



الإمارات
لتعليم القيادة
Emirates Driving

Emirates Driving Company P.J.S.C.

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 MARCH 2025 (UNAUDITED)

INDEPENDENT AUDITOR'S REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS TO THE BOARD OF DIRECTORS OF EMIRATES DRIVING COMPANY P.J.S.C.

Introduction

We have reviewed the accompanying condensed consolidated statement of financial position of Emirates Driving Company P.J.S.C. (the "Company") and its subsidiaries (together referred to as the "Group") as of 31 March 2025 and the related condensed consolidated statements of comprehensive income, changes in equity and cash flows for the three-month period then ended, and other explanatory notes. Management is responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with International Accounting Standard 34 ("IAS 34") "*Interim Financial Reporting*". Our responsibility is to express a conclusion on these 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 these condensed consolidated financial statements consist 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.

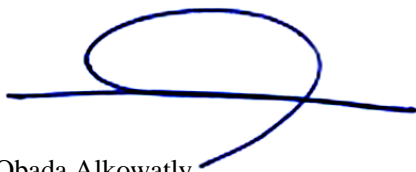
Other Matter

The Group's consolidated financial statements for the year ended 31 December 2024 and condensed consolidated financial statements for the three-month period ended 31 March 2024 were audited and reviewed respectively by another auditor who expressed an unmodified opinion on those consolidated financial statements and unmodified conclusion on the condensed consolidated financial statements on 31 January 2025 and 2 May 2024 respectively.

Conclusion

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

Deloitte & Touche (M.E.)



Obada Alkowatly
Registration No. 1056
25 April 2025
Abu Dhabi
United Arab Emirates

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME



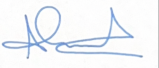
For the three-month period ended 31 March 2025 (Unaudited)

| | | <i>Three months ended 31 March</i> | |
|--|--------------|------------------------------------|--------------------|
| | | <i>2025</i> | <i>2024</i> |
| | <i>Notes</i> | <i>AED' 000</i> | <i>AED' 000</i> |
| | | <i>(unaudited)</i> | <i>(unaudited)</i> |
| Revenue | | 167,109 | 90,143 |
| Direct expenses | | (61,307) | (18,879) |
| GROSS PROFIT | | 105,802 | 71,264 |
| Net (loss)/gain from financial assets at fair value through profit or loss | | (1,523) | 3,441 |
| Rental income (net) | | 1,475 | 1,487 |
| Interest income | | 7,921 | 9,550 |
| Other income | | 2,119 | 2,212 |
| General and administrative expenses | | (34,658) | (17,008) |
| Finance costs | 5 | (1,482) | (795) |
| PROFIT BEFORE TAX | | 79,654 | 70,151 |
| Income tax expense | 16 | (10,852) | (6,177) |
| PROFIT FOR THE PERIOD | | 68,802 | 63,974 |
| Other comprehensive income for the year | | - | - |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | | 68,802 | 63,974 |
| Owners of the Company | | 66,647 | 63,974 |
| Non-controlling interests | | 2,155 | - |
| | | 68,802 | 63,974 |
| Basic and diluted earnings per share | 3 | 0.06 | 0.06 |

The attached notes 1 to 18 form part of the condensed consolidated financial statements.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 March 2025

| | Notes | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
|---|-------------------------|---|---|
| ASSETS | | | |
| Non-current assets | | | |
| Property and equipment | 4 | 286,246 | 282,288 |
| Right-of-use assets | 5 | 85,474 | 85,347 |
| Intangible assets and goodwill | | 278,930 | 280,025 |
| | | 650,650 | 647,660 |
| Current assets | | | |
| Financial assets at fair value through profit or loss | 7 | 50,467 | 85,308 |
| Inventories | | 1,295 | 1,008 |
| Trade and other receivables | 8 | 54,735 | 44,324 |
| Amounts due from related parties | 14 | 822 | 1,315 |
| Cash and bank balances | 9 | 613,178 | 721,727 |
| | | 720,497 | 853,682 |
| Assets held for sale | 6 | 164,100 | 164,100 |
| | | 884,597 | 1,017,782 |
| TOTAL ASSETS | | 1,535,247 | 1,665,442 |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Share capital | 10 | 538,718 | 538,718 |
| Statutory reserve | 11 | 72,519 | 72,519 |
| General reserve | 12 | 72,519 | 72,519 |
| Retained earnings | | 435,239 | 551,756 |
| Equity attributable to owners of the Company | | 1,118,995 | 1,235,512 |
| Non-controlling interests | | 113,443 | 115,698 |
| Total equity | | 1,232,438 | 1,351,210 |
| Non-current liabilities | | | |
| Employees' end of service benefits | | 13,681 | 13,110 |
| Lease liabilities | 5 | 86,392 | 88,263 |
| Deferred tax liabilities | | 17,815 | 18,243 |
| Contingent consideration | 17 | 41,371 | 41,371 |
| | | 159,259 | 160,987 |
| Current liabilities | | | |
| Trade and other payables | 13 | 95,952 | 107,050 |
| Income tax payable | | 39,149 | 27,903 |
| Amounts due to related parties | 14 | 508 | 11,794 |
| Lease liabilities | 5 | 6,491 | 6,498 |
| | | 142,100 | 153,245 |
| Liabilities associated to held for sale | 6 | 1,450 | - |
| Total liabilities | | 302,809 | 314,232 |
| TOTAL EQUITY AND LIABILITIES | | 1,535,247 | 1,665,442 |
|  | |  |  |
| Chairman of the Board of Directors | Chief Executive Officer | Chief Financial Officer | |

The attached notes 1 to 18 form part of the condensed consolidated financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the three month period ended 31 March 2025

| | <i>Share capital AED' 000</i> | <i>Statutory reserve AED' 000</i> | <i>General reserve AED' 000</i> | <i>Cumulative change in fair value AED' 000</i> | <i>Retained earnings AED' 000</i> | <i>Equity attributable to owners of the Company</i> | <i>Non-controlling interest AED' 000</i> | <i>Total equity AED' 000</i> |
|---|---------------------------------------|---|---|---|---|---|--|--------------------------------------|
| Balance at 1 January 2024 (Audited) | 89,786 | 44,893 | 44,893 | 22,953 | 947,030 | 1,149,555 | - | 1,149,555 |
| Profit for the period | - | - | - | - | 63,974 | 63,974 | - | 63,974 |
| Other comprehensive income for the period | - | - | - | - | - | - | - | - |
| Total comprehensive income for the period | - | - | - | - | 63,974 | 63,974 | - | 63,974 |
| Capitalization of retained earnings (note 10) | 448,932 | - | - | - | (448,932) | - | - | - |
| Dividends declared (note 15) | - | - | - | - | (183,164) | (183,164) | - | (183,164) |
| Balance as at 31 March 2024 (Unaudited) | 538,718 | 44,893 | 44,893 | 22,953 | 378,908 | 1,030,365 | - | 1,030,365 |
| Balance at 1 January 2025 (Audited) | 538,718 | 72,519 | 72,519 | - | 551,756 | 1,235,512 | 115,698 | 1,351,210 |
| Profit for the period | - | - | - | - | 66,647 | 66,647 | 2,155 | 68,802 |
| Other comprehensive income for the period | - | - | - | - | - | - | - | - |
| Total comprehensive income for the period | - | - | - | - | 66,647 | 66,647 | 2,155 | 68,802 |
| Dividends declared (note 15) | - | - | - | - | (183,164) | (183,164) | - | (183,164) |
| Dividends paid to non-controlling interests (note 15) | - | - | - | - | - | - | (4,410) | (4,410) |
| Balance as at 31 March 2025 (Unaudited) | 538,718 | 72,519 | 72,519 | - | 435,239 | 1,118,995 | 113,443 | 1,232,438 |

The attached notes 1 to 18 form part of the condensed consolidated financial statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the three month period ended 31 March 2025 (Unaudited)

| | | Three months ended 31 March | |
|--|-------|---------------------------------|---------------------------------|
| | Notes | 2025 AED' 000 (unaudited) | 2024 AED' 000 (unaudited) |
| OPERATING ACTIVITIES | | | |
| Profit before tax | | 79,654 | 70,151 |
| Adjustments for: | | | |
| Depreciation of property and equipment | 4 | 7,673 | 4,728 |
| Amortization right-of-use assets | 5 | 1,272 | 366 |
| Amortization of intangible assets | | 1,570 | 275 |
| Provision for employees' end of service benefits | | 774 | 447 |
| Loss on disposal of property and equipment | | 43 | - |
| Dividend income | | (1,100) | (1,163) |
| Unrealized fair value loss/(gain) on financial assets at fair value through profit or loss | 7 | 2,206 | (1,964) |
| Finance cost | 5 | 1,482 | 795 |
| Interest income | | (7,921) | (9,550) |
| Operating cash flows before changes in working capital | | 85,653 | 65,085 |
| Movements in working capital: | | | |
| Increase in inventories | | (287) | (15) |
| Increase in trade and other receivables | | (1,165) | (3,673) |
| Decrease in due from related parties | | 493 | - |
| Decrease in trade and other payables | | (9,673) | (2,324) |
| Decrease in due to related party | | (11,286) | - |
| Cash from operations | | 63,735 | 58,073 |
| Employees' end of service benefits paid | | (203) | (95) |
| Net cash from operating activities | | 63,532 | 57,978 |
| INVESTING ACTIVITIES | | | |
| Purchase of property and equipment | 4 | (11,674) | (4,739) |
| Purchase of intangible assets | | (475) | (773) |
| Dividends received | | 1,100 | 231 |
| Purchase of financial assets at fair value through profit or loss | | (1,111) | (801) |
| Proceeds from sale of investments at fair value through profit or loss | | 23,859 | 5,163 |
| Movement in term deposits with original maturities more than three months | | 291,321 | 250,000 |
| Interest received | | 8,562 | 16,862 |
| Net cash from investing activities | | 311,582 | 265,943 |
| FINANCING ACTIVITIES | | | |
| Dividends paid to equity holders of the parent | 15 | (183,164) | - |
| Dividends paid to non-controlling interests | | (4,410) | - |
| Lease liabilities paid | 5 | (4,768) | (3,387) |
| Net cash used in financing activities | | (192,342) | (3,387) |
| NET INCREASE CASH AND CASH EQUIVALENTS | | 182,772 | 320,534 |
| Cash and cash equivalents at the beginning of the period | | 109,406 | 434,093 |
| CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD | 9 | 292,178 | 754,627 |
| Non-cash transactions excluded from the consolidated statement of cash flows: | | | |
| Dividends receivable | | - | 932 |
| Dividends payable | | - | 183,164 |

The attached notes 1 to 18 form part of the condensed consolidated financial statements.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

At 31 March 2025 (Unaudited)

1 GENERAL

Emirates Driving Company P.J.S.C. (the “Company”) was incorporated on 1 April 2000 in the United Arab Emirates, as a Public Joint Stock Company, in accordance with the provisions of the UAE Federal Commercial Companies Law No. (8) of 1984 (as amended), replaced by UAE Federal Law No. (32) of 2021 and the amended Emiri Decree no. (9) for the year 2002.

The Company, and its subsidiary, (together referred to as the “Group”) are engaged in the management and development of motor vehicles driving training, and to manage investment properties which is the primary operation of the subsidiary (Tabieah Properties Investments L.L.C.). Services are rendered to all people who are living in the United Arab Emirates. The Company's registered office is P O Box 2943, Abu Dhabi, United Arab Emirates.

The condensed consolidated financial statements of the Group were authorized for issue by the Chairman on behalf of the Board of Directors on 23 April 2024.

2.1 BASIS OF PREPARATION

The condensed consolidated financial statements are of the Group prepared in accordance with International Accounting Standard 34, Interim Financial Reporting.

The condensed consolidated financial statements have been presented in United Arab Emirates Dirhams (“AED”), which is the functional and presentation currency of the Company. All financial information is presented in AED has been rounded to the nearest thousand, unless otherwise stated.

The condensed consolidated financial statements do not contain all information and disclosures required for full annual consolidated financial statements prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and should be read in conjunction with the annual consolidated financial statements as at 31 December 2024. In addition, results for the three-month period ended 31 March 2025 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2025.

Basis of consolidation

The condensed consolidated financial statements comprise the financial statements of the Company and its subsidiaries:

| Name of the subsidiaries | Country of incorporation | Principal activities | Proportion of ownership interest | |
|---|--------------------------|---|----------------------------------|------|
| | | | 2025 | 2024 |
| Tabieah Property Investments L.L.C. | U.A.E. | Manage investment properties | 100% | 100% |
| Emirates Mobility Company Limited | U.A.E. | Investment company | 100% | 100% |
| Excellence Premier Investment LLC | U.A.E. | Investment in commercial, industrial, agricultural enterprises and management | 51% | 51% |
| Below are subsidiaries of Excellence Premier Investment LLC: | | | | |
| Excellence Driving Centre LLC | U.A.E. | Automobile driving school and Optical centre | 100% | 100% |
| Excellence Couriers Delivery Services LLC | U.A.E. | Order management and delivery services | 100% | 100% |
| Excellence Premier Auto Repair LLC | U.A.E. | Maintenance and general repairs of Vehicles, and cleaning | 100% | 100% |
| Excellence Premium Limousine Services LLC | U.A.E. | Passenger transport by Luxury motor vehicles | 100% | 100% |

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

At 31 March 2025 (Unaudited)

2.1 BASIS OF PREPARATION (continued)

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. All intra-group balances, transactions, income and expenses and profits or losses resulting from intra-group transactions that are recognized in assets, are eliminated in full.

2.2 MATERIAL ACCOUNTING POLICY INFORMATION

The material accounting policies adopted in the preparation of these 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 2024 except for the adoption of the following new standards and interpretations effective as at 1 January 2025 which have not caused any material impact on the Group's condensed consolidated financial statements.

2.2.1 Application of new International Financial Reporting Standards ("IFRS Accounting Standards")

New and revised IFRS Accounting Standards applied with no material effect on the financial statements

The following new and revised IFRS Accounting Standards, which became effective for annual periods beginning on or after 1 January 2025, have been adopted in these condensed consolidated financial statements. The application of these revised IFRS Accounting Standards has not had any material impact on the amounts reported for the current and prior periods but may affect the accounting for future transactions or arrangements.

- Lack of Exchangeability (Amendments to IAS 21)

New and revised IFRS Accounting Standards in issue but not yet effective

| <u>New and revised IFRS accounting standards</u> | <u>Effective for annual periods beginning on or after</u> |
|---|---|
| Amendments IFRS 9 and IFRS 7 regarding the classification and measurement of financial instruments | 1 January 2026 |
| Annual improvements to IFRS Accounting Standards — Volume 11 | 1 January 2026 |
| The pronouncement comprises the following amendments: | |
| <ul style="list-style-type: none"> • IFRS 1: Hedge accounting by a first-time adopter • IFRS 7: Gain or loss on derecognition • IFRS 7: Disclosure of deferred difference between fair value and transaction price • IFRS 7: Introduction and credit risk disclosures • IFRS 9: Lessee derecognition of lease liabilities • IFRS 9: Transaction price • IFRS 10: Determination of a 'de facto agent' • IAS 7: Cost method | |
| IFRS 18 <i>Presentation and Disclosures in Financial Statements</i> | 1 January 2027 |
| IFRS 19 <i>Subsidiaries without Public Accountability: Disclosures</i> | 1 January 2027 |

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)
At 31 March 2025 (Unaudited)

2.2 MATERIAL ACCOUNTING POLICY INFORMATION (continued)

**2.2.1 Application of new International Financial Reporting Standards (“IFRS Accounting Standards”)
(continued)**

| New and revised IFRS accounting standards | Effective for annual periods beginning on or after |
|--|---|
| IFRS S1 <i>General Requirements for Disclosure of Sustainability-related Financial Information</i> | Effective date not yet decided by the regulator in the United Arab Emirates |
| IFRS S2 <i>Climate-related Disclosures</i> | Effective date not yet decided by the regulator in the United Arab Emirates |

Segmental analysis

The business activities of the Group are performed on an integrated basis. Therefore, any segmentation of operating income, expenses, assets and liabilities is not relevant and is not performed for internal management reporting purposes.

For internal management purpose, the Group is organized as one business unit based on the training and testing services and has only one reportable segment. The Group is managed as a single business unit and the financial performance is reported in the internal reporting provided to the Chief Operating Decision-maker (“CODM”). The Executive Committee, which is responsible for allocating resources and assessing performance of the operating segments, has been identified as the CODM that makes strategic decisions. The financial information reviewed by the CODM is based on the IFRS accounting standards compliant financial information for the Group. The CODM monitors the operating results of its business unit separately for the purpose of making decisions about resource allocation and performance assessment.

The CODM regularly reviews the consolidated statement of profit or loss and other comprehensive income. The CODM function is to allocate resources to and assess the performance of the operating segments of the Group. Based on the review and assessment of the CODM, the Group has a single operating segment, which is ‘training and testing service’.

There are no other economic characteristics within the Group that will lead to determination of other operating segments. This analysis requires significant judgement as to the circumstances of the Group.

The Group does not have any operating segments that are aggregated. The CODM has considered the following criteria in determining the operating segments of the Group:

- the nature of products and services;
- the nature of the production processes;
- the type or class of customer for their products and services; and
- the methods used to distribute their products or provide their services;

Based on the criteria and evaluation above, the CODM has determined that the Group has only one operating segment, which is consistent with the internal reporting and performance measurement.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)
At 31 March 2025 (Unaudited)

3 BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share is calculated by dividing the profit for the period by the weighted average number of shares outstanding during the period as follows:

| | Three months period ended 31 March 2025 (Unaudited) | 2024 (Unaudited) |
|--|---|---------------------|
| Profit for the period attributable to equity holders of the parent (AED'000) | 66,647 | 63,974 |
| Weighted average number of shares in issue for the purpose of basic and diluted earnings per share ('000) | 1,077,437 | 1,077,437 |
| Basic and diluted earnings per share (AED) | 0.06 | 0.06 |

As of 31 March 2025, the Group has not issued any dilutive instruments that have an impact on earnings per share when exercised.

4 PROPERTY AND EQUIPMENT

During the three months period ended 31 March 2025, the Group acquired assets with a cost of AED 11,674 thousand (31 March 2024: AED 4,739 thousand). Depreciation charges for the three months period ended 31 March 2025 amounted to AED 7,673 thousand (31 March 2024: AED 4,728 thousand).

5 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

| | Right-of-use assets AED'000 | Lease liabilities AED'000 |
|--|-----------------------------------|---------------------------------|
| As at 1 January 2025 (Audited) | 85,347 | 94,761 |
| Additions | 1,399 | 1,408 |
| Depreciation expense | (1,272) | - |
| Finance cost | - | 1,482 |
| Payments | - | (4,768) |
| As at 31 March 2025 (Unaudited) | 85,474 | 92,883 |
| As at 1 January 2024 (Audited) | 40,264 | 44,659 |
| Acquired in business combination (note 17) | 48,164 | 51,299 |
| Amortisation expense | (3,081) | - |
| Finance cost | - | 4,407 |
| Payments | - | (5,604) |
| As at 31 December 2024 (Audited) | 85,347 | 94,761 |

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)
At 31 March 2025 (Unaudited)

5 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

| | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
|---------------------|--|---|
| Current | 6,491 | 6,498 |
| Non-current | 86,392 | 88,263 |
| As at 31 March 2025 | 92,883 | 94,761 |

Following are the amounts recognised in the condensed consolidated statement of profit or loss:

| | 31 March 2025 AED'000 (Unaudited) | 31 March 2024 AED'000 (Audited) |
|---------------------------------------|--|--|
| Amortisation on right-of-use assets | 1,272 | 366 |
| Interest expense on lease liabilities | 1,482 | 795 |

6 ASSETS HELD FOR SALE

On 5 November 2024, the Board of Directors resolved to sell the building located in Saadiyat Island, which is registered under Tabeiah Property Investments LLC, a subsidiary of the Group. The sale of the property is expected to be completed within one year from the date of designation as held for sale, in accordance with the Group's strategic plan to streamline its portfolio. As at 31 December 2024, the building met the criteria for classification as an asset held for sale in accordance with IFRS 5. Consequently, the property was reclassified from "Investment Properties" to "Assets Held for Sale" in the consolidated statement of financial position amounting AED 164,100 thousand as at 31 December 2024. As at 31 March 2025, asset held for sale amounting AED 164,100 thousand.

As at 31 March 2025, AED 1,450 thousand is recognised as liabilities associated to held for sale.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)
At 31 March 2025 (Unaudited)

7 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (“FVTPL”)

| | 31 March 2025 AED’000 (Unaudited) | 31 December 2024 AED’000 (Audited) |
|---|--|---|
| As at 1 January | 85,308 | 76,969 |
| Additions during the period/year | 1,111 | 7,654 |
| Disposals during the period /year | (23,859) | (11,104) |
| Change in fair value | (2,206) | 11,789 |
| Convertible note* | (9,887) | - |
| | <hr/> | <hr/> |
| Balance at the end of the period / year | 50,467 | 85,308 |
| | <hr/> | <hr/> |

* During the year, the unquoted equity which is a convertible note was reclassified as other receivables upon its expiration (note 8).

Financial assets at FVTPL represent investments in a quoted and unquoted equity portfolio measured at FVTPL. The fair value measurement has been categorised as a level 1 fair value based on the input to the valuation technique used and level 3 based on unobservable inputs.

| | Level 1 AED’000 | Level 2 AED’000 | Level 3 AED’000 | Total AED’000 |
|---------------------------|----------------------------|----------------------------|----------------------------|--------------------------|
| 31 March 2025 | | | | |
| Financial assets at FVTPL | 50,467 | - | - | 50,467 |
| | <hr/> | <hr/> | <hr/> | <hr/> |
| 31 December 2024 | | | | |
| Financial assets at FVTPL | 75,014 | - | 10,294 | 85,308 |
| | <hr/> | <hr/> | <hr/> | <hr/> |

When measuring the fair value of an asset or a liability, the Group uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1:* quoted prices in active markets for assets and liabilities
Level 2: inputs other than quoted prices included within level 1 are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

At 31 March 2025 (Unaudited)

8 TRADE AND OTHER RECEIVABLES

| | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
|--|--|---|
| Trade receivables | 10,268 | 14,135 |
| Less: allowance for expected credit losses | (2,043) | (2,043) |
| Net trade receivables | 8,225 | 12,092 |
| Prepaid expenses | 12,925 | 12,454 |
| Accrued interest income | 11,017 | 11,658 |
| Advances to suppliers | 4,207 | 4,620 |
| Margin deposits | 786 | 786 |
| Other receivables* | 17,575 | 2,714 |
| | 54,735 | 44,324 |

*Other receivables include the previously recognised unquoted FTVPL from The Consultants Driving Company (note 7).

9 CASH AND CASH EQUIVALENTS

| | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
|---|--|---|
| Cash in hand | 43 | 52 |
| Cash at banks | 34,135 | 26,354 |
| Term deposits with UAE banks | 579,000 | 695,321 |
| Cash and bank balances as presented in the condensed consolidated statement of financial position | 613,178 | 721,727 |
| Less: bank deposits with original maturities for more than three months | (321,000) | (612,321) |
| Cash and cash equivalents as presented in the condensed consolidated statement of cash flows | 292,178 | 109,406 |

The effective interest rate on bank deposits range from 4.00% to 4.50% per annum (31 December 2024: 4.36% to 5.28%).

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)

At 31 March 2025 (Unaudited)

10 SHARE CAPITAL

| | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
|---|--|---|
| Authorised, issued and fully paid 1,077,437 thousand shares of AED 0.50 each | 538,718 | 538,718 |

On 9 January 2024, the Shareholders at the General Assembly approved:

- the split of the Company's share nominal value to be 50 Fils instead of the current nominal value of AED 1 resulting in an increase in the number of issued shares by the Company from 89,786,400 shares to 179,572,800 shares.
- the capitalization of a part of the Group's retained earnings amounting to AED 448,932,000 to the Company's share capital resulting in the share capital subsequent to capitalization to become AED 538,718,400 divided into 1,077,436,800 shares with a nominal value of 50 Fils via the issuance of 897,864,000 new shares.
- the amendment of article No. 6 of the Company's Article of Association reflecting the Company's updated number of shares and the related share nominal value.

11 STATUTORY RESERVE

In accordance with UAE Federal Law No. (32) of 2021, concerning Commercial Companies and the Company's Article of Association, 10% of the annual profit, including the 5% of annual profit of the subsidiary, is to be transferred to a non-distributable legal reserve until the balance of the legal reserve equals 50% of the Company's paid-up capital.

12 GENERAL RESERVE

In accordance with the Company's Articles of Association, 10% of the annual profit for the year is to be transferred to a general reserve until the general assembly resolves to discontinue such transfers based on the Board of Directors' proposal or if the reserve equals 50% of the Company's paid up share capital. This reserve is used for the purposes determined by the ordinary general assembly based upon the Board of Director's proposal.

13 TRADE AND OTHER PAYABLES

| | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
|------------------------------------|--|---|
| Trade payables | 14,681 | 12,418 |
| Accruals and other payables | 43,735 | 60,531 |
| Advances received from customers * | 37,466 | 34,031 |
| Retention payable | 70 | 70 |
| | 95,952 | 107,050 |

* These advances are short term and will be recognized within one year from the reporting date.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)

At 31 March 2025 (Unaudited)

14 RELATED PARTIES TRANSACTIONS AND BALANCES

Related parties represent associated companies, joint ventures, 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.

Balances with related parties reflected in the condensed consolidated statement comprehensive income are follows:

| | 31 March 2025 AED'000 (Unaudited) | 31 March 2024 AED'000 (Unaudited) |
|--|--|--|
| Purchases from related parties | | |
| Parent Company | | |
| Multiply Group PJSC | 51 | 405 |
| Entities under common control of the Company | | |
| Emircom LLC | 340 | 719 |
| Purple Printing LLC | - | 13 |
| | 391 | 1,137 |
| General and administrative expenses | | |
| Management and performance fees | 119 | 92 |

Balances with related parties included in the consolidated statement of financial position is as follows:

| | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
|--|--|---|
| Amounts due from related parties | | |
| Entities under common control of the Company | | |
| International Securities LLC | 822 | 1,287 |
| Excellence Corporate Management LLC | - | 28 |
| | 822 | 1,315 |
| Amounts due to related parties | | |
| Parent Company | | |
| Multiply Group PJSC | 112 | 72 |
| Entities under common control of the Company | | |
| Excellence Corporate Management LLC | 167 | 11,403 |
| Emircom LLC | 229 | 182 |
| Provis Real Estate Management LLC | - | 137 |
| | 508 | 11,794 |

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)

At 31 March 2025 (Unaudited)

14 RELATED PARTIES TRANSACTIONS AND BALANCES (continued)

The remuneration of senior key management personnel of the Group during the three month period was as follows:

| | 31 March 2025 AED'000 (Unaudited) | 31 March 2024 AED'000 (Unaudited) |
|---|--|--|
| Compensation of key management personnel | | |
| Salaries and short-term benefits | 838 | 538 |
| Post-employment benefits | 70 | 59 |
| | 908 | 597 |

15 DIVIDENDS AND DIRECTORS' REMUNERATION

Attributable to owners of the Company

On 11 March 2025, the Shareholders at the Annual General Assembly approved the distribution of cash dividends of 17 Fils per share amounting to AED 183,164 thousand (2024: 17 Fils per share amounting to AED 183,164 thousand).

On 11 March 2025, the Shareholders at the Annual General Assembly approved directors' remuneration relating to the results of the 2024 financial year amounting to AED 6,250 thousand (2024: AED 5,000 thousand relating to the results of the 2023 financial year).

Attributable to non-controlling interests

During the year, the Group paid dividends to non-controlling interest amounting to AED 4,410 thousand.

16 INCOME TAX

On 9 December 2022, the United Arab Emirates (UAE) Ministry of Finance ("MoF") released Federal Decree-Law No 47 of 2022 on the Taxation of Corporations and Businesses, Corporate Tax Law ("CT Law") to enact a new Corporate Tax (CT) regime in the UAE. The new CT regime became effective for accounting periods beginning on or after 1 June 2023. The taxable income of the entities that are in scope for UAE CT purposes are subject to the rate of 9% corporate tax.

Recently, in order to align with OECD's Global Minimum Tax effort (Pillar Two), the UAE Ministry of Finance (MoF) has introduced a Domestic Minimum Top-Up Tax of 15% for Multinational Enterprises (MNEs) with effect from financial years starting on or after 1 January 2025. The Ultimate Parent Entity of the Group is in scope of Pillar Two legislation as it operates in certain jurisdictions that have enacted or substantively enacted Pillar Two legislation and its consolidated revenue exceeds €750 million threshold. The Group has recognised top-up tax amounted to AED 3,806 thousand for the period ended 31 March 2025.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)

At 31 March 2025 (Unaudited)

16 INCOME TAX (continued)

The Group estimates the following current tax expense and top-up taxes related to Pillar Two for the period ended 31 March 2025:

| | Three months ended 31 March | |
|---|------------------------------------|--------------------|
| | 2025 | 2024 |
| | AED'000 | AED'000 |
| | (Unaudited) | (Unaudited) |
| Current income tax expense | 7,480 | 6,000 |
| Deferred income tax expense | (434) | 177 |
| Domestic minimum top-up tax | 3,806 | - |
| Income tax expense recognized in the condensed consolidated statement of comprehensive income | 10,852 | 6,177 |

The Effective Tax Rate (ETR) for the period ending 31 March 2025 is 14% (31 March 2024 is 9%). The rise in the ETR compared to last year is due to the introduction of DMTT in the UAE.

Furthermore, for the period ended 31 March 2025, the Group has applied the IASB amendment to IAS 12, Income Taxes, which provides a mandatory temporary exception from recognizing or disclosing deferred taxes related to Pillar Two.

17 BUSINESS COMBINATIONS

Acquisition during 2024

In 2024, the Group acquired the following entity, which was accounted for using the acquisition method under IFRS 3 Business Combination:

Excellence Premier Investment LLC

Effective 19 July 2024, the Group acquired a 51% equity interest in Excellence Premier Investment LLC for a cash consideration of AED 153,000 thousand and a contingent consideration of AED 41,371 thousand. Excellence Premier Investment LLC is based in the Emirate of Dubai and is a specialized driving training, courier services, premier auto repairs and limousine services provider in the United Arab Emirates. From the date of acquisition until 31 December 2024, Excellence Premier Investment LLC contributed revenue and profit to the Group amounting to AED 114,095 thousand and AED 12,452 thousand respectively. If the acquisition had taken place at the beginning of the 2024, Excellence Premier Investment LLC would have contributed revenue and profit to the Group amounting to AED 233,907 thousand and AED 23,451 thousand respectively.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)

At 31 March 2025 (Unaudited)

17 BUSINESS COMBINATIONS (continued)

Assets acquired and liabilities assumed

The fair values of the identifiable assets and liabilities of the acquired entity as at the date of acquisition were as follows:

| | <i>Excellence Premier Investment LLC AED'000</i> |
|---|--|
| Assets | |
| Property and equipment | 69,370 |
| Intangible assets | 194,965 |
| Right of use assets | 48,164 |
| Trade and other receivables | 10,580 |
| Cash and bank balances | 34,829 |
| Total assets | 357,908 |
| Liabilities | |
| Trade and other payables | 49,000 |
| Income taxes payable | 920 |
| Due to a related party | 11,403 |
| Employees end of service benefits | 2,387 |
| Deferred tax liability | 17,291 |
| Lease liability | 51,299 |
| Total liabilities | 132,300 |
| Total identifiable net assets at fair value | 225,608 |
| Proportionate share of identifiable net assets acquired | 115,061 |
| Goodwill arising on acquisition | 79,310 |
| Total purchase consideration | 194,371 |

Purchase consideration includes a cash consideration of AED 153,000 thousand and a contingent consideration of AED 51,000 thousand payable on 31 December 2026 if Excellence Premier Investment LLC achieves the maximum normalized EBITDA for the years ending 31 December 2025 and 31 December 2026 of AED 51,000 thousand and AED 57,000 thousand, respectively. The fair value of the contingent consideration amounted to AED 41,371 thousand as at 31 March 2025 and 31 December 2024.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
(continued)

At 31 March 2025 (Unaudited)

17 BUSINESS COMBINATIONS (continued)

Analysis of cashflows on acquisition is as follows:

| | |
|---------------------------------------|--|
| | <i>Excellence Premier Investment LLC AED'000</i> |
| Cash paid for acquisition | 153,000 |
| Cash acquired on business combination | (34,829) |
| | <hr/> |
| Net cash paid on acquisition | 118,171 |
| | <hr/> |

18 COMMITMENTS

| | | |
|-------------------------------|--|---|
| | 31 March 2025 AED'000 (Unaudited) | 31 December 2024 AED'000 (Audited) |
| Contingent liabilities | | |
| Letter of guarantees | 357 | 357 |
| | <hr/> | <hr/> |