# شركــة الإقبــال للإستثمـار م.٤٠٥ الإقبــال للإستثمـار Al - Eqbal Investment Co. (PLC)

المراد مورو المراد المر

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Date:30/07/2017

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To: Jordan Securities Commission
Amman Stock Exchange

السادة هيئة الاوراق المالية السادة بورصة عمان

Subject: Semi- Annual Report as of 30/06/2017

الموضوع: التقرير نصف السنوي كما هو في 2017/06/30

Attached the company's Semi- Annual Report of	مرفق طيه نسخة من التقرير نصف السنوي لشركة
(Al-Eqbal Investment Co plc )	(شركة الإقبال للإستثمار م.ع.م) كما هو بتاريخ
As of 30/06/2017	2017/06/30م
Kindly accept our highly appreciation and	وتفضلوا بقبول فائق الاحترام،،،
Al-Eqbal Investment Co (plc)	شركة الاقبال للإستثمار م.ع.م

Chairman

Samer Fakhouri

هيئة الأوراق المالية الله الديوان المالية الأوادية / الديوان الا الديوان المالية الأوراق المالية الأدادية / الديوان المالية ا

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CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION FOR THE SIX MONTHS ENDED JUNE 30, 2017

TOGETHER WITH THE INDEPENDENT AUDITOR'S REPORT ON THE REVIEW OF THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

## FOR THE SIX MONTHS ENDED JUNE 30, 2017

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#### **Emphasis of matters**

Without qualifying our opinion, we draw attention to the followings:

- As mentioned in note (13) to the condensed consolidated interim financial information which describes that the Company's subsidiary (Al-Fakher for Trading Tobacco and Agencies) filed two lawsuits with the first instance court to object on the decision taken by the Income and Sales Tax department of Jordan for imposing taxes for the years 2009, 2010 and 2011 with an amount of JOD 7,843,927 and Legal compensation with an amount of JOD 3,889,245 and for imposing a tax for the year 2012 with an amount of JOD 3,253,058 and legal compensation with an amount of JOD 2,602,446 due to the fact that the Income and Sales Tax department of Jordan considers The Company in Ajman-(United Arab Emirates) as a subsidiary and not a branch. The Lawsuit is still pending in the tax first instance court. In the opinion of the Company's Management, tax consultant and legal consultant, the probability of winning the lawsuit is high and the recorded provisions are sufficient. The ultimate outcome of the lawsuit cannot be determined reliably. Accordingly, no additional provision has been recorded in the condensed consolidated interim financial information against any consequences that may arise on the Group.
- As mentioned in note (13) to the condensed consolidated interim financial information which describes that the company filed a lawsuit with the First Instance Court to object on the decisions taken by income and sales tax employee's for imposing sales tax on the company amounted to JOD 288,000 in addition to penalty amounted to JOD 576,000. In the opinion of the Company's Management and legal consultant, the probability of winning and cancelling the lawsuit is high. Accordingly, no provision has been recorded in condensed consolidated interim financial information against any consequences that may arise on the Group.

#### Other Matter

These financial statements are translated copy to the English language of the original consolidated financial statements issued in the Arabic language.

Kawasmy and Partners

KPMG

Hatem Kawasmy License no. (656)

Tawarmy & Partners Co.

Amman - Jordan July 26, 2017

### CONDENSED CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION

Jordanian Dinar	Note	As of June 30, 2017 (Reviewed not audited)	As of December 31, 2016 (Audited)
Assets			
Current assets			
Cash on hand and at banks		61,091,985	49,729,435
Cheques under collection		-	28,360
Trade and other receivables		50,004,513	25,617,883
Inventory		23,125,953	19,477,57 <b>7</b>
Other debit balances		7,903,510	4,496,347
Total current assets		142,125,961	99,349,602
Non-current assets			
Financial assets at fair value through statement of other			
comprehensive income	6	746,021	914,633
Investment property		674,552	674,552
Intangible assets-Goodwill from acquisition of subsidiary		6,602,986	6,602,986
Property, plant and equipment	7	19,026,686	18,543,871
Advance payments for Investments	8	7,579,449	897,066
Total non-current assets		34,629,694	27,633,108
Total assets		176,755,655	126,982,710
Liabilities and Shareholders' Equity Current liabilities			
Deferred cheques		412,464	358,410
Accounts payable		14,024,327	7,163,620
Other credit balances		9,283,602	7,406,230
Income tax provision	12	3,268,392	5,609,153
Bank facilities mature within a year	9-1	71,093,909	15,930,000
Total current liabilities		98,082,694	36,467,413
Non-current liabilities			
Bank facilities mature within more than a year	9-2	9,912,000	
Provision of employees' end of service indemnity		4,248,692	3,880,311
Total non-current liabilities Total liabilities		14,160,692	3,880,311
		112,243,386	40,347,724
Shareholders' Equity 3			
Capital	1	30,000,000	30,000,000
Statutory reserve		13,897,311	13,897,311
Cumulative change in fair value		251,350	340,934
Retained earnings		20,363,608	42,396,741
Total Shareholders' Equity		64,512,269	86,634,986
Total Liabilities and Shareholders' Equity		176,755,655	126,982,710
- ·			

The companying notes on pages (7) to (20) are an integral part of these condensed consolidated interim financial information and should be read with it and with the independent auditor's report.

#### **Chairman of Board of Directors**

Financial Manager

AL-EQBAL INVESTMENT CO'MPANY (PUBLIC SHAREHOLDING COMPANY) AMMAN – JORDAN

CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

Jordanian Dinar	Capital	Statutory Reserve	Cumulative change in fair value	Retained Earnings	Total
Changes for the six months ended June 30, 2017 (Reviewed not audited) Balance as of January 1, 2017 Profit for the period Other comprehensive income Transferred from fair value reserve Dividends during the period (Note 10)	30,000,000	13,897,311	340,934 - (133,374) 43,790	42,396,741 17,901,452 109,205 (43,790) (40,000,000)	86,634,986 17,901,452 (24,169) -
Balance as of June 30, 2017	30,000,000	13,897,311	251,350	20,363,608	64,512,269
Changes for the six months ended June 30, 2016 (Reviewed not audited) Balance as of January 1, 2016 Profit for the period Other comprehensive income Increasing paid up capital Dividends during the period (Note 10)	25,000,000	13,897,311	1,021,083	34,305,207 19,993,738 738,076 (5,000,000) (25,000,000)	74,223,601 19,993,738 (86,951) - (25,000,000)
Balance as of June 30, 2016	30,000,000	13,897,311	196,056	25,037,021	69,130,388

The companying notes on pages (7) to (20) are an integral part of these condensed consolidated interim financial information and should be read with it and with

#### CONDENSED CONSOLIDATED INTERIM STATEMENT OF CASH FLOWS

	For the six Months Ended June 30,		
Jordanian Dinar	2017	2016	
	(Reviewed, ne	ot audited)	
Cash flows from operating activities			
Profit for the period before income tax	20,001,254	21,398,810	
Adjustments for:			
Contingent liability provision	-	936,582	
Dividends from financial assets through statement of other	4===		
comprehensive income	(30,811)	(33,045)	
Provision of employees' end of service indemnity	418,458	483,216	
Depreciation Variation and institution	1,432,395	1,737,251	
Key money amortization	188,198	204,481	
Finance expense	329,468	283,532	
Interest revenue	(248,630)	(305,011)	
Loss from sale of property, plant and equipment	7,292		
	22,097,624	24,705,816	
Changes in:			
Trade and other receivables	(24,386,630)	(6,835,820)	
Cheques under collection	28,360	198,063	
Inventory	(3,648,376)	(2,950,836)	
Other debit balances	(3,595,361)	(2,178,763)	
Accounts payable and deferred cheques	6,914,761	3,123,328	
Other credit balances	1,877,372	1,814,074	
Due to related party	<del>-</del>	(173,523)	
Cash flow (used in) from operating activities	(712,250)	17,702,339	
Income tax paid	(4,440,563)	(1,876,892)	
End of service indemnity paid	(50,077)	(10,631)	
Net cash flow (used in) from operating activities	(5,202,890)	15,814,816	
Cash flows from investing activities			
Acquisition of property, plant and equipment	(1,947,065)	(759,492)	
Proceeds from sale of financial assets through statement of other	(1,5 17,000)	(100,102)	
comprehensive income	144,443	1,673,730	
Advance payments for investments	(6,682,383)	(885,677)	
Dividends of financial assets at fair value through statement of other	(-,,,	(332,51.)	
comprehensive income	30,811	33,045	
Proceeds from sale of property, plant and equipment	24,563	2,605	
Bank deposits' interest revenue	248,630	305,011	
Net cash (used in) from investing activities	(8,181,001)	369,222	
· · · · · · · · · · · · · · · · · · ·		,	
Cash flows from financing activities Finance expense paid	(220.460)	(202 522)	
Bank facilities	(329,468)	(283,532)	
Dividends paid	65,075,909	(25 000 000)	
	(40,000,000)	(25,000,000)	
Net cash from (used in) fluancing activities	<u> 24,746,441</u>	(25,283,532)	
Net change in cash on hand and at banks	11,362,550	(9,099,494)	
Cash on hand and at banks at the beginning of the year	49,729,435	45,121,377	
Cash on hand and at banks at the end of the period	61,091,985	36,021,883	

The companying notes on pages (7) to (20) are an integral part of these condensed consolidated interim financial information and should be read with it and with the independent auditor's report.

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### 1) **GENERAL**

A1-Eqbal Investment Company-PLC (International Tobacco and Cigarettes PLC previously) was incorporated in accordance with Jordan Companies temporary Law no. (1) for the year 1989 as a Jordanian public shareholding company, and registered in the ministry of industry and trade of Jordan under no. (218) on June 1, 1992. The authorized paid up capital is amounted to JOD 5 millions (1 JOD /share).

On October 10, 1993 the capital has raised through special offering by 100% of the capital to reach JOD 10 millions. On May 5, 1998 the capital has raised through distributing free shares by 20% of the capital to reach JOD 12 million. On April 16, 2001 the Company has merged with Eqbal for Financial Investments Company to be the capital JOD 14,304,675. On April 15, 2002 the capital has raised through distributing free shares by 5% of the capital to reach JOD 15 million. On April 10, 2005 the capital has been raised through distributing free shares by 10% to reach JOD 16,500,000. On April 16, 2006 the capital has been raised through distributing free shares by 21% of capital to reach JOD 20 millions. On February 25, 2013 the capital has raised through distributing free shares by 25% of the capital to reach JOD 25 millions.

The general assembly decided on March 24, 2016 to increase its paid-up capital by 5,000,000 shares through distribution from retained earnings JOD 5,000,000 for the paid-up capital to become 30 millions (1 JOD/share). The Company completed the procedures in the Ministry of trade and industry during the second quarter of the year 2016.

#### The Company's main objectives include the following:

- Owning commercial agencies.
- Trade intermediaries (except dealing with International stocks).
- Engaging in brokerage and trading tenders.
- Import and export.
- Guaranty of third parties obligations relevant to the interest of the company.
- Investment of the Company's funds surplus in the appropriate way.
- Ownership of movable and immovable funds, for achieving the company's objectives.
- Ownership of land and real estate for achieving the company's objectives.
- Contracting with any government, commission, authority, company, institution or individual interested in the goals and objectives of the company or any of them.
- Borrowing money from banks.
- The condensed consolidated interim financial information were approved by the Board of Directors on July 26, 2017.

# 2) BASIS OF PREPARATION OF CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### a) Statement of compliance

- The condensed consolidated interim financial information have been prepared in accordance with IAS 34 "Interim Financial Reporting" which selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the last annual consolidated financial statements as of and for the year ended December 31, 2016.
- These condensed consolidated interim financial information should be read with the consolidated financial statements for the year ended December 31, 2016. As well as the financial performance for the condensed consolidated interim financial period ended June 30, 2017 does not necessarily give an indication for the expected financial performance for the year that will be ending on December 31, 2017. In addition, no appropriation has been made on the profit for the period to reserves, which will be appropriated in the annual consolidated financial statements at the end of the year 2017.

These condensed consolidated interim financial information do not include all the information required for full annual consolidated financial statements prepared in accordance with International Financial Reporting Standards.

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### b) Basis of consolidating condensed consolidated interim financial information

The condensed consolidated interim financial information comprise the consolidated financial information of Al-Eqbal Investment Company (the parent company) and its subsidiaries, which are subject to its control. Subsidiaries are entities controlled by the Group.

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

Company Name	Capital	Percentage of ownership	Nature of operation	Country of operation
		%		
Al-Fakher for Trading Tobacco			Trading	
and Agencies*	6,000,000	100	Tobacco	Jordan
Spectrum International for			Renewable	
Renewable Energy	6,000,000	100	energy	Jordan
International Cigarettes and				
Tobacco Company (Under			Trading	
liquidation)	6,000,000	100	Tobacco	Jordan
Pioneer Venture Company	35,464	100	Trading	UAE

<sup>\*</sup>Al-Fakher for Trading Tobacco and Agencies, owns a subsidiary of which related information is as follows:

Company Name	Capital	Ownership Percentage	Nature of operation	Country of Operation
		%	-	
Al-Fakher Holding for Tobacco				Cayman
Trading and Agencies **	35,450	100	Investments	Islands

<sup>\*\*</sup>Al-Fakher Holding for Tobacco Trading and Agencies owns a subsidiary of which related information is as follows:

Company Name	Capital	Ownership Percentage	Nature of operation	Country of Operation
Al-Fakher Tobacco F.Z.E ***	35,705	% 100	Investments	UAE
Al-Fakher International	7,100	100	Tobacco	Cayman Islands

\*\*\* Al-Fakher Tobacco F.Z.E (UAE) owns a subsidiary of which related information is as follow:

Company Name	Partner Contribution	Ownership Percentage	Nature of operation	Country of Operation
		%		
Al-Fakher Tobacco Factory	7,720,000	100	Tobacco	UAE

- Al-Fakher Tobacco Factory owns a company in Ajman industrial area (Al-Fakher for Tobacco Trading and Agencies LLC). Where the financial and administrative control of Al-Fakher Tobacco Factory is under the approval and pledge from the other owner / partner.

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

The following table represents the financial position and financial performance of the subsidiaries as of June 30, 2017:

	As of June 30, 2017				
In Jordanian Dinar	Total Assets	Total Liabilities	Total Revenue	Profit (loss) for the year	
Al-Fakher for Trading Tobacco and Agencies - Consolidation Spectrum International for Renewable	142,538,855	(111,756,019)	74,519,923	18,782,836	
Energy International Cigarettes and Tobacco	8,237,595	(3,950,788)	2,271,212	(162,718)	
Company (under liquidation)	4,247,570	-	-	(1,500)	
Pioneer Company	51,479	(128,981)	-	(17,576)	

The Group accounts for business combinations of a subsidiary in the condensed consolidated interim statement of profit and loss and other comprehensive income starting from the date of the acquisition which is the date when control is transferred to the Group.

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment.

Any gain on bargain purchases is recognized in the condensed consolidated interim statement of profit or loss and other comprehensive income immediately. Transactions costs are expensed as incurred in the condensed consolidated interim statement of profit or loss and other comprehensive income except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationship. Such amounts are generally recognized in the condensed consolidated interim statement of profit or loss and other comprehensive income.

Any contingent consideration payable is measured at fair value at the acquisition date. If the contingent consideration is classified as shareholders' equity, then it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognized in the condensed consolidated interim statement of profit or loss and other comprehensive income.

Non-controlling interest are measured at their proportionate share of the acquirer's identifiable net assets at the acquisition date.

On the loss of control, the Group derecognizes the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognized in the condensed consolidated interim statement of profit or loss and other comprehensive income.

Balances, transactions and unrealized profits and expenses resulted from transactions within the Group are eliminated when preparing these condensed consolidated interim financial information.

#### c) Use of judgments and estimates

- These condensed consolidated interim financial information have been prepared in accordance with IAS 34, "interim financial reporting" which requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.
- In preparing these condensed consolidated interim financial information, significant judgments made by management in applying the Company's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the financial statements as at and for the year ended December 31, 2016.

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### 3) SIGNIFICANT ACCOUNTING POLICIES

The company has adopted early International Financial Reporting Standard IFRS 9 "Financial Instruments" to be applied on the financial statement that begins on January 1, 2011 based on the instructions of security exchange commission. This standard is mandatory well be applied internationally on January 1, 2018.

The accounting policies applied in these condensed consolidated interim financial information are the same used in the Company's financial statements for the year ended December 31, 2016 in except for to the international financial reporting standards which became effective since the years starts on January 1, 2017 which are as follows:

- International Accounting Standard No. (7): Disclosure Initiative
- International Accounting Standard No. (12): Recognition of Deferred Tax Assets for Unrealized Losses.
- Annual Improvements to International Financial Reporting Standards 2014–2016 cycle
   The application of these amended standards did not have a significant effect on the condensed consolidated

#### 4) FINANCIAL RISK MANAGEMENT AND CAPITAL MANAGEMENT

- Generally, the Group's objectives, policies and processes for managing risk are the same as those disclosed in its financial statements as of and for the year ended December 31, 2016.
- There have been no changes in the group's approach to capital management during the current financial interim period neither the group is subject to externally imposed capital requirements.
- Fair value hierarchy for the financial assets in equity instruments has been disclosed in Note 16.

#### 5) **SEGMENT REPORTING**

interim financial information.

An operating segment is a group of components of the group affected by risks and returns that distinguish it from others and engages in producing products or services known as operating segments or engages in producing products or services within economic environments known as geographical segment.

#### A-Operating Segment

The Group operates its activities in major operating segments, which represents the followings:

- Tobacco manufacturing and trading.
- Investments
- Energy.

# NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### **B- Geographical Segment**

The group operates its activities inside and outside of the Hashemite Kingdom of Jordan.

		•		
Jordanian Dinar	Tobacco	Energy	Investment	Total_
For the six months ended June 30, 2017				
(Reviewed not audited)				
Segment revenue – net	34,631,160	<u>182,094</u>		34,813,254
Gross segment revenue for the period	<u>34,631,160</u>	<u>182,094</u>		34,813,254
Administrative expenses	(4,485,516)	(372,896)	(722,754)	(5,581,166)
Selling and distribution expenses	(9,483,936)	-	(/,/, 0 .)	(9,483,936)
Other revenues	309,455	966	_	310,421
Net finance income (expenses)	(82,733)	(3,693)	5,588	(80,838)
Loss from sale of property, plant and equipment	(7,292)	-	-	(7,292)
Dividends from financial assets at fair value	` ,			(1,222)
through other comprehensive income		30,811	-	30,811
Segment profit (loss) for the period before tax	20,881,138	(162,718)	(717,166)	20,001,254
Gross segment assets	142,761,263	7,629,268	26,365,124	176,755,655
Gross segment liabilities	81,390,635	3,581,175	27,271,576	112,243,386
Capital expenditure	1,934,940	8,255	3,870	1,947,065
Jordanian Dinar	Tobacco	Energy	Investment	Total
For the six months ended June 30, 2016				
(Reviewed not audited)				
Segment revenue – net	33,743,716	4,027	_	33,747,743
Net segment revenue for the period	33,743,716	4,027		33,747,743
Administrative expenses	(3,604,710)	(300,987)	(894,951)	(4,800,648)
Selling and distribution expenses	(6,905,105)	(300,207)	(05 1,501)	(6,905,105)
Other revenues (expenses)	144,385	_	(70)	144,315
Net finance income (expenses)	63,406	(40,277)	(1,700)	21,429
Dividends from financial assets at fair value	05,100	(40,211)	(1,100)	21,123
through other comprehensive income	_	33,045	-	33,045
Contingent liability provision	(936,582)	· <u>-</u>	-	(936,582)
Gains from sale of shares in associate company	-	93,525	1,088	94,613
Segment profit (loss) for the period before tax	22,505,110	(210,667)	(895,633)	21,398,810
For the period ended June 30, 2016	<u> </u>			
Gross segment assets	101,138,002	4,739,296	2,965,261	108,842,559
Gross segment liabilities			0.060.016	
	37,622,081	26,874	2,063,216	39,712,171
Capital expenditure	37,622,081 735,770	26,874 23,722	2,063,216	39,712,171 759,492

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

# 6) <u>FINANCIAL ASSETS AT FAIR VALUE THROUGH STATEMENT OF OTHER COMPREHENSIVE INCOME</u>

In Jordanian Dinar	June 30, (Reviewed 2017 not audited)	December 31, (Audited) 2016
Quoted market prices*	444,996	613,608
Non quoted market prices**	301,025	301,025
	746,021	914,633

<sup>\*</sup> This item represents the fair value of financial assets in listed financial markets for the Group's share in Bank of Jordan according to the market value as of June 30, 2017 and December 31, 2016.

#### 7) PROPERTY, PLANT AND EQUIPMENT

The additions over property, plant and equipment during the period ended June 30, 2017: JOD 1,947,065 (December 31, 2016: JOD 2,533,401).

The depreciation expense on property, plant and equipment during the period ended June 30, 2017: JOD 1,432,395 (June 30, 2016: JOD 1,737,251).

#### 8) ADVANCE PAYMENTS FOR INVESTMENTS

The details of the advance payments for investments are as follow:

- During the Secord quarter in 2017, the Group's management has paid an amount of JOD 5,007,060 as advanced payment for investing in distribution activities for Al-Fakher products, where the legal procedures have not yet been completed.
- The Group's management has paid an amount of JOD 1,670,603 during 2017 as advance payment to establish a new investment in Turkey, where the legal procedures have not yet been completed.
- Entrance of Spectrum International for Renewable Energy in a joint projects agreement with an amount of 1,851,786. Where the joint ventures are still in the pre-incorporation phase and have not yet been completed.

The company has booked an impairment provision with an amount of JOD 950,000 to face the foreign currency differences.

#### 9) BANK FACILITIES

4

#### 9-1 Bank facilities mature within a year

Bank's name	Facility type	Maturity date	As of June 30, 2017 (Reviewed not audited)	As of December 31, 2016 (Audited)
In Jordanian Dinar				
Bank of Jordan	Overdraft	-	1,127,922	-
Bank of Jordan *	Loan	December 31, 2017	15,930,000	-
Bank of Jordan **	Loan	July 29, 2017	676,119	-
Bank of Jordan ***	Loan	December 31, 2017	25,000,000	-
Cairo Amman Bank ****	Loan	December 31, 2017	28,359,868	-
			71,093,909	

<sup>\*\*</sup>This item represents the fair value of financial assets in unlisted financial markets for the Group's share in North Industrial Company (Palestine), the Group has determined the fair value of this item using Net Assets Method for the last audited financial statements available.

## NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### b- <u>Subsidiary - AL-Fakher for Trading Tobacco and Agencies LLC</u> <u>Al-Fakher - Amman</u>

The Income Tax was settled until the financial year 2008. The Income Tax Department audited the accounts of the company and issued its final decision for the financial years from 2009 till 2014 which was objected to the court of the tax, in the Company's management and tax consultant's opinion, the decisions of the Tax Department is misplaced and will be dismissed in favor of the company.

The tax return was submitted for the financial year 2016 and 2015 within the legal period of submission, the department did not audit the company's accounts and did not issue its final decisions till the date of the preparation of the condensed consolidated interim financial information.

Based on the tax consultant opinion the company should take a provision by an amount of JOD 2,099,802 for the income tax liability as a provision of 10% of net profit of Al-Fakher Tobacco Factory (UAE).

#### c- Al-Fakher - Aqaba private

The Income Tax was settled until 2012. The tax return was submitted for the years 2013, 2014, 2015 and 2016 within the legal period of submission, the department did not audit the company's accounts and did not issue its final decisions till the date of the preparation of the condensed consolidated interim financial information.

Based on the tax consultant opinion, the company does not need to account any provisions for the income tax liability for the business results.

Income and Sales Tax Department has reconsidered the tax return for the year 2013 and decided to demand the company an amount of JOD 4,432,006 as income tax and legal compensation with an amount of JOD 3,508,048. The company is currently performing objection procedures on the income and sales decision at the first instance court of tax.

Income and Sales Tax Department issued its decision regarding the financial statements for the year 2014 and demanded the company income tax of JOD 4,250,595 and legal compensation with an amount of JOD 3,400,476. The company is currently performing objection procedures on the income and sales decision at the first instance court of tax.

#### d- Subsidiary - Spectrum International for Renewable Energy

The Income Tax was settled until the financial year 2014. The tax return was submitted for the financial years 2016 and 2015 within the legal period for submission of statements, the department did not audit the company's accounts and issue final decisions until the date of the preparation of the condensed consolidated interim financial information.

Based on the tax consultant opinion, the company does not need to account any provisions for the income tax liability for the business results.

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### 13) CONTINGENT LIABILITIES

1- The contingent liabilities at the date of these condensed consolidated interim financial information are as follows:

In Jordanian Dinar	June 30, 2017 (Reviewed not audited)	December 31, 2016 (Audited)
Bank guarantees	2,276,691	2,504,422
	2,276,691	2,504,422
Against cash margins represented as follows:		
In Jordanian Dinar	June 30, 2017 (Reviewed not audited)	December 31, 2016 (Audited)
Bank guarantees	254,558	181,096
	254,558	181,096

2- The Company filed a lawsuit with the First Instance Court to object to the decisions passed on by the Income Tax Department for imposing income tax on the year 2012 with an amount of JOD 111,756 in addition to a legal compensation amount of JOD 46,123.

Based on the Group's management legal and tax consultant, it is probable to win the case due to the fact that the objection committee did not deduct the yearly donations, the Board of Directors rewards and the full amount of accumulated losses, also, it did not take into account the necessity of subtracting the interest expense and currency differences from the interest revenue.

3- The Company filed a lawsuit with the First Instance Court to object to the decisions passed on by the Income Tax Department for imposing sales tax on the company amounted to JOD 288,000 in addition to Legal Fees JOD 576,000 and fees resulted from selling lands and buildings which are related to Phillip Morris and the lawsuit still pending at the tax first instance court in the stage of performing accounting assessment.

Based on the tax consultant and Group's management the probability of winning the legal case and cancelling the claims is high.

4- The Group's subsidiary (Al-Fakher for Trading Tobacco and Agencies Company) filed a lawsuit with the First Instance Court to object on the decisions passed on by the Income Tax Department for imposing income taxes for the years of 2009, 2010 and 2011 with an amount of JOD 7,843,927 and Legal compensation amount of JOD 3,889,245 and JOD 111,372 for Education support fund the case is still pending in the tax first instance court in the stage performing expert assessment.

Based on the Group's management its legal and tax consultant's opinion, the probability of winning the legal case is high because the profit is from the branch and not from the investment, and the company will not have any further liability more than what already paid to the income and sales tax department in Aqaba private zone on addition to tax rate differences.

5- During the first quarter, the Group's subsidiary (Al-Fakher for Trading Tobacco and Agencies Company) filed a lawsuit with the First Instance Court to object on the decisions passed on by the Income Tax Department for imposing income taxes for the year 2012 with an amount of JOD 3,253,058 and Legal compensation amount of JOD 2,602,446, the case is still pending in the tax first instance court to make a conclusion on the required evidences by the company.

Based on the Group's management and tax consultant's opinion, the probability of winning the legal case is high because the profit is from the branch and not from the investment, and the company will not have any further liability more than what already has been paid to the income and sales tax department in Aqaba private zone in addition to tax rate differences.

### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### 14) Earning per share

Jordanian Dinar	For the six months ended June 30,			
	2017	2016		
	(Reviewed not audited)	(Reviewed not audited)		
Profit for the period for the shareholders (JOD)	17,901,452	19,993,738		
Weighted average for number of shares (Share)	30,000,000	30,000,000		
Earning per share for the period	0.60	0.67		

#### 15) FINANCIAL RISK MANAGEMENT

#### - Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's cash on hand and at banks, cheques under collection, trade and other receivables and other debit balances.

The carrying amount of the financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the condensed consolidated interim financial information date were as follows:

	Carrying value as at		
In Jordanian Dinar	June 30, 2017	December 31, 2016	
Cash at banks Cheques under collection	60,844,693	47,911,215	
Trade and other receivables	50,004,513	28,360 25,617,883	
Other debit balances		2,777,133	
	112,022,332	76,334,591	

#### Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under normal, stressed and necessary conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group ensures that it has sufficient cash on demand to meet expected operational expenses, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters. In addition, the Group maintains line of credit from its bank for sudden cash requirements.

The followings are the contracted maturities of financial liabilities, including estimated interest payments:

<u>June 30, 2017</u>	Carrying Amount	Contractual Cash Flows	less than a year	More than a year
Jordanian Dinar				
Deferred cheques	412,464	(412,464)	(412,464)	_
Accounts payable	14,024,327	(14,024,327)	(14,024,327)	-
Other credit balances	9,283,602	(9,283,602)	(9,283,602)	-
Income tax provision	3,268,392	(3,268,392)	(3,268,392)	_
Bank facilities	81,005,909	(81,005,909)	(71,093,909)	(9,912,000)
Provision of employees' end of service		, , ,	, , , ,	( ),,
indemnity	4,248,692	(4,248,692)	-	(4,248,692)
	112,243,386	(112,243,386)	(98,082,694)	(14,160,692)

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

<u>December 31, 2016</u>	Carrying Amount	Contractual Cash Flows	less than a year	More than a year
Jordanian Dinar				
Deferred cheques	358,410	(358,410)	(358,410)	_
Accounts payable	7,163,620	(7,163,620)	(7,163,620)	-
Other credit balances	7,406,230	(7,406,230)	(7,406,230)	-
Bank facilities	5,609,153	(5,609,153)	(5,609,153)	_
Income tax provision	15,930,000	(15,930,000)	(15,930,000)	_
Provision of employees' end of service		` ' ' '	` ' ' '	
indemnity	3,880,311	(3,880,311)	-	(3,880,311)
	40,347,724	(40,347,724)	(36,467,413)	(3,880,311)

#### Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rate and equity prices will affect the group's profit or the value of its holdings of financial instruments.

The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

#### Currency Risk

Most of the group's financial assets and liabilities are in Jordanian Dinar and UAE Dirhams. An increase (decrease) of the JOD against the AED of June 30 would have increased (decreased) profit or loss by the amounts shown below and it's considered that exchange rate of JOD against USD stays constant. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the reporting date.

#### - Interest rate risk

At the reporting date of the condensed consolidated interim financial information the interest rate profile of the Group's interest-bearing financial instruments was as follows:

	Carrying value		
In Jordanian Dinar	June 30, 2017	December 31, 2016	
Fixed rate instruments Financial Assets	1,514,271	28,168,412	
Variable rate instruments Financial Liabilities	(81,005,909)	(15,930,000)	

An increase in the interest average rate by 1% will lead to increase in finance expense with an amount of JOD 405,030 for the six months ended June 30, 2017. A decrease in the interest average rate by 1% will lead to decrease in finance expense with an amount of JOD 405,030 for the six months ended June 30, 2017.

#### Other market price risk

Equity price risk arises from financial assets at fair value through profit or loss held for meeting partially the unfunded portion of the Group's obligations as well as investments at fair value through other comprehensive income. Management of the Group monitors the mix of debt and equity securities in its investment portfolio based on market indices. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the Board of Directors.

#### **Equity price risk**

A change of 5% in fair value of the securities at the consolidated interim financial information date would have increased (decreased) equity and profit or loss by the amount of JOD 37,301. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### 16) <u>Fair Value levels</u>

Fair value hierarchy

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1: quoted prices (unadjusted) in active markets for financial assets.

Level 2: 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). This category includes instrument evaluated based on:

Prices quoted in active markets for similar instruments or through the use of valuation model that includes inputs that can be traced to markets, these inputs good be defend directly or indirectly.

Level 3: inputs for the asset or liability that are not based on observable market data.

#### - Financial Instruments measured at fair value:

		Fair value		
In Jordanian dinar	Book value	Level (1)	Level (2)	Level (3)*
June 30, 2017				
Cash on hand and at banks Financial assets at fair values through	61,091,985	61,091,985	-	-
statement of other comprehensive income	746,021	444,996	_	301,025
<u>December 31, 2016</u>				
Cash on hand and at banks Financial assets at fair values through	49,729,435	49,729,435	-	-
statement of other comprehensive income	914,633	613,608	-	301,025

The Group's management believes that the fair value of financial assets and liabilities are not materially different from its book value in the condensed consolidated interim statements of financial position.

\* This item represents the fair value of financial assets at fair value through statement of other comprehensive income that is not disclosed in the financial markets related to the shares of the group in North Industrial Company – Palestine, the group determined the fair value of this item using the net asset value method of the latest audited financial statements available, the management believes that this is the most appropriate method to measure fair value of the investment since no updated market value information is available regarding this investment.

There were no transfers between level 1 and level 2 during the year ended June 30, 2017 and December 31, 2016.

#### NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

#### Financial Instruments not measured at fair value:

This instruments measured at amortized cost and its fair value doesn't materially differ of its amortized cost.

		Fair value		
In Jordanian dinar	Book value	Level (1)	Level (2)	Level (3)*
<u>June 30, 2017</u>				
Trade and other receivables	50,004,513	_	50,004,513	_
Deferred Cheques	(412,464)	_	(412,464)	-
Accounts payables	(14,024,327)	-	(14,024,327)	-
Bank facilities	(81,005,909)	-	(81,005,909)	-
	Book value			Level
In Jordanian dinar	Fair value	Level (1)	Level (2)	(3)*
<u>December 31, 2016</u>				
Cheques under collection	28,360	-	28,360	-
Trade and other receivables	25,617,883	-	25,617,883	-
Deferred Cheques	(358,410)	-	(358,410)	_
Accounts payables	(7,163,620)	-	(7,163,620)	-
Bank facilities	(15,930,000)	-	(15,930,000)	-

For the previous displayed items, the fair value for assets and liabilities at level 2 has been determined according to known prices modules that reflect the credit risk for the parties that they deal with and interest rate prices.

The Group's management believes that the book value of financial assets and liabilities displayed in the consolidated interim financial information and financial statements are not materially different from its fair value due to the maturities of these bonds on the short term or interest rate reprising during the year.

There were no transfers between level 1 and level 2 during the year ended June 30, 2017 and December 31, 2016.

#### 17) Comparative figures

The comparative figures represents the consolidated statement of financial position as of December 31, 2016 in addition to the condensed consolidated interim statement of profit or loss and other comprehensive income and condensed consolidated interim statement of changes in shareholders' equity and the condensed consolidated interim statement of cash flow for the period ended June 30, 2016.