Reef Holding Co. B.S.C. (c)

Consolidated condensed interim financial information for six months ended 30 June 2022 (Reviewed)

Reef Holding Co. B.S.C. (c) Financial information for the six months ended 30 June 2022

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Reef Holding Co. B.S.C. (c) Administration and contact details as at 30 June 2022

Commercial registration no. 58073 obtained on 10 September 2005

Mr Faisal Al Matrook Mr Nasser Al Gharibah Mr Abdulhamid Mehriz

Mr Yaser Al Jar Mr Waleed Al Khaja

Chief Executive Officer Mr Hasan Dhaif

Executive Committee Mr Faisal Al Matrook - Chairman

Mr Nasser Al Ghariba Mr Abdulhamid Mehriz

Nomination and Remuneration

Committee

Mr Ali Al Baghli - Chairman Mr Saud Kanoo

- Chairman

Mr Faisal Al Matrook

Audit and Corporate Governance Committee Mr Saud Kanoo Mr Yaser Al Jar Mr Waleed Al Khaja

Sharia'a Supervisory Advisor Shaikh Dr. Osama Bahar

Registered office Kanoo Tower

Flat 114, Building 155 Road 1703, Block 317 PO Box 18599

Diplomatic Area, Manama Kingdom of Bahrain

Bankers Ithmaar Bank

Kuwait Finance House

Al Salam Bank Bahrain Islamic Bank Al Baraka Islamic Bank Ahli United Bank

Auditors BDO

17 Floor

Diplomat Commercial Office Tower

PO Box 787 Manama

Kingdom of Bahrain



Tel: +973 1753 0077 Fax: +973 1791 9091

www.bdo.bh

17th Floor Diplomat Commercial Office Tower PO Box 787 Manama Kingdom of Bahrain

Review report by the independent auditor to the Board of Directors of Reef Holding Co. B.S.C. (c)

Introduction

We have reviewed the accompanying consolidated condensed interim statement of financial position of Reef Holding Co. B.S.C. (c) ("the Company") and its subsidiary (collectively referred as "the Group"), as at 30 June 2022, the consolidated condensed interim statement of income, the consolidated condensed interim statement of changes in Owners' equity, the consolidated condensed interim statement of cash flows for the six months period then ended, and selected explanatory notes. The Company's Board of Directors is responsible for the preparation and presentation of this consolidated condensed interim financial information in accordance with Financial Accounting Standards issued by the Accounting and Auditing Organisation for Islamic Financial Institutions and the Sharia'a Rules and Principles as determined by the Sharia'a Supervisory Advisor of the Company. Our responsibility is to express a conclusion on this consolidated condensed interim financial information 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 consolidated condensed 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 consolidated condensed interim financial information does not present fairly, in all material respects, the financial position of the Group as at 30 June 2022, and of its financial performance and its cash flows for the six months period then ended in accordance with Financial Accounting Standards issued by the Accounting and Auditing Organisation for Islamic Financial Institutions and the Sharia'a Rules and Principles as determined by the Sharia'a Supervisory Advisor of the Group.

BDO

Manama, Kingdom of Bahrain 13 October 2022



Reef Holding Co. B.S.C. (c)

Consolidated condensed interim statement of financial position as at 30 June 2022 (Reviewed)

(Expressed in Bahrain Dinars)

ASSETS	<u>Notes</u>	30 June 2022 (Reviewed)	31 December 2021 (Audited)
Cash and bank balances	3	252,237	796,690
Investment securities	4	10,181,930	10,713,033
Investment in real estate	5	1,879,888	1,886,323
Receivables and prepayments	6	482,484	1,499,625
Right-of-use asset	7	6,500	13,001
Total assets		12,803,039	14,908,672
LIABILITIES AND OWNERS'EQUITY Liabilities			
Murabaha financing		-	507,178
Ijarah liability	8	6,845	13,454
Other liabilities		92,344	83,617
		99,189	604,249
Owners' Equity			
Share capital	9	9,360,910	10,401,011
Statutory reserve		1,620,232	1,620,232
Properties fair value reserve		227,173	232,173
Foreign currency translation reserve		(1,174,297)	(481,983)
Investment fair value reserve		(74,275)	(74,275)
Retained earnings		2,744,107	2,607,265
		12,703,850	14,304,423
Total liabilities and Owners' equity		12,803,039	14,908,672

The reviewed condensed interim financial information, approved and authorised for issue by the Board of Directors and signed on their behalf by:

Ali Ahmed Al Baghli

Chairman

Saud A.Aziz Kanoo Vice Chairman

See Auditor's Report dated 13 10 22 Signed by BDO, CR No. 10201-04 Partner: Samson Kattuvattil Reg. No. 239 Signature:

Reef Holding Co. B.S.C. (c)
Consolidated condensed interim statement of income for the six months ended 30 June 2022 (Reviewed) (Expressed in Bahrain Dinars)

	<u>Notes</u>	Six months ended 30 June 2022 (Reviewed)	Six months ended 30 June 2021 (Reviewed)
Income Upropliced fair value gain //loss) on fair valuation of			
Unrealised fair value gain/(loss) on fair valuation of investment		161,211	(6,750)
Profit from investment securities		112,991	124,444
Net rental income from investment in real estate		43,009	46,798
Profit from Mudaraba investments		2,319	9,875
Gain on sale of investment securities			<u>126,682</u>
		319,530	301,049
Expenses			
Salaries and wages		61,688	68,141
General and administrative expenses		52,542	52,805
Finance costs		-	8,692
Foreign exchange loss/(gain)	E	66,548	(3,659)
Depreciation on investment in real estate	5	1,910	<u>1,592</u>
		<u>182,688</u>	<u>127,571</u>
Net profit for the period		136,842	<u>173,478</u>
Basic and diluted earnings per share	10	<u>Fils1.50</u>	<u>Fils1.70</u>

The reviewed condensed interim financial information, approved and authorised for issue by the Board of Directors and signed on their behalf by:

Ali Ahmed Al Baghli

Chairman

Saud A. Aziz Kanoo Vice Chairman

Reef Holding Co. B.S.C. (c)
Consolidated condensed interim statement of changes in Owners' equity for the six months ended 30 June 2022
(Reviewed)
(Expressed in Bahrain Dinars)

Total	15,207,199 (1,155,668)	(5,000) 173,478 136,070	14,356,079	14,304,423 (1,040,101)	(5,000) 136,842 (692,314)	12,703,850
Retained earnings	2,218,921	173,478	2,392,399	2,607,265	136,842	2,744,107
Investment fair value reserve	(72,979)	1 1 1	(72,979)	(74,275)		(74,275)
Foreign currency translation reserve	(414,749)	136,070	(278,679)	(481,983)	(692,314)	(1,174,297)
Properties fair value reserve	339,133	(5,000)	334,133	232,173	(5,000)	227,173
Statutory	1,580,194		1,580,194	1,620,232		1,620,232
Share capital	11,556,679 (1,155,668)		10,401,011	10,401,011 (1,040,101)		9,360,910
	At 31 December 2020 (Audited) Reduction of share capital Net unrealised fair value losses	in real estate Net profit for the period Foreign currency translation	At 30 June 2021 (Reviewed)	At 31 December 2021 (Audited) Reduction of share capital Net unrealised fair value losses	in real estate Net profit for the period Foreign currency translation	At 30 June 2022 (Reviewed)

Reef Holding Co. B.S.C. (c)
Consolidated condensed interim statement of cash flows for the six months ended 30 June 2022 (Reviewed)
(Expressed in Bahrain Dinars)

		Six months	Six months
		ended	ended
		30 June	30 June
	<u>Notes</u>	2022	2021
Operating activities		(Reviewed)	(Reviewed)
Net profit for the period		136,842	173,478
Adjustments for:		130,042	173,470
Depreciation on investment in real estate	5	1,910	1,592
Unrealised fair value (gain)/loss on investment securities	4	(161,211)	6,750
Gain on sale of investment securities		-	(126,682)
Amortisation of right-of-use asset		6,501	6,500
Deferred Ijara cost Foreign exchange loss/(gain) on translation of		335	780
investment securities	4	692,314	(136,070)
Changes in operating assets and liabilities:	7	072,314	(130,070)
Receivables and prepayments		1,017,141	79,642
Other liabilities		(498,451)	58,721
Net cash provided by operating activities		1,195,381	64,711
Investing activities			
Addition in investment in real estate	5	(475)	(921)
Net movement in the foreign currency	•	(1, 5)	(721)
translation reserve	4	(692,314)	136,070
Proceeds from sale of investment securities			348,613
Net cash (used in)/provided by investing activities		(692,789)	483,762
Financing activities			
Amount paid to shareholders on reduction of share capital		(1,040,101)	(1,155,668)
Principal and deferred ijara cost paid on Ijarah liability		(6,944)	(1,135,000)
Net cash used in financing activities		(1,047,045)	(1,162,612)
Net cash asea in financing activities		(1,047,043)	(1,102,012)
Net decrease in cash and cash equivalents		(544,453)	(614,139)
Cash and cash equivalents, beginning of the period		<u>796,690</u>	_1,155,944
Cash and cash equivalents, end of the period	3	252,237	541,805

1 Organisation and principal activities

Reef Holding Co. B.S.C. (c) ("the Company") and its subsidiary (collectively referred as "the Group"). The Company is a closed Bahraini shareholding company and operating under license number 58073 granted by the Ministry of Industry and Commerce obtained on 3 May 2005. The Company commenced commercial operations on 10 September 2005.

The principal activities of the Company are of a holding company.

These reviewed condensed interim financial information, set out on pages 8 to 15, were approved and authorised for issue by the Board of Directors on 13 October 2022.

The registered office of the Company is in the Kingdom of Bahrain.

The structure of the Group is as follows:

Name of subsidiary	Country of incorporation	Principal <u>Activities</u>	Effective ownership interest	effective ownership interest 2021
Reef Investment UK B.S.C. (c)	Kingdom of Bahrain	 Real estate activities with own or leased property Trusts, Funds and Similar Financial Entities - Special Purpose Vehicle (SPV). Selling and buying of securities 	99.9%	99.9%

2 Basis of preparation

The condensed interim financial information have been prepared in accordance with the Financial Accounting Standards issued by the Accounting and Auditing Organisation for Islamic Financial Institutions ('AAOIFI'), the Shari'a Rules and Principles as determined by the Shari'a Supervisory Advisor of the Group, the Bahrain Commercial Companies Law, regulations and associated resolutions, rules and procedures of the Company's memorandum and articles of association in accordance with the requirements of AAOIFI. For matters for which no AAOIFI standard exists, the Group uses the relevant International Financial Reporting Standards ('the IFRS') issued by International Accounting Standards Board.

Therefore, in the absence of relevant standards in AAOIFI relating interim financial statements, the guidance from International Accounting Standard 34 - "Interim Financial Reporting" is used in preparation of these interim condensed consolidated financial information for the six months period ended 30 June 2022. The condensed interim financial information should therefore be read in conjunction with the annual audited financial statements of the Group for the year ended 31 December 2021.

These financial statements have been prepared using going concern assumption under the historical cost convention, modified by the valuation of investment in real estate and investment securities which are measured at their fair values.

The functional and presentation currency of the Group is Bahrain Dinars (BD).

Standards, amendments and interpretations effective and adopted in 2022

None of the amendments to standards that were made effective in 2022 had any significant effect on these financial statements.

2 Basis of preparation (continued)

Standards, amendments and interpretations issued and effective in 2022 but not relevant

The following new amendments to existing standard and interpretation to published standard is mandatory for accounting period beginning on or after 1 January 2022 or subsequent periods, but is not relevant to the Group's operations:

Standard or interpretation	<u>Title</u>	Effective for annual periods beginning on or after
FAS 37	Financial reporting by Waqf institutions	1 January 2022
FAS 38	Wa'ad, khiyar and tahawwut	1 January 2022

Standards, amendments and interpretations issued but not yet effective in 2022

The following new/amended accounting standards and interpretations have been issued, but are not mandatory for financial period ended 30 June 2022. They have not been adopted in preparing the financial statements for the period ended 30 June 2022 and will or may have an effect on the entity's future financial statements. In all cases, the entity intends to apply these standards from application date as indicated in the table below:

Standard or interpretation	<u>Title</u>	Effective for annual periods beginning on or after
FAS 1 (Revised 2021)	General presentation and Disclosures in the Financial Statements	1 January 2023
FAS 39 FAS 40	Financial reporting for Zakah Financial reporting for Islamic Finance Windows	1 January 2023 1 January 2024

Early adoption of amendments or standards in 2022

The Group did not early-adopt any new or amended standards in 2022. There would have been no change in the operational results of the Group for the period ended 30 June 2022 had the Group early adopted any of the above standards applicable to the Group.

3 Cash and bank balances

	30 June 2022 (Reviewed)	31 December 2021 (Audited)
Current account balances with banks* Mudaraba investments with maturity period of less than three	251,737	496,190
Months**	-	300,000
Cash on hand	500	500
	<u>252,237</u>	<u>796,690</u>

^{*} The current account balances with banks is non-profit bearing.

^{**} Mudaraba investments placed with financial institutions earn market rates of profit receivable on maturity.

4 Investment securities

		30 June 2022 (Reviewed)	31 December 2021 (Audited)
Opening balance Disposals Foreign exchange gains on translation of		10,713,033	12,153,939 (1,495,591)
restment securities through equity : unrealised fair value gains through equity : unrealised fair value gains through		(692,314) -	(63,121) 22,598
statement of income		161,211	95,208
		10,181,930	10,713,033
		30 June 2022	31 December 2021
		(Reviewed)	(Audited)
Investment in equity-type instruments - Unquoted			
private equity Investment in debt-type instruments- Quoted		8,617,430	9,148,533
investment in debt-type instruments- Quoted		_1,564,500	_1,564,500
		10,181,930	10,713,033
Investment - securities-wise analysis:			
		30 June	31 December
		(Reviewed)	(Audited)
Equity type instruments carried at fair		, ,	,
value through consolidated statement of income Jenina Real Estate Development Co. Ltd	(a)	2,519,676	2,358,465
Equity type instruments carried at fair value through equity			
APL PH1 Limited	(b)	1,029,088	1,145,925
APL 2B Limited	(c)	2,657,112	2,958,792
Global Greenridge Bracknell Limited (3M) Global Greenridge Finco Limited	(d)	1,392,963	1,551,114
(Manchester) (Stockport & Bury)	(e)	_1,018,591	_1,134,237
		6,097,754	9,148,533
Debt-type instruments carried at fair value through consolidated statement of income			
Government or CBB Sukuk	(f)	_1,564,500	_1,564,500
	` '	10,181,930	10,713,033
		10, 101,730	10,713,033

⁽a) During the year 2014, the Group has invested BD1,508,053 in Sky palaces project, Business Bay Dubai through an SPV "Jenina Real Estate Development Co. Ltd". The Group has fair valued the investment during the period and recorded unrealized fair value gain amounting to BD161,211.

4 Investment securities (continued)

- (b) During the year 2015, the Group has invested GBP3,714,286 in acquiring the shares in APL PH1 Limited. The objective of the Company is to develop a property in the United Kingdom. The Group has fair valued the investment during the period and concluded that the fair value is not significantly different from the carrying value. During the period the Group has recorded unrealised foreign exchange loss amounting to BD116,837.
- (c) During the year 2016, the Group has invested GBP6,095,237 in acquiring the shares in APL 2B Limited. The objective of the Company is to develop a property in United Kingdom. The Group has fair valued the investment during the period and concluded that the fair value is not significantly different from the carrying value. During the period the Group has recorded unrealised foreign exchange loss amounting to BD301,680.
- (d) During the year 2016, the Group has invested GBP3,000,000 in Jersey Fin Co. ("SPV") 3M Bracknell, United Kingdom. The main objective of fund is capital appreciation and rental yield. The Group has fair valued the investment during the period and concluded that the fair value is not significantly different from the carrying value. During the period the Group has recorded unrealised foreign exchange loss amounting to BD158,151.
- (e) During the year 2017, the Group has invested GBP3,000,000 in acquiring shares in Global Greenridge Finco Limited (Manchester) (Stockport & Bury), United Kingdom. The main objective of fund is capital appreciation and rental yield. During the year 2019, the Company has sold partial investment amounting to BD384,490. The Group has fair valued the investment during the period and concluded that the fair value is not significantly different from the carrying value. During the period the Group has recorded unrealised foreign exchange loss amounting to BD115,646.
- (f) During 2015, the Group has invested BD1,500,000 in acquiring units Government Islamic Leasing Sukuk-Issue 22 (GILS22.SUK) due in 2025. The Group has fair valued the investment during the period and concluded that the fair value is not significantly different from the carrying value.

Unquoted equity securities at fair value comprise investments in closed companies, companies managed by external investment managers or represent investments in projects. The management calculates fair values of these investments using various sources of information including investment managers' reports and audited financial statements, wherever available.

Investment securities are denominated in the following currencies:

Currency	30 June 2022 (Reviewed)	31 December 2021 (Audited)
Great Britain Pound Arab Emirates Dirham Bahraini Dinars	6,097,754 2,519,676 	6,790,068 2,358,465 1,564,500
	10,181,930	10,713,033

5 Investment in real estate

Maintenance and electricity expenses

		Investment
		properties
		for periodical
		_consideration
Cost/Revaluation		
As at 31 December 2020 (Audited)		2,028,929
Additions		1,031
Unrealised fair value loss		(106,960)
Disposals		(2,779)
As at 31 December 2021 (Audited)		1,920,221
Additions		475
Unrealised fair value loss		(5,000)
At 30 June 2022 (Reviewed)		1,915,696
Depreciation		
As at 31 December 2020 (Audited)		33,497
Charge for the year		3,180
On disposal		(2,779)
As at 31 December 2021 (Audited)		33,898
Charge for the period		1,910
As at 30 June 2022 (Reviewed)		35,808
Net book value		
At 30 June 2022 (Reviewed)		1,879,888
At 31 December 2021 (Audited)		1,886,323
During the period, the net earned including accrued pestate amounted to BD43,009 (2021: BD46,798).	periodical consideration on inve	stment in real
	30 June	30 June
	2022	2021
	(Reviewed)	(Reviewed)
Rental income	55,935	65,538

<u>(12,926</u>)

43,009

(18,740)

<u>46,798</u>

6	Receivables and prepayments		
		30 June 2022 (Reviewed)	31 December
	Other receivables Prepayments Accrued profit on investment securities Accrued profit on Mudaraba investments	360,873 40,843 80,768 ————————————————————————————————————	1,419,473 5,399 74,700 53 1,499,625
7	Right-of-use asset		
		30 June 2022 (Reviewed)	31 December 2021 (Audited)
	Opening balance Amortisation charge for the period	13,001 <u>(6,501</u>)	25,999 (12,998)
	Closing balance	<u>6,500</u>	<u>13,001</u>
8	ljarah Liability		
		30 June 2022	31 December
		(Reviewed)	2021 (Audited)
	Opening balance Amortization of deferred ijarah Cost Lease payments	(Reviewed) 13,454 335 (6,944)	
	Amortization of deferred ijarah Cost	13,454 335	(Audited) 25,999 1,342
	Amortization of deferred ijarah Cost Lease payments Closing balance	13,454 335 (6,944) 6,845	(Audited) 25,999 1,342 (13,887) 13,454
	Amortization of deferred ijarah Cost Lease payments Closing balance Less: current portion of lease liability	13,454 335 (6,944) 6,845	(Audited) 25,999 1,342 (13,887) 13,454
	Amortization of deferred ijarah Cost Lease payments Closing balance Less: current portion of lease liability	13,454 335 (6,944) 6,845 (6,845) ————————————————————————————————————	(Audited) 25,999 1,342 (13,887) 13,454 (13,454) ——————————————————————————————————

9 Share capital

	30 June <u>2022</u> (Reviewed)	31 December 2021 (Audited)
Authorised 400,000,000 (2021: 400,000,000) ordinary shares of 100 Fils each	40,000,000	40,000,000
Issued and fully paid-up 93,609,100 (2021: 104,010,115) ordinary shares of 100 Fils each	9,360,910	10,401,011

The Company has only one class of equity shares and the holders of the shares have equal voting rights.

During the period, the Group has decided in the extra general meeting held on 31 March 2022 to reduce the share capital from BD10,401,011 to BD9,360,910.

10 Earnings per share

Basic earnings per share is calculated by dividing the net profit attributable to the shareholders by the weighted average number of ordinary shares during the period.

	Six months	Six months
	ended	ended
	30 June	30 June
	2022	2021
	(Reviewed)	(Reviewed)
Net profit attributable to the shareholders	BD136,842	BD173,478
Weighted average number of ordinary shares	93,609,100	104,010,110
Basic and diluted earnings per share	Fils1.50	Fils1.70

The Group does not have any potentially dilutive ordinary shares hence the diluted earnings and basic earnings per share are identical.

11 Related party transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related parties consist of the shareholders and directors and their close family members, and businesses under their control. The Group's transactions with related parties are at arm's length and are authorised by the management.

11 Related party transactions (continued)

A summary of the transaction is as follows:

		F	or the period ended
			transaction amount
		30 June	30 June
Related party relationship	Transaction type	2022	2021
		(Reviewed)	(Reviewed)
	Directors		
Directors	remuneration	<u>18,000</u>	<u>16,918</u>
	Board member fees and		
Directors	allowances	<u>4,450</u>	2,900
	Salaries and other short-		
Key management personnel *	term benefits	46 200	44 200
ney management personnet	term benefits	<u>46,200</u>	<u>46,200</u>
Directors	Premises leased	<u>6,944</u>	6,944

^{*} Key management personnel are those staff members who have authority and responsibility for planning, directing and controlling the activities of the Group.

12 Dividends

No dividend was approved by the shareholders in the Annual General Meeting of the shareholders for the year ended 2021 (2020: BDNil).

13 Interim results

The interim net profit for the six months ended 30 June 2022 may not represent a proportionate share of the annual net income due to the variability in the receipt of income.

14 Subsequent events

There were no significant events subsequent to 30 June 2022 and occurring before the date of the report that has a significant impact on these financial statements.