FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT

31 DECEMBER 2021

FINANCIAL STATEMENTS

For the year ended 31 December 2021

INDEX	PAGE
Independent auditor's report	1 – 3
Statement of financial position	4
Statement of profit or loss and other comprehensive income	5
Statement of changes in shareholders' equity	6
Statement of cash flows	7
Notes to the financial statements	8-32



Ernst & Young Professional Services (Professional LLC)
Paid-up capital (SR 5,500,000 – Five million five hundred thousand Saudi Riyal)
Head Office
Al Faisaliah Office Tower, 14th Floor
King Fahad Road
P.O. Box 2732
Riyadh 11461

C.R. No. 1010383821

Tel: +966 11 215 9898 +966 11 273 4740 Fax: +966 11 273 4730

ey.ksa@sa.ey.com ey.com

Independent Auditor's Report To the Shareholder of Standard Chartered Capital Saudi Arabia Company (A Saudi Closed Joint Stock Company)

Kingdom of Saudi Arabia

Opinion

We have audited the financial statements of Standard Chartered Capital Saudi Arabia Company (A Saudi Closed Joint Stock Company) (the "Company"), which comprise the statement of financial position as at 31 December 2021, statement of profit or loss and other comprehensive income, statement of changes in shareholder's equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRS") as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements issued by the Saudi Organization for Chartered and Professional Accountants ("SOCPA") (collectively referred to as "IFRS as endorsed in KSA").

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with professional code of conduct and ethics endorsed in the Kingdom of Saudi Arabia that are relevant to our audit of the financial statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS as endorsed in KSA and the provisions of Companies' Law and Company's By Laws, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.



Independent Auditor's Report To the shareholder of Standard Chartered Capital Saudi Arabia Company (A Saudi Closed Joint Stock Company) (continued)

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with International Standards on Auditing that are endorsed in the Kingdom of Saudi Arabia, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due
 to fraud or error, design and perform audit procedures responsive to those risks, and obtain
 audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of
 not detecting a material misstatement resulting from fraud is higher than for one resulting from
 error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the
 override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



Independent Auditor's Report To the shareholder of Standard Chartered Capital Saudi Arabia Company (A Saudi Closed Joint Stock Company) (continued)

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

for Ernst & Young Professional Services

Rashid S. Roshod `Certified Public Accountant

License No. (366)

Riyadh: 28 Sha'aban 1443H (31 March 2022)



STATEMENT OF FINANCIAL POSITION

As at 31 December 2021

	Notes	2021 SR	2020 SR
ASSETS			
NON-CURRENT ASSETS			
Property and equipment	6	141,962	
Intangible assets, net	7	776,619	663,936
Right-of-use assets	8	163,876	707,042
Deferred tax assets	13	3,376,555	3,603,131
Deferred tax assets	13		
TOTAL NON-CURRENT ASSETS		4,459,012	4,974,109
CURRENT ASSETS			
Prepayments and other receivables	9	572,644	565,823
Due from related parties	11	65,548,557	49,501,813
Cash and cash equivalents	10	60,310,842	268,405,798
TOTAL CURRENT ASSETS		126,432,043	318,473,434
TOTAL ASSETS		130,891,055	323,447,543
SHAREHOLDERS' EQUITY AND LIABILITIES			
SHAREHOLDERS' EQUITY			
Share capital	15	100,000,000	100,000,000
Statutory reserve	16	5,576,054	5,434,861
Retained earnings		1,266,122	2,401,436
Other reserve		(25,605)	(180,235)
TOTAL SHAREHOLDERS' EQUITY		106,816,571	107,656,062
LIABILITIES			
NON-CURRENT LIABILITY			
Employees' end-of-service benefits obligation	14	266,202	742,500
TOTAL NON-CURRENT LIABILITY		266,202	742,500
CURRENT LIABILITIES			
Due to related parties	11	17,964,447	206,001,958
Accrued expenses and other payables	12	3,235,182	4,135,747
Dividends payable	15	2,406,055	3,900,000
Lease liability - current	8	10,114	553,206
Income tax payable	13	192,484	458,070
TOTAL CURRENT LIABILITIES		23,808,282	215,048,981
TOTAL LIABILITIES		24,074,484	215,791,481
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES		130,891,055	323,447,543

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHINSIVE INCOME For the year ended 31 December 2021

		2021	2020
	Notes	SR	SR
OPERATING INCOME			
Service fees	17	17,251,390	17,588,326
Arranging fees	17	1,799,125	2,774,518
TOTAL OPERATING INCOME		19,050,515	20,362,844
OPERATING EXPENSES			
General and administration expenses	18	(17,638,883)	(18,070,169)
NET OPERATING INCOME		1,411,632	2,292,675
Other income	19	438,896	994,794
NET PROFIT BEFORE TAX FOR THE YEAR		1,850,528	3,287,469
Current income tax	13	(212,018)	(462,888)
Deferred tax	13	(226,576)	(221,146)
NET PROFIT FOR THE YEAR		1,411,934	2,603,435
Other comprehensive income not to be reclassified to profit or loss			
in subsequent years: Re-measurement gain / (loss) on employees end of service benefits			
obligation	14	154,630	(192,400)
OTHER COMPREHENSIVE INCOME FOR THE YEAR		154,630	(192,400)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		1,566,564	2,411,035

(A Saudi Closed Joint Stock Company)

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

For the year ended 31 December 2021

	Share Capital SR	Statutory reserve SR	Other reserve SR	Retained earnings SR	Total SR
Balance at 1 January 2020	100,000,000	5,174,517	12,165	2,858,345	108,045,027
Net profit for the year Other comprehensive loss for the year	- - -	- - -	(192,400)	2,603,435	2,603,435 (192,400)
Total comprehensive income for the year		-	(192,400)	2,603,435	2,411,035
Transfer to statutory reserve Dividends (see Note 15)		260,344	-	(260,344) (2,800,000)	(2,800,000)
Balance at 31 December 2020	100,000,000	5,434,861	(180,235)	2,401,436	107,656,062
Balance at 1 January 2021	100,000,000	5,434,861	(180,235)	2,401,436	107,656,062
Net profit for the year Other comprehensive income for the year		-	154,630	1,411,934 -	1,411,934 154,630
Total comprehensive income for the year	-	-	154,630	1,411,934	1,566,564
Transfer to statutory reserve Dividends (see Note 15)	- -	141,193	-	(141,193) (2,406,055)	(2,406,055)
Balance at 31 December 2021	100,000,000	5,576,054	(25,605)	1,266,122	106,816,571

STATEMENT OF CASH FLOWS

For the year ended 31 December 2021

	Notes	2021 SR	2020 SR
OPERATING ACTIVITIES			
Profit before income tax		1,850,528	3,287,469
Adjustments to reconcile profit before tax to net cash flows			
Depreciation of right-of-use assets	8	543,166	560,600
Amortisation of intangible assets	7	166,750	233,187
Provision of employees' end of service benefit expense	14	125,211	114,600
Finance cost	8	11,308	41,758
Working capital adjustments:			
Trade receivables		-	4,135,398
Due from related parties	11	(16,393,153)	(32,457,595)
Prepayments and other receivables	9	(6,821)	141,408
Accrued expenses and other payables	12	(900,565)	2,371,484
Due to related parties	11	(188,037,511)	197,890,929
Net cash flows (used in) / from operations		(202,641,087)	176,319,238
Income tax paid	13	(477,604)	(874,012)
Employees' end of service benefits paid	14	(100,469)	(127,700)
Net cashflow (used in)/from operating activities		(203,219,160)	175,317,526
INVESTING ACTIVITIES			
Purchase of property and equipment	6	(141,962)	
Purchase of intangible assets	7	(279,434)	(513,002)
		(424.200)	(512,002)
Net cash flow used in investing activities		(421,396)	(513,002)
FINANCING ACTIVITIES			
Payment of dividends		(3,900,000)	-
Principal payment of lease liabilities	8	(554,400)	(554,400)
Net cash flow used in financing activities		(4,454,400)	(554,400)
NET (DECREASE) / INCREASE IN CASH AND CASH			
EQUIVALENTS DURING THE YEAR		(208,094,956)	174,250,124
Cash and cash equivalents at the beginning of the year	10	268,405,798	94,155,674
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	10	60,310,842	268,405,798
Significant non-cash transactions:			
Re-measurement gain / (loss) of employees' end-of-service benefits			
obligation	14	154,630	(192,400)
Transfer employees' end-of-service benefits obligation to a related party		(346,410)	-

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS

At 31 December 2021

1 ACTIVITIES

Standard Chartered Capital Saudi Arabia Company ("the Company") is a Saudi Closed Joint Stock Company registered in the Kingdom of Saudi Arabia. The Company operates under commercial registration number 1010289274 dated 19 Jumada Al-Alkhirah1431H (corresponding to 2 June 2010).

The principal activities of the Company are to provide underwriting, dealing, arranging, advising and keeping custody of financial securities pursuant to its Capital Market Authority ("CMA") license number 09144-37, dated 11 Muharram 1431H (corresponding to 28 December 2009) in accordance with the Saudi Arabia General Investment Authority ("SAGIA") license no. 102031026237 dated 2 Safar 1431H (corresponding to 17 January 2010). The Company's registered office is located at the following address:

7th Floor, Al Faisaliah Tower P.O. Box 295522 Riyadh 11351 Kingdom of Saudi Arabia

2 BASIS OF PREPARATION

2.1 Statement of compliance

These financial statements have been prepared in accordance with the International Financial Reporting Standards ("IFRS") that are endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are endorsed by the Saudi Organisation for Chartered and Professional Accountant ("SOCPA") (collectively referred to as "IFRS as endorsed in KSA").

2.2 Basis of preparation

The financial statements are prepared under the historical cost basis, except employees' benefits obligation, using the accrual basis of accounting and the going concern concept. Employees' benefits obligation is measured at present value of future obligations using the projected unit credit method.

These financial statements are presented in Saudi Riyals ("SR") which is the functional and presentation currency of the Company.

3 SIGNIFICANT ACCOUNTING JUGDEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosure of contingent liabilities at the date of preparing the financial statements. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in these financial statements:

Going concern

The Company's management has made an assessment of the Company's ability to continue as a going concern and is satisfied that the Company has the resources to continue in business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on the going concern basis.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material differences in the carrying amounts of assets and liabilities within the next financial period, are presented below.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

3 SIGNIFICANT ACCOUNTING JUGDEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

Estimates and assumptions (continued)

The Company used these assumptions and estimates on the basis available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Valuation of employees' benefits obligation

The cost of the end-of-service and ex-gratia benefits ("employee benefits") under defined unfunded benefit plans is determined using an actuarial valuation. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, and mortality rates. Due to the complexity of the valuation and its long-term nature, a defined unfunded benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed on an annual basis or more frequently, if required. Further details about employee benefits liabilities are provided in Note 14.

Recoverability of deferred tax assets

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies. These losses relate to a history of losses, do not expire, and may not be used to offset taxable income elsewhere in the Company.

4 SIGNIFICANT ACCOUNTING POLICIES

The following are the significant accounting policies applied by the Company in preparing its financial statements except for the amendments in Note 5.2:

Current versus non-current classification

The Company presents assets and liabilities in the statement of financial position based on a current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- Held primarily for the purpose of trading.
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle.
- It is held primarily for the purpose of trading.
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Cash and cash equivalents

For the purposes of the statement of cash flows, cash and cash equivalents consists of bank balances and short-term bank deposits that have an original maturity of three months or less.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

4 SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments

Initial recognition

The Company records financial asset or a financial liability in its statement of financial position when, and only when, it becomes party to the contractual provisions of the instrument.

At initial recognition, financial assets or financial liabilities are measured at their fair value. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expensed in profit or loss. In the case of financial assets or financial liabilities not at fair value through profit or loss, its fair value less transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability is the initial recognition amount.

Classification

The Company classifies its financial assets under the following categories:

- fair value through profit or loss ("FVPL");
- fair value through other comprehensive income ("FVOCI"); and
- amortised cost

These classifications are on the basis of business model of the Company for managing the financial assets, and contractual cash flow characteristics.

The Company measures financial asset at amortised cost when it is within the business model to hold assets in order to collect contractual cash flows, and contractual terms of the financial asset gives rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at FVOCI.

The Company classifies all non-derivative financial liabilities as subsequently measured at amortised cost using the effective interest rate method except for financial liabilities at FVPL.

The Company designates a non-derivative financial liability at FVPL if doing so eliminates or significantly reduces measurement or recognition inconsistency or where a group of financial liabilities is managed, and its performance is evaluated on a fair value basis.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

4 SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial instruments (continued)

De-recognition (continued)

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

Fair value of financial instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- in the principal market for the asset or liability or
- in the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

- Level 1 quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 inputs other than quoted prices included in Level 1 that are observable for the assets or liabilities either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 inputs for the asset or liability that are not based on observable market data (unobservable input).

Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets acquired in a business combination are recognised at their fair value. Intangible assets under development are stated at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses, if any. The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

4 SIGNIFICANT ACCOUNTING POLICIES (continued)

Intangible assets (continued)

The amortisation expense on intangible assets with finite useful lives is recognised in the profit or loss in the expense category consistent with the function of the intangible asset. Intangible assets with finite useful lives are amortised using straight-line method over their estimated useful lives as follows:

Computer software 3-5 years

Intangible asset is amortised over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and carrying amount of the asset and are recognised in the profit or loss when the asset is derecognised.

Property and equipment

Property and equipment, except for capital work in progress are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes expenditure that is directly attributable to the acquisition of the items if the recognition criteria is met.

An item of property and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss when the asset is derecognised.

Subsequent expenditure are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Normal expenditures for repair and maintenance are charged to the statement of income.

Capital work in progress are stated at cost less accumulated impairment loss, if any. Capital work in progress represents all costs relating directly or indirectly to the projects in progress and will be accounted for under relevant category of property and equipment upon completion.

The residual values, useful lives and methods of depreciation of property and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

The carrying values of property and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. In case of reversal of impairment loss, impairment loss is recognised in statement of income to the extent that, what the depreciated historical cost would have been if the impairment had not been recognised.

The cost less estimated residual value of property and equipment is depreciated on a straight-line basis over the estimated useful lives of the assets as follows:

Furniture, fixture and office equipment 3 years
Motor vehicles 3 years

Leases and Right of use assets

For each lease, the lessee recognises a liability for the lease obligations incurred in the future. Correspondingly, a right of use the leased asset is capitalised, which is generally equivalent to the present value of the future lease payments plus directly attributable costs, which are amortised over the estimated useful life.

Right of Use Assets

The Company applies the cost model, and measures right of use assets at cost:

- a) less any accumulated depreciation and any accumulated impairment losses; and
- b) adjusted for any re-measurement of the lease liability for lease modifications.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

4 SIGNIFICANT ACCOUNTING POLICIES (continued)

Leases and Right of use assets (continued)

Right of Use Assets (continued)

If there are additional costs such as site preparation, non-refundable deposits, application money, other expenses related to the transaction, etc., these need to be added to the Right of Use assets value.

Lease Liability

On initial recognition, the lease liability is the present value of all remaining payments to the lessor, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

After the commencement date, Company measures the lease liability by:

- a) Increasing the carrying amount to reflect incremental financing rate on the lease liability;
- b) Reducing the carrying amount to reflect the lease payments made; and
- c) Re-measuring the carrying amount to reflect any re-assessment or lease modification.

The lease liability is measured at amortised cost using the effective interest method. It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is re-measured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in the statement of comprehensive income. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items relating to office equipment.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants.

Impairment

Non-financial assets

The Company assesses at each reporting date 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 Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples or other available fair value indicators.

Accounts payable and accruals

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

4 SIGNIFICANT ACCOUNTING POLICIES (continued)

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not recognised for future operating losses.

Where there are number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to liability. The increase in the provision due to the passage of time is recognised as commission expense.

Employees' benefits

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post-employment benefits obligation

The Company provides end of service benefits to its employees in accordance with the requirements of Articles 87 and 88 of the Saudi Arabian Labor Law. The entitlement to these benefits, is based upon the employees' basic salary and length of service, subject to the completion of a minimum service period. The expected costs of these benefits are recognised over the service period. The employee benefits obligation plan is not funded. The valuation of the obligation under those plans is carried out by an independent actuary based on the projected unit credit method.

The liability recognised in the statement of financial position is the present value of the employees' benefits obligation at the end of the reporting period. The employees' benefits obligation is calculated annually by independent actuaries using the projected unit credit method.

The present value of the employees' benefits obligation is determined by discounting the estimated future cash outflows using special commission rates of US AA-rated corporate bond yields.

Current and past service costs related to post-employment benefits are recognised immediately in profit or loss as employee cost while the unwinding of the liability at discount rates used is recorded in profit or loss as financial charges. Any changes in net liability due to actuarial valuations and changes in assumptions are taken as remeasurement and recorded in the other comprehensive income.

Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. Re-measurement are not reclassified to profit or loss in subsequent periods.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit and loss as past service costs.

Dividends

Final dividends are recognised as a liability at the time of their approval by the General Assembly. Interim dividends are recorded as and when approved by the Board of Directors.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

4 SIGNIFICANT ACCOUNTING POLICIES (continued)

Statutory reserve

In accordance with the Company's By-Laws and Companies' Law, the Company must set aside 10% of its income after zakat and income tax in each year until it has built up a reserve equal to 30% of its share capital. The reserve is not available for distribution.

Revenue recognition

The Company recognises revenue when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the Company. The revenue is recognised when the Company transfers the services to customers at an amount that the Company expects to be entitled to in exchange for those services.

The Company assesses its revenue arrangements against specific criteria to determine if it is acting as a principal or as an agent. The Company has concluded that it is acting as a principal in its revenue arrangements since it has exposure to the significant risks and rewards. The details of the above revenues and the method of their recognition in accordance with IFRS 15 are as follows:

- a. *Arranging fee income* is recognised in the accounting period in which the services are rendered based on the applicable service contracts.
- b. *Service fee income* is recognised in the accounting period in which the services are rendered based on the applicable contracts.

Expenses

General and administrative expenses include direct and indirect costs not specifically forming part of operating costs

Income tax and value-added tax ("VAT")

Current

Income tax, computed in accordance with Saudi Arabian tax regulations, is accrued and charged to statement of income. Under Saudi Arabian income tax laws, income tax is the liability of foreign shareholders. Income tax is computed on the foreign shareholders' share of taxable income for the period. The Company is owned by a foreign shareholder, therefore it is liable to the income tax.

Deferred

Deferred tax is provided for using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry-forward benefits of unused tax credits and unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward benefits of unused tax assets and unused tax losses can be utilised, except.

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

4 SIGNIFICANT ACCOUNTING POLICIES (continued)

Income tax and value-added tax ("VAT") (continued)

Deferred (continued)

- when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantially enacted in the respective countries at the reporting date.

VAT

Revenues, expenses and assets are recognised net of the amount of VAT, except for:

- where the VAT incurred on a purchase of assets or services is not recoverable from the tax authority, in which case the VAT is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- in case of receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from or payable to the tax authority is classified as an asset or a liability, respectively, in the statement of financial position.

Foreign currencies

Transactions in foreign currencies are recorded in Saudi Riyals at the rate of exchange ruling at the date of the transaction. Monetary and non-monetary assets and liabilities denominated in foreign currencies are retranslated in Saudi Riyals at the rate of exchange ruling at the reporting date. Differences arising on settlement or translation of monetary assets and liabilities, which were not significant for the period, are taken to profit or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in other comprehensive income or profit or loss are also recognised in other comprehensive income or profit or loss, respectively.

5 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

5.1 STANDARDS ISSUED BUT NOT YET EFFECTIVE

Property, Plant and Equipment: Proceeds before Intended Use – Amendments to IAS 16 In May 2020, the IASB issued Property, Plant and Equipment — Proceeds before Intended Use, which prohibits entities deducting from the cost of an item of property, plant and equipment, any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the costs of producing those items, in profit or loss.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 and must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment.

The amendment is not expected to have a material impact on the Company

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

5 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

5.1 STANDARDS ISSUED BUT NOT YET EFFECTIVE (continued)

Onerous Contracts - Costs of Fulfilling a Contract - Amendments to IAS 37

In May 2020, the IASB issued amendments to IAS 37 to specify which costs an entity needs to include when assessing whether a contract is onerous or loss-making.

The amendments apply a "directly related cost approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities. General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

The amendments are effective for annual reporting periods beginning on or after 1 January 2022. The Company will apply these amendments to contracts for which it has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments. The amendment is not applicable to the Company.

IFRS 1 First-time Adoption of International Financial Reporting Standards – Subsidiary as a first-time adopter

As part of its 2018-2020 annual improvements to IFRS standards process, the IASB issued an amendment to IFRS 1 First-time Adoption of International Financial Reporting Standards. The amendment permits a subsidiary that elects to apply paragraph D16(a) of IFRS 1 to measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to IFRS. This amendment is also applied to an associate or joint venture that elects to apply paragraph D16(a) of IFRS 1. The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted. This amendment is not applicable to the Company.

IFRS 9 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities As part of its 2018-2020 annual improvements to IFRS standards process the IASB issued amendment to IFRS 9. The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

The amendment is effective for annual reporting periods beginning on or after 1 January 2022 with earlier adoption permitted. The Company will apply the amendments to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment.

This amendment is not expected to have a material impact on the Company.

IAS 41 Agriculture – Taxation in fair value measurements

As part of its 2018-2020 annual improvements to IFRS standards process the IASB issued amendment to IAS 41 Agriculture. The amendment removes the requirement in paragraph 22 of IAS 41 that entities exclude cash flows for taxation when measuring the fair value of assets within the scope of IAS 41. An entity applies the amendment prospectively to fair value measurements on or after the beginning of the first annual reporting period beginning on or after 1 January 2022 with earlier adoption permitted. This amendment is not applicable to the Company.

Definition of Accounting Estimates - Amendments to IAS 8

In February 2021, the International Accounting Standards Board issued amendments to IAS 8, introducing a definition of "accounting estimates". Adjustments clarify the difference between changes in accounting estimates and changes in accounting policies and corrections of errors. It also describes how entities use measurement and input techniques to develop accounting estimates.

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

5 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

5.1 STANDARDS ISSUED BUT NOT YET EFFECTIVE (continued)

Definition of Accounting Estimates – Amendments to IAS 8 (continued)

The amendment is effective for annual periods beginning on or after 1 January 2023 and applies to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. Early application is permitted as long as the relevant estimates are disclosed.

The amendment is not expected to have a material impact on the Company.

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments to IAS 1 are applicable for annual periods beginning on or after 1 January 2023 with earlier application permitted. Since the amendments to the Practice Statement 2 provide non-mandatory guidance on the application of the definition of material to accounting policy information, an effective date for these amendments is not necessary. The Company is currently assessing the impact of the amendments to determine the impact they will have on the Company's accounting policy disclosures.

IFRS 17 Insurance Contracts

In May 2017, the IASB issued IFRS 17 Insurance Contracts (IFRS 17), a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, IFRS 17 will replace IFRS 4 Insurance Contracts (IFRS 4) that was issued in 2005. IFRS 17 applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply. The overall objective of IFRS 17 is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in IFRS 4, which are largely based on grandfathering previous local accounting policies, IFRS 17 provides a comprehensive model for insurance contracts, covering all relevant accounting aspects. The core of IFRS 17 is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

IFRS 17 is effective for reporting periods beginning on or after 1 January 2023, with comparative figures required. Early application is permitted, provided the entity also applies IFRS 9 and IFRS 15 on or before the date it first applies IFRS17. This standard is not applicable to the Company.

5.2 NEW AND AMENDED STANDARDS AND INTERPRETATIONS

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2021 (unless otherwise stated). The Company has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Interest Rate Benchmark Reform – Phase 2: Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16

The amendments provide temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR). The amendments include the following practical expedients:

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

5 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

5.2 NEW AND AMENDED STANDARDS AND INTERPRETATIONS (continued)

Interest Rate Benchmark Reform – Phase 2: Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 (continued)

The amendments provide temporary reliefs which address the financial reporting effects when an interbank offered rate (IBOR) is replaced with an alternative nearly risk-free interest rate (RFR). The amendments include the following practical expedients:

- A practical expedient to require contractual changes, or changes to cash flows that are directly required by the reform, to be treated as changes to a floating interest rate, equivalent to a movement in a market rate of interest
- Permit changes required by IBOR reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued
- Provide temporary relief to entities from having to meet the separately identifiable requirement when an RFR instrument is designated as a hedge of a risk component.

These amendments had no impact on the financial statements of the Company. The Company intends to use the practical expedients in future periods if they become applicable.

Covid-19-Related Rent Concessions beyond 30 June 2021 Amendments to IFRS 16

On 28 May 2020, the IASB issued Covid-19-Related Rent Concessions - amendment to IFRS 16 Leases. The amendments provide relief to lessees from applying IFRS 16 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under IFRS 16, if the change were not a lease modification. The amendment was intended to apply until 30 June 2021, but as the impact of the Covid-19 pandemic is continuing, on 31 March 2021, the IASB extended the period of application of the practical expedient to 30 June 2022. The amendment applies to annual reporting periods beginning on or after 1 April 2021. However, the Company has not received Covid-19-related rent concessions but plans to apply the practical expedient if it becomes applicable within allowed period of application.

6 PROPERTY AND EQUIPMENT

Property and equipment comprise a capital work in progress for leasehold improvement.

For the year ended 31 December 2021	Capital work in progress SR	Total SR
Cost At the beginning of the year Additions during the year	141,962	141,962
Net book value As at 31 December 2021	141,962	141,962
Net book value As at 31 December 2020		

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

7 INTANGIBLE ASSETS, NET

Intangible assets comprise of software that is amortised on a straight-line basis over an estimated useful life of 3 to 5 years.

For the year ended 31 December 2021	Computer software SR	Work in progress SR	Total SR
To the year chaca of Becomber 2021	SIT.	O/C	O/C
Cost	4.50 < 515	50.005	1006611
At the beginning of the year Additions during the year	4,786,517 217,153	50,097 62,280	4,836,614 279,433
Additions during the year			
At the end of the year	5,003,670	112,377	5,116,047
Accumulated amortisation			
At the beginning of the year	4,172,678	-	4,172,678
Amortisation charge for the year	166,750	-	166,750
At the end of the year	4,339,428	-	4,339,428
Net book value			
31 December 2021	<u>664,242</u>	112,377	776,619
	2	March to	
	Computer	WWnrk in	
	Computer Software	Work in Progress	Total
For the year ended 31 December 2020	Computer Software SR	vvork in Progress SR	Total SR
For the year ended 31 December 2020 Cost	Software	Progress	
•	Software	Progress	
Cost At the beginning of the year Additions during the year	Software SR 4,256,898 513,002	Progress SR 66,714	SR
Cost At the beginning of the year	Software SR 4,256,898	Progress SR	SR 4,323,612
Cost At the beginning of the year Additions during the year	Software SR 4,256,898 513,002	Progress SR 66,714	SR 4,323,612
Cost At the beginning of the year Additions during the year Transfer	Software SR 4,256,898 513,002 16,617	Progress SR 66,714 (16,617)	4,323,612 513,002
Cost At the beginning of the year Additions during the year Transfer At the end of the year	Software SR 4,256,898 513,002 16,617	Progress SR 66,714 (16,617)	4,323,612 513,002
Cost At the beginning of the year Additions during the year Transfer At the end of the year Accumulated amortisation	Software SR 4,256,898 513,002 16,617 4,786,517	Progress SR 66,714 (16,617)	4,323,612 513,002 - 4,836,614
Cost At the beginning of the year Additions during the year Transfer At the end of the year Accumulated amortisation At the beginning of the year	Software SR 4,256,898 513,002 16,617 4,786,517	Progress SR 66,714 (16,617)	4,323,612 513,002 - 4,836,614 - 3,939,491
Cost At the beginning of the year Additions during the year Transfer At the end of the year Accumulated amortisation At the beginning of the year Amortisation charge for the year At the end of the year	Software SR 4,256,898 513,002 16,617 4,786,517 3,939,491 233,187	Progress SR 66,714 (16,617)	4,323,612 513,002 4,836,614 3,939,491 233,187
Cost At the beginning of the year Additions during the year Transfer At the end of the year Accumulated amortisation At the beginning of the year Amortisation charge for the year	Software SR 4,256,898 513,002 16,617 4,786,517 3,939,491 233,187	Progress SR 66,714 (16,617)	4,323,612 513,002 4,836,614 3,939,491 233,187

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

8 RIGHT-OF-USE ASSETS / LEASE LIABILITY

The Company has one lease contract representing its office space.

- Right-of-use assets

	2021 SR	2020 SR
At the beginning of the year Depreciation charge for the year	707,042 (543,166)	1,267,642 (560,600)
Balance as at 31 December	163,876	707,042
- Lease liability		
	2021 SR	2020 SR
At the beginning of the year Accretion of interest (see Note 18) Payment during the year	553,206 11,308 (554,400)	1,065,848 41,758 (554,400)
Balance as at 31 December	10,114	553,206
	2021 SR	2020 SR
Current portion of the lease Non-current portion of the lease	10,114	553,206

The Company calculates the present value of the minimum lease payments using the Company's incremental borrowing rate of 4.96% over the lease term and amortises the right-of-use assets using the straight-line method over the lease term and there is no new lease added during the year.

9 PREPAYMENTS AND OTHER RECEIVABLES

2021	2020
SR	SR
343,256	132,585
125,715	116,902
59,330	59,330
8,795	141,336
35,548	115,670
572,644	565,823
	343,256 125,715 59,330 8,795 35,548

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

10 CASH AND CASH EQUIVALENTS

	2021 SR	2020 SR
Bank balances Short term deposits	41,810,842 18,500,000	193,405,798 75,000,000
	60,310,842	268,405,798

Short term deposit is placed with Standard Chartered Bank - UAE carrying average special commission rate of 0.86% per annum. (2020: 0.86% per annum), having original maturity of less than three months.

11 RELATED PARTIES TRANSACTIONS AND BALANCES

The Company's shareholder and its affiliates are considered as related parties of the Company. Standard Chartered Bank ("SCB") is the only shareholder and ultimate parent of the Company.

In the ordinary course of business, the Company enters into transactions with related parties, which are based on prices and contract terms approved by the Company's management. SCB, directly and through its affiliates, provides administrative and infrastructure support to the Company as and when required in addition to providing expertise in revenue generating activities partnering in various projects through revenue sharing arrangements. In 2019, SCB and the Company implemented revised transfer pricing arrangements which is cost-plus model. The Company's share in revenue for participating in these projects is included in its revenue as arranging and service fees. As a result of these transactions, the balances with the same related parties are presented on gross basis on the statement of financial position, as there is no enforceable legal right to offset and there is no intention to settle it on a net basis.

The Company considers the Chief Executive Officer, Chief Financial Officer, Head of Compliance and Finance Manager as the key management personnel. The following shows the composition of the compensation of the Company's key management personnel.

	2021	2020
	SR	SR
Salaries and other benefits	2,848,509	3,460,712
End of service benefits	25,000	71,117
Board remuneration (see Note 18)	599,322	626,884
	3,472,831	4,158,713

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

11 RELATED PARTIES TRANSACTIONS AND BALANCES (continued)

The following are the details of the significant related party transactions during the year:

			Amount of transa vear	
	Relationship	Nature of transactions	2021 SR	2020 SR
Due from related parties		Payment of expenses on behalf of the affiliate	82,975,227	31,699,422
Standard Chartered Bank Saudi Arabia Branch	Affiliate	Collection of receivables	(39,515,865)	-
Standard Chartered Bank United Kingdom – Treasury	Affiliate	Revenue	17,251,390	17,588,326
Standard Chartered Bank, Middle East South Africa ("MESA") Regional Office Due to related parties	Affiliate	Employee related receivable	1,799,125	2,774,518
Standard Chartered Bank, Singapore Domestic Business Unit ("DBU")	Affiliate	Regional cost recharges	4,354,559	6,274,677
Standard Chartered Bank, Middle East South Africa ("MESA") Regional Office	Affiliate	Regional cost recharges	2,641,300	1,972,348
Standard Chartered Bank Saudi Arabia Branch	Affiliate	Transfer of Share capital balance	(187,500,000)	187,640,750
Standard Chartered Bank United Kingdom – Treasury	Shareholder	Regional cost recharges	1,352,672	1,309,035
Standard Chartered Bank United Arab Emirates (UAE) Branch	Affiliate	Regional cost recharges Payment of IT expenses	160,583 (2,275,777)	11,727
Standard Chartered Bank Hong Kong (HK) Limited	Affiliate	IT expenses Payment of IT expenses	(1,953,174)	1,123,763
Standard Chartered Bank, Singapore Limited DBU	Affiliate	IT expenses	-	842,524

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

11 RELATED PARTIES TRANSACTIONS AND BALANCES (continued)

The following are the details of the related balances as at the end of the year:

Due from related parties	2021 SR	2020 SR
Standard Chartered Bank Saudi Arabia Branch Standard Chartered Bank United Kingdom – Treasury Standard Chartered Bank, Middle East South Africa ("MESA") Regional Office Affiliate Standard Chartered Bank UAE Branch Standard Chartered Bank, UK	41,298,494 21,948,848 2,280,484 20,731	31,699,422 17,731,831 34,928 20,709 14,923
	65,548,557	49,501,813
Due to related parties	2021 SR	2020 SR
Standard Chartered Bank, Singapore Domestic Business Unit ("DBU") Standard Chartered Bank, Middle Foot South Africa ("MESA") Programmel	9,152,406	10,157,657
Standard Chartered Bank, Middle East South Africa ("MESA") Regional Office Standard Chartered Bank Saudi Arabia Branch Standard Chartered Bank United Kingdom - Treasury Standard Chartered Bank United Arab Emirates (UAE) Branch Standard Chartered Bank Hong Kong (HK) Limited Standard Chartered Bank Bahrain Branch SCOPE International, India Standard Chartered Bank, Singapore ACU SCOPE International, China Standard Chartered Bank, Singapore Limited DBU Standard Chartered Bank, Central Costs – SG	3,915,368 2,601,603 1,581,673 403,547 131,109 107,437 56,411 11,973 2,920	2,494,236 187,640,750 1,897,425 322,448 1,126,401 170,245 76,557 62,366 3,000 1,953,174 97,699 206,001,958
12 ACCRUED EXPENSES AND OTHER PAYABLES	0004	2000
	2021 SR	2020 SR
Employee related payables Accrued expenses Professional services Withholding tax payable Other payables	946,353 837,480 801,752 612,433 37,164	1,410,237 693,577 534,061 1,454,757 43,115
	3,235,182	4,135,747

13 CURRENT AND DEFERRED INCOME TAX

a) Provision for income tax

Income tax charge consists of current year provision based on 20% of the taxable profit. Differences between the financial and taxable profit are mainly due to the provisions and depreciation.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

13 CURRENT AND DEFERRED INCOME TAX (continued)

b) Movement in taxes payable

	2021 SR	2020 SR
At beginning of the year	458,070	869,194
Income tax provision for the year Adjustment to prior year provision	192,484 19,534	462,888
Payments during the year	(477,604)	(874,012)
At end of the year	192,484	458,070

c) Deferred tax assets

Deferred tax assets represent deferred taxes relating to temporary differences and carried forward tax losses as follows:

	2021 SR	2020 SR
Property and equipment and intangible assets, net Employees' end of service benefits Carry forward losses	284,197 53,240 3,039,118	380,147 114,799 3,108,185
	3,376,555	3,603,131

Management believes that based on its business plan there will be enough taxable profit in the subsequent years from which these deferred tax assets will be utilised. Furthermore, the execution of the new transfer pricing agreement in 2019 which is on a cost-plus basis is expected to provide sufficient taxable income to the Company in the coming years.

The deferred tax asset in the statement of financial position and deferred tax charge in the statement of profit or loss are attributable to the following items:

1 January SR	Recognised in profit or loss SR	31 December SR
380,147	(95,950)	284,197
,	(61,559)	53,240
3,108,185	(69,067)	3,039,118
3,603,131	(226,576)	3,376,555
375,118	5,029	380,147
112,639	2,160	114,799
3,336,520	(228,335)	3,108,185
3,824,277	(221,146)	3,603,131
	380,147 114,799 3,108,185 3,603,131 375,118 112,639 3,336,520	SR SR 380,147 (95,950) 114,799 (61,559) 3,108,185 (69,067) 3,603,131 (226,576) 375,118 5,029 112,639 2,160 3,336,520 (228,335)

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

13 CURRENT AND DEFERRED INCOME TAX (continued)

c) Status of tax assessments

The Company has filed its income tax returns for the years ended 31 December 2010 to 2020. Up to now, there has been no tax assessment raised by the Zakat, Tax and Customs Authority ("ZATCA") since the establishment of the Company. However, ZATCA requested certain additional information related to taxable year 2016 and 2017 of which information has been submitted by the Company. No further correspondence has been received from ZATCA.

14 EMPLOYEES' END-OF-SERVICE BENEFITS OBLIGATION

The Company operates an end of service benefit plan for its staff based on the prevailing Saudi Arabian Labor Law.

a) Changes in Employees' end of Service Benefit Obligation:

	2021	2020
	SR	SR
At the beginning of the year	742,500	563,200
Current service cost	125,211	101,300
Interest expense	-	13,300
End of service expense recognised in profit or loss	125,211	114,600
Re-measurement (gains) / losses recognised in other comprehensive		
income*	(154,630)	192,400
Transfer to a related party *	(346,410)	-
Benefits paid during the year	(100,469)	(127,700)
Balance at the end of the year	266,202	742,500

^{*} There is a total transfer of employees' end of service benefit obligation to a related party which includes the cost and the re-measurement (gains) / losses recognised in other comprehensive income amounting to of SR 484,059.

b) Re-measurement loss recognised in other comprehensive income for the year is as follows:

	2021 SR	2020 SR
Effect of change in demographic assumptions Effect of change in financial assumptions Effect of experience adjustments	(137,649) (61,051) 44,070	120,200 72,900 (700)
Re-measurement (gains) / losses recognised in other comprehensive income $% \left(\frac{1}{2}\right) =\frac{1}{2}\left(\frac{1}{2}\right) =$	(154,630)	192,400
c) Assumptions used and risks		
	2021	2020
Discount rate Expected annual salary increment	2.40% 3.70%	1.50% 3.70%

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

14 EMPLOYEES' END-OF-SERVICE BENEFITS OBLIGATION (continued)

d) Sensitivity Analysis

A quantitative sensitivity analysis for significant assumptions on the employees' end of service benefit obligation are shown below (the amounts represent the ending balance of the employees' end of service benefit obligation):

		Increase (decrease) in employee's end of benefit obligation		
		2021 20		
	Increase (decrease)	SR	SR	
Discount rate	+1%	(13,700)	(20,052)	
	-1%	15,060	20,985	
Increments	+1%	14,787	20,478	
	-1%	(13,599)	(19,686)	
e) The maturity profile of the undiscoun	nted benefit obligation is as	follows: 2021 SR	2020 SR	
Expected distribution of timing of benefit	t payments:	15,535	61,319	
Year 1		20,866	70,097	
Year 2		26,124	79,601	
Year 3		31,109	86,716	
Year 4		37,381	92,528	
Next 5 years		259,913 513,4		

15 SHARE CAPITAL AND DIVIDENDS

The authorised, issued and fully paid share capital of the Company consists of 10 million shares of SR 10 each (2020: 10 million shares of SR 10 each). The ownership of the Company's share capital is as follows as at 31 December 2021 and 2020:

	Number of shares	% of ownership	Amount in SR
Standard Chartered Bank (SCB UK)	10,000,000	100%	100,000,000

On 28 March 2021, the Company held its Ordinary General Assembly ("OGA") meeting where dividend was approved and declared in respect to the financial year 2020 amounting to SR 2.4 million (SR 0.24 per share).

On 30 June 2020, the Company held its Ordinary General Assembly ("OGA") meeting where dividend was approved and declared in respect to the financial year 2019 amounting to SR 2.8 million (SR 0.28 per share). Further, on 12 September 2018, the Company's Board of Directors and shareholder held its Extraordinary General Assembly ("EGA") meeting where dividends amounting to SR 1.1 million (SR 0.11 per share) were declared and approved and as at 31 December 2020 and was paid during 2021.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

16 STATUTORY RESERVE

In accordance with the Companies' Law in Kingdom of Saudi Arabia, the Company established a statutory reserve by the appropriation of 10% of net income until the reserve equaled 30% of the share capital. This reserve is not available for distribution.

17 OPERATING INCOME

a) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers.

	2021 SR	2020 SR
Type of service Service fees Arranging fees	17,251,390 1,799,125	17,588,326 2,774,518
Total revenue from contracts with customers	19,050,515	20,362,844
	2021 SR	2020 SR
Type of customer Related party, net Private	17,251,390 1,799,125	17,588,326 2,774,518
Total revenue from contracts with customers	19,050,515	20,362,844

b) Contract balances

There are no outstanding assets and liabilities balances related to contracts with customers presented in the statement of financial position, except for an outstanding balance due from a related party (see Note 11).

Balance due from a related party are non-interest bearing and are generally on terms of 30 to 90 days.

c) Performance obligations

Information about the Company's performance obligations are summarised below:

Arranging services

The Company is acting as an agent in these arrangements. The performance obligation is satisfied, and payment is due upon delivery of services to the customer.

Service fees - Revenue from transfer pricing

This amount represents income generated from Standard Chartered Bank, UK Transfer Pricing Agreement whereby costs incurred throughout the year are re-imbrues at a 10% markup (i.e. Cost plus 10%) except for SCB internally recharged direct and indirect costs as these are internally recharged costs are reimbursed at cost (i.e. Cost at 100%) as per the Transfer Pricing Guideline. The performance obligation is satisfied when cost incurred and this to be claimed from Standard Chartered Bank, UK and represent a balance due from a related party (see Note 11).

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

18 GENERAL AND ADMINISTRATION EXPENSES

	2021	2020
	SR	SR
Regional and Head Office recharge *	6,606,006	5,217,284
Salaries and employee related expenses	5,188,461	7,064,165
IT related expenses	1,988,194	1,826,264
Premise related expenses	672,010	478,531
Directors' fee (see Note 11)	599,322	626,884
Legal and professional charges	598,347	378,368
Depreciation on right of use assets (see Note 8)	543,166	560,600
Outsourcing expenses	429,672	621,917
Regulatory fee	205,668	215,895
Offices expenses	184,057	90,766
VAT and other taxes	178,687	43,138
Amortisation expense (see Note 7)	166,750	233,187
Utilities	165,872	287,562
Travelling and communication expenses	31,346	24,662
Others	81,325	400,946
	17,638,883	18,070,169

^{*} Regional and Head Office cost are apportioned to the Company by the ultimate parent based on the services rendered by the Group.

19 OTHER INCOME

	2021 SR	2020 SR
Special commission income (see Note 10)	438,896	994,794

20 FAIR VALUE OF FINANCIAL INSTRUMENTS

Financial instruments are categorised in the fair value level hierarchy as follows:

			Fair value			
		SR				
31 December 2021	Carrying value	Level 1	Level 2	Level 3	Total	
Financial assets						
Cash and cash equivalents	60,310,842	-	-	60,310,842	60,310,842	
Due from related parties	65,548,557	-	-	65,548,557	65,548,557	
Other receivables and security deposit *	68,125	-	-	68,125	68,125	
Financial liabilities						
Due to related parties	17,964,447	-	-	17,964,447	17,964,447	
Accrued expenses and other payables**	2,622,749	-	-	2,622,749	2,622,749	
Dividends payable	2,406,055	-	-	2,406,055	2,406,055	
Lease liability	10,114	-	-	10,114	10,114	

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

20 FAIR VALUE OF FINANCIAL INSTRUMENTS (continued)

31 December 2020	Carrying value	Fair value SR			
		Level 1	Level 2	Level 3	Total
Financial assets					
Cash and cash equivalents	268,405,798	-	-	268,405,798	268,405,798
Due from related parties	49,501,813	-	-	49,501,813	49,501,813
Other receivables and security deposit *	200,666	-	-	200,666	200,666
Financial liabilities					
Due to related parties	206,001,958	-	_	206,001,958	206,001,958
Accrued expenses and other payables **	2,680,989	-	-	2,680,989	2,680,989
Dividends payable	3,900,000	-	-	3,900,000	3,900,000
Lease liability	553,206	-	_	553,206	553,206

^{*} Presented under prepayments and other receivables

The fair values of financial assets and liabilities are not materially different from their carrying values at the statement of financial position as at 31 December 2021 and 2020 as these are generally short-term in nature. There were no transfers between levels of fair value hierarchy during the years ended 31 December 2021 and 2020.

21 FINANCIAL RISK MANAGEMENT

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk.

The Company's Board of Directors ("BOD") has the overall responsibility for the establishment and oversight of the Company's risk management framework. The BOD has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the BOD on its activities.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and responsibilities.

Credit risk

Credit risk is the risk that one party will fail to discharge an obligation and will cause the other party to incur a financial loss. The Company's maximum exposure to credit risk without taking effect of collateral amounts is as follows:

	2021 SR	2020 SR
Cash and cash equivalents Due from related parties Other receivables and refundable deposits*	60,310,842 65,548,557 68,125	268,405,798 49,501,813 200,666
	125,927,524	318,108,277

^{*}Presented under prepayments and other receivables

^{**}Excluding withholding taxes payable

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

21 FINANCIAL RISK MANAGEMENT (continued)

Credit risk (continued)

Based on management assessment, the Company has no significant exposure to credit risk due to the following:

- Cash and cash equivalents are maintained with banks having sound credit ratings.
- *Due from related parties* is related to agreements with Standard Chartered Bank Group entities which provide for an agreed basis for sharing of revenues on jointly executed projects and recovery of expenses incurred on such projects as approved by the Company's management.
- Other receivables and security deposit are accrued special commission receivable and rental deposits which are short-term in nature.

Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its net funding requirements. The Company monitors and manages the liquidity structure of its assets and liabilities so as to ensure that cash flows are sufficiently balanced and that sufficient liquid funds are maintained to meet liquidity requirements.

Liquidity risk is managed by monitoring on a regular basis that sufficient funds are available to meet the Company's future commitments. The Company is not exposed to significant liquidity risk as the Company has adequate liquid assets available that exceeded current liabilities by SR 102.37 million as at 31 December 2021 (31 December 2020: SR 103.43 million).

Market risk

Special commission rate risk

Special commission rate risk arises from the possibility that the changes in commission rates may affect either fair values or future cash flows of financial instruments. The Company does not have significant special commission rate risk.

Currency risk

Currency risk is the risk that the value of financial instrument will fluctuate due to changes in foreign exchange rates.

Management believes that there is insignificant risk of losses due to exchange rate fluctuation as most of the Company's monetary assets and liabilities are primarily in US dollars which is pegged with the Saudi Riyal.

22 CAPITAL MANAGEMENT

The capital that the Company is required to hold is determined based on the balance sheet, off – balance sheet, counterparty and other risk exposures that the Company has. Adequate processes and controls are in place to monitor and manage capital adequacy and ensure compliance with local regulatory ratios. These processes are designed to ensure that the Company has a sufficient capital available to meet local regulatory capital requirements at all times.

The Capital Market Authority (the "CMA") has issued Prudential Rules ("the Rules") dated 30 December 2012 (corresponding to 17 Safar 1434H). According to the Rules, the CMA has prescribed the framework and guidance regarding the minimum regulatory capital requirement and its calculation methodology as prescribed under these Rules.

(A Saudi Closed Joint Stock Company)

NOTES TO THE FINANCIAL STATEMENTS (continued)

At 31 December 2021

22 CAPITAL MANAGEMENT (continued)

In accordance with this methodology, the Company has calculated its minimum capital required and capital adequacy ratios as follows:

	2021 SR	2020 SR
Capital Base		
Tier I Capital	102,663,397	103,388,996
Tier II Capital	-	-
Total Capital Base	102,663,397	103,388,996
Minimum capital requirement:		
Credit risk	6,876,956	11,592,770
Market risk	1,028,332	403,445
Operational risk	4,409,721	4,517,542
Total minimum capital required	12,315,009	16,513,757
Capital Adequacy Ratio		
Total Capital Ratio (time)	8.34	6.26
Surplus in Capital	90,348,388	86,875,239

a) Capital Base of the Company comprise of:

Tier -1: consists of the total of share capital, retained earnings and reserves excluding re-measurement of employees' benefit obligation less deferred tax assets.

Tier-2 capital consists of subordinated loans with certain restrictions. The Company does not have any subordinated loans as a result the Company does not have tier-2 capital.

- b) The minimum capital requirements for market, credit and operational risk are calculated as per the requirements specified in the Rules.
- c) The Company's business objectives when managing capital adequacy is to comply with the capital requirements set forth by the CMA safeguard the Company's ability to continue as a going concern, and to maintain a strong capital base.

23 EVENTS AFTER THE END OF REPORTING PERIOD

The management of the Company believes that no significant events have occurred subsequent to the yearend that may require adjustment to or disclosure in these financial statements.

24 COMPARATIVE FIGURES

Certain of the prior year amounts have been reclassified to conform to the presentation in the current year.

25 APPROVAL OF FINANCIAL STATEMENTS

The Board of Directors has approved these financial statements on 26 Sha'ban 1443H (corresponding to 29 March 2022).