

**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**

**(formerly Makkah & Madinah Holdings Limited)**

**AND ITS SUBSIDIARIES**

**CONSOLIDATED FINANCIAL STATEMENTS**

**FOR THE 18 MONTHS PERIOD ENDED 30<sup>TH</sup> JUNE 2016**

**AND INDEPENDENT AUDITOR'S REPORT**

**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**

**(formerly Makkah & Madinah Holdings Limited)**

---

<b><u>CONTENTS</u></b>	<b><u>PAGE</u></b>
Chairman's statement	1 TO 3
Directors' report	4 TO 12
Independent auditor's report	13 TO 14
<u>Components of financial statements</u>	
Consolidated statement of comprehensive income	15
Consolidated statement of financial position	16
Consolidated statement of changes in equity	17
Consolidated statement of cash flows	18
Notes to the financial statements	19 TO 47



## **DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**

**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**

---

### **Chairman's Statement**

I am pleased to present Dana Group International Investments Limited's (formerly Makkah & Madinah Holdings Limited) (the "Group" or the "Company") consolidated financial statements for the extended period from 1<sup>st</sup> January 2015 to 30<sup>th</sup> June 2016 together with the notes thereto and the Directors' report.

Subsequent to the period end, the Board has resolved to change the Company's accounting reference date from 31<sup>st</sup> May 2016 to 30<sup>th</sup> June 2016 (the reason for this change is explained further below in the section headed "Post- Balance Sheet Events"). Accordingly, the Group is now reporting the audited financial results for an extended period of 18 months from 1<sup>st</sup> January 2015 to 30<sup>th</sup> June 2016. Extending the financial reporting period to 30<sup>th</sup> June 2016 has allowed the Company's financial statements to reflect the disposal and acquisition transaction approved by the shareholders on 30<sup>th</sup> May 2016 (discussed below) in the audited financial statements for the reporting period ended 30<sup>th</sup> June 2016. The Company's future financial years shall thus span 12-month periods from 1<sup>st</sup> July to 30<sup>th</sup> June.

### **Economic Background**

The 18-month period under review was challenging for the regional economies owing to lower world oil and gas prices and to an increase in the perception of the geopolitical risks associated with the Middle East region as a whole. These factors resulted in a marked slow-down in the real estate sector in the region, and specifically in the Kingdom of Saudi Arabia ("KSA"), where the Company's associate's, Makkah and Madinah Commercial Investment Company JSC's ("MMCI"), property assets were located, with consequential, negative impact on asset prices there.

### **Shareholders' General Meeting & Related Party Transaction**

The Company convened a General Meeting held on 30<sup>th</sup> May 2016 where the following related party transaction (comprising the first three matters set out immediately below) and certain other business were approved by the shareholders:

- Disposal of 100% interest in Makkah and Madinah International Limited ("MMI"), which held 34.12% of the issued ordinary shares of MMCI;
- Acquisition of a 21.68% interest in the issued share capital of Bonyan International Investment Group (Holding) LLC ("Bonyan");
- Redemption of 1,018,759,378 class A voting shares ("Shares") of the capital of the Company, as part consideration;
- Change of name from Makkah & Madinah Holdings Limited to Dana Group International Investments Limited

At the reporting date, the Company was in the process of transferring all of the shares of MMI into the name(s) of Mr. Abdullah Atatreh/his nominee. The shares representing 21.68% of Bonyan were being transferred to Alpha International FZE, a wholly-owned subsidiary of the Group. The redemption of the Company's 1,018,759,378 Shares received as part-consideration for the disposal of the investment in MMCI was continuing at the reporting date.

### **Chairman's Statement (continued)**

I wish to highlight the pertinent reasons for the disposal of the Company's interest in MMCI. When the acquisition of the substantial minority interest in MMCI was made, the intention had been to raise the holding at a future date to more than 50% in order to have a proactive role in the development of MMCI's land bank. During 2014 and into 2015-16, the Company explored several avenues, including possibility of a capital markets fund-raising, to finance the acquisition of a further stake in MMCI but, owing to factors explained, the Company did not complete a further acquisition of MMCI. Coinciding with this, the change in the geopolitical situation in KSA coupled with the slowdown in the KSA economy resulting from the prolonged period of low world oil prices caused economic growth forecasts for KSA to be scaled back sharply.

The decline in KSA property values is evident from the Group's financial position at the end of 2015, when the share of loss from its associate, MMCI, (arising mainly from asset disposals and a diminution in the value of its remaining investments) resulted in a decrease in the carrying value of the Company's investment in MMCI of USD 89.42 million or 18.36%, to USD 397.37 million. After careful consideration of these factors and in line with the declared objective of having investment opportunities in the United Arab Emirates (UAE), which is classified as the "Emerging Market" by MSCI, the Directors determined to dispose the 34.12% interest in MMCI in return for an investment of 21.68% in Bonyan, in conjunction with a substantial reduction in the Company's capital base to protect shareholders from any dilution arising from the unequal values of these two assets.

Bonyan is engaged in the property development business in the UAE, currently with ongoing projects in four of the seven Emirates including the most economically significant of these, Abu Dhabi and Dubai. Bonyan identifies, acquires and develops high value real estate assets in the UAE.

### **Board Changes**

In December 2015, Mr. Ahmad Iqbal Bangee, who had been Chief Financial Officer of the Group, resigned as a Director of the Company to pursue other business interests. The Company intends in due course to appoint a successor to Mr. Bangee.

### **Financial Results**

The results for the extended financial period ended 30<sup>th</sup> June 2016 under review were significantly less positive than the trend which had been established since 2012. The comprehensive loss for the eighteen months' period ended 30<sup>th</sup> June 2016 was USD 89.67 million (2014: comprehensive income of USD 14.50 million) and the net loss was USD 65.72 million (2014: net profit of USD 8.11 million), giving rise to a diluted loss per Share of 5.43 US cents (2014: diluted earnings per Share of 0.64 US cents). This loss derived principally from the share of loss from an associate MMCI, of which the Company owned 34.12% prior to disposal on 30<sup>th</sup> May 2016.

The consequences of the acquisition and disposal which formed part of the related party transaction described above, and of the decrease over the period of USD 89.42 million in the carrying value of the Company's former investment in MMCI, were that net assets at the end of the period under review stood at USD 77.68 million (2014: USD 486.86 million).

Pursuant to the related party transaction, 1,018,759,378 Shares have been or are due imminently to be redeemed which has resulted in reduction in the share capital to 249,289,747 Shares (2014: 1,268,049,125 Shares). The redemption of 1,018,759,378 Shares was in process at the reporting date.



## **Chairman's Statement (continued)**

### **Post-Balance Sheet Events**

Subsequent to the period end and following the Company's disposal of its 34.12% equity interest in MMCI, of which he is the Chief Executive Officer, Mr. Khaled Al-Husseini has stepped down as Chairman and as a Director of the Group. For the time being, I have replaced Mr. Khaled as the Chairman of the Company. The Board has appointed Mr. Mohammad Firas Baba as a Director of the Company. Mr. Firas Baba is the Chief Operating Officer and acting Chief Executive of Bonyan.

During the period under review, the Board had resolved to change the Company's accounting reference date to 31<sup>st</sup> May 2016. Accordingly, the Group was scheduled by 31<sup>st</sup> October 2016 to have announced its results for an extended financial reporting period from 1<sup>st</sup> January 2015 to 31<sup>st</sup> May 2016. For the reasons stated below there was a delay in the results' announcement leading to the temporary suspension of trading in the Company's Shares on ISDX. The reason for the delay was of a logistical rather than a fundamental character: the Company's investee company, Bonyan, prepares its accounts to 30<sup>th</sup> June and 31<sup>st</sup> December and extracting accurate financial information to determine the fair value of Bonyan at intervening reference dates may prove difficult for the Company and its auditors. The Board therefore subsequently resolved to change the Group's accounting reference date from 31<sup>st</sup> May to 30<sup>th</sup> June 2016.

### **Current Trading**

Trading from 1<sup>st</sup> July 2016 to date remains consistent with the Directors' expectations at the beginning of the current financial period.

### **Outlook for the Remaining Current Year**

During the period following the disposal of the interest in MMCI and the acquisition of the investment in Bonyan, the Company has been working with Bonyan and with the owners of a well-known brand in a specific segment of the real property sector on a joint initiative which it is intended to launch in the UAE. The Directors believe that this initiative could give the Group first-mover advantage in a niche of the property sector where the drivers of growth are relatively insulated from fluctuations in the broader economy. If, as and when it becomes appropriate to do so, I shall issue a separate announcement providing shareholders with greater information on this opportunity.

### **Recommendation**

The Directors of the Company believe that the proposals to be considered at the Annual General Meeting, notice of which will be posted with the Annual Report, are in the best interests of the Company and recommend shareholders to vote in favour of them as they intend, where relevant, to do in respect of their own shareholdings.

### **Conclusion**

The Company seeks to minimise its geopolitical risks within the Middle East region – hence the shift of emphasis from KSA, where geopolitical risks are perceived to have increased, to the UAE, which is classified by MSCI as an "Emerging Market" (compared with KSA's "Frontier Market" status) and where the real property sector is expected to benefit from the population growth and substantial investments in construction and infrastructure which should accompany the run-up to EXPO 2020 in Dubai.

The Group actively seeks investment opportunities that enhance shareholder value through investment in profitable, regional property development businesses. Where such opportunities present themselves, the management of the Group believes it can add value through direct or indirect participation in selected projects.

I would like to convey my sincere gratitude to all our shareholders and to the Board for their continued support as we look towards a future that holds much positive potential.

**Muin El Saleh**

Chairman,

Dubai, 27 November 2016



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**

---

**Directors' report**

The corporate governance policies that the Company has adopted, aim to ensure that the Directors and the Executive Management team achieve an effective balance between driving the business forward and adequately controlling risks. The Executive Directors of the Company has the responsibility and authority for the general day-to-day operations and management of the Company, executes agreements and contracts on behalf of the Company and ensures there is an appropriate mix of expertise, skills and experience to fulfill the business of the Company.

The relationship between the Board and Executive Directors is important to the Group's long-term success. Day-to-day management of the Group's affairs, the implementation of corporate strategy and adherence to approved policies are formally delegated to the Executive Directors. The Board is committed to maintaining the highest standards within the Company.

The Directors present their report together with the consolidated financial statements of the Group, being the Company and its subsidiaries ('the Group'), for the 18 months period ended 30<sup>th</sup> June 2016 and the audit report thereon.

**The Board**

The Board comprised of three Directors. Since the end of this period, Mr. Khaled Al-Husseini relinquished the chairmanship of the Board and, subsequently, resigned as a Director of the Company; and Mr. Firas Baba was appointed a Director. The names, qualifications, experience and special responsibilities of each person holding the position of Director of the Company at the date of this report can be found below.

The Board holds the responsibility for the Group's strategic and financial policies and has a formal schedule of matters to report including approving the Company's strategy, major investments, annual budget, capital expenditure and monitoring the performance of the business. The Board and its relevant committees are supplied with regular and timely information concerning the activities of the Group and its finances in order to enable them to exercise their responsibilities and control functions in a proper and effective manner.

**Mr. Muin El Saleh, Chairman and Chief Executive Officer**

Mr. Muin El Saleh was appointed as Chief Executive Officer of the Company on 8<sup>th</sup> July 2011 and was appointed to the Board at the same time. In his most recent role before joining the Company, Mr. El Saleh worked as the general manager for a major real estate and development company based in Jeddah, KSA, responsible for various hotel developments in Makkah, in close proximity to the Masjid Al Haram (the Grand Mosque, the most Holy site in Islam). In addition to his experience in the KSA and the wider GCC region, Mr. El Saleh has gained considerable international exposure through his previous employments with Tang Sun Lee in Brunei and with Birse Construction and Balfour Beatty in the United Kingdom. This helped him develop and manage corporate relations with major international consultants and clients. Following the departure from the Board of Mr. Khalid Al-Husseini after the end of the period here reported upon, Mr. El Saleh has assumed the chairmanship of the Board in addition to his responsibilities as Chief Executive Officer. As the business of the Company and the depth of its management grow it is anticipated that the positions of Chairman and Chief Executive Officer will in future again be separated.



### **Directors' report (continued)**

#### **Mr. Khaled Majdalani, Director**

Mr. Khaled Majdalani was appointed to the Board on 23<sup>rd</sup> June 2014.

Mr. Majdalani is a British national; he was educated in the United Kingdom and the USA, earning his degree in Civil Engineering from Syracuse University in New York State. Mr. Majdalani began his career as a site engineer in Istanbul; subsequently moving to Campbell Reith Hill International ("CRH"). He is currently the Middle East Regional Director of CRH. Mr. Majdalani is an independent non-executive Director of the Company.

#### **Mr. Mohammad Firas Baba, Director**

Mr. Mohammad Firas Baba was appointed to the Board on 31<sup>st</sup> October 2016.

Mr. Firas Baba is the Chief Operating Officer and acting Chief Executive of Bonyan, a post which he has held since early 2012. Mr. Firas Baba is a United States national who gained a B.Sc. in accounting; he has considerable experience of the real estate market in the region. For the five years prior to joining Bonyan, he held the position of Head of Finance for the Abu Dhabi Airports Company ("ADAC"), where he was responsible for the financial reporting of all of that company's subsidiary businesses. Before joining ADAC, Mr. Firas Baba had previously been business development consultant and operations manager of MGFK in Maryland; and Operations Director of American Auto Leasing of North Carolina in the USA.

### **Committees of the Board**

During the financial period ended 30<sup>th</sup> June 2016, eight Board meetings were held. The Board recognizes the essential role of the committees in guiding the Company on specific issues. The committees address important corporate issues, calling on the executive management team and external advisers prior to making recommendations to the Board of Directors.

The Company has established the following committees to provide recommendations and necessary assistance to the Board of Directors:

#### **Audit Committee**

The Audit Committee comprised Mr. Khaled Majdalani and Mr. Mohammad Firas Baba.

The Audit Committee has responsibility for ensuring that the Group's financial systems provide accurate and up-to-date information on its financial position and that the published financial statements represent a true and fair reflection of this position. Audit Committee also reviews the financial performance and the financial position of the Group and liaises with external auditors to discuss matters related to the financial audit of the Group.

During the period, one Audit Committee meeting was held to discuss and review the annual report of the Company for the year ended 31<sup>st</sup> December 2014. The members also discussed the matters related to the financial audit of the Group with the external auditors.

#### **Remuneration Committee**

The Remuneration Committee comprised Mr. Khaled Majdalani and Mr. Mohammad Firas Baba. The Remuneration Committee is responsible for establishing a formal and transparent procedure for developing policy on executive remuneration and to set the remuneration packages of individual Directors. Owing to the absence of any proposed changes to the Directors' remuneration, no meetings of the Remuneration Committee were held during financial period ended 30<sup>th</sup> June 2016.

#### **Internal Controls**

The Board has overall responsibility for the Group's system of internal controls and procedures and for reviewing its adequacy and effectiveness. The responsibility for the implementation of day-to-day operations of the systems of internal controls is delegated to the Chief Executive Officer and his management team.

## **Directors' report (continued)**

### **Investor Relations**

The Board believes in maintaining an open dialogue with its shareholders and providing up to date information about the Company and the market in which it operates, subject to regulatory disclosure protocols, through its interim and annual financial statements and press releases which are simultaneously posted on the Company's website and through the Company's profile on [www.isdx.com](http://www.isdx.com).

Following the change in the Company's name, the Company has taken measures to update its website to give shareholders a single point of reference for all relevant corporate news, through the 'Investor Relations' pages of the website.

All Directors are available to answer questions both formally at the Annual General Meeting (AGM) and any other General Meetings; and informally after the official business of any shareholders' meeting has been concluded.

The 2016 AGM will be held in Dubai; the date and venue of the meeting will shortly be notified to the shareholders by means of formal AGM notice, to be issued in accordance with the Articles of Association of the Company.

### **Activities and Review of Business**

The principal activities of the Company are investing and developing real estate and providing advisory services. The Group actively seeks investment opportunities that enhance shareholder value through investment in profitable, regional property development businesses. Where opportunities present themselves, the management of the Group believes it can add value through direct/indirect participation in selected projects. The Group does not entertain investments, which would violate Islamic principles.

### **Risks and Uncertainties**

The Company's ability to manage existing risks, identify potential future risks and to mitigate their effects on business, shall form a key aspect of the Company's strategy to safeguard their investments and avoid factors that may adversely affect performance.

A review of the Company's business activities, performance, asset portfolio, strategy and geographic focus led the Board to a decision to diversify revenue streams and enhance the investment footprint in the emerging markets.

In line with the Group strategy and to minimise its geopolitical risks within the Middle East region, the Company has shifted its emphasis from KSA, where geopolitical risks are perceived to have increased, to the UAE, which is classified by MSCI as an "Emerging Market" (compared with KSA's "Frontier Market" status) and where the real property sector is expected to benefit from the population growth and substantial investments in construction and infrastructure which should accompany the run-up to EXPO 2020 in Dubai.

In line with the Group strategy, the Company has disposed off its 34.12% interest in MMCI (KSA Company) and acquired 21.68% in Bonyan (UAE Company) from a related party. Bonyan is engaged in the property development business in the UAE, currently with ongoing projects in four of the seven Emirates including the most economically significant of these, Abu Dhabi and Dubai. Bonyan identifies, acquires and develops high value real estate assets in the United Arab Emirates.



## **Directors' report (continued)**

### **Corporate Information**

Dana Group International Investments Limited was incorporated on 29<sup>th</sup> May 2007 in the Commonwealth of the Bahamas with the Registration no. 148728(B) as an International Business Company. The registered office of the Group is located at Ocean Centre, East Bay Street, P. O. Box SS 19084, Nassau, Bahamas.

### **Company Registrar**

Computershare Investor Services (Channel Islands) Limited ("Computershare") is appointed as the Company registrar to maintain the Company's register of members. Computershare is a pioneer in integrated investor services and technology.

### **External Auditor**

Parker Randall – Haris & Associates Auditing ([www.parkerrandall.com](http://www.parkerrandall.com)) is appointed as auditor to the Company.

### **Share Capital**

According to the related party transaction on 30<sup>th</sup> May 2016, the issued share capital of the Company reduced to 249,289,748 class A voting shares ("Ordinary Shares") of £ 0.005 each as at 30<sup>th</sup> June 2016 (31<sup>st</sup> December 2014: 1,268,049,125 ordinary shares of £ 0.005 each). Each share carries the right to one vote per share on a poll. All issued shares of the Company are fully-paid.

The redemption of 1,018,759,378 shares as referred earlier in the report was in process at the reporting date.

### **Interest in Capital**

#### **Shareholders' interests**

As at 30<sup>th</sup> June 2016, the Company was aware of the following interests of 4% or more in the ordinary share capital of the Company:

	<b>Number of shares</b>	<b>% interest</b>
M/s. Makkah and Madinah Investment Co Limited	628,625,000	49.57%
Mr. Abdulla Saeed Abdulla Mohamed Brook Al Hamiri	178,885,217	14.11%
Mr. Noor Aldeen S. A. Atatreh	178,885,217	14.11%
M/s. Bonyan International Investment Group (Holding) LLC	<u>69,029,040</u>	<u>5.44%</u>

The redemption of 1,018,759,378 shares as referred earlier in the report was in process at the reporting date. If the redemption process was completed at the reporting date, interests of 4% or more in the ordinary share capital of the Company would have been as follows:



### Directors' report (continued)

	Number of shares	% interest
M/s. Bonyan International Investment Group (Holding) LLC	36,665,096	14.71%
Mr. Khaled Nasr O Alhattami	25,676,950	10.30%
Mr. Abdulrahman Saleh M Alhenaki	22,339,903	8.96%
Mr. Mohammed Al Naem	20,000,000	8.02%
M/s. Phoenician Corporation IV Limited	11,396,619	4.57%
Mr. Anas Atatreh	<u>10,689,524</u>	<u>4.29%</u>

### Directors' interests

The interests of the Directors during the period in the ordinary share capital are shown below:

Director	Ordinary shares 30-Jun-16	Share warrants 30-Jun-16
Muin El Saleh	<u>500,000</u>	<u>-</u>

There have been no changes in any of the Directors' interests between the period-end and the date of this report.

### Financial Highlights

Following the disposal and acquisition transaction on 30<sup>th</sup> May 2016, resulted in a restructuring of the Company's investment portfolio, which includes the disposal of 34.12% interest in MMCI in consideration for 21.68% interest in Bonyan and redemption of the Company's ordinary shares.

The Company's net assets as at 30<sup>th</sup> June 2016 were reduced to USD 77.68 million (31<sup>st</sup> December 2014: USD 486.86 million), mainly from the redemption of 1,018,759,378 ordinary shares (approximately value USD 319.50 million) and from the realization of share of losses from MMCI prior to disposal (USD 89.42 million).

During the financial period ended 30<sup>th</sup> June 2016, the Company has recorded the revenue from business advisory services of USD 1.55 million.

In 2016, the Company has reported a comprehensive loss of USD 89.67 million (2014: comprehensive income of USD 14.50 million). The comprehensive loss is mainly derived from share of loss from an associate (MMCI) of USD 89.42 million.

### (Loss)/earnings per share

(Loss)/earnings per share is as follows:

	30-Jun-16 USD	31-Dec-14 USD
Basic (loss)/earnings per share	<u>(0.0543)</u>	<u>0.0064</u>
Diluted (loss)/earnings per share	<u>(0.0543)</u>	<u>0.0064</u>

## Directors' report (continued)

### Revenue

During the period under review, the Company continued to deliver real estate and business advisory services to Al Salam and generated the revenue of USD 1.5 million.

	30-Jun-16	31-Dec-14
	USD	USD
Business and consultancy services	<b>1,557,221</b>	2,000,000
<b>Business and consultancy services</b>	<b>1,557,221</b>	<b>2,000,000</b>

The revenue in comparison with the financial year 2014 decreased by USD 0.5 million. The service agreement with Al Salam Investment Company was concluded at the end of December 2015.

### Operational costs

Operational costs of the Group mainly comprised of employee costs, professional fees related to raising the Company profile and other operating expenses such as rental, professional fees etc.

Employee costs comprised of the following:

	01-Jan-15 TO 30-Jun-16 18 Months USD	01-Jan-14 TO 31-Dec-14 12 Months USD
Employee costs	<b>1,225,053</b>	1,002,038
	<b>1,225,053</b>	<b>1,002,038</b>

The employee costs for the period of 18 months ended 30<sup>th</sup> June 2016 have been decreased on a pro rata basis due to resignation of CFO Mr. Ahmed Iqbal Bangee with effect from 31<sup>st</sup> December 2015.

Other operating expenses – other operating expenses incurred during the 18 months period ended 30<sup>th</sup> June 2016 were USD 793,575 (31<sup>st</sup> December 2014: USD 138,474). The increase represents the proportionate increase in costs of 18 months for the period as compared to 2014 which comprised of 12 months. Further, trade receivable of USD 620,477 has been written off during the period (2014: Nil).

### Investment in an associate

The movement in investment in an associate during the period is as follows:

	30-Jun-16	31-Dec-14
	USD	USD
Balance at the beginning of the period/year	<b>486,791,838</b>	472,788,345
Share of (loss)/profit from an associate	<b>(89,416,982)</b>	7,616,312
Investment disposed off during the period	<b>(397,374,856)</b>	-
Share of fair value change of associate's available for sale investment	-	6,387,181
<b>Balance at the end of the period/year</b>	<b>-</b>	<b>486,791,838</b>

### Directors' report (continued)

Pursuant to the related party transaction, the Company has sold its 34.12 % equity interest in MMCI for USD 397.68 million and acquired 21.68% equity interest in Bonyan as part consideration valued at USD 78.18 million.

During the period, the Company has recorded its share of losses from associate (MMCI) of USD 89.42 million comprised from the following sources:

	31-Dec-15*	31-Dec-14
	USD in Million	USD in Million
<u>Share of profit from an associate</u>		
- Lease rental income	2.63	6.30
- Other revenue	4.47	6.71
- Loss on disposal of investments	(40.62)	(20.20)
- Fair value change in investment properties	(53.12)	16.29
- Share of profit from associates	(0.11)	0.13
- Other operating expenses	(0.98)	(0.88)
- Zakat	(1.69)	(0.74)
	<u>(89.42)</u>	<u>7.61</u>
<u>Share of other comprehensive (loss)/income from an associate</u>		
- Fair value change in available for sale investment	-	6.39
	<u>(89.42)</u>	<u>14.00</u>

\* The financial information as referred in the above table was prepared using the latest available financial statements of MMCI for the period ended 31<sup>st</sup> December 2015.

MMCI's net assets at 31<sup>st</sup> December 2015 were USD 1.166 billion (2014: USD 1.429 billion). The net assets of MMCI decreased by USD 263 million which is mainly derived from the reduction in value of its property interests.

### Available for sale financial assets

During the period, the Company acquired interest of 21.68% in a private real estate development company, Bonyan International Investment (Holding) Group LLC ("Bonyan").

Bonyan has been a pioneering force in developing the lucrative real estate market in the Gulf and MENA region. Since entering the real estate market in 2002, which ultimately lead to the successful creation of Bonyan, the Company, along with its partners, co-founders and subsidiaries, has been successfully and steadily growing and developing, acquiring a prestigious reputation in the region .

Bonyan is licensed as a property developer by the Real Estate Regulatory Authority in Dubai; it is presently involved in various active development projects in the UAE and has interests in a number of completed developments.

**Directors' report (continued)**

Bonyan's principal assets presently comprise of the following:

**40% interest in Wahet Al Zaweya Investment Real Estate Development LLC ("WAZ") in Abu Dhabi:**

WAZ is a three-phase project, the first phase of which is over 96 per cent sold and the second phase of which is over 70 per cent sold; the third phase consisting of residential plots, retail plots and an hotel is scheduled for launch in 2017. A sub-project of WAZ comprises 750 villas of which over 35 per cent have currently been sold.

**Dubai Gate 2:**

Dubai Gate is a tower in Cluster A of the Jumeirah Lakes Towers ("JLT") complex in Dubai. JLT is the location of the Dubai Multi-Commodity Centre, a free trade zone, where 100 per cent foreign freehold ownership of property is permitted. Dubai Gate consists of 446 residential apartments, 7 retail areas and customary ancillary accommodation; it is scheduled for handover by the end of 2016.

**Sharjah Gate:**

Sharjah Gate is located in the Al Nahda district of Sharjah, one of the Northern Emirates of the UAE and abutting the Emirate of Dubai to the South and the Emirate of Ajman to the North. At 56 floors above ground, Sharjah Gate will be the tallest building in the Emirate and consists of 256 residential apartments, nine floors of parking, a rooftop helipad and the usual ancillary accommodation. Sharjah Gate is in an area of Al Nahda zoned for 100 per cent freehold ownership by GCC nationals and long leasehold ownership by other nationalities. It is scheduled for handover in end of 2016.

**Eye of Ajman:**

Eye of Ajman (Ain Ajman) is located in Al Hamidiya area of the emirate of Ajman, UAE. Ain Ajman is a unique residential and commercial project forming the shape of an eye through the Gate house towers and other structures.

The project involves construction of mixed use development comprising of 109 plots which will include residential, office, hospitality, retail, schools, mosque, clinics, health club, and electric substation. Ain Ajman is located closed to major road intersections providing convenient direct routes to Ajman Corniche and Dubai. Currently, Bonyan is holding 23 plots of land in Ain Ajman.

The Group continues to explore further acquisition opportunities in the Middle East, particularly in the UAE, to further expand its portfolio and diversify its investments across the real estate sector.



**Statement of Directors' responsibility in respect of the consolidated financial statements**

The Directors are required by the ISDX regulations to prepare consolidated financial statements for each financial period which give a true and fair view of the state of affairs of the Group and of the results of the Group for that period. In preparing those consolidated financial statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the consolidated financial statements; and
- Prepare the consolidated financial statements on a going concern basis unless it is appropriate to presume that the Group will not continue in business.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group and the Company and to enable them to ensure that the financial statements have been properly prepared in accordance with International Financial Reporting Standards (IFRS) and the historical cost convention as modified by the revaluation of investments. They are also responsible for safeguarding the assets of the Group and the Company and hence for taking reasonable steps for the prevention and detection of fraud, errors and non-compliance with the law or regulations.

So far as the Directors are aware, there is no relevant audit information of which the Group's auditors are unaware, and each Director has taken all the steps that he or she ought to have taken as a Director, in order to make himself or herself aware of any relevant audit information and to establish that the Group's auditors are aware of that information.

The Directors' confirm that they have complied with all of the above requirements in preparing the consolidated financial statements.

The consolidated financial statements are published on the Group's website. The maintenance and integrity of the Company's website is the responsibility of the Directors. The Directors' responsibility also extends to the ongoing integrity of the consolidated financial statements contained therein.

This report is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the Directors.



**Director**

**Name: Mr Muin El Saleh**

**Date: 27 November 2016**



**Dubai:**

Tel.: +971 4 295 9958  
Fax: +971 4 295 9945  
P.O. Box 31367  
Dubai - U.A.E.  
infodubai@pr-uae.com

**Abu Dhabi:**

Tel.: +971 2 645 2666  
Fax: +971 2 645 4499  
P.O. Box 48517  
Abu Dhabi - U.A.E.  
infoabudhabi@pr-uae.com

**Independent Auditor's Report to the Shareholders of**

**M/s. DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**

(formerly Makkah & Madinah Holdings Limited) and its subsidiaries

**Report of the Auditors**

We have audited the accompanying consolidated financial statements of **M/s. Dana Group International Investments Limited, (formerly Makkah & Madinah Holdings Limited)** ("the Company") and its subsidiaries ("collectively referred to as "the Group"), which comprises the statement of financial position as at 30<sup>th</sup> June 2016 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the 18 month period then ended, and a summary of significant accounting policies and other explanatory notes.

**Respective responsibilities**

The preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards (IFRS) are the responsibility of the Company Directors'. This responsibility includes, designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatements, whether due to fraud or error, selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances. Our responsibility is to express an opinion on these financial statements based on our audit.

**Basis of opinion**

We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and fair presentation of the financial statements 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.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of financial statements. We believe that the audit evidence we have obtained provides a basis for our audit opinion.

*(Auditor's report continued on next page.)*

**Independent auditor's report on M/s. M/S. Dana Group International Investments Limited,  
(continued.)**

**Opinion**

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Group as at 30<sup>th</sup> June 2016 and its financial performance and its cash flows for the 18 month period then ended in accordance with International Financial Reporting Standards.

**Report on other legal and regulatory requirements**

- i) We have obtained all the information and explanations which we considered necessary for our audit;
- ii) The financial statements have been prepared and comply, in all material respects, with the applicable provisions of the above law;
- iii) The entity has maintained proper books of account;
- iv) The transaction with related parties are disclosed in notes 1.1 and 21 of these consolidated financial statements
- v) Based on the information that has been made available to us nothing has come to our attention which causes us to believe that the entity has contravened during the financial year any of the applicable provisions of the above law or of its Articles of Association which would materially effect its activities or its financial position of the entity.

**Haris & Associates Auditing**

**Member of Parker Randall International**



**KV Baby ACA**

Registered Auditor No. 382

Dubai, United Arab Emirates

27 November 2016



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED**  
**30<sup>TH</sup> JUNE 2016**

		1-Jan-15 TO 30-Jun-16 18 Months USD	1-Jan-14 TO 31-Dec-14 12 Months USD
Revenue	5	1,557,221	2,000,000
Employee costs	6	(1,225,053)	(1,002,038)
Other operating expenses	7	(793,575)	(138,474)
Legal and professional expenses	8	(287,922)	(356,180)
Depreciation	11	(11,666)	(7,829)
Other income	9	505,738	-
<b>Operating (loss)/profit</b>		<b>(255,257)</b>	<b>495,479</b>
Share of (loss)/profit from an associate	12	(89,416,982)	7,616,312
Recycling of available for sale fair valuation reserve on disposal of available for sale investment	18	23,953,921	-
Finance expense		(3,468)	(1,342)
<b>(Loss)/profit for the period/year</b>		<b>(65,721,786)</b>	<b>8,110,449</b>
<b>Other comprehensive income</b>			
<b>Items that are or may be reclassified subsequently to the consolidated profit or loss</b>			
Recycling of available for sale fair valuation reserve on disposal of available for sale investment	18	(23,953,921)	-
Share of fair value change in available for sale investment held by an associate	12	-	6,387,181
<b>Total comprehensive (loss)/income for the period/year</b>		<b>(89,675,707)</b>	<b>14,497,630</b>
<b>(Loss)/earnings per share attributable to the owners of the parent during the period/year</b>			
Basic (loss) / earnings per share for the period/year	10	(0.0543)	0.0064
Diluted (loss) / earnings per share for the period/year	10	(0.0543)	0.0064

The notes on pages 19 to 47 are an integral part of these consolidated financial statements.

The independent auditor's report is set out on pages 13 and 14.

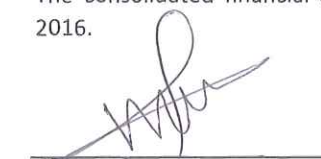




**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 30<sup>TH</sup> JUNE 2016**

<u>ASSETS</u>		30-Jun-16	31-Dec-14
<u>NON CURRENT ASSETS</u>	<u>Notes</u>	<u>USD</u>	<u>USD</u>
Property and equipment	11	5,146	16,812
Investment in an associate	12	-	486,791,838
Available for sale financial assets	13	78,181,504	-
<b>Total Non Current Assets</b>		<b>78,186,650</b>	<b>486,808,650</b>
<u>CURRENT ASSETS</u>			
Trade receivables	14	-	521,284
Prepayments, advances and other receivables	15	672,692	767,841
Cash and cash equivalents	16	12,188	268,945
<b>Total Current Assets</b>		<b>684,880</b>	<b>1,558,070</b>
<b>TOTAL ASSETS</b>		<b>78,871,530</b>	<b>488,366,720</b>
<u>LIABILITIES AND SHAREHOLDERS' EQUITY</u>			
<u>CAPITAL AND SHAREHOLDERS' EQUITY</u>			
Share capital	17	2,010,490	10,226,655
Share premium	17	83,862,586	395,146,685
Available for sale fair valuation reserve	18	-	23,953,921
(Accumulated losses)/retained earnings		(8,189,617)	57,532,169
<b>Total Capital and Shareholders' Equity</b>		<b>77,683,459</b>	<b>486,859,430</b>
<u>NON CURRENT LIABILITIES</u>			
Provision for employees' end of service benefits	19	9,557	118,573
<b>Total Non current Liabilities</b>		<b>9,557</b>	<b>118,573</b>
<u>CURRENT LIABILITIES</u>			
Trade and other payables	20	1,178,514	1,388,717
<b>Total Current Liabilities</b>		<b>1,178,514</b>	<b>1,388,717</b>
<b>TOTAL LIABILITIES &amp; SHAREHOLDERS' EQUITY</b>		<b>78,871,530</b>	<b>488,366,720</b>

The consolidated financial statements were approved by the Board of Directors on 27 November 2016.

  
**Muin El Saleh**

Director

The notes on pages 19 to 47 are an integral part of these consolidated financial statements.  
The independent auditor's report is set out on pages 13 and 14.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**

(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED**

**30<sup>TH</sup> JUNE 2016**

	Share Capital	Share premium	Reserve acquisition	Available for sale fair valuation reserve	Retained earnings / (accumulated losses)	Total
	USD	USD	USD	USD	USD	USD
<b>At 1<sup>st</sup> January 2014</b>	10,226,655	395,146,685	1,636,894	17,566,740	47,784,826	472,361,800
<b>Total comprehensive income for the year</b>						
Profit for the year	-	-	-	-	8,110,449	8,110,449
Other comprehensive income for the year	-	-	-	6,387,181	-	6,387,181
<b>Other movement</b>						
Transferred to retained earnings	-	-	(1,636,894)	-	1,636,894	-
<b>At 31<sup>st</sup> December 2014</b>	10,226,655	395,146,685	-	23,953,921	57,532,169	486,859,430
<b>At 1<sup>st</sup> January 2015</b>	10,226,655	395,146,685	-	23,953,921	57,532,169	486,859,430
<b>Total comprehensive loss for the period</b>						
Loss for the period	-	-	-	-	(65,721,786)	(65,721,786)
Other comprehensive loss for the period	-	-	-	(23,953,921)	-	(23,953,921)
<b>Transaction with owners recorded directly in equity</b>						
Redemption of share capital (refer note 17)	(8,216,165)	(311,284,099)	-	-	-	(319,500,264)
<b>At 30<sup>th</sup> June 2016</b>	2,010,490	83,862,586	-	-	(8,189,617)	77,683,459

The notes on pages 19 to 47 are an integral part of these consolidated financial statements.

The independent auditor's report is set out on pages 13 and 14.





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED**  
**30<sup>TH</sup> JUNE 2016**

	<i>Notes</i>	30-Jun-16 USD	31-Dec-14 USD
<b>Cash Flow from Operating Activities</b>			
Net (loss)/profit for the period/year		(65,721,786)	8,110,449
<u>Adjustments for:</u>			
Recycling of available for sale fair valuation reserve on disposal of available for sale investment		(23,953,921)	-
Gain on disposal of subsidiary	9	(306,912)	-
Bad debts written off		620,477	-
Depreciation	11	11,666	7,829
Share of (loss)/profit from an associate		89,416,982	(7,616,312)
Provision for employees' end of service benefits	19	50,212	20,749
<b>Operating cash flow before working capital changes</b>		116,718	522,715
<i>Working capital changes:</i>			
Trade and other receivables		(4,044)	(294,028)
Trade and other payables		(210,203)	(297,252)
Employees' end of service benefits paid	19	(159,228)	(2,624)
<i>Net cash used in operating activities</i>		(256,757)	(71,189)
<b>Net decrease in cash and cash equivalents</b>		(256,757)	(71,189)
Cash and cash equivalents at the beginning of the period/year		268,945	340,134
<b>Cash and cash equivalents at end of the period/year</b>	16	12,188	268,945

The notes on pages 19 to 47 are an integral part of these consolidated financial statements.  
The independent auditor's report is set out on pages 13 and 14.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**1 Legal status and principal activities**

Dana Group International Investments Limited (formerly Makkah & Madinah Holdings Limited) ("the Company") was incorporated on 29<sup>th</sup> May 2007 under the International Business Companies Act, 2000, in the Commonwealth of the Bahamas under registration number 148728 (B) on 29 May 2007. The registered office address of the Company is Ocean Centre, East Bay Street, P.O. Box SS19084, Nassau, Bahamas. The Company is listed on ISDX Growth Market, United Kingdom. On 30<sup>th</sup> May 2016, the shareholders' of the Company in an Extra Ordinary General Meeting approved the change in name of the Company from Makkah & Madinah Holdings Limited to Dana Group International Investments Limited.

During the period under review, the Company's Board of Directors resolved to change the financial reporting period end of the Company from 31<sup>st</sup> December 2015 to 31<sup>st</sup> May 2016. Subsequent to period end under review, on 2<sup>nd</sup> November 2016, the Board has resolved to change the accounting reference date from 31<sup>st</sup> May 2016 to 30<sup>th</sup> June 2016 to allow the Company extracting accurate financial information to determine the fair value of Bonyan at intervening reference dates i.e. June and December. Accordingly, these consolidated financial statements have been prepared for the 18 months period from 1<sup>st</sup> January 2015 to 30<sup>th</sup> June 2016, whereas corresponding figures were for 12 month period for the year ended 31<sup>st</sup> December 2014. Accordingly, the comparative figures presented in these consolidated financial statements are not entirely comparable.

These consolidated financial statements as at 30<sup>th</sup> June 2016 comprise the Company and its subsidiaries (collectively referred to as "the Group") and the Group's interest in equity accounted investees.

The principal activities of the Group are property and real estate investments, development and advisory services for projects related to the real estate and infrastructure sectors.

Details of the subsidiaries of the Company are as follows:

Name	Country of incorporation	Holding (%)	
		30-Jun-16	31-Dec-14
Prime Investments Group Limited (refer note (i) below)	Cayman Islands	100	100
Makkah and Madinah International Limited (refer note 1.1)	UAE	-	100
Alpha International FZE (refer notes 1.1 & (ii) below)	UAE	100	-
Prime Capital One Consultancy Company** (refer note (iii) below)	UAE	90	-
Prime Asia Limited*	UK	-	100
Prime Americas Limited*	UK	-	100
Prime Europe Investments Limited*	UK	-	100
Prime Middle East Limited*	UK	-	100
Prime Investments International Group Limited LLC**	UAE	49	49

\* liquidated in the period under review

\*\* currently dormant



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**1 Legal status and principal activities (continued)**

- (i) Prime Investments Group Limited has a branch in Dubai, United Arab Emirates, operating under branch name "Prime Investments Group Limited (DMCC Branch)" bearing license no JLT 67438.
- (ii) Alpha International FZE is acquired by the Company under the Share Purchase Agreement dated 24<sup>th</sup> April 2016.
- (iii) On 2<sup>nd</sup> February 2016, the Company acquired Prime Capital One Consultancy (formerly Kanz Capita Consultancy Company).

**1.1 Shares exchange and redemption transaction**

On 4<sup>th</sup> May 2016, as per assignment agreement, the following shareholders (representing 80.34% of the total shareholding) agreed to assign irrevocably and unconditionally all their rights and interest in the Company's shares to Mr. Abdullah Atatreh.

	<b>No. of shares</b>
Makkah & Madinah Investment Company Limited	628,625,000
Mr. Noor Aldeen Atatreh	178,885,217
Mr. Abdulla Hamiri	178,885,217
Bonyan International Investment Group (Holding) LLC	<u>32,363,944</u>
	<b><u>1,018,759,378</u></b>

On 30<sup>th</sup> May 2016, the shareholders of the Company in an Extra Ordinary General Meeting resolved to approve the shares exchange and redemption transaction between the Company and Mr. Abdullah Atatreh in pursuant to the Share Exchange and Redemption Agreement, dated 18<sup>th</sup> May 2016.

As per this agreement, the Company transferred its 100% investment in Makkah & Madinah International Limited (MMI) ((a company incorporated in Ras Al Khaimah), which held 34.12% of ordinary shares of Makkah & Madinah Commercial Investment Company (MMCI)) having carrying value of USD 397,374,856 at an agreed price of USD 397,681,768.

The carrying value of MMI includes share of loss from MMCI until 31<sup>st</sup> December 2015. The Group management is of the opinion that there was no significant change in the carrying value of MMCI between 31<sup>st</sup> December 2015 and the date of the agreement.

Mr. Abdullah Atatreh settled the agreed price in full by:

- 1) transferring 21.68% equity interest in Bonyan International Investments Group (Holding) LLC (Bonyan) to Alpha International FZE (100% subsidiary of the Company) at the value determined by an independent professional valuer.

The investment in Bonyan was recorded at its proportionate share of USD 78,181,504 (i.e 21.68%). The Group management is of the opinion that there is no significant change in the fair value of Bonyan between fair valuation and transfer date (refer note 13); and

- 2) redemption of 1,018,759,378 shares at agreed price of USD 319,500,264 (refer note 17).

Pursuant to this transaction the Company recorded a gain of USD 306,912 (refer note 9).





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**1 Legal status and principal activities (continued)**

**1.1 Shares exchange and redemption transaction (continued)**

At the reporting date, the Company was in the process of transferring all of the shares of MMI into the name(s) of Mr. Abdullah Atatreh/his nominee. The shares representing 21.68% of Bonyan were being transferred to Alpha International FZE, a wholly-owned subsidiary of the Group (refer note 1(ii)). The redemption of the Company's 1,018,759,378 shares received as part-consideration for the disposal of the investment in MMCI was continuing at the reporting date (refer note 1.1(2)).

**2 Basis of preparation**

**2.1 Statement of compliance**

These consolidated financial statements of the Group are prepared in accordance with International Financial Reporting Standards ("IFRS").

**2.2 Basis of measurement**

The consolidated financial statements have been prepared under the historical cost convention, except for investment properties and available for sale investments which are stated at fair values.

**2.3 Use of estimates and judgments**

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed by management on an ongoing basis. Revisions to estimates are recognized prospectively.

Information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements are described in note 23.

**3 Significant accounting policies**

The accounting policies set out below have been applied consistently to all periods presented in these consolidated financial statements.

**Basis of consolidation**

These consolidated financial statements comprise the consolidated statement of financial position and the consolidated results of operations of the Company and its subsidiaries (collectively referred to as "the Group") on a line by line basis together with the Group's share in the net assets of its equity accounted investee.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**3 Significant accounting policies (continued)**

**Basis of consolidation (continued)**

**Subsidiaries**

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements of the Group from the date on which control commences until the date on which control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquire and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the accounting policies adopted by the Group.

The Group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognized in the consolidated profit or loss.

Material inter-company transactions, balances, income and expenses on transactions between Group companies are eliminated. Profits and losses resulting from inter-company transactions that are recognized in assets and liabilities are also eliminated. The consolidated financial statements are prepared using uniform accounting policies for like transactions.

**Associates**

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investment in associates includes goodwill identified on acquisition.

The Group's share of post-acquisition profit or loss is recognized in the consolidated profit or loss, and its share of post-acquisition movements in other comprehensive income is recognized in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**3 Significant accounting policies (continued)**

**Basis of consolidation (continued)**

The Group determines at each reporting date whether there is any objective evidence that the investment in associates is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognizes the amount in the consolidated profit or loss.

Profits and losses resulting from upstream and downstream transactions between the Group and its associates are recognized in the Group's consolidated financial statements only to the extent of unrelated investor's interests in the associates. Unrealized losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the associates have been changed where necessary to ensure consistency with the accounting policies adopted by the Group.

**Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors including the Chief Executive Officer that makes strategic decisions.

**Foreign currency translation**

**a) Functional and presentation currency**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Company's functional currency is United State Dollars (USD). The consolidated financial statements are presented in USD, which is the Group's presentation currency adopted as the majority of the Group's transactions are denominated in this currency or currencies pegged to USD.

**b) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated profit or loss.

**c) Group companies**

The results and financial position of all the Group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) Assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of the statement of financial position;
- (ii) Income and expenses for each statement of profit or loss are translated at average exchange rates; and
- (iii) All resulting exchange differences are recognized as a separate component of equity.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**3 Significant accounting policies (continued)**

**Basis of consolidation (continued)**

On consolidation, exchange differences arising from the translation of the net investment in foreign operations, and of borrowings are taken to equity.

On the disposal of a foreign operation all of the exchange differences accumulated in equity in respect of that operation attributable to the equity holders of the Company are reclassified in the consolidated profit or loss.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognized in equity.

**Property and equipment**

Items of property and equipment are measured at cost less accumulated depreciation (refer below) and accumulated impairment losses (refer accounting policy on impairment), if any. Cost includes expenditure that is directly attributable to the acquisition of the asset. When parts of an item of property and equipment have different useful lives, they are accounted for as separate items (major components) of property and equipment.

Expenditure incurred to replace a component of an item of property and equipment that is accounted for separately is capitalized and the carrying amount of the component that is replaced is written off. Other subsequent expenditure is capitalized only when it increases the future economic benefit of the related item of property and equipment. All other expenditure is recognized in the consolidated profit or loss as the expense is incurred.

Depreciation is recognized in the consolidated profit or loss on a straight-line basis over the estimated useful life of each part of an item of property and equipment. The estimated useful lives for the current and comparative periods are as follows:

Assets	Life (years)
Office equipment	4
Furniture & fixtures	5

The depreciation methods, useful lives and residual values, are reassessed annually and adjusted if circumstances change significantly.

**Investment properties held in an associate**

**a) Recognition**

Land and buildings owned by the Group for the purpose of generating rental income or capital appreciation or both are classified as investment properties. Properties that are being constructed or developed for future use as investment properties are also classified as investment properties.

**b) Measurement**

Investment properties are initially measured at cost, including related transaction costs. Subsequent to initial recognition, investment properties are accounted for using the fair value model under International Accounting Standard No. 40 "Investment Property". Any gain or loss arising from a change in fair value is recognized in the consolidated profit or loss.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**3 Significant accounting policies (continued)**

**Investment properties held in an associate (continued)**

When the Group begins to redevelop an existing investment property for continued future use as an investment property, the property remains as an investment property, which is measured based on fair value model and is not reclassified as development property during the redevelopment period.

**c) Transfer from investment properties to owner-occupied property**

If an investment property becomes owner-occupied property, it is reclassified as property and equipment. Its fair value at the date of reclassification becomes its cost for subsequent accounting purposes.

**d) Sale of investment properties**

Certain investment properties may be sold by the Group in the ordinary course of business. No revenue and direct costs are recognized for sale of investment properties. Any gain or loss on disposal of investment properties (calculated as the difference between the net proceeds from disposal and carrying amount) is recognized in the consolidated profit or loss.

**Trade receivables**

Trade receivables are amounts due from customers for services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business, if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate.

The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognized in the consolidated profit or loss. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited to the consolidated profit or loss.

**Cash and cash equivalents**

Cash and cash equivalents include cash in hand and balances with banks.

**Trade payables**

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business, if longer). If not, they are presented as non-current liabilities. These are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**3 Significant accounting policies (continued)**

**Share based payments**

The grant-date fair value of equity-settled share-based payment awards granted to employees is generally recognized as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognized is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

Where shares are issued in return for services, an expense is measured equal to the fair value of the services received. If the fair value of services received cannot be measured reliably (which is typically the case with employees and those providing similar services) the expense is measured by reference to the fair value of equity instruments granted.

**Share warrants**

The share warrants are initially recognized based on their intrinsic value, which is the difference between the fair value of the shares and the exercise price of the warrants. Share warrants for which the exercise price currency is quoted in a currency different from the functional currency of the Group are recognized as a liability in the consolidated financial statements. The fair value of the share warrants is re-measured at each reporting date, with changes recognized in the consolidated profit or loss.

**Revenue**

Revenue comprises the fair value of the consideration received or receivable from rendering of services in the ordinary course of the Group's activities.

The Group recognizes revenue when the services are rendered, the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Group.

**Provisions**

A provision is recognized in the consolidated statement of financial position when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

**Operating lease payments**

Leases of assets under which the lessor effectively retains all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases are recognized in the consolidated profit or loss on a straight-line basis over the term of the lease. Lease incentives granted by the lessor are recognized in the consolidated profit or loss as an integral part of the total lease payments made.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**3 Significant accounting policies (continued)**

**Finance expense**

Finance expense mainly comprises of exchange loss. All borrowing costs, except to the extent they are capitalized in accordance with paragraph below, are recognized in the consolidated profit or loss using the effective interest method.

Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalized as part of the cost of that asset. The capitalization of borrowing costs commences from the date of incurring of expenditure related to that asset and ceases when substantially all the activities necessary to prepare the asset for its intended use is complete. Borrowing costs relating to the period after acquisition or construction are recognized in the consolidated profit or loss.

**Financial instruments**

*a) Non-derivative financial instruments*

Non-derivative financial instruments comprise trade and other receivables, cash in hand and at banks, available for sale financial assets and trade and other payables.

Non-derivative financial instruments are recognized initially at fair value plus, for instruments not at fair value through profit or loss, any directly attributable transaction costs. Subsequent to initial recognition non-derivative financial instruments are measured at amortized cost using the effective interest method less impairment losses, if any.

A financial instrument is recognized if the Group becomes a party to the contractual provisions of the instrument. Financial assets are derecognized if the Group's contractual rights to the cash flows from the financial assets expire or if the Group transfers the financial asset to another party without retaining control or substantially all risks and rewards of the asset. Financial liabilities are derecognized if the Group's obligations specified in the contract expire or are discharged or cancelled. Cash and cash equivalents comprise of cash in hand and at banks.

*b) Available for sale financial assets*

Available for sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories of financial assets. They are included in non-current assets unless the investment matures or management intends to dispose it within twelve months of the end of the reporting period.

Changes in the fair value of the available for sale financial assets are recognized in other comprehensive income. Dividends on available for sale financial assets are recognized in the consolidated profit or loss when the Group's right to receive payments is established.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**3 Significant accounting policies (continued)**

**Impairment**

*a) Financial asset*

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset. An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the original effective interest rate. Impairment losses, if any, are recognized in the consolidated profit or loss.

An impairment loss is reversed if the reversal can be related objectively to an asset occurring after the impairment loss was recognized. For financial assets measured at amortized cost, the reversal is recognized in the consolidated profit or loss.

*b) Non-financial asset*

The carrying amount of the Group's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

An impairment loss is recognized if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses, if any, are recognized in the consolidated profit or loss.

A cash generating unit is the smallest identifiable asset group that generates cash flows that are largely independent from other assets and groups.

**New standards, amendments to standards and interpretations not yet adopted**

Certain new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 June 2016, and have not been applied in preparing these consolidated financial statements. Those which may be relevant to the Group are set out below. The Group does not plan to adopt these standards early and the extent of the impact has not been determined.

*a) IFRS 9 Financial Instruments*

IFRS 9, published in July 2014, replaces the existing guidance in IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 includes revised guidance on the classification and measurement of financial instruments, including a new expected credit loss model for calculating impairment on financial assets, and the new general hedge accounting requirements. It also carries forward the guidance on recognition and de-recognition of financial instruments from IAS 39. IFRS 9 is effective for annual reporting periods beginning on or after 1<sup>st</sup> January 2018, with early adoption permitted.





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**3 Significant accounting policies (continued)**

**New standards, amendments to standards and interpretations not yet adopted (continued)**

*b) IFRS 15 Revenue from Contracts with Customers*

IFRS 15 establishes a comprehensive framework for determining whether, how much and when revenue is recognized. It replaces existing revenue recognition guidance, including IAS 18 Revenue, IAS 11 Construction Contracts and IFRIC 13 Customer Loyalty Programs. IFRS 15 is effective for annual reporting periods beginning on or after 1<sup>st</sup> January 2018, with early adoption permitted.

*c) IFRS 16 Leases*

IFRS 16, published in January 2016 replaces the previous guidance in IAS 17. Under this revised guidance, leases will be brought onto companies' statement of financial position, increasing the visibility of their assets and liabilities. It further removes the classification of leases as either operating leases or finance leases treating all leases as finance leases from the perspective of the lessee, thereby eliminating the requirement for lease classification test. The revised guidance has an increased focus on who controls the asset and may change which contracts are leases.

IFRS 16 is effective for annual periods beginning on or after 1<sup>st</sup> January 2019. Early adoption is permitted provided IFRS 15 Revenue from Contract with Customers is also applied by the Group.

**4 Financial risk management and capital management**

**Financial risk factors**

The Group's activities expose it to a variety of financial risks including the market risk due to the effects of changes in foreign currency exchange rates and interest rates; credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Group. Risk management is carried out by the management under policies approved by the Board of Directors.

*a) Market risk*

Market risk is the risk that changes in market prices, such as interest rates, and foreign exchange rates will affect the income of the Group or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposure within acceptable parameters, while optimizing the return.

*(i) Currency risk*

Currency risk arises from future commercial transactions, recognized financial assets or liabilities of the Group being denominated in a currency that is not the Group's presentation currency and net investments in foreign operations. The Group operates internationally, and is exposed to foreign exchange risk arising from various currencies. The management regularly monitors the Group's exposure to foreign exchange risk, ensuring assets/income and liabilities/expenses are matched in certain currencies.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**4 Financial risk management and capital management (continued)**

**Financial risk factors (continued)**

A significant proportion of the Group's assets and liabilities, revenue and expenses are denominated in USD, Saudi Riyals and UAE Dirhams. UAE Dirham and Saudi Riyal are informally pegged with USD and therefore, the Group is not significantly exposed to foreign exchange risk.

*(ii) Interest rate risk*

The Group has no interest bearing assets and liabilities and therefore is not exposed to interest rate risk.

*b) Credit risk*

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group is exposed to credit risk in relation to its monetary assets, mainly trade receivables, amounts due from related parties and cash at banks. Trade and other receivables relate to customers with an appropriate credit history, further its exposure is monitored on an ongoing basis by the management and these are considered recoverable by the Group's management except in specific cases wherein provision for impairment has been created. The Group has no other significant concentrations of credit risk. The Group's cash is placed with banks of repute. Cash at banks are limited to high-credit-quality financial institutions. The carrying amount of financial assets represents the maximum credit exposure at the reporting date.

*c) Liquidity risk*

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. Liquidity risk mainly relates to trade and other payables. The approach of the Group to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the reputation of the Group. The Company's shareholders have provided an undertaking to provide and/or arrange such financial support as would be necessary for the Group to meet its financial obligations as they fall due in the foreseeable future.

Cash flow forecasts are performed for each of the operating entities of the Group and are aggregated by the Group management in order to determine the overall cash position of the Group.

The Group management also monitors rolling forecasts of the Group's liquidity requirements, to ensure the Group and its entities have sufficient cash to meet its' operational needs. Such forecasting takes into consideration the Group's expected cash inflows from secured projects and cash outflows from operational activities, which mainly includes staff costs, office rentals and other office administrative costs.

In accordance with prudent liquidity risk management, the Board of Directors aim to maintain sufficient cash and an adequate amount of committed non-interest bearing credit facilities. Additional funding may also be arranged through float of new ordinary shares in the ISDX Growth Market as and when required.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**4 Financial risk management and capital management (continued)**

		Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
	Total USD	USD	USD	USD	USD
<b>At 30 June 2016</b>					
Trade and other payables	<u>1,178,514</u>	<u>1,178,514</u>	<u>-</u>	<u>-</u>	<u>-</u>
		Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
	Total USD	USD	USD	USD	USD
<b>At 31 December 2014</b>					
Trade and other payables	<u>1,388,717</u>	<u>1,388,717</u>	<u>-</u>	<u>-</u>	<u>-</u>

**Capital management**

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to maximize returns to shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce its debt.

As at 30<sup>th</sup> June 2016, the Group is un-gearred as it has no short-term or long-term debt.

**Fair value estimation**

The Group has an established control framework with respect to the measurement of fair values, and management has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the management assesses the evidence obtained from the third parties to support the conclusion that Such valuations meet the requirements of IFRS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Group uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the input used in the valuation techniques as follows.





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**4 Financial risk management and capital management (continued)**

**Fair value estimation (continued)**

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities.

**Level 2:** Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

**Level 3:** Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table presents the Group's financial assets that are measured at fair value:

	Level 1	Level 2	Level 3	Total
	USD	USD	USD	USD
<b>As at 30 June 2016</b>				
Available for sale financial assets	-	-	78,181,504	78,181,504
<b>As at 31 December 2014</b>				
Available for sale financial assets	-	-	-	-

During the period, pursuant to the shares exchange and redemption transaction (refer note 1.1), the Group acquired 21.68% equity interest in Bonyan, which is classified as available for sale financial assets, with a fair value of USD 78.18 million at 30<sup>th</sup> June 2016 (31 December 2014: Nil). The fair value of the investment is categorized as Level 3 at 30<sup>th</sup> June 2016 (for information on the valuation technique, see note 23e). This is because the shares are not listed on an exchange and there is no recent observable arm's length transactions in the shares.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**5 Revenue**

The Group provides business advisory and consultancy services to the related parties. The areas of operation are principally property and business advisory and related consultancy services (refer note 21).

The Group's major revenue is derived in Kingdom of Saudi Arabia (KSA).

	1-Jan-15 TO 30-Jun-16 18 months USD	1-Jan-14 TO 31-Dec-14 12 months USD
<b>Revenue – geographical segment</b>		
KSA	1,500,000	2,000,000
UAE	57,221	-
	<u>1,557,221</u>	<u>2,000,000</u>

**6 Employee costs**

	1-Jan-15 TO 30-Jun-16 18 months USD	1-Jan-14 TO 31-Dec-14 12 months USD
Executive Directors' salary (refer note 21)	915,000	705,000
Employee salaries	229,349	265,334
Others	80,704	31,704
	<u>1,225,053</u>	<u>1,002,038</u>

**7 Other operating expenses**

	1-Jan-15 TO 30-Jun-16 18 months USD	1-Jan-14 TO 31-Dec-14 12 months USD
Bad debts written off	620,477	-
Office rent and other costs	77,015	46,176
Telephone, fax and courier charges	27,803	17,158
Travelling expenses	14,939	20,187
Business development expenses	4,377	11,435
Bank charges	4,037	4,027
Insurance	705	17,783
Others	44,222	21,708
	<u>793,575</u>	<u>138,474</u>



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**8 Legal and professional expenses**

	1-Jan-15 TO 30-Jun-16 18 months USD	1-Jan-14 TO 31-Dec-14 12 months USD
Legal and professional expenses	287,922	356,180
	<u>287,922</u>	<u>356,180</u>

Legal and professional expenses relates to professional services rendered by corporate advisors and auditor's fees relating to audit and other assurance services.

**9 Other income**

	1-Jan-15 TO 30-Jun-16 18 months USD	1-Jan-14 TO 31-Dec-14 12 months USD
Gain on disposal of an associate (i)	306,912	-
Miscellaneous income (ii)	198,826	-
	<u>505,738</u>	<u>-</u>
<i>(i) Gain on disposal of an associate:</i>		
Sales considerations (refer note 1.1)	397,681,768	-
Carrying value of investment (refer note 12)	(397,374,856)	-
Gain on disposal of investment	<u>306,912</u>	<u>-</u>

*(ii) Miscellaneous income represents liabilities no longer payable written back.*

**10 Loss/earnings per share**

*a) Basic*

Basic (loss)/earnings per share is calculated by dividing the (loss)/profit attributable to owners of the parent by the weighted average number of ordinary shares in issue during the period / year.

	1-Jan-15 TO 30-Jun-16 18 months	1-Jan-14 TO 31-Dec-14 12 months
(Loss)/profit attributable to the owners of the parent (USD)	(65,721,786)	8,110,449
Weighted average number of ordinary shares in issue (No.)	<u>1,208,559,526</u>	<u>1,268,049,125</u>





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**10 Loss/earnings per share (continued)**

*b) Diluted*

Diluted (loss)/earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding by the estimated conversion of all potentially dilutive instruments. The Company has share warrants as potentially dilutive instrument. For the share warrants, a calculation is performed to determine the estimated number of shares that could have been acquired at a pre-determined price.

The number of shares calculated as above, is compared with the number of shares that would have been issued assuming the exercise of the share warrants.

	1-Jan-15 TO 30-Jun-16 18 months	1-Jan-14 TO 31-Dec-14 12 months
(Loss)/profit attributable to owners of the parent (USD)	<u>(65,721,786)</u>	<u>8,110,449</u>
Weighted average number of ordinary shares in issue (No.)	<u>1,208,559,526</u>	<u>1,268,049,125</u>
<i>Adjustments for:</i>		
Assumed conversion of share warrants (refer note (i) below)	-	-
Weighted average number of ordinary shares for diluted earnings per share	<u>1,208,559,526</u>	<u>1,268,049,125</u>

(i) All share warrants outstanding at the reporting date are excluded from the diluted weighted average number of ordinary shares calculation because their effect would have been anti-dilutive (also refer note 17(ii)).

**11 Property and equipment**

	Office equipment	Furniture & fixtures	Total
	USD	USD	USD
<b><u>Cost</u></b>			
Opening balance	19,632	14,606	34,238
Additions	-	-	-
<b>As at 30-Jun-16</b>	<u>19,632</u>	<u>14,606</u>	<u>34,238</u>
<b><u>Accumulated depreciation</u></b>			
Opening balance	10,767	6,659	17,426
Depreciation for the period	7,288	4,378	11,666
<b>As at 30-Jun-16</b>	<u>18,055</u>	<u>11,037</u>	<u>29,092</u>
<b><u>Net book value</u></b>			
<b>As at 30-Jun-16</b>	<u>1,577</u>	<u>3,569</u>	<u>5,146</u>
<b>As at 31-Dec-14</b>	<u>8,865</u>	<u>7,947</u>	<u>16,812</u>

In the opinion of the management there is no impairment to the net book value of the property and equipment as at 30<sup>th</sup> June 2016.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**

**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**12 Investment in an associate**

	30-Jun-16	31-Dec-14
	USD	USD
Balance at the beginning of the period/year	486,791,838	472,788,345
Share of (loss)/profit from an associate	(89,416,982)	7,616,312
Investment disposed off during the period (refer note 1.1)	(397,374,856)	-
Share of fair value change of associate's available for sale investment (also refer note 18)	-	6,387,181
<b>Balance at the end of the period/year</b>	<b>-</b>	<b>486,791,838</b>

Name	Country of incorporation	Proportion of voting rights held at
		30-Jun-16      31-Dec-14
Makkah & Madinah Commercial Investment Company (MMCI) (refer below note (i))	Saudi Arabia	- <u>34.12%</u>

i) The following summarizes the financial information of MMCI for 2014.

Total assets	2,228,279,519
Total liabilities	12,011,700
Non-controlling interest	787,555,922
Revenue	86,638,486
Total comprehensive income for the year	99,469,474

MMCI's assets mainly comprise of real estate asset portfolio in KSA.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**12 Investment in an associate (continued)**

**Consolidated (loss)/profit and consolidated comprehensive (loss)/income for the period/year - MMCI**

MMCI's consolidated (loss)/profit and consolidated comprehensive (loss)/income for the period/year comprise of the following:

	31-Dec-15*	31-Dec-14
	USD'000	USD'000
Revenue net off direct costs	33,119	66,099
Share of (loss)/profit from an associate	(353)	430
(Loss)/gain on disposal of investments (refer note (i) below)	-	(64,878)
(Loss)/gain on disposal of investments (refer note (ii) below)	(119,057)	5,593
Fair value change in investment properties	(307,733)	79,272
Operating expenses	(3,181)	(2,901)
Recycling of available for sale investment fair value reserve upon disposal of investment	124,390	-
Zakat	(5,406)	(2,865)
<b>(Loss)/profit for the period/year</b>	<b>(278,221)</b>	<b>80,750</b>
Recycling of available for sale fair valuation reserve on disposal of available for sale investment	(124,390)	-
Share of fair value change in available for sale investment	-	18,719
<b>Comprehensive (loss)/income for the period / year</b>	<b>(402,611)</b>	<b>99,469</b>
<b>Comprehensive (loss)/income attributable to:</b>		
Equity holders in profit/(loss) – MMCI shareholders	(262,059)	41,041
Non-Controlling interest in profit/(loss) – Minority shareholders	(140,552)	58,428

(i) Represents loss on disposal of MMCI's subsidiary during the previous year.

(ii) Represents loss on disposal of MMCI's available for sale investment during the current period.

\*The financial information as referred in the above table was extracted from the latest available financial statements of MMCI for the period ended 31 December 2016.

The Group management is of the opinion that there was no significant change in the carrying value of MMCI between 31 December 2015 and the date of the agreement.





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**13 Available for sale financial assets**

	30-Jun-16	31-Dec-14
	USD	USD
Balance at the beginning of the period / year	-	-
Additions	78,181,504	-
Change in fair value	-	-
Balance at the end of the period / year	78,181,504	-

Pursuant to the shares exchange and redemption transaction as referred in note 1.1, the Group has acquired 21.68% interest in Bonyan during the period. Bonyan is engaged in the property development business in the UAE, currently with ongoing projects in four of the seven Emirates including the most economically significant of these, Abu Dhabi and Dubai. The Group assessed the initial recognition of investment in Bonyan at its fair value. The fair value of Bonyan was determined by an independent professional valuer by using discounted cash flow model.

The Group management is of the opinion that there was no significant change in the fair value of investment in Bonyan between the reporting date and the date of transfer.

**14 Trade receivables**

	30-Jun-16	31-Dec-14
	USD	USD
Past due but not impaired (refer note 21)	-	521,284
<b>Gross</b>	-	521,284
Less: allowance for impairment	-	-
<b>Net</b>	-	521,284

At 30<sup>th</sup> June 2016, trade receivables represent receivable from 1 customer (31<sup>st</sup> December 2014: 1 customer) based in the Middle East.

The ageing analysis of these trade receivables is as follows:

	30-Jun-16	31-Dec-14
	USD	USD
0 - 6 months	-	521,284
	-	521,284

The carrying amount of the Group's trade receivables are denominated in the following currency:



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**

**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**14 Trade receivables (continued)**

Currency	30-Jun-16	31-Dec-14
	USD	USD
UAE Dirham	-	521,284
	-	521,284

The maximum exposure to credit risk at the reporting date is the fair value of receivables mentioned above plus the related party receivable (refer note 15) and cash at banks (refer note 16). The fair value approximates to carrying value due to the short term nature of the receivables. The Group does not hold any collateral as security.

**15 Prepayments, advances and other receivables**

	30-Jun-16	31-Dec-14
	USD	USD
Receivable from a related party (refer note 21)	641,697	687,624
Prepayments and other receivables	30,995	80,217
	672,692	767,841

**16 Cash and cash equivalents**

	30-Jun-16	31-Dec-14
	USD	USD
Cash in hand	163	35
Cash at banks	12,025	268,910
	12,188	268,945

**17 Share capital and share premium**

(i) The authorized share capital of the Company comprises of:

		30-Jun-16	30-Jun-16
	No of shares	GBP	USD
Class A shares of £0.005 each	1,700,000,000	8,500,000	13,711,172
Class B shares of £0.005 each	300,000,000	1,500,000	2,419,618
	2,000,000,000	10,000,000	16,130,790



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**17 Share capital and share premium (continued)**

		31-Dec-14	31-Dec-14
	No of shares	GBP	USD
Class A shares of £0.005 each	1,700,000,000	8,500,000	13,711,172
Class B shares of £0.005 each	300,000,000	1,500,000	2,419,618
	<b>2,000,000,000</b>	<b>10,000,000</b>	<b>16,130,790</b>

The authorized share capital of the Company is as specified in the Memorandum and Articles of Association of the Company and the shares of the Company can be issued either as class A Shares or class B Shares and have the rights and privileges and are subject to the conditions contained in the Memorandum and Articles of Association.

In particular, the class A Shares and class B Shares constitute different classes of shares and carry separate voting rights and rights to appoint and remove Directors as provided below but, except as provided, confer upon the holders the same rights and rank pari passu in all other respects.

As regards voting, each class A Shareholder shall have, by virtue of their holding of class A Shares, the right to receive notice of, and to attend and speak (either in person, or by attorney or proxy or, in the case of a corporation by representative) at all general meetings of the Company and shall have, upon a show of hands one vote and, upon a poll one vote for every class A Share held.

The class B Shares have not been allotted as of the reporting date. No voting rights attach to the class B Shares, such that the Class A Shareholder voting rights, powers, management and control of the Company are not diluted. The holders of class B Shares are not entitled to designate or appoint Directors, receive notice, agendas or minutes of any Board Meeting of the Directors, nor attend nor vote at any such meeting.

**Movement in share capital during the period**

	Number of shares	Ordinary shares	Share premium	Total
		USD	USD	USD
At 1 January 2014	1,268,049,125	10,226,655	395,146,685	405,373,340
At 31 December 2014	1,268,049,125	10,226,655	395,146,685	405,373,340
At 1 January 2015	1,268,049,125	10,226,655	395,146,685	405,373,340
Redemption of shares during the period (refer note (a) below)	(1,018,759,378)	(8,216,165)	(311,284,099)	(319,500,264)
At 30 June 2016	249,289,747	2,010,490	83,862,586	85,873,076





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**17 Share capital and share premium (continued)**

(a) During the current period under review, the Company redeemed its 1,018,759,378 shares at a total price of USD 319,500,264 received as part-consideration for the disposal of the investment in MMCI. The redemption of the Company's shares was continuing at the reporting date (refer note 1.1).

(b) As at 30 June 2016, Bonyan holds 36,665,096 (15%) (31 December 2014: 54,605,718 (4%)) shares of the Company.

The Company has issued warrant instruments to the following:

	30-Jun-16	31-Dec-14	
	USD	USD	Exercise Price
	Number of share warrants		GBP
McClure Naismith LLP	21,445,990	21,445,990	Not less than £0.090
City & Westminster Corporate Finance LLP	13,172,768	13,172,768	Not less than £0.090
Abdulla Saeed Abdulla Mohamed Brook Al Hamiri	112,223,761	112,223,761	£0.200
Noor Aldeen S. A Atatreh	112,223,761	112,223,761	£0.200
Mr. Douglas Wright	3,423,192	3,423,192	Not less than £0.090
Miss Nicola Baldwim	520,000	520,000	Not less than £0.090
Anas S. A Atatreh	49,169,453	49,169,453	£0.200
Mohammed S. A Atatreh	49,169,453	49,169,453	£0.200
	<b>361,348,378</b>	<b>361,348,378</b>	

As the exercise price of the share warrants is quoted in a currency different from the functional currency of the Group, the fair value of the warrants should be recognized as a liability which should be revalued at each reporting date. The fair value of the share warrants is considered to be not significant to the consolidated financial statements at the end of the current and previous reporting dates and accordingly, the consolidated financial statements do not include any liability in respect of these share warrants.

No share warrants were exercised by the share warrant holders and no new share warrants were issued by the Company during the period ended 30<sup>th</sup> June 2016.

All the share warrants have expired subsequent to the period end in July 2016. No warrant holder exercised his right to convert his share warrant into ordinary share capital.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**18 Available for sale fair valuation reserve**

This represented change in fair value of MMCI's investment in the equity of an entity, which was classified as available for sale. During the current period, the reserve was recycled to the consolidated profit or loss account upon disposal of this investment (also refer note 12).

**19 Provision for employees' end of service benefits**

	30-Jun-16	31-Dec-14
	USD	USD
Balance at the beginning of the period / year	118,573	100,448
Charge during the period/year	50,212	20,749
Payments during the period/year	(159,228)	(2,624)
Balance at the end of the period / year	9,557	118,573

The provision for employees' end of services benefits is based on the liability that would arise if the employment of all staff were terminated at the reporting date and is calculated in accordance with the provisions of UAE Federal Labour Law and the relevant local laws applicable to overseas subsidiaries. Management considers these as long-term obligations and accordingly they are classified as long-term liabilities.

**20 Trade and other payables**

	30-Jun-16	31-Dec-14
	USD	USD
Due to related parties (refer note 21)	330,183	304,701
Other payables	848,331	1,084,016
	1,178,514	1,388,717

**21 Related party transactions and balances**

The Group, in the normal course of business, carries out transactions with other enterprises, which fall within the definition of a related party as contained in International Accounting Standard No. 24 "Related Party Disclosures". Pricing policies and terms of these transactions are approved by the Group's management and are at mutually agreed rates.

The balances as at 30 June 2016 and transactions with related parties during the period were as follows:

*a) Key management personnel compensation*

	30-Jun-16	31-Dec-14
	USD	USD
Salaries and other short-term benefits (refer note 6)	915,000	705,000
Provision for employees' end of service benefits	27,604	6,287



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
(formerly Makkah & Madinah Holdings Limited) **AND ITS SUBSIDIARIES**

**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**21 Related party transactions and balances (Continued)**

*b) Included in the consolidated statement of financial position are the following balances with related parties:*

	30-Jun-16	31-Dec-14
	USD	USD
<i>Prepayments, advances and other receivables (refer note 15)</i>		
Bonyan International Investment Group (Holding) LLC	641,697	687,624

	30-Jun-16	31-Dec-14
	USD	USD
<i>Trade and other payables (refer note 20)</i>		
Tabarak Commercial Investment LLC (common shareholders of the Company)	322,183	272,480
Mr. Khaled Majdalani ( Director)	8,000	2,000
Mr. Khaled Al Hussein ( Director)	-	30,221
	330,183	304,701

*c) Transaction with Al Salam Commercial Investments Limited (related party with common shareholders of MMCI)*

	1-Jan-15	1-Jan-14
	TO	TO
	30-Jun-16	31-Dec-14
	18 months	12months
	USD	USD
<i>Revenue</i>		
Consultancy and advisory services (refer note 5)	1,500,000	2,000,000
Bad debts written off	620,477	-

	30-Jun-16	31-Dec-14
	USD	USD
Trade receivables (refer note 14)	-	521,284





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

**21 Related party transactions and balances (Continued)**

*d) Transaction with Tabarak Commercial Investment LLC (common shareholders of the Company)*

	1-Jan-15 TO 30-Jun-16 18 months USD	1-Jan-14 TO 31-Dec-14 12months USD
<i>Revenue</i>		
Consultancy and advisory services (refer note 5)	57,221	-

**22 Contingent liabilities and commitments**

(a) Contingent liabilities

There are no contingent liabilities as at the reporting date (2014: USD nil).

(b) Capital commitments

There are no capital commitments as at the reporting date (2014: USD nil).

(c) Operating lease commitments

Future minimum lease payments under non-cancellable operating leases are as follows:

As lessee:	30-Jun-16 USD	31-Dec-14 USD
Not later than one year	-	39,509

**23 Critical accounting estimates and judgments**

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) *Valuation of investment properties*

The Group follows the fair value model under IAS 40 where investment property owned for the purpose of generating rental income or capital appreciation, or both, is fair valued based on valuation carried out by an independent registered valuer, who carried out the valuation in accordance with the International Valuation Standards issued by the International Valuation Standards Committee.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**23 Critical accounting estimates and judgments (continued)**

These valuations are based upon assumptions including future rental income, anticipated maintenance costs, future development costs and an appropriate discount rate. The valuers also make reference to the market evidence of transaction prices for similar properties.

The Group's management has reviewed the assumption and methodology used by the associate's independent registered valuer. In the Group management's opinion, these assumptions and methodologies seem reasonable as at the reporting date considering the current economic and real estate outlook in the Kingdom of Saudi Arabia (KSA).

*(b) Estimated useful life of property and equipment*

The Group's management determines the estimated useful lives and related depreciation charge for its property and equipment on an annual basis. The Group's management has carried out a review of the useful lives of property and equipment as at 30 June 2016 and the management has not highlighted any requirement for an adjustment to the remaining useful lives of the assets for the current or future periods. However, this will be reviewed again next year.

*(c) Impairment losses on trade and other receivables (including related parties receivables)*

The Group's management reviews its trade and other receivables to assess impairment at least on an annual basis. The Group's credit risk is primarily attributable to its trade and other receivables (including related parties receivables). In determining whether impairment losses should be recognized in the consolidated profit or loss, the Group's management makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for impairment is made where there is a potential loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

*(d) Going concern assumption*

The Group's management has performed an assessment of the Group's ability to continue as a going concern, which covers a period of twelve months from the reporting date, based on certain identified events and conditions that, individually or collectively, may cast significant doubt on the Group's ability to continue as a going concern.

The Group's management has prepared its cash flow forecast on a conservative basis. The forecast has been prepared taking into consideration the nature and condition of the business, the degree to which it is affected by external factors and other financial and non-financial data available at the time of preparation of such forecast and the divestment plan. Furthermore, a principal assumption underlying the preparation of these consolidated financial statements is the existence of the continued financial support being provided by the shareholders of the Company.



**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**23 Critical accounting estimates and judgments (continued)**

The Group's management is of the opinion that the Group will be able to continue its operations for the next twelve months from the reporting date and that the going concern assumption used in the preparation of these consolidated financial statements is appropriate. The appropriateness of the going concern assumption shall be reassessed at each reporting date.

*(e) Fair valuation of Bonyan*

The Group assessed the initial recognition of investment in Bonyan at its fair value. The fair value of Bonyan was determined by an independent professional valuer by using discounted cash flow model. This valuation is based upon various assumptions mainly future cash flow from project, anticipated costs and an appropriate discount rate.

The Group's management has reviewed the assumptions and methodology used by the independent professional valuer. In the Group management's opinion, these assumptions and methodologies seem reasonable at the date of recognition of investment in Bonyan.





**DANA GROUP INTERNATIONAL INVESTMENTS LIMITED**  
**(formerly Makkah & Madinah Holdings Limited) AND ITS SUBSIDIARIES**  
**NOTES TO THE FINANCIAL STATEMENTS AS AT 30<sup>TH</sup> JUNE 2016**

---

**Registered Office**

Ocean Centre  
East Bay Street  
P.O. Box SS19084  
Nassau, Bahamas

**Registered agent**

Higgs & Johnson Corporate Services Ltd.  
Ocean Centre  
East Bay Street  
P.O. Box SS19084  
Nassau, Bahamas

**Corporate Adviser and Stockbroker**

Keith Bayley Rogers & Co. Limited  
No. 1 Royal Exchange Avenue  
London EC3V 3LT  
United Kingdom

**Principal place of business**

2504 Aspect Tower  
Business Bay  
P.O. Box 128622  
Dubai-United Arab Emirates

**Registrar**

Computershare Investor Services (Jersey) Limited  
Queensway House  
Hilgrove Street,  
Jersey JE1 1ES  
Channel Islands

**Auditors of the Group**

Parker Randall – Haris & Associates Auditing  
P.O. Box 31367  
Dubai - United Arab Emirates.

