UNITED PROJECTS COMPANY FOR AVIATION SERVICES K.S.C.P. AND ITS SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

30 JUNE 2017



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REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION TO THE BOARD OF DIRECTORS OF UNITED PROJECTS COMPANY FOR AVIATION SERVICES K.S.C.P.

Introduction

We have reviewed the accompanying interim condensed consolidated statement of financial position of United Project Company For Aviation Services K.S.C.P. (the "Parent Company") and its subsidiaries (collectively the "Group") as at 30 June 2017, and the related interim condensed consolidated statement of comprehensive income for the three months and six months periods then ended and the related interim condensed statement of cash flows and the interim condensed statement of changes in equity for the six months period then ended. The management of the Parent Company is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with International Financial Reporting Standard IAS 34: Interim Financial Reporting ("IAS 34"). Our responsibility is to express a conclusion on this interim condensed consolidated financial information based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently, it does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

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

Emphasis of matter

We draw attention to Note 4 to the interim condensed consolidated financial information, which describes the uncertainty relating to the management's ability to renew a BOT contract that may have an impact on a portion of the Group's operations in the future relating to this BOT contract. Our conclusion is not qualified in respect of this matter.



REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION TO THE BOARD OF DIRECTORS OF UNITED PROJECTS COMPANY FOR AVIATION SERVICES K.S.C.P. (continued)

Report on Other Legal and Regulatory Requirements

Furthermore, based on our review, the interim condensed consolidated financial information is in agreement with the books of account of the Parent Company. We further report that, to the best of our knowledge and belief, we have not become aware of any violations of the Companies No. 1 of 2016, as amended, and its executive regulations, or of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, during the six months period ended 30 June 2017 that might have had a material effect on the business of the Parent Company or on its financial position.

BADER ALABDULJADER LICENCE NO. 207-A

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AL AIBAN, AL OSAIMI & PARTNERS

26 July 2017 Kuwait

United Projects Company for Aviation Services K.S.C.P. and its Subsidiaries INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

For the period ended 30 June 2017

_				
Notes	2017	2016	2017	2016
	KD	KD	KD	KD
	3,460,294	3,250,231	6,939,080	6,488,731
	(328,252)	(259,248)	(640,856)	(532,033)
	3,132,042	2,990,983	6,298,224	5,956,698
	(411,151)	(326,999)	(938,441)	(644,054)
	(277,255)	(261,311)	(544,845)	(526,541)
	(98,361)	(30,847)	(206,133)	(31,107)
	23,489	14,867	50,947	42,200
	2,368,764	2,386,693	4,659,752	4,797,196
	(18,810)	(12,953)	(32,203)	(25,680)
	(466,338)	(704,776)	(932,657)	(1,411,812)
	1,883,616	1,668,964	3,694,892	3,359,704
	507,562	336,387	982,599	634,033
9	2,391,178	2,005,351	4,677,491	3,993,737
	(100,299)	(91,786)	(201,349)	(170,402)
	2,290,879	1,913,565	4,476,142	3,823,335
	2,290,879	1,913,565	4,476,142	3,823,335
	2,275,900	1,920,060	4,452,290	3,826,463
	14,979	(6,495)	23,852	(3,128)
	2,290,879	1,913,565	4,476,142	3,823,335
3	23.91 fils	20.17 fils	46.78 fils	40.20 fils
	9	30 Jun 2017 Notes 3,460,294 (328,252) 3,132,042 (411,151) (277,255) (98,361) 23,489 2,368,764 (18,810) (466,338) 1,883,616 507,562 2,391,178 (100,299) 2,290,879 2,290,879 2,290,879 2,290,879 2,290,879	Notes KD KD 3,460,294 (328,252) 3,250,231 (259,248) 3,132,042 2,990,983 (411,151) (326,999) (277,255) (261,311) (98,361) (30,847) 23,489 14,867 2,368,764 (18,810) (12,953) (466,338) (704,776) 1,883,616 (1,668,964 (12,953) (466,338) (704,776) 2,391,178 (100,299) (91,786) (100,299) (91,786) 2,290,879 (1,913,565) (1,913,565) (1,913,565) (1,913,565) (1,913,565) 2,275,900 (1,920,060 (14,979) (6,495) (1,913,565) (1,913,565)	30 June 2017 2016 2017 KD KD KD KD

United Projects Company For Aviation Services K.S.C.P. and its Subsidiaries INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION (UNAUDITED) As at 30 June 2017

			(Audited)	
ASSETS Non-current assets	Notes	30 June 2017 KD	31 December 2016 KD	30 June 2016 KD
Property and equipment		303,659	280,837	202,475
Intangible assets	4	11,140,462	12,071,794	13,015,909
Financial assets available for sale		1,449,198	2,749,198	2,749,198
Loan to a related party	5	24,305,048	20,339,286	16,025,786
		37,198,367	35,441,115	31,993,368
Current assets				
Accounts receivable and other assets Cash and cash equivalents		3,504,934	2,701,546	2,795,819
Cash and cash equivalents		7,989,344	5,307,034	2,036,140
		11,494,278	8,008,580	4,831,959
TOTAL ASSETS		48,692,645	43,449,695	36,825,327
				·
EQUITY AND LIABILITIES Equity				
Share capital		10,000,000	8,250,000	8,250,000
Share premium		10,500,000	10,500,000	10,500,000
Statutory reserve		4,125,000	4,125,000	4,125,000
Treasury shares	6	(1,544,594)	(1,544,594)	(1,544,594)
Other reserve		(260,978)	(260,978)	(260,978)
Retained earnings		11,163,205	8,460,915	3,844,575
Equity attributable to holders of the Parent				
Company		33,982,633	29,530,343	24,914,003
Non-controlling interests		2,484,092	2,460,240	2,481,312
Total equity		36,466,725	31,990,583	27,395,315
Liabilities				
Non-current liabilities Accounts payable and other liabilities		3,916,116	3,484,154	1,902,939
Employees' end of service benefits		339,913	304,561	281,658
		4,256,029	3,788,715	2,184,597
Current liability				
Accounts payable and other liabilities		7,969,891	7,670,397	7,245,415
Total liabilities		12,225,920	11,459,112	9,430,012
TOTAL EQUITY AND LIABILITIES		48,692,645	43,449,695	36,825,327

Hassan Bassam El Houry Chairman

Nadia Abdullah Mohammad Akil CEO & Vice Chairperson

The attached notes 1 to 12 form part of this interim condensed consolidated financial information.

United Projects Company For Aviation Services K.S.C.P. and its Subsidiaries INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the period ended 30 June 2017

	Note	Six months ended 30 June		
	_	2017 KD	2016 KD	
OPERATING ACTIVITIES Profit for the period before taxation Adjustments for:		4,677,491	3,993,737	
Depreciation and amortization Provision for employees' end of service benefits Interest income Foreign currency loss		964,860 36,097 (982,599) 206,133	1,437,492 46,877 (634,033) 31,107	
		4,901,982	4,875,180	
Working capital changes: Accounts receivable and other assets Accounts payable and other liabilities		(803,388) 530,107	(759,090) (580,529)	
Cash flows from operations Employees' end of service benefits paid		4,628,701 (745)	3,535,561 (669)	
Net cash flows from operating activities		4,627,956	3,534,892	
INVESTING ACTIVITIES Purchase of property and equipment Additions to intangible assets Proceeds from maturity of financial assets available for sale Loan to a related party Interest income received		(55,025) (1,325) 1,300,000 (3,242,993) 53,697	(8,346) (645) 1,950,000 (6,018,743) 64,596	
Net cash flows used in investing activities		(1,945,646)	(4,013,138)	
FINANCING ACTIVITY Dividends paid	7	-	(6,752,720)	
Net cash flows used in financing activity		•	(6,752,720)	
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		2,682,310	(7,230,966)	
Cash and cash equivalents as at 1 January		5,307,034	9,267,106	
CASH AND CASH EQUIVALENTS AS AT 30 JUNE		7,989,344	2,036,140	

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

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the period ended 30 June 2017

	Total	equity KD	31,990,583	4,476,142	36,466,725	30,324,700	3,823,335	(6,752,720)	27,395,315
	Non-controlling	interests KD	2,460,240	23,852	2,484,092	2,484,440	(3,128)	•	2,481,312
		Sub total KD	29,530,343	4,452,290	33,982,633	27,840,260	3,826,463	(6,752,720)	24,914,003
	Retained	earnings KD	8,460,915	4,452,290 (1,750,000)	11,163,205	6,770,832	3,826,463	(6,752,720)	3,844,575
arent Company	Other	reserve KD	(260,978)	1 1	(260,978)	(260,978)		•	(260,978)
to equity holders of the Parent Company	Treasury	shares KD	(1,544,594)	1 1	(1,544,594)	(1,544,594)	1	î	(1,544,594)
Attributable to equ	Statutory	reserve KD	4,125,000	1 1	4,125,000	4,125,000	ı		4,125,000
A	Share	premium KD	10,500,000	1 1	10,500,000	10,500,000	,	,	10,500,000
	Share	capitat KD	8,250,000	1,750,000	10,000,000	8,250,000	1	1	8,250,000
			As at 1 January 2017 (Audited) Total comprehensive income for the	period Issue of bonus shares (Note 7)	As at 30 June 2017	As at 1 January 2016 (Audited) Total commrehensive income (loss)	for the period Dividends for 2016 at 86 fils per	share (Note 7)	As at 30 June 2016

As at 30 June 2017

1 CORPORATE INFORMATION

The interim condensed consolidated financial information of United Projects Company for Aviation Services K.S.C.P. (the "Parent Company") and its subsidiaries (collectively the "Group") for the period ended 30 June 2017 were authorised for issue by the Board of Directors on 26 July 2017.

The Parent Company was established as a Kuwaiti Shareholding Company on 4 December 2000 and its registered address is Kuwait International Airport, P.O. Box 27068, Safat 13131, Kuwait. The main objectives of the Parent Company are:

- Providing airplane ground and cleaning services and supply of water and other airplane supplies;
- Leasing out airplanes;
- Tourism, travel and cargo shipment services;
- Managing projects;
- Investing surplus funds in investment portfolios managed by specialised institutions; and
- The right to participate with other firms, which operate in the same field or those, which would assist in achieving its objectives in Kuwait or abroad, and to purchase those firms or participate in their equity.
- Management and development of real estate activities including real estate consultancy services;
- General trading of construction materials, equipment and real estate;
- To own, lease and rent out land and real estate properties;
- Sharing in executing the infrastructure for the housing, trading and industrial projects and manage real estate facilities under BOT regulations.

The Parent Company is listed on the Kuwait Stock Exchange and is a subsidiary of Agility Public Warehousing Company K.S.C.P. ("Ultimate Parent Company"), which is also listed on the Kuwait Stock Exchange.

2 SIGNIFICANT ACCOUNTING POLICIES

Basis of compliance

The interim condensed consolidated financial information of the Group has been prepared in accordance with International Accounting Standard 34 "Interim Financial Reporting".

Basis of presentation

The interim condensed consolidated financial information is presented in Kuwaiti Dinars ("KD") being the functional currency of the Parent Company.

The interim condensed consolidated financial information does not contain all information and disclosures required for full consolidated financial statements prepared in accordance with IFRS, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2016. In the opinion of management, all adjustments consisting of normal recurring accruals considered necessary for a fair presentation have been included. Furthermore, results for the period ended 30 June 2017 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2017. For more details, please refer to the consolidated financial statements and its related disclosures for the year ended 31 December 2016.

The accounting policies used in the preparation of this interim condensed consolidated financial information are consistent with those used in the preparation of the annual consolidated financial statements for the year ended 31 December 2016, except for the adoption of the amendments and annual improvements to IFRSs, relevant to the Group which are effective for annual reporting period starting from 1 January 2017 and did not result in any material impact on the accounting policies, financial position or performance of the Group.

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

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

As at 30 June 2017

3 BASIC AND DILUTED EARNINGS PER SHARE

Basic and diluted earnings per share is calculated by dividing profit for the period attributable to equity holders of the Parent Company by the weighted average number of ordinary shares outstanding during the period as follows:

	Three months ended 30 June		Six months ended 30 June		
	2017 KD	2016 KD	2017 KD	2016 KD	
Profit for the period attributable to equity holders of the Parent Company	2,275,900	1,920,060	4,452,290	3,826,463	
	Shares	Shares	Shares	Shares	
Weighted average number of paid up shares Less: Weighted average number of treasury	100,000,000	100,000,000	100,000,000	100,000,000	
shares	(4,824,242)	(4,824,242)	(4,824,242)	(4,824,242)	
Weighted average number of ordinary shares outstanding during the period	95,175,758	95,175,758	95,175,758	95,175,758	
Basic and diluted earnings per share	23.91 fils	20.17 fils	46.78 fils	40.20 fils	

Earnings per share for the three months and six months ended 30 June 2016 were 24.45 fils and 48.73 fils respectively, before retroactive adjustment to the number of shares following the bonus issue (Note 7).

4 INTANGIBLE ASSETS

Included in intangible assets is a fully amortised intangible asset (31 December 2016: KD Nil and 30 June 2016: KD Nil) that represents Build-Own-Transfer (BOT) project for the construction of Discovery Mall (the "Mall"). This Mall was built on a leasehold land from the government of the State of Kuwait for 10 years which was then extended by seven months to 28 January 2014. The management believes that the agreement will be extended for additional 4 years and the delay in the extension of the agreement is due to the completion of certain legal and administrative formalities.

Included in intangible assets is an amount of KD 5,406,854 (31 December 2016: KD 5,804,805 and 30 June 2016: KD 6,202,783) that represents the carrying value of Build-Own-Transfer (BOT) project for the construction of Sheikh Saa'd Terminal (the "terminal"). This was built on a leasehold land from the government of the State of Kuwait for 20 years which will expire on 2024. Since September 2013, The Civil Aviation Authority permitted Flydubai, one of the carriers to operate from the terminal. As a result of this, the management is confident that the carrying amount of the terminal is fully recoverable and no impairment is considered necessary.

Included in intangible assets is an amount of KD 5,733,608 (31 December 2016: KD 6,266,989 and 30 June 2016: KD 6,813,126) that represents the carrying value of Build-Own-Transfer (BOT) project for the construction of the car park and commercial complex of Kuwait International Airport. This was built on a leasehold land from the government of the State of Kuwait for 20 years which will expire on 2023. The management is confident that the carrying amount of the intangible asset is fully recoverable and no impairment is considered necessary.

5 RELATED PARTY TRANSACTIONS

These represents transactions with related parties, i.e. major shareholders, associate, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Parent Company's management.

As at 30 June 2017

5 RELATED PARTY TRANSACTIONS (continued)

Transactions and balances with related parties are as follows:

				Six months end	ed 30 June
			her related parties KD	2017 KD	2016 KD
Interim condensed consolidated sta income:	tement of comp	reliensive			
Revenues Operating costs General and administrative expense Other income Interest income	s		8,219 (158,301) (18,733) 21,480 928,902	8,219 (158,301) (18,733) 21,480 928,902	(74,852) (23,968) 21,480 551,824
	Ultimate Parent Company	Other related parties	30 June 2017	(Audited) 31 December 2016	30 June 2016
Interim condensed consolidated statement of financial position: Amounts due from a related party (included in accounts receivable	KD	KD	KD	KD	KD
and other assets) Amounts due to related parties (included in accounts payable	-	32,008	32,008	10,081	6,410
and other liabilities) Loan to a related party Financial assets available for sale	166,965 - -	105,961 24,305,048 1,449,198	272,926 24,305,048 1,449,198	149,009 20,339,286 1,449,198	244,468 16,025,786 1,449,198

Amounts due from/to related parties are interest free and are receivable/payable on demand except for certain loan advanced to a related party.

Loan to a related party represents amounts advanced by a subsidiary of the Group towards the construction and development of a commercial mall in UAE ("Project"). This amount bears compounded annual interest of 8.5% and can be converted to equity in the Project on completion of construction subject to the Project achieving certain operational targets. The Group has contributed KD 1,449,198 (31 December 2016: KD 1,449,198 and 30 June 2016: KD 1,449,198) in the equity of the Project out of the Group's capital commitment in respect of uncalled capital in financial assets available for sale amounting to KD 5,121,522 as at the reporting date (31 December 2016: KD 5,334,210 and 30 June 2016: 5,065,290).

Compensation of key management personnel

The remuneration of key management personnel during the period was as follows:

		Six months ended 30 June		
	2017 KD	2016 KD		
Short-term benefits Employees' end of service benefits	52,321 3,872	52,321 3,687		
	56,193	56,008		

As at 30 June 2017

6 TREASURY SHARES

	30 June 2017	(Audited) 31 December 2016	30 June 2016
Number of treasury shares (shares)	4,824,242	3,980,000	3,980,000
Percentage of issued shares (%)	5%	5%	5%
Market value (KD)	4,105,430	2,666,600	2,746,200
Cost (KD)	1,544,594	1,544,594	1,544,594

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

7 DIVIDENDS

During the current period, at the Annual General Assembly ("AGM") of the shareholders of the Parent Company held on 11 May 2017, the shareholders approved the distribution of bonus shares 17,500,000 shares of 100 fils each (2016: nil) amounting to KD 1,750,000 (2016: nil) in respect of the year ended 31 December 2016 which have been issued on 22 June 2017. Cash dividends distribution of 86 fils per share amounting to KD 6,752,720 for the year ended 31 December 2015 were approved at the AGM of the shareholders of the Parent Company held on 27 April 2016.

United Projects Company For Aviation Services K.S.C. (Closed) and its Subsidiaries

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED) As at 30 June 2017

OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised in two operating segments: i) Investments: consists of investing surplus funds in investment portfolios. ii) Service operations: consists of managing projects and providing airplane ground and cleaning services and other service facilities

Six months ended	2017 2016 KD KD	31 7,972,626 7,164,964	74 4,677,491 3,993,737 (170,402)	4,476,142 3,823,335	(964,860) (1,437,492)	Total	(Audited) 30 June 31 December 30 June 2017 2016 2016 KD KD KD	48,692,645 43,449,695 36,825,327 12,225,920 11,459,112 9,430,012 1,325 - 645
Services operations Six months ended 30 June		6,530,931	3,359,704	1	,860) (1,437,492)	tions	er 30 June 2016 KD	1 17,027,679 2 9,430,012 645
Sen	2017 KD	6,990,027	3,901,189		(964,860)	Services operations	(Audited) 30 June 31 December 2017 2016 KD KD	16,507,880 16,931,981 12,225,920 11,459,112 1,325
Investments Six months ended 30 June	2016 KD	634,033	302 634,033	1	.		30 June 30 J 2016 20 KD K	16,50
S	2017 KD	982,599	776,302			Investments	(Audited) 31 December 30 2016 KD	26,517,714
		enensive income:					30 June 2017 KD	32,184,765
	Indonesia com deneral action and actions are actions and actions and actions and actions are actions and actions and actions and actions are actions actions and actions are actions actions and actions are actions and actions actions are actions actions actions actions are actions actio	Anterian connensea consonnation statement of comprehensive income; Segment revenue	Segment profit Unallocated expenses	Profit for the period	Depreciation and amortization		Interim condensed consolidated statement of financial	position: Assets Liabilities Capital expenditure

Capital expenditure represents addition to intangible assets. All of the Group's operations are in Kuwait.

As at 30 June 2017

9 TAXATION

	Three months ended 30 June		Six month 30 Ji	
	2017 KD	2016 KD	2017 KD	2016 KD
National labour support tax ("NLST") Contribution to Kuwait Foundation for the	55,145	50,490	108,843	94,166
Advancement of Sciences ("KFAS")	22,577	20,648	46,253	38,118
Zakat	22,577	20,648	46,253	38,118
	100,299	91,786	201,349	170,402

10 CONTINGENCIES

As at 30 June 2017, the Group had contingent liabilities, amounting to KD 2,455,772 (31 December 2016: KD 2,539,072 and 30 June 2016: KD 2,429,082), in respect of bank guarantees arising in the ordinary course of business and corporate guarantee of AED 202 million equivalent to KD 16.69 million (31 December 2016: AED 202 million equivalent to KD 16.83 million and 30 June 2016: AED 202 million equivalent to KD 16.61 million) from which it is anticipated that no material liabilities will arise.

11 FAIR VALUE OF FINANCIAL INSTRUMENTS

Financial instruments comprise of financial assets and financial liabilities.

Financial assets consist of financial assets available for sale, accounts receivables and other assets, cash and cash equivalents and loan to a related party. Financial liabilities consist of accounts payables and other liabilities excluding rent received in advance. The management assesses that the carrying amount of financial instruments is a reasonable approximation of fair value, with the exception of certain financial assets available for sale carried at cost amounting to KD 1,449,198 as at 30 June 2017 (31 December 2016: KD 2,749,198 and 30 June 2016: KD 2,749,198) since fair value could not be assessed reliably, and the loan to a related party whose fair value is higher than the carrying value due to the contractual interest rate that is above the prevailing market rate, are not materially different from their carrying values.

12 SUBSEQUENT EVENT

Subsequent to the reporting date, amendments to Law no. 6 of 2010 concerning Labour in Private Sector were published in the Official Gazette affecting employees short-term and post-employment benefits recognised by the Group. As on the date of the interim condensed consolidated financial information, the management is in the process of quantifying the financial effect of the same on employees end of service benefits.