its commercial operations as at reporting date.

### 2.3 NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS ADOPTED BY THE GROUP

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2023, except for the adoption of new standards effective as of 1 January 2024. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective. Several amendments apply for the first time in 2024, but do not have an impact on the interim condensed consolidated financial statements of the Group.

- Supplier Finance Arrangements Amendments to IAS 7 and IFRS 7;
- Amendments to IFRS 16: Lease Liability in a Sale and Leaseback;
- Amendments to IAS 1: Classification of liabilities as Current or Non-current.

The amendments had no impact on the Group's interim condensed consolidated financial statements.

For the six-month period ended 30 June 2024 (unaudited)

### 2 BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION continued

## 2.3 NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS ADOPTED BY THE GROUP continued

### Impact on the adoption of UAE Corporate Tax Law disclosures

The Group has adopted the Federal corporate tax (CT) regime as implemented by the UAE Ministry of Finance through release of Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses ("Corporate Tax Law" or the "Law") to enact a Corporate Tax ("CT") regime in the UAE. The Cabinet of Ministers Decision No. 116 of 2022 specifies the threshold of income over which the 9% tax rate would apply to taxable income exceeding AED 375,000 and a rate of 0% will apply to taxable income not exceeding AED 375,000 and a rate of 0% on qualifying income of free zone entities.

The Group has adopted the CT regime from with effect from 1 January 2024, and accordingly, it has recorded a net income tax benefit of AED 3,462,454 in interim consolidated statement of profit or loss.

## New material accounting policy information adopted by the Group Taxation

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the interim consolidated statement of profit or loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

For the six-month period ended 30 June 2024 (unaudited)

### 2 BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICY INFORMATION continued

## 2.3 NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS ADOPTED BY THE GROUP continued

### New material accounting policy information adopted by the Group continued

#### Taxation continued

Deferred tax continued

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

The Group offsets deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

### 3 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the interim condensed consolidated financial statements in conformity with the International Financial Reporting Standards requires management to make judgment, estimates and assumptions that affect the application of accounting policies and reported amounts of financial assets and liabilities and the disclosure of contingent liabilities. These judgments, estimates and assumptions also affect the revenue, expenses and provisions as well as fair value changes. Actual results may differ from these estimates.

These judgments, estimates and assumptions may affect the reported amounts in subsequent financial years. Estimates and judgments are currently evaluated and are based on historical experience and other factors.

In preparing these interim condensed consolidated financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty are the same as those applied to the consolidated financial statements as at and for the year ended 31 December 2023.

### 4 PROPERTY AND EQUIPMENT

During the six month ended 30 June 2024, additions to property and equipment is AED 224,551 (30 June 2023: AED 517,124). Depreciation expense for the six month period ended 30 June 2024 amounted to AED 681,385 (30 June 2023: AED 684,952).

Ruilding

### 5 INVESTMENT PROPERTY

	AED
Cost:	
At 31 December 2023 (audited)	119,038,452
At 30 June 2024 (unaudited)	119,038,452
Accumulated depreciation:	
At 1 January 2023 (audited)	57,805,480
Charge for the year	3,309,890
At 1 January 2024 (audited)	61,115,370
Charge for the period	1,654,946
At 30 June 2024 (unaudited)	62,770,316
Carrying amount:	
At 30 June 2024 (unaudited)	<u>56,268,136</u>
At 31 December 2023 (audited)	_57,923,082

The investment property pertains to building constructed on a plot of land governed by a long-term operating lease agreement with Higher Corporation for Specialized Economic Zones ("Zones Corp") on which the labour accommodation camp has been built.

Management believes there is no impairment as at 30 June 2024.

### 6 RIGHT TO USE OF ASSETS AND LEASES LIABILITIES

Movements in right of use assets and lease liabilities during the period are as follows:

	Right of use assets AED	Lease liabilities AED
At 1 January 2023 (audited)	29,166,531	30,028,359
Additions during the year	1,648,254	1,648,254
Depreciation expense	(705,351)	-
Interest expense	· · · · · · · · · · · · · · ·	1,678,351
Payments		(1,903,944)
At 1 January 2024 (audited)	30,109,434	31,451,020
Modification during the period	474,318	474,318
Depreciation expense	(412,848)	
Interest expense	<u>-</u>	789,466
Payments		(1,395,658)
At 30 June 2024 (unaudited)	<u>30,170,904</u>	<u>31,319,146</u>

### 6 RIGHT TO USE OF ASSETS AND LEASES LIABILITIES continued

Lease liabilities are analysed in the interim consolidated statement of financial position as follows:

	30 June 2024 AED	31 December 2023 AED
	AED (Unaudited)	(Audited)
Current portion Non-current portion	1,947,639 29,371,507	1,943,614 29,507,406
	<u>31,319,146</u>	<u>31,451,020</u>

The Group had entered into two long-term thirty-year operating lease agreements with Higher Corporation for Specialized Economic Zones to rent plots of land in Abu Dhabi, UAE on which the labour accommodation camp has been built and another on which the training centre has been built.

### 7 FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

Movement in financial assets carried at fair value through other comprehensive income are as follows:

	(Unaudited) 30 June	(Audited) 31 December
	2024	2023
	AED	AED
At 1 January	70,772,190	71,179,433
Purchases	- · · · · · · · · · · · · · · · · · · ·	3,206,808
Change in fair value	(5,833,979)	(3,285,429)
Disposals during the period / year	(24,544,502)	(328,622)
At the end of the period / year	40,393,709	<u>70,772,190</u>

Financial assets at fair value through other comprehensive income represent investments in quoted shares of UAE Company.

These investments in equity instruments are not held-for-trading. Instead, they are held for medium to long term strategic purposes. Accordingly, the management of the Group have elected to designate these investments in equity instruments as at FVTOCI as they believe that recognising short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Group's strategy of holding these investments for long-term purposes and realising their performance potential in the long run.

Dividend income received from financial assets carried at fair value amounted to AED 1,016,463 (30 June 2023: AED 760,977).

### 8 TRADE AND OTHER RECEIVABLES

	(Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED
Trade receivables Unbilled receivables Less: provision for expected credit losses	164,808,167 9,509,068 ( <u>115,732,966</u> )	159,134,994 - <u>(70,706,874)</u>
Prepayments Deposits and other receivables Advances to suppliers	58,584,269 9,886,493 8,357,294 4,606,928	88,428,120 9,318,285 6,736,772

The average contractual credit period on rendering of services is 60 days (31 December 2023: 60 days), whereas the actual average collection period is considered as 180 days (31 December 2023: 180). No interest is charged on other receivables. The Group has determined the allowance for credit loss on the basis of past history and analysis of capacity of clients to make future payments.

Movement in the provision for expected credit losses were as follows:

	(Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED
At 1 January Charge for the period / year	70,706,874 45,026,092	62,849,146 _7,857,728
At the end of the period / year	<u>115,732,966</u>	70,706,874

### 9 RELATED PARTY BALANCES AND TRANSACTIONS

Related parties represent the Parent Company and its subsidiaries, 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.

### 9 RELATED PARTY BALANCES AND TRANSACTIONS continued

Amounts due from related parties included in the interim consolidated statement of financial position are as follows:

Amounts due from related parties: Trojan General Contracting LLC	(Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED
Trojan Construction Group - Sole Proprietorship LLC Al Ain Farms for Livestock Production	2,217,411 1,686,522	2,217,411 809,315
ATGC Transport and General Contracting LLC	566,509	229,173
National Projects & Construction LLC Emarat Europe Fast Bldg. Technology System Factory LLC	493,614 257,214	467,435
Gulf Dunes Landscaping & Agricultural Services Company LLC	210,381	171,545
Inspire Integrated Services LLC	200,163	1,199,298
Reem Emirates Aluminium LLC	151,433	102.062
H.H. Sheikh Mansour Bin Zayed Al Nahyan National Petroleum Construction Company PJSC	79,866 61,538	103,863 32,404
Khidmah Sole Proprietorship LLC	54,814	32,404
Tafawuq Facilities Management Company LLC	47,054	47,770
Sheikh Hamdan Bin Zayed Al Nahyan Private Office	-	4,858
Pivot Engineering and General Contracting United International Group for Manpower Services LLC	13,205 10,500	-
Hi-Tech Concrete Products LLC	2,878	182,132
	<u>21,125,303</u>	<u>21,212,658</u>
Other balances included in the interim consolidated statement of financial po	C 11	
Other buttinees included in the interim consolitation statement of intuition po	sition are as follows:	
Other outlances included in the interim consonauted statement of financial po	(Unaudited) 30 June	(Audited) 31 December
Other outlanees included in the interim consonauted statement of financial po	(Unaudited)	(Audited)
Financial assets carried at fair value through other comprehensive income (entities under common control)	(Unaudited) 30 June 2024	(Audited) 31 December 2023
Financial assets carried at fair value through other	(Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED
Financial assets carried at fair value through other comprehensive income (entities under common control)	(Unaudited) 30 June 2024 AED  22,675,549 47,571,552	(Audited) 31 December 2023 AED  50,002,211 20,021,051
Financial assets carried at fair value through other comprehensive income (entities under common control)  Balances with a financial institution (other related party)	(Unaudited) 30 June 2024 AED  22,675,549 47,571,552	(Audited) 31 December 2023 AED  50,002,211 20,021,051
Financial assets carried at fair value through other comprehensive income (entities under common control)  Balances with a financial institution (other related party)	(Unaudited) 30 June 2024 AED  22,675,549 47,571,552 t of financial position (Unaudited) 30 June 2024	(Audited) 31 December 2023 AED  50,002,211 20,021,051 are as follows: (Audited) 31 December 2023
Financial assets carried at fair value through other comprehensive income (entities under common control)  Balances with a financial institution (other related party)  Amounts due to related parties included in the interim consolidated statement	(Unaudited) 30 June 2024 AED  22,675,549 47,571,552 t of financial position (Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED  50,002,211 20,021,051 are as follows: (Audited) 31 December 2023

#### 9 **RELATED PARTY BALANCES AND TRANSACTIONS continued**

The Group entered into the following significant transactions with related parties carried out on terms and conditions agreed between the parties.

	Three months ended 30 June		~	ths ended June
	2024	2023	2024	2023
	AED	AED	AED	AED
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Revenue	<u>6,810,222</u>	7,098,783	<u>13,562,126</u>	16,196,388
Board of Directors' remuneration			<del></del>	500,000
Interest income on deposits with financial institution	<u>206,718</u>	<u>115,103</u>	<u>360,093</u>	270,035
<b>Key management compensation:</b> Salaries and other short-term employees' benefits	<u>285,000</u>	_285,000	<u>570,000</u>	570,000
Post-employment benefits	<u> 57,000</u>	57,000	<u>114,000</u>	114,000
10 CASH AND BANK BALANCES				

	(Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED
Cash in hand Cash at banks Term deposits Margin deposits	108,830 28,010,264 75,095,081 358,970	72,075 19,053,963 60,918,891
Cash and bank balances Less: term deposits with original maturities of more than three months*	103,573,145 (75,095,081)	80,044,929 ( <u>60,918,891</u> )
Cash and cash equivalents	28,478,064	19,126,038

Term deposits have maturities of three to twelve months from the date of placement and carry fixed interest rates ranging from 4.0% to 5.20% (31 December 2023: 4.6% to 5.2%).

Cash and cash equivalents as at 30 June 2023 (unaudited) amounted to AED 55,527,189.

#### 11 **DIVIDENDS**

As decided by the Board at the Board Meeting held on 22 February 2024, no cash dividend was paid to the shareholders in respect of the period ended 31 March 2024 (30 June 2023: AED 5,110,000 at a price of AED 0.10 per share).

<sup>\*</sup> Fixed deposits amounted to AED 25,278,073 are mortgaged against labour guarantees included bank guarantees and performance bonds as disclosed in note 21.

### 12 SHARE CAPITAL

(Unaudited)	(Audited)
30 June	31 December
2024	2023
<b>AED</b>	AED

### Authorised, issued and fully paid

51,100,000 (31 December 2023: 51,100,000 shares of AED 1 each (31 December 2023: AED 1 each)

### 13 LEGAL RESERVE

In accordance with the Company's Memorandum of Association and the UAE Federal Law No. 32 of 2021, 10% of the profit for the year is to be transferred to a legal reserve that is non-distributable. Transfers to this reserve are required to be made until such time as it equals at least 50% of the paid up share capital of the Company.

### 14 RESTRICTED RESERVE

Restricted reserve pertains to the non-distributable legal reserve of the subsidiaries.

### 15 PROVISION FOR EMPLOYEES' END OF SERVICE BENEFITS

Movement in the provision for employees' end of service benefits is as follows:

	(Unaudited) 30 June 2023 AED	(Audited) 31 December 2023 AED
At I January Charge during the period / year Payments during the period / year	12,910,715 1,901,935 (769,464)	13,020,788 2,074,667 (2,184,740)
At the end of the period / year  16 TRADE AND OTHER PAYABLES	<u>14,043,186</u>	12,910,715
	(Unaudited) 30 June 2023 AED	(Audited) 31 December 2023 AED
Salaries and staff benefit payables Trade payables Accruals and other payables Advances from customers Retentions payables	18,031,137 8,819,353 3,563,127 2,723,922 1,939,863	15,938,749 3,457,501 3,422,430 2,327,965 
	<u>35,077,402</u>	<u>25,682,705</u>

### 17 REVENUE

	Three months ended 30 June		Six months ended 30 June	
	2024	2023	2024	2023
	AED (Unaudited)	AED (Unaudited)	AED (Unaudited)	AED (Unaudited)
Revenues				
Manpower services	36,660,251	28,976,409	78,563,437	61,144,955
Facilities management services Food and catering services	1,825,030	194,541 8,282	1,859,963	370,967 71,610
	<u>38,485,281</u>	29,179,232	80,423,400	61,587,532
Rental income				
Leasing income	6,709,236	2,678,433	9,204,648	5,237,176
	<u>45,194,517</u>	31,857,665	<u>89,628,048</u>	66,824,708

All revenue are generated in United Arab Emirates

Set out below is the disaggregation of the Group's revenue from contracts with customers:

	Three months ended 30 June		Six months ended 30 June	
	2024 AED	2023 AED	2024 AED	2023 AED
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Timing of revenue recognition Goods and services transferred at a point in time Goods and services transferred over time	<u>-</u> <u>45,194,517</u>	8,282 31,849,383	- 89,628,048	71,610 66,753,098
	<u>45,194,517</u>	31,857,665	<u>89,628,048</u>	66,824,708

### 18 INCOME TAX

The major components of taxation disclosed in the interim consolidated statement of profit or loss are:

	Three months ended 30 June		~	ths ended June
	2024	2023	2024	2023
	AED	AED	<b>AED</b>	AED
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Interim consolidated statement of profit or loss Income tax Charge for the period	363,953		642,953	
Charge for the period	<u>303,733</u>			<del>_</del>
Deferred tax Relating to origination and reversal of deductible temporary differences	(154,368)		( <u>4,105,407</u> )	
Net income tax expense (benefit) reported in the interim consolidated statement of profit and loss	<u>209,585</u>		( <u>3,462,454</u> )	

#### 18 **INCOME TAX** continued

	Three months ended 30 June			nths ended 0 June	
	2024	2023	2024	2023	
	AED	AED	AED	AED	
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	
Interim consolidated statement of other comprehensive income  Deferred tax related to items recognised					
in OCI during the period:					
Relating to fair value loss on investments					
in financial assets	(250,097)		$(\underline{525,058})$		
Deferred income tax (benefit) recorded in					
the interim consolidated statement of OCI	<u>(250,097)</u>		$(\underline{525,058})$		
Deferred tax assets recorded in interim consolida	ted statement of fina	ncial position r	elate to the follo	owing:	
		(U	naudited)	(Audited)	
		( -	30 June	31 December	

	(Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED
Provisions and others Losses available for offsetting against future taxable income	4,438,836 	<u>-</u>
	4,630,465	

#### 19 BASIC AND DILUTED EARNINGS / (LOSS) PER SHARE

Earnings per share amounts are calculated by dividing the profit attributable to shareholders of the Group by the weighted average number of share outstanding during the period.

	Three months ended 30 June		Six months ended 30 June	
	2024 AED (Unaudited)	2023 AED (Unaudited)	2024 AED (Unaudited)	2023 AED (Unaudited)
Profit / (loss) for the period	_2,900,123	(1,390,210)	(33,720,318)	_1,751,301
Weighted average number of shares	<u>51,100,000</u>	<u>51,100,000</u>	<u>51,100,000</u>	<u>51,100,000</u>
Earnings / (loss) per share	0.06	(0.027)	(0.66)	0.034

There were no potentially dilutive securities as at 30 June 2024 and 2023, and accordingly, diluted earnings per share are the same as basic earnings per share.

For the six-month period ended 30 June 2024 (unaudited)

### 20 SEGMENTAL REPORTING

The Group has three reportable segments, as described below, which are aligned with the Group's strategic business units. The strategic business units offer different products and services and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Board of Directors review internal management reports on at least a quarterly basis.

The following summary describes the operations in each of the Group's reportable segment:

- Manpower outsourcing segment, which involves provision of manpower services;
- Workers' accommodation, which involves in real estate enterprises investment, development, training institution and management; and camps and labour accommodation management; and
- Other segments include the Group's business operations on catering and facilities management.

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit, as included in the internal management reports data reviewed by the Group's executive management. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

### For the period ended 30 June 2024 (unaudited):

	Manpower outsourcing AED	Workers' accomm- odation AED	Others AED	Inter segment eliminations AED	Total AED
Description Revenue Direct costs	99,792,735 ( <u>88,911,661</u> )	9,204,648 ( <u>6,364,652</u> )	3,290,829 ( <u>1,054,163</u> )	(22,660,164) 21,606,016	89,628,048 ( <u>74,724,460</u> )
Gross profit	10,881,074	2,839,996	2,236,666	(1,054,148)	14,903,588
General and administrative expenses Provision for expected credit losses of trade receivables Finance expense Other income	(8,498,573) (45,026,092) (77,804) 1,474,875	(1,082,560) (673,610) <u>376,222</u>	(1,364,665) - (157,536) 1,889,235	1,281,063 - - (226,915)	(9,664,735) (45,026,092) (908,950) 3,513,417
(Loss) / profit for the period	( <u>41,246,520</u> )	<u>1,460,048</u>	<u>2,603,700</u>		(37,182,772)
For the period ended 30 June 2023 (unaudited)					
	Manpower outsourcing AED	Workers' accomm- odation AED	Others AED	Inter segment eliminations AED	Total AED
Revenue Direct costs	67,685,461 ( <u>54,527,277</u> )	10,533,060 ( <u>6,714,356</u> )	2,420,077 ( <u>2,140,377</u> )	(13,813,890) <u>8,161,174</u>	66,824,708 ( <u>55,220,836</u> )
Gross profit	13,158,184	3,818,704	279,700	(5,652,716)	11,603,872
General and administrative expenses Provision for expected credit losses of trade receivables Finance expense Other income	(6,823,909) (4,113,968) - 1,428,719	(921,625) (602,063) 1,731,549	(6,210,691) - (202,371) 209,072	5,933,580 - (280,864)	(8,022,645) (4,113,968) (804,434) 3,088,476
(Loss) / profit for the period	3,649,026	<u>4,026,565</u>	( <u>5,924,290</u> )	=======================================	<u>1,751,301</u>

### 20 SEGMENT REPORTING (continued)

### As at 30 June 2024 (unaudited):

	Manpower outsourcing AED	Workers' accomm- odation AED	Others AED	Eliminations AED	Total AED
Total current assets Total non-current assets	132,173,506 76,031,067	45,666,326 79,671,733	84,172,921 23,744,132	(55,879,321) ( <u>30,321,841</u> )	206,133,432 149,125,091
Total assets	208,204,573	125,338,059	107,917,053	( <u>86,201,162</u> )	<u>355,258,523</u>
Total liabilities	61,801,374	30,071,608	79,392,245	( <u>90,035,674</u> )	81,229,553
As at 31 December 2023 (audited):					
	Manpower outsourcing AED	Workers' accomm- odation AED	Others AED	Eliminations AED	Total AED
Total current assets Total non-current assets	157,599,035 106,728,524	41,498,534 81,454,251	61,563,575 24,130,815	(54,920,380) ( <u>34,951,705</u> )	205,740,764 177,361,885
Total assets	<u>264,327,559</u>	122,952,785	85,694,390	( <u>89,872,085</u> )	<u>383,102,649</u>
Total liabilities	50,669,342	29,146,382	79,947,801	(89,719,085)	70,044,440

### 21 COMMITMENTS AND CONTINGENCIES

	(Unaudited) 30 June 2024 AED	(Audited) 31 December 2023 AED
Bank guarantees and performance bonds	<u>32,266,770</u>	3,815,543

### 22 FAIR VALUES

### Fair value of the Group's assets that are measured at fair value on recurring basis

Some of the Group's financial assets are measured at fair value at the end of the reporting period. The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable and gives information about how the fair value of these financial assets are determined.

- Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.
- Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.
- Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

### 22 FAIR VALUES continued

The Group held the following financial instrument measured at fair value:

	Level 1 AED	Level 2 AED	Level 3 AED	Total AED
30 June 2024 Financial assets carried at fair value through other comprehensive income	40,393,709			40,393,709
31 December 2023 Financial assets carried at fair value through other comprehensive income	70,772,190			70,772,190

There were no transfers between each of the levels during the period. There are no financial liabilities which should be measured at fair value and accordingly no disclosure is made in the above table.

### 23 SEASONALITY OF RESULTS

No income of a seasonal nature was recorded in the interim consolidated statement of profit or loss for the six months period ended 30 June 2024 and 2023.

### 24 COMPARATIVE FIGURES

Certain comparative figures have been reclassified, wherever necessary, to confirm to the presentation adopted in the current period's interim condensed consolidated financial statements. These reclassifications were not significant and have no impact on the total assets, total liabilities, total equity and profit of the Group.