

Date: 27/03/2024
Ref: UPAC/COM/2024/013

To: Boursa Kuwait,

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

الموضوع: النتائج المالية للسنة المنتهية في 31 ديسمبر 2023
Subject: Financial results for the fiscal year ended on 31st December 2023

With reference to the above-mentioned subject, United Projects for Aviation Services Company K.S.C.P. would like to report that, the Board of Directors has met today, Wednesday, 27th March 2024 at 02:00 pm, and the annual consolidated financial statements for the fiscal year ended on 31st December 2023 has 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 الأربعاء الموافق 27 مارس 2024 في تمام الساعة 02:00 مساءً، هذا وقد تم اعتماد البيانات المالية السنوية المجمعة للسنة المالية المنتهية في 31 ديسمبر 2023 وفقاً لنموذج 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 البيانات المالية المعتمدة.
- نسخة من تقرير مراقب الحسابات المعتمد.



Company Name	اسم الشركة
United Projects for Aviation Services Company K.S.C.P.	شركة المشاريع المتحدة للخدمات الجوية ش.م.ك.ع.

Financial Year Ended on	2023-12-31	نتائج السنة المالية المنتهية في
-------------------------	------------	---------------------------------

Board of Directors Meeting Date	2024-03-27	تاريخ اجتماع مجلس الإدارة
---------------------------------	------------	---------------------------

Required Documents	المستندات الواجب إرفاقها بالنموذج
Approved financial statements. Approved auditor's report This form shall not be deemed to be complete unless the documents mentioned above are provided	نسخة من البيانات المالية المعتمدة نسخة من تقرير مراقب الحسابات المعتمد لا يعتبر هذا النموذج مكتملاً ما لم يتم إرفاق هذه المستندات

التغيير (%)	السنة المقارنة	السنة الحالية	البيان
Change (%)	Comparative Year	Current Year	Statement
	2022-12-31	2023-12-31	
142.8%	630,971	1,532,254	صافي الربح (الخسارة) الخاص بمساهمي الشركة الأم Net Profit (Loss) represents the amount attributable to the owners of the parent Company
143.1%	1.67	4.06	ربحية (خسارة) السهم الأساسية والمخفضة Basic & Diluted Earnings per Share
23.8%	7,127,803	8,822,022	الموجودات المتداولة Current Assets
16.8%	193,622,400	226,079,594	إجمالي الموجودات Total Assets
35.3%	87,579,516	118,496,937	المطلوبات المتداولة Current Liabilities
34.7%	89,233,202	120,164,306	إجمالي المطلوبات Total Liabilities
1.4%	103,400,248	104,843,985	إجمالي حقوق الملكية الخاصة بمساهمي الشركة الأم Total Equity attributable to the owners of the Parent Company
2.6%	9,885,715	10,140,177	إجمالي الإيرادات التشغيلية Total Operating Revenue
(19.1%)	2,010,874	1,627,580	صافي الربح (الخسارة) التشغيلية Net Operating Profit (Loss)
لا يوجد None	لا يوجد None	لا يوجد None	الخسائر المتراكمة / رأس المال المدفوع Accumulated Loss / Paid-Up Share Capital



UPAC

شركة المشاريع المتحدة
للخدمات الجوية | ش.م.ك.ع

التغيير (%)	الربع الرابع المقارن	الربع الرابع الحالي	البيان
Change (%)	Fourth quarter Comparative Year	Fourth quarter Current Year	Statement
	2022-12-31	2023-12-31	
125.2%	(887,706)	(1,998,737)	صافي الربح (الخسارة) الخاص بمساهمي الشركة الأم Net Profit (Loss) represents the amount attributable to the owners of the parent Company
125.1%	(2.35)	(5.29)	ربحية (خسارة) السهم الأساسية والمخفضة Basic & Diluted Earnings per Share
(4.8%)	2,545,455	2,422,646	إجمالي الإيرادات التشغيلية Total Operating Revenue
131.0%	(911,434)	(2,105,709)	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)
<p>1. The increase in profits for the fiscal year ended on 31st December 2023 is mainly due to following:</p> <ul style="list-style-type: none"> The revenue for the fiscal year ended on 31st December 2023 is showing a positive variance of 2.6% compared to last year, the increase was primarily attributable to a rebound in airport-related services and an increase in the frequency of daily flights and travelers at Kuwait International Airport, which had a positive effect on the 2023 profits. <p>2. Continue suspension of accruing interest income on the loan to an associate, which would have otherwise resulted in interest income of KD 24,043,118 for the fiscal year ended on 31st December 2023, and UPAC retains the right to reinstate it in the future.</p>	<p>1. تعود الزيادة في صافي الأرباح للسنة المالية المنتهية في 31 ديسمبر 2023 بشكل رئيسي إلى ما يلي:</p> <ul style="list-style-type: none"> تُظهر إيرادات السنة المالية المنتهية في 31 ديسمبر 2023 تبايناً إيجابياً بنسبة 2.6% مقارنة بالعام السابق، وتعزى هذه الزيادة بشكل أساسي نتيجة الزيادة في إجمالي الإيرادات التشغيلية المتعلقة بالخدمات المقدمة في مطار الكويت الدولي نظراً لتزايد الرحلات اليومية وأعداد المسافرين، مما كان له أثر إيجابي على أرباح عام 2023. <p>2. استمرار تعليق إيرادات الفوائد على القرض المقدم إلى شركة زميلة، مما كان سيؤدي بخلاف ذلك إلى تسجيل إيرادات فوائد قدرها 24,043,118 دينار كويتي للسنة المالية المنتهية في 31 ديسمبر 2023، مع احتفاظ الشركة بالحق في إعادةتها مستقبلاً.</p>

Total Revenue realized from dealing with related parties (value, KWD)	102,809	بلغ إجمالي الإيرادات من التعاملات مع الأطراف ذات الصلة (المبلغ د.ك.)
Total Expenditures incurred from dealing with related parties (value, KWD)	(943,854)	بلغ إجمالي المصروفات من التعاملات مع الأطراف ذات الصلة (المبلغ د.ك.)



Auditor Opinion		رأي مراقب الحسابات
1. Unqualified Opinion	<input checked="" type="checkbox"/>	1. رأي غير متحفظ
2. Qualified Opinion	<input type="checkbox"/>	2. رأي متحفظ
3. Disclaimer of Opinion	<input type="checkbox"/>	3. عدم إبداء الرأي
4. Adverse Opinion	<input type="checkbox"/>	4. رأي معاكس

In the event of selecting item No. 2, 3 or 4, the following table must be filled out, and this form is not considered complete unless it is filled.

بحال اختيار بند رقم 2 أو 3 أو 4 يجب تعبئة الجدول التالي، ولا يعتبر هذا النموذج مكتملاً ما لم يتم تعبئته

Not Applicable	لا ينطبق	نص رأي مراقب الحسابات كما ورد في التقرير
Not Applicable	لا ينطبق	شرح تفصيلي بالحالة التي استدعت مراقب الحسابات لإبداء الرأي
Not Applicable	لا ينطبق	الخطوات التي ستقوم بها الشركة لمعالجة ما ورد في رأي مراقب الحسابات
Not Applicable	لا ينطبق	الجدول الزمني لتنفيذ الخطوات لمعالجة ما ورد في رأي مراقب الحسابات

٢٢ ٩٠٤٩

Corporate Actions		استحقاقات الاسهم (الاجراءات الموسمية)	
النسبة	القيمة		
None لا يوجد	None لا يوجد	توزيعات نقدية Cash Dividends	
None لا يوجد	None لا يوجد	توزيعات أسهم منحة Bonus Share	
None لا يوجد	None لا يوجد	توزيعات أخرى Other Dividend	
None لا يوجد	أوصى مجلس الإدارة بعدم توزيع أرباح عن السنة المالية المنتهية في 31 ديسمبر 2023. BOD recommended not to distribute dividends for the fiscal year ended on 31 st December 2023.		عدم توزيع أرباح No Dividends
None لا يوجد	None لا يوجد	علاوة الإصدار Issue Premium	زيادة رأس المال Capital Increase
None لا يوجد	None لا يوجد	None لا يوجد	Capital Decrease

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



Ernst & Young
Al Aiban, Al Osaimi & Partners
P.O. Box 74
18–20th Floor, Baitak Tower
Ahmed Al Jaber Street
Safat Square 13001, Kuwait

Tel: +965 2295 5000
Fax: +965 2245 6419
kuwait@kw.ey.com
ey.com/mena

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 2023, 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 material accounting policy information.

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 2023, 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’ 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 a basis for our opinion.

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. 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.

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 classification of this arrangement and the valuation of amounts due from an associate, the management evaluates these terms. The financing arrangement is classified as a debt instrument at fair value through profit or loss. The management assessed the fair value of the financing arrangement based on 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 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)

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 15 to the consolidated financial statements, including disclosures of key assumptions, judgements and sensitivities in Note 21.

Other information included in the Group's 2023 Annual Report

Management is responsible for the other information. Other information consists of the information included in the Group's 2023 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 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 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, 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.

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)

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 safeguards 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 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, or of the Parent Company's Memorandum of Incorporation and Articles of Association, as amended, have occurred during the year ended 31 December 2023 that might have had a material effect on the business of the Parent Company or on its financial position except for Kuwait Foundation for the Advancement of Sciences (KFAS) payable balance carried forward from the preceding years not settled as stipulated in Article (124), of the executive regulations of Companies Law No 1 of 2016, as amended, and in accordance with the Ministerial Resolution (184/2022).

We further report that, during the course of our audit, we have not become aware of any violations of the provisions of Law No. 7 of 2010 concerning establishment of Capital Markets Authority "CMA" and organization of security activity and its executive regulations, as amended, during the year ended 31 December 2023 that might have had a material effect on the business of the Parent Company or on its financial position.



WALEED/A. AL OSAIMI
LICENCE NO. 68-A
EY
(AL-AIBAN, AL-OSAIMI & PARTNERS)

28 March 2024
Kuwait

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

CONSOLIDATED STATEMENT OF INCOME

For the year ended 31 December 2023

	<i>Notes</i>	2023 KD	2022 KD
Revenue	5	10,140,177	9,885,715
Operating costs		(1,169,320)	(1,202,025)
GROSS PROFIT		8,970,857	8,683,690
General and administrative expenses		(1,803,501)	(1,678,921)
Salaries and employee benefits		(1,317,223)	(1,186,511)
Fair valuation loss on loan to an associate	15	(3,073,029)	-
Share of results of an associate	8	(1,649,374)	(2,010,723)
Other income	6	1,747,685	74,703
Profit before interest, taxation, depreciation and amortisation (“EBITDA”)		2,875,415	3,882,238
Depreciation		(9,880)	(23,493)
Amortisation	9	(1,237,955)	(1,847,871)
Profit before interest and taxation (“EBIT”)		1,627,580	2,010,874
Interest income		82,624	46,096
Finance cost		(51,691)	(1,333,582)
Profit for the year before contribution to Kuwait Foundation for the Advancement of Sciences (“KFAS”), National Labour Support Tax (“NLST”) and Zakat		1,658,513	723,388
Contribution to KFAS		(7,170)	(5,957)
NLST		(27,376)	(19,111)
Zakat		(9,360)	(5,801)
PROFIT FOR THE YEAR		1,614,607	692,519
Attributable to:			
Equity holders of the Parent Company		1,532,254	630,971
Non-controlling interest	4	82,353	61,548
		1,614,607	692,519
BASIC AND DILUTED EARNINGS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY	7	4.06 Fils	1.67 Fils

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 2023

	Notes	2023 KD	2022 KD
ASSETS			
Non-current assets			
Property and equipment		603	9,362
Intangible assets	9	82,080	1,319,445
Investment in an associate	8	1,942,768	3,680,659
Loan to an associate	15	215,232,121	181,485,131
		<u>217,257,572</u>	<u>186,494,597</u>
Current assets			
Accounts receivable and other assets	10	2,106,658	2,655,618
Cash and cash equivalents	11	6,715,364	4,472,185
		<u>8,822,022</u>	<u>7,127,803</u>
TOTAL ASSETS		<u><u>226,079,594</u></u>	<u><u>193,622,400</u></u>
EQUITY AND LIABILITIES			
Equity			
Share capital	12 (a)	38,250,000	38,250,000
Share premium		48,605,000	48,605,000
Statutory reserve	12 (b)	7,317,263	7,159,646
Treasury shares	13	(1,544,594)	(1,544,594)
Other reserve		33,980	139,023
Foreign currency translation reserve		47,639	31,113
Retained earnings		12,134,697	10,760,060
Equity attributable to equity holders of the Parent Company		<u>104,843,985</u>	<u>103,400,248</u>
Non-controlling interest	4	1,071,303	988,950
Total equity		<u>105,915,288</u>	<u>104,389,198</u>
Non-current liabilities			
Accounts payable and other liabilities	14	808,002	906,519
Employees' end of service benefits		859,367	747,167
		<u>1,667,369</u>	<u>1,653,686</u>
Current liabilities			
Accounts payable and other liabilities	14	6,990,866	87,579,516
Loan from a related party	15	111,506,071	-
		<u>118,496,937</u>	<u>87,579,516</u>
Total liabilities		<u>120,164,306</u>	<u>89,233,202</u>
TOTAL EQUITY AND LIABILITIES		<u><u>226,079,594</u></u>	<u><u>193,622,400</u></u>

Tarek Ibrahim Mohammad Al Mousa
Chairman



Nadia Abdallah Mohammad Akil
CEO & Vice Chairperson

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

