





**H.H. Sheikh Nawaf Al-Ahmad Al-Jaber Al-Sabah** Amir of the State of Kuwait



**H.H. Sheikh Mishal Al-Ahmad Al-Jaber Al-Sabah** Crown Prince of the State of Kuwait





# Contacts

Al Shaheed Tower, Khalid Bin Al Waleed Street, Sharq, Kuwait P.O.Box 28873 Safat, 13149 Kuwait Tel: +965 2233 6600 www.Kamcoinvest.com

# Investor Relations

Investors seeking more information on Kamco Invest may: 1. Visit our website www.Kamcoinvest.com

- Call us on +965 2233 6766
   Send an e-mail to investors@Kamcoinvest.com

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### **Our Story**

In 1998, Kamco Investment Company was established as the investment arm of Kuwait Projects Company ("KIPCO"), focusing on offering clients comprehensive access to local and international capital markets through a selection of asset management and financial services. In 2003, the investment Company got listed on Boursa Kuwait (formerly Kuwait Stock Exchange).

Driven by its prudent investment philosophy, innovative financial solutions, and the latest market research tools, Kamco Invest rapidly gained recognition in the regional and international financial markets. During this phase in its journey, Kamco Invest overcame exciting challenges and achieved new accomplishments that helped pave the way towards its mission of becoming the preferred asset management and investment banking services provider in the region.

In 2008, unprecedented global economic and trading conditions resulted in a business world that has never been more difficult to predict. During this period, Kamco Invest responded to exceptionally unstable market conditions through strategies designed to protect its clients and the firm's position, as well as create a foundation for future growth. Despite fluctuating market conditions, the Company maintained its strong position in a very volatile financial environment and emerged as one of the few investment companies to report an annual profit for 2008.

Since its inception, Kamco Invest has been dedicated towards enhancing and building upon its innovative investment strategy by widening its offering of quality investment products and full-fledged services. The Company directed its focus to growing its portfolios and assets under management, while successfully concluding milestone transactions for key institutions in the region.

In 2016, Kamco Invest opened the doors to its first international office in Dubai International Financial Centre ("DIFC"). Kamco Invest - DIFC serves as an alternative platform to provide the Company's international and regional client base with new opportunities for development and growth on a larger scale.

To further strengthen its client focus and leadership position, Kamco Invest acquired a strategic stake in Global Investment House in 2018, which led to a merger by amalgamation of the two operations. The merger, categorized as the first of its kind in Kuwait's investment scene, was concluded in November 2019.

Today, Kamco Invest operates in key regional capital markets and is widely recognized as one of the largest investment companies in the region in terms of assets under management. The Company now provides a comprehensive range of investment products and services in asset management, investment banking and brokerage. Kamco Invest has AUM of over USD12.9bn as of 31 December 2020 allocated to various asset classes and jurisdictions and has acted as investment banker to deals exceeding USD23.8bn from its inception to December 2020 in equity capital markets, debt capital markets and mergers & acquisitions.

### **Our Vision**

To become the preferred pan-MENA non-banking financial services powerhouse.

### **Our Mission**

To maximize stakeholdes' wealth guided by quality advice and sustained results.

### **Stock Information**

Date Established	16 September 1998
Listing Date	20 October 2003
Stock Ticker	КАМСО
Bloomberg Ticker	KAMCO KK Equity
Thomson Reuters Ticker	KAMC.KW
Paid Up Share Capital	KWD 34,233,263.300
Outstanding Shares	342,332,633
Par-value per Share	100 Fils
Fiscal Year	January - December
Registrar	Kuwait Clearing Company P.O.Box 22077, Safat 13081 Kuwait Tel: (965) 1 841-111 / (965) 2246-9457 Email: info@maqasa.com
Shareholder Structure	Major Shareholders owning over 5% KIPCO Group Companies (United Gulf Bank, Burgan Bank) 62.92%





### Sheikh Abdullah Nasser Sabah Al-Ahmad Al-Sabah Chairman

### **Entisar Abdul Raheem Al-Suwaidi**

Vice Chairman

#### **Masaud Mahmoud Jawhar Hayat Board Director**

Sheikha Dana Nasser Sabah Al-Ahmad Al-Sabah Board Director

# Tariq Mohammad Abdulsalam Board Director



Faisal Mansour Sarkhou Chief Executive Officer

Faisal was appointed as Chief Executive Officer of Kamco Invest in 2014 and has led the company to become one of the key players in the regional financial services sector. He enjoys a wealth of experience in investment services namely investment banking and asset management.

He joined the Company in 2000 and has held several managerial positions including head of Corporate Finance and head of Financial Services & Investments, responsible for advising and executing mergers and acquisitions, underwritings, private placements, debt issuances, restructuring transactions, and private equity. Earlier in his career he was a member of the Corporate Finance Team at KPMG in Kuwait.

He sits on the board of several reputable companies, member of advisory boards and executive committees and a prominent speaker in various investment forums.

Faisal holds a BSc Economics degree with honors from the University of Birmingham, UK and an EMBA with distinction from HEC Paris, France.



Sulaiman M. Al-Rubaie Managing Director of Investment Management

Sulaiman joined Kamco Invest in 2019 as Managing Director of Investment Management following the merger of Global Investment House and Kamco Invest.

He enjoys more than 18 years of experience in merchant banking and private equity. He started his career with boutique investment bank, Brask and Company, in their Placement and later in their M&A team. He then moved back to Kuwait to join the investment banking team at Global before joining the transactions team at Eastgate Capital Group in Dubai. He joined Global again in 2010 and became the head of Alternative Asset Management. He was then promoted to become Deputy Chief Executive Officer in 2017 and then Chief Executive Officer.

Sulaiman is a member of both the Middle East and Frontiers Market Councils of the EMPEA and is a board member of numerous companies in the GCC and Turkey.

He received his MBA from London Business School and a Bachelor of Science Degree in Operations Research and Industrial Engineering from Cornell University, New York.



Abdullah M. AlSharekh Managing Director of Markets and Investment Banking

Abdullah joined Kamco Invest in 2020 as Managing Director of Markets and Investment Banking bringing with him extensive and diverse experience across all core areas from treasury and corporate banking to investment banking and asset management.

Prior to joining Kamco Invest, Abdullah led the Economic & Investment team of the Hareer and Boubyan Development Agency and was Managing Director at Sharq Capital where he led investment activity across asset classes. Prior to that, he held several executive positions with key international and regional financial institutions including Executive Director at the Securities Division of Goldman Sachs, Executive Manager of Corporate Banking at the National Bank of Kuwait, in addition to Investment Banking at NBK Capital. He also worked for the Fixed Income Trading Group of Brown Brothers Harriman on Wall Street and the M&A Execution Team of HSBC in London.

He holds a dual BA in Economics and Public & Private Sector Organizations from Brown University, USA and a dual MBA in Finance and Entrepreneurial Management from The Wharton School, University of Pennsylvania, USA.







Nawal Mulla-Hussain Managing Director of Support Operations

Nawal joined Kamco Invest in 2019 as Managing Director of Support Operations following the merger of Global Investment House and Kamco Invest.

She is a professional with over 29 years of experience. She started her career at the Legal Department of Kuwait National Petroleum Company (KNPC) and left five years later to join Kuwait Investment Authority (KIA) in 1994 where she held a Legal Counsel position. At KIA she was part of the team entrusted with the establishment of Kuwait Small Projects Company, the first government initiative aimed at supporting small to medium projects in the local market. In 2004, Nawal joined Global to head the Legal Department and was promoted to Executive Vice President Legal & Compliance in 2010 and played a vital role in the development and restructuring of the Company. In 2017 she was promoted to Chief Operating Officer heading the entire support group.

She holds a Law degree from Kuwait University



Mohammed A. Al-Hubail Managing Director of Corporate Affairs & Admin

Mohammed joined Kamco Invest in 2009 and was promoted to Chief Resources Officer in 2013. Following the merger of Global Investment House and Kamco Invest in 2019, he became Managing Director of Corporate Affairs & Admin.

He has 29 years of extensive practical experience in the fields of Human Resources, Administration, and Accounting. He worked with Enhanced Engineering & Multi-Technologies Co. as a managing director, Kuwait Investment Project Co., and with the Kuwait Foreign Petroleum Exploration Company.

He is the Chairman and CEO of Manafae Holding Company and a member of board of directors of several companies in Kuwait.



Hanaa Hasan Taha Chief Financial Officer

Hanaa joined Kamco Invest in 2019 as Director of Financial Planning & Control and Accounting Operations following the merger of Global Investment House and Kamco Invest and she was promoted to Executive Director, Chief Financial Officer.

She is a professional with over 27 years of experience in finance, accounting, business analysis, budgeting and strategic planning, due diligence, and funds and portfolio accounting. Prior to the Merge she was Senior Vice President, Head of Finance and Treasury at Global, and played a vital role during the merge transaction. She joined Global in January 2007 and has held several managerial positions. Hanaa served on the board of several regional Asset Management, Investment Banking and Brokerage Companies as a Chairman and Board Member. She also held several positions as a Chairman of Audit Committee and Member of different committees mainly audit committees, investment committees and executive committees. Prior to joining Global, she worked for Kuwait Financial Center

She holds a Bachelor of Commerce Bachelor of Commerce in Accounting from Ain Shams University (Cairo-Egypt).







### **Dear Valued Shareholders,**

On behalf of the Board of Directors of Kamco Investment Company ("Kamco Invest"), I am pleased to present to you the Company's annual report for the fiscal year ended on 31st of December 2020.

2020 was a historic year led by the unprecedented spread of the coronavirus that affected life and markets across the world. Global economy witnessed the deepest recession since the second world war resulting in high levels of unemployment. Financial markets across the globe were at their multi-year lows at the peak of the pandemic during Q2-2020 with crude oil sliding to its lowest level in at least three decades. The International Monetary Fund termed it as the worst economic downturn since the great depression.

That said, governments across the board were quick to response with significant financial packages, sector-specific reforms, and loose monetary policies with one of the lowest interest rates.

GCC markets have also underperformed. In addition to the repercussions that the world markets witnessed as a result of the pandemic, the drop in oil prices had a great impact on countries' budgets and the depth of the consequences of this crisis. With the exception of Saudi Arabia and Qatar, all equity markets ended the year in the red.

Similar to other companies, the closure and slowdown in business and the performance of the regional markets resulted in the Company incurring net losses amounting to KWD2.7mn (EPS: -7.85 fils) during the year 2020 affected by unrealized losses compared to net profits of KWD3mn in the year 2019 (with earnings per share of 12.47 fils).

The teams worked hard during the year to ensure the continuity of providing uninterrupted services and were able to accomplish many achievements at all levels including raising more than USD623mn in several products and transactions, and distributing USD49mn to clients. The Company's assets under management reached KWD3.9bn (USD12.9bn) by the end of the year.

Total revenue during the year stood at KWD15.1mn (2019: KWD26.9mn), while revenue from fees and commissions was KWD15.0mn (2019: KWD19.1mn).

As a result of these losses, the Board of Directors recommended to the Annual General Meeting not to distribute cash dividends to the shareholders for the year ended 31st of December 2020. The total remuneration received by the Executive Management for the year 2020 amounted to approximately KWD960 thousand, which includes fixed remuneration such as salaries, wages, and benefits. In addition, members of the Executive Management who hold positions on the Board of Directors of subsidiary companies received a total remuneration of KWD4,100. The Company enjoys a strong financial position with shareholders' equity of KWD50.0mn as of 31st of December 2020 (2019: KWD56.4mn) and a "BBB" long-term credit rating and an "A3" short-term rating with a stable outlook by Capital Intelligence.

During the year, Kamco Invest remained at the forefront in ensuring full compliance of the various applicable laws and regulations and kept abreast with new regulatory developments.

In 2021, the Company will continue to develop its investment products and services, strengthen its position as a key regional player, expand its client base and strengthen relationship with them by offering integrated investment solutions that are compatible with their investment needs and in line with market developments, leveraging on our flexible strategies, specialized expertise, and best practice operational standards.

In conclusion, I would like to extend my sincere gratitude and appreciation to all our clients and shareholders for their continuous support and confidence in times of difficulty and prosperity, affirming that we are committed to continue striving for greater mutual success moving forward. In my capacity as Chairman of the Board, I express my sincere thanks to the Board of Directors, the Executive Management and all employees for their efforts, dedication, and hard work. I also extend my deepest gratitude to the Ministry of Commerce and Industry, the Capital Markets Authority of Kuwait, the Central Bank of Kuwait and all local and regional regulatory authorities for their continuous support and cooperation.

#### Abdullah Nasser Sabah Al-Ahmad Al-Sabah Chairman









### **Dear Valued Shareholders**

2020 was an unprecedented year for the world marked by the Coronavirus pandemic which severely disrupted the lives of people, governments, public and private sectors, and economies since March 2020. Oil prices and equity markets suffered from a huge drop in the first quarter with some markets recovering during the remaining three quarters. Although oil prices returned to their pre-COVID-19 levels, regional markets, which are the core markets for Kamco Invest, failed to recover and the MSCI GCC Index ended the year with a drop of 3.6%.

The severe dampening of business negatively impacted our core business lines leading to a drop in fee & commission income. Despite the unprecedented challenges and negative sentiments, we proudly continued to provide our clients with interruption-free services, distributed cash dividends to our shareholders for the fiscal year 2019 amounting to KWD1.7mn in June 2020 and strengthened our financial position by enhancing our cash, liquid assets and reducing our total liabilities.

During the year, the Company reported a net loss of KWD2.7mn (EPS: -7.85 fils) compared to a net profit of KWD3mn in 2019 (EPS: 12.47 fils). Fee & commission income dropped by 21.4% compared to 2019 to reach KWD15mn in 2020. The results were impacted by unrealized losses and the Company is well positioned to benefit from positive market performance as well as cope with the unforeseen circumstances should returning to normal take more time than expected.

Furthermore, we managed to rationalize our cost base where general and administrative expenses dropped by 26.5% in 2020 to reach KWD14.3mn, thanks to the measures taken by the Company to cope with the market conditions and the Company's strategy post-merger completion. We reduced total liabilities by KWD3.8mn, a reduction of 5.5%,

The Company enjoys a strong financial position with KWD50mn in shareholders' equity to reach KWD64.8mn at the end of December 2020.

The Company enjoys a strong financial position with KWD50mn in shareholders' equity as of 31 December 2020 and a "BBB" long-term credit rating and "A3" short-term rating with stable outlook by Capital Intelligence in their latest review in June 2020.

During the year, Wealth Management, Marketing, Operations and Information Technology continued to revise operational touchpoints to upgrade the level of transparency, quality of service and enhance the client experience.

In addition to the vital role Wealth Management played during this challenging year to ensure providing interruption-free services to our clients, the team raised funds and assisted in the successful closure of several transactions. With a personal approach, high service quality and track record, we serve an extensive and sophisticated client base including sovereign wealth funds, governmental entities, corporates, family offices and high net worth individuals in Kuwait and the region.

In 2020, we raised over USD623mn for several products and transactions, distributed around USD49mn to clients (capital and income distributions) and at the end of December 2020, total assets under management stood at KWD3.9bn (USD12.9bn). Equity funds and managed portfolios continued to outperform their respective benchmarks and three funds were recognized by the 2020 Refinitiv Lipper Fund awards for

In 2020, we raised over USD623mn for several products and transactions

their consistent risk-adjusted performance relative to peers.

The Real Estate Investments team completed two acquisitions in addition to two successful exits in the US and UK real estate office and logistics markets generating above targeted returns to our clients. The real estate assets under management are presently comprised of 14 properties with an aggregate acquisition value of USD1.1bn and covering a total area of 3.5 million square feet. The assets under management provide a constant annual distributable income to investors of USD40mn, thereby offering a weighted-average net cash yield of 7.8% on invested equity.

The Special Situations Asset Management team, our tailored "winddown" asset management service offered to clients seeking value enhancement and optimal realization of difficult assets covering multiple asset classes with focus on the MENA region, has successfully executed the portfolios' strategies and resulted in generating cash inflows of USD744mn since its inception in 2013 with USD4mn in 2020. During the year, the team successfully unwound a USD90mn portfolio, awarded in July 2017, as per agreed target asset values with the client.

The severe impact of the pandemic on key sectors caused considerable disruptions to operations of all the private equity portfolio companies resulting in cash flow challenges. Despite such restrictions and challenges, we along with management of portfolio companies took all necessary steps to ensure that business services to clients continue without much impact and took several measures to rationalize their costs to partially mitigate the decline in revenue.

Despite these challenges, we have continued our focus on exits and during 2020, we completed the exit of one of the underlying assets in the insurance sector from one of the PE funds. Apart from this, we are working closely with respective regulatory authorities to bring the private placement of one of the logistics companies and list it. Throughout the year, Investment Banking successfully played the role of joint lead manager for six debt capital market transactions, two regional and four local offerings, for a total amount equivalent to USD2.6bn. The team also acted as exclusive sell-side advisor to a healthcare group in Egypt and launched a strategic initiative to support companies in battling the ongoing crisis. Kamco Invest was awarded the 'Best M&A Bank in the Middle East – 2020' award from the highly accredited and internationally renowned Global Finance.

First Securities Brokerage Company, Kamco Invest's brokerage arm, continued to provide its services to clients without interruption while increasing market share and attracting new clients through its online trading platforms. A key milestone for the team is the successful execution of a substantial share of the KWD1bn value traded on the inclusion day in the MSCI Emerging Market Index with high levels of efficiency and professionalism.

Regional offices continued to strengthen their presence in their respective markets, enhance their offerings and build their client base. Kamco Invest – Saudi finalized its rebranding exercise in July 2020 in line with our strategy to operate under a unified brand and opened several portfolios for institutional and high net worth individuals. The team continued to deliver high risk adjusted returns for the year for its managed

Regional offices continued to strengthen their presence in their respective markets

Kamco Saudi Equity Fund with an alpha of 5.8% despite being highly liquid. The fund is considered the second largest conventional Saudi equity fund and the largest fund managed by an independent investment company not affiliated with a local bank.

Kamco Invest – DIFC had another good year in 2020 increasing their contribution to the Group's core business significantly, including raising of funds and acquisition of new clients. The team obtained approvals to launch and manage a new trade finance fund and completed the merger with Global DIFC with seamless integration of licenses, premises, and staff.

We continue to strengthen our position as one of the region's recognized thought leaders emphasizing the importance of data-driven investment decisions and enhancing the financial and investment knowledge and awareness of the public to garner informed investment communities. As a result, our timely insightful valuations, latest market trends, financial analysis and outlook reports play a key role in facilitating investment decisions. During 2020, the Investment Strategy and Research team remained

committed to serving the investor community and continued producing all periodic reports on timely basis even during the COVID-19 lockdowns covering multiple sectors and proposing multi-asset strategy through fundamental, technical, and economic research. Furthermore, the team issued whitepapers and reports to cover major events; specifically, the pandemic and its economic impact and the inclusion of Kuwait in the MSCI Emerging Market index.

We continue to strengthen our position as one of the region's recognized thought leaders

Remote working and digitization with interruption-free services were challenges that characterized the year 2020. Support teams including IT, Operations, and Human Resources along with Corporate Affairs & Admin Marketing and Risk Management worked together with a unified objective, business continuity with safety and well-being of our employees. Access to systems were amended to support remote access, new remote working and responsibility working protocols were implemented, a cyber security training initiative was launched, incident response plan & framework to address potential cybersecurity risks expeditiously and thoroughly were established and internal and external communication plans were executed.

In our ongoing efforts to enhance transparency with shareholders and the investor community, we proactively started hosting analyst meetings in 2020 and the first meeting was hosted upon the announcement of the Q1 and Q2 results. These meetings will be an integral part of the future announcement of our interim results.

Simultaneously, an integral part of our value creation for our stakeholders lies in playing a leading role in the community through Corporate Social Responsibility (CSR) initiatives that strategically add value to our national economy, our industry, and the development of local human capital. In 2020, we hosted several webinars on key investment related themes, launched an awareness campaign to prevent the spread of COVID-19, distributed supplies for quarantine facilities in collaboration with Kuwait Red Crescent Society and participated in the KIPCO's KWD2.5mn contribution to support the government's battle against the pandemic.

The achievements of the past year would have not been possible without the collaboration and hard work of our dedicated internal stakeholders. In light of this, the Management would like to express its sincere appreciation to the Board of Directors for the leadership and guidance they have shown during the past year, and our employees for their hard work and dedication throughout this pivotal transition. We thank our clients, shareholders, investors and financiers for their trust and assure them of Kamco Invest's commitment to constantly create more value for all stakeholders. Lastly, we extend our gratitude to Kuwait's market regulators, government officials, and organizations who were integral to our success.

#### Faisal Mansour Sarkhou

Chief Executive Officer







After closing 2019 with the 10th consecutive year of uninterrupted growth, the year 2020 was a historic year led by the unprecedented spread of the Coronavirus that affected life and markets across the world. The global economy witnessed the deepest recession since the second world war resulting in high levels of unemployment. Financial markets across the globe were at their multi-year lows at the peak of the pandemic during Q2-2020 with crude oil sliding to its lowest level in at least three decades. The IMF termed it as the worst economic downturn since the great depression. That said, governments across the board were quick to response with significant financial packages, sectorspecific reforms and loose monetary policies with one of the lowest interest rates. Moreover, the development and administration of vaccines at record pace helped in one of the quickest turn arounds in financial markets by year end. As a result, global equity markets quickly reached pre-COVID levels and closed the year at a record high. The MSCI World index closed the year with a gain of 14.1%, supported primarily by double digit gains from US indices, as well as similar returns from Asian markets including Japan, India and China. However, global asset class performance for the year remained volatile, highlighting skepticism and investor concerns over a more protracted impact from COVID-19. Gold was the best performing asset class in 2020, with a return of 25.1% and investment grade bonds reported gains of around 9.2%. On the other hand, commodities were the worst performing asset class with a decline of 23.7%, mainly due to the 21.5% decline in crude oil prices. Real Estate also suffered, with the associated REIT index down by 11.3% reflecting the impact due to COVID-19.

# GCC declines after four consecutive year of gains amid mixed market returns...

GCC equity markets underperformed their global peers and witnessed mixed performances across individual stock exchanges in the region. Almost all the markets remained in the red for the bulk of the year especially led by the impact of COVID-19 and the decline in crude oil prices on markets since March-2020. However, by year end, 2 out of 7 exchanges closed in the green led by gradual gains post the decline in Q1-2020. The aggregate MSCI GCC index reported a yearly decline for the first time in five years at -3.6% and was affected by twin dilemmas during the year. On one hand, governments had to impose COVID-19 restrictions that resulted in one of the most severe impact on the economic front with an expected 6.0% decline in GDP rates for the GCC region, as per the IMF. On the other hand, the decline in demand for crude oil, the biggest revenue source for the GCC governments, resulted in historic slide in prices to reach a three-decade low at its lowest point in the year. Volatility in the GCC equity market was the highest in four years with 49 days when the markets moved more than 1% during the year as compared to 37 days in 2019.

Almost all the markets in the GCC were in the red in terms of YTD returns for the bulk of the year and recovered only during Q4-2020. Saudi Arabia recorded the best equity market performance during the year reporting gains for the fifth consecutive year at 3.6%. On the other hand, Kuwait, which was the best performing market in 2019, reported the biggest decline as investors booked profits after last year's gains that was led by the announcement of the MSCI EM inclusion.

In terms of sector performance, most sectors in the GCC witnessed gains during the year, however, a decline in large-cap sectors more than offset these gains. On the gainers side, the Consumer Durable & Apparel index witnessed the highest yearly return of 86.1% benefitting from the sustained demand despite the lockdowns due to the inelastic and non-cyclical nature of the stocks in the index. A similar impact was seen on the Food & Drug Retail sector that posted the second biggest returns during the year at 56.2% after being the best performer in 2019. Healthcare related indices also recorded gains of more than 40%, whereas the Food & Beverage index was up 28.8%. On the other hand, the Banking index was the biggest decliner during the year sliding by 5.5% followed by 2.4% decline in the Real Estate index. Energy and Diversified Financials sectors reported declines of 1.9% each. Trading activity on the GCC exchanges was higher during 2020 and was largely broad based, barring in Oman and Bahrain. Total value traded in the GCC more than doubled to USD 659.8 Bn vs. USD 309.9 Bn in 2019.

### Looking ahead...

The year 2021 started on a jittery note as stricter lockdowns were reimposed across several countries. However, as the rate of vaccination increased, markets showed enthusiasm for the post-COVID world and reached new record highs by the end of February-2021. The commodities market also rallied during the month with copper reaching a 13-year high and oil hovered around USD 66/b backed by prospects of faster economic growth in the near-term. Markets and economies were upbeat on the prospects of faster growth in 2021 led by faster administration of vaccine that is expected to have a positive impact on goods and services sectors. Sectors that were most affected due to the pandemic, including airlines, hospitality, tourism and leisure are expected to see a rebound in the near term. This is expected to reflect in corporate profits this year as interest rates continue to remain low and government policies are aimed at a spending-led growth. The low interest rate environment is expected to continue for a while that will benefits equity markets vs. bonds. Nevertheless, there is also uncertainty over the policies of the new US administration towards China and on the global geopolitical front. This could make the ongoing overly optimistic investor sentiments vulnerable to negative surprises.

For the GCC region, there was positive news as the year started with the restoration of ties between Qatar and key GCC countries. The reopening of borders came as a big positive message for the regional geopolitics as it could further strengthen regional trade of goods and services. The stabilization on the geopolitical front sent a strong signal to international institutional investors that are essential for the near-term plans announced by GCC countries. Both Saudi Arabia and Abu Dhabi have elaborate plans on expanding the equity markets with new IPOs and listing. Saudi Arabia also announced investment plans in domestic projects in line with last year's level, which is expected to provide a big boost to local businesses. That said, economic growth is expected to remain modest and range between 2.5-3.9% for individual countries in the region as a number of sectors are yet to fully recover from the pandemic. As such, the pace of vaccination in the region would be one of the key determinants of economic growth in the region.

Equity markets in the GCC were up 5% since the start of the year as of end of February 2021, although performance of individual markets differed. Markets are expected to remain range-bound in the near term as the bulk of the earnings for FY-2020 are already factored in the prices. In addition, better-than-expected dividend declarations by some of the key names is also expected to lend overall stability in benchmarks. Moreover, elevated crude oil price is expected to support the overall direction of the markets as consensus expects Brent crude to close the year above the USD 60/b mark. Key sectors like Banking and Telecom continue to remain largely well-funded and resilient to deal with near term shocks and the support from various government initiatives would help in safeguarding the attractiveness of these sectors. Sectors that were affected by the pandemic, including airlines, leisure, tourism and real estate are expected to see varying levels of recovery this year and some are expected to extend it further into next year.







	2016	2017	2018	2019	2020
Income Statement Highlights (KWD million)					
Total Revenue	8.3	9.6	18.4	26.9	15.1

8.5

1.1

15.7

2.6

22.7

3.0

7.1

1.3

### Financial Position Highlights (KWD million)

Net Profit Attributable to Equity Holders of the Company

Total Assets	71.0	72.2	142.0	129.4	118.7
Investments	57.8	57.6	66.0	62.5	49.3
Loans & Advances & Other Assets	4.2	5.0	19.9	21.1	22.2
Loans & Bonds	26.5	26.5	57.1	48.0	46.9
Equity Attributable to Equity Holders of the Company	37.2	38.0	35.7	56.4	50.0

### Profitability

Total Expenses

Earnings Per Share (Fils)	5.4	4.8	10.8	12.5	-7.9
Expenses/Revenues	85%	88%	85%	84%	117%
Return on Assets	1.8%	1.6%	1.8%	2.3%	-2.3%
Return on Equity Attributable to Equity Holders of the Company	3.4%	3.0%	7.2%	5.4%	-5.4%

### Capital

Book Value per share (KWD)	0.156	0.160	0.150	0.165	0.146
Equity/Total Assets	52.3%	52.5%	25.1%	43.6%	42.1%
Debt to Equity attributable to parent (X)	0.71	0.70	1.60	0.85	0.94

### **Liquidity & Business Indicators**

Loans & Advances and other assets/Total Assets	5.9%	6.9%	14.0%	16.3%	18.7%
Investments/Total Assets	81.4%	79.7%	46.5%	48.3%	41.5%
Assets Under Management (KWD billion)	3.17	3.37	3.93	4.10	3.93

### **Total Revenues**

Management fees	81%
Advisory fees	7%
Brokerage Fees	12%
Share of result of associates	-17%
Dividend income	8%
Net gain on financial assets at fair value through profit and loss	-14%
Others	23%

### **Total Assets**

Bank balances & cash	27%
Investments at fair value through Income statement	18%
Investments at fair value through other comprehensive income	7%
Investments in associates	17%
Fixed assets	9%
Others	22%

17.6

(2.7)







### Overview of Kamco Invest's Corporate Governance Framework

Kamco Invest believes in the importance of applying the principles and standards of sound governance, by adopting professional and ethical standards in business, ensuring transparency in disclosures, announcing key information in a timely manner, maintaining the Company's reputation and continually enhancing shareholders and other stakeholders' confidence. As part of Kamco Invest's commitment towards implementing the rules of corporate governance, Kamco Invest, represented by its Board of Directors and Executive Management, has developed a governance system that synchronizes the Company's operations and defines the responsibilities of each Board member and Executive Management.

In undertaking its corporate governance practices, Kamco Invest has remained compliant with the requirements of the Capital Markets Authority of Kuwait's Executive Bylaws pertaining to Corporate Governance (Module 15).

This report summarizes the requirements and procedures implemented at Kamco Invest for applying corporate governance rules and regulations. The COVID-19 pandemic precipitated a global health & economic crisis that has impacted everyone and tested the resilience of businesses across the world.

Kamco Invest was also challenged by the pandemic and the disruptions it brought. Nevertheless, Kamco Invest successfully navigated the pandemic, guided by its robust corporate governance framework and principles.

Kamco Invest's corporate governance is aimed at aligning our activities with leading practices regarding internal processes, control, ethical considerations as well as local legal & regulatory requirements. Kamco Invest's corporate governance philosophy is centered around trusteeship, transparency, empowerment & accountability, control, and ethical corporate citizenship. Kamco Invest believes that the practice of each of these leads to the creation of the appropriate culture, behaviors & norms in the Company.

As part of the corporate governance framework, members of the Board of Directors, management personnel and all employees of Kamco Invest are committed to placing the interest of the Company, its shareholders and other stakeholders at the forefront, without any bias, irrespective of the category, size or interests of the sub-groups.

### Kamco Invest's Corporate Governance During COVID-19

The challenges and opportunities presented during 2020, were testament to the strength of Kamco Invest's corporate governance practices. The Company activated its alternative business continuity procedures that allowed employees to work remotely. In activating these alternative business procedures, the Company's management instituted appropriate risk mitigations.

During the various stages of the pandemic and lockdowns in the State of Kuwait, Kamco Invest continued to adhere to its corporate governance framework & practices. This allowed the Company to efficiently & successfully launch new products & transactions, maintain the strength of its balance sheet, and continually serve its stakeholders with minimal disruptions. The Company leveraged technology to keep all its stakeholders abreast of the Company's health and progress during the 2020. Some of the initiatives that achieved this level of transparency were:

- Conducting all meetings of the Board of Directors and Board Committee's digitally, ensuring appropriate oversight of the Company.
- Conducting all management committee meetings digitally to ensure robust and efficient conduct of business.
- Employing a "stakeholders first" view with regards to health & safety, for the Company's employees, clients & guests.
- Proactively organizing investor relations conference calls to update our investors about the Company's performance.

Our corporate governance and business resiliency practices have institutionalized agility and nimbleness in our activities.

### **Rule I: Constructing a Balanced Board Composition**

#### **Board's Structure**

Kamco Invest's Board of Directors comprises five members appointed during the Company's Annual General Assembly once every three years. The Board members have strong educational background, professional experience, and extensive business knowledge both locally and regionally.

The role of the Board is to govern the Company, whilst day to day management has been entrusted upon the Company's Executive Management. Members of the Board of Directors exercise their duties collectively & independently, devote enough time to their responsibilities, and work in good faith towards the interests of the Company and its shareholders.

#### **Kamco Invest's Board Members**

The Company held the election for the Board of Directors during the year. For the year ending 2020, the members of the Board of Directors were:

Member Name	ame Classification Qualification and of the Member Work Experience		Date of Election / Appointment		
Sheikh Abdullah Nasser Sabah Al-Ahmad Al-Sabah (Chairman) Representing United Gulf Bank	Non-Executive Director	BA – Business Administration [More than 15 years of experience]	3 <sup>rd</sup> June 2020		
Entisar Abdul Raheem Al-Suwaidi (Vice Chairperson) Elected Member (Independent)	Independent Director	BA – Accounting [More than 30 years of experience]	3 <sup>rd</sup> June 2020		
Sheikha Dana Nasser Sabah Al-Ahmad Al Sabah	Non-Executive	BA – English Literature	3 <sup>rd</sup> June 2020		
Representing AlDeyafa United Real Estate Co.	Director	[More than 20 years of experience]			
Masaud Mahmoud Jawhar Hayat	Non-Executive	BA – Economics	3 <sup>rd</sup> June 2020		
Representing AlZad Real Estate Co.	Director	[More than 40 years of experience]			
Tariq Mohammad Abdulsalam	Non-Executive	BA – Accounting	3 <sup>rd</sup> June 2020		
Representing First North Africa Real Estate Co.	Director	[More than 30 years of experience]			

The Board of Directors appointed Mr. Farouq Al-Oumi as the Secretary of the Board of Directors

### Summary of Board's Meetings in 2020

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During 2020, the Board of Directors has held 16 meetings. The below table summarizes the dates of each meeting and the attendance by each director.

			Member Name		
Meeting Number & Date	Sheikh Abdullah Nasser Sabah Al-Ahmad Al- Sabah (Chairman)	Entisar Abdul Raheem Al- Suwaidi (Vice Chairman)	Sheikha Dana Nasser Sabah Al- Ahmad Al-Sabah (Board Director)	Masaud Mahmoud Jawhar Hayat (Board Director)	Tariq Mohammad Abdulsalam (Board Director)
<b>01/2020</b> (9 <sup>th</sup> January 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>02/2020</b> (13 <sup>th</sup> January 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>03/2020</b> (20 <sup>th</sup> February 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>04/2020</b> (11 <sup>th</sup> March 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>05/2020</b> (5 <sup>th</sup> May 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>06/2020</b> (3 <sup>rd</sup> June 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>07/2020</b> (4 <sup>th</sup> June 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>08/2020</b> (8 <sup>th</sup> June 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>09/2020</b> (8 <sup>th</sup> July 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>10/2020</b> (15 <sup>th</sup> July 2020)	-	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>11/2020</b> (29 <sup>th</sup> July 2020)	-	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>12/2020</b> (12 <sup>th</sup> August 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>13/2020</b> (10 <sup>th</sup> September 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>14/2020</b> (5 <sup>th</sup> November 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>15/2020</b> (9 <sup>th</sup> November 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$
<b>16/2020</b> (15 <sup>th</sup> December 2020)	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$	$\checkmark$

# Registering, Coordinating and Archiving Board of Directors Minutes of Meetings

The Board of Directors have a register where all Board of Directors' minutes of meetings and Board of Directors resolutions are maintained (in serial number).

The Board of Directors has appointed Farouq Al Oumi as the Board Secretary, who is responsible for preparing, soliciting approval on and archiving of the Board's minutes of meetings, records, resolutions and reports. The Board Secretary also advises the Board members on its operational processes in line with the regulatory requirements, the Board Charter and prevailing Board Resolutions.

# Rule II: Establishing Appropriate Roles and Responsibilities

As part of Kamco Invest's commitment towards good governance, the Company identified the roles and responsibilities of the Board Members as follows:

- Adopt the Charter of Board of Directors giving the Board the authority to exercise its role and responsibilities in overseeing the Company.
- Form specialized Board Committees with set authorities and responsibilities to fulfill.
- Establish Key Performance Indicators (KPIs) to evaluate the performance of the Board of Directors.
- Establish Key Performance Indicators (KPIs) to evaluate the performance of the Executive Management in accordance with the Company's objectives and strategy.
- Approve the delegation of authority matrix which identifies the authorities of the Board of Directors vis-à-vis Executive Management.
- Form specialized management committees with set authorities and responsibilities for overseeing regular business & risk aspects of the Company
- Approve the Company's policies and charters as to achieve balance in distribution of authorities between the Board of Directors and Executive Management.

Details of the Board of Directors roles & responsibilities are captured in the Board Charter.

# The roles & responsibilities of the Company's Executive Management are defined as follows:

- Execute the strategy of the Company, effectively & efficiently, in line with the strategic goals, objectives, budgets and plans approved by the Board of Directors.
- Manage the daily affairs of the Company in accordance with the policies, directives and resolutions of the Board of Directors or its Committees.
- Ensure the Company's activities comply with applicable constitutional documents of the Company and laws & regulations of the State of Kuwait.
- Exercise their authorities to manage the Company's activities, in line with delegations of the Board of Directors.

#### **Board of Directors' Achievements for 2020**

Despite the turbulence experienced during 2020, the year was marked by several other achievements by the Board of Directors, namely:

- Approving the Company's major goals, strategies, plans and budget for 2021.
- Initiating the acquisition of a market maker license by the Company, to be completed in 2021.
- Preserving to the greatest extent possible, the health of the Company's business franchise and activities.
- Enhancing the organizational structure to align with the strategic priorities of the organization.
- Continued oversight & resolution of various post-merger related matters & entities.
- Establishing incentive frameworks to grow the Company's assets under management.
- Revising the Management Delegation of Authorities to align with the Company's needs.
- Approving several policies & revised contingency plans as part of enhancing the Risk Management framework of the Company.

#### **Board Committees**

The Board has established specialized Committees to assist in performing key functions and responsibilities entrusted to it. The Board approves the charters governing the work of these Committees as they specify the terms, authorities, functions, rights and responsibilities of the Committees and the method they are supervised by the Board. The Committees are formed pursuant to a resolution issued by the Board of Directors which appoints the members and specifies the Committee chairperson and the time the Committee should start performing its functions. For the year ending 2020, Kamco Invest had institutionalized the following Board Committees:

#### a. Board Audit Committee

#### **Committee Roles and Responsibilities**

The Committee assists the Board in providing oversight of the financial reporting process, the audit process, the system of internal controls and compliance with laws and regulations by:

- Reviewing periodical financial statements before providing them to the Board of Directors and provide the Board of Directors with opinion and recommendation concerning them.
- Recommending to the Board of Directors to reappoint external auditors or change them and specifying the remunerations thereof.
- Supervising the internal audit function in the Company, evaluating the extent of sufficiency of internal control conditions applied inside the Company and reviewing the results of the internal audit reports.
- Reviewing and approving the internal audit plan.
- Verifying the Company's compliance with related laws, policies, systems, and regulations.
- Following up on external auditors work and reviewing their remarks on the Company's financial statements.
- Any other responsibilities as required under the mandate of the relevant laws & regulations or as entrusted by the Board of Directors from time to time.

#### Formation Date and Duration

The Committee was reconstituted in June 2020 for a term of three years, in line with the term of the Board.

#### Membership

For the year ending 2020, the Committee members were:

- Entisar Abdul Raheem Al-Suwaidi (Chairperson)
- Sheikha Dana Nasser Sabah Al-Ahmad Al-Sabah (Member)
- Tariq Mohammad Abdulsalam (Member)
- Mr. Pradeep Rajagopalan was the secretary of the Committee

#### Meetings

The Committee met six times in 2020.

#### b. Board Risk Committee

#### **Committee Roles and Responsibilities**

The Committee oversees the risk management practices at the Company by:

- Preparing and reviewing the risk management strategies and policies, seeking approval from the Board on these matters and ensuring their proper implementation, commensurate with the size and nature of Company activities.
- Ensuring availability and sufficiently of resources and systems for risk management.
- Evaluating systems and mechanisms of identifying, measuring and monitoring various types of risks that may face the Company.
- Assisting the Board of Directors in identifying and evaluating the Company's acceptable risk level and ensuring that the Company does not exceed this level, once approved by the Board.
- Reviewing the organizational structure of risk management and providing recommendations in this regard to the Board.
- Verifying independence of the risk management employees.
- Ensuring that the risk management employees fully understand the risks the Company faces.
- Preparing periodic reports about the nature of risks facing the Company and submitting such reports to the Board.
- Reviewing issues raised by the Board Audit Committee, which may affect risk management in the Company.
- Any other responsibilities as required under the mandate of the relevant laws & regulations or as entrusted by the Board of Directors from time to time.

#### Formation Date and Duration

The Committee was reconstituted in June 2020 for a term of three years, in line with the term of the Board.

#### Membership

For the year ending 2020, the Committee members were:

- Tariq Mohammad Abdulsalam (Chairperson)
- Entisar Abdul Raheem Al-Suwaidi (Member)
- Masaud Mahmoud Jawhar Hayat (Member)
- Mr. Ketan Kapoor was the secretary of the Committee.

#### Meetings

c. Board Nomination and Remuneration Committee & Remuneration Committee

#### **Committee Roles and Responsibilities**

The Committee is responsible for assisting the Board of Directors about its responsibilities pertaining to nomination and remuneration related to the members of the Board of Directors and Executive Management. The Committee assists the Board in reviewing the level of competence of the members of the Board of Directors and Kamco Invest's Executive Management, set the remuneration framework and ensure its effectiveness in accordance with the approved remuneration policy. Moreover, the Committee is responsible for establishing criteria for Board and Executive Management remuneration through:

- Recommending nomination and re-nomination acceptance for members of Board of Directors and Executive Management members.
- Setting a policy for Board of Directors and Executive Management members' remunerations, along with annual review of the required proper skills needed for Board membership. In addition to receiving applications for executive positions as required, studying and revising these applications.
- Determining various remuneration categories to be provided for employees such as fixed, performance-based, equity-based and end of service remuneration categories.
- Designing job description for Board members.
- Ensuring continued independence of independent Board members
- Preparing detailed annual report for all remunerations given to Board of Directors and Executive Management members.
- Any other responsibilities as required under the mandate of the relevant laws & regulations or as entrusted by the Board of Directors from time to time.

#### Formation Date and Duration

The Committee was reconstituted in June 2020 for a term of three years, in line with the term of the Board.

#### Membership

For the year ending 2020, the Committee members were:

- Sheikha Dana Nasser Sabah Al-Ahmad Al-Sabah (Chairperson)
- Entisar Abdul Raheem Al-Suwaidi (Member)
- Masaud Mahmoud Jawhar Hayat (Member)
- Tariq Mohammad Abdulsalam (**Member**)
- Mr. Farouq Al Oumi was the secretary of the Committee

#### Meetings

The Committee met ten times during 2020.

#### Mechanisms Enabling Board Members to Obtain Accurate and Timely Information and Data

The Company has an effective mechanism that enables the Board of Directors to obtain accurate and timely information, which enables them to perform and fulfil their duties and roles efficiently and sufficiently.

The Committee met four times in 2020
The secretaries of the Board and various Board Committees take a proactive approach to ensure that the necessary information, reports and analyses are made available to members of the Board and Board Committees in a timely, clear and accurate manner. The Company has also developed the necessary IT infrastructure, which enables high quality, accurate and timely reporting.

# Rule III: Recruiting Highly Qualified Candidates for the Board of Directors and Executive Management

# **Board Nomination and Remuneration Committee**

The Board of Directors has formed a Board Nomination and Remuneration Committee, which is responsible for the nomination of members to the Board, Board Committees and Executive Management, in addition to setting policies, incentive schemes related to the Company, and to the Board of Directors, Executive Management and Management remuneration.

# Board of Directors, Executive Management and Management Remuneration

The overall strategy of Kamco Invest is set and approved by the Board and translated into Key Performance Indicators (KPIs). These KPI's are then documented and communicated to ensure alignment of the management activities to the strategy applied by the Executive Management. These KPIs are monitored and reported to the Board on a regular basis. The remuneration is determined based on the achievement of KPIs, this include financial and non- financial criteria.

The remuneration policy at Kamco Invest aims to link remunerations and acceptable risk levels to attract qualified candidates to the company and ensure transparency. The Policy was approved by the Board of Directors in June 2016. A summary of this policy is presented as follows:

# **Director's Remuneration Policy**

- The Directors remuneration comprises an annual remuneration given to all Board Members for their roles as members of the Board of Directors of Kamco Invest.
- The Board member may be entitled for each committee membership remuneration subject to approval of the Annual General Assembly of Shareholders.
- The total remuneration should not exceed 10% of the net profit of the Company (post the deduction of depreciation, reserves, shareholders dividends not less than 5% of the Company's capital or any higher percentage as stipulated in the Company's Articles of Association).
- The total remuneration amounts should be approved by the shareholders in their Annual General Assembly, based on a recommendation by the Board Nomination and Remuneration Committee to the Board of Directors.
- The independent board member may be exempted from the stipulations of the maximum remuneration stipulations, based on the approval of the Annual General Assembly Meeting of the shareholders.

# Executive Management and Management Remuneration Policy

The Executive Management and Management remuneration policy takes into consideration the conditions and environment in which the Company operates, the results achieved, and relevant risk factors. The key components are:

#### Fixed Remuneration:

- Fixed compensation is set based on the responsibilities and growth path identified for each member of the Executive Management.
- Fixed remunerations are agreed based on skills and experience.
- Fixed remunerations are reviewed periodically.
- Fixed remunerations, including salaries, allowances, and benefits are set in Kamco Invest's salary and grading structure and approved by the Board of Directors.

#### Variable Remuneration:

- Variable remuneration awards are allocated to individuals depending upon individual, divisional, and Companywide performance using an individualized performance assessment system.
- Variable remuneration is designed to motivate and reward high performers within the overall risk framework of the organization.
- The variable remuneration is divided into annual cash bonus / incentive. These are determined annually by the Board Nomination and Remuneration Committee and subsequently approved by the Board.
- The performance appraisal process for determining revisions in fixed remuneration and amounts of variable remuneration are managed in accordance with the Company's approved performance management standards.

# Balance between Fixed and Variable remuneration fixed and variable remuneration

The Company ensures that there is an appropriate balance between fixed and variable remuneration to allow for the possibility of reducing variable remuneration in the case of weak or adverse financial performance. The fixed and variable remuneration is reviewed and determined annually by the Board of Directors based on the Board Nomination and Remuneration Committee's recommendations.

# **Board Remuneration Details**

The Board Nomination and Remuneration Committee has proposed that the Board of Directors not receive any compensation for the financial year ended 31st December 2020. This proposal will be submitted to the Annual General Assembly of the Shareholders, for the financial year ended 31st December 2020. The members of the Board of Directors did not grant any remuneration by Kamco Invest's subsidiaries for the financial year ended on 31st December 2020.

# Executive Management Remuneration and Benefits Details

	From Kamco Invest	From Subsidiaries
Executive Management	6*	2
Fixed Remuneration & Benefits (KWD)		
Total Monthly Salaries (During the Year)	548,765	-
Health Insurance	13,923	-
Annual Tickets	38,880	-
Housing Allowance	-	-
Transportation Allowance	21,800	-
Children's Education Allowance	-	-
Other Fixed Remuneration & Benefits	138,524	-
End of Service & Annual Leave	198,199	-

#### Variable Remuneration & Benefits (KWD)

Annual Bonus	-	4,100**

 $\ast$  Members of the Executive Management include the CEO, Chief Financial Officer and all members of the Executive Management at Kamco Invest.

\*\* The figure represents the variable remuneration granted by Kamco Invest Subsidiaries to the members of the Executive Management as compensation for attending the Board of Directors' meetings and representing the committees emanating from it.

# Rule IV: Safeguarding the Integrity of Financial Reporting

The Board of Directors acknowledges to the shareholders its responsibility for the fair presentation of Kamco Invest's consolidated financial statements for the year ended 31st December 2020; and that they present all financial aspects of the Company, including data and operational results, and are prepared in accordance with the International Accounting Standards approved by the Capital Market Authority of Kuwait.

Furthermore, the Executive Management acknowledges to the Board its responsibility for the fair presentation of Kamco Invest's consolidated financial statements for the year ended 31st December 2020, and that these statements present all financial aspects of the Company accurately, including data and operational results, and are prepared in accordance with the International Accounting Standards approved by the Capital Market Authority of Kuwait.

The Board of Directors have established a Board Audit Committee. The Committee members have educational qualifications and practical experience in the field of accounting and finance. There was no conflict between the recommendations of the Board Audit Committee and the decisions of the Board of Directors during the year 2020.

The external auditors of the Company are fully independent from the Company and its Board, and the Board Audit Committee verifies their independence on an annual basis. Furthermore, the external auditors do not provide any material services other than the services related to the Company's audit function

# Rule V: Applying Sound Systems of Risk Management & Internal Audit

# **Risk Management Department**

The Company's Board of Directors approved organizational structure institutionalizes a fully independent Risk Management department, reporting to the Company's Board Risk Committee.

The Risk Management department is granted full authority to perform its role properly without being granted financial powers. The department also has qualified employees with professional competences and technical capabilities.

# **Board Risk Committee**

The Board of Directors formed a Board Risk Committee that consists three members, and its main responsibility of developing and monitoring risk management policies & procedures and the risk profile of the Company.

# Kamco Invest's Internal Controls Systems

The Company makes ongoing efforts to enhance its internal controls systems and while doing so, applies the "Four Eyes Principles" as follows:

- Proper segregation of authorities between the Board and Executive Management, whilst ensuring appropriate checks and balance.
- Segregation of duties to prevent conflicts of interest.
- Maker-checker control and review.
- Multi-layered approvals/authorizations.

# **Internal Audit Department**

The Company's approved organization structure also includes a fully independent Internal Audit department, reporting directly to the Company's Board Audit Committee. The Head of the Internal Audit department is appointed directly by the Board of Directors based on the nomination of the Board Audit Committee; and the Board of Directors identifies the Internal Audit department's mandate, roles and duties.

# Rule VI: Promoting Code of Conduct and Ethical Standards

The Company has institutionalized a comprehensive corporate governance policy that acts as a backbone of the Company's corporate governance framework. The Corporate Governance Policy acts as the Business Charter for the firm and includes extensive directives to address:

- Related Party Transactions mechanisms for various internal departments to highlight and appropriately manage transactions that may be undertaken by the Company with related parties.
- Code of Conduct and Ethics emphasizing confidentiality of information, appropriate care of Kamco Invest's assets, financial responsibility and compliance with applicable laws & regulations. These directives establish the framework of acceptable behavior at Kamco Invest. The Company reiterates its commitment to the Code of Ethics and Conduct. Any

violation of the Code of Ethics and Conduct is dealt with severely resulting in immediate disciplinary action.

- Insider Information Management Kamco Invest prohibits the unauthorized disclosure of sensitive/material information acquired in the normal course of business and the misuse of such information in activities detrimental to the interests of the Company and integrity of capital markets.
- Whistle Blowing establishment of mechanisms for stakeholders to highlight any potential or alleged wrongdoings, breaches of Corporate Governance Policy, financial crimes, fraud, theft, harassment etc. The mechanisms afford full protection from any retaliation and full confidentiality of all whistleblowers.
- Conflicts of Interest to ensure any conflicts of interest emanating from Kamco Invest's operations are appropriately identified, discussed, resolved & disclosed. This policy has set the mechanisms to mitigate situations constituting conflicts of interest within Kamco Invest and its subsidiaries and affiliates as to ensure that all conflicts of interest are dealt with and addressed expeditiously.
- Chinese Walls to ensure segregation of information being generated from various business units of Kamco Invest and to minimize risks of misusing such information.

The Corporate Governance Policy is circulated to all employees of Kamco Invest to enable an understanding of the subject matter of the policy by all employees. Any breaches of the policy merit strictest of actions under the Company's Human Resources Policies and the Kuwait Labor Law, including but not limited to termination and legal action.

# Rule VII: Ensuring Timely and High-Quality Disclosures & Transparency

## Mechanism of Disclosure and Transparency

Kamco Invest has been in the forefront in offering transparency in operations through its annual Shafafiya (transparency) forum. In this forum Kamco Invest's management offer insights regarding how the Company has promoted ethical and responsible decision making, while safeguarding the integrity of financial reporting.

The Company adopted the policy and procedures pertaining to "Disclosure and Transparency" which details disclosure requirements, guidelines and responsibilities (including financial, non-financial and regulatory disclosures). The Policy also requires the application of disclosure practices to ensure the disclosure of Company information and material in a fair and professional manner and to provide accurate information in a timely manner for the benefit of internal and external stakeholders in compliance with CMA regulations. During 2020, Kamco Invest has made appropriate regulatory disclosures in a timely manner on Kuwait Bourse Website and the Company's own official website. One of the Company's aims is to balance the legitimate interests of stakeholders through consistent enhanced performance. The Company maintains a special register related to all the Board of Directors and Executive Management's disclosures. This register is available to be reviewed by all the Company's shareholders; and is reviewed and updated periodically.

# **Investors Relations Unit**

The Company also incorporated an Investors Relations Unit, which is responsible for providing data and reports to investors. This Unit is reasonably independent, in a manner that allows it to provide accurate data and reports in a timely manner. There is a dedicated section on the Company's website for Investor Relations, which also contains the contact information for the Unit.

# Development of Information Technology Infrastructure in the Disclosure Process

The Company also works continuously on developing and updating the information technology infrastructure, to be able to effectively communicate with shareholders, investors, and stakeholders. The Company regularly updates its websites with material information for clients, investors, and other stakeholders. Additionally, the Company's website a dedicated section for corporate governance, where all governance related information and data that shareholders and potential investors might need is available.

# Rule VIII: Respecting the Rights of Shareholders

The governance system at the Company ensures that all shareholders are fairly treated, ensuring equal dealing with all shareholders and protection against breach of the rights thereof, in addition to protecting capitals of shareholders against misuse. Furthermore, the Company's Articles of Association also include procedures and controls required to ensure fairness and equality amongst all shareholders.

In addition, the Company has a policy that guarantees shareholders ability to exercise their rights, which include:

- Listing the shares held and shareholding percentage in the Company records.
- Transacting in the Company's shares, including registration and transfer of ownership.
- Receiving dividends on shares held.
- Obtaining residual claims in the Company's assets in case of liquidation.
- Having access to data and information of the Company's activities and operational and investment strategies regularly and easily.
- Participating in the shareholders' assembly meetings and voting on the resolutions thereof.
- Electing members of Board of Directors.
- Following up on performance of the Company, in general, and the Board of Directors, in particular.
- Holding the Company's Board of Directors or the Executive Management accountable.

The Company has created a special register at Kuwait Clearing Company (Clearing Agency), where shareholders names, nationalities and number of shares held by them are recorded. Furthermore, the Investor Relations Unit maintains a copy of the Shareholders' Register and Bondholders' Register, making it available to shareholders and bondholders. Shareholders can review this register and verify that data is maintained confidentially. The Investor Relations Unit is in charge of responding to shareholders' queries.

The Company also encourages shareholders to participate and vote in the Company's General Assembly Meeting:

# Mechanism of Participation in the Shareholders General Assembly

The Shareholders' General Assembly is held upon the call of the Board of Directors; and invitations are sent to shareholders including the General Assembly agenda, time and location. The invitation to the General Assembly is published in local newspapers, the Boursa Kuwait's website, and the Company's website.

The Investor Relations Unit and the Board Secretary follow up with Kuwait Clearing Company and shareholders to ensure that they received their proxy. The agenda, Board of Directors reports and financial statements are prepared and kept available to Shareholders.

Shareholders can participate in the General Assemblies and discuss all issues listed in the agenda, raising inquiries therein, and posing questions concerning such issues to be answered by the Board members and the External Auditor.

# Mechanism of Voting in the Shareholders General Assembly

The Company allows shareholders to exercise the right of voting in person or by proxy, without placing any obstacles that would prevent such voting.

# Rule IX: Recognizing the Roles of Stakeholders

Kamco Invest acknowledges stakeholder rights and works on encouraging the cooperation between the Company and stakeholders in various areas. Moreover, stakeholders' contributions represent a crucial resource for building the Company's competitiveness and supporting its performance.

The Company's Corporate Governance Policy has captured the rules and procedures that ensure acknowledgment and protection of the stakeholders' rights, such as but not limited to:

- Ensuring that dealing between the Company and its stakeholders is conducted without any discrimination or preferential conditions.
- Articulating procedures to be followed in case any party breaches the obligations thereof articulated.
- Compensating stakeholders if the rights set out by the covenants of the agreements are breached.

- Reporting any actual/alleged breaches or improper practices of the Company through pre-defined channels.
- Encouraging the Company to establish good relations with the clients and suppliers and maintaining confidentiality of information of various parties.
- Encouraging redressal of complaints or disputes, which may arise between the Company and any stakeholder.
- Abiding by the instructions of the Company's regulators.

# Encouraging stakeholders to participate in following up with the Company's various activities

The Company allows the various stakeholders to have access to information and data related to the activities related to them in a timely and regular manner. Furthermore, the Company publishes all announcements on its website and press releases of important events and information on a regular basis and when needed. Having said that, the Company has also set mechanisms and channels, as per the client complaints policies & procedures and whistleblowing policies & procedures that allows stakeholders to communicate any grievances or report unfair, improper, unethical, or illegal practices.

# Rule X: Encouraging and Enhancing Performance

The Company developed several mechanisms that would allow Board Members and Executive Management to attend different training programs and workshops continuously, that are related to the Company's activities and to the Board Members role, in order to develop their skills and experience; in a manner that would help them perform their duties effectively.

During the year, the Company's Board Members and Executive Management attended training programs and workshops related to different topics such as:

- Anti-Money Laundering and Countering Terrorism Financing.
- The growing threat of cyber risks.
- SWIFT security guidelines & good practices

The Company also developed mechanisms to evaluate the overall performance of Kamco Invest's Board and the performance of each member of the Board of Directors and Executive Management periodically, through developing a set of performance measurement indicators related to the extent of achieving strategic goals of the Company.

The Board of Directors also work continuously on ensuring the importance of value creation with the employees of the Company; through enforcing mechanisms that achieve the Company's strategic goals, improving performance level and abiding to the laws and regulations and, in particular, corporate governance. These mechanisms include but are not limited to:

- Setting annual budget and long-range plan for the Company; coupled with regular review of the Company's performance against the set targets and budgets
- Proper and clear distribution of authorities amongst

management, management committees, Board Committees, and the Board of Directors

- Institutionalizing appropriate corporate governance policies, procedures & practices
- Institutionalizing appropriate policies related to compliance, anti-money laundering & countering terrorism financing, FATCA, Common Reporting Standards (CRS) etc.
- Institutionalizing appropriate mechanisms for internal governance: In order to facilitate the value creation in the Company and effectively manage and enhance performance in a risk cognizant manner, the Board has instituted several management committees, that comprise the Company's senior managerial personnel.

These management committees ensure effective execution of various strategic, business, operational and risk-based mandates. A summary of these committees is given below:

# Business Excellence & Strategic Transformation Committee

The committee provides strategic oversight to the performance of the Company and facilities cooperation among various business units. The committee reviews all new products/services/transactions offered by Kamco Invest, prior to launch among other matters.

# Asset, Liability and Capital Management Committee

The committee provides oversight to the management of Kamco Invest's balance sheet and capitalization.

# **HR** Committee

The committee provides general oversight of Kamco Invest's compensation structure including long term rewards and benefits programs, to review and provide guidance on Kamco Invest's human resources programs, workforce programs, talent review and leadership development and best place to work initiatives. The outcomes of the committee's activities are presented to the Board Nomination and Remuneration Committee and/or Board of Directors for approval, as required under applicable regulations.

# **Credit Committee**

The committee exercises due care, diligence, skill, and oversight towards credit risk management in the loan portfolio of Kamco Invest, within Board approved authorities.

# **Provisions Committee**

This committee approves provisions on the individual loan accounts and on an omnibus basis on the loan portfolio to ensure accurate reflection of recoverability.

# **Technology Oversight Committee**

This committee oversees the Company's technology strategy and initiatives, oversee significant investments in support of such strategy alongside associated operational considerations, operational risks, information, and cybersecurity risks.

# Rule XI: Focusing on the Importance of Corporate Social Responsibility (CSR)

Kamco Invest is constantly balancing business objectives with broader ethical and social considerations, just as it works on the balance between profits now and the promise of higher returns in the foreseeable future.

In 2020, Kamco Invest organized several CSR initiatives to combat the COVID-19 pandemic in Kuwait and within the Company. These initiatives were carried out with the aim of supporting the country's decision to implement a strategic plan to tackle the pandemic locally and avoid the spread of infection.

# **External actions taken against COVID-19:**

- To spread awareness on the pandemic, Kamco Invest launched an online campaign titled "#Be\_Responsible" through its social media platforms urging the public to practice social distancing and abide by the instructions released from government entities.
- Kamco Invest participated in a cash donation organized by its parent company, Kuwait Projects Company (KIPCO) with KIPCO Group companies, totaling KWD2.5mn. The donation went toward supporting the state in combating the pandemic and ensuring the health and safety of the people of Kuwait during this critical period.
- In collaboration with the Kuwait Red Crescent Society, Kamco Invest provided supplies for the quarantine facilities at Khiran Resort, Millennium Hotel - Sharq, Grand Hotel and Grand Majestic Hotel.

# Internal actions taken against COVID-19:

- The campaign was extended to Kamco Invest employees to ensure that during the lockdown period, employees remained safe and healthy.
- The Company devised a detailed remote working plan that is in line with governmental COVID-19 regulations and ensured that the premises are equipped with health and safety measures including hygiene kits, sanitizers, posters, infrared thermometers, and elevator position-guiding signs.
- The Company's internal communication plan consisted of advice to avoid spreading the virus, information related to travelers and the testing procedures upon arrival, updates on ministry decisions and how to safely resume operations during the current crisis.

The above fall in line with Kamco Invest's social and national commitment to give back to the community and support public health programs that aid the safety and well-being of the public as well as the Company's employees.





CONSOLIDATED FINANCIAL STATEMENTS

**31 DECEMBER 2020** 



Finst & Young Al Aiban, Al Osaimi & Porthers P.O. Box 74 18-201 (Flow), Saitak Tower Ahmed Al Jabar Street Safat Square 19001, Kowai, tel: -95522955000 Fax: -96522456419 Sriwalt%kw.ey.com ey.com/mena

# INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF KAMCO INVESTMENT COMPANY K.S.C.P.

# Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the consolidated financial statements of KAMCO Investment Company K.S.C.P. (the "Company") and subsidiaries (collectively the "Group"), which comprise the consolidated statement of financial position as at 31 December 2020, and the consolidated statement of income, consolidated statement of comprehensive income, consolidated statement of cash flow for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2020, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs), as adopted by the Central Bank of Kuwait for use by the State of Kuwait.

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.



# Report on the Audit of the Consolidated Financial Statements (continued)

# Key Audit Matters (continued)

We have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying consolidated financial statements.

# a) Valuation of investment securities

Investment securities comptises of financial assets at fair value through profit or loss (FVTPL) and financial assets at fair value through other comprehensive income (FVOCI) and are disclosed in Note 7 and Note 8 to the consolidated financial statements.

The valuation of the Group's investment securities involves the exercise of judgment by the management and the use of assumptions and estimates, most predominantly for the instruments classified under level 2 and level 3. Covid-19 has impacted on the volatility of the certain inputs by the management, key judgments applied by management in valuation of the Group's investment securities carried at fair value include determination of price to book multiples from comparable companies, identification of recent sales transactions, calculated net asset value (NAV) and application of illiquidity discounts in certain cases. Due to these estimation and current pandemic of Covid-19 uncertainties, this is considered a key audit matter. The Group's policies on valuation of investments securities are presented in accounting policies and in Note 3 and Note 27 of the consolidated financial statements.

As part of our audit procedures we have tested the level 1 fair valuations by comparing the fair values applied by the Group with publicly available market data. For level 2 and 3 valuations we evaluated the models and the assumptions used by the management and tested the source data used in the valuations, to the extent possible, to independent sources and externally available market data to evaluate the data's relevance, completeness and accuracy. We further assessed that the main assumptions and related uncertainties are appropriately reflected in the disclosure in Note 27 of the consolidated financial statements.

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# Report on the Audit of the Consolidated Financial Statements (continued)

### Key Audit Matters (continued)

# b) Impact of IFRS 10 on the Group's ownership in funds

The Group has direct investments in various funds which are managed by the Group in the capacity of a Fund manager. The complexity of structure, servicing and ownership in these funds requires the Group to continuously determine control under IFRS 10. This impact assessment is critical for the overall accounting and presentation of Group financial statements therefore we considered this to be a key audit matter.

The Group's policy on control assessment over its managed funds is given in the accounting policies section of the consolidated financial statements.

Our audit procedures included, amongst others, assessment of Group's policies and procedures in identifying the control over investees. We have challenged the Group's assessment of control over the funds managed by the Group and considered the guidance included in IFRS 10. We evaluated the power of the Group through reviewing the contractual and legal agreements including articles and memorandum of incorporation of these funds. We also compared the right to variable returns of the Group from these funds by the industry average. Furthermore, we considered the right of other unitholders for the removal of the Group as fund manager and also the ability of the Group to use its powers over these funds.

# Other information included in the Group's 2020 Annual Report

Management is responsible for the other information. Other information consists of the information included in the Group's 2020 Annual Report, other than the consolidated financial statements and our auditor's report thereon. We obtained the report of the Company's Board of Directors, prior to the date of our anditor's report, and we expect to obtain the remaining sections of the Annual Report after the date of our anditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

# Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs as adopted for use by the State of Kuwait and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.



# Report on the Audit of the Consolidated Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued) In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those Charged with Governance are responsible for overseeing the Group's financial reporting process.

# Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the comornic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may east significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.



# Report on the Audit of the Consolidated Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safe guards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

# Report on Other Legal and Regulatory Requirements

Furthermore, in our opinion proper books of account have been kept by the Company and the consolidated financial statements, together with the contents of the report of the Company's Board of Directors relating to these consolidated financial statements, are in accordance therewith. We further report that we obtained all the information and explanations that we required for the purpose of our audit and that the consolidated financial statements incorporate all information that is required by the Companies Law No. 1 of 2016, as amended, and its executive regulations, as amended, that an inventory was duly carried out and that, to the best of our knowledge and belief, no violations of the Company's Memorandum of Incorporation and Articles of Association, as amended, or of the Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2020, that might have had a material effect on the business of the Company or on its financial position.



# Report on Other Legal and Regulatory Requirements (continued)

We further report that, during the course of our audit, we have not become aware of any 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 year ended 31 December 2020 that might have had a material effect on the business of the Company or on its financial position.

BADER A. AL-ABDULJADER LICENCE NO. 207 A EV AL AIBAN, AL OSAIMI & PARTNERS

3 March 2021 Kuwait

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# KAMCO Investment Company K.S.C.P. and Subsidiaries CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2020

	Notes	2020 KD	2019 KD
ASSETS			
Cash and cash equivalents	-5	31,968,833	29,273,264
Loans and advances	6	6,078,015	6,132,019
Financial assets at fair value through profit or loss	7	20,841,067	28,417,665
Financial assets at fair value through other comprehensive income	8	8,762,653	11,020,228
Financial assets at amortized cost		2 <b>4</b> 2	85.000
Investment in associates	9	19,672,360	22,968,169
Other assets	10	16,154,080	14,980.069
Investment properties		716,423	716,000
Property and equipment	11	10,743,688	11,763,170
latangihle assets	12	3,725,067	4,067,467
TOTAL ASSETS		118,662,186	129,423,051
LIABILITIES AND EQUITY			
Lightfities		< noo 250	0.000.000
Loans	13	6,908,258	8,000,000
Bonds	14	40,000,000	40,000,000
Other liabilities	15	17,929,285	20,620,398
TOTAL HABILITIES		64,837,543	68,620,398
Equity			
Share capital	16	34,233,263	34,233,263
Share premium	16	9,089,045	9,089,045
Statutory reserve	16	5,726,409	5,726,409
Voluntary reserve	16	325,190	325,190
Cumulative changes in fair values		(8, 114, 748)	(6,121,287)
Foreign currency translation reserve		681,662	569,340
Retained earnings		8,061,016	12,589,660
Equity attributable to equity holders of the Company		50,001,837	56,411,620
Non-controlling interests		3,822,806	4,391,033
FOTAL EQUITY		53,824,643	60,802,653
TOTAL LIABILITIES AND EQUITY		118,662,186	129,423,051

Abdullah Naser Sabah Al-Ahmad Al-Sabah Chairman

Faisal Mansour Sarkhou Chief Executive Officer

The attached notes 1 to 30 form part of these consolidated financial statements.

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CONSOLIDATED STATEMENT OF INCOME

For the year ended 31 December 2020

	Notes	2020 KD	2019 KD
INCOME			
Fee income	17	15,047,385	19,136,361
Net (loss) gain on financial assets at fair value through profit or loss	18	(2,196,516)	2,551,831
Share of results of associates	9	(2,549,533)	1,408,276
Net income on disposal of non-current assets exclusively			
acquired for sale	22	178,446	201,356
Dividend income from non-current assets exclusively acquired for sale		748,877	
Dividend income		529,272	- 1,089,761
Interest income		1,064,526	1,477,295
Foreign exchange gain		735,910	60,449
Gain on disposal of associate	9	434,590	-
Other income		1,098,605	995,327
		15,091,562	26,920,656
EXPENSES			
General and administrative expenses	19	14,326,963	19,489,365
Finance costs		2,974,229	3,486,234
Provision for financial assets	10	482,453	130,336
Reversal of provision for expected credit losses, net	6	(176,490)	(393,833)
		17,607,155	22,712,102
(LOSS) PROFIT BEFORE CONTRIBUTION TO KUWAIT FOUNDATION FOR THE ADVANCEMENT OF SCIENCES ("KFAS"), ZAKAT AND NATIONAL LABOUR SUPPORT TAX			
("NLST")		(2,515,593)	4,208,554
Contribution to KFAS		-	(31,371)
Zakat		-	(31,558)
NLST Directors' remuneration		-	(81,266) (75,000)
Directors remuneration		-	(73,000)
(LOSS) PROFIT FOR THE YEAR		(2,515,593)	3,989,359
Attributable to:			
Equity holders of the Company		(2,686,999)	3,032,705
Non-controlling interests		171,406	956,654
		(2,515,593)	3,989,359
BACK AND DULITED (LOCO) EADNINGS DED SWADE			
BASIC AND DILUTED (LOSS) EARNINGS PER SHARE – Attributable to equity holders of the Company	20	(7.85) fils	12.47 fils

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME For the year ended 31 December 2020

	Note	2020 KD	2019 KD
(Loss) profit for the year		(2,515,593)	3,989,359
<b>Other comprehensive income</b> <i>Items that are or may be reclassified to consolidated statement of income in subsequent periods:</i>			
Share of other comprehensive income of associates Foreign currency translation adjustments	9	6,936 117,469	44,725 (13,075)
		124,405	31,650
Items that will not be reclassified to consolidated statement of income in subsequent periods: Net loss on equity instruments at fair value through other comprehensive income		(2,341,238)	(3,355,860)
Total other comprehensive loss for the year		(2,216,833)	(3,324,210)
Total comprehensive (loss) income for the year		(4,732,426)	665,149
Attributable to: Equity holders of the Company Non-controlling interests		(4,698,120) (34,306)	(165,135) 830,284
		(4,732,426)	665,149

KAMCO Investment Company K.S.C.P. and Subsidiaries CONSOLIDATED STATEMENT OF CHANGES IN EQUITY For the year ended 31 December 2020 Attributable to equity holders of the Company

(466,518)(1,711,663)(68, 454)(2,515,593)(4, 732, 426)60,802,653 (2,216,833)1,051 53,824,643 Total equity R Non-controlling (34, 306)171,406 (205,712) (68, 454)-(466,518) 4,391,033 1,051 3,822,806 interests KD(2,011,121) 56,411,620 (2,686,999)(4,698,120)(1,711,663)50,001,837 ī. Total KD(2,686,999)(2,686,999)(1, 711, 663)12,589,660 (129, 982)8,061,016 1 Retained earnings KD569,340 112,322 112,322 681,662 ranslation ī . currency Foreign reserve KD-(2,123,443) changes in fair values (6, 121, 287)(2, 123, 443)129,982 (8,114,748) Cumulative ī. KD325,190 325,190 Voluntary reserve KD5,726,409 5,726,409 Statutory reserve KD9,089,045 9,089,045 . ī. i. . premium Share KD34,233,263 34,233,263 Share capital ß Ownership changes in subsidiary without loss of control Transfer of loss on disposal of equity investments at FVOCI to retained earnings Total comprehensive (loss) income for the year Distribution to non-controlling interests Other comprehensive (loss) income Disposal of subsidiaries (Note 21) As at 31 December 2020 (Loss) profit for the year As at 1 January 2020 Dividends (Note 16) (Note 21)

The attached notes 1 to 30 form part of these consolidated financial statements.

KAMCO Investment Company K.S.C.P. and Subsidiaries CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (continued) For the year ended 31 December 2020

				AULTUN	Aurionaute to equity notaers of the Co	orates of the Co	mpany					
	Share capital KD	Share premium KD	Treasury shares KD	Statutory reserve KD	Voluntary reserve KD	Treasury shares reserve KD	Cumulative changes in fair values KD	Foreign currency translation reserve KD	Retained earnings KD	Total KD	Non- controlling interests KD	Total equity KD
As at 1 January 2019	26,330,175	9,089,045	(12,795,688)	12,450,271	1,008,953	1,383,134	(3,127,134)	582,415	769,206	35,690,377	24,027,968	59,718,345
Profit for the year Other comprehensive loss	•••						(3,184,765)	(13,075)	3,032,705	3,032,705 (3,197,840)	956,654 (126,370)	3,989,359 (3,324,210)
Total comprehensive (loss) income for the year				,	·	·	(3,184,765)	(13,075)	3,032,705	(165,135)	830,284	665,149
Transfer to reserves Arising on liquidation of subsidiary (Note 21) Incomoration of subsidiary (Note 21)				325,190 - -	325,190 - -				(650,380) - -		- (746,524) 1.249,882	- (746,524) 1.249,882
Distribution to non-controlling interests	ı	I	I	·	I	·	ı	ı	·	I	(84,199)	(84, 199)
relation of the second second of equity investments at FVOCI to retained earnings Cancellation of treasury shares Issuance of shares against swap for minorities	(2,585,343) 10,488,431		- 12,795,688 -	- (7,049,052) -		- (1,383,134) -	190,612 -		$(190,612) \\ (769,206) \\ 10,397,947$	20,886,378	(20,886,378)	
As at 31 December 2019	34,233,263	9,089,045		5,726,409	325,190	•	(6,121,287)	569,340	12,589,660	56,411,620	4,391,033	60,802,653

Attributable to equity holders of the Company

The attached notes 1 to 30 form part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2020

For the year childed 51 December 2020			
ODED ATING A CTRUTIES	Notes	2020 KD	2019 KD
OPERATING ACTIVITIES		(2 515 502)	2 000 250
(Loss) profit for the year Adjustments for:		(2,515,593)	3,989,359
Unrealized loss (gain) on financial assets at fair value through profit or loss	10	1 921 444	(1.546.142)
	18	1,821,444	(1,546,142)
Net income on disposal of non-current assets exclusively	22	(179 446)	(201, 256)
acquired for sale	22 9	(178,446) (434,590)	(201,356)
Gain on disposal of associate Share of results of associates	9		(1,408,276)
	9	2,549,533	(1,408,276)
Impairment of investment in associate Gain on fair valuation of investment properties	9	69,678	(50,000)
Dividend income		- (1.279.140)	(59,000)
		(1,278,149)	(1,089,761)
Interest income		(1,064,526)	(1,477,295)
Foreign exchange gain		(735,910)	(60,449)
Finance costs	11	2,974,229	3,486,234
Depreciation	11	468,441	499,455
Amortization Provision for financial assets	12	342,400	342,400
	10	482,453	130,336
Reversal of provision for expected credit losses, net	6	(176,490)	(393,833)
Impairment of property and equipment	11	654,962	-
Gain on disposal of property and equipment		-	(29,000)
Provision for employees' end of service benefits		807,040	746,638
Change in operating assets and liabilities:		3,786,476	2,929,310
Loans and advances		237,251	546,404
		4,077,663	
Financial assets at fair value through profit or loss Financial assets at amortized cost		4,077,003 85,000	(3,250,240) 65,000
Other assets		87,670	(1,533,161)
Other liabilities		(2,642,224)	(1,333,101) (1,280,915)
Other hadhittes		(2,042,224)	(1,280,915)
Cash from (used in) operations		5,631,836	(2,523,602)
Dividend received		1,278,149	1,089,761
Employees' end of service benefits paid		(849,341)	(1,437,087)
		6,060,644	
Net cash flows from (used in) operating activities		0,000,044	(2,870,928)
INVESTING ACTIVITIES			
Purchase of financial assets at fair value through other comprehensive			
income		(267,848)	(6,080)
Proceeds from sale of financial assets at fair value through other			
comprehensive income		335,698	6,671,801
Net purchase of deposits		(1,191,116)	240,000
Purchase of property and equipment	11	(103,031)	(425,547)
Proceeds from disposal of property and equipment		-	29,000
Acquisition of non-current asset classified as held for sale		(45,649,411)	(26,791,627)
Proceeds from disposal of non-current asset classified as held for sale		45,852,621	26,240,141
Proceeds from disposal of investment in associates	9	491,441	41,235
Deferred consideration paid on acquisition of subsidiary		, -	(2,500,000)
Dividend received from investment in associates	9	636,910	170,677
Interest income received	-	998,338	1,477,295
Net cash flows from investing activities		1,103,602	5,146,895

# CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

For the year ended 31 December 2020

		2020	2019
	Note	KD	KD
FINANCING ACTIVITIES			
Loans availed		60,205,603	56,996,481
Loans repaid		(61,297,345)	(66,074,389)
Dividend paid to equity holder of the Parent Company		(1,645,515)	-
Finance costs paid		(3,046,973)	(3,504,158)
Proceeds from non-controlling interest on acquisition of subsidiary		-	1,249,882
Distribution to non-controlling interest on liquidation of subsidiary		(68,454)	(746,524)
Distribution to non-controlling interest		(465,467)	(84,199)
Net cash flows used in financing activities		(6,318,151)	(12,162,907)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		846,095	(9,886,940)
Foreign currency translation adjustments		658,358	209,348
Cash and cash equivalents at 1 January		24,803,264	34,480,856
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	5	26,307,717	24,803,264

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 1 CORPORATE INFORMATION

The consolidated financial statements of KAMCO Investment Company K.S.C.P. (the "Company") and subsidiaries (collectively the "Group") were authorized for issue by the Board of Directors on 3 March 2021. The shareholders of the Company have the power to amend these consolidated financial statements at the annual general assembly.

The Company is a Kuwaiti closed shareholding company registered and incorporated in Kuwait on 28 September 1998 under the Commercial Companies Law No. 15 of 1960 and amendments thereto and is listed on Boursa Kuwait. The Company is registered with the Central Bank of Kuwait ("CBK") as an investment company and is subject to the supervision of Capital Markets Authority ("CMA").

The Company is a subsidiary of United Gulf Bank B.S.C. (the "Parent Company") which is listed on the Bahrain Stock Exchange. The Parent Company is a subsidiary of Kuwait Projects Company Holding K.S.C.P. (the "Ultimate Parent Company") which is listed on the Boursa Kuwait.

The Company's registered head office is at Sharq, Al Shaheed Tower, Khalid Bin Al-Waleed Street, Kuwait City, P.O. Box 28873, Safat 13149, Kuwait.

The purpose for which the Company has been established is to undertake the following activities:

- 1. Investing in real estate, industrial and agricultural sectors as well as other economic sectors by contributing to the establishment of specialized companies or purchases the shares or bonds of these companies in the various sectors.
- 2. Contribution to the establishment or the partial ownership of companies in the different sectors.
- 3. Managing the funds of public and private institutions and investing these funds in the different economic sectors including the management of financial & real estate portfolios.
- 4. Provision and preparation of the technical, economic and assessment studies and consultancies and studying investment related projects and conducting the necessary studies thereof for the institutions and companies provided that the necessary conditions should be met by those who will practice such activity.
- 5. Brokerage in Lending and Borrowing Operations.
- 6. Carrying out the works related to issue managers for such bonds issued by the company and institutions as well as the works of investment custodians.
- 7. Financing and brokerage in international trade operations.
- 8. Providing loans for third parties with duly observing the ethics of financial solvency in granting such loans and at the same time preserving the continuity of the company's financial position soundness according to the conditions, rules, and limitations set forth by the Central Bank of Kuwait.
- 9. Dealing and trading in foreign currency market and precious metals market inside Kuwait and abroad.
- 10. Undertaking the operations related to securities trading such as the purchase and sale of the shares & bonds of local and international companies and governmental authorities.
- 11. Carrying out all services that help with development and enhancement of the market financial & cash ability to in Kuwait and meeting its needs, all within the limits permitted by the law as well as any procedures & instructions issued by the Central Bank of Kuwait
- 12. Establishment and management of all kinds of investment funds according to the law.

Also, the Company may have interest or otherwise participate in any manner with such institutions who are practicing similar business, or which may assist the company in realizing its goals in Kuwait or abroad. Furthermore, the company may establish, participate or purchase these institutions or affiliate them.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2020

#### 2.1 **BASIS OF PREPARATION**

The consolidated financial statements of the Group are prepared under the historical cost convention as modified to include the measurement at fair value of financial assets at fair value through profit or loss, financial assets at fair value through other comprehensive income and investment property. The consolidated financial statements of the Group are presented in Kuwaiti Dinars ("KD"), which is the functional currency of the Company.

The comparative information for the previous year ended 31 December 2019 has been reclassified to conform to classification in the current year. This reclassification does not have any effect on profit and equity of the Company. Such reclassification has been made to improve the quality of information presented.

#### 2.2 STATEMENT OF COMPLIANCE

The consolidated financial statements have been prepared in accordance with the regulations for financial services institutions as issued by the Central Bank of Kuwait ("CBK") in the State of Kuwait. These regulations require expected credit loss ("ECL") to be measured at the higher of the ECL on credit facilities computed under IFRS 9 according to the CBK guidelines or the provisions as required by CBK instructions; the consequent impact on related disclosures; and the adoption of all other requirements of International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board ("IASB") (collectively referred to as IFRS, as adopted for use by the State of Kuwait).

#### CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES 2.3

#### New and amended standards and interpretations

The Group applied, for the first time, certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2020.

The nature and the impact of each new standard and amendment is described below:

Several other amendments and interpretations apply for the first time in 2020, but do not have an impact on the consolidated financial statements of the Group. The Group has not early adopted any standards, interpretations or amendments that have been issued but are not yet effective.

#### Amendments to IFRS 3: Definition of a Business

The amendment to IFRS 3 clarifies that to be considered a business, an integrated set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. Furthermore, it clarified that a business can exist without including all of the inputs and processes needed to create outputs. These amendments had no impact on the consolidated financial statements of the Group but may impact future periods should the Group enter into any business combinations.

#### Amendments to IAS 1 and IAS 8: Definition of Material

The amendments provide a new definition of material that states "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity."

The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the consolidated financial statements of, nor is there expected to be any future impact to the Group.

#### Amendments to IFRS 7, IFRS 9 and IAS 39: Interest Rate Benchmark Reform

The amendments to IFRS 9 Financial Instruments and IAS 39 Financial Instruments: Recognition and Measurement provide a number of reliefs, which apply to all hedging relationships that are directly affected by interest rate benchmark reform. A hedging relationship is affected if the reform gives rise to uncertainties about the timing and/or amount of benchmark-based cash flows of the hedged item or the hedging instrument. These amendments have no impact on the consolidated financial statements of the Group as it does not have any interest rate hedge relationships.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

## **Conceptual Framework for Financial Reporting**

The Conceptual Framework is not a standard, and none of the concepts contained therein override the concepts or requirements in any standard. The purpose of the Conceptual Framework is to assist the IASB in developing standards, to help preparers develop consistent accounting policies where there is no applicable standard in place and to assist all parties to understand and interpret the standards.

The revised Conceptual Framework includes some new concepts, provides updated definitions and recognition criteria for assets and liabilities and clarifies some important concepts. These amendments had no impact on the consolidated financial statements of the Group.

# 2.4 STANDARDS ISSUED BUT NOT YET EFFECTIVE

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

## Reference to the Conceptual Framework – Amendments to IFRS 3

In May 2020, the IASB issued Amendments to IFRS 3 Business Combinations - Reference to the Conceptual Framework. The amendments are intended to replace a reference to the Framework for the Preparation and Presentation of Financial Statements, issued in 1989, with a reference to the Conceptual Framework for Financial Reporting issued in March 2018 without significantly changing its requirements.

The Board also added an exception to the recognition principle of IFRS 3 to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of IAS 37 or IFRIC 21 Levies, if incurred separately. At the same time, the Board decided to clarify existing guidance in IFRS 3 for contingent assets that would not be affected by replacing the reference to the Framework for the Preparation and Presentation of Financial Statements.

### Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16

In May 2020, the IASB issued Property, Plant and Equipment — Proceeds before Intended Use, which prohibits entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the costs of producing those items, in profit or loss. The amendment is effective for annual reporting periods beginning on or after 1 January 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment.

# IFRS 9 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

As part of its 2018-2020 annual improvements to IFRS standards process the IASB issued amendment to IFRS 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment. The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted. The Group will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting periods beginning that are modified or exchanged on or after the beginning of the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting periods beginning that are modified or exchanged on or after the beginning of the annual reporting periods beginning that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

These amendments are not expected to have a material impact on the Group.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### **3** SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### **Basis of consolidation**

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 31 December 2020. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- > Exposure, or rights, to variable returns from its involvement with the investee, and
- ▶ The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- ▶ The contractual arrangement with the other vote holders of the investee;
- ▶ Rights arising from other contractual arrangements;
- The Group's voting rights and potential voting rights

The Group re-assesses 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. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of OCI are attributed to the equity holders of the Parent Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognizes the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, while any resultant gain or loss is recognized in profit or loss. Any investment retained is recognized at fair value.

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries including Special Purpose Vehicles ("SPVs") as at 31 December 2020. The material subsidiaries of the Group are:

Name of company	Principal activities	Country of incorporation	Equity int 31 Dec	
			2020	2019
Subsidiaries				
Kuwait Private Equity Opportunities Fund				
("KPEOF")	Fund	Kuwait	72.82%	72.82%
KAMCO GCC Opportunistic Fund ("KGOF")	Fund	Bahrain	100.00%	100.00%
	Investment			
KAMCO Investment Company DIFC Limited (c)	management	UAE	100.00%	100.00%
Global Investment House (DIFC) Limited (c)	Financial Services	UAE	-	100.00%
Al Jazi Money Market Fund	Fund	Kuwait	50.86%	50.86%
	Holding			
Al Tadamun United Holding Company K.S.C. (Closed)	Company	Kuwait	96.00%	96.00%
	Holding			
Nawasi United Holding Company K.S.C. (Closed)	Company	Kuwait	96.00%	96.00%
Shurooq Investment Services Holding Company				
SAOG	Financial Services	Oman	76.97%	76.97%
First Securities Brokerage Company K.S.C. (Closed)	Brokerage			
("FSBC")	Services	Kuwait	93.23%	93.23%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

# Basis of consolidation (continued)

Name of company	Principal activities	Country of incorporation		terest as at cember 2019
KAMCO Investment Company Saudi	Financial Services Brokerage	KSA	100.00%	100.00%
Global Investment House – B.S.C. (Closed) KAMCO MENA Plus Fixed Income Fund OEIC	Services	Bahrain	100.00%	100.00%
Ltd. (b)	Fund	UAE	57.57%	57.59%
Held through FSBC				
Global Investment House Company Limited - Jordan	Brokerage Services	Jordan	100.00%	100.00%
Held through Shurooq Investment Services Company Shurooq Securities Company LLC	Financial Services	Oman	100.00%	100.00%
Held through KPEOF	TT 11'			
United Holding Company K.S.C. (Holding)	Holding Company	Kuwait	99.98%	99.98%
SPV's treated as subsidiaries			00.4004	00.400/
Al Zad Real Estate Company W.L.L. First North Africa Real Estate Company W.L.L.	Real Estate Real Estate	Kuwait Kuwait	99.48% 99.79%	99.48% 99.79%
Al Dhiyafa United Real Estate Company W.L.L.	Real Estate	Kuwait	99.797% 99.80%	99.79% 99.80%
	Investment			
Buckeye Power Manager Limited	management	Jersey	100.00%	100.00%
Buckeye Power Advisory Company LLC	Advisory Services Investment	USA	47.83%	47.83%
Flint Manager Limited (a)	management	Jersey	-	100.00%
Flint Advisory Company LLC (a)	Advisory Services Investment	USA	-	45.88%
Carnation Manager Limited	management	Jersey	100.00%	100.00%
Carnation Advisory Company LLC	Advisory Services Holding	USA	74.89%	74.89%
KAMCO Egypt Holding Company (DIFC) Ltd	Company Investment	UAE Cayman	100.00%	100.00%
KAMCO Capital Partners Ltd.	management	Islands Cayman	100.00%	100.00%
KAMCO Capital Management Ltd.	management	Islands	100.00%	100.00%
HP Plaza Investor Inc.	management	USA	100.00%	100.00%
Centerstone Investor Inc.	management Investment	USA	100.00%	100.00%
Lawson Lane Investor Inc. (b)	management Investment	USA	100.00%	-
Martley Holdings GP Limited (b)	management Investment	Jersey	100.00%	-
Martley Finance GP Limited (b)	management	Jersey	100.00%	-
Kubbar United Real Estate Company (SPC) Plans United Real Estate Company (SPC)	Real Estate Real Estate	Kuwait Kuwait	100.00% 100.00%	100.00% 100.00%
Held through KAMCO Egypt Holding Company (DIFC) Limited	Real Estate	Kuwan	100.00 /0	100.0076
Global Investment House – Egypt (b)	Financial Services	Egypt	100.00%	99.87%
<i>Held through HP Plaza Investor Inc.</i> HP Plaza Advisor LLC	Advisory Services	USA	50.00%	50.00%
Held through Centerstone Investor Inc Centerstone Advisor LLC	Advisory Services	USA	50.00%	50.00%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

#### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### **Basis of consolidation (continued)**

- a) These entities were disposed during the year.
- b) These entities were acquired / formed or additional stake purchased during the year.
- c) These entities are merged during the year.

#### **Business combinations and goodwill**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in general and administrative expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Contingent consideration, resulting from business combinations, is valued at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity.

Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments, is measured at fair value with the changes in fair value recognized in the profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognized in profit or loss.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

A contingent liability recognized in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of the amount that would be recognized in accordance with the requirements for provisions in IAS 37 Provisions, Contingent Liabilities and Contingent Assets or the amount initially recognized less (when appropriate) cumulative amortization recognized in accordance with the requirements for revenue recognition.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### **Investment in associates**

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

Under the equity method, the investment in an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the associate since the acquisition date. Goodwill relating to the associate is included in the carrying amount of the investment and is neither amortized nor individually tested for impairment.

The consolidated statement of income reflects the Group's share of the results of operations of the associate. Any change in other comprehensive income of those investees is presented as part of the Group's other comprehensive income. In addition, when there has been a change recognized directly in the equity of the associate, the Group recognizes its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealized gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate.

The aggregate of the Group's share of profit or loss of an associate is shown on the face of the consolidated statement of income and is disclosed under 'Share of results of associates'.

The financial statements of the associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss on its investment in its associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognizes the loss as impairment loss on associates in the consolidated statement of income.

Upon loss of significant influence over the associate, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognized in consolidated statement of income.

#### **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### Date of recognition

Financial assets and liabilities are initially recognized on the trade date, i.e., the date that the Group becomes a party to the contractual provisions of the instrument. This includes regular way trades: purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the marketplace.

#### Initial measurement of financial instruments

The classification of financial instruments at initial recognition depends on their contractual terms and the business model for managing the instruments. Financial instruments are initially measured at their fair value except in the case of financial assets and financial liabilities recorded at FVTPL, transaction costs are added to, or subtracted from, this amount. Receivables are measured at the transaction price.

# Day 1 profit or loss

When the transaction price of the instrument differs from the fair value at origination and the fair value is based on a valuation technique using only inputs observable in market transactions, the Group recognizes the difference between the transaction price and fair value in investment income. In those cases where fair value is based on models for which some inputs are not observable, the difference between the transaction price and the fair value is deferred and is only recognized in the consolidated statement of income when the inputs become observable, or when the instrument is derecognized.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

#### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### **Financial instruments (continued)**

#### Measurement categories of financial assets and liabilities

The Group classifies all of its financial assets based on the business model for managing the assets and the asset's contractual terms, measured at either:

- Amortized cost
- Fair value through other comprehensive income (FVOCI)
- Fair value through profit or loss (FVTPL)

Financial liabilities, other than commitments and guarantees, are measured at amortized cost or at FVTPL when they are held for trading and derivative instruments or the fair value designation is applied.

The Group determines the classification of financial assets based on the business model it uses to manage the financial assets and the contractual cash flow characteristics of the financial assets.

#### Financial instruments at amortized cost

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows: and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

The details of these conditions are outlined below.

Loans payable, bonds and other liabilities are classified as financial instruments at amortized cost.

Financial instruments categorized at amortized cost are subsequently measured at amortized cost and are subject to impairment. Amortized cost is calculated by taking into account any discount or premium on issue funds, and costs that are an integral part of the effective interest method (EIR). Gains and losses are recognized in consolidated statement of income when the asset is derecognized, modified or impaired.

#### Business model assessment

The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. That is, whether the Group's objective is solely to collect the contractual cash flows from the assets or is to collect both the contractual cash flows and cash flows arising from the sale of assets. If neither of these is applicable (e.g. financial assets are held for trading purposes), then the financial assets are classified as part of 'Sell' business model and measured at FVTPL. The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel;
- The risks that affect the performance of the business model (and the financial assets held within that ► business model) and, in particular, the way those risks are managed;
- How managers of the business are compensated (for example, whether the compensation is based on the ► fair value of the assets managed or on the contractual cash flows collected)
- ► The expected frequency, value and timing of sales are also important aspects of the Group's assessment.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realized in a way that is different from the Group's original expectations, the Group does not change the classification of the remaining financial assets held in that business model but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### **Financial instruments (continued)**

Assessment of whether contractual cash flows are solely payments of principal and interest (SPPI test) Where the business model is to hold assets to collect contractual cash flows or to collect contractual cash flows and sell, the Group assesses whether the financial instruments' cash flows represent Solely Payments of Principal and Interest (the 'SPPI test').

Principal for the purpose of this test is defined as the fair value of the financial asset at initial recognition that may change over the life of the financial asset (for example, if there are repayments of principal or amortization of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Group applies judgement and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

The Group reclassifies when and only when its business model for managing those assets changes. The reclassification takes place from the start of the first reporting period following the change. Such changes are expected to be very infrequent and none occurred during the year.

The Group classifies its financial assets upon initial recognition into the following categories:

#### Debt instruments at FVOCI

The Group classifies debt instruments at FVOCI if it meets both of the following conditions: -

- The contractual terms of the financial asset meet the SPPI test.
- The instrument is held within a business model, the objective of which is achieved by both collecting contractual cash flows and selling financial assets.

Debt instrument classified as FVOCI are subsequently measured at fair value with gains and losses arising due to changes in fair value recognized in Other Comprehensive Income ("OCI"). Interest income and foreign exchange gains and losses are recognized in consolidated statement of income. On derecognition, cumulative gains or losses previously recognized in OCI are reclassified from OCI to the consolidated statement of income.

#### Equity instruments at FVOCI

Upon initial recognition, the Group may elect to classify irrevocably some of its equity investments as equity instruments at FVOCI when they meet the definition of Equity under IAS 32 *Financial Instruments: Presentation* and are not held for trading. Such classification is determined on an instrument-by-instrument basis.

Equity investments at FVOCI are subsequently measured at fair value. Changes in fair values including foreign exchange component are recognized in other comprehensive income and presented in the cumulative changes in fair values as part of equity. Cumulative gains and losses previously recognized in other comprehensive income are transferred to retained earnings on derecognition and are not recognized in the consolidated statement of income.

Dividends are recognized in consolidated statement of income when the right of the payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the instrument, in which case, such gains are recorded in OCI. Equity investments at FVOCI are not subject to impairment assessment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

#### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### **Financial instruments (continued)**

# Assessment of whether contractual cash flows are solely payments of principal and interest (SPPI test) (continued)

#### Equity instruments at FVTPL

The Group classifies equity instruments at fair value through profit and loss when they have been purchased or issued primarily for short-term profit making through trading activities or form part of a portfolio of financial instruments that are managed together, for which there is evidence of a recent pattern of short-term profit taking. Held-for-trading assets are recorded and measured in the consolidated statement of financial position at fair value. In addition, on initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Changes in fair values, interest income and dividends are recorded in consolidated statement of income according to the terms of the contract, or when the right to payment has been established.

Included in this classification are certain equity securities and funds.

#### *Cash and cash equivalents*

Cash and cash equivalents in the consolidated statement of financial position comprise cash at banks and on hand and deposits.

Cash and cash equivalents in the consolidated statement of cash flows comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less net of bank overdrafts.

#### Reclassification of financial assets

The Group does not reclassify its financial assets subsequent to their initial recognition except under circumstances in which the Group acquires, disposes of, or terminates a business line.

#### Derecognition of financial assets and liabilities

# Derecognition due to substantial modification of terms and conditions

The Group derecognizes a financial asset, such as a loan to a customer, when the terms and conditions have been renegotiated to the extent that, substantially, it becomes a new loan, with the difference recognized as a derecognition gain or loss, to the extent that an impairment loss has not already been recorded. The newly recognized loans are classified as Stage 1 for ECL measurement purposes, unless the new loan is deemed to be POCI. When assessing whether or not to derecognize a loan to a customer, amongst others, the Group considers the following factors:

- ▶ Change in currency of the loan
- ► Introduction of an equity feature
- ▶ Change in counterparty
- ▶ If the modification is such that the instrument would no longer meet the SPPI criterion

If the modification does not result in cash flows that are substantially different, as set out below, the modification does not result in derecognition. Based on the change in cash flows discounted at the original EIR, the Group records a modification gain or loss, to the extent that an impairment loss has not already been recorded. For financial liabilities, the Group considers a modification substantial based on qualitative factors and if it results in a difference between the adjusted discounted present value and the original carrying amount of the financial liability of, or greater than, 10%. For financial assets, this assessment is based on qualitative factors.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

# Financial instruments (continued)

## Financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when the rights to receive cash flows from the financial asset have expired. The Group also derecognizes the financial asset if it has both transferred the financial asset and the transfer qualifies for derecognition. The Group has transferred the financial asset if, and only if, either:

- ▶ The Group has transferred its contractual rights to receive cash flows from the financial asset; Or
- ▶ It retains the rights to the cash flows, but has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement

Pass-through arrangements are transactions whereby the Group retains the contractual rights to receive the cash flows of a financial asset (the 'original asset'), but assumes a contractual obligation to pay those cash flows to one or more entities (the 'eventual recipients'), when all of the following three conditions are met:

- ▶ The Group has no obligation to pay amounts to the eventual recipients unless it has collected equivalent amounts from the original asset, excluding short-term advances with the right to full recovery of the amount lent plus accrued interest at market rates
- ► The Group cannot sell or pledge the original asset other than as security to the eventual recipients
- ▶ The Group has to remit any cash flows it collects on behalf of the eventual recipients without material delay. In addition, the Group is not entitled to reinvest such cash flows, except for investments in cash or cash equivalents, including interest earned, during the period between the collection date and the date of required remittance to the eventual recipients.

A transfer only qualifies for derecognition if either:

- > The Group has transferred substantially all the risks and rewards of the asset; Or
- ▶ The Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

The Group considers control to be transferred if and only if, the transferee has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without imposing additional restrictions on the transfer.

When the Group has neither transferred nor retained substantially all the risks and rewards and has retained control of the asset, the asset continues to be recognized only to the extent of the Group's continuing involvement, in which case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration the Group could be required to pay.

If continuing involvement takes the form of a written or purchased option (or both) on the transferred asset, the continuing involvement is measured at the value the Group would be required to pay upon repurchase. In the case of a written put option on an asset that is measured at fair value, the extent of the entity's continuing involvement is limited to the lower of the fair value of the transferred asset and the option exercise price.

# Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include due to bank and other liabilities.

The Group has determined the classification and measurement of its financial liabilities as follows:

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

#### **3** SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### **Financial instruments (continued)**

#### Loans and bonds

After initial recognition, interest bearing loans are subsequently measured at amortized cost using the effective interest rate method.

#### Other liabilities

Liabilities are recognized for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

#### Derecognition of financial liabilities

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the consolidated statement of income.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Financial liabilities, other than loan commitments and financial guarantees, are measured at amortized cost or at FVTPL when they are held for trading and derivative instruments or the fair value designation is applied.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the consolidated statement of income.

# Impairment of financial assets

#### Overview of the ECL principles

The Group records an allowance for expected credit loss for all loans and other debt financial assets not held at FVTPL, together with loan commitments and financial guarantee contracts, in this section all referred to as 'financial instruments'. Equity instruments are not subject to impairment under IFRS 9.

The ECL allowance is based on the credit losses expected to arise over the life of the asset (the lifetime expected credit loss or LTECL), unless there has been no significant increase in credit risk since origination, in which case, the allowance is based on the 12 months' expected credit loss (12mECL). The 12mECL is the portion of LTECLs that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date. Both LTECLs and 12mECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments.

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument. Based on the above process, the Group groups its loans into Stage 1, Stage 2, Stage 3 and POCI, as described below:

The Group applies three-stage approach to measuring ECL on loans and advances. Assets migrate through the following three stages based on the change in credit quality since initial recognition.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# **3** SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### **Financial instruments (continued)**

Impairment of financial assets (continued)

Overview of the ECL principles (continued)

#### Stage 1: 12 months ECL

For exposures where there has not been a significant increase in credit risk since initial recognition, the portion of the lifetime ECL associated with the probability of default events occurring within next 12 months is recognized.

## Stage 2: Lifetime ECL - not credit impaired

For credit exposures where there has been a significant increase in credit risk since initial recognition but that are not credit impaired, a lifetime ECL is recognized.

# Stage 3: Lifetime ECL - credit impaired

Financial assets are assessed as credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. As this uses the same criteria as under IAS 39, the Groups methodology for specific provisions remains largely unchanged.

#### Determining the stage of Expected Credit Loss

At each reporting date, the Group assesses whether there has been significant increase in credit risk since initial recognition by comparing the risk of default occurring over the remaining expected life from the reporting date with the risk of default at the date of initial recognition. All financial assets that are 30 days past due are deemed to have significant increase in credit risk since initial recognition and migrated to stage 2 even if other criteria do not indicate a significant increase in credit risk.

At each reporting date, the Group also assesses whether a financial asset or group of financial assets is credit impaired. The Group considers a financial asset to be credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred or when contractual payments are 90 days past due. All credit impaired financial assets are classified as stage 3 for ECL measurement purposes.

#### Measurement of ECLs

ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The shortfall is then discounted at an approximation to the asset's original effective interest rate. The Group considers a financial asset in default when contractual payment are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

ECL are the discounted product of the Probability of Default (PD), Exposure at Default (EAD), and Loss Given Default (LGD). The PD represents the likelihood of a borrower defaulting on its financial obligation, either over the next 12 months (12M PD), or over the remaining lifetime (Lifetime PD) of the obligation. EAD represents the expected exposure in the event of a default. The Group derives the EAD from the current exposure to the financial instruments and potential changes to the current amounts allowed under the contract including amortization. The EAD of a financial asset is its gross carrying amount. The LGD represents expected loss conditional on default, its expected value when realized and the time value of money.

However, in certain cases, the management may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full.

#### Provisions for credit losses in accordance with CBK instructions

The Group is required to calculate provisions for credit losses on credit facilities in accordance with the instructions of CBK on the classification of credit facilities and calculation of provisions. Credit facilities are classified as past due when a payment has not been received on its contractual payment date or if the facility is in excess of pre-approved limits. A credit facility is classified as past due and impaired when the interest or a principal instalment is past due for more than 90 days and if the carrying amount of the facility is greater than its estimated recoverable value. Past due but not impaired and past due and impaired loans are managed and monitored as irregular facilities and are classified into the following four categories which are then used to determine the provisions.

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

#### Financial instruments (continued)

#### Impairment of financial assets (continued)

Provisions for credit losses in accordance with CBK instructions (continued)

Category	Criteria	Specific provisions
Watch list	Irregular for a period of up to 90 days	-
Substandard	Irregular for a period of 91- 180 days	20%
Doubtful	Irregular for a period of 181-365 days	50%
Bad	Irregular for a period exceeding 365 days	100%

The Group may also include a credit facility in one of the above categories based on management's judgement of a customer's financial and/or non-financial circumstances.

In addition to specific provisions, minimum general provisions of 1% on cash facilities and 0.5% on non-cash facilities are made on all applicable credit facilities (net of certain restricted categories of collateral) which are not subject to specific provisioning.

#### Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of income unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Goodwill is tested for impairment annually as at the reporting date and when circumstances indicate that the carrying value may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods.

Intangible assets with indefinite useful lives are tested for impairment annually as at the reporting date at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

# Fair value measurement

The Group measures financial instruments such as, financial assets at fair value through profit or loss and certain financial assets at fair value through other comprehensive income, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ▶ in the principal market for the asset or liability, or
- ▶ in the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ▶ Level 1 Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For financial instruments quoted in an active market, fair value is determined by reference to quoted market prices. Bid prices are used for assets and offer prices are used for liabilities. The fair value of investments in mutual funds, unit trusts or similar investment vehicles are based on the last published net assets value.

For unquoted financial instruments fair value is determined by reference to the market value of a similar investment, discounted cash flows, other appropriate valuation models or brokers' quotes.

For financial instruments carried at amortized cost, the fair value is estimated by discounting future cash flows at the current market rate of return for similar financial instruments.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

## **Investment properties**

Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, all investment properties are carried at fair value that is determined based on valuations performed by independent valuers at the end of each year using valuation methods consistent with the market conditions at the reporting date. Gains or losses from change in the fair value are recognized in the consolidated statement of income.

Investment properties are derecognized when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognized in the consolidated statement of income in the year of derecognition.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### **3** SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### **Investment properties (continued)**

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property and equipment up to the date of change in use. Transfer from properties under development are made upon completion of the work and the property being ready for the its intended use at carrying value and subsequently fair valued at reporting date.

### **Property and equipment**

Property and equipment including capital work in progress are stated at cost, net of depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the property and equipment and borrowing costs for long-term construction projects if the recognition criteria are met.

Depreciation is provided on all property and equipment, except land and capital work in progress, at rates calculated to write off the cost of each asset on a straight-line basis to their residual values over its expected useful life which is between 3 to 5 years for all property and equipment except for certain building fixtures and fittings which are depreciated over expected useful life of 10 years and building civil structure which is depreciated over its expected useful life of 20 years.

The residual values, useful lives and methods of depreciation of property and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation of these assets commences when the assets are ready for their intended use.

### Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and impairment losses. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the consolidated statement of income in the year in which the expenditure is incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite.

Licenses	Indefinite
Customer relationships	10 years

Intangible assets with finite lives are amortized to their residual values over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the consolidated statement of income within other expenses. Intangible assets with indefinite useful lives are not amortized but are tested for impairment annually or more frequently if events or change in circumstances indicate the carrying value may be impaired, either individually or at the cash generating unit level. The useful life of an intangible asset with an indefinite life is reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of income when the asset is derecognized.

### Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) arising from a past event and the costs to settle the obligation are both probable, and reliably measurable.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### End of service indemnity

The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of a minimum service period in accordance with relevant labor law and the employees' contracts. The expected costs of these benefits are accrued over the period of employment. This liability, which is unfunded, represents the amount payable to each employee as a result of involuntary termination on the reporting date.

In addition, with respect to its Kuwaiti national employees, the Group makes contributions to the Public Institution for Social Security calculated as a percentage of the employees' salaries. These contributions are expensed when due.

### **Treasury shares**

Treasury shares consist of the Company's own issued shares that have been reacquired by the Group and not yet reissued or cancelled. The treasury shares are accounted for using the cost method. Under this method, the weighted average cost of the shares reacquired is charged to a contra account in equity. When the treasury shares are reissued, gains are credited to a separate account in equity, "treasury shares reserve", which is not distributable. Any realized losses are charged to the same account to the extent of the credit balance on that account. Any excess losses are charged to retained earnings and then to the statutory and voluntary reserves. Gains realized subsequently on the sale of treasury shares are first used to offset any previously recorded losses in the order of reserves, retained earnings and the treasury shares reserve account. No cash dividends are paid on these shares. The issue of stock dividend increases the number of treasury shares proportionately and reduces the average cost per share without affecting the total cost of treasury shares.

### Foreign currency translation

Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Transactions in foreign currencies are initially recorded at the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to KD at rates of exchange prevailing on that date. Any resultant gains or losses are recognized in the consolidated statement of income.

Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to KD at the foreign exchange rates prevailing at the dates that the values were determined. In case of non-monetary assets whose change in fair values are recognized directly through other comprehensive income, foreign exchange differences are recognized directly in other comprehensive income and for non-monetary assets whose change in fair value are recognized statement of income are recognized in the consolidated statement of income.

Assets (including goodwill) and liabilities, both monetary and non-monetary, of foreign operations are translated at the exchange rates prevailing at the reporting date. Operating results of such operations are translated at average exchange rates for the year. The resulting exchange differences are accumulated in other comprehensive income (foreign currency translation reserve) until the disposal of the foreign operation. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognized in the consolidated statement of income.

### **Income recognition**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty. The following specific recognition criteria must also be met before revenue is recognized:

### Fee and commission income

The Group earns fee and commission income from diverse range of asset management, investment banking, custody, advisory and brokerage services provided to its customers. Fee income can be divided into the following categories:

### a. Fee income earned from services that are provided over a certain period of time

Fees earned for the provision of services over a period of time are accrued over that period. These fees include management fees on asset management activities, custody fees and recurring retainer and advisory fees.

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### **3** SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### **Income recognition (continued)**

Fee and commission income (continued)

### b. Fee income from providing transaction services

Fees arising for rendering specific advisory services, brokerage services, placement fees, equity and debt placement transactions for a third party or arising from negotiating or participating in the negotiation of a transaction for a third party are recognized on completion of the underlying transaction. Incentive fees is recognized when crystallized or are no longer subject to claw back

### Dividend income

Dividend income is recognized when the right to receive payment is established.

### Rental income

The Group is the lessor in operating leases. Rental income arising from operating leases on investment property is accounted for on a straight-line basis over the lease terms.

### Interest income

Interest and similar income are considered as an integral part of the effective interest of a loan receivable and is recognised using the effective interest method, which is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability.

### Taxation

### Kuwait Foundation for the Advancement of Sciences (KFAS)

The Company calculates the contribution to KFAS at 1% in accordance with the modified calculation based on the Foundation's Board of Directors resolution, which states that the income from associates and subsidiaries, Board of Directors' remuneration, transfer to statutory reserve should be excluded from profit for the year when determining the contribution.

*National Labor Support Tax (NLST)* The Group calculates the NLST in accordance with Law No. 19 of 2000 and the Minister of Finance Resolutions No. 24 of 2006 at 2.5% of taxable profit for the year. As per law, income from associates and subsidiaries, cash dividends from listed companies which are subjected to NLST are deducted from the profit for the year when determining taxable profit.

### Zakat

Contribution to Zakat is calculated at 1% of the profit of the Group in accordance with the Ministry of Finance resolution No. 58/2007 effective from 10 December 2007.

### Taxation on overseas subsidiaries

Taxation on overseas subsidiaries is calculated on the basis of the tax rates applicable and prescribed according to the prevailing laws, regulations and instructions of the countries where these subsidiaries operate.

### Contingencies

Contingent liabilities are not recognized in the consolidated statement of financial position but are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized in the consolidated statement of financial position but are disclosed when an inflow of economic benefits is probable.

### Segment information

A segment is a distinguishable component of the Group that engages in business activities from which it earns revenues and incurs costs. The operating segments are used by the management of the Group to allocate resources and assess performance is consistent with the internal reports provided to the chief operation decision maker. Operating segments exhibiting similar economic characteristics, product and services, class of customers where appropriate are aggregated and reported as reportable segments.

### **Fiduciary assets**

Assets and related deposits held in trust or in a fiduciary capacity are not treated as assets or liabilities of the Group and accordingly are not included in the consolidated statement of financial position.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

### Events after the reporting period

If the Group receives information after the reporting period, but prior to the date of authorization for issue, about conditions that existed at the end of the reporting period, the Group will assess if the information affects the amounts that it recognizes in the Group's consolidated financial statements. The Group will adjust the amounts recognized in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in the light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognized in its consolidated financial statements but will disclose the nature of the non-adjusting event and an estimate of its financial effect, or a statement that such an estimate cannot be made, if applicable.

### 4 SIGNIFICANT JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities at the reporting date. However, uncertainty about the assumptions and estimates could result in outcomes that require a material adjustment to the amount of the asset or liability reported in future periods.

### Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognized in the consolidated financial statements:

### Classification of financial assets

The Group determines the classification of financial assets based on the assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

### Control assessment

When determining control, management considers whether the Group has the practical ability to direct the relevant activities of an investee on its own to generate returns for itself. The assessment of relevant activities and ability to use its power to affect variable return requires considerable judgment.

### Classification of real estate property

Management decides on acquisition of real estate whether it should be classified as trading or investment property.

The Group classifies property as trading if it is acquired principally for sale in the ordinary course of business.

The Group classifies property as investment property if it is acquired to generate rental income or for capital appreciation, or for undetermined future use.

### Structured entities

The Group uses judgment in determining which entities are structured entities. If the voting or similar rights are not the dominant factor in deciding who controls the entity and such voting rights relate to the administrative tasks only and the relevant activities are directed by means of contractual arrangements, the Group identifies such entities as structured entities. After determining whether an entity is a structured entity, the Group determines whether it needs to consolidate this entity based on the consolidation principles of IFRS 10. The management of the Group has determined that it does not have any such structured entities that requires consolidation.

The management has determined that the Investment Funds managed by the Group on fiduciary basis are not structured entities considering voting and similar right available to the unit holders of the Investment Fund. The Group's interest in these Investment Funds (if any) are classified as financial assets at fair value through profit or loss.

The Company is the major shareholder of certain entities either for the Company's investment banking mandates or for the Company's assets management activities. The Company has no material direct beneficial interest in these entities and accordingly they are not consolidated into the Group's consolidated financial statements. Further, the Company has not directly earned any revenue from these entities or transferred any assets to these entities during the year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 4 SIGNIFICANT JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

### Estimation uncertainty and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are also described in the individual notes of the related financial statement line items below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

### Impairment of associates

Investment in associates are accounted for under the equity method of accounting for associates, whereby these investments are initially stated at cost, and are adjusted thereafter for the post-acquisition change in the Group's share of the net assets of the associates less any impairment losses. The Group is required to assess, at each reporting date, whether there are indications of impairment. If such indications exist, the management estimates the recoverable amount of the associate in order to determine the extent of the impairment loss (if any). The identification of impairment indicators and determination of the recoverable amounts require management to make significant judgements, estimates and assumptions.

### Impairment of intangible assets

The Group determines whether intangible assets are impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

### Valuation of unquoted investments

Valuation of unquoted equity investments is normally based on one of the following:

- ▶ Recent arm's length market transactions;
- Price to book value or earnings model;
- ▶ The expected cash flows discounted at current rates applicable for items with similar terms and risk characteristics; or
- Other valuation models.

### Impairment of financial assets at amortized cost – loans and advances

The Group assesses on a forward-looking basis the expected credit losses (ECL) associated with its debt instruments carried at a mortised cost. For trade receivables and contract assets, the Group applies a simplified approach in calculating ECL. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECL at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. Actual results may differ from these estimates.

### Useful lives of depreciable assets

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technical obsolescence that may change the utility of certain software and equipment.

### **Business combinations**

Management uses valuation techniques when determining the fair values of certain assets and liabilities acquired in a business combination. In particular, the fair value of contingent consideration is dependent on the outcome of many variables including the acquirees' future profitability.

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 5 CASH AND CASH EQUIVALENTS

	2020 KD	2019 KD
Cash at banks and on hand Deposits with banks	19,439,796 12,529,037	11,518,277 17,754,987
Less: Deposits with banks with original maturities of more than three months	31,968,833 (5,661,116)	29,273,264 (4,470,000)
Cash and cash equivalents in the consolidated statement of cash flows	26,307,717	24,803,264

Cash and cash equivalents as of 31 December 2020 comprises partial consideration to acquire interest in certain special purpose vehicles amounting to KD 431,423 (GBP: 1,045 thousand) held with a third party on behalf of the Group.

### 6 LOANS AND ADVANCES

	KD	KD
Gross amount Less: Provision for expected credit losses	8,761,440 (2,683,425)	8,991,934 (2,859,915)
Less. Provision for expected credit losses	(2,005,425)	(2,839,913)
	6,078,015	6,132,019

Loans are granted to GCC companies and individuals and are secured against investments in the funds and securities held in fiduciary portfolios by the Group on behalf of the borrowers.

The movement in the provision for expected credit losses relating to loans and advant	nces during the yea	ar is as follows:
	2020	2019
	KD	KD

At 1 January	2,859,915	3,253,748
Charge for the year	32,217	2,167
Reversal *	(208,707)	(396,000)
At 31 December	2,683,425	2,859,915

\* Reversal for the year includes an amount of KD 176,506 (2019: KD 389,334) reversed, as a result of settlement agreement with borrowers.

The ECL determined under IFRS 9, as adopted by CBK for financing receivables as of 31 December 2020 is KD 2,627 thousand (2019: KD 2,693 thousand) which is lower than provision for credit losses calculated in accordance with CBK instructions.

### 7 FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2020 KD	2019 KD
Quoted equity securities	2,407,256	4,105,516
Quoted debt securities Unquoted equity securities	3,782,940 47,473	3,711,961 360,721
Unquoted debt securities	-	250,000
Managed funds	14,603,398	19,989,467
	20,841,067	28,417,665

# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2020

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

	2020 KD	2019 KD
Quoted equities Unquoted equities	162,822 8,589,831 10,000	10,556 10,704,810 204,862
Managed funds	8,762,653	304,862 11,020,228

Managed funds amounting to KD 10,000 (2019: KD 304,862) are carried at the latest net assets value provided by the respective fund managers based on underlying assets of the funds.

### 9 **INVESTMENT IN ASSOCIATES**

Details of associates are as follows:

At 31 December

Name of company	Country of incorporation	Principal activities	<i>Effective</i> <i>as at 31 1</i> <b>2020</b>	e interest December 2019	2020 KD	2019 KD
Manafae Holding Company K.S.C. United Capital Transport	Kuwait	Investment	33.90%	32.77%	3,037,212	3,319,843
Company K.S.C. (Closed) KAMCO Real Estate Yield Fund	Kuwait	Services Real Estate	40.00%	39.80%	2,024,910	2,552,308
("KREYF")	Kuwait	Fund	35.77%	37.62%	3,090,389	4,166,637
NS 88 SPC	Bahrain	Real Estate	20.00%	20.00%	3,037,673	3,463,130
KAMCO Investment Fund ("KIF") Lotus Financial Investments Co.	Kuwait	Fund Financial	26.85%	22.88%	8,482,176	9,339,251
("LFI") *	Jordan	Services Financial	-	45.06%	-	57,000
FINA Corp SA ("FCSA") ** Adhari Park Development	Tunisia	Services Financial	49.00%	49.00%	-	70,000
Company B.S.C. (Closed)	Bahrain	Services	20.00%	20.00%	-	-
					19,672,360	22,968,169
					2020 KD	2019 KD
At 1 January Share of results Share of reserves Foreign currency translation adju Dividend received Impairment ** Disposals / Capital redemption	stment				22,968,169 (2,549,533) 6,936 10,227 (636,910) (69,678) (56,851)	21,707,005 1,408,276 44,725 20,075 (170,677) - (41,235)

\*During the year, the Group disposed its entire stake in the associate Lotus Financial Investments Company for a total consideration of KD 491,441 and accordingly recorded a gain on disposal of KD 434,590.

\*\* In accordance with IAS 36: Impairment of assets, the Group assessed the recoverable amount of its investments in associates and fully impaired its investment in FINA Corp SA.

22,968,169

19,672,360

KAMCO Investment Company K.S.C.P. and Subsidiaries NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2020

# 9 INVESTMENT IN ASSOCIATES (continued)

Summarized financial information of material associates is as follows:

	Manafae Holding Company K.S.C.	Holding K.S.C.	United Capital Transport Company K.S.C. (Closed)	al Transport S.C. (Closed)	KAMCO Real Estate Yield Fund	l Estate Yield 1d
I	2020	2019	2020	2019	2020	2019
	KD	KD	KD	KD	KD	KD
Total assets Total liabilities	8,889,605 25,412	9,905,496 22,056	5,451,376 389,101	6,597,308 209,347	10,697,701 2,059,135	12,110,822 1,034,349
Net assets	8,864,193	9,883,440	5,062,275	6,387,961	8,638,566	11,076,473
Group's share in equity	33.90%	32.77%	40.00%	39.80%	35.77%	37.62%
Group's carrying amount of the investment	3,037,212	3,319,843	2,024,910	2,552,308	3,090,389	4,166,637
Associates' revenue and results:						
Revenue	(1,044,620)	(166,136)	599,430	629,615	(1,012,898)	(52,215)
Total loss for the year	(1,056,972)	(217,774)	(1,362,247)	(665,454)	(1,227,060)	(236,239)
Group's share of the loss	(323,505)	(126,987)	(542,174)	(264,850)	(438,972)	(89,841)
Dividends received during the year	1	,	•	-	636,910	170,677

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

# 9 INVESTMENT IN ASSOCIATES (continued)

Summarized financial information of material associates is as follows (continued):

KAMCO Investment Fund NS 88 SPC	<b>2020</b> 2019 2020 <b>KD</b> KD <b>KD</b>	41,546,892         15,219,171           719,302         30,804	<b>31,587,752</b> 40,827,590 <b>15,188,367</b> 17,315,650	<b>26.85%</b> 22.88% <b>20%</b> 20%	8,482,176 9,339,251 3,037,673 3,463,130	$(3,094,092) \qquad 9,301,926 \qquad (1,937,251) \qquad (265,169) $	(3,873,800) 8,515,389 (1,939,016) (268,992)	(857,075)   1,943,756   (387,807)  (53,802)   (53,802	
					Group's carrying amount of the investment				

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 10 OTHER ASSETS

	2020	2019
	KD	KD
Due from portfolio clients	1,410,131	1,776,719
Accrued income	2,813,385	2,037,452
Other receivables and deposits	16,220,460	15,204,108
	20,443,976	19,018,279
Less: provision for expected credit losses	(4,289,896)	(4,038,210)
	16,154,080	14,980,069
Movement in the provision for expected credit losses of other assets was as follow		2010
	2020	2019
	KD	KD
As at 1 January	4,038,210	3,907,874
Charge for the year	482,453	130,336
Write off	(249,081)	-
Foreign exchange	18,314	-

As at 31 December

Other assets include KD 888 thousand (2019: KD 1,500 thousand) deposited in a bank under an escrow arrangement for certain legal claims. Based on the advice of the legal counsel, this escrow arrangement does not represent any deterioration in the Group's legal position and no provision is required relating to these legal claims as at 31 December 2020.

4.289.896

4,038,210

### 11 PROPERTY AND EQUIPMENT

	Land KD	Building KD	Furniture and fixtures KD	Office equipment computers & vehicles KD	t, Capital work in progress KD	Total KD
Cost:						
As at 1 January 2020	5,118,852	16,696,708	4,169,084	4,331,788	654,962	30,971,394
Additions	-	-	6,696	21,710	74,625	103,031
Impairment	-	-	-	-	(654,962)	(654,962)
Exchange differences	212	405	931	101	-	1,649
-			<u> </u>			
As at 31 December 2020	5,119,064	16,697,113	4,176,711	4,353,599	74,625	30,421,112
- Depreciation:						
As at 1 January 2020	-	10,991,121	3,970,063	4,247,040	-	19,208,224
Charge for the year	-	294,840	120,708	52,893	-	468,441
Exchange differences	-	102	710	(53)	-	759
As at 31 December					<u> </u>	
2020	-	11,286,063	4,091,481	4,299,880	-	19,677,424
Net book value: As at 31 December 2020	5,119,064	5,411,050	85,230	53,719	74,625	10,743,688

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 11 PROPERTY AND EQUIPMENT (continued)

				Office equipment	,	
	Land	Building	Furniture and fixtures	computers & vehicles	Capital work in progress	Total
	KD	KD	KD	KD	KD	KD
Cost:						
As at 1 January 2019	5,118,833	16,690,355	4,973,493	4,306,774	395,306	31,484,761
Additions	-	5,676	134,987	25,228	259,656	425,547
Disposals	-	-	(935,524)	-	-	(935,524)
Exchange differences	19	677	(3,872)	(214)	-	(3,390)
As at 31 December						
2019	5,118,852	16,696,708	4,169,084	4,331,788	654,962	30,971,394
Depreciation:						
As at 1 January 2019	-	10,740,456	4,734,856	4,171,955	-	19,647,267
Charge for the year	-	249,600	173,023	76,832	-	499,455
Disposals	-	-	(935,524)	(636)	-	(936,160)
Exchange differences	-	1,065	(2,292)	(1,111)	-	(2,338)
As at 31 December						
2019	-	10,991,121	3,970,063	4,247,040	-	19,208,224
Net book value: As at 31 December						
2019	5,118,852	5,705,587	199,021	84,748	654,962	11,763,170

Office equipment

### 12 INTANGIBLE ASSETS

	Customer relationships KD	License KD	Total KD
As at 1 January 2020 Amortization charge for the year	2,967,467 (342,400)	1,100,000	4,067,467 (342,400)
As at 31 December 2020	2,625,067	1,100,000	3,725,067
As at 1 January 2019 Amortization charge for the year	3,309,867 (342,400)	1,100,000	4,409,867 (342,400)
As at 31 December 2019	2,967,467	1,100,000	4,067,467

License represents brokerage license with indefinite useful life and is annually tested for impairment by estimating the recoverable amount of the CGU using value-in-use calculations.

Customer relationships represent intangible assets with finite life and is amortized on a straight-line basis over its useful life of 10 years.

The recoverable amounts of the cash generating units have been determined based on a value in use calculation using cash flow projections based on financial budgets and assuming an average annual growth rate of 7.6%. The pre-tax discount rate applied to cash flow projections is 8.57% and cash flows beyond the 5-year period are extrapolated using a growth rate of 2%. As a result of the exercise, management has concluded that no impairment provision is considered necessary in the consolidated statement of income.

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 12 INTANGIBLE ASSETS (continued)

### Key assumptions used in value in use calculations

The calculation of value in use is sensitive to the following assumptions:

- ▶ Revenue;
- ▶ Earnings Before Interest, Tax, Depreciation and Amortization ("EBITDA");
- Discount rates; and
- ▶ Growth rate used to extrapolate cash flows beyond the 5-year period.

### Sensitivity to changes in assumptions

With regard to the assessment of value in use of the cash generating units, management believes that no reasonably possible change in any of the above key assumptions would cause the carrying value of the unit to materially exceed its recoverable amount.

### 13 LOANS

Loans amounting to KD 6,908,258 (2019: KD 8,000,000) are denominated in Kuwaiti Dinars and Pound Sterling, and are due within 1 year of the reporting date and carry an interest rate in the range of 2.05% to 3.25% (2019: 4.75%).

### 14 BONDS

	2020 KD	2019 KD
Fixed interest of 6.00% per annum and maturing on 26 July 2023	14,900,000	14,900,000
Floating interest of 2.75% per annum above the CBK discount rate (capped at 7% per annum) and maturing on 26 July 2023	25,100,000	25,100,000
	40,000,000	40,000,000
15 OTHER LIABILITIES	2020 KD	2019 KD
Employees' end of service benefits Accrued expenses Deferred income Other payables	5,613,433 1,896,135 3,075,336 7,344,381 17,929,285	5,628,321 4,561,576 3,067,000 7,363,501 20,620,398

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 16 EQUITY

### a) Share capital

The authorized, issued and fully paid share capital comprises of 342,332,633 shares (2019: 342,332,633 shares) of 100 fils per share (2019: 100 fils per share). This consists of 237,448,325 shares (2019: 237,448,325 shares) which are fully paid up, and 104,884,308 shares (2019: 104,884,308 shares) arising from share swap due to merger of the Group during 2019.

### b) Share premium

The share premium is not available for distribution.

### c) Statutory reserve

In accordance with the Companies' Law, and the Company's Memorandum of Incorporation and Articles of Association, a minimum of 10% of the profit for the year before contribution to KFAS, Zakat, NLST and Directors' remuneration shall be transferred to the statutory reserve. The annual general assembly of the Company may resolve to discontinue such transfers when the reserve exceeds 50% of the issued share capital. The reserve may only be used to offset losses or enable the payment of a dividend up to 5% of paid-up share capital in years when profit is not sufficient for the payment of such dividends due to an absence of distributable reserves. Any amounts deducted from the reserve shall be refunded when the profits in the following years suffice, unless such a reserve exceeds 50% of the issued share capital

### d) Voluntary reserve

In accordance with the Companies' Law, and the Company's Memorandum of Incorporation and Articles of Association, a maximum of 10% of the profit for the year before contribution to KFAS, Zakat, NLST and Directors' remuneration is required to be transferred to the voluntary reserve. Such annual transfers may be discontinued by a resolution of the shareholders' general assembly upon a recommendation by the Board of Directors. There are no restrictions on the distribution of this reserve.

### e) Treasury shares reserve

Reserves equivalent to the cost of the treasury shares held are not available for distribution.

### f) Dividend

The Board of Directors proposed not to distribute cash dividends for the year ended 31 December 2020 (2019: 5 fils per share). This proposal is subject to the approval of Company's shareholders at the Annual General Assembly.

The Annual General Assembly of equity holders held on 3 June 2020 approved the consolidated financial statements of the Group for the year ended 31 December 2019 and approved a cash dividend of 5 fils per share amounting to KD 1,711,663 (31 December 2018: nil).

2020

KD

2019

KD

### 17 FEE INCOME

	n D	пь
Management fees on assets under management	9,728,577	11,991,065
Incentive fees on assets under management	785,121	4,170,711
Placement fees/structuring fee/redemption fees - managed funds	1,637,148	859,670
Investment banking fees	864,168	697,754
Brokerage fees	1,842,891	1,313,000
Advisory and other fees	189,480	104,161
	15,047,385	19,136,361

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 18 NET (LOSS) GAIN ON FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2020 KD	2019 KD
Unrealized (loss) gain Realized (loss) gain	(1,821,444) (375,072)	1,546,142 1,005,689
	(2,196,516)	2,551,831
19 GENERAL AND ADMINISTRATIVE EXPENSES		
The (loss) profit for the year is stated after charging:		
	2020	2019
	KD	KD
Staff costs	8,661,338	12,093,455
Depreciation (Note 11)	468,441	499,455
Amortization (Note 12)	342,400	342,400
Rent - operating leases *	434,892	567,078
Impairment losses (Note 9 and 11)	724,640	-
Administrative and other expenses	3,695,252	5,986,977
	14,326,963	19,489,365

\* All the operating leases mature within 1 year from the reporting date.

### 20 BASIC AND DILUTED (LOSS) EARNINGS PER SHARE

Basic and diluted (loss) earnings per share amounts are calculated by dividing the (loss) profit for the year attributable to equity holders of the Company by the weighted average number of ordinary shares, less treasury shares outstanding during the year. As there are no dilutive instruments outstanding, basic and diluted (loss) earnings per share are identical.

Basic and diluted (loss) earnings per share:	2020	2019
(Loss) profit for the year attributable to the equity holders of the Company (KD)	(2,686,999)	3,032,705
	Shares	Shares
Number of shares outstanding: Weighted average number of paid up shares Weighted average number of treasury shares	342,332,633	267,632,209 (24,436,799)
Weighted average number of outstanding shares	342,332,633	243,195,410
Basic and diluted (loss) earnings per share (fils)	(7.85) fils	12.47 fils

There are no potential diluted shares outstanding as at the reporting date.

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 21 INVESTMENT IN SUBSIDIARIES

During the year, the effective ownership of the Group in KAMCO MENA Plus Fixed Income (OEIC) Limited decreased from 57.59% to 57.57% as the Group redeemed its units. This resulted in an increase of non-controlling interests amounting to KD 1,051.

Further, the Group disposed its entire stake in Flint Advisory Company LLC and Flint Manager Limited.

During the prior year, the following were the major transactions:

- a. KAMCO MENA Plus Fixed Income Fund ("KMPFIF") was liquidated. On liquidation of KMPFIF, the Company received its share of net assets amounting to KD 458,345 and made net distribution to non-controlling interest unitholders amounting to KD 746,524.
- b. Further, the Group incorporated "KAMCO MENA Plus Fixed Income (OEIC) Limited" as a Company limited by shares under the Companies Law, DIFC Law no. 5 of 2018 in Dubai. This resulted in an increase in non-controlling interests by KD 1,249,882.

### 22 NON-CURRENT ASSETS HELD FOR SALE

a. During the year, the Group acquired interest in certain special purpose vehicles (the "Entities"), for a consideration of KD 30,682,240 (USD: 100,400 thousand) and the Entities obtained financing of KD 56,536,000 (USD: 185,000 thousand). Through these Entities, the Group acquired a property in the United States of America and classified it as "disposal group held for sale". Subsequently, the Group disposed a majority interest in certain Entities with the carrying value of KD 30,498,880 (USD: 99,800 thousand) for a consideration of KD 30,854,049 (USD: 100,379 thousand). A net gain on disposal of these Entities amounting to KD 178,446 (USD: 579 thousand) is recognized in the consolidated statement of income.

The Group's remaining interest is held through Lawson Lane Investor Inc. to provide management services for the property.

b. During the year, the Group acquired interest in certain special purpose vehicles (the "Entities"), for a consideration of KD 15,150,532 (GBP:40,000 thousand) and the Entities obtained financing of KD 10,673,455 (GBP:28,180 thousand). Through these Entities, the Group acquired properties in the United Kingdom and classified it as "disposal group held for sale". Subsequently, the Group disposed a majority interest in certain Entities for a consideration of KD 14,999,027 (GBP:39,600 thousand) and the remaining interest amounting to KD 151,505 (GBP:400 thousand) is classified as financial assets at fair value through other comprehensive income.

Further, the Group had acquired shareholding in Martley Finance GP Limited and Martley Holdings GP Limited, to provide management services for the properties.

The Group considered the above Entities meet the criteria to be classified as held for sale for the following reasons:

- ▶ These Entities are available for immediate sale and can be disposed of in their current condition.
- The actions to complete disposal are initiated and completed within one year from the date of acquisition.

In the prior year, the following were the major transactions:

a. The Group acquired interest in certain special purpose vehicles (the "Entities"), for a consideration of KD 17,315,064 and the Entities obtained financing of KD 36,838,620. Through these Entities, the Group acquired a property in the United States of America and classified it as "disposal group held for sale". Subsequently, the Group disposed a majority interest in certain Entities, in different tranches, for a consideration of KD 16,812,501. Accordingly, a net gain on disposal of these Entities amounting to KD 114,028 is recognized in the consolidated statement of income and the remaining interest amounting to KD 456,301 was classified as financial assets at fair value through other comprehensive income, which was disposed subsequently.

Further, the Group had acquired shareholding in HP Plaza Investor Inc. and HP Plaza Advisor LLC to provide management services for the property.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 22 NON-CURRENT ASSETS HELD FOR SALE (continued)

b. The Group acquired interest in certain special purpose vehicles (the "Entities"), for a consideration of KD 9,476,563 and the Entities obtained financing of KD 15,857,091. Through these Entities, the Group acquired a property in the United States of America and classified it as "disposal group held for sale". Subsequently, the Group disposed a majority interest in certain Entities for a consideration of KD 9,427,640. Accordingly, a net gain on disposal of these Entities amounting to KD 87,328 is recognized in the consolidated statement of income.

Further, the Group had acquired shareholding in Centerstone Investor Inc. and Centerstone Advisor LLC to provide management services for the property.

....

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### 23 COMMITMENTS AND CONTINGENT LIABILITIES

	2020 KD	2019 KD
<b>Commitments</b> Commitments to invest in private equity funds Uncalled share capital	-	516,000 80,000
<b>Contingent liability</b> Irrevocable and unconditional bank guarantee	647,133	583,000

### Commitments to invest in private equity funds

Commitments to invest in private equity funds represent the uncalled capital by the investment managers (general partners) of various private equity funds in which the Group has made investments. The capital can be called at the investment manager's discretion. Further, the Company in its capacity as an investment manager for a fund has given a guarantee to a foreign bank for future investment obligations in connection with a real estate transaction of the fund. The additional investment, which is highly unlikely in the event of the guarantee being exercised, is estimated to be KD 2,000,000 (2019: KD 2,000,000).

The Group is engaged in litigation cases, which involve claims made by and against the Group which have arisen in the ordinary course of business. The management of the Group, after reviewing the claims pending against the Parent Company and Group companies and based on the advice of the relevant professional legal advisors, are satisfied that the outcome of these claims will not have a material adverse effect on the consolidated financial statements of the Group.

KAMCO Investment Company K.S.C.P. and Subsidiaries NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2020

# 24 RELATED PARTY TRANSACTIONS

Related parties represent the Parent Company / Ultimate Parent Company, associates, directors and key management personnel of the Company and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Company's management. Balances and transactions with related parties are as follows:

	Parent Company / Ultimate Parent Company	Associates	Other related parties	Total 2020	Total 2019
Consolidated statement of financial position	KD	ΚD	γŊ	<b>K</b> D	ΚD
Cash and cash equivalents	3,755,293	ı	552,335	4,307,628	4,606,824
Financial assets at fair value through profit or loss			624, 186	624,186	799,052
Financial assets at fair value through other comprehensive income	·	·	2,952,426	2,952,426	2,754,689
Other assets	246,016	2,081,286	574,329	2,901,631	1,705,201
Other liabilities		ı	3,538	3,538	3,538
Consolidated statement of income					
Fee income	893,626	608,244	1,401,237	2,903,107	3,112,575
Dividend income			3,744	3,744	
Interest income	4,368		42,286	46,654	53,255
Other income		3,667	38,350	42,017	·
Administration expenses		·	600,456	600,456	307,715
Finance costs	ı	ı		·	13,279

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 24 RELATED PARTY TRANSACTIONS (continued)

Key management personnel compensation:

	2020 KD	2019 KD
Short-term employee benefits Termination benefits	851,491 108,600	2,216,832 178,297
	960,091	2,395,129

### 25 SEGMENTAL INFORMATION

The Group is organized into four major business segments based on the internal reporting provided to the management. The Group does not have material inter-segment transactions. The principal activities and services under these segments are as follows:

Investment banking and Advisory	: Private placement of equities and debt, advising and managing listings, initial public offerings (IPOs), arranging conventional and Islamic debt, buy and sell side advisory, advising on strategy, privatization, mergers and reverse mergers and acquisitions and debt restructuring.
Asset management	: Asset management services cover both local and international markets and include securities trading, derivatives trading, discretionary and non-discretionary portfolio management, custody services, portfolio structuring and asset allocation advice, mutual funds and alternative instruments.
Brokerage	: Quoted and unquoted equity and debt instruments brokerage activities and margin financing
Strategic investments and corporate overheads	: Strategic investments include investments which are long term in nature and are aligned with the Group's long-term strategy.

Corporate overheads include all support services. Management monitors operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on segmental return on investments.

The following table presents information regarding the Group's operating segments:

2020

2020	Investment banking and advisory KD	Asset management KD	Brokerage KD	Strategic investments and corporate overheads KD	Total KD
Total revenue	880,466	8,100,383	2,152,921	3,957,792	15,091,562
(Loss) profit	(102,252)	3,574,195	686,209	(6,673,745)	(2,515,593)
Total assets	239,145	45,199,340	17,194,092	56,029,609	118,662,186
Total liabilities	-	18,352,098	1,204,698	45,280,747	64,837,543
<b>Other disclosures:</b> Investment in associates Share of results of associates	-	11,572,565 (1,296,047)	-	8,099,795 (1,253,486)	19,672,360 (2,549,533)

### NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 25 SEGMENTAL INFORMATION (continued)

### 2019

	Investment banking and advisory KD	Asset management KD	Brokerage KD	Strategic investments and corporate overheads KD	Total KD
Total revenue	695,139	19,721,371	1,573,698	4,930,448	26,920,656
(Loss) profit	(794,362)	9,298,763	139,148	(4,654,190)	3,989,359
Total assets	-	48,527,007	17,264,000	63,632,044	129,423,051
Total liabilities	-	16,006,608	949,000	51,664,790	68,620,398
Other disclosures: Investment in associates Share of results of associates	-	13,505,888 1,853,915	- -	9,462,281 (445,639)	22,968,169 1,408,276

The Group's total assets include KD 10,302,501 (2019: KD 11,085,623) as non-current assets located outside Kuwait, which mainly include financial assets at fair value through other comprehensive income, financial assets at a mortised cost, investment in associates, investment properties and property and equipment.

### 26 FAIR VALUE OF FINANCIAL AND NON-FINANCIAL INSTRUMENTS

### *i) Financial instruments*

Financial instruments comprise of financial assets and financial liabilities.

For financial assets and financial liabilities that are liquid or having a short-term maturity (less than three months), the carrying amount approximates their fair value. The fair values of financial instruments are not materially different from their carrying values.

The methodologies and assumptions used to determine fair values of financial instruments is described in the fair value section of Summary of significant accounting policies (Note 3).

### Fair value hierarchy

The following table shows an analysis of financial instruments recorded at fair value:

31 December 2020	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
Financial assets at fair value				
Financial assets designated at fair value				
<i>through profit or loss:</i> Ouoted equities	2,407,256	_	_	2,407,256
Quoted debt securities	3,782,940	-	-	3,782,940
Unquoted equities	-	-	47,473	47,473
Managed funds	399,305	10,149,126	4,054,967	14,603,398
	6,589,501	10,149,126	4,102,440	20,841,067
Financial assets at fair value through other comprehensive income:				
Equities	162,822	-	8,589,831	8,752,653
Managed funds	-	-	10,000	10,000
	162,822	-	8,599,831	8,762,653

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 26 FAIR VALUE OF FINANCIAL AND NON-FINANCIAL INSTRUMENTS (continued)

### Fair value hierarchy (continued)

i) Financial instruments (continued)		1 12	1 10	T 1
31 December 2019	Level 1 KD	Level 2 KD	Level 3 KD	Total KD
Financial assets at fair value Financial assets designated at fair value through profit or loss:				
Quoted equities	4,105,516	-	-	4,105,516
Quoted debt securities	3,711,961	-	-	3,711,961
Unquoted debt securities	-	-	250,000	250,000
Unquoted equities	-	-	360,721	360,721
Managed funds	1,059,316	14,913,000	4,017,151	19,989,467
	8,876,793	14,913,000	4,627,872	28,417,665
Financial assets at fair value through other comprehensive income:				
Equities	10,556	-	10,704,810	10,715,366
Managed funds	-	-	304,862	304,862
	10,556	-	11,009,672	11,020,228

*ii)* Non-financial assets

Non-financial asset carried at fair value comprise of investment properties. These are classified under level 3 fair value hierarchy.

The following table shows a reconciliation of the opening and closing amount of level 3 financial instruments which are recorded at fair value.

	As at 1 January 2020 KD	Gain/(loss) recorded in the consolidated statement of income KD	(sales and	Loss recorded in other comprehensive income KD	As at 31 December 2020 KD
Financial assets at fair value through profit or loss:					
Unquoted equities Unquoted debt securities Managed funds	360,721 250,000 4,017,151	73,454 (10,906) (1,323,875)	(386,702) (239,094) 1,361,691	- - -	47,473 - 4,054,967
	4,627,872	(1,261,327)	735,895	-	4,102,440
Financial assets at fair value through other comprehensive income:					
Equities Managed funds	10,704,810 304,862	-	83,663 -	(2,198,642) (294,862)	8,589,831 10,000
	11,009,672	-	83,663	(2,493,504)	8,599,831
<i>Non-financial assets</i> Investment properties	716,000	423	_	-	716,423
F					

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 26 FAIR VALUE OF FINANCIAL AND NON-FINANCIAL INSTRUMENTS (continued)

### Fair value hierarchy (continued)

### *ii)* Non-financial assets (continued)

	As at	Gain/(loss) recorded in the consolidated	Net purchases,		Loss recorded in other	As at
	1 January	statement of		Transfer out	comprehensive	
	2019	income		from level 3	income	2019
	KD	KD	KD	KD	KD	KD
Financial assets at fair value through profit or loss:						
Equities	351,978	8,743	-	-	-	360,721
Unquoted debt securities	-	-	250,000	-	-	250,000
Managed funds	5,380,456	(706,614)	(656,691)	-	-	4,017,151
	5,732,434	(697,871)	(406,691)	-	-	4,627,872
Financial assets at fair value through other comprehensive income:						
Equities	15,842,829	-	(1,518,350)	(75,000)	(3,544,669)	10,704,810
Managed funds	306,666	-	-	-	(1,804)	304,862
C						
	16,149,495	-	(1,518,350)	(75,000)	(3,546,473)	11,009,672
Non-financial assets						
Investment properties	657,000	59,000	-	-	-	716,000

The impact on the consolidated statement of financial position or the consolidated statement of shareholders' equity would be immaterial if the relevant risk variables used to fair value the unquoted securities were altered by 5%.

### Description of significant unobservable inputs to valuation of financial assets:

Unquoted equity securities are valued based on book value and price to book multiple method, multiples using latest financial statements available of the investee entities and adjusted for lack of marketability discount in the range of 25% to 50% (2019: 25% to 40%). The Group has determined that market participants would take into account these discounts when pricing the investments. Funds and managed portfolio have been valued based on Net Asset Value (NAV) of the fund provided by the custodian of the fund or portfolio and certain managed funds were adjusted for lack of marketability discount by 15% to 20% (2019: 15% to 20%).

### Sensitivity of the inputs

A change in the assumptions used for valuing the Level 3 financial instruments, by  $\pm 5\%$  higher or lower liquidity and market discount could have resulted in increase or decrease in the results by KD 205,122 (2019: KD 231,394) and increase or decrease in other comprehensive income by KD 429,991 (2019: KD 550,484).

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 26 FAIR VALUE OF FINANCIAL AND NON-FINANCIAL INSTRUMENTS (continued)

### Description of significant unobservable inputs to valuation of non-financial assets:

Investment properties are stated at fair values which have been determined based on valuations performed by accredited independent valuers. Fair value of investment properties was determined using Mark to Market method, conducted by valuators considering transaction prices of the property and similar properties. The significant unobservable valuation input used for the purpose of valuation is the market price per square foot / meter and varies from property to property. A reasonable change in this input would result in an equivalent amount of change in fair value.

Other financial assets and liabilities are carried at a mortised cost and the carrying values are not materially different from their fair values as most of these assets and liabilities are of short-term maturities or are repriced immediately based on market movement in interest rates. Fair values of remaining financial assets and liabilities carried at a mortised cost are estimated using valuation techniques incorporating certain assumptions such as credit spreads that are appropriate in the circumstances.

### 27 MATURITY ANALYSIS OF ASSETS AND LIABILITIES

The table below summarizes the maturity profile of the Group's assets and liabilities. The maturities of assets and liabilities have been determined according to when they are expected to be recovered or settled. The maturity profile for financial assets at fair value through profit or loss and investment in associates is based on management's estimate of liquidation of those financial assets.

The maturity profile of assets and liabilities is as follows:

31 December 2020	Within 3 months KD	3 to 12 months KD	Sub-total KD	Over 1 year KD	Total KD
ASSETS					
Cash and cash equivalents	27,456,343	4,512,490	31,968,833	-	31,968,833
Loans and advances	581,824	5,259,680	5,841,504	236,511	6,078,015
Financial assets at fair value					
through profit or loss	6,589,503	14,251,564	20,841,067	-	20,841,067
Financial assets at fair value					
through other comprehensive income	-	162,824	162,824	8,599,829	8,762,653
Investment in associates	-	-	-	19,672,360	19,672,360
Other assets	254,031	15,900,049	16,154,080	-	16,154,080
Investment properties	-	-	-	716,423	716,423
Property and equipment	-	-	-	10,743,688	10,743,688
Intangible assets	-	-	-	3,725,067	3,725,067
TOTAL ASSETS	34,881,701	40,086,607	74,968,308	43,693,878	118,662,186
LIABILITIES					
Loans	6,908,258	-	6,908,258	-	6,908,258
Bonds	-	-	-	40,000,000	40,000,000
Other liabilities	363,584	11,952,268	12,315,852	5,613,433	17,929,285
TOTAL LIABILITIES	7,271,842	11,952,268	19,224,110	45,613,433	64,837,543

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 27 MATURITY ANALYSIS OF ASSETS AND LIABILITIES (continued)

Within 3 months KD	3 to 12 months KD	Sub-total KD	Over 1 year KD	Total KD
28,559,264	714,000	29,273,264	-	29,273,264
1,830,317	4,073,991	5,904,308	227,711	6,132,019
8,876,793	19,540,872	28,417,665	-	28,417,665
-	10,556	10,556	11,009,672	11,020,228
-	-	-	85,000	85,000
-	-	-	22,968,169	22,968,169
169,390	14,810,679	14,980,069	-	14,980,069
-	-	-	716,000	716,000
-	-	-	11,763,170	11,763,170
-	-	-	4,067,467	4,067,467
39,435,764	39,150,098	78,585,862	50,837,189	129,423,051
3 000 000	5 000 000	8 000 000	_	8,000,000
-	-	-	40.000.000	40,000,000
436,328	14,555,749	14,992,077	5,628,321	20,620,398
3,436,328	19,555,749	22,992,077	45,628,321	68,620,398
	3 months KD 28,559,264 1,830,317 8,876,793 - - 169,390 - - 39,435,764 3,000,000 436,328	3 months         months           KD         Months           KD         KD           28,559,264         714,000           1,830,317         4,073,991           8,876,793         19,540,872           -         10,556           -         -           169,390         14,810,679           -         -           39,435,764         39,150,098           3,000,000         5,000,000           436,328         14,555,749	3 months KDmonths KDSub-total KD28,559,264 1,830,317714,000 4,073,99129,273,264 5,904,3088,876,79319,540,872 1,55628,417,665-10,556 -10,556169,39014,810,679 -14,980,06939,435,76439,150,09878,585,8623,000,0005,000,000 -8,000,000436,32814,555,74914,992,077	3 months         months         Sub-total         I year $KD$ $KD$ $KD$ $KD$ $KD$ $KD$ 28,559,264         714,000         29,273,264         -           1,830,317         4,073,991         5,904,308         227,711           8,876,793         19,540,872         28,417,665         -           -         10,556         10,556         11,009,672           -         -         85,000         -           -         -         85,000         -           -         -         22,968,169         -           169,390         14,810,679         14,980,069         -           -         -         -         716,000           -         -         -         11,763,170           -         -         -         4,067,467           39,435,764         39,150,098         78,585,862         50,837,189           3,000,000         5,000,000         8,000,000         -           -         -         -         40,000,000           -         -         -         -         40,000,000

### 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Risk is inherent in the Group's activities, but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Group's continuing profitability and each individual within the Group is accountable for the risk exposures relating to his or her responsibilities. The Group is exposed to credit risk, liquidity risk and market risk, the latter being subdivided into interest rate risk, currency risk and equity price risk. It is also subject to prepayment risk and operational risk. The independent risk control process does not include business risks such as changes in the environment, technology and industry. They are monitored through the Group's strategic planning process.

### 28.1 CREDIT RISK

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation as it falls due and cause the other party to incur a financial loss.

The Group has policies and procedures in place to limit the amount of credit exposure to any one counter party. These procedures include the non-concentration of credit risk.

### Gross maximum exposure to credit risk

The Group selectively provides credit facilities in form of short-term (maturity up to 12 months) loans and advances on a fully collateralized basis to its customers of the asset management and investment banking products. The credit sanction process typically involves customers' credit appraisal in accordance with the Group's credit policies. The Group's credit policies cover the customer eligibility criteria for credit, large exposure and concentration limits, eligible collateral, collateral valuation methodology, minimum collateralization requirement, credit quality monitoring processes and escalation and foreclosure processes in the event of default.

In accordance with the Group's credit policies all loans and advances with past due interest or principal obligations are considered as non-performing and are subject to specific provisions for credit losses on basis of amount of impairment determined.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

### 28.1 CREDIT RISK (continued)

### Gross maximum exposure to credit risk (continued)

With respect to credit risk arising from the other financial assets of the Group, which comprise bank balances, and other assets, the Group's exposure to credit risk arises from default of the counterparty, with a maximum exposure equal to the carrying amount of these instruments. Where financial instruments are recorded at fair value, it represents the current maximum credit risk exposure but not the maximum risk exposure that could arise in the future as a result of changes in values.

The table below shows the gross maximum exposure to credit risk across financial assets before taking into consideration the effect of credit risk mitigation.

	2020 KD	2019 KD
Cash and cash equivalents (Note 5) Loans and advances (Note 6)	31,968,833 6,078,015	29,273,264 6,132,019
Financial assets at a mortised cost Other assets	- 15,716,164	85,000 14,342,385
Gross maximum credit risk exposure before consideration of credit risk mitigation	53,763,012	49,832,668
credit fisk integation	33,703,012	47,052,000

The exposures set above are based on net carrying amounts as reported in the consolidated statement of financial position.

The fair value of collateral that the Group holds relating to loans and advances as at 31 December 2020 amounts to KD 23,325,678 (2019: KD 24,373,419).

### Risk concentration of maximum exposure to credit risk

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographic region, or have similar economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry or geographic location.

The Group's gross maximum exposure to credit risk, before taking into account any collateral held or credit enhancements, can be analyzed by the geographical regions as follows:

	Kuwait KD	GCC and the rest of the Middle East KD	International KD	Total KD
31 December 2020				
Cash and cash equivalents	18,766,267	12,356,731	845,835	31,968,833
Loans and advances	3,371,550	2,706,465	-	6,078,015
Other assets	6,310,993	8,557,014	848,157	15,716,164
Maximum exposure to credit risk assets	28,448,810	23,620,210	1,693,992	53,763,012
		GCC and the rest of the		
	Kuwait	Middle East	International	Total
	KD	KD	KD	KD
31 December 2019				
Cash and cash equivalents	17,829,199	11,125,153	318,912	29,273,264
Loans and advances	3,427,004	2,705,015	-	6,132,019
Financial assets at a mortised cost	-	85,000	-	85,000
Other assets	4,623,972	9,133,203	585,210	14,342,385
Maximum exposure to credit risk assets	25,880,175	23,048,371	904,122	49,832,668

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

### 28.1 CREDIT RISK (continued)

### Risk concentration of maximum exposure to credit risk (continued)

The Group's gross maximum exposure to credit risk, before taking into account any collateral held or credit enhancements, can be analyzed by the following industry sectors as:

	2020 KD	2019 KD
Banks and financial institutions	31,954,619	29,271,490
Others	21,808,393	20,561,178
	53,763,012	49,832,668

As at 31 December 2020, the maximum credit exposure to a single counterparty amounted to KD 6,825,138 (2019: KD 5,571,871).

### Credit risk from lending activities

The Group selectively provides credit facilities in form of short-term (maturity up to 12 months) loans and advances on a fully collateralized basis to its customers of the asset management and investment banking products. The credit sanction process typically involves customers' credit appraisal in accordance with the Group's credit policies.

The Group's credit risk management associated with the lending activities is governed by the Group's credit policies. The Group's credit policies cover the customer eligibility criteria for credit, large exposure and concentration limits, eligible collateral, collateral valuation methodology, minimum collateralization requirement, credit quality monitoring processes and escalation and foreclosure processes in the event of default.

In accordance with the Group's credit policies all loans and advances with past due interest or principal obligations are considered as non-performing and are subject to specific provisions for credit losses on basis of amount of impairment determined.

### Credit quality of financial assets that are neither past due nor impaired

In accordance with the Group's credit risk management policies all performing credits are graded as: high or medium grade. Credit exposures are classified as 'high grade' when the ultimate risk of financial loss from the obligor's failure to discharge its obligation is assessed to be extremely remote to low. Credit exposures are classified as 'medium grade' when the ultimate risk of financial loss from the obligor's failure to discharge its obligation is assessed to be extremely remote to low. Credit exposures are classified as 'medium grade' when the ultimate risk of financial loss from the obligor's failure to discharge its obligation is assessed to be moderate. Whereas, the performing credit exposures when the ultimate risk of financial loss from the obligor's failure to discharge its obligation is assessed to be high are classified as "low grade". The Group does not have any low-grade financial asset at the reporting date. Non-performing credit exposures are graded as past due or impaired.

### Analysis of past due but not impaired

The Group does not have any past due but not impaired financial assets as at 31 December 2020 and 31 December 2019.

### 28.2 LIQUIDITY RISK

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk is managed by the treasury department of the Group. To manage this risk, the Group periodically assesses the financial viability of customers and invests in bank deposits or other investments that are readily realizable. The maturity profile is monitored by management to ensure adequate liquidity is maintained.

As at 31 December 2020, 14.7% of the Group's debt (loans & bonds) will mature in less than one year (2019: 16.7%) based on the carrying value of borrowings reflected in the consolidated statement of financial position. The management of the Group is currently considering steps to re-finance the short-term borrowings of the Group. These steps include creating liquidity by realizing cash from sale of assets, dividends from financial assets and re-structuring of short-term borrowings.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

### 28.2 LIQUIDITY RISK (continued)

The liquidity profile of financial liabilities reflects the projected cash flows which includes future interest payments over the life of these financial liabilities.

The table below summarizes the maturity profile of the Group's liabilities based on contractual undiscounted repayment obligations:

	Within 1 month KD	Within 3 months KD	3 to 12 months KD	Over 1 year KD	Total KD
31 December 2020					
Loans	5,013,356	1,917,506	-	-	6,930,862
Bonds	123,554	-	1,466,533	43,443,400	45,033,487
Other liabilities	-	363,584	11,952,268	5,613,433	17,929,285
TOTAL LIABILITIES	5,136,910	2,281,090	13,418,801	49,056,833	69,893,634
	Within	Within	3 to 12	Over 1	
	1 month	3 months	months	year	Total
	KD	KD	KD	KD	KD
31 December 2019					
Loans	-	3,031,233	5,138,595	-	8,169,828
Bonds	166,489	-	1,754,539	46,422,635	48,343,663
Other liabilities	-	436,328	14,555,749	5,628,321	20,620,398
TOTAL LIABILITIES	166,489	3,467,561	21,448,883	52,050,956	77,133,889

### 28.3 MARKET RISK

Market risk is the risk that the value of an asset will fluctuate as a result of changes in market variables such as interest rates, currency rates and equity prices, whether those changes are caused by factors specific to the individual investment or its issuer or factors affecting all investments traded in the market.

Market risk is managed on the basis of pre-determined asset allocations across various asset categories, diversification of assets in terms of geographical distribution and industry concentration, a continuous appraisal of market conditions and trends and management's estimate of long and short term changes in fair value.

### 28.3.1 Interest rate risk

Interest rate risk is the risk that the fair value of all future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Interest rate risk is managed by the treasury department of the Group.

The Group is exposed to interest rate risk on its variable interest-bearing assets and liabilities (bank deposits and loans), as a result of mismatches of interest rate repricing of assets and liabilities. It is the Group's policy to manage its interest cost using a mix of fixed and variable rate debts. The Group aims to keep a certain portion of its borrowings at variable rates of interest.

The sensitivity of the consolidated statement of income is the effect of the assumed changes in interest rates on the Group's profit based on floating rate financial assets and financial liabilities held at 31 December 2020 and 2019. There is no impact on equity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

### 28.3 MARKET RISK (continued)

### 28.3.1 Interest rate risk (continued)

The following table demonstrates the sensitivity of the consolidated statement of income, as a result of a change in interest rates by 25 basis points, with all other variables held constant.

	Effect o	n profit +/-
	2020	2019
	KD	KD
Kuwaiti Dinar	157,910	215,875
US Dollar	6,531	5,198
Pound Sterling	473	-

### 28.3.2 Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates.

Currency risk is managed by the treasury department of the Company on the basis of limits determined by the Company's Board of Directors and a continuous assessment of the Group's open positions and current and expected exchange rate movements. Management believes that there is minimal risk of significant losses due to exchange rate fluctuations and consequently the Group does not hedge foreign currency exposures.

The effect on profit due to change in the fair value of monetary assets and liabilities, as a result of change in currency rate by 5%, with all other variables held constant is shown below:

	Effect on	profit +/-
	<b>2020</b> 20	
	KD	KD
US Dollar	1,227,205	1,105,290
GCC and the rest of the Middle East currencies	862,928	883,676

### 28.3.3 Equity price risk

The Group's exposure to equity securities price risk arises from investments held by the Group and classified as at FVOCI or FVTPL. The Group's listed and non-listed equity investments are susceptible to market price risk arising from uncertainties about future values of the investment securities. Equity price risk is managed by the direct investment department of the Group mainly through diversification of investments in terms of geographical distribution and industry concentration. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The majority of the Group's quoted investments are listed on the Boursa Kuwait.

The Group's financial assets at fair value through profit or loss and financial assets at fair value through other comprehensive income in different geographical regions and industry sectors are as follows:

### Geographical distribution

	GCC and the rest of the			
	Kuwait KD	Middle East KD	International KD	Total KD
31 December 2020				
Financial assets at fair value through profit or loss	10,709,449	6,135,993	3,995,625	20,841,067
Financial assets at fair value through other comprehensive income	6,109,628	1,533,577	1,119,448	8,762,653

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

### 28.3 MARKET RISK (continued)

### 28.3.3 Equity price risk (continued)

### Geographical distribution (continued)

	Kuwait KD	GCC and the rest of the Middle East KD	International KD	Total KD
31 December 2019 Financial assets at fair value through				
profit or loss	16,388,487	7,996,403	4,032,775	28,417,665
Financial assets at fair value through other comprehensive income	8,128,145	1,853,737	1,038,346	11,020,228

### **Industry concentration**

	Trading and manufacturing KD	Banks and financial institutions KD	Construction and real estate KD	Others KD	Total KD
<b>31 December 2020</b> Financial assets at fair value through profit or loss	324,998	15,764,165	2,564,135	2,187,769	20,841,067
Financial assets at fair value through other comprehensive income	1,403,256	1,315,548	3,716,535	2,327,314	8,762,653
	Trading and manufacturing KD	Banks and financial institutions KD	Construction and real estate KD	Others KD	Total KD
31 December 2019 Financial assets at fair value through profit or loss	145,612	23,783,905	541,521	3,946,627	28,417,665
Financial assets at fair value through other comprehensive income	1,894,887	1,590,873	4,257,281	3,277,187	11,020,228

The effect on other comprehensive income (as a result of a change in the fair value of financial assets at fair value through other comprehensive income at 31 December) and Group's results (as a result of a change in the fair value of financial assets at fair value through profit or loss at 31 December) due to a 5% change in market indices, with all other variables held constant is as follows:

	2020		2019		
	Effect on other comprehensive income KD	Effect on profit KD	Effect on other comprehensive income KD	Effect on profit KD	
Market indices	+/- 8,143	+/- 647,784	+/- 528	+/- 1,003,892	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 28 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

### 28.4 PREPAYMENT RISK

Prepayment risk is the risk that the Group will incur a financial loss because its customers and counterparties repay or request repayment earlier or later than expected. The Group is not significantly exposed to prepayment risk.

### 28.5 OPERATIONAL RISK

Operational risk is the risk of loss arising from system failure, human error, fraud or external events. When controls fail to perform, operational risks can cause damage to reputation, have legal or regulatory implications, or lead to financial loss. The Group cannot expect to eliminate all operational risks, but through a control framework and by monitoring and responding to potential risk, the Group is able to manage these risks. Controls include effective segregation of duties, access, authorization and reconciliation procedures, staff education and assessment processes, including the use of internal audit.

### 29 CAPITAL MANAGEMENT

The primary objective of the Group's capital management policies is to ensure that it maintains healthy capital ratios in order to support its business and maximize shareholder value. The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions and the requirements of the financial covenants.

No changes were made in the objectives, policies or processes during the years ended 31 December 2020 and 31 December 2019.

To maintain or adjust the capital structure, the Group may adjust dividend pay-out to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a leverage ratio, which is net debt divided by total capital of the Company. The Group includes within net debt, interest bearing loans and borrowings, bonds, bank overdraft and other payables, less bank balances and cash. Total capital represents equity attributable to the shareholders of the Company.

	2020	2019
	KD	KD
Interest bearing loans	6,908,258	8,000,000
Bonds	40,000,000	40,000,000
Other liabilities	17,929,285	20,620,398
Less: Bank balances and cash	(31,968,833)	(29,273,264)
Net debt	32,868,710	39,347,134
Equity attributable to the equity holders of the Company	50,001,837	56,411,620
Gearing ratio (%)	66%	70%

### 30 IMPACT OF COVID-19

The COVID-19 outbreak has developed rapidly in 2020, with a significant number of infections. Measures taken by various governments to contain the virus have affected economic activity and the Group's business in various significant ways.

The measures to slow the spread of COVID-19 have had a significant impact on the global economy. Governments worldwide imposed travel bans and strict quarantine measures. Businesses are dealing with lost revenue and disrupted supply chains. While the country has started to ease the lockdown, the relaxation has been gradual. The COVID-19 pandemic has also resulted in significant volatility in financial markets and as a result, the government has announced measures to provide financial assistance to the private sector.

In light of COVID-19, the Group has assessed whether any adjustments and changes in judgements, estimates and risk management are required to be considered and reported in the consolidated financial statements. Below are the key assumptions about the future and other key sources of estimation that may have a significant risk of causing material adjustments to the consolidated financial statements:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As at and for the year ended 31 December 2020

### 30 IMPACT OF COVID-19 (continued)

### Fair valuation of financial assets

The uncertainties caused by COVID-19 have required the Group to reassess the inputs and assumptions used for the determination of the fair value of financial assets. The Group has determined the fair value of its quoted and unquoted equities, quoted debt securities and managed funds based on the most recent market information relating to the respective investments and recognized the impact in the consolidated financial statements.

### Loans and advances, and other assets

The Group has reassessed certain inputs and assumptions used for the determination of expected credit losses ("ECL"). These were primarily related to adjusting the forward-looking estimates used by the Group in the estimation of ECL as the segmentation applied in previous periods may no longer be appropriate and may need to be revised to reflect the different ways in which the COVID-19 outbreak affects different types of customers (e.g. by extending payment terms for trade receivables or by following specific guidance issued by the government in relation to the collection of lease or other payments). The Group will continue to assess impact of the pandemic as more reliable data becomes available and accordingly determine if any adjustment in the ECL is required in subsequent reporting periods.

# Property and equipment, investment properties, investment in associates and intangible assets (non-financial assets)

As at the reporting date, the Group has considered the potential impact of the current economic volatility in the determination of the reported amounts of the Group's non-financial assets and the unobservable inputs are developed using the best available information about the assumptions that market participants would make in pricing these assets at the reporting date. Markets however remain volatile and the recorded amounts remain sensitive to market fluctuations.

As the situation continues to unfold, the Group will continuously monitor the market outlook and use relevant assumptions in reflecting the values of these non-financial assets as and when they occur.

### **Going concern**

The Group has performed an assessment of whether it is a going concern in the light of current economic conditions and all available information about future risks and uncertainties. The projections have been prepared covering the Group's future performance, capital, and liquidity. The impact of COVID-19 may continue to evolve, but at the present time, the projections show that the Group has ample resources to continue in operational existence and its going concern position remains largely unaffected and unchanged from 31 December 2019. As a result, the consolidated financial statements have been appropriately prepared on a going concern basis.

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