



International Holding Company PJSC

**INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS**

THREE MONTHS PERIOD ENDED 31 MARCH 2022



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**REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS
TO THE BOARD OF DIRECTORS OF INTERNATIONAL HOLDING COMPANY PJSC**

Introduction

We have reviewed the accompanying interim condensed consolidated financial statements of International Holding Company PJSC (the “Company”) and its subsidiaries (together referred to as the “Group”) as at 31 March 2022, comprising of the interim consolidated statement of financial position as at 31 March 2022, and the related interim consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the three months period then ended and explanatory notes. Management is responsible for the preparation and fair presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard 34 *Interim Financial Reporting* (“IAS 34”). Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of review

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

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not prepared, in all material respects in accordance with IAS 34, “*Interim Financial Reporting*”.

Signed by:
Anthony O’Sullivan
Partner
Ernst & Young
Registration No 687

11 May 2022
Abu Dhabi

International Holding Company PJSC

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 March 2022

		<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
	<i>Notes</i>		
ASSETS			
Non-current assets			
Property, plant and equipment	4	10,328,506	9,306,889
Intangible assets and goodwill		2,423,594	2,442,712
Right-of-use assets	5	1,118,102	970,813
Investment properties		7,901,952	7,926,902
Investment in associates and joint ventures	6	13,158,222	12,103,106
Investments in financial assets	7	1,980,565	1,143,972
Contract assets	9	659,936	659,938
Trade and other receivables		200,692	200,411
Biological assets		58,511	55,825
Due from related parties	13	950	951
Loan to related parties	13	-	20,000
Deferred tax assets		17,730	16,938
		<u>37,848,760</u>	<u>34,848,457</u>
Current assets			
Inventories		1,085,249	899,351
Development work-in-progress		1,412,001	1,349,824
Biological assets		12,457	5,363
Investment in financial assets	7	10,733,734	9,096,931
Due from related parties	13	2,173,071	1,896,162
Loan to related parties	13	1,200	6,200
Contract assets	9	5,239,337	5,201,530
Trade and other receivables		13,989,995	11,213,109
Cash and bank balances	10	19,419,389	20,246,582
		54,066,433	49,915,052
Assets held for sale	8	4,125,187	4,216,639
		<u>58,191,620</u>	<u>54,131,691</u>
TOTAL ASSETS		<u>96,040,380</u>	<u>88,980,148</u>
EQUITY AND LIABILITIES			
Equity			
Share capital	12	1,821,429	1,821,429
Merger and acquisition reserve		17,029,682	16,668,311
Statutory reserve		910,715	910,715
Cumulative changes on revaluation of investments		170,482	360,372
Currency translation reserve		(105,158)	2,038
Hedging reserve		3,922	1,627
Retained earnings		8,853,575	7,329,169
Equity attributable to owners of the Company		28,684,647	27,093,661
Non-controlling interests		31,477,294	28,938,365
Total equity		<u>60,161,941</u>	<u>56,032,026</u>

International Holding Company PJSC

INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION continued

As at 31 March 2022

		<i>(Unaudited)</i> 31 March 2022 AED'000	<i>(Audited)</i> 31 December 2021 AED'000
EQUITY AND LIABILITIES continued			
Non-current liabilities			
Employees' end of service benefit		841,084	809,804
Lease liabilities	5	1,006,673	876,906
Borrowings		8,200,536	6,793,019
Trade and other payables		87,344	65,201
Contract liabilities	14	81,817	83,663
Derivative financial instruments		14,873	19,559
Due to related parties	13	16,433	32,963
Deferred tax liabilities		<u>1,621</u>	<u>1,885</u>
		<u>10,250,381</u>	<u>8,683,000</u>
Current liabilities			
Due to related parties	13	2,422,782	2,141,128
Lease liabilities	5	127,023	117,629
Borrowings		1,375,656	1,663,542
Derivative financial instruments		30,559	26,005
Loans from related parties	13	1,007,072	1,007,072
Contract liabilities	14	2,756,044	2,762,752
Trade and other payables		<u>15,784,890</u>	<u>14,350,562</u>
		23,504,026	22,068,690
Liabilities directly associated with assets held for sale	8	<u>2,124,032</u>	<u>2,196,432</u>
		<u>25,628,058</u>	<u>24,265,122</u>
Total liabilities		<u>35,878,439</u>	<u>32,948,122</u>
TOTAL EQUITY AND LIABILITIES		<u>96,040,380</u>	<u>88,980,148</u>



Chief Financial Officer



Managing Director



Chairman

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

International Holding Company PJSC

INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS (UNAUDITED)

For the three months period ended 31 March 2022

	Notes	<i>Three months period ended 31 March</i>	
		2022 AED'000	2021 AED'000
Revenue	15	10,492,754	2,276,296
Cost of revenue		<u>(7,065,480)</u>	<u>(1,322,319)</u>
GROSS PROFIT		3,427,274	953,977
General and administrative expenses		(618,726)	(195,515)
Selling and distribution expenses		(37,524)	(25,810)
Share of profit from investment in associates and joint ventures	6	201,339	442,094
Investment and other income		708,641	321,699
Gain on acquisition of subsidiaries	11.2	249	5,273
Gain on disposal of a subsidiary		-	6,411
Finance costs		<u>(129,865)</u>	<u>(12,627)</u>
Profit before tax		3,551,388	1,495,502
Taxation		<u>(6,216)</u>	<u>65</u>
Profit for the period		<u>3,545,172</u>	<u>1,495,567</u>
Attributable to:			
Owners of the Company		1,600,095	1,332,672
Non-controlling interests		<u>1,945,077</u>	<u>162,895</u>
Profit for the period		<u>3,545,172</u>	<u>1,495,567</u>
Basic earnings per share (AED)	16	<u>0.88</u>	<u>0.73</u>

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

International Holding Company PJSC

INTERIM CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

For the three months period ended 31 March 2022

	<i>Three months period ended 31 March</i>	
	2022	2021
Notes	<i>AED'000</i>	<i>AED'000</i>
Profit for the period	3,545,172	1,495,567
Other comprehensive (loss) income:		
<i>Items that may be reclassified subsequently to profit or loss:</i>		
Foreign exchange difference on translation of foreign operations	(214,437)	286
Change in fair value of hedging instruments	7,379	-
Change in the fair value of financial assets carried at fair value through other comprehensive income classified as assets held-for-sale	(12,507)	-
Share of other comprehensive income of associates and joint ventures	6 (33,266)	-
<i>Items that will not be reclassified subsequently to profit or loss:</i>		
Change in the fair value of financial assets carried at fair value through other comprehensive income	7.1 <u>(169,299)</u>	<u>38,349</u>
Total other comprehensive (loss) income	<u>(422,130)</u>	<u>38,635</u>
Total comprehensive income for the period	<u>3,123,042</u>	<u>1,534,202</u>
Attributable to:		
Owners of the Company	1,305,304	1,371,268
Non-controlling interests	<u>1,817,738</u>	<u>162,934</u>
	<u>3,123,042</u>	<u>1,534,202</u>

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

International Holding Company PJSC

INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)

For the Three months period ended 31 March 2022

	<i>Attributable to equity holders of the Company</i>									
	<i>Share capital AED '000</i>	<i>Merger and acquisition reserve AED '000</i>	<i>Statutory reserve AED '000</i>	<i>Cumulative changes on revaluation of investments AED '000</i>	<i>Currency translation reserve AED '000</i>	<i>Hedging reserve AED '000</i>	<i>Retained earnings AED '000</i>	<i>Total AED '000</i>	<i>Non controlling-interests AED '000</i>	<i>Total equity AED '000</i>
Balance at 1 January 2021 (audited)	1,821,429	2,119,615	332,085	49,322	969	-	3,145,427	7,468,847	353,086	7,821,933
Profit for the period	-	-	-	-	-	-	1,332,672	1,332,672	162,895	1,495,567
Other comprehensive income for the period	-	-	-	<u>38,349</u>	<u>247</u>	-	-	<u>38,596</u>	<u>39</u>	<u>38,635</u>
Total comprehensive income for the period	-	-	-	38,349	247	-	1,332,672	1,371,268	162,934	1,534,202
Business combination of entities under common control	-	162,965	-	-	-	-	-	162,965	108,644	271,609
Acquisition of subsidiaries	-	-	-	-	-	-	-	-	33,532	33,532
Dividend paid to non-controlling interest	-	-	-	-	-	-	-	-	(36,000)	(36,000)
Capital injection by non-controlling interest	-	-	-	-	-	-	-	-	<u>267</u>	<u>267</u>
Balance at 31 March 2021 (unaudited)	<u>1,821,429</u>	<u>2,282,580</u>	<u>332,085</u>	<u>87,671</u>	<u>1,216</u>	-	<u>4,478,099</u>	<u>9,003,080</u>	<u>622,463</u>	<u>9,625,543</u>
Balance at 1 January 2022 (audited)	1,821,429	16,668,311	910,715	360,372	2,038	1,627	7,329,169	27,093,661	28,938,365	56,032,026
Profit for the period	-	-	-	-	-	-	1,600,095	1,600,095	1,945,077	3,545,172
Other comprehensive loss for the period	-	-	-	<u>(189,890)</u>	<u>(107,196)</u>	<u>2,295</u>	-	<u>(294,791)</u>	<u>(127,339)</u>	<u>(422,130)</u>
Total comprehensive income for the period	-	-	-	(189,890)	(107,196)	2,295	1,600,095	1,305,304	1,817,738	3,123,042
Business combination of entities under common control (note 11.1)	-	366,821	-	-	-	-	-	366,821	499,780	866,601
Acquisition of subsidiaries (note 11.2)	-	-	-	-	-	-	-	-	28,680	28,680
Additional non-controlling interest from acquisitions of subsidiaries at Group level	-	-	-	-	-	-	(8,967)	(8,967)	308,298	299,331
Disposal of partial interest in subsidiaries (note 11.3)	-	(105,677)	-	-	-	-	159,340	53,663	211,365	265,028
Acquisition of non-controlling interest (note 11.4)	-	100,227	-	-	-	-	(226,062)	(125,835)	(139,293)	(265,128)
Dividend paid to non-controlling interest	-	-	-	-	-	-	-	-	<u>(187,639)</u>	<u>(187,639)</u>
Balance at 31 March 2022 (unaudited)	<u>1,821,429</u>	<u>17,029,682</u>	<u>910,715</u>	<u>170,482</u>	<u>(105,158)</u>	<u>3,922</u>	<u>8,853,575</u>	<u>28,684,647</u>	<u>31,477,294</u>	<u>60,161,941</u>

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

International Holding Company PJSC

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

For the three months period ended 31 March 2022

	Notes	<i>Three months period ended 31 March</i>	
		2022 AED'000	2021 AED'000
OPERATING ACTIVITIES			
Profit before tax		3,551,388	1,495,502
Adjustments for:			
Depreciation of property, plant and equipment and right-of-use asset		287,136	34,442
Amortisation of intangible assets		50,118	7,316
Depreciation of investment properties		45,842	13,181
Amortisation of biological asset		3	614
Share of profit from investment in associates and joint ventures	6	(201,339)	(442,094)
Change in the fair value of financial assets carried at fair value through profit or loss	7.2	(343,425)	(286,214)
Gain on acquisition of subsidiaries	11.2	(249)	(5,273)
Gain on disposal of a subsidiary		-	(6,411)
Change in fair value of biological assets		(70)	-
Loss on sale of biological assets		1,823	-
Provision for employees' end of service benefit		56,038	16,406
Gain on disposal of property, plant and equipment		(5,305)	(757)
Loss on disposal of a joint venture	6	510	-
Allowance for slow moving inventories		14,227	1,815
(Reversal of) allowance for expected credit losses		(4,071)	2,790
Unwinding of long-term receivables		-	(11,285)
Covid-19 rent concessions	5	(356)	-
Interest and dividend income		(186,006)	(8,968)
Finance costs		129,865	12,627
Operating cash flows before working capital changes		3,396,129	823,691
Working capital changes:			
(Increase) decrease in inventories		(77,913)	19,054
Increase in biological assets		(4,858)	(716)
Decrease in due from related parties		91,956	4,738
Decrease in loan to related parties		25,000	-
Increase in trade and other receivables and contract assets		(1,623,432)	(3,680,332)
Increase in development work in progress		(62,177)	(4,442)
Increase in assets held for sale		(91,523)	-
Decrease in due to related parties		(265,160)	(22,931)
Increase in trade and other payables		885,815	3,624,537
Cash generated from operations		2,273,837	763,599
Employees' end of service benefit paid		(35,764)	(11,418)
Tax paid		(7,272)	(1,779)
Finance costs paid		(124,814)	(8,079)
Net cash generated from operating activities		2,105,987	742,323

International Holding Company PJSC

INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED) continued For the three months period ended 31 March 2022

	Notes	<i>Three months period ended 31 March</i>	
		2022 AED'000	2021 AED'000
INVESTING ACTIVITIES			
Movement in term deposits with original maturities of more than three months		(397,454)	(55,990)
Additions to property, plant and equipment	4	(333,392)	(97,997)
Additions to intangible assets		(5,987)	(99)
Proceeds from sale of property, plant and equipment		27,337	20,173
Acquisition of associates and joint ventures	6	(912,493)	-
Additions to investment properties		(21,757)	(5,201)
Dividends received from associates and joint ventures	6	-	552,424
Proceed from disposal of a subsidiary, net of cash disposed		-	305,848
Payment against acquisition of subsidiaries, net of cash acquired	11.2	(102,068)	(34,013)
Business combination of entities under common control	11.1	77,640	86,807
Purchase of investment in financial assets	7.1 & 7.2	(2,542,490)	(67,931)
Advance paid to purchase investments		(735,000)	-
Proceed from sale of investment in financial assets	7.2	962,467	-
Movement in clients' deposits		(443,889)	(1,168,573)
Interest and dividends received		<u>186,006</u>	<u>8,968</u>
Net cash used in investing activities		<u>(4,241,080)</u>	<u>(455,584)</u>
FINANCING ACTIVITIES			
Net proceeds from bank borrowings		756,818	26,415
Dividends paid to non-controlling interest		(187,639)	(36,000)
Repayment of lease liabilities	5	<u>(47,380)</u>	<u>(9,807)</u>
Net cash generated from (used in) financing activities		<u>521,799</u>	<u>(19,392)</u>
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS DURING THE PERIOD		(1,613,294)	267,347
Cash and cash equivalents at beginning of the period		16,034,057	2,300,685
Effect of foreign exchange rate changes		<u>(178,937)</u>	<u>287</u>
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	10	<u>14,241,826</u>	<u>2,568,319</u>

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

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

1 GENERAL INFORMATION

International Holding Company PJSC (the “Company”) is a Public Shareholding Company incorporated in Abu Dhabi by an Emiri Decree No.15 issued by His Highness The Ruler of Abu Dhabi on 23 November 1998.

The registered office of the Company is P.O. Box 32619, Abu Dhabi, United Arab Emirates. Royal Group Holding LLC is the Ultimate Parent of the Company.

These interim condensed consolidated financial statements include the results of operations and financial position of International Holding Company PJSC (the “Company”) and its subsidiaries (together referred to as the “Group”). The main activities of the Group are:

- management services and investing in diversified projects;
- trading and importing of food items, including fresh consumables, canned, preserved and frozen foods and providing catering, re-packaging and wrapping services;
- rearing, hatching, feed processing and sale of poultry products and providing other farming and livestock related services;
- sport enterprises investment, institution, management services;
- management of cinema shows;
- installation, repair and maintenance of district cooling and air conditioning;
- buying, selling, leasing and other management and development related services of plots and real estate;
- performing technical, commercial and contracting services related to marine works;
- importing, maintaining, trading and other services relating to spare parts, industrial machineries and equipment;
- medical and health care services including management of testing laboratories with their related logistics, operating medical laboratories, distributing medical supplies and devices and management of hospitals and medical clinics;
- wholesale and trading of cosmetics, personal care and other grooming related services;
- motorcycle trading, repairing and rentals;
- engineering and construction contracting relating to all types of buildings, infrastructure development, earth and civil works;
- engineering, procurement and dredging contracts and associated land reclamation works in the territorial waters of different countries;
- oil and gas transmission engineering consultancy oil and gas productions facilities operations and management services;
- Islamic banking and financial services including shariah compliant loans and deposits;
- tourism related investments, development and management;
- forestry and natural vegetation management including farming, agricultural related investments and management;
- manufacturing and supply of concrete and other industrial products including installation and fabrication of aluminium and glass panels;
- organisation and event management, newspaper advertisement and other services related to advertisement designing and production;
- coaching and training of motor vehicle drivers and management of driving license issuance related services; and
- Clinkers and hydraulic cements manufacturing, whole sale of cement products trading.

The interim condensed consolidated financial statements were approved by the Board of Directors and authorised for issue on 11 May 2022.

2 BASIS OF PREPARATION

2.1 Statement of compliance

These interim condensed consolidated financial statements have been prepared in accordance with International Accounting Standard (“IAS”) 34, Interim Financial Reporting.

31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.1 Statement of compliance continued

The interim condensed consolidated financial statements do not include all information and disclosures required in the annual consolidated financial statements prepared in accordance with International Financial Reporting Standards, and should be read in conjunction with the Group's annual consolidated financial statements as at 31 December 2021. In addition, results for the period ended 31 March 2022 are not necessarily indicative of the results for the year ending 31 December 2022.

These interim condensed consolidated financial statements have been prepared on the historical cost basis, except for investments in financial assets, biological assets and derivative financial instruments which are stated fair value.

The interim condensed consolidated financial statements are presented in United Arab Emirates Dirhams (AED), which is the presentation currency of the Group and the functional currency of the Company. All the values are rounded to the nearest thousand (AED '000) except when otherwise indicated.

2.2 Basis for consolidation

The interim condensed consolidated financial statements of the Group comprise the financial information of the Company and its subsidiaries.

Control is achieved when the Group:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Group has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally.

The Group considers all relevant facts and circumstances in assessing whether or not the Group's voting rights in an investee are sufficient to give it power, including:

- the size of the Group's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Group, other vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Group has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the period are included in the interim condensed consolidated statement of profit or loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognised in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRSs). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under IFRS 9, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Details of the Company's subsidiaries as at 31 March 2022 and 31 December 2021 were as follows:

<i>Name of subsidiary</i>	<i>Place of incorporation and operation</i>	<i>Principal activities</i>	<i>Proportion of ownership interest and voting power held</i>	
			<i>2022</i>	<i>2021</i>
IHC Holdings RSC Limited	United Arab Emirates	Investment Company.	100%	100%
IHC Companies Management LLC	United Arab Emirates	Commercial enterprises investments, institution and management.	100%	100%
IHC Utilities Holding LLC	United Arab Emirates	Commercial enterprises investments, institution and management.	100%	100%
IHC Real Estate Holding LLC	United Arab Emirates	Commercial enterprises investments, institution and management.	100%	100%
IHC Digital Holding LLC	United Arab Emirates	Commercial enterprises investments, institution and management.	100%	100%
IHC Industrial Holding LLC	United Arab Emirates	Commercial enterprises investments, institution and management.	100%	100%
IHC Food Holding LLC	United Arab Emirates	Management and operations of public utilities, restaurant management, commercial enterprises investments, institution and management.	100%	100%
IHC Capital Holding LLC	United Arab Emirates	Commercial enterprises investments, institution and management.	100%	100%
IHC Education Holding LLC	United Arab Emirates	Education services enterprises investment, institution and management.	100%	100%
IHC Healthcare Holding LLC	United Arab Emirates	Health Services Enterprises Investment, Institution and management.	100%	100%
IHC West Investment - Sole Proprietorship LLC	United Arab Emirates	Agricultural, commercial and industrial enterprises investment, institution and management.	100%	100%
Reset Energy LLC (i)	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	65%	-

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

<i>Name of subsidiary</i>	<i>Place of incorporation and operation</i>	<i>Principal activities</i>	<i>Proportion of ownership interest and voting power held</i>	
			<i>2022</i>	<i>2021</i>
Diqa Technologies Limited** (i)	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	45%	-
ESG Emirates Stallions Group PJSC	United Arab Emirates	Buying, selling and dividing plots and real estate management and developing and leasing of real estate.	85%	85%
Asmak Al Arab Co. LLC	Kingdom of Saudi Arabia	Wholesale and retail trading of fish, shrimps and other fresh, chilled and frozen aquatic and importing and exporting of those products. Farming of fish, shrimps and other aquatic. Wholesale and retail trading in property, plant and equipment of fish farming.	80%	80%
Palms Sports PJSC	United Arab Emirates	Providing sport enterprises investment, institution and management.	75.36%	75.36%
Ghitha Holding PJSC (formerly "Zee Store PJSC")	United Arab Emirates	Trading and import of fresh consumables, canned, preserved and frozen foods.	74.41%	74.41%
Cine Royal Cinema LLC	United Arab Emirates	Establishment, management services, sale of food and cafeteria items and cinema shows.	100%	100%
International Securities LLC	United Arab Emirates	Share brokerage services.	100%	100%
Serenity Aviation Holding LLC**	United Arab Emirates	Aviation consultancy and commercial enterprises investment, institution and management.	50%	50%
Matrix International Solutions LLC	United Arab Emirates	Commercial enterprises investments, institution and management.	80%	80%
Multiply Group PJSC**	United Arab Emirates	Advertisement, designing and production services and motor vehicles driving training and installation and maintenance of district cooling and cosmetics and make-up trading.	31.77%	31.77%
Royal Technology Solutions LLC	United Arab Emirates	Computer trading, computer and data processing requisites trading, computer networks maintenance, and on-shore and off-shore oil and gas fields' services.	100%	100%
Easy Lease Motorcycle Rental PSC*	United Arab Emirates	Motorcycles trading, motorcycles repairing and motorcycles rental.	49.57%	49.57%
Sanimed International Lab and Management LLC	United Arab Emirates	Pharmaceutical studies and researches, development and innovation in chemical solutions, geological and geophysical consultancy, studies and researches.	80%	80%
Quant Lase Lab LLC	United Arab Emirates	Development and innovation in chemical solutions, innovation in creating test equipment and solutions for identifying SARS-COV2 infection and related infections.	80%	80%
Al Seer Marine Supplies and Equipment Company PJSC**	United Arab Emirates	Importing, maintaining and trading of marine machinery and equipment.	44.96%	44.96%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
Qausar Energy Limited**	United Arab Emirates	Consultancy, research and development and testing with respect of energy generation.	50%	50%
Alpha Technologies Limited**	United Arab Emirates	Consultancy, research and development and testing with respect of energy generation.	50%	50%
Tamouh Healthcare Group LLC	United Arab Emirates	Medical services related to COVID-19.	100%	100%
West Investments SPV RSC Ltd.	United Arab Emirates	Investment Company.	100%	100%
Fooj Fire Fighting Services LLC	United Arab Emirates	Trading of firefighting and resistant material and management of firefighting stations.	75%	75%
Retiro Properties LLC	United Arab Emirates	Real estate enterprises investment development, institution and management.	100%	100%
Playa Properties LLC	United Arab Emirates	Real estate enterprises investment development, institution and management.	100%	100%
Shory Technology LLC	United Arab Emirates	Information Technology Network Services.	70%	70%
Alpha Dhabi Holding PJSC**	United Arab Emirates	Manage a diverse portfolio of businesses in the UAE and abroad, primarily through its subsidiaries.	45.41%	45.41%
Afkar Financial & Property Investments LLC	United Arab Emirates	Commercial enterprise investment, institution and management, companies' representation, and real estate enterprise investment and development.	60%	60%
CH Artillgence LLC	United Arab Emirates	Investment holding company.	100%	100%
Q Holding PSC (formerly "Al Qudra Holding PJSC")	United Arab Emirates	Commercial Enterprises Investment, Institution and Management and investment in properties.	68.37%	67.9%
Rebound Limited	United Arab Emirates	Facilitating global trade of recycled plastic.	100%	100%
Theta Bidco Limited	England	Investment Holding Company.	70%	70%
Apex Investment PSC (formerly "Ras Al Khaimah Cement Investment PJSC") (ii)	United Arab Emirates	Commercial enterprises investment, institution and management.	51.57%	-
Tamween Companies Management LLC (i)	United Arab Emirates	Commercial enterprises investment, institution and management	100%	-
<i>Below are the subsidiaries of ESG Emirates Stallions Group PJSC:</i>				
Abu Dhabi Land General Contracting LLC	United Arab Emirates	Technical, commercial and contracting services specifically marine work contract.	100%	100%
Gulf Dunes Landscaping and Agricultural Services LLC	United Arab Emirates	Landscaping design and execution.	100%	100%
Century Real Estate Management LLC	United Arab Emirates	Labour camp management.	79.85%	79.85%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of ESG Emirates Stallions Group PJSC:</i> continued				
Royal Architect Project Management LLC	United Arab Emirates	Architectural engineering consultancy, construction projects management consultancy.	100%	100%
Royal Development Company LLC	United Arab Emirates	Real estate development construction.	100%	100%
Royal Development Company d.o.o Beograd - Vracar	Serbia	Hotel accommodation.	100%	100%
ESG Companies Management - SP LLC	United Arab Emirates	Commercial Enterprises Investment, Institution and Management.	100%	100%
ESG Capital Holding LLC	United Arab Emirates	Commercial Enterprises Investment, Institution & Management.	100%	100%
Anse La Mouche Property Development LLC	United Arab Emirates	Real estate enterprises investment development, institution and management.	99.99%	99.99%
WFC Holding - Sole Proprietorship LLC	United Arab Emirates	Commercial Enterprises Investment, Institution and Management.	70%	70%
ESG Agro LLC (i)	United Arab Emirates	Agricultural Enterprises Investment, Institution and Management	100%	-
<i>Below are the subsidiaries of WFC Holding - sole proprietorship LLC:</i>				
Workforce Connexion LLC	United Arab Emirates	Supply of on-demand labors, human service delivery of medical cadres and onshore and offshore oil and gas fields and facilities services.	100%	100%
Corporate Solutions Consultants LLC	United Arab Emirates	Human resources and administrative consultancy, onshore and offshore oil and gas fields and facilities services.	100%	100%
Multi Serve Typing and Transactions Follow Up LLC	United Arab Emirates	Typing, documents photocopying and transactions follow up services.	100%	100%
Tamouh Integrated Business Services LLC	United Arab Emirates	Resort and furnished residences leasing.	100%	100%
Connect Outsourcing Temporary Employment LLC	United Arab Emirates	Employees provision services and onshore and offshore oil and gas fields and facilities services	100%	100%
<i>Below are the subsidiaries of Tamween Companies Management LLC:</i>				
Al Jaraf Fisheries LLC (ii)	United Arab Emirates	Food and Beverages trading	100%	-
Mirak Royal Nature Fruit and Vegetables LLC (ii)	United Arab Emirates	Food and Beverages trading	80%	-
Abu Dhabi Vegetable Oil Co (ADVOC) (ii)	United Arab Emirates	Industrial Cooperative marketing	75%	-
<i>Below are the subsidiaries of Al Jaraf Fisheries LLC:</i>				
Pristine Caviar SP LLC	United Arab Emirates	Food and Beverages trading	100%	-
Emirates Fish Farms SP LLC	United Arab Emirates	Food and Beverages trading	100%	-
<i>Below are the subsidiaries of Ghitha Holding PJSC (formerly "Zee Store PJSC"):</i>				
Mega Logistics Park Warehouses Management - Sole Proprietorship LLC	United Arab Emirates	Storehouses and warehouses management and operations.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

<u>Name of subsidiary</u>	<u>Place of incorporation and operation</u>	<u>Principal activities</u>	<u>Proportion of ownership interest and voting power held</u>	
			<u>2022</u>	<u>2021</u>
<u>Below are the subsidiaries of Ghitha Holding PJSC (formerly "Zee Store PJSC"):</u> continued				
Tamween Group LLC	United Arab Emirates	Holding Company.	100%	100%
Royal Horizon Holding LLC	United Arab Emirates	Holding Company.	60%	60%
Zee Stores International LLC	United Arab Emirates	Wholesale of food and non-food items, including fresh consumables, canned, preserved and frozen foods and providing re-packaging and wrapping services.	100%	100%
<u>Below are the subsidiaries of Royal Horizon Holding LLC:</u>				
Overseas Foodstuff Trading – Sole Proprietorship LLC	United Arab Emirates	Importing and wholesale of canned and preserved foodstuff trading.	100%	100%
Royal Horizon General Trading – Sole Proprietorship LLC	United Arab Emirates	General trading, retail sale of computer system and software, wholesale of canned and preserved foodstuff trading, importing and exporting, packaging and wrapping of foodstuff.	100%	100%
Royal Horizon Faza Stores LLC	United Arab Emirates	Retail and wholesale consumer stores.	100%	100%
Al Ufuq Almalaki General Trading - Sole Proprietorship LLC	United Arab Emirates	General trading, importing, exporting, retail sale of wood products.	100%	100%
<u>Subsidiaries of Tamween Group LLC:</u>				
Al Ajban Poultry LLC	United Arab Emirates	Rearing, hatching, feed processing and sale of poultry products.	100%	100%
Alliance Foods Co. LLC	United Arab Emirates	Trading, processing and packing of seafood products.	100%	100%
AGRINV SPV RSC	United Arab Emirates	Investment Company.	100%	100%
<u>Subsidiary of AGRINV SPV RSC:</u>				
Al-Hashemiya for Land Reclamation and Cultivation S.A.E.	Egypt	Land cultivation, land-reclaimed farming, raising all kinds of livestock and sheep produced and providing other farming and livestock related services.	99.99%	99.99%
<u>Below are the subsidiaries of Multiply Group PJSC:</u>				
Multiply Companies Management - Sole Proprietorship LLC	United Arab Emirates	Management Services of Companies and Private Institutions.	100%	100%
MG Communications Holding LLC	United Arab Emirates	Investing establishing and managing technology projects. Commercial and Industrial Enterprises Investment, Institution and Management.	100%	100%
MG Wellness Holding LLC	United Arab Emirates	Health, Commercial and Real Estate Services Enterprises Investment, Institution and Management.	100%	100%
MG Digital Holding LLC	United Arab Emirates	Investing establishing and managing technology projects. Commercial, Agricultural and Industrial Enterprises Investment, Institution and Management.	100%	100%
MG Utilities Holding LLC	United Arab Emirates	Infrastructure, Commercial and Real Estate Services Enterprises Investment, Institution and Management.	100%	100%
MG Ventures Holding LLC	United Arab Emirates	Commercial, Agricultural and Industrial Enterprises Investment, Institution and Management.	100%	100%
Viola Communications LLC	United Arab Emirates	Commercial publication printing.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

<i>Name of subsidiary</i>	<i>Place of incorporation and operation</i>	<i>Principal activities</i>	<i>Proportion of ownership interest and voting power held</i>	
			<i>2022</i>	<i>2021</i>
<i>Below are the subsidiaries of Multiply Group PJSC:</i> continued				
Spranza Commercial Investment - Sole Proprietorship LLC	United Arab Emirates	Commercial Enterprises Investment, Institution and Management	100%	100%
Emirates Driving Company PJSC*	United Arab Emirates	Drivers training and road safety education	48.01%	48.01%
Norm Commercial Investment – Sole Proprietorship LLC	United Arab Emirates	Commercial Enterprises Investment, Institution and Management	100%	100%
PAL Cooling Holding LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
Omorfia Group LLC	United Arab Emirates	Commercial Enterprises Investment, Institution and Management.	51%	51%
<i>Below are the subsidiaries of Emirates Driving Company:</i>				
Tabieah Property Investment – Sole Proprietorship LLC	United Arab Emirates	Manage investment properties	100%	100%
<i>Below are the subsidiaries of Omorfia Group LLC:</i>				
Bedashing Holding Company LLC	United Arab Emirates	Wholesale cosmetic and make-up trading women personal care and other grooming related services.	100%	100%
Tips & Toes Beauty and Spa Centre LLC	United Arab Emirates	Ladies’ cosmetic and personal care centre, women salon, ladies oriental bath and ladies spa club.	100%	100%
Jazz Lounge Spa	United Arab Emirates	Men oriental bath, gents cosmetic and personal care centre, hair fixing centre, perfumes and cosmetic trading, gents haircutting and hairdressing salon.	100%	100%
Ben Suhail Distribution LLC	United Arab Emirates	Perfumes and cosmetic trading, beauty and personal care equipment trading, imitation jewellery trading, Soap and hair care products trading, and beauty and personal care requisites trading.	100%	100%
<i>Below are the subsidiaries of Bedashing Holding Company LLC:</i>				
Dashing International Group – Sole proprietorship LLC	United Arab Emirates	Company representation.	100%	100%
Bedashing Beauty Lounge – Sole proprietorship LLC	United Arab Emirates	Wholesale cosmetics and make-up trading, women personal care and other grooming related services.	100%	100%
Bedashing Beauty Lounge International Limited	United Arab Emirates	Wholesale cosmetics and make-up trading, women personal care and other grooming related services.	100%	100%
Nippers & Scissors training Centre – Sole Proprietorship LLC	United Arab Emirates	Wholesale cosmetics and make-up trading, women personal care and other grooming related services.	100%	100%
Dazzling Beauty Salon – Sole Proprietorship	United Arab Emirates	Women personal care and beauty and women hairdressing, trimming and styling.	100%	100%
Groovy Ladies Beauty Center	United Arab Emirates	Women personal care and beauty and women oriental bath, women haircutting and hair dressing and women massage and relaxation centre.	100%	100%
Glam & Glow Beauty Lounge – Sole Proprietorship	United Arab Emirates	Women personal care and beauty, women haircutting and hair dressing and wholesale of cosmetics and trading.	100%	100%
Stella Beauty Lounge Center	United Arab Emirates	Women personal care and beauty, women haircutting and hair dressing and retails sale of cosmetics.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

<u>Name of subsidiary</u>	<u>Place of incorporation and operation</u>	<u>Principal activities</u>	<u>Proportion of ownership interest and voting power held</u>	
			<u>2022</u>	<u>2021</u>
<u>Below are the subsidiaries of Bedashing Holding Company LLC:</u> continued				
Rose Water Ladies Salon – Sole Proprietorship LLC (ii)	United Arab Emirates	Women personal care and beauty, women hairdressing, trimming, styling and henna pigmentation	100%	-
<u>Below are the subsidiaries of Viola Communications LLC:</u>				
Purple Printing LLC	United Arab Emirates	Commercial publication printing.	100%	100%
<u>Below are the subsidiaries of PAL Cooling Holding LLC:</u>				
PAL Cooling Services LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
PAL First Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
PAL Danat Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
PAL Saraya Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
PAL Shams Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
PAL Najmat Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
PAL 4 Reem Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
PAL 4 Solar Energy LLC	United Arab Emirates	Installation and maintenance of alternative energy equipment.	100%	100%
PAL 4 Shams Cooling LLC	United Arab Emirates	Installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.	100%	100%
<u>Below are the subsidiaries of Easy Lease Motorcycle Rentals PSC:</u>				
Uplift Delivery Services LLC	United Arab Emirates	Delivery services.	67%	67%
Yellow Technologies LLC	United Arab Emirates	Computer systems & communication software trading equipment.	80%	80%
1885 Delivery Services LLC	United Arab Emirates	Delivery services.	70%	70%
<u>Below are the subsidiaries of Palm Sports PJSC:</u>				
Direct Trading LLC (ii)	United Arab Emirates	Bicycles, spare parts, sport equipment and sports wear trading	60%	-

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

<i>Name of subsidiary</i>	<i>Place of incorporation and operation</i>	<i>Principal activities</i>	<i>Proportion of ownership interest and voting power held</i>	
			<i>2022</i>	<i>2021</i>
<i>Below are the subsidiaries of Al Seer Marine Supplies and Equipment Company PJSC:</i>				
Project Ceres One Limited	Cayman Islands	Commercial vessel management.	100%	100%
Project Ceres Two Limited	Cayman Islands	Commercial vessel management.	100%	100%
Project Ceres Three Limited	Cayman Islands	Commercial vessel management.	100%	100%
Al Seer Marine Boats Building LLC	United Arab Emirates	Onshore and offshore oil and gas fields and facilities services and building of motorboats.	100%	100%
Al Seer Marine Services Company LLC	United Arab Emirates	Ship management and operations, onshore and offshore oil and gas fields and facilities services and building of motorboats. Yachts management and running.	100%	100%
Al Seer Marine Training Institute LLC	United Arab Emirates	Training and rehabilitation of marine cadres, technical training on electrical devices, computer software and security training.	100%	100%
ASM Chartering (i)	Cayman Islands	Commercial vessel management	100%	-
<i>Below are the subsidiaries of Afkar Financial & Property Investments LLC:</i>				
2XL Furniture – UAE Sharjah	United Arab Emirates	Retail trade of household and office furniture, mats, curtain and upholstery materials and interior decoration materials.	100%	100%
2XL Home LLC	United Arab Emirates	Retail trade of household and office furniture, mats, curtain and upholstery materials and interior decoration materials.	100%	100%
2XL Furnishing LLC	United Arab Emirates	Retail trade of household and office furniture, mats, curtain and upholstery materials and interior decoration materials.	100%	100%
OC Home Furniture LLC	United Arab Emirates	Retail trade of household and office furniture, mats, curtain and upholstery materials and interior decoration materials.	100%	100%
<i>Below are the subsidiaries of Apex Investment PSC:</i>				
Apex Holding LLC	United Arab Emirates	Commercial Enterprises Investment, Institution and Management	100%	60%
Ras Al Khaimah Cement Co. LLC	United Arab Emirates	Clinkers and hydraulic cement manufacturers and wholesale of cement products trading	100%	-

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of Apex Holding LLC:</i>				
Apex Alwataniah Catering Service LLC	United Arab Emirates	Food stuff catering to private and public sector organisations.	100%	100%
Boudoir Interiors LLC	United Arab Emirates	Interior design implementation works and sale of furniture.	100%	100%
The Central Tents Company LLC	United Arab Emirates	Retail sale of tents and shades and event management.	100%	100%
Apex National Investment LLC – Sole Proprietorship LLC	United Arab Emirates	Enterprises investments, institutions and management.	100%	100%
R R Facility Management SP LLC	United Arab Emirates	Building maintenance, camps and labour accommodation management, and real estate development, lease and management services.	100%	100%
Support Services and Catering LLC	United Arab Emirates	Building cleaning services	100%	100%
Apex Companies Management LLC*	United Arab Emirates	Management Services of Companies and Private Institutions.	40%	40%
Apex Alwataniah Logistics – Sole Proprietorship LLC	United Arab Emirates	Goods Air, Marine and Land Shipment Services and Customs Clearance Services.	100%	100%
Apex Construction and Development - Sole Proprietorship LLC	United Arab Emirates	Real Estate Development Construction, Commercial Enterprises Investment, Institution and Management.	100%	100%
Riva Marine General Marine Services - Sole Proprietorship LLC	United Arab Emirates	Onshore and offshore oil and gas field facilities services, marine machines and equipment repairing and maintenance.	100%	100%
Apex Padel Sport LLC - Sole Proprietorship PJSC	United Arab Emirates	Tennis Club.	100%	100%
Apex UL Investment LLC	United Arab Emirates	Commercial Enterprises Investment, Institution and Management.	51%	51%
Sky Go Transport of Goods LLC*	United Arab Emirates	Air Transport of goods unmanned aerial vehicles (drone).	50%	50%
<i>Below are the subsidiaries of Alpha Dhabi Holding PJSC:</i>				
Alpha Dhabi Industries Holding LLC	United Arab Emirates	Industrial and commercial enterprises Investment, Institution and Management.	100%	100%
Trojan Construction Group – Sole Proprietorship LLC	United Arab Emirates	Real Estate and Construction Services	100%	100%
National Marine Dredging Company PJSC	United Arab Emirates	Dredging and associated land reclamation works, civil engineering, port contracting and marine construction.	69.11%	69.11%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of Alpha Dhabi Holding PJSC:</i> continued				
Sogno Commercial Investment Sole Proprietorship	United Arab Emirates	Investment holding.	100%	100%
Sogno Two Sole Proprietorship LLC	United Arab Emirates	Investment holding.	100%	100%
Sogno Three Sole Proprietorship LLC	United Arab Emirates	Investment holding.	100%	100%
Sublime Two Sole Proprietorship LLC	United Arab Emirates	Investment holding.	100%	100%
Was Two Commercial Investment Sole Proprietorship	United Arab Emirates	Investment holding.	100%	100%
Alpha Dhabi Health Holding LLC	United Arab Emirates	Health services and commercial enterprises Investment, Institution and Management	100%	100%
Sublime Commercial Investment - Sole Proprietorship LLC	United Arab Emirates	Investment holding.	100%	100%
Alpha Dhabi Partners Holding LLC	United Arab Emirates	Commercial enterprises Investment, Institution and Management.	100%	100%
Alpha Dhabi Construction Holding LLC	United Arab Emirates	Infrastructure and commercial enterprises Investment, Institution and Management	100%	100%
Alpha Dhabi Commercial Investment- Sole Proprietorship LLC	United Arab Emirates	Industrial and commercial enterprises Investment, Institution and Management	100%	100%
Trojan General Contracting LLC	United Arab Emirates	Building projects contracting	100%	100%
Royal Advance Electro mechanical Works	United Arab Emirates	Electromechanical services	100%	100%
Al Maha Modular Industries LLC	United Arab Emirates	Ready-made building manufacturing	100%	100%
Hi-Tech Concrete Products LLC (KSA)	United Arab Emirates	Construction	100%	100%
Trojan Developments LLC	United Arab Emirates	Real Estate	100%	100%
National Projects and Construction LLC	United Arab Emirates	Construction	100%	100%
Reem Emirates Aluminum LLC	United Arab Emirates	Design, manufacture, sell and install unitised aluminium and glass curtain walls, windows, sliding doors and architectural finishes	100%	100%
Trojan Property Investments LLC	United Arab Emirates	Real estate enterprises investment, institution and management	100%	100%
Ersa General Contracting LLC	United Arab Emirates	Building projects contracting.	100%	100%
HI-Tech Concrete Products LLC	United Arab Emirates	Building and selling of properties and lands and general contracting	100%	100%
HI-Tech Emirats For General Contracting	United Arab Emirates	Building projects contracting	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of Alpha Dhabi Holding PJSC:</i> continued				
HI-Tech Line Building Construction – DXB	United Arab Emirates	Building projects contracting	100%	100%
Phoenix Timber Factory LLC	United Arab Emirates	Timber Products	100%	100%
Reem Ready Mix LLC	United Arab Emirates	Building projects contracting.	80%	60%
Alpha Dhabi Hospitality Holding LLC	United Arab Emirates	Entertainment and commercial enterprises Investment, Institution and Management	100%	100%
Mawarid Holding Investment LLC	United Arab Emirates	Forestry, tourism, and agriculture.	70%	70%
Murban Energy Limited	United Arab Emirates	Gas and oil transmission engineering consultancy and oil & gas production facilities operation and maintenance services and investment in other companies.	100%	100%
Pure Health Holding LLC (formerly “Blink Biz Holding LLC”) (v)	United Arab Emirates	Commercial Service, Real estate, Industrial, contracting and other type of business.	83.87%	70%
<i>Below are the subsidiaries of Mawarid Holding Investment LLC:</i>				
Pure Health (FZE)	United Arab Emirates	Trading in pharmaceuticals and related products	90%	90%
Pure Health Medical Supplies (FZE)	United Arab Emirates	General trading and trading in pharmaceuticals and related products.	90%	90%
Pure CS IT Infrastructure LLC	United Arab Emirates	IT Infrastructure.	90%	90%
Pure Health Medical Billing Services LLC	United Arab Emirates	Medical billing services.	90%	90%
Union Health Facilities Management LLC	United Arab Emirates	Facilities management services.	90%	90%
Pure Health Investment – Sole Proprietorship LLC	United Arab Emirates	Health, Commercial and Industrial Services Enterprises Investment, Institution and Management.	100%	100%
Mawarid Centre for Research and Scientific Laboratories LLC	United Arab Emirates	Veterinarian hospital and research activities.	100%	100%
Mawarid Al Muthaida Investment owned by Mawarid Holding Investment – Sole Proprietorship LLC	United Arab Emirates	Investment, and management of tourist enterprises, commercial and industrial enterprises and agricultural enterprises.	100%	100%
Aqua Power Technology LLC	United Arab Emirates	Trading in agricultural machinery, equipment and supplies.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of Mawarid Holding Investment LLC:</i> continued				
Barari Natural Resources LLC	United Arab Emirates	Forest and park management, parks construction and maintenance and trading in agricultural machinery.	100%	100%
Campaign facilities management services LLC	United Arab Emirates	Facilities management services.	100%	100%
Dicon Investment LLC	United Arab Emirates	Investment in industrial, agricultural and commercial enterprises and management.	100%	100%
Best Twasol Government Services LLC	United Arab Emirates	Administrative services, businessmen services, Transaction's follow-up services, non-specialised facilities management, Typing and documents photocopying services.	100%	100%
Dicon of Twafouq Services LLC	United Arab Emirates	Operating TWA-FOUQ service centres that are licensed by the Ministry of Human Resources & Emiratization (MOHRE).	100%	100%
Info Nine Smart Solutions LLC	United Arab Emirates	Designing computer systems and communication equipment.	80%	80%
Twasol Business Men Service LLC – Dubai	United Arab Emirates	Administrative services, businessmen services, Transaction's follow-up services, non-specialised facilities management, Typing and documents photocopying services.	100%	100%
Twasol Business Men Service LLC – Ajman	United Arab Emirates	Administrative services, businessmen services, Transaction's follow-up services, non-specialised facilities management, Typing and documents photocopying services.	100%	100%
Twasol Business Men Service LLC – Br Abu Dhabi	United Arab Emirates	Administrative services, businessmen services, Transaction's follow-up services, non-specialised facilities management, Typing and documents photocopying services.	100%	100%
Al Forsan Tadbeer Centre LLC – Dubai	United Arab Emirates	Administrative services, businessmen services, Transaction's follow-up services, non-specialised facilities management, Typing and documents photocopying services.	100%	100%
Al Tawasol Al Mutamiz Guidance LLC	United Arab Emirates	Workers and employee's guidance centre	100%	100%
Emirates Safety Laboratory LLC	United Arab Emirates	Compliance certification for building construction products.	100%	100%
Two Five 55 Healthcare Investment LLC	United Arab Emirates	Investment in commercial enterprise & management and healthcare enterprise and development.	90%	90%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of Mawarid Holding Investment LLC:</i> continued				
Al Forsan Tadbeer Centre LLC – Abu Dhabi	United Arab Emirates	Administrative and business services	100%	100%
Al Forsan Tadbeer Centre LLC – Ajman	United Arab Emirates	Administrative and business services	100%	100%
Mawarid Hotels and hospitality LLC	United Arab Emirates	Management of Hotels, tourist resorts and hotel apartments.	100%	100%
Mawarid International Development Company LLC	United Arab Emirates	Real estate development construction, consultancy project development and project management services. Investment, institution and management of tourist, entertainment, and real estate enterprises.	100%	100%
Mawarid Nurseries LLC	United Arab Emirates	Growers and importers of all kinds of ornamental plants with most species of palms, trees, shrubs, ground covers and fruit plants in its portfolio.	100%	100%
Mawarid Security Services LLC	United Arab Emirates	General security services and public security guarding services.	100%	100%
Mawarid Services Company LLC	United Arab Emirates	Facilities management services, commercial enterprises investment, land reclamation for agricultural purposes, wholesale of plants and trees saplings trading, fighting agricultural epidemics, agricultural enterprise investment, institution and management tourist enterprises investment.	100%	100%
Telal Resort LLC	United Arab Emirates	Management and development of hotels, resorts, and other tourist enterprises; operation of hunting preservations for sport purposes; and investment in, incorporation and management of tourist enterprises	100%	100%
Magenta Investments LLC	United Arab Emirates	Investment in healthcare enterprises & development and commercial enterprises & management	80%	80%
Pure Capital Investment LLC	United Arab Emirates	Investment in Commercial Enterprises & Management	90%	90%
<i>Below are the subsidiaries of Murban Energy Limited:</i>				
Murban BVI Holding Inc (BVI)	British Virgin Islands	Holding company	100%	100%
Sitax Investment Ltd (BVI)	British Virgin Islands	Holding company	100%	100%
Sitax Holding Ltd (BVI)	British Virgin Islands	Holding company	100%	100%
I & T Management Private Limited	Maldives	Tourist resort operation	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

<i>Name of subsidiary</i>	<i>Place of incorporation and operation</i>	<i>Principal activities</i>	<i>Proportion of ownership interest and voting power held</i>	
			<i>2022</i>	<i>2021</i>
<i>Below are the subsidiaries of Murban Energy Limited: continued</i>				
Hill View (Seychelles) Limited	Seychelles	Hotel resort	100%	100%
Lindere Villa Limited	Seychelles	Management of presidential villas.	100%	100%
M Commodities – Sole Proprietorship LLC	United Arab Emirates	General Trading	100%	100%
Murban Investment Limited – Sole Proprietorship LLC	British Virgin Islands	Investment Holding	100%	100%
Etiihad International Hospitality LLC	United Arab Emirates	Hospitality services, indoor cleaning services, cleaning of interface building, onshore and offshore gas field and facilities services and foodstuff catering.	100%	100%
Int'l Fresh Harvest Fruits and Vegetables Trading – Sole Proprietorship LLC	United Arab Emirates	Trading of foodstuff	100%	100%
Abu Dhabi United Hospitality-Sole Proprietorship LLC	United Arab Emirates	Tourist enterprise investment, institution and management, restaurants management, land and real estate purchase and sale, real estate lease and management services, foodstuff catering.	100%	100%
Le Noir Cafe – Sole Proprietorship LLC	United Arab Emirates	Foodstuff catering, hospitality services and restaurants.	100%	100%
St. Regis Saadiyat Island Resort Abudhabi	United Arab Emirates	Hotels.	100%	100%
Al Wathba A Luxury Collection Desert Report & Spa – Sole Proprietorship LLC	United Arab Emirates	Fitness club, relaxation and massage centre.	100%	100%
Magenta Medical Investment LLC	United Arab Emirates	Investment in healthcare enterprises & development.	80%	80%
Magenta Medical Requisites Trading LLC	United Arab Emirates	Trading of paper products, medical and surgical articles & requisites, laboratories tools & requisites, pharmaceutical products and equipment for people of determination.	80%	80%
Magenta International Investment LLC	United Arab Emirates	Holding Company	80%	80%
Magenta Pharma Medical Trading LLC	United Arab Emirates	Medical Equipment Trading	80%	80%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of Murban Energy Limited:</i> continued				
Emirates Gateway Security Services LLC	United Arab Emirates	Public security guarding services, onshore and offshore oil and gas fields and facilities services.	95%	95%
Sandstorm Motor Vehicles Manufacturing LLC	United Arab Emirates	Motor vehicles manufacturing.	65%	65%
Branch of Trojan General Contracting	Chechnya, Russia	Hotel.	100%	100%
C D Properties – Sole Proprietorship LLC	United Arab Emirates	Investment Holding	100%	100%
<i>Below are the subsidiaries of Pure Health Holding LLC:</i>				
Pure Health Medical Supplies LLC	United Arab Emirates	Health care technology and management services.	73%	63%
Tamouh Healthcare LLC	United Arab Emirates	Health Services enterprises Investment, institution and management. Tourist services investment, institution and management	100%	100%
YAS Clinic Group Sole Proprietorship LLC (ii)	United Arab Emirates	Health Services enterprises Investment, institution and management. Tourist services investment, institution and management	100%	-
<i>Below are the subsidiaries of Pure Health Medical Supplies LLC:</i>				
Pure Investment LLC	United Arab Emirates	Health services enterprises investment, institution and management company.	100%	100%
Pure Health Capital LLC	United Arab Emirates	Commercial enterprises investment, institution and management company.	100%	100%
Pure Lab LLC	United Arab Emirates	Health services enterprises investment, institution and management company.	100%	100%
Union Health Facilities Management LLC	United Arab Emirates	Commercial enterprises investment, institution and management company.	100%	100%
Dawak Healthcare Supplies LLC	United Arab Emirates	Commercial enterprises investment, institution and management company.	100%	100%
Telldoc Technology LLC	United Arab Emirates	Investment, establishment and management of technology projects company.	100%	100%
Medclaim Billing Services LLC	United Arab Emirates	Health services enterprises investment, institution and management company.	100%	100%
Pure Health Facilities Management LLC	United Arab Emirates	Health services enterprises investment, institution and management company.	100%	100%
One Health LLC	United Arab Emirates	Health services and commercial enterprises investment, institution and management company. health treatment undertaking services company.	100%	100%
The Medical Office Facilities Management LLC	United Arab Emirates	Health services enterprises investment, institution and management company. health treatment undertaking services company.	100%	100%
Pure Care Facilities Management LLC	United Arab Emirates	Commercial enterprises investment, institution and management company. management and operation of public utilities company.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of Pure Health Medical Supplies LLC:</i> continued				
Rafed Healthcare Supplies LLC	United Arab Emirates	Wholesale trading of medical equipment, medications, medical gas and medical storehouse.	100%	100%
Union 71 Medical Facilities Management LLC	United Arab Emirates	Management of medical facilities.	100%	100%
Pure Health Investment – Sole Proprietorship LLC	United Arab Emirates	Health, commercial and industrial services enterprises investment, institution and management.	100%	100%
<i>Below are the subsidiaries of Tamouh Healthcare LLC:</i>				
Medi Q Healthcare LLC	United Arab Emirates	Investment, incorporation and management of healthcare service projects.	51%	51%
Somerian Health LLC	United Arab Emirates	Health services and commercial enterprises investment, institution and management	51%	51%
Protect 7 Health Care - Sole Proprietorship LLC (ii)	United Arab Emirates	Retail sale of medical equipment and apparatuses.	100%	-
Society Travel L.L.C.(i)	United Arab Emirates	Health Services enterprises Investment, institution and management. Tourist services investment, institution and management	100%	-
INOCHI Healthcare Sole Proprietorship LLC (i)	United Arab Emirates	Health Services enterprises Investment, institution and management.	100%	-
American Crescent Health Care Centre - Sole Proprietorship LLC (ii)	United Arab Emirates	Medical Complex, Onshore and Offshore Oil and Gas Fields and Facilities Services	100%	-
Genqore Drug Store L.L.C (ii)	United Arab Emirates	Para Pharmaceutical Products Trading, Beauty and personal care Requisites Trading, Baby Care Requisites Trading, Soap & Hair Care Products Trading, Medical, Surgical Equipment Trading, Laboratories Tools & Requisites Trading	90%	-
<i>Below are the subsidiaries of National Marine Dredging Company PJSC:</i>				
National Petroleum Construction Company PJSC (“NPCC”)	United Arab Emirates	Engineering construction and procurement.	100%	100%
Emarat Europe Fast Building Technology System Factory LLC (Emarat Europe)	United Arab Emirates	Manufacturing and supply of precast concrete.	100%	100%
National Marine Dredging Company (Industrial)	United Arab Emirates	Manufacturing of steel pipes and steel pipe fittings.	100%	100%
ADEC Engineering Consultancy LLC	United Arab Emirates	Consultancy services in the fields of civil, architectural, drilling and marine engineering along with related laboratory services.	100%	100%
Abu Dhabi Marine Dredging S.P.C.	Bahrain	Offshore reclamation contracts, services for fixing water installation for marine facilities and excavation contracts.	100%	100%
National Marine and Infrastructure India Private Limited	India	Dredging and associated land reclamation works, civil engineering, port contracting and marine construction.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<u>Below are the subsidiaries of National Petroleum Construction Company PJSC ("NPCC"):</u>				
National Petroleum Construction Company (Saudi) Ltd.	Saudi Arabia	Engineering construction and procurement	100%	100%
NPCC Engineering Limited	India	Engineering	100%	100%
ANEWA Engineering Pvt. Ltd.	India	Engineering	80%	80%
<u>Below are the subsidiaries of O Holding PSC (formerly "Al Qudra Holding PJSC"):</u>				
Al Qudra Real Estate LLC	United Arab Emirates	Real estate management.	100%	100%
Al Qudra Trading LLC	United Arab Emirates	Commercial project investment.	100%	100%
Al Qudra Investment RCS Ltd.	United Arab Emirates	Real Estate Investment.	100%	100%
Q Malls LLC	United Arab Emirates	Real estate lease & management services.	100%	100%
Ain Al Fayda Real Estate LLC	United Arab Emirates	Real estate management.	100%	100%
Envo Scape LLC	United Arab Emirates	Irrigation network contracting, constructing, maintaining parks and landscape design and planning activities.	100%	100%
Al Qudra Services LLC (iv)	United Arab Emirates	Environmental plants maintenance.	-	100%
Manarah Bay Real Estate	United Arab Emirates	Real estate management.	100%	100%
Q International Limited	United Arab Emirates	General Investment.	100%	100%
Q Scape LLC	United Arab Emirates	Building maintenance and landscaping.	51%	51%
Al Qudra Education LLC (iv)	United Arab Emirates	Education services.	-	100%
Al Qudra for Agriculture and Development Company	United Arab Emirates	Agricultural development.	100%	100%
Q Link Transport	United Arab Emirates	Transportation.	85%	85%
Emirates Simulation Academy LLC	United Arab Emirates	Construction, operation management and development of training centre.	100%	100%
Q For Commercial Markets Management	United Arab Emirates	Setup, ownership and development of commercial market, parks and entertainment facilities.	60%	60%
Q Car Park LLC**	United Arab Emirates	Developing, operating, renting and equipping of car parking.	50%	50%
Q Active for Technologies LLC	United Arab Emirates	Telecommunication system installation and maintenance.	51%	51%
ABNIA for Industrial Holding LLC**	United Arab Emirates	Activities of cement, glass, iron, wood, and electromechanical industries.	50%	50%
Al Qudra Holding Industrial LLC	United Arab Emirates	Consultancy in alternative power and industrial projects.	100%	100%
Q Construction LLC	United Arab Emirates	General contracting.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of O Holding PSC:</i> continued				
QP International LLC	United Arab Emirates	Project management.	60%	60%
Q Parks Establishment	United Arab Emirates	Touristic resort management & entertainment investment.	100%	100%
Al Qudra Holding LLC	United Arab Emirates	Industrial enterprises and financial management.	100%	100%
Barary Ain Al Fayda Development Company LLC	United Arab Emirates	Real estate management	100%	100%
Buhyarat Ain Al Fayda Real Estate LLC	United Arab Emirates	Real estate management.	100%	100%
Al Qudra Healthcare LLC	United Arab Emirates	Health care & hospitality.	100%	100%
Q Energy LLC	United Arab Emirates	Oil & Gas equipment installation and maintenance services.	100%	100%
Al Qudra and Ravago Investment LLC (iv)	United Arab Emirates	General investment.	-	100%
Danat Facility Management LLC	United Arab Emirates	Facilities management service.	100%	100%
Al Rayan Investment	United Arab Emirates	Develop, manage and invest in real estate enterprises.	99.97%	99.97%
Construction Workers Residential City LLC	United Arab Emirates	Real Estate Investment.	65%	65%
Moon Flower Real Estate Development LLC	United Arab Emirates	Real estate investment.	100%	100%
Green Precast Systems Technology LLC	United Arab Emirates	General contracting.	100%	100%
Earth Care Agricultural Products LLC	United Arab Emirates	Agriculture business.	100%	100%
Al Rayan Global Real Estate LLC	United Arab Emirates	Real estate investment.	100%	100%
Radiant & Moonflower Real Estate Development LLC	United Arab Emirates	Real estate investment.	65%	65%
Al Qudra Holding – Morocco	Morocco	General investment.	100%	100%
Smart Hotel Management	Morocco	Hotel management	100%	100%
Smart Hotel Properties	Morocco	Hotel management.	100%	100%
Kasr Al Bahar	Morocco	Hospitality.	100%	100%
Atlantic Coast Hospitality	Morocco	General investment.	100%	100%
Al Qudra Holding Offshore	Morocco	Holding company.	100%	100%
Q General Investment Ltd.	British Virgin Islands	General investment.	100%	100%
Al Qudra Holding - Syria	Syria	General Investment	100%	100%
Al Qudra Real Estate	Syria	Real estate management.	100%	100%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

Name of subsidiary	Place of incorporation and operation	Principal activities	Proportion of ownership interest and voting power held	
			2022	2021
<i>Below are the subsidiaries of O Holding PSC:</i> continued				
Al Qudra Holding - Algeria	Algeria	General investment.	100%	100%
Al Qudra Belarus Ltd.	Belarus	General investment.	100%	100%
Al Qudra Holding - Yemen	Yemen	General investment.	100%	100%
Apex Residential LLC	United Arab Emirates	Real estate investment.	100%	100%
Al Qudra New Line Oil & Gas LLC (iv)	United Arab Emirates	Oil & Gas maintenance.	-	100%
Winds Laundry-Sole Proprietorship LLC	United Arab Emirates	Laundry services.	100%	100%
Al Qudra General Trading Establishment	United Arab Emirates	Commercial project investment.	100%	100%
Reem Hills -Sole Proprietorship LLC (i)	United Arab Emirates	Real estate management	100%	-
Al Tamouh Investments Company LLC	United Arab Emirates	Development, management and sale of real estate properties.	100%	100%
<i>Below are the subsidiaries of Al Tamouh Investments Company LLC:</i>				
TSL Properties LLC	United Arab Emirates	Development project ownership, sales & leasing.	100%	100%
Wadi Adventures LLC	United Arab Emirates	Adventure Park.	100%	100%
Green Mubazzarah Chalets LLC	United Arab Emirates	Resort and furnished residences leasing.	100%	100%
Tamouh Hotels and Resorts LLC	United Arab Emirates	Management and operation of hotels and hotel apartments.	100%	100%
Tamouh National Contracting LLC	United Arab Emirates	Building projects contracting.	51%	51%
Arch Models Abu Dhabi LLC	United Arab Emirates	Designing and constructing architectural models.	60%	60%
<i>Discontinued operations:</i>				
Paragon Malls LLC	United Arab Emirates	Ownership and leasing of retail property.	100%	100%
Aafaq Islamic Finance PSC and its subsidiaries	United Arab Emirates	Financing and investing activities that are conducted in accordance with Islamic Shari'a Laws	80.2%	80.2%
Dana Hospitality LLC / Holiday Inn Hotel	United Arab Emirates	Hotel management.	100%	100%
Asmak Holding Company Limited (iii)	United Arab Emirates	Holding companies and investment in commercial enterprises and management.	100%	100%
Mega mart Establishment UAE	United Arab Emirates	Retail trading of fast moving consumer products.	100%	100%
Abu Dhabi Mountain Gate LLC (iii)	United Arab Emirates	Real estate enterprise investment, development, institution and management.	70%	70%

* Subsidiaries consolidated based on de-facto control.

** Subsidiaries consolidated by virtue of contractual arrangement between the shareholders.

31 March 2022 (Unaudited)

2 BASIS OF PREPARATION continued

2.2 Basis for consolidation continued

- (i) These are subsidiaries of the Group, incorporated during the period
- (ii) Subsidiaries acquired during the period (note 11)
- (iii) Subsidiaries under liquidation
- (iv) Subsidiaries liquidated during the period
- (v) Pure Health Holding LLC is a 70.83% subsidiary of Alpha Dhabi Holding PJSC, with the remaining 13.04% being held directly by the Company

3 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

3.1 New standards, interpretations and amendments adopted by the Group

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are the same as those applied by the Group in its consolidated financial statements as at and for the year ended 31 December 2021, except for the adoption of the following new standards and amendments effective as of 1 January 2022. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

- IFRS 1 First-time Adoption of International Financial Reporting Standards - Subsidiary as a first-time adopter
- IFRS 9 Financial Instruments - Fees in the '10 per cent' test for derecognition of financial liabilities
- IAS 41 Agriculture - Taxation in fair value measurements
- Amendments to IAS 37 - Onerous Contracts - Costs of Fulfilling a Contract
- Amendments to IFRS 3 - Reference to the Conceptual Framework
- Amendments to IAS 16 - Property, Plant and Equipment: Proceeds before Intended Use

These amendments had no impact on the interim condensed consolidated financial statements of the Group.

3.2 Significant accounting estimates and judgements

The preparation of the interim condensed consolidated financial statements in conformity with the International Financial Reporting Standards requires management to make judgment, estimates and assumptions that affect the application of accounting policies and reported amounts of financial assets and liabilities and the disclosure of contingent liabilities. These judgments, estimates and assumptions also affect the revenue, expenses and provisions as well as fair value changes. Actual results may differ from these estimates.

These judgments, estimates and assumptions may affect the reported amounts in subsequent financial years. Estimates and judgments are currently evaluated and are based on historical experience and other factors.

In preparing these interim condensed consolidated financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty are the same as those applied to the consolidated financial statements as at and for the year ended 31 December 2021.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

4 PROPERTY, PLANT AND EQUIPMENT

During the period, additions to property, plant and equipment amounted to AED 333,392 thousand (three months period ended 31 March 2021: AED 97,997 thousand), excluding property, plant and equipment acquired through business combinations and depreciation and impairment charge for the three months period ended 31 March 2022 amounted to AED 255,888 thousand (three months period ended 31 March 2021: AED 24,731 thousand). Property, plant and equipment acquired through business combinations amounted to AED 995,060 thousand (note 11) (three months period ended 31 March 2021: AED 101,172 thousand).

5 RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
<i>Right-of-use assets:</i>		
Balance at the beginning of the period / year	970,813	88,431
Acquired through business combination (note 11)	30,505	858,826
Additions	159,449	137,769
Depreciation expense	(33,164)	(74,732)
Derecognition on disposal of subsidiaries	-	(13,009)
Termination of a lease	(6,121)	(15,127)
Lease modifications	(3,380)	(7,842)
Impairment	-	(3,503)
Balance at the end of the period / year	<u>1,118,102</u>	<u>970,813</u>
<i>Lease liabilities:</i>		
Balance at the beginning of the period / year	994,535	88,509
Acquired through business combination (note 11)	31,898	863,207
Additions	159,449	136,057
Interest expense	5,791	28,508
Payments	(47,380)	(80,883)
Derecognition on disposal of subsidiaries	-	(13,241)
Termination of a lease	(6,861)	(12,681)
Lease modifications	(3,380)	(9,102)
Covid-19 related rent concessions	(356)	(3,848)
Transfer to assets held for sale	-	(1,991)
Balance at the end of the period / year	<u>1,133,696</u>	<u>994,535</u>

Lease liabilities is analysed in the interim consolidated statement of financial position as follows:

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Current	127,023	117,629
Non-current	<u>1,006,673</u>	<u>876,906</u>
	<u>1,133,696</u>	<u>994,535</u>

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

6 INVESTMENT IN ASSOCIATES AND JOINT VENTURES

Details of the Group's associates and joint ventures are as follows:

<i>Name of entity</i>	<i>Principal activities</i>	<i>Place of incorporation and operation</i>	<i>Ownership interest</i>	
			<i>2022</i>	<i>2021</i>
Associates:				
Tafseer Contracting & General Maintenance Company LLC	Real estate enterprise investment, development, institution and management	UAE	20%	20%
Emirates Refreshments P.S.C	Bottling and selling mineral water, carbonated soft drinks and evaporated milk, as well as manufacturing plastic bottles and containers	UAE	20%	20%
Canal Sugar S.A.E	Sugar farming and production	Egypt	33%	33%
Principia SAS	Engineering and consultancy services	France	33%	33%
Al Jazira Technical Solutions & Consulting LLC	Consulting in computer devices and equipment	UAE	35%	35%
Response Plus Holding PJSC	Healthcare services and medical facilities	UAE	36.06%	36.06%
Sawaeed Holding PJSC	Manpower and investment solutions	UAE	36.69%	36.69%
NRTC Food Holding LLC	Commercial enterprises investment, institution and management	UAE	41%	41%
Aldar Properties PJSC*	Real estate enterprise investment, development, institution and management	UAE	31.11%	31.11%
Al Bustan Farms Limited	Agriculture enterprise investment	Mozambique	30%	30%
Esyasoft Holding Ltd.* (i)	Meter data management, billing and collection management, mobility software and big data analytics	UAE	37.97%	-
Lynx Technology Group Ltd. (ii)	Custom software application development services and IT consulting services	British Virgin Islands	25%	-
Joint ventures:				
Lazio Real Estate Investment LLC	Real estate enterprise investment, development, institution and management	UAE	65%	65%
Progressive Real Estate Dev. LLC	Real estate enterprise investment, development, institution and management	UAE	70%	70%
Bunya LLC	Real estate enterprise	UAE	34%	34%
China Railway Construction	Construction	UAE	49%	49%
The Challenge Egyptian Emirates Marine Dredging Company ("CEEMDC)	Dredging and associated land reclamation works, civil engineering, port contracting and marine construction	Egypt	49%	49%

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 December 2021

6 INVESTMENT IN ASSOCIATES AND JOINT VENTURES continued

Details of the Group's associates and joint ventures are as follows:

<i>Name of entity</i>	<i>Principal activities</i>	<i>Place of incorporation and operation</i>	<i>Ownership interest</i>	
			<i>2022</i>	<i>2021</i>
Trojan General Contracting and Six Construct Limited – Guggenheim Museum	Construction	UAE	50%	50%
Trojan General Contracting and Six Construct Limited – Zayed National Museum	Construction	UAE	50%	50%
Eltizam Asset Management LLC EDE Research Institute LLC	Services management holding company Diagnostics, imaging & IT, information systems consultancy & workflow & solutions	UAE UAE	50% 50%	50% 50%
Emirates International Gas LLC	Production bottling and storage of compressed natural gas, liquified petroleum gas, propane, butane, and aerosol propellant	UAE	50%	50%
Al Qudra Sports Management LLC	Building maintenance, interior design implementation works (décor), facilities management services, sports services and contracting and onshore and offshore oil and gas fields and facilities services	UAE	50%	50%
Al Qudra ICSM (iii)	Import and export and trading of oil and gas related material	UAE	-	51%
Al Qudra Addoha pour L'Investissement Immobilier	Import and export and trading of oil and gas related material	UAE	50%	50%
ABGC DMCC (iv)	Activities related to shipping lines of freight and passenger transportation, ship charter, sea freight and passenger charters, sea cargo services, ship management and operation and freight broker	UAE	51%	-
WIO Holding Restricted Ltd. (iv)	Digital Banking services	UAE	51%	-
Exceed Holding for Sports LLC (iv)	Sport enterprises investment, institution and management	UAE	50%	-

* These investments are accounted for based on provisional fair value/ net asset value, which will be finalised before the end of 2022.

(i) **Esyasoft Holding Ltd. (“Esyasoft”)**

During the period, Esyasoft, previously classified as an investment in financial assets (note 7.2), became an associate due to the increase in the Group's shareholding by 27.97%, which was allocated for no consideration on 7 January 2022.

(ii) **Lynx Technology Group Ltd**

During the period, the Group acquired 25% shareholding in Lynx Technology Group Ltd for a consideration of AED 3,680 thousand.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

6 INVESTMENT IN ASSOCIATES AND JOINT VENTURES continued

(iii) Al Qudra ICSM

During the period, the liquidation of in Al Qudra ICSM was completed, and the entity was formally dissolved. Impact on liquidation amounted to AED 510 thousand.

(iv) ABGC DMCC (“ABGC”), WIO Holding Restricted Ltd (“WIO Holding”) and Exceed Holding for Sports LLC (“Exceed”)

ABGC, WIO Holding and Exceed were incorporated by the Group during the period. The Group injected their share of capital of AED 250 thousand, AED 847,167 thousand and AED 150 thousand respectively. Further, an additional contribution was paid to ABGC amounting to AED 72,967 thousand.

Movements in investment in associates and joint ventures are as follows:

	<i>(Unaudited)</i> 31 March 2022 AED'000	<i>(Audited)</i> 31 December 2021 AED'000
At the beginning of the period / year	12,103,106	438,733
Acquired in business combinations (note 11.2)	35,534	480,382
Additions during the period / year *	933,402	11,407,654
Disposals during the period / year	(510)	(42,546)
Transferred to investment in subsidiaries (note 11.4(A))	(35,534)	(299,413)
Share of profit for the period / year	201,339	672,186
Share of other comprehensive loss for the period / year	(33,266)	-
Foreign exchange translation	(45,849)	-
Dividend received during the period / year	-	(553,890)
At the end of the period / year	<u>13,158,222</u>	<u>12,103,106</u>

* Included in additions are:

- AED 9,188 thousand, being the fair value of the previously held interest in Esyssoft Holding Ltd. at the date on which the Group obtained significant influence. The previously held interest was recorded as an investment in financial assets (note 7.2).
- AED 11,721 thousand advance paid during 2021 to ABGC, which was included in trade and other receivables in 2021.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

7 INVESTMENT IN FINANCIAL ASSETS

		<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
	<i>Notes</i>		
Investments carried at fair value through other comprehensive income	7.1	<u>1,980,565</u>	<u>1,143,972</u>
Investments carried at fair value through profit or loss	7.2	9,998,734	9,096,931
Advance on purchase of an investment		<u>735,000</u>	<u>-</u>
		<u>10,733,734</u>	<u>9,096,931</u>
		<u>12,714,299</u>	<u>10,240,903</u>

7.1 Investments carried at fair value through other comprehensive income

		<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Quoted equity investments		369,048	622,878
Unquoted equity investments		1,611,517	547,646
Quoted sukuku		-	490,014
Other debt instruments		<u>-</u>	<u>8</u>
		1,980,565	1,660,546
Less: transferred to investments related to a subsidiary held for sale		<u>-</u>	<u>(516,574)</u>
		<u>1,980,565</u>	<u>1,143,972</u>

The geographical distribution of investments is as follows:

		<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Inside the UAE		1,583,905	860,186
Outside the UAE		<u>396,660</u>	<u>800,360</u>
		1,980,565	1,660,546
Less: transferred to investments related to a subsidiary held for sale		<u>-</u>	<u>(516,574)</u>
		<u>1,980,565</u>	<u>1,143,972</u>

International Holding Company PJSC

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31 March 2022 (Unaudited)

7 INVESTMENT IN FINANCIAL ASSETS continued

7.1 Investments carried at fair value through other comprehensive income continued

The investments are recorded at fair value using the valuation techniques as disclosed in note 19. Movement in investment in financial assets carried at fair value through other comprehensive income is as follows:

	<i>(Unaudited)</i> 2022			<i>(Audited)</i> 2021
	<i>Equity Securities AED'000</i>	<i>Sukuks and debt instruments AED'000</i>	<i>Equity securities AED'000</i>	<i>Total AED'000</i>
At the beginning of the period / year	1,143,972	-	447,057	447,057
Additions	1,012,457	11,668	96,577	108,245
Acquired in business combinations (note 11.2)	201,953	561,482	4,198,634	4,760,116
Disposals	-	(78,875)	(230,321)	(309,196)
Transfer to investment in associates	-	-	(4,107,271)	(4,107,271)
Transfer to investment in subsidiaries*	(208,518)	-	(8,172)	(8,172)
Changes in fair value	<u>(169,299)</u>	<u>(4,253)</u>	<u>774,020</u>	<u>769,767</u>
	1,980,565	490,022	1,170,524	1,660,546
Less: transferred to investments related to a subsidiary held for sale	<u>-</u>	<u>(490,022)</u>	<u>(26,552)</u>	<u>(516,574)</u>
At the end of the period / year	<u>1,980,565</u>	<u>-</u>	<u>1,143,972</u>	<u>1,143,972</u>

As of 31 March 2022, investment in shares with a fair value of AED 34,847 thousand (31 December 2021: AED 29,937 thousand) were held in the name of a related party under common control, for the beneficial interest of the Group.

* Represents the following:

	<i>AED'000</i>
Previously held interest in Ras Al Khaimah Cement Investment PJSC	12,139
Q Holding PJSC shares acquired in business combination (note 11.4(A))	186,727
Alpha Dhabi Holding PJSC shares acquired through business combination (note 11.4(A))	<u>9,652</u>
	<u>208,518</u>

7.2 Investments carried at fair value through profit or loss

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Quoted equity investments	2,487,038	1,920,333
Unquoted equity investments	<u>7,511,696</u>	<u>7,576,453</u>
	9,998,734	9,496,786
Less: transferred to investments related to a subsidiary held for sale	<u>-</u>	<u>(399,855)</u>
	<u>9,998,734</u>	<u>9,096,931</u>

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7 INVESTMENT IN FINANCIAL ASSETS continued

7.2 Investments carried at fair value through profit or loss continued

The geographical distribution of investments is as follows:

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Inside the UAE	2,469,311	1,912,198
Outside the UAE	<u>7,529,423</u>	<u>7,584,588</u>
	9,998,734	9,496,786
Less: transferred to investments related to a subsidiary held for sale	<u>-</u>	<u>(399,855)</u>
	<u>9,998,734</u>	<u>9,096,931</u>

The investments are recorded at fair value using the valuation techniques as disclosed in note 19. Movement in investment in financial assets carried at fair value through profit or loss is as follows:

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
At the beginning of the period/year	9,096,931	622,525
Additions	1,530,033	6,995,311
Acquired in business combinations (note 11.2)	33,215	629,512
Derecognition on disposal of a subsidiary	-	(3,039)
Disposals during the period	(962,467)	(4,034)
Transferred to investment in subsidiaries*	(33,215)	(599,743)
Transferred to investment in associates (note 6)	(9,188)	(415,375)
Changes in fair value	<u>343,425</u>	<u>2,271,629</u>
	9,998,734	9,496,786
Less: transferred to investments related to a subsidiary held for sale	<u>-</u>	<u>(399,855)</u>
At the end of the period/year	<u>9,998,734</u>	<u>9,096,931</u>

* Represent Q Holding PJSC shares acquired in business combination (note 11.4(A)).

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

8 DISCONTINUED OPERATIONS AND ASSETS HELD FOR SALE

	<i>(Unaudited)</i> 31 March 2022 AED'000	<i>(Audited)</i> 31 December 2021 AED'000
Assets held for sale – buildings (note 8.1)	385,150	394,250
Discontinued operations (note 8.2)	<u>3,740,037</u>	<u>3,822,389</u>
	<u>4,125,187</u>	<u>4,216,639</u>
Liabilities directly associated with discontinued operations (note 8.2)	<u>2,124,032</u>	<u>2,196,432</u>

8.1 Assets held for sale – buildings

In 2019 and prior to its acquisition by the Group, Al Tamouh Investments Company LLC committed to sell one of its assets based on a sale and purchase agreement. As at 31 March 2022, the sale was not completed.

8.2 Discontinued operations

Paragon Malls LLC (“Paragon”)

On 31 October 2020, the Group signed a sale and purchase agreement to sell the subsidiary, Paragon Mall LLC. As at 31 March 2022, the sale was not completed.

Holiday Inn Abu Dhabi (“Holiday Inn”)

Holiday Inn Abu Dhabi (“Holiday Inn”), a subsidiary classified as held for sale, became part of the Group as a result of the acquisition of Al Qudra Holding PJSC (“Al Qudra”) on 31 December 2021. Prior to acquisition, the buyer and Al Qudra entered into a sale and purchase agreement for the sale of Holiday Inn and accordingly the subsidiary was classified under discontinued operations. The sale of Holiday Inn was not completed at 31 March 2022.

Aafaq Islamic Finance PSC (“Aafaq”)

On 24 November 2021, the Group entered into a sale and purchase agreement with a buyer for the sale of Aafaq Islamic Finance, a subsidiary. As at 31 March 2022, the sale was not completed.

The results of the operations of the discontinued subsidiaries were not segregated on the face of the interim consolidated profit or loss, as the amounts are insignificant.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

9 CONTRACT ASSETS

Amounts relating to contract assets are balances due from customers under contracts that arise when the Group receives payments from customers in line with a series of performance related milestones. The Group will previously have recognised a contract asset for any work performed. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it is invoiced to the customer.

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Contract assets	5,131,675	5,274,112
Contract costs*	<u>878,995</u>	<u>690,834</u>
	6,010,670	5,964,946
Less: allowance for expected credit loss	<u>(111,397)</u>	<u>(103,478)</u>
	<u><u>5,899,273</u></u>	<u><u>5,861,468</u></u>

*Contract costs have been incurred on elements of one of the Group's major projects, on which the Group is not contractually entitled to recognise revenue until the various work packages are completed and handed over. While the work packages have yet to be handed over up to 31 March 2022, subsequently, a number of packages are scheduled to be completed and handed over, which will result in a winding down of the balance throughout the remaining contractual period.

Disclosed in the interim consolidated statement of financial position as follows:

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Current	5,239,337	5,201,530
Non-current	<u>659,936</u>	<u>659,938</u>
	<u><u>5,899,273</u></u>	<u><u>5,861,468</u></u>

The movement in the allowance for expected credit loss against contract assets during the period / year is as follows:

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
At the beginning of the period / year	103,478	7,378
Acquired in business combinations	-	40,040
Charge for the period / year	7,919	348,288
Allowance written off during the period / year	<u>-</u>	<u>(292,228)</u>
At the end of the period / year	<u><u>111,397</u></u>	<u><u>103,478</u></u>

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

10 CASH AND BANK BALANCES

	<i>(Unaudited)</i> 31 March 2022 AED'000	<i>(Audited)</i> 31 December 2021 AED'000
Cash on hand	32,991	23,461
<i>Bank balances:</i>		
Current and call accounts	13,976,968	13,423,304
Group's bank accounts for clients' deposits*	3,425,158	2,981,269
Term deposits	1,730,769	3,668,020
Margin accounts	109,221	8,940
Wakala deposits with Islamic financial institutions	175,917	173,272
Less: allowance for expected credit loss	<u>(31,635)</u>	<u>(31,684)</u>
Cash and bank balances	19,419,389	20,246,582
Less: term deposits and margin accounts with an original maturity of more than three months	(1,282,344)	(884,890)
Less: Wakala deposits with Islamic financial institutions	(175,917)	(173,272)
Less: restricted cash	(38,274)	(38,274)
Less: Group's bank accounts for clients' deposits	(3,425,158)	(2,981,269)
Less: bank overdrafts	<u>(408,422)</u>	<u>(382,795)</u>
	14,089,274	15,786,082
Add: cash and bank balances attributable to a subsidiary held for sale (note 8.2)	<u>152,552</u>	<u>247,975</u>
Cash and cash equivalents	<u>14,241,826</u>	<u>16,034,057</u>

* Represents separate bank accounts maintained by a subsidiary of the Group for advances received from its customers ("clients' deposits"), in accordance with the regulations issued by "Emirates Securities and Commodities Authority". The clients' deposits are not available to the Group other than to settle transactions executed on behalf of the customers.

11 BUSINESS COMBINATIONS

11.1 Business combination under common control

During the period, the Group acquired the following entities under common control. These acquisitions are excluded from the scope of International Financial Reporting Standard 3 (IFRS 3) "Business Combinations" as it is business combination of entities under common control, given that the Company and the acquired entities are ultimately controlled by the same party before and after the acquisition. The acquisitions have been accounted for in the interim condensed consolidated financial statements using the pooling of interest method, which reflects the economic substance of the transaction. The Group has elected to consolidate the income, expenses, assets and liabilities of acquired entities from the date of acquisition.

W Solar Investment LLC

Effective 1 January 2022, Alpha Dhabi Holding PJSC, a subsidiary, acquired a 75% equity interest in W Solar Investment LLC ("W SOLAR") for nil consideration. W Solar is based in Abu Dhabi, United Arab Emirates, and is involved in clean energy business. From the date of acquisition, W SOLAR contributed loss to the Group amounting to AED 85 thousand. W SOLAR did not generate revenues, as it is still in the reoperating phase.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

11 BUSINESS COMBINATIONS continued

11.1 Business combination under common control continued

YAS Clinic Group Sole Proprietorship LLC

Effective 1 January 2022, Pure Health Holding LLC, a subsidiary, acquired a 100% equity interest in YAS Clinic Group Sole Proprietorship LLC ("YAS") for nil consideration. YAS is incorporated in Abu Dhabi, United Arab Emirates, and is involved in hospital management services. From the date of acquisition, YAS contributed revenue and profit amounting to the Group amounting to AED 1,006,073 thousand and AED 344,959 thousand respectively.

Al Jaraf Fisheries LLC

Effective 1 January 2022, Tamween Companies Management LLC, a subsidiary, acquired a 100% equity interest in Al Jaraf Fisheries LLC ("AL JARAF") for nil consideration. AL JARAF is incorporated in Abu Dhabi, United Arab Emirates, and is involved land based aquaculture, retail sale of fresh fish and marine animals. From the date of acquisition, JARAF contributed revenue and loss to the Group amounting to AED 1,428 thousand and AED 1,708 thousand.

Protect 7 Health Care - Sole Proprietorship LLC

Effective 1 January 2022, Tamouh Health Care LLC, a subsidiary, acquired a 100% equity interest in Protect 7 Health Care - Sole Proprietorship LLC ("Protect 7") for nil consideration. PROTECT 7 is incorporated in Abu Dhabi, United Arab Emirates, and is involved in retail sale of medical equipment and apparatuses. From the date of acquisition, PROTECT 7 contributed revenue and profit amounting to AED 12 thousand and AED 2 thousand.

Mirak Royal Nature Fruit and Vegetables LLC

Effective 31 March 2022, the Company acquired 80% of the shares in Mirak Royal Nature Fruit and Vegetables LLC ("MIRAK") for nil consideration. MIRAK is based in Dubai, United Arab Emirates, and is involved in baby food trading, food and beverages trading and vegetables and fruits trading. If the acquisition had taken place at the beginning of the period, MIRAK would have contributed revenue and loss to the Group amounting to AED 38,772 thousand and AED 940 thousand respectively.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

11 BUSINESS COMBINATIONS continued

11.1 Business combination under common control continued

	<i>MIRAK</i> <i>AED '000</i>	<i>W SOLAR</i> <i>AED '000</i>	<i>YAS</i> <i>AED '000</i>	<i>AL JARAF</i> <i>AED '000</i>	<i>PROTECT 7</i> <i>AED '000</i>	<i>Total</i> <i>AED '000</i>
Assets						
Property, plant and equipment	17,949	-	481,243	83,377	30,328	612,897
Intangible assets	426	-	6,478	-	-	6,904
Biological assets	-	-	-	6,678	-	6,678
Right-of-use assets	-	-	8,838	-	-	8,838
Inventories	4,057	-	8,712	1,236	6,878	20,883
Due from related parties	-	300	365,649	450	2,465	368,864
Trade and other receivables	38,755	-	1,045,816	4,771	8,441	1,097,783
Cash and bank balances	<u>135</u>	<u>987</u>	<u>25,679</u>	<u>49,205</u>	<u>1,634</u>	<u>77,640</u>
	<u>61,322</u>	<u>1,287</u>	<u>1,942,415</u>	<u>145,717</u>	<u>49,746</u>	<u>2,200,487</u>
Liabilities						
Employees' end of service benefit	753	-	1,520	786	144	3,203
Borrowings	13,124	-	300,000	-	-	313,124
Lease liabilities	-	-	7,149	-	-	7,149
Due to related parties	25,000	1,764	290,841	159,037	53,642	530,284
Trade and other payables	<u>48,858</u>	<u>-</u>	<u>420,555</u>	<u>3,686</u>	<u>7,027</u>	<u>480,126</u>
	<u>87,735</u>	<u>1,764</u>	<u>1,020,065</u>	<u>163,509</u>	<u>60,813</u>	<u>1,333,886</u>
Net assets	(26,413)	(477)	922,350	(17,792)	(11,067)	866,601
Less: non-controlling interest	<u>5,283</u>	<u>315</u>	<u>(505,378)</u>	<u>-</u>	<u>-</u>	<u>(499,780)</u>
Proportionate share of identifiable net assets acquired	(21,130)	(162)	416,972	(17,792)	(11,067)	366,821
Consideration paid	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Merger reserve	<u>(21,130)</u>	<u>(162)</u>	<u>416,972</u>	<u>(17,792)</u>	<u>(11,067)</u>	<u>366,821</u>

11 BUSINESS COMBINATIONS continued

11.2 Acquisitions under IFRS 3 Business Combination

During the period, the Group acquired the following entities, which were accounted for using the acquisition method under IFRS 3 Business Combination:

Rose Water Ladies Salon - Sole Proprietorship LLC

Effective 1 January 2022, Bedashing Holding Company LLC, a subsidiary, acquired a 100% interest in Rose Water Ladies Salon - Sole Proprietorship LLC ("Rose") for consideration of AED 7,200 thousand. Rose is a sole proprietorship, registered in the Emirate of Abu Dhabi, and is engaged in women personal care and beauty, women hairdressing, trimming, styling and henna pigmentation. From the date of acquisition, Rose contributed revenue and profit to the Group amounting to AED 1,172 thousand and AED 258 thousand respectively.

Abu Dhabi Vegetable Oil Company LLC

Effective 1 January 2022, the Group acquired a 75% interest in Abu Dhabi Vegetable Oil Company LLC ("ADVOC") for consideration of AED 91,000 thousand. ADVOC is limited liability company, registered in the Emirate of Abu Dhabi, and is engaged in vegetable oils refining and manufacturing, basic organic chemical acids manufacturing, plastic bottles and similar containers manufacturing, and plastic closures articles manufacturing. From the date of acquisition, ADVOC contributed revenue and profit to the Group amounting to AED 106,581 thousand and AED 5,272 thousand respectively.

American Crescent Health Care Centre – Sole Proprietorship LLC

Effective 1 January 2022, Somerian Health LLC, a subsidiary, acquired a 100% interest in American Crescent Health Care Centre – Sole Proprietorship LLC ("American Crescent") for consideration of AED 3,600 thousand. American Crescent is a sole proprietorship LLC, registered in the Emirates of Abu Dhabi, and is engaged in medical complex and facilities services. From the date of acquisition, American Crescent contributed revenue and loss to the Group amounting to AED 1,493 thousand and AED 89 thousand respectively.

GenQore Drug Store LLC

Effective 1 February 2022, Tamouh HealthCare LLC, a subsidiary, acquired a 90% interest in GenQore Drug Store LLC ("GenQore") for a consideration of AED 1. GenQore is a limited liability company, registered in the Emirate of Dubai and is engaged in trading of cosmetic and medical related items. From the date of acquisition, GenQore contributed revenue and loss to the Group amounting to AED 5,891 thousand and AED 79 thousand respectively.

Direct Trading LLC

Effective 14 February 2022, Palms Sports LLC, a subsidiary, acquired a 60% interest in Direct Trading LLC ("Direct Trading") for a consideration of AED 4,250 thousand. Direct Trading is a limited liability company, registered in the Emirates of Abu Dhabi and is in the business of distribution. From the date of acquisition, Direct Trading contributed revenue and profit to the Group amounting to AED 167 thousand and AED 34 thousand respectively.

Ras Al Khaimah Cement Investment Public JSC ("RAKCIC")

Effective 1 March 2022, the entire 100% ownership of Apex Holding LLC (APEX) was transferred to RAKCIC in return for 3 billion ordinary shares issued by RAKCIC to the shareholders of Apex. The transaction was accounted for as a reverse acquisition, whereby APEX (the accounting acquirer and the legal acquiree) acquired a 100% ownership interest in RAKCIC (the accounting acquiree and the legal acquirer). RAKCIC is a public shareholding company incorporated in Ras Al Khaimah and is engaged in the clinkers and hydraulic cements manufacturing, wholesale of cement product trading and industrial. From the date of acquisition, RAKCIC contributed revenue and loss to the Group amounting to AED 5,511 thousand and AED 637 thousand respectively.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

11 BUSINESS COMBINATIONS continued

11.2 Acquisitions under IFRS 3 Business Combination continued

Assets acquired and liabilities assumed

The fair values of the identifiable assets and liabilities of the acquired entities as at the date of acquisition were as follows:

	Rose AED'000	ADVOC AED'000	American Crescent AED'000	GenQore AED'000	Direct Trading AED'000	RAKCIC AED'000	Total AED'000
Assets							
Property, plant and equipment	837	55,702	93	21	23	325,487	382,163
Intangible assets	577	-	-	-	427	136	1,140
Right of use assets	-	21,667	-	-	-	-	21,667
Inventories	160	43,638	-	-	4,522	52,144	100,464
Investment in associate	-	-	-	-	-	35,534	35,534
Investments carried at fair value through other comprehensive income	-	-	-	-	-	201,953	201,953
Investments carried at fair value through profit or loss	-	-	-	-	-	33,215	33,215
Trade and other receivables	230	32,628	4,153	6,121	1,675	56,600	101,407
Cash and bank balances	-	3,392	82	261	203	44	3,982
Total assets	1,804	157,027	4,328	6,403	6,850	705,113	881,525
Liabilities							
Employees' end of service benefit	30	5,420	479	418	305	1,151	7,803
Borrowings	-	-	-	-	585	23,477	24,062
Lease liabilities	-	24,749	-	-	-	-	24,749
Trade and other payables	117	16,322	-	6,848	3,129	62,807	89,223
Total liabilities	147	46,491	479	7,266	4,019	87,435	145,837
Total identifiable net assets (liabilities) at fair value	1,657	110,536	3,849	(863)	2,831	617,678	735,688
Proportionate share of identifiable net assets (liabilities) acquired	1,657	82,902	3,849	(777)	1,699	617,678	707,008
Goodwill arising on acquisition	5,543	8,098	-	777	2,551	-	16,969
Gain on bargain purchase	-	-	(249)	-	-	-	(249)
Purchase consideration	7,200	91,000	3,600	-	4,250	617,678	723,728
Non-controlling interest on acquisition	-	27,634	-	(86)	1,132	-	28,680
Additional non-controlling interest on Group level	6,033	-	1,886	-	1,048	299,331	308,298
Total non-controlling interest	6,033	27,634	1,886	(86)	2,180	299,331	336,978

The net assets recognised are based on a provisional assessment of their fair values as at the acquisition date. The Group will finalise the purchase price allocation before the end of 2022.

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NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

11 BUSINESS COMBINATIONS continued

11.2 Acquisitions under IFRS 3 Business Combination continued

Analysis of cashflows on acquisitions is as follows:

	<i>Rose</i> <i>AED'000</i>	<i>ADVOC</i> <i>AED'000</i>	<i>American</i> <i>Crescent</i> <i>AED'000</i>	<i>GenQore</i> <i>AED'000</i>	<i>Direct</i> <i>Trading</i> <i>AED'000</i>	<i>RAKCIC</i> <i>AED'000</i>	<i>Total</i> <i>AED'000</i>
<u>Purchase consideration:</u>							
Cash paid for the acquisition	7,200	91,000	3,600	-	4,250	-	106,050
Fair value of consideration transferred	-	-	-	-	-	617,678	617,678
Total purchase consideration	<u>7,200</u>	<u>91,000</u>	<u>3,600</u>	<u>-</u>	<u>4,250</u>	<u>617,678</u>	<u>723,728</u>
<u>Analysis of cashflow on acquisition:</u>							
Cash paid for the acquisition	7,200	91,000	3,600	-	4,250	-	106,050
Net cash acquired on business combination	-	(3,392)	(82)	(261)	(203)	(44)	(3,982)
Acquisition of operating business – net of cash used (acquired) (included in cash flows from investing activities)	7,200	87,608	3,518	(261)	4,047	(44)	102,068
Transaction costs of the acquisition (included in cash flows from operating activities)	<u>30</u>	<u>618</u>	<u>30</u>	<u>30</u>	<u>5</u>	<u>3,078</u>	<u>3,791</u>
Net cash used (acquired) on acquisition	<u>7,230</u>	<u>88,226</u>	<u>3,548</u>	<u>(231)</u>	<u>4,052</u>	<u>3,034</u>	<u>105,859</u>

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11 BUSINESS COMBINATIONS continued

11.3 Reduction in shareholding without a loss of control

(A) *Partial disposal of shareholding in a subsidiary due to reorganisation*

During the period, the Group's shareholding in the following subsidiary decreased as a result of transferring the entire ownership in the subsidiary to Pure Health Holding LLC. Following is a summary of the reduction in shareholding, with corresponding increase in non-controlling interests:

	<i>Tamouh Healthcare LLC</i>
Reduction in shareholding (%)	54.80%
Number of shares disposed-off	55
Carrying value of the shareholding disposed-off (AED '000)	<u>105,677</u>
Difference recognised directly in merger reserve (AED '000)	<u><u>105,677</u></u>

(B) *Partial disposal of shareholding in subsidiaries against consideration*

During the period and as a result of the reverse acquisition of RAKCIC, the Group's effective ownership in the following subsidiary reduced as follows:

	<i>Apex Holding LLC</i>
Reduction in shareholding (%)	8.46%
Number of shares disposed-off	8
Carrying value of the shareholding disposed-off (AED '000)	105,688
Less: consideration at fair value* (AED '000)	<u>(265,028)</u>
Difference recognised directly in retained earnings (AED '000)	<u><u>(159,340)</u></u>

* The consideration represents the fair value of the 8.46% interest in Apex Holding LLC which was disposed as a result of the reverse acquisition of RAKCIC.

The decrease in shareholding of certain subsidiaries resulted in an increase in non-controlling interest by AED 211,365 thousand.

International Holding Company PJSC

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11 BUSINESS COMBINATIONS continued

11.4 Increase in shareholding of subsidiaries

(A) Increase of shareholding in subsidiaries due to business combination

During the period, the Group's shareholding in certain subsidiaries increased as a result of the acquisition of RAKCIC. Following is a summary of the increase in shareholding:

	<i>Reem Ready Mix</i>	<i>Q Holding</i>	<i>Alpha Dhabi</i>	<i>Total</i>
Increase in shareholding (%)		10.31%	0.47%	0.002%
Number of shares acquired	<u>3,092</u>	<u>26,084,485</u>	<u>182,752</u>	<u>26,270,329</u>
Carrying value of the shareholding acquired (AED '000)	7,340	31,288	438	39,066
Less: fair value of shareholding acquired (AED '000)	<u>(35,534)</u>	<u>(219,942)</u>	<u>(9,652)</u>	<u>(265,128)</u>
Difference recognised directly in retained earnings (AED '000)	<u>28,194</u>	<u>188,654</u>	<u>9,214</u>	<u>226,062</u>

(B) Increase of shareholding in subsidiaries due to reorganisation

During the period, the Group's shareholding in Pure Health Medical Supplies LLC increased as a result of transferring the entity to Pure Health Holding LLC. Following is a summary of the increase in shareholding:

	<i>Pure Health Medical Supplies LLC</i>
Increase in shareholding (%)	4.39%
Number of shares acquired	<u>21,945,679</u>
Carrying value of the shareholding acquired (AED '000)	<u>100,227</u>
Difference recognised directly in merger reserve (AED '000)	<u>100,227</u>

The increase in shareholding of certain subsidiaries, both from business combination and reorganisation of subsidiaries, resulted in a decrease of non-controlling interest by AED 139,293 thousand for the period ended 31 March 2022.

12 SHARE CAPITAL

	<i>(Unaudited) 31 March 2022 AED'000</i>	<i>(Audited) 31 December 2021 AED'000</i>
Authorised issued and fully paid		
1,821 million shares of AED 1 each		
(31 December 2021: 1,821 million shares of AED 1 each)	<u>1,821,429</u>	<u>1,821,429</u>

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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13 RELATED PARTY BALANCES AND TRANSACTIONS

The Group enters into transactions with companies and entities that fall within the definition of a related party as contained in the International Accounting Standard (IAS) 24 *Related Party Disclosures*.

Related parties include the Group's major Shareholders, Directors and businesses controlled by them and their families over which they exercise significant influence in financial and operating decisions making as well as key management personnel.

13.1 Balances

Balances with related parties included in the interim consolidated statement of financial position are as follows:

Due from related parties:

		(Unaudited) 31 March 2022 AED '000	(Audited) 31 December 2021 AED '000
Current:			
Abu Dhabi Health Services	Other related parties	624,455	-
Aldar Properties PJSC	Associate	596,204	627,403
Al Sharqia United General Trading	Other related parties	205,140	205,140
Murban Holding Limited	Entity under common control	158,623	158,618
The Challenge Egyptian Emirates Marine Dredging Company	Joint venture	139,734	183,183
Meena Holdings LLC	Entity under common control	113,947	113,947
Hydra Properties LLC	Entity under common control	130,783	130,742
Pal Technology Services LLC	Entity under common control	45,052	43,050
Chimera Investments LLC	Entity under common control	34,138	57,307
Eltizam Asset Management LLC	Associate	20,864	33,509
Tafseer Contracting & General Maintenance Company LLC	Associate	19,161	18,686
Emirates Refreshment PSC	Associate	17,203	17,077
RG Procurement RSC Limited	Entity under common control	10,847	7,742
Meena Palace	Other related party	8,451	29,959
YAS Finance Holding Limited	Entity under common control	6,550	6,544
Royal Group Companies Management LLC	Entity under common control	6,159	5,359
Protect 7 Healthcare Sole Proprietorship LLC*	Subsidiary	-	50,117
EDE Research Institute Limited	Joint venture	4,881	19,092
Mauqah Technology LLC	Entity under common control	2,889	8,101
Bunya Enterprises LLC	Joint venture	2,742	2,572
Al Yasat Catering and Restaurant Supplies LLC	Entity under common control	652	3,117
Others	Entities under common control/ other related parties	<u>336,645</u>	<u>476,228</u>
		2,485,120	2,197,493
Less: allowance for expected credit losses		(312,049)	(301,331)
		<u>2,173,071</u>	<u>1,896,162</u>
Non-current			
Royal Group Companies Management LLC**	Entity under common control	<u>950</u>	<u>951</u>
Total due from related parties, net		<u>2,174,021</u>	<u>1,897,113</u>

* During the period, the Group acquired controlling interest in Protect 7 Healthcare Sole Proprietorship LLC, which resulted in this balance being eliminated as of 31 March 2022.

** Non-current portion of balance due from related parties, pertains to retention receivables on contracts signed with related parties.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

13 RELATED PARTY BALANCES AND TRANSACTIONS continued

13.1 Balances continued

Loan to related parties

- The Group granted a loan to a key management personnel amounting to AED 1.2 million (31 December 2021: AED 1.2 million) which is unsecured and non-interest bearing and due on 3 November 2022.
- The Group granted a loan to Mirak Royal Nature Fruits & Vegetables LLC amounting to AED 25 million, which is unsecured and non-interest bearing. The loan is repayable on yearly installments of AED 5 million each, commencing on 31 January 2022 with the last installment being on 31 January 2026. During the period, the Group acquired controlling interest in Mirak Royal Nature Fruits & Vegetables LLC, which resulted in this balance being eliminated as of 31 March 2022.

Disclosed in the interim consolidated statement of financial position as follows:

	<i>(Unaudited)</i> 31 March 2022 <i>AED'000</i>	<i>(Audited)</i> 31 December 2021 <i>AED'000</i>
Current	1,200	6,200
Non-current	<u>-</u>	<u>20,000</u>
	<u>1,200</u>	<u>26,200</u>

Due to related parties:

	<i>(Unaudited)</i> 31 March 2022 <i>AED '000</i>	<i>(Audited)</i> 31 December 2021 <i>AED '000</i>
<i>Current</i>		
EDE Research Institute Limited	620,125	713,068
AH Capital FZE	454,731	-
Al Sharqia United General Trading	234,762	-
Chimera Investment LLC	150,256	71,286
ATGC Transport & GC LLC	137,096	170,506
Power House Group for Company Management LLC	120,773	128,639
Infinity TV FZ LLC	92,499	59,446
Abu Dhabi Health Services	62,865	-
Abu Dhabi United Group Investment and Development	50,645	50,645
Infinity Wave Holding	50,444	31,220
Bunya Enterprises LLC	41,274	20,827
Pal Technology Services LLC	36,692	5,151
Royal Group Procurements RSC LTD	31,173	22,442
Royal Group Management LLC	23,025	23,026
Royal Group Holding LLC	6,702	2,348
Al Jaraf Travel & Tourism	2,548	1,343
Centro Holding LLC	-	180,000
Dentro Investment LLC	-	180,000
EBG Private investment LLC	-	126,000
International Golden Group PJSC	-	1,834
Others	307,172	353,347
	<u>2,422,782</u>	<u>2,141,128</u>
<i>Non-current</i>		
Bunya Enterprises LLC	-	16,530
Royal Group Holding LLC	2,520	2,520
RG Treasury Holding LLC	13,300	13,300
H2O Interior Design LLC	613	613
	<u>16,433</u>	<u>32,963</u>
Total due to related parties	<u>2,439,215</u>	<u>2,174,091</u>

International Holding Company PJSC

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31 March 2022 (Unaudited)

13 RELATED PARTY BALANCES AND TRANSACTIONS continued

13.1 Balances continued

Loan from a related party

	<i>Nature of relationship</i>	<i>2022</i> <i>AED '000</i>	<i>2021</i> <i>AED '000</i>
Current			
Chimera Investment LLC (i)	Entity under common control	885,240	885,240
RG Procurement RSC Ltd (ii)	Entity under common control	<u>121,832</u>	<u>121,832</u>
		1,007,072	<u>1,007,072</u>

- A subsidiary of the Group obtained a loan from Chimera Investment LLC amounting to AED 885,240 thousand (31 December 2021: AED 885,240 thousand), to finance the purchase of specialised medical equipment that is used in the operation of a joint venture of the Group. The loan is unsecured, interest free and repayable on demand.
- A subsidiary of the Group obtained a loan from RG Procurement RSC Ltd amounting to AED 121,832 thousand (31 December 2021: AED 121,832 thousand). The loan is interest free and repayable in 2022.

13.2 Transactions

During the period, the Group entered into the following transactions with related parties:

	<i>Three months period ended</i>	
	<i>(Unaudited)</i>	<i>(Unaudited)</i>
	<i>31 March</i> <i>2022</i> <i>AED '000</i>	<i>31 March</i> <i>2021</i> <i>AED '000</i>
Revenue		
Entities under common control	1,208,300	137,057
Joint venture	325,901	-
Associates	6,612	15,375
Other related parties	<u>91,088</u>	<u>339</u>
	<u>1,631,901</u>	<u>152,771</u>
Cost of revenue		
Entities under common control	600,283	62,297
Joint venture	4,034	-
Associates	2,436	-
Other related parties	<u>959</u>	<u>-</u>
	<u>607,712</u>	<u>62,297</u>
General and administrative expenses (<i>entities under common control</i>)	<u>31,029</u>	<u>5,282</u>

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

13 RELATED PARTY BALANCES AND TRANSACTIONS continued

13.2 Transactions continued

Balances and transactions with a financial institution (other related party):

Balances:

	<i>(Unaudited)</i> <i>31 March</i> <i>2022</i> <i>AED'000</i>	<i>(Audited)</i> <i>31 December</i> <i>2021</i> <i>AED'000</i>
Balances with a financial institution	<u>13,119,004</u>	<u>16,786,034</u>
Borrowings	<u>4,634,842</u>	<u>3,366,800</u>

Transactions:

	<i>(Unaudited)</i> <i>31 March</i> <i>2022</i> <i>AED'000</i>	<i>(Unaudited)</i> <i>31 March</i> <i>2021</i> <i>AED'000</i>
Interest expense for the period	<u>30,888</u>	<u>1,974</u>
Interest income	<u>5,125</u>	<u>63</u>
Drawdown	<u>1,400,330</u>	<u>41,924</u>
Repayment of borrowings	<u>129,844</u>	<u>1,824</u>

13.3 Key management remuneration

	<i>Three months period ended</i>	
	<i>(Unaudited)</i> <i>31 March</i> <i>2022</i> <i>AED'000</i>	<i>(Unaudited)</i> <i>31 March</i> <i>2021</i> <i>AED'000</i>
Salaries and employee benefits	<u>6,877</u>	<u>9,581</u>
Number of key management personnel	<u>19</u>	<u>22</u>

14 CONTRACT LIABILITIES

Contract liabilities represent contracts for which consideration has been received by the Group, however, the performance obligation remains unsatisfied as at the reporting date, including construction contracts where a particular milestone payment exceeds the revenue recognised to date and contracts for goods or services where the transaction price is received by the Group before the control of promised goods or service is transferred to the customer.

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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14 CONTRACT LIABILITIES continued

Contract liabilities are disclosed in the interim consolidated statement of financial position as:

	<i>(Unaudited)</i> 31 March 2022 AED'000	<i>(Audited)</i> 31 December 2021 AED'000
Non-current portion	81,817	83,663
Current portion	<u>2,756,044</u>	<u>2,762,752</u>
	<u>2,837,861</u>	<u>2,846,415</u>

15 REVENUE

	<i>(Unaudited)</i> 31 March 2022 AED '000	<i>(Unaudited)</i> 31 March 2021 AED '000
<i>Type of goods or services</i>		
Healthcare and other medical supplies	4,828,303	843,185
Construction, maintenance and infrastructure revenue	2,334,595	282,085
Services relating to marine and dredging activities	1,551,862	-
Sale of consumer products	723,199	385,897
Rental income	124,413	243,232
Manpower and consultancy services	59,004	154,168
Coaching and training services	143,457	67,780
District cooling services	63,570	44,437
Asset management	74,292	53,910
Revenue from hotel operations	154,963	-
Sale of furniture	65,478	56,444
Revenue from brokerage services	49,812	28,949
Animal feed	-	71,736
Sale of industrial equipment	8,184	4,774
Sale of cosmetics and rendering of related personal care services	86,900	14,363
Media and marketing services	20,847	3,260
Delivery services	22,575	9,258
Sale of properties and land	159,600	3,280
Others	<u>21,700</u>	<u>9,538</u>
	<u>10,492,754</u>	<u>2,276,296</u>
<i>Timing of revenue recognition</i>		
Revenue at a point in time	5,964,940	1,871,706
Revenue over time	<u>4,527,814</u>	<u>404,590</u>
	<u>10,492,754</u>	<u>2,276,296</u>
<i>Geographical markets</i>		
UAE	9,575,987	2,186,554
Outside the UAE	<u>916,767</u>	<u>89,742</u>
	<u>10,492,754</u>	<u>2,276,296</u>

International Holding Company PJSC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

16 BASIC EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the profit for the period attributed to the owners of the Company by the weighted average number of shares in issue throughout the period as follows:

	<i>Three months period ended</i>	
	<i>(Unaudited)</i>	<i>(Unaudited)</i>
	<i>31 March</i>	<i>31 March</i>
	<i>2022</i>	<i>2021</i>
	<i>AED'000</i>	<i>AED'000</i>
Profit attributable to owners of the Company (AED'000)	<u>1,600,095</u>	<u>1,332,672</u>
Weighted average number of shares (shares in '000)	<u>1,821,429</u>	<u>1,821,429</u>
Basic earnings per share for the period (AED)	<u>0.88</u>	<u>0.73</u>

17 CONTINGENT LIABILITIES AND COMMITMENTS

	<i>(Unaudited)</i>	<i>(Audited)</i>
	<i>31 March</i>	<i>31 December</i>
	<i>2022</i>	<i>2021</i>
	<i>AED'000</i>	<i>AED'000</i>
Letters of guarantee	<u>17,992,141</u>	<u>14,914,601</u>
Letters of credit	<u>710,563</u>	<u>728,478</u>
Commitments for capital expenditure	<u>3,275,204</u>	<u>4,502,584</u>
Commitments for investments in associate and joint venture	<u>-</u>	<u>257,457</u>

18 SEASONALITY OF RESULTS

No significant income of seasonal nature was recorded in the interim condensed consolidated statement of profit or loss for the three months period ended 31 March 2022 and 31 March 2021.

19 FAIR VALUE MEASUREMENT

Fair value of the Group's assets that are measured at fair value on recurring basis

Some of the Group's financial assets are measured at fair value at the end of the reporting period. The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable and gives information about how the fair value of these financial assets are determined.

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within 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 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

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NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS 31 March 2022 (Unaudited)

19 FAIR VALUE MEASUREMENT continued

	<i>Fair value as at</i>		<i>Fair value hierarchy</i>	<i>Valuation techniques and key inputs</i>	<i>Significant unobservable input</i>	<i>Relationship of unobservable inputs to fair value</i>
	<i>31 March 2022 (unaudited) AED'000</i>	<i>31 December 2021 (audited) AED'000</i>				
Financial assets						
Quoted equity investments – investment in financial assets	2,856,086	2,543,211	Level 1	Quoted bid prices in an active market.	None	Not applicable
Quoted debt investments – investment in financial assets	-	490,022	Level 1	Quoted bid prices in an active market.	None	Not applicable
Unquoted equity investments – investment in financial assets	9,123,213	8,124,099	Level 3	Discounted cash flow method and latest transaction price.	Net assets value	Higher the net assets value of the investees, higher the fair value.
Derivative financial liability	45,432	45,564	Level 2	Significant observable inputs	None	Not applicable
Non-financial assets						
Biological assets	70,968	61,188	Level 2	Significant observable inputs	None	Not applicable

There were no transfers between each of levels during the period. There are no financial liabilities which should be measured at fair value and accordingly no disclosure is made in the above table.

20 SEGMENTAL ANALYSIS

For operating purposes, the Group is organised into business segments as follows:

Utilities includes the installation of district cooling and air conditioning, repair district cooling and investment in infrastructure projects.

Real estate includes development and management of real estate, contracting services, landscaping design and execution, labour camp management and sale of properties.

Digital includes providing services with respect to advertisement design and production, cinema shows and its related services, computer and data processing requisites trading and computer network maintenance.

Industrial includes the maintaining and trading of marine machinery and equipment, retail sale of ships and boats and sale of spare parts. Also included is the retail trade of household and office furniture.

Food belongs to IHC food vertical, which includes freezing fish and seafood, preparing and packing food products, trading in general trading of foodstuff. It also includes sourcing, processing and sales of forage and animal feed to securing the food from milk, meat and poultry industry.

Healthcare includes healthcare and other medical supplies, rental of medical equipment income and sale of medical equipment.

Capital belongs to IHC capital vertical, which includes brokerage services provided with respect to securities, sport enterprises investment and certain partially owned subsidiaries with diverse portfolio of assets and investments (i.e. healthcare, construction, real estate, industrial and operations from other services).

Others (unallocated) includes head office expenses and income not allocated to any segment.

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NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

31 March 2022 (Unaudited)

20 SEGMENTAL ANALYSIS continued

	Utilities		Real estate		Digital		Industrial		Food		Capital		Healthcare		Others		Total	
	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000	31 March 2022 AED'000	31 March 2021 AED'000
Revenue	63,569	44,437	1,883,381	120,455	347,120	261,597	1,788,385	149,168	708,499	564,486	873,497	86,892	4,828,303	1,049,261	-	-	10,492,754	2,276,296
Cost of sales	(35,665)	(20,305)	(1,559,830)	(101,613)	(299,743)	(226,075)	(1,605,450)	(129,244)	(556,460)	(405,579)	(511,687)	(19,801)	(2,496,645)	(419,702)	-	-	(7,065,480)	(1,322,319)
Gross profit	27,904	24,132	323,551	18,842	47,377	35,522	182,935	19,924	152,039	158,907	361,810	67,091	2,331,658	629,559	-	-	3,427,274	953,977
Selling and distribution expenses	-	-	(9)	(290)	-	-	(23,749)	(2,193)	(13,766)	(23,327)	-	-	-	-	-	-	(37,524)	(25,810)
General and administrative expenses	(20,812)	(6,493)	(89,244)	(19,448)	(46,699)	(17,734)	(59,418)	(647)	(29,539)	(27,008)	(164,976)	(13,278)	(192,068)	(51,431)	(15,970)	(59,476)	(618,726)	(195,515)
Operating profit (loss)	7,092	17,639	234,298	(896)	678	17,788	99,768	17,084	108,734	108,572	196,834	53,813	2,139,590	578,128	(15,970)	(59,476)	2,771,024	732,652
Investment and other income	-	-	33,648	19,584	158,919	326	48,431	422	8,877	3,408	450,429	297,529	4,101	4,236	430	708,641	321,699	
Share of (loss) profit from investment in associates and joint ventures	(3)	-	181,798	1,703	-	(949)	653	-	(25,132)	-	(124,376)	441,340	168,399	-	-	201,339	442,094	
Gain on acquisition of subsidiaries	-	-	-	319	-	-	-	-	-	4,954	249	-	-	-	-	249	5,273	
Gain on disposal of subsidiaries	-	-	-	-	-	-	-	6,411	-	-	-	-	-	-	-	-	6,411	
Finance costs	(1,581)	(1,751)	(50,763)	(7,177)	(2,672)	(1,000)	(20,197)	(23)	(1,903)	(2,076)	(44,847)	(596)	(7,900)	-	(2)	(129,865)	(12,627)	
Taxation	-	-	-	-	-	-	(1,384)	-	-	65	(4,832)	-	-	-	-	-	(6,216)	65
Profit (loss) for the period	5,508	15,888	398,981	13,533	156,925	16,165	127,271	23,894	90,576	114,923	473,457	792,086	2,304,190	578,128	(11,736)	(59,050)	3,545,172	1,495,567
Add: depreciation and amortisation	2,542	2,029	75,939	15,385	32,238	8,557	131,790	2,202	11,929	14,459	72,766	3,654	56,571	9,221	76	46	383,851	55,553
Add: finance costs	1,581	1,751	50,763	7,177	2,672	1,000	20,197	23	1,903	2,076	44,847	596	7,900	-	2	4	129,865	12,627
Add: taxation	-	-	-	-	-	-	1,384	-	-	(65)	(4,832)	-	-	-	-	-	6,216	(65)
Gain on acquisition of subsidiaries	-	-	-	(319)	-	-	-	-	-	(4,954)	(249)	-	-	-	-	-	(249)	(5,273)
Gain on disposal of subsidiaries	-	-	-	-	-	-	-	(6,411)	-	-	-	-	-	-	-	-	-	(6,411)
EBITDA	9,631	19,668	525,683	35,726	191,835	25,722	280,642	19,708	104,408	126,429	595,653	796,336	2,368,661	587,349	(11,658)	(59,000)	4,064,855	1,551,998
	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000	31 March 2022 AED'000	31 December 2021 AED'000
Segment assets	1,357,431	1,282,080	28,866,573	28,908,030	4,724,730	4,780,254	15,072,330	14,170,423	3,576,280	1,874,202	25,933,008	24,830,337	14,137,669	10,421,721	2,377,251	2,713,083	96,040,380	88,080,148
Segment liabilities	652,822	595,302	9,055,400	8,998,009	516,714	509,308	8,849,500	7,916,263	1,301,487	493,292	9,372,601	8,759,287	6,106,484	5,648,614	23,431	28,047	35,878,439	32,948,122

31 March 2022 (Unaudited)

21 SUBSEQUENT EVENTS

Subsequent to the period end, the Group acquired following entities:

- (i) Reem Investments PJSC (REEM) – 100% equity interest. REEM is involved in real estate development and sale in addition to investments in securities within UAE and abroad.
- (ii) Invictus Trading FZE – 25% equity interest. Invictus is involved in import and export of foodstuff.
- (iii) Arena Events Group PLC (ARENA) – 70% equity interest. ARENA is a leader in events structuring and management, with a global presence which extends to the Middle East, Asia, Europe, Unites States and United Kingdom.
- (iv) Esyssoft – Additional 21% was subsequently acquired to increase the cumulative ownership of the Group to 51%. Esyssoft is involved in meter data management, metering, billing and collection, mobility solutions and big data analytics.

Furthermore, subsequent to the period end, the Group invested AED 7.3 billion in green-focused entities in the Indian multinational conglomerate Adani Group, namely Adani Green Energy Ltd, Adani Transmission Ltd and Adani Enterprises Ltd.

Moreover, Alpha Dhabi Holding PJSC, a subsidiary, announced that certain entities including their subsidiaries (if any) will be merged into the Group to expand the Group's medical business. Legal procedures and requirements are under finalisation stage. These subsidiaries include:

- (i) Abu Dhabi Health Services Company PJSC (SEHA)
- (ii) National Health Insurance Company PJSC (Daman)
- (iii) The Life Corner LLC