

الفردوس
المردوس، الشايفضة، ش.م.ع

Al Firdous
Al Firdous Holding P.J.S.C.

**Primary and
unaudited**

**AL FIRDOUS HOLDINGS (P.J.S.C.)
AND ITS SUBSIDIARY
DUBAI – UNITED ARAB EMIRATES**

**CONSOLIDATED FINANCIAL STATEMENTS
MARCH 31, 2019**

AL FIRDOUS HOLDINGS (P.J.S.C.)
AND IT'S SUBSIDIARY
DUBAI – UNITED ARAB EMIRATES
CONSOLIDATED FINANCIAL STATEMENTS
MARCH 31, 2019

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AL FIRDOUS HOLDINGS (P.J.S.C.)
AND ITS SUBSIDIARY
DUBAI - UNITED ARAB EMIRATES

Exhibit-A

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS OF MARCH 31, 2019
"All amounts are in U.A.E Dirham"

	Notes	March 31, 2019	March 31, 2018
ASSETS			
Current assets			
Inventories		41,624	21,972
Accounts receivable		9,238	23,647
Other receivables	2	699,249	1,310,362
Receivable on sale of the investment portfolio	3	326,789,701	326,789,701
Due from related parties	4	295,879,508	295,879,508
Cash and cash equivalents	5	28,504	64,527
Total current assets		623,447,824	624,089,717
Non - Current assets			
Property, plant and equipment	6	8,586,715	12,254,543
Total non - current assets		8,586,715	12,254,543
Total assets		632,034,539	636,344,260
LIABILITIES AND SHAREHOLDERS' EQUITY			
Current liabilities			
Accounts payable		7,581,574	7,578,317
Other payables and provisions	7	3,889,158	3,813,550
Due to related parties	4	43,616,976	41,001,296
Total current liabilities		55,087,708	52,393,163
Non - current liabilities			
Provision for indemnity		299,636	368,587
Total non - current liabilities		299,636	368,587
Shareholders' equity			
Share capital	8	600,000,000	600,000,000
Additional paid in capital		894,645	894,645
Statutory reserve	9	4,206,615	4,206,615
Accumulated (losses)		(28,454,065)	(21,518,750)
Total shareholders' equity		576,647,195	583,582,510
Total liabilities and shareholders' equity		632,034,539	636,344,260

Shk. Khaled Bin Zayed Al Nahyan
Chairman

The accompanying notes are an integral part of these consolidated financial statements.



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Exhibit-B

AL FIRDOUS HOLDINGS (P.J.S.C.)
AND ITS SUBSIDIARY
DUBAI – UNITED ARAB EMIRATES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED MARCH 31, 2019
"All amounts are in U.A.E. Dirham"

	<u>Notes</u>	<u>March 31, 2019</u>	<u>March 31, 2018</u>
Revenues			
Sales		2,419,381	3,527,443
Cost of sales		(477,687)	(803,555)
Gross profit		<u>1,941,694</u>	<u>2,723,888</u>
Other operating expenses		(6,490,397)	(7,488,385)
Other income		-	14,903
Operating (loss)		<u>(4,548,703)</u>	<u>(4,749,594)</u>
Expenses and other charges			
General, administrative and selling expenses	10	(2,386,612)	(4,049,355)
Total expenses and other charges		<u>(2,386,612)</u>	<u>(4,049,355)</u>
Net (loss) for the year		<u>(8,935,315)</u>	<u>(8,798,949)</u>
Other comprehensive income for the year		-	-
Total comprehensive (loss) for the year		<u>(6,935,315)</u>	<u>(8,798,949)</u>
(Loss) per share	11	<u>(0.0116)</u>	<u>(0.0146)</u>



The accompanying notes are an integral part of these consolidated financial statements.



Exhibit-C

**AL FIRDOUS HOLDINGS (P.J.S.C.)
 AND ITS SUBSIDIARY
 DUBAI – UNITED ARAB EMIRATES**

**CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE YEAR
 ENDED MARCH 31, 2019**

All amounts are in U.A.E. Dirham

	Share capital	Additional paid in capital	Statutory reserve	Accumulated (loss)	Total
Balance at March 31, 2017	600,000,000	894,645	4,206,615	(12,719,801)	592,381,459
Total comprehensive (loss) for the year	-	-	-	(8,798,949)	(8,798,949)
Balance at March 31, 2018	600,000,000	894,645	4,206,615	(21,518,750)	583,582,510
Total comprehensive (loss) for the year	-	-	-	(6,935,315)	(6,935,315)
Balance at March 31, 2019	600,000,000	894,645	4,206,615	(28,454,065)	576,647,195

The accompanying notes are an integral part of these consolidated financial statements.

Exhibit-D

AL FIRDOUS HOLDINGS (P.J.S.C.)
AND IT'S SUBSIDIARY
DUBAI – UNITED ARAB EMIRATES

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2019
"All amounts are in U.A.E. Dirham"

	March 31, 2019	March 31, 2018
CASH FLOWS FROM OPERATING ACTIVITIES		
Net (loss) for the year	(6,935,315)	(8,798,949)
Adjustment:		
Depreciation	3,667,828	3,659,526
Provision for indemnity	(68,951)	83,493
Net changes in working capital items	684,735	2,413,701
Net cash (used in) operating activities	<u>(2,651,703)</u>	<u>(2,642,229)</u>
Cash flows from investing activities		
Property, plant and equipment	-	(10,833)
Net cash (used in) investing activities	<u>-</u>	<u>(10,833)</u>
Cash flows from financing activities		
Related parties	2,615,680	2,619,097
Net cash from financing activities	<u>2,615,680</u>	<u>2,619,097</u>
Net (decrease) in cash and cash equivalents	(36,023)	(33,965)
Cash and cash equivalents at the beginning of the year	64,527	98,492
Cash and cash equivalents at the end of year	<u>28,504</u>	<u>64,527</u>

The accompanying notes are an integral part of these consolidated financial statements.

(1)

**AL FIRDOUS HOLDINGS (P.J.S.C.)
AND ITS SUBSIDIARY
DUBAI – UNITED ARAB EMIRATES**

**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,
2019**

"All amounts are in U.A.E. Dirham unless otherwise stated"

1- COMPANY'S INFORMATION AND ACTIVITIES

Al Firdous Holdings (P.J.S.C.) (the "Company") is a public joint stock company registered on July 1, 1998 in Dubai, United Arab Emirates, according to Ministerial Decree Number 106 for the year 1998. The Company commenced its operation on October 22, 1998. The registered address of the Company is P.O. Box 25233, Dubai, United Arab Emirates.

Up to December 31, 2008, the Company operated as a Group consisting of the Company (the "Parent Company") and Al Firdous Group Co. Ltd. For Hotels, a company established in the Kingdom of Saudi Arabia (KSA) and involved in managing and operating hotels and restaurants in KSA and organizing Hajj and Umrah trips.

On December 31, 2014, the Company incorporated a subsidiary, Yummy Chain Two L.L.C. The principal activity of the subsidiary is operating and managing restaurants in the Emirate of Dubai.

2- OTHER RECEIVABLES

	March 31, 2019	March 31, 2018
Prepaid expenses	530,047	824,466
Advances to suppliers	4,337	92,270
Refundable deposits	160,015	311,600
Others	4,850	82,026
	699,249	1,310,362

3- RECEIVABLE ON SALE OF THE INVESTMENT PORTFOLIO

This represents the amount receivable from Islamic Arab Insurance Co. Labuan, Malaysia on the sale of the Al Firdous Group Co. Ltd. For Hotels, a wholly owned subsidiary, and Islamic investing and finance assets with Al Masaa Co. for Urban Development (together, the "Investment Portfolio"). This amount is guaranteed by a related party (Note 4).

With effect from January 1, 2009, the Company sold its 100% owner subsidiary (Al Firdous Group Co. Ltd for Hotels) and its Islamic financing and investing assets with Al Massa Co. for Urban Development Jeddah, KSA.

On 29 June 2009, the Group signed an agreement with Islamic Arab Insurance Co., Labuan Malaysia in which the parties agreed to reschedule the outstanding receivable of AED 326,789,701 into installments due every six months starting from 31 August 2010 and ending on 28 February 2012.

On 24 June 2010, and due to a proposed restructuring and investment plans by the Company, the rescheduling agreement was cancelled and both parties entered into another agreement to settle the amount receivable on the sale of the investment portfolio within 12 months from 31 March 2010.

The receivable on sale of the Investment Portfolio is still outstanding as of the date of these interim condensed consolidated financial statements. Negotiations are being held with Islamic Arab Insurance Co., Labuan for an early resolution to this matter. The Directors consider that the amount will be recovered on the eventual disposal of the investment Portfolio and, accordingly, the Group has not made any provision against this receivable.

(2)

**AL FIRDOUS HOLDINGS (P.J.S.C.)
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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,
2019**

"All amounts are in U.A.E. Dirham unless otherwise stated"

4- RELATED PARTIES

Related parties comprise of the major shareholders, Board of Directors, entities controlled by them or under their joint control, executive officers, key management personnel and their close family members. The parent company approves the terms and conditions of related parties' transactions. The amount due from / to related parties does not attract interest although there are no defined repayment arrangements.

The transactions between affiliates represent financial transaction.

a) The balances due from related parties are as follows: -

	March 31, 2019	March 31, 2018
Advance against purchase of property – Entity under common control	289,939,984	289,939,984
Due from Bin Zayed Group – Entity under common control	5,782,160	5,782,160
Others	157,364	157,364
	<u>295,879,508</u>	<u>295,879,508</u>

Advance against the purchase of property represents the payment made for the purchase of land in the Emirate of Dubai.

For the year ended March 31, 2019, the Group has not recorded any Impairment of amounts owed by related parties (31 March 2018: AED NIL).

The amount receivable on sale of the Investment Portfolio (Note 3) has been guaranteed by Bin Zayed Group, a related party. The security provided by Bin Zayed Group against the amount receivable on sale of the Investment Portfolio is a plot of land located in Dubai, United Arab Emirates which was appraised by an independent property consultant at AED 640,000,000 as of 31 October 2008.

Bin Zayed Group has also undertaken to secure the balance due from related parties amounting to AED 295,879,508 (31 March 2018: AED 295,879,508) by the assignment of properties to the Group with fair value not less than an equivalent amount.

b) Balances due to related parties included in the consolidated statement of financial position are as follows: -

	March 31, 2019	March 31, 2018
Other related parties	43,616,976	41,001,296
Directors' fee payable	600,000	600,000

(3)

**AL FIRDOUS HOLDINGS (P.J.S.C.)
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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,
2019**

"All amounts are in U.A.E. Dirham unless otherwise stated"

5- CASH AND CASH EQUIVALENTS

	March 31, 2019	March 31, 2018
Cash on hand	9,312	22,922
Cash at banks – current accounts	19,192	41,605
	28,504	64,527

6- PROPERTY, PLANT AND EQUIPMENT

	Leasehold improvement	Equipment and other assets	Furniture and fixture	Total
Cost:				
Balance at March 31, 2018	12,828,779	10,097,496	2,766,269	25,692,544
Balance at March 31, 2019	12,828,779	10,097,496	2,766,269	25,692,544
Depreciation:				
Balance at March 31, 2018	7,152,881	4,473,329	1,811,791	13,438,001
Depreciation for the year	2,161,158	903,247	603,423	3,667,828
Balance at March 31, 2019	9,314,039	5,376,576	2,415,214	17,105,829
Net book values:				
Balance at March 31, 2019	3,514,740	4,720,920	351,055	8,586,715
Balance at March 31, 2018	5,675,898	5,624,167	954,478	12,254,543

7- OTHER PAYABLES AND PROVISIONS

	March 31, 2019	March 31, 2018
Accrued expenses	1,083,050	968,859
Directors' fee payable	600,000	600,000
Others	2,206,108	2,244,691
	3,889,158	3,813,550

8- SHARE CAPITAL

The Issued and fully paid up capital of the Company is AED 600,000,000 comprising of 600,000,000 No. of shares of AED 1 each.

9- STATUTORY RESERVE

As required by the company law of United Arab Emirates, 10% of the profit for the year is to be transferred to statutory reserve. The shareholders may resolve to discontinue such annual transfers as reserve equals one half of the share capital. The reserve is not available for distribution.

(4)

**AL FIRDOUS HOLDINGS (P.J.S.C.)
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**NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,
2019**

"All amounts are in U.A.E. Dirham unless otherwise stated"

10- GENERAL, ADMINISTRATIVE AND SELLING EXPENSES

	March 31, 2019	March 31, 2018
Salaries and related benefits	984,060	1,658,622
Rent	732,035	1,618,566
Other	670,517	772,167
	<u>2,386,612</u>	<u>4,049,355</u>

11- (LOSS) PER SHARE

	March 31, 2019	March 31, 2018
(Loss) for the year	(6,935,315)	(8,798,949)
Weighted average number of ordinary shares for purposes of basic earnings	600,000,000	600,000,000
(Loss) per share	<u>(0.0115)</u>	<u>(0.0146)</u>

12- STAFF COST

	March 31, 2019	March 31, 2018
Number of staff at year end	55	64
Salaries and related cost (General)	557,669	967,485
Leave and gratuity	59,830	136,710
Other	366,661	554,427
	<u>984,060</u>	<u>1,658,622</u>

13- GENERAL ASSEMBLY OF SHAREHOLDERS

The ordinary general assembly of shareholders was held on May 14, 2018 who approved the financial statements for the year ended March 31, 2018.