

AL MANAR

FINANCING & LEASING



2014

Al Manar Financing and Leasing Company

K.S.C. (Closed)

and its Subsidiaries

State of Kuwait



INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION AND INDEPENDENT AUDITORS' REVIEW REPORT

FROM 1 JANUARY TO 30 JUNE 2014
(UNAUDITED)

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AL MANAR FINANCING AND LEASING COMPANY K.S.C. (CLOSED)
State of Kuwait

**Report on Review of Interim Condensed Consolidated
Financial Information to the Board of Directors**

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of Al Manar Financing and Leasing Company K.S.C. (Closed) "The Company" and its subsidiaries, "collectively referred to as the Group" as of 30 June 2014 and the related interim condensed consolidated statements of comprehensive income, changes in equity and cash flows for the six-months period then ended. The Company's management is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with the basis of preparation as disclosed in note (2). 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 International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity."

A review of interim condensed consolidated 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 the basis of preparation set out in note (2).

Report on Other Legal and Regulatory Requirements

Further, based on our review, the interim condensed consolidated financial information is in agreement with the books of the company. To the best of our knowledge and belief, no violations of the Companies Law no. 25 of 2012, as amended and of its executive regulations or of the Company's Memorandum and Articles of Association have occurred during the six-months period ended 30 June 2014 that might have had a material effect on the business of the Group or on its financial position.

We further report that, during the course of our review, we have not become aware of any material violations of the provisions of Law No. 32 of 1968 as amended, concerning currency, the Central Bank of Kuwait and the organization of banking business and its related regulations or of the provisions of Law No. 7 of 2010, concerning the Capital Markets Authority and its related regulations during the six-months period ended 30 June 2014, that might had a material effect on the business of Company or its consolidated financial position.

Bader A. Al-Wazzan

Licence No. 62A
Deloitte & Touche, Al Wazzan & Co.

Kuwait, 22 September 2014

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 June 2014 (Unaudited)

	NOTE	30 June 2014	31 December 2013 (Audited)	30 June 2013
		KD	KD	KD
ASSETS				
Cash and cash equivalents		747,284	520,182	708,519
Investment in Murabaha receivable	4	3,150,820	3,140,032	3,129,298
Finance receivables	5	34,302,045	39,976,713	38,025,373
Financial assets at fair value through profit or loss		3,944,173	3,944,274	4,355,196
Available for sale investment		1,871,876	1,871,876	1,977,621
Investment properties		2,146,535	2,146,535	2,146,535
Other receivables and prepayments		332,088	356,974	366,351
Other assets		54,886	62,499	52,882
Total assets		46,549,707	52,019,085	50,761,775

LIABILITIES AND EQUITY

LIABILITIES				
Murabaha payables and Islamic Wakala	6	8,473,200	12,436,433	15,391,517
Accounts payable		2,436,421	5,023,068	2,152,803
Other credit balances		441,100	582,567	460,892
Provision for staff indemnity		612,798	547,857	520,107
Total liabilities		11,963,519	18,589,925	18,525,319

EQUITY				
Share capital		30,874,759	30,874,759	30,874,759
Share premium		312,020	312,020	312,020
Statutory reserve		1,265,937	1,265,937	1,265,937
Voluntary reserve	8	968,794	1,243,823	1,243,823
Retained earnings/ (accumulated losses)		1,157,028	(275,029)	(1,467,733)
Total equity attributable to the shareholders of the Company		34,578,538	33,421,510	32,228,806
Non-controlling interest		7,650	7,650	7,650
Total equity		34,586,188	33,429,160	32,236,456
Total liabilities and equity		46,549,707	52,019,085	50,761,775

Bader Abdulla Al- Sumait
Chairman

Salah Mohamad Al-Wazzan
Vice Chairman

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE PERIOD FROM 1 JANUARY TO 30 JUNE 2014 (Unaudited)

	NOTE	Three months ended 30 June		Six months ended 30 June	
		2014	2013	2014	2013
		KD	KD	KD	KD
REVENUES					
Finance revenues		1,020,910	1,181,215	2,216,699	2,238,167
Net investment (loss)/ gain		-	173,555	(101)	213,298
Other income		108,601	197,219	188,431	333,181
		1,129,511	1,551,989	2,405,029	2,784,646

EXPENSES					
Finance cost		(129,673)	(217,893)	(280,527)	(492,996)
Provision for doubtful debts	5	112,660	(394,439)	49,896	(882,663)
Staff cost		(278,804)	(265,725)	(507,543)	(485,248)
General and administrative expenses		(310,237)	(138,805)	(487,041)	(273,202)
		(606,054)	(1,016,862)	(1,225,215)	(2,134,109)

Profit before deductions		523,457	535,127	1,179,814	650,537
Kuwait Foundation Advancement of Science		(7,187)	-	(10,618)	-
Zakat		(5,435)	(5,847)	(12,168)	(7,126)
Net profit for the period		510,835	529,280	1,157,028	643,411
Other comprehensive income		-	-	-	-
Total comprehensive income		510,835	529,280	1,157,028	643,411
Earnings per share (Fils)	7	1.65	1.71	3.75	2.08

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

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE PERIOD FROM 1 JANUARY TO 30 JUNE 2014 (Unaudited)

	Share capital	Share premium	Statutory reserve	Voluntary reserve	Retained earnings	Total	Non-controlling interest	Total equity
	KD	KD	KD	KD	KD	KD	KD	KD
Balance at 1 January 2013	30,874,759	312,020	1,265,937	1,243,823	(2,111,144)	31,585,395	7,650	31,593,045
Net profit for the period	-	-	-	-	643,411	643,411	-	643,411
Balance at 30 June 2013	30,874,759	312,020	1,265,937	1,243,823	(1,467,733)	32,228,806	7,650	32,236,456
Balance at 1 January 2014	30,874,759	312,020	1,265,937	1,243,823	(275,029)	33,421,510	7,650	33,429,160
Amortizing of accumulated loss	-	-	-	(275,029)	275,029	-	-	-
Net profit for the period	-	-	-	-	1,157,028	1,157,028	-	1,157,028
Balance at 30 June 2014	30,874,759	312,020	1,265,937	968,794	1,157,028	34,578,538	7,650	34,586,188

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

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE PERIOD FROM 1 JANUARY TO 30 JUNE 2014 (Unaudited)

	NOTE	Six months ended 30 June	
		2014	2013
		KD	KD
OPERATING ACTIVITIES			
Net profit for the period		1,157,028	643,411
Adjustments for:			
Depreciation and amortization		16,906	12,110
Provision for doubtful debts		133,630	882,663
Net investment loss/ (gain)		101	(213,298)
Income from Murabaha receivable		(10,788)	(14,859)
Finance cost		280,527	492,996
Provision for staff indemnity		64,941	55,178
		1,642,345	1,858,201
Finance receivables		5,541,038	290,507
Financial assets at fair value through profit or loss		-	588,834
Other receivables and prepayments		24,886	365,986
Accounts payable and other credit balances		(2,728,114)	(740,592)
Payments of staff indemnity		-	(6,916)
Net cash generated by operating activities		4,480,155	2,356,020
INVESTING ACTIVITIES			
Dividends received		-	11,265
Purchase of property and equipment		(9,293)	(11,778)
Net cash used in investing activities		(9,293)	(513)
FINANCING ACTIVITIES			
Net movement in Murabaha payables and Islamic Wakala		(3,963,233)	(3,624,097)
Finance cost paid		(280,527)	(492,996)
Net cash used in financing activities		(4,243,760)	(4,117,093)
Net increase/ (decrease) in cash and cash equivalents		227,102	(1,761,586)
Cash and cash equivalents at beginning of the period		520,182	2,470,105
Cash and cash equivalents at end of the period		747,284	708,519

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

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION FOR THE PERIOD FROM 1 JANUARY TO 30 JUNE 2014 (Unaudited)

1. FORMATION AND PRINCIPAL ACTIVITIES

Al Manar Financing and Leasing Company K.S.C. (Closed) (“the Parent Company”) was incorporated in the State of Kuwait in 2003 by the authorized letter of incorporation no. 4857 file 1 dated 6 December 2003.

The main activities of the Parent Company and its subsidiaries (together referred to as “the Group”) are represented in practicing all financing and investing activities according to the Islamic Share’a principles.

The Parent Company is regulated by the Central Bank of Kuwait and Capital Market Authority.

The registered office of the Parent Company is P.O. Box 22828, Safat 13089, Kuwait.

The General Assembly Meeting for the year ended 31 December 2013 was held, and approved the financial statements for the year ended 31 December 2013 and approved not to distribute dividends for the year ended 31 December 2013.

The interim condensed consolidated financial information was approved for issue by the Board of Directors in the meeting held on 22 September 2014.

2. BASIS OF PREPARATION AND ACCOUNTING POLICIES

This interim condensed consolidated financial information has been prepared in accordance with International Accounting Standard No. (34), “Interim Financial Reporting”.

The interim condensed consolidated financial information does not include all information and disclosures required for complete financial statements in accordance with International Financial Reporting Standards as adapted in state of Kuwait for financial institutions subject to regulations of the Central Bank of Kuwait and Capital Market Authority.

In the management’s opinion, all necessary adjustments, including recurring accruals have been included in the interim condensed consolidated financial information for fair presentation. The operating results for the period ended 30 June 2014 are not necessarily indicative of results that may be expected for the year ending 31 December 2014. For further information, it is possible to refer to the consolidated financial statements and its related notes for the year ended 31 December 2013.

The accounting policies used in preparing the interim condensed consolidated financial information similar to those used in the preparation of consolidated financial statements for the year ended 31 December 2013 except for the adoption of the new and amended IFRS that have become effective from 1 January 2014 and those which are applicable to the Group:

- ***IAS 32 Offsetting Financial Assets and Financial Liabilities***

The adoption of these standards did not have any significant or material impact on the interim condensed consolidated financial information of the Group.

3. FAIR VALUE ESTIMATION

The fair values of financial assets and financial liabilities are determined as follows:

- **Level one:** Quoted prices in active markets for identical assets or liabilities.
- **Level two:** Quoted prices in an active market for similar instruments. Quoted prices for identical assets or liabilities in market that are not active. Inputs other than quoted prices that are observable for assets and liabilities.
- **Level six:** Inputs for the asset or liabilities that are not based on observable market data.

Fair value of the Group's financial assets and financial liabilities that are measured at fair value on a recurring basis:

Financial assets	Fair value as at		Fair value hierarchy	Valuation technique(s) and Key input(s)	Relationship of unobservable inputs to fair value
	30 June 2014	31 Dec 2013 (Audited)			
	KD	KD			
Fair value through profit or loss:					
Local unquoted shares	3,846,160	3,846,260	Level 2	Market comparative prices of identical assets	The higher the market comparatives, the higher the fair value
Local Funds	98,013	98,014	Level 2	NAV	N/A

Fair value of the Group's other financial assets and financial liabilities is approximately equal to their carrying value.

4. INVESTMENT IN MURABAHA RECEIVABLE

Investments in Murabaha receivable are the deposited amounts at local financial institutions according to Murabaha contracts. The average yield on those contracts is approximately 1% per annum.

5. FINANCE RECEIVABLE

	30 June 2014	31 December 2013 (Audited)	30 June 2013
	KD	KD	KD
Finance receivables	43,258,415	49,778,400	59,932,944
Finance receivables after write off	-	376,929	-
Less: deferred revenues	(5,761,068)	(7,320,089)	(10,191,878)
Less: provision for doubtful debts	(3,195,302)	(2,858,527)	(11,715,693)
Finance receivables – net	34,302,045	39,976,713	38,025,373

- Finance receivables of KD 23,020,760 as at 30 June 2014 (31 December 2013: KD 32,636,279; 30 June 2013: KD 26,953,750) were fully performing.
- Finance receivable amounted to KD 16,419,993 as at 30 June 2014 (31 December 2013: KD 12,121,567; 30 June 2013: KD 13,542,188) is due from 1 to 90 and not impaired, and for which no specific provision are provided.
- Finance receivable amounted to KD 3,817,662 as at 30 June 2014 (31 December 2013: KD 5,397,483; 30 June 2013: KD 19,437,006) due and not collected and impaired are as follows:
- *Aging of impaired receivables*

	30 June 2014	31 December 2013 (Audited)	30 June 2013
	KD	KD	KD
91 – 180 days	640,059	791,305	1,533,927
181 – 360 days	809,926	1,598,267	2,060,216
More than 360 days	2,367,677	3,007,911	15,842,863
Total	3,817,662	5,397,483	19,437,006

- *Net movement in the provision for doubtful debts:*

	Specific provision	General provision	Total
	KD	KD	KD
Balance at 1 January 2014	1,462,677	1,395,850	2,858,527
(Reversal)/ charge during the period	(20,962)	357,737	336,775
Balance at 30 June 2014	1,441,715	1,753,587	3,195,302
Balance at 1 January 2013	9,539,042	1,293,988	10,833,030
Charge during the period	153,649	729,014	882,663
Balance at 30 June 2013	9,692,691	2,023,002	11,715,693

In determining the recoverability of finance receivables, the Group considers any change in the credit quality of the receivable from the date credit was initially granted up to the reporting date. The Group holds KD 21,642,655 (31 December 2013: KD 14,820,238; 30 June 2013: KD 10,764,462) as collateral over its finance receivables. Management believes that there is no further credit provision required in excess of the provision for doubtful debts.

During the period the company recovered an amount of KD 386,671 from the written off finance receivables and reversed the same in the statement of income in provision for doubtful debts.

6. ISLAMIC MURABAHA AND WAKALA PAYABLES

Murabaha payables and Islamic Wakala are obtained from local banks and are dominated in KD. The average cost on Murabaha payables and Islamic Wakala is 5.21% (31 December 2013: 5.55%; 30 June 2013: 5.76%).

Islamic Murabaha and Wakala payables are guaranteed against the following:

	30 June	31 December	30 June
	2014	2013	2013
	(Audited)		
	KD	KD	KD
Investment in Murabaha receivables	3,150,820	3,140,032	3,129,298
Assigning receivables – net	7,942,091	11,918,539	27,225,764
Investment properties	1,497,501	1,497,501	1,582,097

7. EARNINGS PER SHARE

Earnings per share are calculated based on the net profit for the period divided by the weighted average number of shares outstanding during the period as follows:

	Three months ended		Six months ended	
	30 June		30 June	
	2014	2013	2014	2013
	KD	KD	KD	KD
Net profit for the period	510,835	529,280	1,157,028	643,411
Weighted average number of the Parent Company's outstanding shares	308,747,591	308,747,591	308,747,591	308,747,591
Earnings per share (Fils)	1.65	1.71	3.75	2.08

8. GENERAL ASSEMBLY MEETING

The General assembly of the Shareholders held on 26 June 2014 and approved the consolidated financial statements of the year ended 31 December 2013, and also approved the proposed of Board of Directors to close accumulated losses amounting to KD 275,029 in voluntary reserve, the voluntary reserve after amortizing amounted to KD 968,794.

9. RELATED PARTY TRANSACTIONS AND BALANCES

Related parties consist of major shareholders, directors and executive officers of the Group, their families and companies of which they are the principal owners. All related party transactions approximate arms length terms and are approved by the Group's management.

The related party balances and transactions included in the interim condensed consolidated financial information are as follows:

	30 June 2014	31 December 2013 (Audited)	30 June 2013
		KD	KD
a) Finance receivables	54,778	8,224	28,407
b) Investments managed by major shareholder	3,704,862	3,704,862	3,564,435
c) Due from related party (Qatar Finance House Company QPSC)	83,416	164,448	214,448
d) Key management's benefits payable	335,649	318,989	302,330
e) Compensation of key management personnel			
Salaries and other short term benefits	354,225	526,998	348,322

10. SEGMENTAL INFORMATION

Operating segments are to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segments and to assess their performance. The operating segments are divided into two major business segments. Business segments are distinguishable components of the Group that provide products or services subject to risks and returns different from those of other business segments.

	30 June 2014			
	Finance	Investment	Unallocated items	Total
	KD	KD	KD	KD
Segment revenues	2,310,283	(101)	94,847	2,405,029
Segment expenses	(471,381)	-	(776,620)	(1,248,001)
Segment results	1,838,902	(101)	(681,773)	1,157,028
Segment assets	38,200,149	7,962,584	386,974	46,549,707
Segment liabilities	10,909,621	-	1,053,898	11,963,519

	30 June 2013			
	Finance	Investment	Unallocated items	Total
	KD	KD	KD	KD
Segment revenues	2,521,029	213,298	50,319	2,784,646
Segment expenses	(1,375,660)	-	(765,575)	(2,141,235)
Segment results	1,145,369	213,298	(715,256)	643,411
Segment assets	41,863,190	8,479,352	419,233	50,761,775
Segment liabilities	15,391,517	-	3,133,802	18,525,319



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