

Date: 12/03/2020  
Ref: UPAC/COM/2020/010

To: Boursa Kuwait,

السادة: بورصة الكويت للأوراق المالية  
المحترمين،  
تحية طيبة وبعد،

**Subject: Financial results for the fiscal year ending  
on 31<sup>st</sup> December 2019**

**الموضوع: النتائج المالية للسنة المنتهية في  
31 ديسمبر 2019**

With reference to the above mentioned subject, United Projects for Aviation Services Company KSCP would like to announce that the Board of Directors has met on Thursday 12<sup>th</sup> March 2020 at 02:00 pm; the annual consolidated financial statements for the fiscal year ending on 31<sup>st</sup> December 2019 have been approved in accordance with the attached financial results form.

بالإشارة إلى الموضوع أعلاه، تفيد شركة المشاريع المتحدة للخدمات الجوية ش.م.ك.ع بأن مجلس الإدارة قد اجتمع اليوم الخميس الموافق 12 مارس 2020 في تمام الساعة 02:00 مساءً، هذا وقد تم اعتماد البيانات المالية السنوية المجمعة للسنة المالية المنتهية في 31 ديسمبر 2019 وفق نموذج نتائج البيانات المالية المرفق.

وتفضلوا بقبول فائق الاحترام والتقدير،



نادية عبدالله عكيل  
نائب رئيس مجلس الإدارة والرئيس التنفيذي  
Nadia Abdullah Akil  
Vice Chairperson and CEO



Copy to CMA.

نسخة الى السادة / هيئة أسواق المال.

Attachments:

- Financial results form.
- Approved financial statements.
- Approved auditor's report.

المرفقات:

- نموذج نتائج البيانات المالية.
- نسخة من لبيانات المالية المعتمدة.
- نسخة من تقرير مراقب الحسابات المعتمد.

**Financial Results Form  
Kuwaiti Company (KWD)**

نموذج نتائج البيانات المالية  
للشركات الكويتية (د.ك.)

Select from the list	2019-12-31	اختر من القائمة
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Company Name	اسم الشركة
United Projects for Aviation Services Company K.S.C.P	شركة المشاريع المتحدة للخدمات الجوية ش.م.ك.ع.
Board of Directors Meeting Date	تاريخ اجتماع مجلس الإدارة
2020-03-12	
Required Documents	المستندات الواجب إرفاقها بالنموذج
<input checked="" type="checkbox"/> Approved financial statements	<input checked="" type="checkbox"/> نسخة من البيانات المالية المعتمدة
<input checked="" type="checkbox"/> Approved auditor's report	<input checked="" type="checkbox"/> نسخة من تقرير مراقب الحسابات المعتمد

التغيير (%)	السنة المقارنة	السنة الحالية	البيان
Change (%)	Comparative Year	Current Year	Statement
	2018-12-31	2019-12-31	
(3.91%)	9,710,806	9,330,960	صافي الربح (الخسارة) الخاص بمساهمي الشركة الأم Net Profit (Loss) represents the amount attributable to the owners of the parent Company
(25.26%)	80.16	59.91	ربحية (خسارة) السهم الأساسية والمخفضة Basic & Diluted Earnings per Share
(62.89%)	13,847,550	5,138,706	الموجودات المتداولة Current Assets
67.97%	71,170,717	119,547,047	إجمالي الموجودات Total Assets
(37.99%)	12,716,506	7,885,207	المطلوبات المتداولة Current Liabilities
150.50%	16,709,222	41,857,339	إجمالي المطلوبات Total Liabilities
45.12%	52,332,200	75,943,562	إجمالي حقوق الملكية الخاصة بمساهمي الشركة الأم Total Equity attributable to the owners of the Parent Company
(2.16%)	13,716,188	13,419,391	إجمالي الإيرادات التشغيلية Total Operating Revenue
(2.53%)	12,550,421	12,233,092	صافي الربح (الخسارة) التشغيلية Net Operating Profit (Loss)
NIL لا يوجد	NIL لا يوجد	NIL لا يوجد	الخسائر المتراكمة / رأس المال المدفوع Accumulated Loss / Paid-Up Share Capital

التغيير (%)	الربع الرابع المقارن	الربع الرابع الحالي	البيان Statement
Change (%)	Fourth quarter Comparative Year	Fourth quarter Current Year	
	2018-12-31	2019-12-31	
(13.53%)	2,188,556	1,892,408	صافي الربح (الخسارة) الخاص بمساهمي الشركة الأم Net Profit (Loss) represents the amount attributable to the owners of the parent Company
(32.76%)	18.07	12.15	ربحية (خسارة) السهم الأساسية والمخفضة Basic & Diluted Earnings per Share
2.28%	3,187,817	3,260,480	إجمالي الإيرادات التشغيلية Total Operating Revenue
2.89%	2,885,455	2,968,816	صافي الربح (الخسارة) التشغيلية Net Operating Profit (Loss)



• Not Applicable for first Quarter

• لا ينطبق على الربع الأول

Increase/Decrease in Net Profit (Loss) is due to	سبب ارتفاع/انخفاض صافي الربح (الخسارة)
The decrease in net profit for the year is due to an increase in amortization for a subsidiary as well as a decrease in the Company's operating revenue.	يعود سبب الانخفاض في صافي الربح إلى الزيادة في مصروفات الإطفاء لإحدى الشركات التابعة وكذلك انخفاض الإيرادات التشغيلية للشركة.
<b>Total Revenue realized from dealing with related parties (value, KWD)</b>	<b>بلغ إجمالي الإيرادات من التعاملات مع الأطراف ذات الصلة (المبلغ د.ك.)</b>
KD 6,619,194	6,619,194 د.ك.
<b>Total Expenditures incurred from dealing with related parties (value, KWD)</b>	<b>بلغ إجمالي المصروفات من التعاملات مع الأطراف ذات الصلة (المبلغ د.ك.)</b>
KD (760,514)	(760,514) د.ك.

Corporate Actions		استحقاقات الأسهم (الإجراءات المؤسسية)	
النسبة	القيمة		
NIL لا يوجد	NIL لا يوجد	توزيعات نقدية Cash Dividends	
NIL لا يوجد	NIL لا يوجد	توزيعات أسهم منحة Bonus Share	
NIL لا يوجد	NIL لا يوجد	توزيعات أخرى Other Dividend	
NIL لا يوجد	أوصى مجلس الإدارة بعدم توزيع أرباح عن السنة المالية المنتهية في 31 ديسمبر 2019. BOD recommended not to distribute dividends for the fiscal year ending on 31 <sup>st</sup> December 2019.		عدم توزيع أرباح No Dividends
NIL لا يوجد	NIL لا يوجد	علاوة الإصدار Issue Premium	زيادة رأس المال Capital Increase
NIL لا يوجد	NIL لا يوجد	تخفيض رأس المال Capital Decrease	

The Company's comments in case the auditor has concerns or a qualified opinion	تعقيب الشركة في حال قيام مراقب الحسابات بإبداء ملاحظات أو تحفظات
None.	لا يوجد.

ختم الشركة Company Seal	التوقيع Signature	المسمى الوظيفي Title	الاسم Name
		نائب رئيس مجلس الإدارة والرئيس التنفيذي Vice Chairperson and CEO	نادية عبدالله محمد عقيل Nadia Abdullah Mohammed Akil

Attach a copy of the financial statements approved by the Board of Directors and the approved auditor's report

يجب ارفاق نسخة البيانات المالية المعتمدة من مجلس الإدارة وتقرير مراقب الحسابات المعتمد

## INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNITED PROJECTS COMPANY FOR AVIATION SERVICES K.S.C.P.

### Report on the Audit of the Consolidated Financial Statements

#### *Opinion*

We have audited the consolidated financial statements of United Projects Company For Aviation Services K.S.C.P. (the "Parent Company") and its subsidiaries (collectively, "the Group"), which comprise the consolidated statement of financial position as at 31 December 2019, and the consolidated statement of income, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including the 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 2019, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRS").

#### *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' *Code of Ethics for Professional Accountants (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 a basis for our opinion.

#### *Emphasis of matter*

"We draw attention to Note 8 to the consolidated financial statements, which describes the recent developments relating of the legal case and the contract between Parent Company and Touristic Enterprise Company ("TEC") regarding a Build- Operate-Transfer ("BOT") contract. Our opinion is not modified in respect of this matter."

#### *Key Audit Matters*

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. In addition to the matters described in the emphasis of matter paragraph, we have determined the matters described below to be as key audit matters to be reported in our report. 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.

#### *Classification and valuation of a financing arrangement*

The Group has started financing a related party since 2014 for constructing and developing a mega commercial mall in UAE ("Project") through a complex financing arrangement. As the terms of the agreement are critical for assessing the ongoing classification of this arrangement and the valuation of amounts due from an associate, the management evaluates these terms on each reporting period. The management assessed the fair value of the Project at the reporting date using the discounted cash flow method that requires the use of various unobservable inputs. Given the significance of the Project and the complexity and estimation uncertainty involved in the valuation of the financing arrangement, we have identified the classification and valuation of the financing arrangement as a key audit matter.



## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNITED PROJECTS COMPANY FOR AVIATION SERVICES K.S.C.P. (continued)**

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

#### *Classification and valuation of a financing arrangement (continued)*

As part of our audit procedures, among others, we have evaluated the terms of various agreements entered by the Group in relation to this Project to assess the appropriateness of the accounting treatment, classification and disclosure of all aspects of the financing arrangements to date. We have tested a sample of the material contributions made during the year to finance the Project by tracing them to supporting evidence and comparing it with the contractual terms of the agreements. For the valuation of the Project, we involved our internal valuation specialists to assist us in evaluating the appropriateness of the methodology used and challenging of the assumptions and judgements applied by management. We evaluated the adequacy of the Group's disclosures concerning the loan to an associate in Note 14 to the consolidated financial statements, including disclosures of key assumptions, judgements and sensitivities in Note 21.

#### *Other information included in the Group's 2019 Annual Report*

Management is responsible for the other information. Other information consists of the information included in the Group's 2019 Annual Report, other than the consolidated financial statements and our auditor's report thereon. We obtained the report of the Parent Company's Board of Directors, prior to the date of our auditor's report, and we expect to obtain the remaining sections of the Annual Report after the date of our auditor'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 the IFRS, 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.

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.

## **INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNITED PROJECTS COMPANY FOR AVIATION SERVICES K.S.C.P. (continued)**

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

#### *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 economic 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 the 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 cast 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.
- 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, related safeguards.

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF UNITED  
PROJECTS COMPANY FOR AVIATION SERVICES K.S.C.P. (continued)**

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

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

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 auditor's 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 Parent Company and the consolidated financial statements, together with the contents of the report of the Parent 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, and by the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, that an inventory was duly carried out and that, to the best of our knowledge and belief, no violations of the Companies Law No.1 of 2016, as amended, and its executive regulations, as amended, nor of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2019 that might have had a material effect on the business of the Parent Company or on its financial position.



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

12 March 2020  
Kuwait



# United Projects Company For Aviation Services K.S.C.P and Subsidiaries

## CONSOLIDATED STATEMENT OF INCOME

For the year ended 31 December 2019

	<i>Notes</i>	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Revenues	6	13,419,391	13,716,188
Operating costs		<u>(1,186,299)</u>	<u>(1,165,767)</u>
<b>GROSS PROFIT</b>		<b>12,233,092</b>	<b>12,550,421</b>
General and administrative expenses		(2,246,756)	(2,133,543)
Salaries and employee benefits		(1,334,305)	(1,198,110)
Share of results of an associate	5	(152,773)	(9,555)
Revaluation (loss) gain on loan to an associate		(131,704)	269,322
Net other income		<u>62,007</u>	<u>110,550</u>
<b>Profit before interest, taxation, depreciation and amortisation (“EBITDA”)</b>		<b>8,429,561</b>	<b>9,589,085</b>
Depreciation		(67,684)	(77,793)
Amortisation	8	<u>(3,953,057)</u>	<u>(1,881,508)</u>
<b>Profit before interest and taxation (“EBIT”)</b>		<b>4,408,820</b>	<b>7,629,784</b>
Interest income		6,521,424	3,405,336
Finance cost		<u>(1,531,501)</u>	<u>(775,224)</u>
<b>Profit for the year before contribution to Kuwait Foundation for the Advancement of Sciences (“KFAS”), National Labour Support Tax (“NLST”), Zakat and Board of Directors’ Remuneration</b>		<b>9,398,743</b>	<b>10,259,896</b>
Contribution to KFAS		(88,037)	(101,512)
NLST		(259,211)	(264,884)
Zakat		(103,684)	(116,469)
Board of Directors’ remuneration	17	<u>-</u>	<u>(25,000)</u>
<b>PROFIT FOR THE YEAR</b>		<b><u>8,947,811</u></b>	<b><u>9,752,031</u></b>
<b>Attributable to:</b>			
Equity holders of the Parent Company		9,330,960	9,710,806
Non-controlling interest	4	<u>(383,149)</u>	<u>41,225</u>
		<b><u>8,947,811</u></b>	<b><u>9,752,031</u></b>
<b>BASIC AND DILUTED EARNINGS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY</b>	7	<b><u>59.91 Fils</u></b>	<b><u>80.16 fils</u></b>

The attached notes 1 to 21 form part of these consolidated financial statements.

# United Projects Company For Aviation Services K.S.C.P. and Subsidiaries

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2019

	Notes	2019 KD	2018 KD
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property and equipment		174,062	216,407
Intangible assets	8	9,494,470	8,513,402
Investment in an associate	5	6,007,664	6,539,345
Loan to an associate	14	98,732,145	42,054,013
		<u>114,408,341</u>	<u>57,323,167</u>
<b>Current assets</b>			
Accounts receivable and other assets	9	3,627,292	3,635,790
Cash and cash equivalents	10	1,511,414	10,211,760
		<u>5,138,706</u>	<u>13,847,550</u>
<b>TOTAL ASSETS</b>		<u><b>119,547,047</b></u>	<u><b>71,170,717</b></u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	11 (a)	16,450,000	13,175,000
Share premium	11 (a)	42,065,000	27,327,500
Statutory reserve	11 (b)	7,000,058	6,021,868
Treasury shares	12	(1,544,594)	(1,544,594)
Other reserve		(661,746)	(297,587)
Foreign currency translation reserve		(9,541)	5,208
Retained earnings		12,644,385	7,644,805
		<u>75,943,562</u>	<u>52,332,200</u>
<b>Equity attributable to equity holders of the Parent Company</b>		<b>75,943,562</b>	<b>52,332,200</b>
Non-controlling interest	4	1,746,146	2,129,295
		<u>77,689,708</u>	<u>54,461,495</u>
<b>Total equity</b>		<b>77,689,708</b>	<b>54,461,495</b>
<b>Non-current liabilities</b>			
Loans and borrowings	15	25,752,074	-
Accounts payable and other liabilities	13	7,683,881	3,532,872
Employees' end of service benefits		536,177	459,844
		<u>33,972,132</u>	<u>3,992,716</u>
<b>Current liabilities</b>			
Loans and borrowings	15	-	4,400,000
Accounts payable and other liabilities	13	7,885,207	8,316,506
		<u>7,885,207</u>	<u>12,716,506</u>
<b>Total liabilities</b>		<b>41,857,339</b>	<b>16,709,222</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u><b>119,547,047</b></u>	<u><b>71,170,717</b></u>

Tarek Ibrahim Mohammad Al Mousa  
Chairman

Nadia Abdullah Mohammad Akil  
CEO & Vice Chairperson

The attached notes 1 to 21 form part of these consolidated financial statements.