

The National Investor Pr. J.S.C.

Interim condensed consolidated financial information
(Unaudited)

For the six months period ended 30 June 2024

Principal business address:
P. O. Box 47435
Abu Dhabi
United Arab Emirates

The National Investor Pr. J.S.C.
Condensed consolidated interim financial information (Unaudited)
For the six months period ended 30 June 2024

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**Report on review of interim condensed consolidated financial information
To the Shareholders of The National Investor Pr. J.S.C.****Introduction**

We have reviewed the accompanying interim condensed consolidated statement of financial position of **The National Investor Pr. J.S.C.** (the “Company”) and its subsidiaries (collectively referred to as the “Group”) as at 30 June 2024 and the related interim condensed consolidated statement of profit or loss, interim condensed consolidated statement of comprehensive income, interim condensed consolidated statement of changes in equity and the interim condensed consolidated statement of cash flows for the six months period then ended, and notes to the interim condensed consolidated financial statements. Management is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Accounting Standard 34, ‘Interim Financial Reporting’ as issued by the International Accounting Standards Board (IASB). Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review

Scope of review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial information is not prepared, in all material respects, in accordance with International Accounting Standard 34, ‘Interim Financial Reporting’ as issued by the IASB.

**GRANT THORNTON UAE****Dr. Osama El-Bakry
Registration No. 935
Abu Dhabi, United Arab Emirates****14 August 2024**

The National Investor Pr. J.S.C.

Interim condensed consolidated statement of profit or loss
For the six months period ended 30 June 2024

	Note	Six months period ended 30 June 2024 AED'000 (Unaudited)	Six months period ended 30 June 2023 AED'000 (Unaudited)
Fee and service income	5	16,207	11,838
Net income from investments carried at fair value through profit or loss		247	1,798
Impairment loss on investment in associate	7	(4,930)	-
Share of results from investments in associates	7	1,812	(48)
Change in fair value of investment properties	8	(4,700)	-
Interest income		308	525
Other income		1,301	1,188
Total operating income		10,245	15,301
Operating expenses		(5,624)	(4,111)
General and administrative expenses		(4,388)	(5,539)
Selling and marketing expenses		(419)	(332)
Staff costs	6	(2,560)	(2,528)
Depreciation and amortization		(3,285)	(3,276)
Interest expense		(455)	(624)
Total operating expenses		(16,731)	(16,410)
Loss for the period from continuing operations		(6,486)	(1,109)
Profit for the period from discontinued operations	19	-	157
Loss for the period		(6,486)	(952)
<i>Attributable to:</i>			
Shareholders of the Company		(6,713)	(681)
Non-controlling interests		227	(271)
		(6,486)	(952)
Basic and diluted loss per share (AED)	17	(0.021)	(0.002)

The notes from 1 to 22 form an integral part of these interim condensed consolidated financial information.

The National Investor Pr. J.S.C.

Interim condensed consolidated statement of comprehensive income
For the six months period ended 30 June 2024

	Six months period ended 30 June 2024 AED'000 (Unaudited)	Six months period ended 30 June 2023 AED'000 (Unaudited)
Loss for the period	(6,486)	(952)
Other comprehensive income :		
<i>Items that will not be subsequently reclassified to profit or loss</i>		
Fair value gain on financial assets carried at fair value through other comprehensive income	-	21
Revaluation of fixed assets transferred to investment property	-	567
Share of OCI movement from associate	-	307
Other comprehensive income	-	895
Total comprehensive loss for the period	(6,486)	(57)
<i>Attributable to:</i>		
Shareholders of the Company	(6,713)	214
Non-controlling interests	227	(271)
	(6,486)	(57)

he notes from 1 to 22 form an integral part of these interim condensed consolidated financial information.

The National Investor Pr. J.S.C.

Interim condensed consolidated statement of financial position As at 30 June 2024

	Note	30 June 2024 AED'000 (Unaudited)	31 December 2023 AED'000 (audited)
ASSETS			
Non-current assets			
Property, fixtures and equipment		140,897	142,885
Intangible assets		-	148
Investments in associates	7	8,495	36,613
Investment properties	8	88,390	117,090
		<u>237,782</u>	<u>296,736</u>
Current assets			
Other assets	9	7,037	5,755
Amounts due from related parties	10	199	129
Investments at fair value through profit or loss	11	9,600	9,600
Investments at fair value through other comprehensive income	12	483	483
Cash and cash equivalents	13	23,264	22,810
		<u>40,583</u>	<u>38,777</u>
Associate held-for-sale	7	25,000	-
Asset held-for-sale	8	24,000	-
		<u>89,583</u>	<u>38,777</u>
TOTAL ASSETS		<u>327,365</u>	<u>335,513</u>
LIABILITIES AND EQUITY			
LIABILITIES			
Non-current liabilities			
Term loans	14	6,602	9,004
End of services benefits		813	832
		<u>7,415</u>	<u>9,836</u>
Current liabilities			
Term loans	14	4,707	4,514
Other liabilities	15	6,917	6,313
Amounts due to related parties	10	400	438
		<u>12,024</u>	<u>11,265</u>
TOTAL LIABILITIES		<u>19,439</u>	<u>21,101</u>
EQUITY			
Share capital	16	285,000	285,000
Legal reserve		62,101	62,101
Optional reserve		3,678	3,678
Fair value reserve		(15,293)	(15,293)
Accumulated losses		(70,206)	(63,493)
EQUITY ATTRIBUTABLE TO THE SHAREHOLDERS OF THE PARENT COMPANY		<u>265,280</u>	<u>271,993</u>
Non-controlling interests		42,646	42,419
TOTAL EQUITY		<u>307,926</u>	<u>314,412</u>
TOTAL LIABILITIES AND EQUITY		<u>327,365</u>	<u>335,513</u>



Mr. Saeed Mohamed Almasoud
Chairman



Mr. Rami Hurieh
Managing Director

The notes from 1 to 22 form an integral part of these interim condensed consolidated financial information.

The National Investor Pr. J.S.C.

Interim condensed consolidated statement of changes in equity
For the six months period ended 30 June 2024

	Share capital AED'000	Legal reserve AED'000	Optional reserve AED'000	Fair value reserve AED'000	Accumulated losses AED'000	Equity attributable to shareholders of Parent Company AED'000	Non- controlling interests AED'000	Total AED'000
Balance at 1 January 2023 <i>(Audited)</i>	310,000	62,101	3,678	(16,175)	(54,382)	305,222	42,129	347,351
Loss for the period	-	-	-	-	(681)	(681)	(271)	(952)
Other comprehensive income	-	-	-	895	-	895	-	895
Return of capital to shareholders	(25,000)	-	-	-	-	(25,000)	-	(25,000)
Balance at 30 June 2023 <i>(Unaudited)</i>	285,000	62,101	3,678	(15,280)	(55,063)	280,436	41,858	322,294
Balance at 1 January 2024 <i>(Audited)</i>	285,000	62,101	3,678	(15,293)	(63,493)	271,993	42,419	314,412
Loss for the period	-	-	-	-	(6,713)	(6,713)	227	(6,486)
Other comprehensive income	-	-	-	-	-	-	-	-
Balance at 30 June 2024 <i>(Unaudited)</i>	285,000	62,101	3,678	(15,293)	(70,206)	265,280	42,646	307,926

The notes from 1 to 22 form an integral part of these interim condensed consolidated financial information.

The National Investor Pr. J.S.C.

Interim condensed consolidated statement of cash flows For the six months period ended 30 June 2024

	Note	Six months ended 30 June 2024 AED'000 (Unaudited)	Six months ended 30 June 2023 AED'000 (Unaudited)
Cash flows from operating activities			
Loss for the period		(6,486)	(1,109)
<i>Adjustments for:</i>			
Depreciation and amortization		3,285	3,276
Share of results from investments in associates	7	(1,812)	48
Net loss /(gain) from investments carried at fair value through profit or loss	8	56	(1,798)
Interest income		(611)	(525)
Interest expense		455	624
Provision for employees' end of service benefits		291	214
Impairment loss on investment in associates	7	4,930	-
Change in fair value of investment properties	8	4,700	-
Gain on sale of property, fixture and equipment		(108)	(23)
		<u>4,700</u>	<u>707</u>
<i>Changes in:</i>			
Amounts due from related parties		(70)	44
Other assets		(1,150)	(626)
Other liabilities		493	110
Amounts due to related parties		(38)	(24)
Employees' end of service benefits paid		(310)	(545)
Net cash from / (used in) continuing operations		<u>3,625</u>	<u>(334)</u>
Net cash (used in) discontinued operations		<u>-</u>	<u>(147)</u>
Net cash from / (used in) operating activities		<u>3,625</u>	<u>(481)</u>
Cash flows from investing activities			
Additions to property, fixtures and equipment, net		(1,147)	(138)
Proceeds from sale of property, fixtures and equipment		108	23
Acquisition of investments carried at FVTPL	8	(2,330)	(5,926)
Proceeds from sale of investments carried at FVTPL		2,274	7,408
Term deposits		(1,122)	10,022
Interest income received		479	828
Net cash (used in) / from continuing operations		<u>(1,738)</u>	<u>12,217</u>
Net cash from discontinued operations		<u>-</u>	<u>171</u>
Net cash (used in) / from investing activities		<u>(1,738)</u>	<u>12,388</u>
Cash flows from financing activities			
Repayment of term loans		(2,210)	(2,040)
Return of capital to equity holders of the parent		-	(25,000)
Interest paid		(345)	(624)
Net cash used in continuing operations		<u>(2,555)</u>	<u>(27,664)</u>
Net cash used in discontinued operations		<u>-</u>	<u>-</u>
Net cash used in financing activities		<u>(2,555)</u>	<u>(27,664)</u>
Net decrease in cash and cash equivalents		<u>(668)</u>	<u>(15,757)</u>
Cash and cash equivalents at 1 January		22,810	35,305
Cash and cash equivalents at 30 June	13	<u>22,142</u>	<u>19,548</u>

The notes from 1 to 22 form an integral part of these interim condensed consolidated financial information.

**Notes to the interim condensed consolidated financial information
For the six months period ended 30 June 2024**

1 Legal status and principal activities

The National Investor Pr. J.S.C. (the “Company”) is registered in Abu Dhabi, United Arab Emirates (“UAE”) and is listed on the Abu Dhabi Securities Exchange as a Private Joint Stock Company since 2014. The Company is subject to the Federal Law No. 32 of 2021 on Commercial Companies which came into legal effect on 2 January 2022 and in replacement of Federal Law No. 2 of 2015 and the executive Ministry of Economy Decision No. 539 of 2017 concerning private joint stock companies. In 2001, the Company received approval from the Central Bank of the UAE to conduct financial investment business as an investment company in accordance with the Central Bank’s Board of Directors’ Resolution No. 164/8/94 dated 18 April 1995 regarding the regulations for investment companies and banking and investment consultation companies. The Company was also licensed and regulated by the UAE Securities and Commodities Authority (SCA) for conducting Financial Advisory activity since 2012, Investment Management activity since 2017 and Management activity since 2018. The Company ceased all financial activities since the end of 2019 and applied for voluntary cancellation of its SCA licenses.

On 6 May 2020, SCA released its Decision 22 RT/2020 concerning the approval of voluntary cancellation of TNI’s Financial Analysis License. On 8 May 2020, the SCA issued approval for the voluntary cancelation of the management license. The Investment Management SCA license is under cancellation

On 31 January 2023, the UAE Ministry of Finance announced the introduction of a 9% Federal Corporate Tax rate effective for fiscal years commencing on or after 1 June 2024. The impact of the announcement was disclosed in note 22 in the interim condensed consolidated financial information of the Group for the period ended 30 June 2024.

The Company and its subsidiaries (together referred as the “Group”) are managed as an integrated investment and financial services company.

The principal activities of the Group are private equity, real estate investment and provision of consultancy, economic feasibility consultancy and studies, commercial agencies and hospitality.

The registered head office of the Company is at P.O. Box 47435, Abu Dhabi, United Arab Emirates.

This interim condensed consolidated financial information of the Group was authorized and approved for issue by the Board of Directors on 13 August 2024.

2 Summary of significant accounting policies

2.1 Statement of compliance

This interim condensed consolidated financial information is prepared in accordance with International Accounting Standard 34, “Interim Financial Reporting” issued by the International Accounting Standards Board and applicable requirements of the laws of the Federal Law Decree No. 32 of 2021.

The Group has prepared the interim condensed consolidated financial statements on the basis that it will continue to operate as a going concern. The Group has considered that there are no material uncertainties that may cast significant doubt over this assumption. They have formed a judgement that there is a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future, and not less than 12 months from the end of the reporting period.

These interim condensed consolidated financial statements do not include all the information and disclosures required in the annual consolidated financial statements and should be read in conjunction with the Group’s consolidated financial statements for the year ended 31 December 2023, they do not include all of the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance since the latest annual consolidated financial statements. In addition, results for the six months period ended 30 June 2024 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2024.

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

2 Summary of significant accounting policies (continued)

2.2 Basis of preparation

The accounting policies applied by the Group in the presentation of these interim condensed consolidated financial information are consistent with those applied by the Group in its audited consolidated financial statements as at and for the year ended 31 December 2023, except for IFRSs that became effective for accounting periods beginning on or after 1 January 2024.

The interim condensed consolidated statement of profit or loss and interim condensed consolidated statement of comprehensive income have been prepared to disclose the results of Group's activities from continuing operations and discontinued operations incurred in previous period presented.

The interim condensed consolidated financial information is presented in United Arab Emirates Dirham (AED) which is the functional and the presentation currency of the Group and all values are rounded to the nearest thousand dirham, except when otherwise indicated.

2.3 Basis of consolidation

The interim condensed consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company and its subsidiaries. Control is achieved when the Company:

- Has power over the investee
- Is exposed, or has rights, to variable returns from its involvement
- Has the ability to use its power to affect its returns

The Company 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 Company has less than a majority of the voting rights of an investee, it considers that 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. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- The size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders
- Potential voting rights held by the Company, other vote holders or other parties
- Rights arising from other contractual arrangements
- Any additional facts and circumstances that indicate that the Company 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 Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the year are included in profit or loss from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with the Group's accounting policies. All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

2 Summary of significant accounting policies (continued)

2.3 Basis of consolidation (continued)

Non-controlling interests

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. Those interests of non-controlling shareholders that are present ownership interests entitling their holders to a proportionate share of net assets upon liquidation may initially be measured at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement is made on an acquisition-by-acquisition basis. Other non-controlling interests are initially measured at fair value. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the noncontrolling interests' share of subsequent changes in equity.

Profit or loss and each component of the other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. The total comprehensive income of the 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.

Details of the Company's significant subsidiaries and effective ownership interest are given below:

	Country of incorporation	Ownership interest % 30 June 2024	31 December 2023	Principal activity
Operating entities				
Mainland Management LLC	U.A.E.	67	67	Real estate investments
Mainland Investment LLC	U.A.E.	100	100	Real estate investments
Metropolitan Al Mafraq Hotel –LLC a subsidiary of Mainland Investment LLC	U.A.E.	100	100	Hospitality services
Uptown Management LLC	U.A.E.	100	100	Real estate investments
Uptown Investment LLC	U.A.E.	100	100	Real estate investments
Special purpose entities				
United Capital LLC	U.A.E.	100	100	Asset Management
Fidelity Invest LLC	U.A.E.	100	100	Asset Management
Al Dhafra Capital LLC	U.A.E.	100	100	Asset Management
TNI Capital Partners Limited	Cayman Islands	100	100	Private Equity Funds
TNI General Partners Limited	Cayman Islands	100	100	Private Equity Funds

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

3 Application of new and revised International Financial Reporting Standards (IFRS)

The following new and revised IFRSs, which became effective for annual periods beginning on or after 1 January 2024, have been applied in these interim condensed consolidated financial statements:

• Amendment to IFRS 16 – Leases on sale and leaseback

These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted.

• Amendment to IAS 1 – Non-current liabilities with covenants

These amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments also aim to improve the information an entity provides related to liabilities subject to these conditions.

• Amendment to IAS 7 and IFRS 7 - Supplier finance

These amendments require disclosures to enhance the transparency of supplier finance arrangements and their effects on an entity's liabilities, cash flows and exposure to liquidity risk. The disclosure requirements are the IASB's response to investors' concerns that some companies' supplier finance arrangements are not sufficiently visible, hindering investors' analysis.

The application of these revised IFRSs has not had any material impact on the amounts reported for the current and prior years but may affect the accounting for future transactions or arrangements.

New and amended IFRS Standards in issue but not yet effective and not early adopted

At the date of approval of these consolidated financial statements, the Group has not applied the following new and revised IFRS Standards that have been issued but are not yet effective:

- Amendments to IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (effective date not yet decided)
- Lack of Exchangeability (Amendments to IAS 21) (effective from 1 January 2025).
- IFRS 18 Presentation and Disclosure in Financial Statements (effective from 1 January 2027).
- IFRS 19 Subsidiaries without Public Accountability (effective from 1 January 2027).

Further, on 26 September 2023, the International Sustainability Standards Board (ISSB) published first two IFRS Sustainability Disclosure Standards at the IFRS Foundation Conference 2023:

- IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information - IFRS S1 sets out overall requirements with the objective to require an entity to disclose information about its sustainability-related risks and opportunities that is useful to the primary users of general purpose financial reports in making decisions relating to providing resources to the entity. (Effective date not yet decided by the regulator in the United Arab Emirates).

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

3 Application of new and revised International Financial Reporting Standards (IFRS) (continued)

New and amended IFRS Standards in issue but not yet effective and not early adopted (continued)

- IFRS S2 Climate-related Disclosures - IFRS S2 sets out the requirements for identifying, measuring, and disclosing information about climate-related risks and opportunities that is useful to primary users of general-purpose financial reports in making decisions relating to providing resources to the entity. Subject to adoption by the local jurisdiction, both Standards are effective for annual periods beginning on or after 1 January 2024, with substantial transitional reliefs to allow preparers more time to align reporting of sustainability related financial disclosures and consolidated financial statements. (Effective date not yet decided by the regulator in the United Arab Emirates).

There are no other applicable new standards and amendments to published standards or IFRIC interpretations that have been issued that would be expected to have a material impact on the consolidated financial statements of the Group.

Management anticipates that these amendments and new standards will be adopted in the financial information in the initial period when they become mandatorily effective. The impact of these standards and amendments is currently being assessed by the management.

4 Critical accounting judgments and key sources of estimation uncertainty

The preparation of these interim condensed consolidated financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

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 estimates uncertainty were the same as those applied in the Group consolidated financial statements as at and for the year ended 31 December 2023, except for the adoption of new standards and interpretations effective 1 January 2024

5 Fee and service income

	30 June 2024 AED'000 (Unaudited)	30 June 2023 AED'000 (Unaudited)
Revenue from hotel services	16,207	11,838

6 Staff cost

	30 June 2024 AED'000 (Unaudited)	30 June 2023 AED'000 (Unaudited)
Staff cost – corporate	644	853
Staff cost – subsidiaries	1,916	1,675
	2,560	2,528

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

7 Investments in associates

The Group has the following investments in associates which are accounted for using the equity method.

Company Name	Country of incorporation	Ownership interest %		Principal activity
		30 June 2024	31 December 2023	
National Entertainment LLC	U.A.E.	40%	40%	Entertainment services
Growth Capital Fund	Cayman Islands	30.56%	30.56%	Asset management
				Catering services and facility management
NCC Holding LLC	U.A.E.	10 %	10 %	

Summarised financial information of the associates is set out below.

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
<i>Associates' statement of financial position</i>		
Assets	615,085	547,806
Liabilities	(276,507)	(222,306)
Net assets	338,578	325,500
Group's share of net assets	55,474	53,618
Less: accumulated impairment loss (a)	(21,979)	(17,005)
Reclass to associate held for sale (a)	(25,000)	-
Carrying amount of investment in associates	8,495	36,613
<i>Associates' revenue and profit:</i>		
Revenue	306,559	533,334
Profit for the year	7,927	11,111
Group's share of profit for the year	1,812	1,035

- (a) During the period ended 30 June 2024, the Group committed to a plan to sell its investment in NCC Holding LLC and subsequent to the reporting period, and subsequent to the reporting period, the shareholders approved the sale arrangement with cash consideration of AED 25 million as disclosed in note 21. The group has presented it as investment in associate held-for-sale.

The management has assessed the recoverable amount of this associate and recognized an impairment loss amounting to AED 4.93 million (31 December 2023: AED 8.2 million) in the condensed consolidated statement of profit or loss for the period.

As of 30 June 2024, the Group's share of the contingent liabilities of associates (corporate guarantees) amounted to AED nil (31 December 2023: AED nil).

Associate legal claim:

During the year ended 31 December 2023, a legal case amounting to AED 11.9 million was filed by a third party against one of the group associates (National Entertainment LLC), and the court decision was not in the associate's favour. Based on the group's assessment after taking appropriate legal advice that there is no legal or constructive obligation for the group to fund the associate's operations or make payments on behalf of the associate, the group accordingly did not recognize any provision against the legal claim of the associate as of 30 June 2024.

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

8 Investment properties

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
Opening balance	117,090	114,041
Transferred during the period/year	-	3,049
Change in fair value of investment property for the period/year (a)	(4,700)	-
Reclass to asset held for sale (a)	(24,000)	-
	<u>88,390</u>	<u>117,090</u>

- (a) During the period ended 30 June 2024, the Group committed to a plan to sell one of its investment properties (office floor located in Al Reem Island) and subsequent to the reporting period, the shareholders approved the sale arrangement with cash consideration of AED 24 million. as disclosed in note 21. The group has presented it as an asset held-for-sale. The management has assessed the fair value of this investment property and recognized a decrease in fair value by amount of AED 4.7 million in the condensed consolidated statement of profit or loss for the period ending 30 June 2024.

9 Other assets

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
Trade receivables	11,483	10,374
Prepaid expenses	2,008	1,511
Accrued income	450	318
Due from employees	193	96
Others	750	1,303
	<u>14,884</u>	<u>13,602</u>
Less: allowance for expected credit loss	<u>(7,847)</u>	<u>(7,847)</u>
	<u>7,037</u>	<u>5,755</u>

10 Related party transactions

Related parties represent associates, joint ventures, major shareholders, 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.

The period end balances in respect of related parties included in the interim condensed consolidated information of financial position are as follows:

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
<i>Amounts due from related parties:</i>		
Special purpose vehicle	<u>199</u>	<u>129</u>
<i>Amounts due to related parties:</i>		
Associates	<u>400</u>	<u>438</u>
Loan obtained from Finance House - shareholder	<u>4,733</u>	<u>4,733</u>

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

10 Related party transactions (continued)

Significant transactions with related parties during the year were as follows:

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
Guarantees issued on behalf of the Company	12,759	15,002
Short term benefits of key management		
Salaries, benefits, and bonus	695	642
Board fees	-	2,307
Interest expense on loan obtained from Finance House	173	192

11 Investments carried at fair value through profit or loss

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
Investment in Sukuk*	9,600	9,600

Movement in investments carried at fair value through profit or loss:

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
Balance at the beginning of the period /year	9,600	10,000
Additions during the period /year (a)	2,330	6,111
Change in fair value during the period /year (a)	(56)	1,530
Fair value loss on investment in Sukuk (b)	-	(400)
Disposal during the period /year	(2,274)	(7,641)
Balance at the end of the period /year	9,600	9,600

* During the period, the Group had interest income from its investment in sukuk amounting AED 0.303 million (period ended 30 June 2023: AED 0.303 million).

- During the period, the Group subscribed to two Initial Public Offerings (IPOs) of listed entities with amount of AED 2.33 million and subsequently sold the shares with value of AED 2.27 million resulting in a realized net loss on sale of AED 0.06 million.
- As of 31 December 2023, the Group has recognized a fair value loss on its investment in sukuk amounting to AED 0.4 million based on the valuation report prepared by the Group management.

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

12 Investments carried at fair value through other comprehensive income

	30 June 2024	31 December 2023
	AED'000 (Unaudited)	AED'000 (Audited)
Investment in equity funds*	483	483

Movement in investments carried at fair value through other comprehensive income:

	30 June 2024	31 December 2023
	AED'000 (Unaudited)	AED'000 (Audited)
Balance at the beginning of the period /year	483	476
Change in fair value during the period /year	-	7
Balance at end of the period /year	483	483

13 Cash and bank balances

	30 June 2024	31 December 2023
	AED'000 (Unaudited)	AED'000 (Audited)
Cash in hand	56	53
Call and current accounts with banks	8,347	11,330
Term deposits	14,861	11,427
Cash and bank balances	23,264	22,810
Less: term deposits with maturities over three months	(1,122)	-
Cash and cash equivalent from continuing operations	22,142	22,810
Cash and cash equivalent from discontinued operations	-	-
Cash and cash equivalent	22,142	22,810

Bank deposits carry interest rates ranging from 3% to 5.25% (31 December 2023: 1.25% to 4.30%) per annum.

14 Term loans

	30 June 2024	31 December 2023
	AED'000 (Unaudited)	AED'000 (Audited)
Term loan 1 (note 16)	4,733	4,733
Term loans 2	6,576	8,785
	11,309	13,518

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

14 Term loans (continued)

Classified in the statement of financial position as follows:

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
<u>Non-current liabilities</u>		
Term loan 1	4,733	4,733
Term loan 2	1,869	4,271
	6,602	9,004
<u>Current liabilities</u>		
Term loan 2	4,707	4,514

Term loan 1: Mainland Management entered into a bridge loan agreement with Finance House PJSC, a related party, on 26 March 2007, amounting to AED 17 million. During 2014, the outstanding amount was converted into additional capital contribution to Mainland Management and subsequently an amount of AED 4.7 million was lent to Mainland Management. Interest is charged at 6% per annum (31 December 2023: 4% per annum). The payment term is on demand and not based on fixed installments. No movement incurred on the principal balance of the loan during the current period as well as the previous year and only interest accrued.

Term loans 2: During May 2018, the Group acquired two loans from “Arab Bank for Investment and Foreign Trade” (Al Masraf Bank). The interest rate for both loans is EIBOR + 3% per annum or 5% per annum, whichever is higher. These loans are repayable over 32 quarterly instalments starting on 2 August 2018. In May 2020, these loans have been re-scheduled in which there were deferral of two quarterly instalments for both loans and the tenor increased from 8 years to be 8 years and 6 months. The interest continued to accrue during the period of deferral. The facility is secured by demand promissory note and corporate guarantee of the group covering the total outstanding facility amount and first-degree mortgage over the land and building of Mafraq Hotel. Management negotiated the pricing terms of the loan during the third quarter of 2021 and the new revised terms are 3.5% minimum floor p/a (down from 5% p/a). The reduced interest rate was applied from October 2021 and all other terms remained the same.

15 Other liabilities

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
Trade payables	2,343	2,110
Accrued expenses	2,194	2,519
Deferred income	1,707	1,145
Staff payables	23	116
Other payables	650	423
	6,917	6,313

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

16 Share capital

	30 June 2024	31 December 2023
	AED'000	AED'000
	(Unaudited)	(Audited)
Authorized, issued and fully paid		
285,000 thousand shares of AED 1 each (31 December 2023: 285,000 thousand shares of AED 1 each)	285,000	285,000

17 Basic and diluted loss per share

Basic losses per share are calculated by dividing the loss for the period attributable to the owners of the Company by the number of shares outstanding during the period.

	30 June 2024 (Unaudited)	30 June 2023 (Unaudited)
Loss for the period (AED'000)	(6,713)	(681)
Total number of ordinary shares	285,000	285,000
Weighted average number of ordinary shares ('000)	305,833	305,833
Loss per share (AED)	(0.021)	(0.002)

There were no potentially dilutive securities as of 30 June 2024 nor 30 June 2023, and accordingly, diluted loss per share is the same as basic loss per share.

18 Segment information

Operating segments are identified on the basis of internal reports about the components of the Group that are regularly reviewed by the chief operating decision-makers of the Group in order to allocate resources to the segment and to assess its performance. The group has one operating segment as the net operating results come from its principal investment only which includes investments in associates, joint ventures, investments at fair value through profit or loss and other comprehensive income and investment properties.

19 Discontinued operations

On 22 November 2022, the Group executed an agreement for sale of a plot of land located in Masdar which was owned by one of the subsidiaries, "Fidelity Trust owned by Al Jeyoun Limited – One Man Company Sole Proprietorship LLC". As a result of the sale, the Group management established a plan to liquidate these subsidiaries and legal formalities had been completed on 14 March and 30 June 2023. Revenue, expenses, gains and losses relating to the discontinuation of this subgroup have been eliminated from profit or loss from the Group's continuing operations and are shown as a single line item in the consolidated statement of profit or loss.

The result of the operations of Al Jeyoun limited and Fidelity Trust LLC (liquidated companies) are as follows:

	Six months period ended 30 June 2024 AED'000	Six months period ended 30 June 2023 AED'000
Revenue	-	-
Direct costs	-	-
Gross profit	-	-
General and administrative expenses	-	(14)
Interest income	-	171
Profit for the period/year from discontinued operations	-	157

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Notes to the interim condensed consolidated financial information (continued) For the six months period ended 30 June 2024

19 Discontinued operations (continued)

The carrying amounts of assets and liabilities of Al Jeyoun limited and Fidelity Trust LLC (liquidated companies) are as follows:

	30 June 2024 AED'000 (Unaudited)	31 December 2023 AED'000 (Audited)
Cash and bank balances	-	-
Trade and other receivables	-	-
Total current assets	-	-
Current portion of lease liabilities	-	-
Trade and other payables	-	-
Amounts due to related parties	-	-
Total current liabilities	-	-

Cash flows generated by discontinued operations of Al Jeyoun limited and Fidelity Trust LLC (liquidated companies) for the reporting periods presented are as follows:

	Six months period ended 30 June 2024 AED'000	Six months period ended 30 June 2023 AED'000
Operating activities	-	(147)
Investing activities	-	171
Financing activities	-	-
Net cash flows generated from discontinued operations	-	24

20 Comparative information

During the current financial period, certain balances of financial information reported in the previous period have been reclassified to conform to the current period presentations; with the objective of improving the quality of information presented. The re-classifications did not have an impact on the previously reported loss for the period, total assets and total equity.

21 Subsequent events

On 12 July 2024, the shareholders approved during general assembly meeting:

- Sale of the Group's real estate assets (office floor) located in Al Reem Island, to a related party with a selling price equal to AED 24 million.
- Sale of investment in NCC Holding with cash consideration of AED 25 million.
- Reducing the Group's share capital by cancelling 50 million shares at a value of AED 50 million.
- The reduced balance will be refunded to the shareholders based on each shareholder's ownership percentage.

This decision is part of the Company's strategy to optimize its capital structure and return value to shareholders.

Notes to the interim condensed consolidated financial information (continued)
For the six months period ended 30 June 2024

22 Corporate tax status

The Group has conducted an assessment of its corporate tax computation based on the interim financial statements for the period ending 30 June 2024. As part of this assessment, the Group has identified an estimated deferred tax asset totaling AED 1.2 million. Upon evaluating the recoverability of this deferred tax asset, the Group has determined that it is not probable that the deferred tax asset will be realized in subsequent tax years. Consequently, the deferred tax asset has not been recognized in the financial statements as of 30 June 2024. The Group is committed to reassessing the recoverability of unrecognised deferred tax assets on a year-on-year basis. This reassessment will ensure that the financial statements reflect an appropriate and fair presentation of the Group's tax position and consider any changes in circumstances that may affect the probability of recovery.