

**EMAAR THE ECONOMIC CITY**  
(A Saudi Joint Stock Company)

**UNAUDITED INTERIM CONDENSED  
CONSOLIDATED FINANCIAL STATEMENTS**  
For the three-month period ended  
March 31, 2014



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## REVIEW REPORT ON THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The Shareholders  
Emaar The Economic City  
Jeddah, Kingdom of Saudi Arabia.

### Scope of review

We have reviewed the accompanying interim consolidated balance sheet of Emaar The Economic City and its subsidiaries (collectively referred as "the Group") as at March 31, 2014, the related interim consolidated statements of income, cash flows and changes in equity for the three month period then ended and the attached notes 1 to 23 which form an integral part of these interim condensed consolidated financial statements. These interim condensed consolidated financial statements are the responsibility of the Group's management and have been prepared by them and submitted to us together with all the information and explanations which we required. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

We conducted our review in accordance with the Auditing Standard on Review of Interim Financial Reporting issued by the Saudi Organization for Certified Public Accountants (SOCPA). A review consists principally of applying analytical procedures to financial data and information and making inquiries of persons responsible for financial and accounting matters. It is substantially less in scope than an audit conducted in accordance with generally accepted auditing standards, the objective of which is the expression of an opinion regarding the consolidated financial statements taken as a whole. Accordingly, we do not express such an opinion.

### Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying interim condensed consolidated financial statements for them to be in conformity with accounting standards generally accepted in the Kingdom of Saudi Arabia.

For KPMG Al Fozan & Al Sadhan

Ebrahim Oboud Baeshen  
License No. 382



Jeddah on Jumada Al Thani 20, 1435H  
Corresponding to April 20, 2014

**EMAAR THE ECONOMIC CITY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED BALANCE SHEET (UNAUDITED)**  
As at March 31, 2014

	<u>Notes</u>	<u>2014</u> (SR'000)	<u>2013</u> (SR'000) (Restated)
<b><u>ASSETS</u></b>			
<b>Current assets:</b>			
Cash and cash equivalents	4	2,785,219	1,017,722
Murabaha term deposits with banks	5	70,500	2,895,298
Accounts receivable and other current assets		299,901	300,732
Development properties	6	1,135,453	570,101
Other investment	7	--	4,750
Loan to a related party	8	--	1,663
<b>Total current assets</b>		<b>4,291,073</b>	<b>4,790,266</b>
<b>Non-current assets:</b>			
Investment property	9	4,302,035	4,399,296
Property and equipment	10	4,320,153	3,788,140
Investment in an associate	11	1,551,074	399,979
Loan to an associate	12	--	429,662
		<b>10,173,262</b>	<b>9,017,077</b>
Assets classified as held for disposal	13	101,250	154,461
<b>Total non-current assets</b>		<b>10,274,512</b>	<b>9,171,538</b>
<b>TOTAL ASSETS</b>		<b>14,565,585</b>	<b>13,961,804</b>
<b><u>LIABILITIES AND EQUITY</u></b>			
<b>Current liabilities:</b>			
Short-term loans	14	60,393	12,000
Accounts payable and accruals	15	655,528	844,634
<b>Total current liabilities</b>		<b>715,921</b>	<b>856,634</b>
<b>Non-current liabilities:</b>			
Long-term loan	17	5,301,092	5,194,303
Deferred contribution	18	643,721	310,351
Long-term provision		5,099	28,811
Employees' end of service benefits		13,381	8,723
<b>Total non-current liabilities</b>		<b>5,963,293</b>	<b>5,542,188</b>
<b>Total liabilities</b>		<b>6,679,214</b>	<b>6,398,822</b>
<b>Equity attributable to the Company's shareholders:</b>			
Share capital	19	8,500,000	8,500,000
Accumulated losses		(613,800)	(937,099)
<b>Total shareholders' equity</b>		<b>7,886,200</b>	<b>7,562,901</b>
Non-controlling interests		171	81
<b>Total equity</b>		<b>7,886,371</b>	<b>7,562,982</b>
<b>Total liabilities and equity</b>		<b>14,565,585</b>	<b>13,961,804</b>

The accompanying notes 1 to 23 form an integral part of these unaudited interim condensed consolidated financial statements.

**EMAAR THE ECONOMIC CITY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)**

For the three-month period ended March 31, 2014

	<u>Notes</u>	<b>2014</b> <b>(SR'000)</b>	<b>2013</b> <b>(SR'000)</b> <b>(Restated)</b>
Revenue		<b>165,156</b>	14,503
Cost of revenue		<b>(47,517)</b>	(6,424)
<b>Gross profit</b>		<b>117,639</b>	8,079
<b>Expenses:</b>			
Selling and marketing		<b>(9,907)</b>	(6,242)
General and administration		<b>(33,701)</b>	(28,140)
Depreciation		<b>(10,145)</b>	(8,615)
Other costs		<b>(327)</b>	--
<b>Total expenses</b>		<b>(54,080)</b>	(42,997)
<b>Profit / (loss) from operations</b>		<b>63,559</b>	(34,918)
Financial charges, net		<b>(18,121)</b>	(23,543)
Commission income		<b>2,072</b>	10,356
Gain on disposal of investment property		--	58,635
Share of profit / (loss) from an associate		<b>9,795</b>	(504)
Other income		--	196
<b>Income before Zakat and non-controlling interests</b>		<b>57,305</b>	10,222
Zakat	21	<b>(7,500)</b>	(10,500)
<b>Net income / (loss) before non-controlling interests</b>		<b>49,805</b>	(278)
Share of non-controlling interests in the net loss / (income) of consolidated subsidiaries		<b>101</b>	(56)
<b>Net income / (loss) attributable to Company's shareholders</b>		<b>49,906</b>	(334)
Earnings / (loss) per share on profit from operations – SR	20	<b>0.0748</b>	(0.0411)
Earnings / (loss) per share on net income attributable to Company's shareholders – SR	20	<b>0.0587</b>	(0.0004)

The accompanying notes 1 to 23 form an integral part of these unaudited interim condensed consolidated financial statements.

**EMAAR THE ECONOMIC CITY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)**  
For the three-month period ended March 31, 2014

	<u>Notes</u>	<u>2014</u> <u>(SR'000)</u>	<u>2013</u> <u>(SR'000)</u> <u>(Restated)</u>
<b>Operating activities:</b>			
Income before Zakat and non-controlling interests		57,305	10,222
Adjustments for:			
Depreciation		13,701	8,615
Employees' end of service benefits, net		1,301	212
Share of ( profit) / loss from an associate		(9,795)	504
Financial charges, net		18,121	23,543
Commission income		(2,072)	(10,356)
Other costs		327	--
Gain on disposal of investment property		--	(58,635)
Other income		--	(85)
		<u>78,888</u>	<u>(25,980)</u>
Changes in operating assets and liabilities:			
Accounts receivable and other current assets		13,424	(39,393)
Development properties		(39,615)	(17,443)
Accounts payable and accruals		(8,422)	17,068
Cash generated from / (used in) operations		<u>44,275</u>	<u>(65,748)</u>
Deferred contribution	18	<u>120,465</u>	<u>64,856</u>
Net cash generated from / (used in) operating activities		<u>164,740</u>	<u>(892)</u>
<b>Investing activities:</b>			
Purchase of property and equipment		(197,060)	(96,930)
Proceeds from disposal of property and equipment		--	102
Net movement in investment property		(18,169)	--
Net movement in Murabaha term deposits with banks		191,328	(2,036,019)
Commission income		2072	10,356
Investment in an associate	11	(160,000)	(83,993)
Net movement in loan to associate		--	(29,300)
Net cash used in investing activities		<u>(181,829)</u>	<u>(2,235,784)</u>
<b>Financing activities:</b>			
Net movement in short-term loans		<u>30,268</u>	<u>12,000</u>
<b>Net change in cash and cash equivalents</b>		<b>13,179</b>	<b>(2,224,676)</b>
Cash and cash equivalents at the beginning of the period		<u>2,772,040</u>	<u>3,242,398</u>
<b>Cash and cash equivalents at the end of the period</b>	4	<u>2,785,219</u>	<u>1,017,722</u>

The accompanying notes 1 to 23 form an integral part of these unaudited interim condensed consolidated financial statements.

**EMAAR THE ECONOMIC CITY**  
(A Saudi Joint Stock Company)

**INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)**  
For the three-month period ended March 31, 2014

	Equity attributable to the shareholders' of the Company			Non controlling interests (SR'000)	<u>Total</u> (SR'000)
	<u>Share capital</u> (SR'000)	<u>Accumulated losses</u> (SR'000)	<u>Total shareholders' equity</u> (SR'000)		
<b>2014</b>					
Balance at January 1 – Audited	8,500,000	(663,706)	7,836,294	272	7,836,566
Net income	--	49,906	49,906	(101)	49,805
<b>Balance at March 31</b>	<b>8,500,000</b>	<b>(613,800)</b>	<b>7,886,200</b>	<b>171</b>	<b>7,886,371</b>

	Equity attributable to the shareholders' of the Company			Non controlling interests (SR'000)	<u>Total</u> (SR'000)
	<u>Share capital</u> (SR'000)	<u>Accumulated losses</u> (SR'000)	<u>Total shareholders' equity</u> (SR'000)		
<b>2013 (Restated)</b>					
Balance at January 1 – Audited	8,500,000	(936,765)	7,563,235	25	7,563,260
Net loss	--	(334)	(334)	56	(278)
<b>Balance at March 31</b>	<b>8,500,000</b>	<b>(937,099)</b>	<b>7,562,901</b>	<b>81</b>	<b>7,562,982</b>

The accompanying notes 1 to 23 form an integral part  
of these unaudited interim condensed consolidated financial statements.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

**1. THE COMPANY AND ITS ACTIVITIES**

Emaar The Economic City (“the Company”) is a Saudi Joint Stock Company incorporated under Ministerial Resolution No. 2533 dated Ramadan 3, 1427H, corresponding to September 21, 2006 and registered in the Kingdom of Saudi Arabia under Commercial Registration number 4030164269 dated Ramadan 8, 1427H, corresponding to September 26, 2006. The Company is engaged in the development of real estate in the economic or other zones and other development activities including infrastructures, promotion, marketing and sale of land within development areas, transfer/lease of land, development of buildings/housing units, construction on behalf of other parties. The main activity of the Company is the development of the King Abdullah Economic City (KAEC).

The registered office is located at the following address:

P. O. Box 8299  
Amir Sultan Street  
Jeddah 21482  
Kingdom of Saudi Arabia.

As at March 31, 2014, the Company has investments in the following subsidiaries which are primarily involved in development, investments, marketing, sale / lease, operations and maintenance of properties and establishment of companies. The Company and its subsidiaries constitute “the Group”.

<u>Name</u>	<u>Country of Incorporation</u>	<u>Year of incorporation</u>	<u>Ownership interest</u>	
			<u>2014</u>	<u>2013</u>
Economic Cities Investments Holding Company (ECIHC)	Kingdom of Saudi Arabia	2010	99%	99%
Industrial Zones Development Company Limited (IZDCL)	Kingdom of Saudi Arabia	2011	100%	100%
Economic Cities Real Estate Property Operation and Management Company Limited (REOM)	Kingdom of Saudi Arabia	2013	98%	98%
Economic Cities Pioneer Real Estate Management Company Limited (REM)	Kingdom of Saudi Arabia	2013	98%	98%
Economic Cities Real Estate Development Company Limited (RED)	Kingdom of Saudi Arabia	2013	98%	98%

During the period ended March 31, 2014 the Company contributed SR 805 million as additional capital contribution in ECIHC.

The shareholders of IZDCL have resolved to change the effective shareholding interest of the Company in IZDCL to be 98% in line with other group entities. The legal formalities in respect of this resolution are in process.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

**2. BASIS OF PRESENTATION**

**Statement of compliance**

These interim condensed consolidated financial statements have been prepared in accordance with the accounting standards generally accepted in the Kingdom of Saudi Arabia and the Accounting Standard on Interim Financial Reporting issued by Saudi Organization for Certified Public Accountants (SOCPA).

**Functional and presentation currency**

These accompanying interim condensed consolidated financial statements are presented in Saudi Arabian Riyals (SR) which is the functional currency of the Group. All financial information presented in SR has been rounded to the nearest thousand.

**Comparative figures**

Certain reclassifications have been made to the prior period's financial statements to enhance comparability with the current period's financial statements.

On October 8, 2013 the shareholders of Port Development Company (PDC), an associate, had resolved to increase the shareholdings of the Company by converting additional capital contribution to equity. Consequently, effective this date, since the Group has significant shareholdings in PDC, the Group has commenced equity accounting of its investment in PDC (note 11). Accordingly, the interim condensed consolidated income statement for period ended March 31, 2013 have been restated of which the related effects are summarized below:

<u>Description</u>	<u>Commission income</u>	<u>Gain on disposal of investment property</u>	<u>Share of loss from associate (SR'000)</u>	<u>Net income / (loss) attributable to Company's shareholder</u>
Balance previously reported as at March 31, 2013	11,384	89,045	--	31,608
Adjustments	<u>(1,028)</u>	<u>(30,410)</u>	<u>(504)</u>	<u>(31,942)</u>
Balance as at March 31, 2013, as restated	<u><b>10,356</b></u>	<u><b>58,635</b></u>	<u><b>(504)</b></u>	<u><b>(334)</b></u>

These adjustments have already been reflected in Company's consolidated financial statements for the year ended December 31, 2013 and accordingly, there is no change in the equity attributable to Company's shareholders at December 31, 2013.

The interim results may not be an indicator of the annual results of the Group. These interim condensed consolidated financial statements should be read in conjunction with the latest annual audited consolidated financial statements of the Group.

**Accounting convention**

The interim condensed consolidated financial statements have been prepared under the historical cost convention modified to include the measurement at fair value of available-for-sale financial assets using accrual basis of accounting and going concern assumption.



**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

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**2. BASIS OF PRESENTATION (continued)**

**Use of estimates and judgements**

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods affected. The key areas requiring significant management judgments and estimates are as follows:

***Classification of investment properties***

The Group determines whether a property qualifies as investment property. In making its judgment, the Group considers whether the property generates cash flows largely independently of the other assets held by the Group.

***Impairment of accounts receivable***

An estimate of the collectible amount of accounts receivable is made when collection of the full amount is no longer probable. For individually significant amounts, this estimation is performed on an individual basis. Amounts which are not individually significant, but which are past due, are assessed collectively and an allowance applied according to the length of time past due.

***Cost to complete the projects***

As part of application of percentage of completion method on contract accounting, the cost to complete the project is estimated. These estimates include, amongst other items, the construction costs, variation orders by contractors and the cost of meeting other contractual obligations to the customers. Such estimates are reviewed at regular intervals. Any subsequent changes in the estimated cost to complete may affect the results of the subsequent periods.

***Impairment on assets classified as held for disposal***

Assets classified as held for disposal are assessed for impairment at regular intervals in order to reflect adequate recoverable amount in the interim condensed consolidated financial statements, based on the prevailing market value obtained from professionals involved in the sale of these assets.

***Long-term provision***

Long-term provision is assessed periodically based on excess costs to be incurred in providing property and city maintenance services to residential customers, to reflect the probable outflow of resources required to settle the obligation.

***Useful lives of property and equipment***

The management determines the estimated useful lives of property and equipment for calculating depreciation. This estimate is determined after considering expected usage of the assets and physical wear and tear. Management reviews the residual value and useful lives annually and change in depreciation charges, if any, are adjusted in current and future periods.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

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**2. BASIS OF PRESENTATION (continued)**

**Use of estimates and judgements (continued)**

***Impairment of property and equipment and investment property***

Property and equipment and investment property are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable in part or full. Whenever the carrying amount of these assets exceeds their recoverable amount, an impairment loss is recognized in the interim consolidated statement of income. The recoverable amount is the higher of an asset's net selling price and the value in use. The net selling price is the amount obtained from the sale of an asset in an arm's length transaction while value in use is present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

Reversal of impairment losses recognised in the prior periods are recorded when there is an indication that the impairment losses recognised for the property and equipment and investment property no longer exist or have reduced.

***Impairment of available for sale investments***

The Group exercises judgement to consider the impairment of available for sale investments as well as their underlying assets. This includes the assessment of objective evidence which causes other than temporary decline in the value of investments. Any significant and prolonged decline in the fair value of equity investment below its cost is considered as objective evidence for the impairment. The determination of what is 'significant' and 'prolonged' requires judgement. The Group also considers impairment testing to be appropriate when there is evidence of deterioration in the financial health of the investee, industry and sector performance, changes in technology, and operational and financing cash flows.

***Impairment of other non-financial assets***

The Group assesses, at each reporting date or more frequently if events or changes in circumstances indicate, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount, which is higher of fair value less cost to sell and its value in use.

**3. SIGNIFICANT ACCOUNTING POLICIES**

The following significant accounting policies used by the Group for the preparation of these interim condensed consolidated financial statements are consistent with those used for the preparation of the annual consolidated financial statements:

**Basis of consolidation**

These interim condensed consolidated financial statements include the financial statements of the Company and its subsidiaries as set out in note 1. Investment in an associate is accounted for using the equity method.

***Subsidiaries***

Subsidiaries are entities controlled by the Company. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account. The financial statements of subsidiaries are included in the interim condensed consolidated financial statements from the date that control commences until the date control ceases.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

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**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Basis of consolidation (continued)**

*Subsidiaries (continued)*

All intra-group balances and financial transactions resulting from transactions between the Company and the subsidiaries and those arising between the subsidiaries are eliminated in preparing these interim condensed consolidated financial statements. Also, any unrealized gains and losses arising from intra-group transactions are eliminated on consolidation.

*Non-controlling interests*

The Group applies a policy of treating transactions with non-controlling interest as transactions with parties external to the Group. Disposals to non-controlling interests, if any, result in gains and losses for the Group that are recorded in the interim consolidated statement of income if control is lost. Purchase of non-controlling interest result in goodwill, being the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary.

**Cash and cash equivalents**

Cash and cash equivalents comprise cash in hand, cash with banks and other short-term highly liquid investments, if any, with original maturities of three months or less.

**Accounts receivable**

Accounts receivable are stated at original invoice amount less allowance for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written-off as incurred.

**Development properties**

Properties acquired, constructed or in the course of construction and development for sale are classified as development properties. Unsold properties are stated at the lower of cost and net realizable value. Sold properties in the course of development are stated at cost plus attributable profit less progress billings. The cost of development properties includes the cost of land and other related expenditure which is transferred to development properties as and when activities that are necessary to get the properties ready for sale are in progress. Net realizable value represents the estimated selling price less cost of completion and costs to be incurred in selling the property.

The property is considered to be completed when all related activities, including the infrastructure and facilities for the entire project, have been completed and handed over and title is transferred. At that stage, cost, attributable profit and progress billings are eliminated from development properties. Management reviews the carrying values of the development properties at each reporting date.

**Investment properties**

Properties held for rental or capital appreciation purposes as well as those held for undetermined future use are classified as investment properties. Investment properties are carried at cost less accumulated depreciation and impairment losses, if applicable. Investment properties include buildings which are depreciated on a straight line basis over the estimated useful life of 30 years.

Properties are transferred from investment properties to development properties when and only when there is a change in use, evidenced by commencement of development with a view to sell. Such transfers are made at the carrying value of the properties at the date of transfer.

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS  
(UNAUDITED)

For the three-month period ended March 31, 2014

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3. SIGNIFICANT ACCOUNTING POLICIES (continued)

**Property and equipment**

Property and equipment is stated at cost less accumulated depreciation and any impairment in value. Freehold land is not depreciated. The cost less estimated residual value of property and equipment is depreciated on a straight line basis over the following estimated useful lives of the assets.

	<u>Years</u>
Buildings	20-30
Furniture and fixtures	4
Motor vehicles	4
Heavy equipment and machinery	5-10
Leasehold improvements	2
Office equipments	3
Infrastructure assets	10-30

Expenditure for repair and maintenance are charged to the interim consolidated statement of income. Improvements that increase the value or materially extend the useful life of the related assets are capitalised. Interest on long term loan that is directly related to property and equipment is capitalised.

**Investment in an associate**

An associate is an entity in which the Group has significant influence and which is neither a subsidiary nor a joint venture. Investment in associate is accounted for using the equity method of accounting together with any long-term interests that, in substance, form part of the investor's net investment in the associate. Under the equity method, the investment in the associate is carried in the interim balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the associate less impairment loss, if any.

When the Group's share of losses exceeds its interest in an associate, the Group's carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of an associate.

**Loan to an associate**

Loan to an associate is measured at amortised cost, less impairment loss, if any.

**Other investments (available-for-sale)**

Investments are initially recognised at cost being the fair value of consideration given. After initial recognition, investments purchased neither with the intention of being held to maturity nor for trading purposes classified as available for sale and are remeasured at fair value. Unrealised gains and losses are reported as a separate component of equity until the investment is derecognised or the investment is determined to be impaired.

On derecognition or impairment the cumulative gain or loss previously recorded in equity is recognised in the interim consolidated statement of income for the period. Fair value is determined by reference to the market value if an open market exists. In the absence of an active market, the fair value is determined through other indicators, otherwise, cost is considered to be the fair value.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

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**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Non-current asset held for disposal**

Non-current assets that are classified as held for disposal are measured at the lower of their carrying amount and fair value less costs to sell. Assets are transferred to non-current assets held for disposal when it is expected that the carrying amount will be recovered principally through disposal rather than from continuing use. For this to be the case, the asset must be available for immediate disposal in its present condition subject only to terms that are usual and customary for disposals of such assets and its disposal must be highly probable.

**Accounts payable and accruals**

Liabilities are recognised for amounts to be paid in the future for services received or when risks and rewards associated with the goods are transferred to the Group, whether billed by the supplier or not.

**Loans and borrowings**

Loans are initially recognised at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method.

**Deferred contribution**

Deferred contribution represents amounts received from customers in respect of infrastructure assets and land, which are recognised as an obligation to provide access to the properties sold. The obligation, which is measured with reference to the contributions received, is then amortised over the useful life of the infrastructure assets for the portion that relates to infrastructure assets and deducted from depreciation upon transfer of risks and rewards of land for the portion that relates to the transfer of land.

**Employees' end of service benefits**

Provision is made for amounts payable under the Saudi Arabian labour law applicable to employees' accumulated periods of service at the interim consolidated balance sheet date.

**Provisions**

Provisions are recognised when the Group has an obligation (legal or constructive) arising from a past event, and the costs to settle the obligation are both probable and can be measured reliably.

**Segment reporting**

In accordance with the requirements of accounting standards generally accepted in the Kingdom of Saudi Arabia, the Company is required to disclose segmental information, however in the opinion of the management, currently providing such information is impracticable and accordingly disclosures have not been made in the interim condensed consolidated financial statements. Furthermore, the management believes that the non-disclosures of such information will not affect the decisions of the users of these interim condensed consolidated financial statements.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

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**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Revenue recognition**

Provided it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in the interim consolidated statement of income as follows:

*Sale of property*

Revenue on sale of plots of land is recognised on the basis of the full accrual method as and when all of the following conditions are met:

- a) a sale is consummated and contracts are signed;
- b) the buyer's investment, to the date of the consolidated financial statements, is adequate to demonstrate a commitment to pay for the property;
- c) the Group's receivable is not subject to future subordination;
- d) the Group has transferred to the buyer the usual risks and rewards of ownership in a transaction that is in substance a sale and does not have a substantial continuing involvement with the property; and
- e) work to be completed is both easily measurable and accrued or is not significant in relation to the overall value of the contract.

Revenue on sale of apartments and villas is recognized on the basis of percentage of completion as and when all of the following conditions are met:

- a) the buyer's investment, to the date of the consolidated financial statements, is adequate (20% and above) to demonstrate a commitment to pay for the property;
- b) construction is beyond a preliminary stage. The engineering, design work, construction contract execution, site clearance and building foundation are finished;
- c) the buyer is committed: the buyer is unable to claim a refund except for non-delivery of the unit; and
- d) the aggregate sales proceeds and costs can be reasonably estimated.

*Lease of investment property*

Rental income from investment properties is accounted for on a straight-line basis over the lease term on ongoing leases.

*Services*

Revenue from rendering of services is recognized when the outcome of the transaction can be estimated reliably, by reference to the stage of completion of the transaction at the interim consolidated balance sheet date.

*Hospitality revenue*

Revenue from hotel accommodation, food and beverages and other related services are recognised, net of discount and municipality fees on accrual basis when the services are rendered.

*School revenue*

Tuition, registration and other fees are recognized as income on accrual basis.

**Murabaha term deposits with banks**

Income on Murabaha term deposits with banks is recognised on effective yield basis.

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**3. SIGNIFICANT ACCOUNTING POLICIES (continued)**

**Cost of revenue**

Cost of revenue includes the cost of land, development and other service related costs. Development costs include the cost of construction.

The cost of revenues in respect of apartments and villas is based on the estimated proportion of the development cost incurred to date to the estimated total development costs for each project.

The cost of revenues in respect of land sales is based on the total estimated cost of the land site over the total land area in a particular development.

The cost of revenues in respect of hotel and school is based on actual cost of providing the services.

**Expenses**

Selling and marketing expenses are those that specifically relate to the selling and marketing activities of the Group. All other expenses are classified as general and administration expenses.

**Borrowing costs**

Borrowing costs that are directly attributable to the construction of an asset are capitalised using capitalisation rate up to the stage when substantially all the activities necessary to prepare the qualifying asset for its intended use are completed and, thereafter, such costs are charged to the interim consolidated statement of income.

**Operating leases**

Operating lease payments are recognized as an expense in the interim consolidated statement of income on a straight line basis over the lease term.

**Zakat**

Zakat is provided for in accordance with Saudi Arabian Department of Zakat and Income Tax (DZIT) regulations. The provision is charged to the interim consolidated statement of income.

**Foreign currencies**

Transactions in foreign currencies are recorded in Saudi Arabian Riyals at the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the interim balance sheet date. All differences are taken to the interim consolidated statement of income.

Non-monetary items measured at historical cost denominated in a foreign currency are translated at the exchange rate at the date of initial recognition.

**Offsetting**

Financial assets and liabilities are offset and the net amount reported in the consolidated balance sheet only when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liability simultaneously. Income and expense is not offset in the consolidated statement of income unless required or permitted by generally accepted accounting principles in Kingdom of Saudi Arabia.

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**4. CASH AND CASH EQUIVALENTS**

	<u>2014</u> (SR'000)	<u>2013</u> (SR'000)
Bank balances and cash	606,174	374,225
Short-term Murabaha deposits (note 5)	<u>2,179,045</u>	<u>643,497</u>
	<u>2,785,219</u>	<u>1,017,722</u>

**5. MURABAHA TERM DEPOSITS WITH BANKS**

Murabaha term deposits with banks represents funds placed with commercial banks at market rates and comprised of the following:

	<u>2014</u> (SR'000)	<u>2013</u> (SR'000)
Murabaha deposits	2,249,545	3,538,795
Less: short-term Murabaha deposits (note 4)	<u>2,179,045</u>	<u>643,497</u>
	<u>70,500</u>	<u>2,895,298</u>

**6. DEVELOPMENT PROPERTIES**

Development properties represent costs incurred to-date on projects under progress at KAEC, intended to be sold, and costs incurred to-date plus attributable profit / (loss) on sold properties less progress billings made in respect of sold properties under development.

Development properties also include plots of land, amounting to SR 296.5 million (2013: SR 197.5 million) which have been identified by the management to be sold in their present condition. Accordingly, these have been reclassified from investment property to development properties.

**7. OTHER INVESTMENT**

In 2008, the Company established an entity, Cadre The Economic Cities, LLC (Cadre), which was incorporated in the Kingdom of Saudi Arabia on Jumada Awal 6, 1429H, corresponding to May 11, 2008. The Company had a 95% holding in Cadre.

During 2012, the Board of Directors of the Company decided to transfer ownership of Cadre to Economic Cities Authorities ("ECA") which has been completed at cost during the year ended December 31, 2013.

**8. LOAN TO A RELATED PARTY**

Loan to a related party represented a commission free loan receivable from Cadre which has been collected in full during the year ended December 31, 2013.



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For the three-month period ended March 31, 2014

**9. INVESTMENT PROPERTIES**

Investment properties include the following:

	<u>2014</u> (SR'000)	<u>2013</u> (SR'000)
Greenfield land and associated cost (note 9.1)	3,328,472	3,519,071
Properties under construction	765,005	880,225
Properties completed		
Cost	216,992	--
Accumulated Depreciation	(8,434)	--
	<u>208,558</u>	<u>--</u>
	<u>4,302,035</u>	<u>4,399,296</u>

- 9.1** A Greenfield Land measuring approximately 168 million square meters has been earmarked for the master development of the KAEC. This includes land measuring approximately 37 million square meters which was contributed by a shareholder as part of its capital contribution for an agreed sum of SR 1,700 million in lieu of shares of the same value in the Company.

The specific allocation of Greenfield Land to be used by different projects, which could be for sale or rental, has not yet been completed. Therefore, the Greenfield Land and associated costs amounting to SR 3,328 million (2013: SR 3,519 million) has been classified as investment property. No depreciation has been charged as these comprise only freehold land.

Greenfield Land includes 24.7 million sqm pledged in favour of Ministry of Finance against a long-term loan of SR 5,000 million (note 17).

Greenfield land measuring 10.5 million sqm has been earmarked for lease to industrial customers.

During the year ended December 31, 2013, properties amounting to SR 217 million were completed and transferred from properties under construction to properties completed.

**10. PROPERTY AND EQUIPMENT**

Property and equipment includes capital work in progress amounting to SR 2,233 million (2013: SR 3,195 million), which represents construction costs in respect of the infrastructure and other projects at KAEC.

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For the three-month period ended March 31, 2014

**11. INVESTMENT IN AN ASSOCIATE**

	<u>2014</u> (SR '000)	<u>2013</u> (SR '000) (Restated)
Investment	235,980	235,980
Share of profit / (loss) from associate	11,555	(1,419)
Elimination of share of profit on sale of land and commission income from associate	(39,761)	(36,882)
	<u>207,774</u>	197,679
Additional capital contribution	<u>1,343,300</u>	202,300
	<u>1,551,074</u>	<u>399,979</u>

On Jumada Awwal 14, 1431H (corresponding to April 29, 2010), the Port Development Company (PDC), a closed joint stock company was incorporated in the Kingdom of Saudi Arabia, which will be engaged in development, operation and maintenance of the King Abdullah Port at KAEC (the Port).

During 2011, the shareholders of PDC entered into an agreement whereby, the shareholding structure and funding mechanism of PDC was agreed. As per the terms of agreement, the Company's shareholding in PDC was agreed to be 34%.

On October 8, 2013 the shareholders of PDC had resolved to increase the shareholdings of the Company to 74% by converting additional capital contribution to equity in PDC. Consequently, the land of SR 200 million contributed as part of equity funding during the period ended March 31, 2013 has been reclassified as receivable from PDC (note 16).

During the year ended December 31, 2012, to contribute a part of the equity funding under the agreement, the Company invested SR 145 million in the form of land, infrastructure and other development cost. At the period ended March 31, 2014 the legal formalities to transfer the relevant title deeds are under process. The Company also invested cash of SR 794 million including SR 160 million provided during the period ended March 31, 2014. Additional capital contribution also includes SAR 640 million which has been reclassified from loan to an associate under the agreement dated October 8, 2013 (note 12). The legal formality in respect of conversion of additional capital contribution to equity is in progress.

Subsequent to the period end, on April 16, 2014 the shareholders of PDC have amended the shareholders agreement of October 8, 2013. As per the revised terms, the Company will purchase 11,748,000 registered shares at par in PDC from other shareholder for a cash consideration of SAR 118 million. As of the date of approval of the interim condensed consolidated financial statements, the legal formalities relating to the purchase of shares is in process. Furthermore, as per terms of the revised agreement, the Company has also provided a corporate guarantee to a commercial bank, amounting to SAR 269 million, limited to its revised shareholding percentage in PDC, to allow PDC to secure Shariah compliant Commodity Murabaha Facilities to partially finance the construction costs of the Port.

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For the three-month period ended March 31, 2014

**12. LOAN TO AN ASSOCIATE**

During 2012, the Company signed a loan agreement with PDC in accordance with the Shareholders Agreement whereby, the Company has agreed to provide SR 1,000 million commission based loan to PDC, which was approved in the Annual General Meeting of the Company held on March 31, 2012. Accordingly, an amount of SR 640 million (2013: SR 430 million), was disbursed to PDC which was repayable in seven annual instalments commencing from May 1, 2015. Under the agreement dated October 8, 2013 the shareholders of PDC have agreed to convert the outstanding loan extended by the Company into equity shares of PDC and accordingly, the amount of SR 640 million has been reclassified to investment in an associate (note 11).

Moreover, in accordance with the agreement, accrued commission amounting to SR 18 million pertaining to the loan will be settled by PDC and therefore, has been reclassified as receivable (note 16).

**13. ASSETS CLASSIFIED AS HELD FOR DISPOSAL**

The Group has identified certain assets amounting to SR 101 million (2013: 154 million) which are to be disposed off in line with the strategic business plans of the Group. Accordingly, these assets are classified as held for disposal. During the period ended March 31, 2014, these assets have been reviewed for impairment and management ascertained that no further impairment is required.

**14. SHORT-TERM LOANS**

As at March 31, 2014 the Group has short-term loans amounting to SR 60 million (2013: SR 12 million) from a commercial bank at prevailing market rates.

**15. ACCOUNTS PAYABLE AND ACCRUALS**

	<u>2014</u> (SR'000)	<u>2013</u> (SR'000) (Restated)
Accounts payable	190,429	250,585
Advance from customers	107,322	248,571
Contract cost accruals	92,474	134,998
Amount to be donated for charitable purposes (note 15.1)	70,692	69,926
Accrued expenses and other payables	110,656	72,721
Amounts due to affiliates (note 16)	2,517	30,617
Retentions payable	36,978	15,345
Zakat payable (note 21)	44,460	21,871
	<u>655,528</u>	<u>844,634</u>

**15.1** The Board of Directors decided in 2006 to donate the amount earned on the founding shareholders' share capital contribution (before initial public offering) placed in fixed deposits maintained with a bank before placing funds under an Islamic deposit scheme. Commission earned on this deposit is added to the amount to be donated for charitable purposes.

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**16. RELATED PARTY TRANSACTIONS AND BALANCES**

Related party transactions mainly represent services, expenses and other transactions which are undertaken at mutually agreed terms and approved by the management.

In addition to the disclosures set out in notes 7, 8, 9, 11 and 12, significant related party transactions for the period ended March 31, 2014 are described as under:

<u>Related party</u>	<u>Nature of transaction</u>	<u>2014</u>		<u>2013</u>	
		<u>Amount of transaction (SR'000)</u>	<u>Balance receivable/ (payable) (SR'000)</u>	<u>Amount of transaction (SR'000)</u>	<u>Balance receivable/ (payable) (SR'000)</u>
<i>Affiliate</i>	Advances	--	(50,000)	10,300	(78,100)
	Sale of Land	--	200,000	200,000	200,000
	Commission income	--	18,151	3,021	9,662
	Expenses incurred by affiliates on behalf of the Group	--	(343)	--	(343)
	Expenses incurred by Group on behalf of an affiliate	--	89	--	89
	Services provided to the Group	--	(2,174)	--	(2,174)
	Purchase from affiliate	34,362	--	--	--
<i>Key management personnel</i>	Remuneration	2,794	--	2,788	--
<i>Board of Directors</i>	Meeting fee	684	(684)	--	--
	Sale of land (note 16.1)	24,430	--	--	--

**16.1** Against sale of land there is balance outstanding by SR 19.543 million which is not due as at March 31, 2014.

**17. LONG-TERM LOAN**

During 2011, the Company received a loan of SR 5,000 million from the Ministry of Finance (MoF) for the development of KAEC. The loan is secured against pledge of 24.7 million sqm of the Greenfield Land (note 9.1) and carries annual commission at commercial rates and is repayable, with a three years grace period, in seven annual instalments commencing from June 1, 2015. The loan balance as at March 31, 2014 also includes accrued commission amounting to SR 301.1 million (2013: SR 194.3 million).

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

For the three-month period ended March 31, 2014

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**18. DEFERRED CONTRIBUTION**

	<u>2014</u> SR'000	<u>2013</u> SR'000
Balance at January 1	532,252	245,495
Collections during the period	120,465	64,856
Amortisation during the period	<u>(8,996)</u>	<u>--</u>
Balance at March 31	<u>643,721</u>	<u>310,351</u>

**19. SHARE CAPITAL**

The authorized, issued and fully paid share capital of the Company consists of 850 million shares of SR 10 each (2013: 850 million shares of SR 10 each).

**20. EARNINGS / (LOSS) PER SHARE**

Earnings / (loss) per share on profit from operations are calculated by dividing the profit / (loss) from operations by the weighted average number of ordinary shares of the Company in issue during the period.

Earnings per share on net income attributable to shareholders of the Company are calculated by dividing the net income by the weighted average number of ordinary shares in issue of the Company during the period.

The calculation of diluted earnings per share is not applicable to the Company.

**21. ZAKAT**

**Charge for the period**

The Group has made a provision of SR 7.5 million for the period ended March 31, 2014 (2013: SR 10.5 million).

**Status of assessments**

The Company has filed the Zakat returns up to the year 2012 and obtained restricted Zakat certificates.

The DZIT issued Zakat assessments for the years 2006 to 2008 and claimed additional Zakat and withholding tax differences of SR 90.4 million in addition to delay penalty. The case is currently reviewed at the Higher Appeal Committee (HAC). In compliance of the appeal procedures and without admitting the liability, the Company submitted a bank guarantee and paid under protest the withholding tax differences. The Company is of the view that given a fair review of the assessments, their view should prevail. No provision is made for the additional Zakat and withholding tax liability in these interim condensed financial statements.

**NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**  
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For the three-month period ended March 31, 2014

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**21. ZAKAT (continued)**

The DZIT issued Zakat assessment for the years 2009 to 2011 and claimed additional Zakat, withholding tax and delay penalty differences of SR 64.7 million. The Company has filed an objection against this assessment. The Company is of the view that given a fair review of the assessments for the years 2009 to 2011, their view should prevail for most of the items under objection. On prudence the Company made a partial provision of SR 26.6 million during 2013.

ECHIC and IZDCL have finalized its Zakat status up to the year 2011 and have also filed the Zakat return for the year 2012 and obtained an unrestricted Zakat certificate.

REOM, REM and RED are incorporated during the year December 31, 2013 and were not subject to Zakat. However, these are currently in the process of registration with DZIT.

**22. CONTINGENT LIABILITIES AND COMMITMENTS**

- a) The Group has contracted with its industrial customers to provide property management and city maintenance services. The costs of providing these services to industrial customers may be higher than the fee or charges that the Group may be able to charge to its industrial customers. The financial effect, if any, is not currently practicable to estimate.
- b) The Group had commitments as at March 31, 2014 amounting to SR 1,799 million (2013: SR 378 million) related to future capital expenditure for the development of KAEC.

**23. APPROVAL OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

The interim condensed consolidated financial statements were approved and authorised to issue by the Board of Directors on Jumada Al Thani 20, 1435H, corresponding to April 20, 2014