

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED INTERIM  
FINANCIAL STATEMENTS - (UNAUDITED)**

For the three-month and nine-month periods ended September 30, 2022  
together with the Independent Auditor's Review Report

**SAVOLA GROUP COMPANY**

(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS - (UNAUDITED)**

For the three-month and nine-month periods ended September 30, 2022

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## KPMG Professional Services

Zahran Business Center  
Prince Sultan Street  
P.O. Box 55078  
Jeddah 21534  
Kingdom of Saudi Arabia  
Commercial Registration No 4030290792

Headquarters in Riyadh

## كي بي إم جي للاستشارات المهنية

مركز زهران للأعمال  
شارع الأمير سلطان  
ص.ب ٥٥٠٧٨  
جده ٢١٥٣٤  
المملكة العربية السعودية  
سجل تجاري رقم ٤٠٣٠٢٩٠٧٩٢  
المركز الرئيسي في الرياض

# Independent auditor's report on review of condensed consolidated interim financial statements

To the Shareholders of Savola Group Company

## Introduction

We have reviewed the accompanying September 30, 2022 condensed consolidated interim financial statements of Savola Group Company ("the Company") and its subsidiaries ("the Group") which comprises:

- the condensed consolidated statement of financial position as at September 30, 2022;
- the condensed consolidated statement of profit or loss and other comprehensive income for the three-month and nine-month periods ended September 30, 2022;
- the condensed consolidated statement of changes in equity for the nine-month period ended September 30, 2022;
- the condensed consolidated statement of cash flows for the nine-month period ended September 30, 2022; and
- the notes to the condensed consolidated interim financial statements.

Management is responsible for the preparation and presentation of these condensed consolidated interim financial statements in accordance with IAS 34, 'Interim Financial Reporting' that is endorsed in the Kingdom of Saudi Arabia. Our responsibility is to express a conclusion on these condensed consolidated interim financial statements based on our review.

## Scope of review

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

## Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying September 30, 2022 condensed consolidated interim financial statements of **Savola Group Company** and its subsidiaries are not prepared, in all material respects, in accordance with IAS 34, 'Interim Financial Reporting' that is endorsed in the Kingdom of Saudi Arabia.

## For KPMG Professional Services

Nasser Ahmed Al Shutairy  
License No. 454



Jeddah, October 31, 2022  
Corresponding to Rabi Al Thani 6, 1444H

KPMG Professional Services, a professional closed joint stock company registered in the Kingdom of Saudi Arabia. With the paid-up capital of (25,000,000) SAR. (Previously known as "KPMG Al Fozan & Partners Certified Public Accountants") A non-partner member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee. All rights reserved.

كي بي إم جي للاستشارات المهنية شركة مهنية مساهمة مقفلة، مسجلة في المملكة العربية السعودية، رأس ماله (٢٥,٠٠٠,٠٠٠) ريال سعودي مدفوع بالكامل، المسماة سابقاً "شركة كي بي إم جي الفوزان وشركاه محاسبين ومراجعون قانونيون". و هي عضو غير شريك في الشبكة العالمية لشركات كي بي إم جي المستقلة والتابعة لـ كي بي إم جي العالمية المحدودة، شركة الجليزية محدودة بضمان. جميع الحقوق محفوظة

Commercial Registration of the headquarters in Riyadh is 1010425494.

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**  
(Expressed in thousands of Saudi Riyal unless otherwise stated)

	Note	September 30, <u>2022</u> (Unaudited)	December 31, <u>2021</u> (Audited)
<b>ASSETS</b>			
Property, plant and equipment		5,791,974	5,872,464
Right-of-use assets		3,213,671	3,313,227
Intangible assets and goodwill		1,853,889	1,857,836
Investment property		173,610	68,140
Equity-accounted investees	5	9,080,342	8,986,236
Investments at fair value through other comprehensive income	6	365,759	475,425
Derivative		--	2,493
Deferred tax asset		28,229	28,803
<b>Non-current assets</b>		<u>20,507,474</u>	<u>20,604,624</u>
Inventories		4,416,729	3,601,683
Derivative		355	--
Trade receivables		1,840,891	1,606,635
Prepayments and other receivables		1,828,758	1,331,118
Investments at fair value through profit or loss	6	47,396	27,069
Cash and bank balances	4	1,710,646	1,374,790
Assets held for sale	11	216,569	--
<b>Current assets</b>		<u>10,061,344</u>	<u>7,941,295</u>
<b>TOTAL ASSETS</b>		<u>30,568,818</u>	<u>28,545,919</u>
<b>EQUITY</b>			
Share capital	7	5,339,807	5,339,807
Share premium		342,974	342,974
Shares held under employees' share based payment plan	8	(51,862)	(30,433)
Statutory reserve	9	1,774,085	1,774,085
General reserve		4,000	4,000
Other reserves		(364,803)	(104,866)
Effect of transactions with non-controlling interests without change in control		(187,979)	(187,979)
Foreign currency translation reserve		(1,836,585)	(1,899,084)
Retained earnings		3,381,725	2,840,089
<b>Equity attributable to owners of the Company</b>		<u>8,401,362</u>	<u>8,078,593</u>
Non-controlling interests		1,119,308	1,013,220
<b>TOTAL EQUITY</b>		<u>9,520,670</u>	<u>9,091,813</u>
<b>LIABILITIES</b>			
Loans and borrowings	10	4,845,839	5,136,640
Lease liabilities		3,164,610	3,288,518
Employee benefits		889,194	857,358
Long-term payables		255,364	256,895
Derivative		--	164,220
Provision against asset restoration		149,704	148,006
Deferred tax liability		125,267	144,349
<b>Non-current liabilities</b>		<u>9,429,978</u>	<u>9,995,986</u>
Loans and borrowings	10	4,513,359	3,324,513
Lease liabilities		578,783	568,480
Trade payables		3,336,040	2,907,854
Derivative		150,011	--
Accrued and other liabilities		2,845,373	2,657,273
Liabilities classified as held for sale	11	194,604	--
<b>Current liabilities</b>		<u>11,618,170</u>	<u>9,458,120</u>
<b>TOTAL LIABILITIES</b>		<u>21,048,148</u>	<u>19,454,106</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<u>30,568,818</u>	<u>28,545,919</u>

The accompanying notes 1 to 21 form an integral part of these condensed consolidated interim financial statements.

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (UNAUDITED)**

(Expressed in thousands of Saudi Riyal unless otherwise stated)

	Note	<b>Three-month period ended September 30</b>		<b>Nine-month period ended September 30</b>	
		<b>2022</b>	<b>2021</b>	<b>2022</b>	<b>2021</b>
Revenues	17	<b>7,072,405</b>	6,048,464	<b>21,450,061</b>	17,913,898
Cost of revenues	17	<b>(5,923,488)</b>	(5,024,809)	<b>(17,768,069)</b>	(14,562,979)
<b>Gross profit</b>		<b>1,148,917</b>	1,023,655	<b>3,681,992</b>	3,350,919
Share of results in investment in equity-accounted investees, net of zakat and tax		<b>170,706</b>	149,006	<b>563,386</b>	449,258
Administrative expenses		<b>(238,347)</b>	(189,639)	<b>(716,604)</b>	(642,975)
Selling and distribution expenses		<b>(660,620)</b>	(681,259)	<b>(2,075,645)</b>	(2,068,418)
<b>Results from operating activities</b>		<b>420,656</b>	301,763	<b>1,453,129</b>	1,088,784
Finance income		<b>19,777</b>	11,260	<b>54,177</b>	39,717
Finance cost		<b>(197,852)</b>	(112,686)	<b>(560,737)</b>	(426,601)
<b>Net finance cost</b>		<b>(178,075)</b>	(101,426)	<b>(506,560)</b>	(386,884)
<b>Profit before zakat and income tax</b>		<b>242,581</b>	200,337	<b>946,569</b>	701,900
Zakat and income tax expense	13	<b>(40,547)</b>	(29,978)	<b>(158,624)</b>	(89,761)
<b>Profit for the period</b>		<b>202,034</b>	170,359	<b>787,945</b>	612,139
<b>Other Comprehensive Income</b>					
<i>Items that will not be reclassified to profit or loss</i>					
Investments at fair value through other comprehensive income - net change in fair value		<b>(36,379)</b>	(77,946)	<b>(137,806)</b>	170,584
<i>Items that may be reclassified to profit or loss</i>					
Foreign operations - foreign currency translation differences		<b>33,197</b>	(44,211)	<b>75,998</b>	(11,839)
Investment in equity accounted investees - share of other comprehensive income		<b>(16,620)</b>	(10,130)	<b>(112,188)</b>	(45,304)
Cash flow hedges - effective portion of changes in fair value		<b>1,117</b>	6,996	<b>(30,075)</b>	20,204
<b>Other comprehensive (loss) / income</b>		<b>(18,685)</b>	(125,291)	<b>(204,071)</b>	133,645
<b>Total comprehensive income for the period</b>		<b>183,349</b>	45,068	<b>583,874</b>	745,784

The accompanying notes 1 to 21 form an integral part of these condensed consolidated interim financial statements.

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER  
COMPREHENSIVE INCOME (UNAUDITED) (CONTINUED)**

(Expressed in thousands of Saudi Riyal unless otherwise stated)

	Note	Three-month period ended September 30		Nine-month period ended September 30	
		<u>2022</u>	<u>2021</u>	<u>2022</u>	<u>2021</u>
<b>Profit for the period attributable to:</b>					
Owners of the Company		<b>163,637</b>	122,397	<b>648,281</b>	476,241
Non-controlling interests		<b>38,397</b>	47,962	<b>139,664</b>	135,898
<b>Profit for the period</b>		<b><u>202,034</u></b>	<u>170,359</u>	<b><u>787,945</u></b>	<u>612,139</u>
<b>Total comprehensive income for the period attributable to:</b>					
Owners of the Company		<b>142,797</b>	1,893	<b>443,296</b>	604,826
Non-controlling interests		<b>40,552</b>	43,175	<b>140,578</b>	140,958
<b>Total comprehensive income for the period</b>		<b><u>183,349</u></b>	<u>45,068</u>	<b><u>583,874</u></b>	<u>745,784</u>
<b>Earnings per share attributable to the Owners of the Company (in Saudi Riyals):</b>					
Basic and diluted	15	<b><u>0.30</u></b>	<u>0.23</u>	<b><u>1.21</u></b>	<u>0.89</u>

The accompanying notes 1 to 21 form an integral part of these condensed consolidated interim financial statements.

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED)**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

	Equity attributable to the Owners of the Company											
	Share capital	Share premium	Shares held under employees' share based payment plan	Statutory reserve	General reserve	Other reserves	Effect of transactions with non-controlling interests without change in control	Foreign currency translation reserve	Retained earnings	Total	Non-controlling interests	Total equity
<b>Balance at January 1, 2022</b>	5,339,807	342,974	(30,433)	1,774,085	4,000	(104,866)	(187,979)	(1,899,084)	2,840,089	8,078,593	1,013,220	9,091,813
<u>Total comprehensive income / (loss)</u>												
Profit for the period	--	--	--	--	--	--	--	--	648,281	648,281	139,664	787,945
Other comprehensive income / (loss)	--	--	--	--	--	(267,484)	--	62,499	--	(204,985)	914	(204,071)
	--	--	--	--	--	(267,484)	--	62,499	648,281	443,296	140,578	583,874
Charge for equity-settled employees' share based payment plan (Note 8)	--	--	--	--	--	7,547	--	--	--	7,547	71	7,618
Purchase of shares held under employees' share based payment plan (Note 8)	--	--	(21,429)	--	--	--	--	--	--	(21,429)	--	(21,429)
Dividends (Note 7)	--	--	--	--	--	--	--	--	(106,796)	(106,796)	(34,561)	(141,357)
Dividend on Treasury Shares	--	--	--	--	--	--	--	--	151	151	--	151
<b>Balance at September 30, 2022</b>	<u>5,339,807</u>	<u>342,974</u>	<u>(51,862)</u>	<u>1,774,085</u>	<u>4,000</u>	<u>(364,803)</u>	<u>(187,979)</u>	<u>(1,836,585)</u>	<u>3,381,725</u>	<u>8,401,362</u>	<u>1,119,308</u>	<u>9,520,670</u>

The accompanying notes 1 to 21 form an integral part of these condensed consolidated interim financial statements.

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (UNAUDITED) (CONTINUED)**

For the nine-month period ended September 30, 2021

(Expressed in thousands of Saudi Riyal unless otherwise stated)

	Equity attributable to the Owners of the Company											
	Share capital	Share premium	Shares held under employees' share based payment plan	Statutory reserve	General reserve	Other reserves	Effect of transactions with non-controlling interests without change in control	Foreign currency translation reserve	Retained earnings	Total	Non-controlling interests	Total equity
Balance at January 1, 2021	5,339,807	342,974	(16,509)	1,774,085	4,000	(94,585)	(187,979)	(1,966,648)	3,036,997	8,232,142	932,412	9,164,554
<u>Total comprehensive income for the period</u>												
Profit for the period	--	--	--	--	--	--	--	--	476,241	476,241	135,898	612,139
Other comprehensive income / (loss)	--	--	--	--	--	139,311	--	(10,726)	--	128,585	5,060	133,645
	--	--	--	--	--	139,311	--	(10,726)	476,241	604,826	140,958	745,784
Charge for equity-settled employees' share based payment plan (note 8)	--	--	--	--	--	3,727	--	--	--	3,727	226	3,953
Purchase of shares held under employees' share based payment plan	--	--	(13,924)	--	--	--	--	--	--	(13,924)	--	(13,924)
Dividends	--	--	--	--	--	--	--	--	(400,486)	(400,486)	(70,525)	(471,011)
Dividend on Treasury Shares	--	--	--	--	--	--	--	--	59	59	--	59
Balance at September 30, 2021	<u>5,339,807</u>	<u>342,974</u>	<u>(30,433)</u>	<u>1,774,085</u>	<u>4,000</u>	<u>48,453</u>	<u>(187,979)</u>	<u>(1,977,374)</u>	<u>3,112,811</u>	<u>8,426,344</u>	<u>1,003,071</u>	<u>9,429,415</u>

The accompanying notes 1 to 21 form an integral part of these condensed consolidated interim financial statements.



**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)**

For the nine-month period ended September 30

(Expressed in thousands of Saudi Riyal unless otherwise stated)

	<u>Note</u>	<u>2022</u>	<u>2021</u>
<b>Cash flows from operating activities</b>			
Profit for the period		787,945	612,139
Adjustments for:			
Depreciation and amortisation		775,125	793,968
Net finance cost		506,560	386,884
Share of results in investment in equity accounted investees, net of zakat and tax		(563,386)	(449,258)
Share based payment expense	8	7,618	3,953
Gain on sale of property, plant and equipment and intangible assets		(550)	(5,203)
Zakat and income tax expense		158,624	89,761
		<u>1,671,936</u>	<u>1,432,244</u>
<b>Changes in:</b>			
Inventories		(998,257)	(259,056)
Trade receivables		(359,950)	(294,642)
Prepayments and other receivables		(607,203)	(276,909)
Trade payables		523,024	251,788
Employee benefits		36,782	26,639
Accrued and other liabilities		456,500	44,407
<b>Cash generated from operating activities</b>		<u>722,832</u>	<u>924,471</u>
Finance cost paid		(446,249)	(274,314)
Zakat and income tax paid		(70,004)	(54,590)
<b>Net cash generated from operating activities</b>		<u>206,579</u>	<u>595,567</u>
<b>Cash flows from investing activities</b>			
Acquisition of property, plant and equipment and intangible assets		(570,205)	(303,902)
Proceeds from sale of property, plant and equipment		40,776	19,939
Dividends received		356,827	351,549
Acquisition of investments	6	(28,140)	(37,510)
Net investment in FVTPL investments	6	(20,327)	(24,340)
Acquisition of subsidiaries, net of cash acquired		--	(10,656)
<b>Net cash used in from investing activities</b>		<u>(221,069)</u>	<u>(4,920)</u>
<b>Cash flows from financing activities</b>			
Net change in loans and borrowings – current		1,471,491	400,271
Net change in loans and borrowings - non-current		(270,651)	158,123
Net changes in bank deposits with maturity more than three months		(98,864)	(69,275)
Dividends paid		(106,735)	(401,038)
Payment of lease liabilities		(510,402)	(491,386)
Net changes in non-controlling interests		(34,561)	(70,525)
Purchase of shares held under employees' share based payment plan	8	(21,429)	(13,924)
<b>Net cash generated from / (used in) financing activities</b>		<u>428,849</u>	<u>(487,754)</u>

The accompanying notes 1 to 21 form an integral part of these condensed consolidated interim financial statements.

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

**CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED) (CONTINUED)**  
For the nine-month period ended September 30  
(Expressed in thousands of Saudi Riyal unless otherwise stated)

	<u>Note</u>	<u>2022</u>	<u>2021</u>
<b>Net change in cash and cash equivalents</b>		<b>414,359</b>	102,893
Effect of movement in exchange rates on cash and cash equivalents		<b>(88,462)</b>	853
Cash and cash equivalents at beginning of the period		<u><b>518,830</b></u>	<u>496,494</u>
<b>Cash and cash equivalents at end of the period</b>	4	<u><b>844,727</b></u>	<u>600,240</u>
<b>Supplemental schedule of non-cash financial information:</b>			
Fair value reserve		<u><b>(280,069)</b></u>	<u>145,484</u>
Foreign currency translation reserve		<u><b>75,998</b></u>	<u>(11,839)</u>

The accompanying notes 1 to 21 form an integral part of these condensed consolidated interim financial statements.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION**

Savola Group Company is a Saudi Joint Stock Company registered in the Kingdom of Saudi Arabia under Commercial Registration No. 4030019708 issued in Jeddah on Rajab 21, 1399H (corresponding to June 16, 1979). The Company was formed under the Regulations for Companies in the Kingdom of Saudi Arabia per Royal Decree number M/21 dated Rabi-ul-Awal 29, 1398H (March 9, 1978).

The Company's registered office is located at the following address:

Savola Tower,  
The Headquarter Business Park,  
Prince Faisal Bin Fahad Street,  
Jeddah 23511-7333,  
Kingdom of Saudi Arabia.

These accompanying condensed consolidated interim financial statements comprise the financial statements of Savola Group Company (the "Company" or the "Parent Company") and its local and foreign subsidiaries (collectively referred as the "Group"), collectively involved in the manufacturing and sale of vegetable oils and to set up related industries, retail outlets, dairy products, fast foods, exports and imports, commercial contracting, trade agencies, development of agricultural products and real estate related investment activities.

At September 30, 2022, the Company had investments in the following subsidiaries (collectively referred to as the "Group"):

**(I) Direct subsidiaries of the Company**

i) Operating subsidiaries

<u>Subsidiary name</u>	<u>Country of incorporation</u>	<u>Principal business activity</u>	<u>Direct ownership interest (%)</u>	
			<u>September 30, 2022</u>	<u>December 31, 2021</u>
Savola Foods Company ("SFC")	Saudi Arabia	Foods	<b>100</b>	100
Panda Retail Company ("Panda")	Saudi Arabia	Retail	<b>98.87</b>	98.87
Good Food Company ("GFC")	Saudi Arabia	Holding company	<b>100</b>	100
Al Matoun International for Real Estate Investment Holding Company	Saudi Arabia	Real Estate	<b>80</b>	80
Herfy Food Services Company ("Herfy")	Saudi Arabia	Restaurant & manufacturing bakery products	<b>49</b>	49

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION (continued)**

**(I) Direct subsidiaries of the Company (continued)**

ii) Dormant and Holding subsidiaries

<u>Subsidiary name</u>	<u>Country of incorporation</u>	<u>Principal business activity</u>	<u>Direct ownership interest (%)</u>	
			<u>September 30, 2022</u>	<u>December 31, 2021</u>
Adeem Arabia Company	Saudi Arabia	Holding company	100	100
Al Utur Arabian Company for Commercial Investment	Saudi Arabia	Holding company	100	100
Al Matana Holding Company	Saudi Arabia	Holding company	100	100
Madarek Investment Company	Jordan	Holding company	100	100
United Properties Development Company	Saudi Arabia	Dormant company	100	100
Subsidiaries controlled through Al Matana Holding Company:				
SGC Ventures Limited	Cayman Islands	Holding company	100	100
SGC Marketplace Venture	Cayman Islands	Holding company	100	100
SGC Agritech Ventures	Cayman Islands	Holding company	100	--

**(II) Savola Foods Company**

The Parent Company has a 100% (December 31, 2021: 100%) ownership interest in Savola Foods Company (“SFC”), which was incorporated as a closed Saudi joint stock company pursuant to Ministerial Resolution No. 236/G dated Dhul Qadah 21, 1435H (September 16, 2014). Prior to its conversion to a closed joint stock company, SFC was operating as a limited liability company registered in the Kingdom of Saudi Arabia under commercial registration number 4030180782 issued in Jeddah on Rajab 05,1429H (July 08, 2008).

The principal objective of SFC is to deal in wholesale and retail trading of food items. SFC through its direct and indirect subsidiaries is engaged in the manufacturing, marketing and distribution of products including edible oil, pasta, sugar, seafood, confectionery, and agro cultivation, in the local and overseas market.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION (continued)**

**(II) Savola Foods Company (continued)**

Subsidiaries controlled through Savola Foods Company:

<b><u>Subsidiary name</u></b>	<b><u>Country of incorporation</u></b>	<b><u>Principal business activity</u></b>	<b><u>Direct ownership interest (%)</u></b>	
			<b><u>September 30, 2022</u></b>	<b><u>December 31, 2021</u></b>
Afia International Company ("AIC")	Saudi Arabia	Manufacturing of edible oils	<b>95.19</b>	95.19
Savola Industrial Investment Company ("SIIC")	Saudi Arabia	Holding company	<b>100</b>	100
El Maleka for Food Industries Company	Egypt	Manufacturing of pasta	<b>100</b>	100
Savola Foods Emerging Markets Company Limited	British Virgin Islands (BVI)	Holding company	<b>95.43</b>	95.43
Savola Foods for Sugar Company	Cayman Islands	Holding company	<b>95</b>	95
Savola Foods Company International Limited	United Arab Emirates (UAE)	Holding company	<b>100</b>	100
International Foods Industries Company Limited ("IFI")	Saudi Arabia	Manufacturing of specialty fats	<b>100</b>	100
Seafood International Two FZCO	UAE	Seafood products trading and distribution	<b>100</b>	100
Afia Foods Arabia	Saudi Arabia	Dormant company	<b>100</b>	100
Seafood International Holdco	Cayman Islands	Holding company	<b>100</b>	100
Al Maoun International Holding Company	Saudi Arabia	Holding company	<b>100</b>	100
Marasina International Real Estate Investment Limited	Saudi Arabia	Holding company	<b>100</b>	100
Commodities Sourcing Company for Trading	Saudi Arabia	Trading Company	<b>100</b>	100
Snacking and Ingredients Food Holding Company Limited ("SIFCO")	UAE	Holding company	<b>100</b>	100
<b>SIFCO</b>				
Bayara Holding Limited	Cayman Islands	Holding company	<b>100</b>	100
Savola Snacks *	Egypt	Manufacturing of snacks	<b>99</b>	--

\* On May 17, 2022, the Group's subsidiary, Savola Snacks, Egypt, entered into an asset purchase agreement for plant and machinery in exchange for consideration amounting to SR 122 million, equivalent to EGP 622 million (escrow agreement signed on April 5, 2022). During the period ended September 30, 2022, the seller was paid SR 74 million, equivalent to EGP 369 million and the remaining funds in the escrow account as of that date amounted to SR 48.65 million, equivalent to EGP 253 million. During the period ended September 30, 2022, the interest earned on the escrow account amounts to SR 1.35 million equivalent to EGP 7 million.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION (continued)**

**(II) Savola Foods Company (continued)**

a) Subsidiaries controlled through Afia International Company:

<u>Subsidiary name</u>	<u>Country of incorporation</u>	<u>Principal business activity</u>	<u>Direct ownership interest (%)</u>	
			<u>September 30, 2022</u>	<u>December 31, 2021</u>
Savola Behshahr Company (“SBcC”)	Iran	Holding company	<b>90</b>	90
Malintra Holdings	Luxembourg	Dormant company	<b>100</b>	100
Savola Foods Limited (“SFL”)	BVI	Holding company	<b>100</b>	100
Afia International Company – Jordan (under liquidation)	Jordan	Dormant company	<b>98.57</b>	98.57
Inveskz Inc.	BVI	Holding company	<b>90</b>	90
Afia Trading International	BVI	Dormant company	<b>100</b>	100
Savola Foods International	BVI	Dormant company	<b>100</b>	100
KUGU Gida Yatum Ve Ticaret A.S (“KUGU”)	Turkey	Holding company	<b>100</b>	100
Aseel Food – Hold Co.	Cayman Island	Holding company	<b>100</b>	100
<b><u>SBeC</u></b>				
Behshahr Industrial Company	Iran	Manufacturing of edible oils	<b>79.9</b>	79.9
Tolue Pakshe Aftab Company	Iran	Trading and distribution	<b>100</b>	100
Savola Behshahr Sugar Company	Iran	Trading and distribution	<b>100</b>	100
Notrika Golden Wheat Company	Iran	Manufacturing of Food and confectionery	<b>90</b>	90
<b><u>SFL</u></b>				
Afia International Company, Egypt (“AICE”)	Egypt	Manufacturing of edible oils	<b>99.95</b>	99.95
<b><u>AICE</u></b>				
Savola For Export and Import	Egypt	Trading and distribution	<b>49</b>	49
<b><u>KUGU</u></b>				
Savola Gida Sanayi Ve Ticaret Anonim Şirketi	Turkey	Manufacturing of edible oils	<b>100</b>	100

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION (continued)**

**(II) Savola Foods Company (continued)**

b) Subsidiaries controlled through Savola Industrial Investment Company:

<u>Subsidiary name</u>	<u>Country of incorporation</u>	<u>Principal business activity</u>	<u>Direct ownership interest (%)</u>	
			<u>September 30, 2022</u>	<u>December 31, 2021</u>
United Sugar Company (“USC”)	Saudi Arabia	Manufacturing of sugar	<b>74.48</b>	74.48
<b><u>USC</u></b>				
Alexandria Sugar Company, Egypt (“ASCE”)*	Egypt	Manufacturing of sugar	<b>62.13</b>	62.13
Beet Sugar Industries	Cayman Islands	Dormant company	<b>100</b>	100
<b><u>ASCE</u></b>				
Alexandria United Company for Land Reclamation	Egypt	Agro cultivation	<b>100</b>	100
c) Subsidiaries controlled through Savola Foods Emerging Markets Company Limited:				
Savola Morocco Company	Morocco	Manufacturing of edible oils	<b>100</b>	100
Savola Edible Oils (Sudan) Ltd.	Sudan	Manufacturing of edible oils	<b>100</b>	100
Afia International Company – Algeria	Algeria	Manufacturing of edible oils	<b>100</b>	100
d) Subsidiaries controlled through Savola Foods Company International Limited:				
Modern Behtaam Royan Kaveh Company	Iran	Food and confectionery	<b>100</b>	100
Middle East Technology Ventures Limited	Cayman Island	Holding Company	<b>100</b>	100
e) Subsidiaries controlled through Al Maoun and Marasina				
Alofog Trading DMMC	UAE	Trading and distribution	<b>100</b>	100
f) Subsidiaries controlled through Seafood International Two FZCO				
Seafood International One FZCO	UAE	Seafood products distribution	<b>80</b>	80

\* The effective ownership interest in ASCE is 71.66% (December 31, 2021: 71.66%).

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(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION (continued)**

**(II) Savola Foods Company (continued)**

g) Subsidiaries controlled through Bayara Holding Limited

<u>Subsidiary name</u>	<u>Country of incorporation</u>	<u>Principal business activity</u>	<u>Direct ownership interest (%)</u>	
			<u>September 30, 2022</u>	<u>December 31, 2021</u>
GYMA Food Industries *	UAE	Processing of spices, nuts and pulses	48	48
Bayara Egypt Limited (under liquidation)	Egypt	Dormant company	100	100
Bayara Saudi Arabia Limited Group	Saudi Arabia	Processing of spices, nuts and pulses	100	100
Bayara FZE Limited	UAE	Holding Company	100	100
Kandoo Worldwide Limited	BVI	Dormant company	100	100
Kamali Investment Limited	UAE	Holding Company	100	100
Profood Holdings Limited	UAE	Dormant company	100	100

\* The effective ownership interest in GYMA Food Industries is 100% (December 31, 2021: 100%).

**(III) Panda Retail Company**

The Parent Company has a 98.87% (December 31, 2021: 98.87%) ownership interest in Panda Retail Company (“Panda”), which was incorporated as a closed Saudi joint stock company pursuant to Ministerial Resolution No. 235/G dated Rajab 22, 1431H (July 3, 2010). Prior to its conversion to a closed joint stock company, Panda was operating as a limited liability company registered in the Kingdom of Saudi Arabia under commercial registration number 1010137417 issued in Riyadh on Rabi-ul-Awal 1, 1416H (July 28, 1995).

Panda together with its subsidiaries is principally engaged in wholesale and retail trading in food supplies and consumable materials. Panda Group operates through its network of hypermarkets and supermarkets.



**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION (continued)**

**(III) Panda Retail Company (continued)**

Subsidiaries controlled through Panda:

<b><u>Subsidiary name</u></b>	<b><u>Country of incorporation</u></b>	<b><u>Principal business activity</u></b>	<b><u>Direct ownership interest (%)</u></b>	
			<b><u>September 30, 2022</u></b>	<b><u>December 31, 2021</u></b>
Giant Stores Trading Company	Saudi Arabia	Retail	<b>100</b>	100
Panda for Operations, Maintenance and Contracting Services	Saudi Arabia	Services and maintenance	<b>100</b>	100
Panda International for Retail Trading	Egypt	Retail	<b>100</b>	100
Panda Bakeries Company	Saudi Arabia	Dormant company	<b>100</b>	100
Atabet Al Bab Communications and Information Technology LLC	Saudi Arabia	E-commerce	<b>100</b>	100
<b><u>Giant</u></b>				
Lebanese Sweets and Bakeries	Saudi Arabia	Dormant company	<b>95</b>	95

**(IV) Good Food Company**

The Parent Company has a 100% (December 31, 2021: 100%) ownership interest in Good Food Company (“GFC”), which was incorporated as a limited liability company registered in the Kingdom of Saudi Arabia under commercial registration number 4030603674 issued in Jeddah on Rabi-ul-Thani 21, 1439H (January 8, 2018).

GFC through its direct and indirect subsidiaries is principally engaged in the processing, wholesale, retail and distribution of frozen food and seafood in the local and overseas markets.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**1. GENERAL INFORMATION (continued)**

**(IV) Good Food Company (continued)**

Subsidiaries controlled through GFC (collectively referred to as “Al Kabeer Group of companies”):

<u>Subsidiary name</u>	<u>Country of incorporation</u>	<u>Principal business activity</u>	<u>Ownership interest (%)</u>	
			<u>September 30, 2022</u>	<u>December 31, 2021</u>
Variety Food Factory Company	Saudi Arabia	Manufacturing of frozen food	51	51
Al Ahsan Trading Company	Saudi Arabia	Trading and distribution	51	51
Al Helal Imports and Exports Company	Bahrain	Trading and distribution	51	51
Sahar Enterprises Company	UAE	Trading and distribution	51	51
Sahar Food Industry Company	UAE	Manufacturing of frozen food	51	51
Al Kabeer Holding Limited	UAE	Holding Company	51	51
Best Foodstuff Trading Company	UAE	Trading and distribution	51	51

Subsidiaries controlled through Al Kabeer Holding Limited:

Cascade Investments Limited (CIL)	UAE	Investment company	100	100
Cascade Marine Foods Company	UAE	Manufacturing of frozen food	100	100
Al Sabah Foodstuff Enterprises Company	UAE	Trading and distribution	100	100
Best Foods Company	Oman	Trading and distribution	100	100

**2. BASIS OF PREPARATION**

**a) Statement of compliance**

The accompanying condensed consolidated interim financial statements of the Group have been prepared in accordance with the International Financial Reporting Standards for Interim Financial Reporting (“IAS 34”) as endorsed in the Kingdom of Saudi Arabia and other standards and pronouncements that are issued by Saudi Organization for Chartered and Professional Accountants (SOCPA) and should be read in conjunction with the Group’s last annual consolidated financial statements as at and for the year ended December 31, 2021 (“last annual financial statements”).

These financial statements do not include all of the information required for a complete set of IFRS financial statements, however, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance since last annual financial statements.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

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

**a) Statement of compliance (continued)**

**i) Accounting convention / Basis of Measurement**

These condensed consolidated interim financial statements have been prepared using accrual basis of accounting, going concern concept and under the historical cost basis, except for investments other than those carried at amortized cost, firm commitments and inventory under fair value hedging relationship, derivative financial instruments, lease liabilities and employee benefits which are recognised at the present value of future obligation using the Projected Unit Method. Certain comparative amounts have been reclassified to conform to the current period's presentation and do not have a material effect on these condensed consolidated interim financial statements.

**ii) Functional and presentation currency**

These condensed consolidated interim financial statements are presented in Saudi Riyals (SR) which is the Company's functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

**b) Critical accounting estimates and judgments**

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those described in the last annual consolidated financial statements.

**3. SIGNIFICANT ACCOUNTING POLICIES**

The accounting policies applied in these condensed consolidated interim financial statements are the same as those applied in the Group's annual consolidated financial statement as at and for the year ended December 31, 2021 except for following:

**Assets classified as held for sale**

Non-current assets, or disposal groups comprising assets and liabilities, are classified as held-for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets, or disposal groups, are generally measured at the lower of their carrying amount and fair value less costs to sell. Any impairment loss on a disposal group is allocated first to goodwill, and then to the remaining assets and liabilities on a pro rata basis, except that no loss is allocated to inventories, financial assets or investment property, which continue to be measured in accordance with the Group's other accounting policies. Impairment losses on initial classification as held-for-sale or held-for distribution and subsequent gains and losses on remeasurement are recognised in the profit or loss.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

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

**Assets classified as held for sale (continued)**

Once classified as held-for-sale, intangible assets, investment properties and property and equipment are no longer amortised or depreciated, and any investment in associate is no longer equity accounted.

**4. CASH AND BANK BALANCES**

	<b>September 30, 2022</b>	December 31, 2021
Cash in hand	27,772	32,530
Cash at bank- current account	1,028,302	748,208
Term deposits (Note 4.1)	654,572	594,052
Cash and bank balances	<u>1,710,646</u>	<u>1,374,790</u>
Deposits with maturity more than three months	(647,726)	(587,354)
Bank overdrafts	(218,193)	(268,606)
Cash and cash equivalents for cash flow purposes	<u>844,727</u>	<u>518,830</u>

4.1 Term deposits are held by commercial banks and yield commission income at prevailing market rates.

**5. EQUITY ACCOUNTED INVESTEEES**

The details of the Group's equity accounted investees are as follows:

<b><u>Name</u></b>	<b><u>Country of incorporation</u></b>	<b><u>Principal business sector</u></b>	<b><u>Ownership interest (%)</u></b>		<b><u>Amount</u></b>	
			<b><u>September 30, 2022</u></b>	<b><u>December 31, 2021</u></b>	<b><u>September 30, 2022</u></b>	<b><u>December 31, 2021</u></b>
Almarai Company	Saudi Arabia	Fresh food products	<b>34.52</b>	34.52	<b>8,339,555</b>	8,293,365
Kinan International for Real Estate Development Company ("Kinan")	Saudi Arabia	Real estate	<b>29.9</b>	29.9	<b>371,390</b>	287,612
United Sugar Company, Egypt ("USCE")	Egypt	Manufacturing of sugar	<b>33.82</b>	33.82	<b>195,855</b>	227,690
Al-Seera City Company for Real Estate Development (Seera)*	Saudi Arabia	Real estate	--	40	--	143,911
Knowledge Economic City Developers Company ("KECD")*	Saudi Arabia	Real estate	<b>20.72</b>	2.07	<b>158,501</b>	15,888
Intaj Capital Limited	Republic of Tunisia	Fund management	<b>49</b>	49	<b>13,046</b>	13,046
United Edible Oils Holding Limited	Cayman Islands	Holding company	<b>51</b>	51	<b>1,995</b>	4,724
					<u><b>9,080,342</b></u>	<u>8,986,236</u>

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**5. EQUITY ACCOUNTED INVESTEEES (continued)**

\* During the current period, Seera entered into an agreement with its shareholders to return Seera's investment in KECD to its shareholders in proportion to each shareholder's relative ownership in Seera. Accordingly, the Group's investment in Seera was replaced with a direct investment in KECD and consequently, the Group's direct ownership in KECD increased from 2.07% to 20.72%. Legal formalities for the fulfilment of this agreement were completed on May 30, 2022. Also, refer note 6.2.2.

**6. INVESTMENTS**

	<b>September 30, 2022</b>	December 31, 2021
Investments at fair value through other comprehensive income (Note 6.1)	<b>365,759</b>	475,425
Investments at fair value through profit or loss	<b>47,396</b>	27,069

**6.1 Investments at fair value through other comprehensive income**

	<b>September 30, 2022</b>	December 31, 2021
Quoted investments (Note 6.2)	<b>309,879</b>	395,884
Unquoted investments	<b>55,880</b>	79,541
	<b>365,759</b>	475,425

**6.2 Quoted Investments at fair value through other comprehensive income**

	<b>Principal business sector</b>	<b>Country of incorporation</b>	<b>Ownership interest (%)</b>		<b>Amount</b>	
			<b>September 30, 2022</b>	December 31, 2021	<b>September 30, 2022</b>	December 31, 2021
<b><u>Quoted investments</u></b>						
Knowledge Economic City	Real Estate	Saudi Arabia	<b>6.4</b>	6.4	<b>243,959</b>	315,896
Emaar the Economic City	Real Estate	Saudi Arabia	<b>0.9</b>	0.9	<b>65,920</b>	79,988
Arab Phoenix Holdings Company	Real Estate	Jordan	<b>5</b>	5	--	--
					<b>309,879</b>	395,884

6.2.1 The Group has applied an appropriate market participant discount factor in valuing certain quoted investments due to the security-specific restrictions on disposal. Accordingly, these investments have been classified as level 2 securities.

6.2.2 On August 10, 2022, the Group has entered into a sale shares agreement with Taiba Investment Company for the disposal of its shares in Knowledge Economic City Company and Knowledge Economic City Developers Company Limited in exchange for consideration amounting to SR 459.3 million. The completion of this transaction is pending certain regulatory approvals, inter alia, obtaining approval from the General Authority for Competition and the shareholders' approval of the Group and the Buyer, which have been secured in their ordinary general assembly meetings held on September 20, 2022 and September 13, 2022 respectively.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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(Expressed in thousands of Saudi Riyal unless otherwise stated)

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**7. SHARE CAPITAL AND DIVIDEND DECLARATION**

At September 30, 2022 and December 31, 2021, the Group's share capital of SR 5.3 billion consists of 533.981 million fully paid shares of SR 10 each.

On May 16, 2022, the Company's shareholders in their Extraordinary General Assembly Meeting approved dividends amounting to SR 106.80 million representing Saudi Riyal 0.20 per share for the year ended 31 December 2021.

**8. SHARE BASED PAYMENT PLAN**

On April 29, 2020, the shareholders of the Company approved the Employees Long Term Incentive Program ("Plan") for the benefit of certain eligible senior executives of the Group (the "Participants"). The Plan entitles the Participants a conditional right to receive a number of restricted share units (each unit equal to the value of one share of the Company at the Grant date), following the satisfaction of service condition.

Significant features of the Plans are as follows:

<b><u>Grant date</u></b>	<b><u>Total number of shares granted</u></b>	<b><u>Service / vesting period</u></b>	<b><u>Fair value per share on grant date</u></b>
<b>September 10, 2022</b>	<b>645,549</b>	<b>3 years</b>	<b>SR 31.2</b>
September 10, 2021	403,647	3 years	SR 39.25
September 10, 2020	341,675	3 years	SR 49.0

Fair value per share on grant date is the closing price per share on Tadawul as at the grant date.

The total expense recognised for employees' services received during the period ended September 30, 2022 under the Plan amounted to SR 7.6 million (September 30, 2021: SR 3.9 million) and is included in 'salaries and employee related expenses' with a corresponding increase in the condensed consolidated statement of changes in equity under the 'Other reserves'.

On April 28, 2021, the Company's shareholders in their Extraordinary General Assembly Meeting approved buy-back of 1,200,000 treasury shares under the Employees Long Term Incentive Program (LTIP) for the executives of Savola Group and its subsidiaries.

During the period ended September 30, 2022, the Group purchased 637,955 treasury shares amounting to SR 21.4 million in connection with the Plan. This includes shares funded by certain subsidiaries that are held by the Company in fiduciary capacity until vesting.

As at September 30, 2022, the number of shares to be vested are 1,233,454 (December 31, 2021: 634,086), after forfeiture of 157,417 shares (December 31, 2021: 111,236 shares) due to the non-completion of service condition of certain employees.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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**9. STATUTORY RESERVE**

In accordance with the Company's bylaws and the Regulations for Companies in the Kingdom of Saudi Arabia, the Company transfers 10% of the net income for the year to a statutory reserve until such reserve equals 30% of its share capital. Since the Company has reached the required reserve level, therefore, no additional transfers are required to be made.

The statutory reserve in the condensed consolidated interim financial statements is the statutory reserve of the Company. This reserve currently is not available for distribution to the shareholders of the Company.

**10. LOANS AND BORROWINGS**

The following information reflects the contractual terms of the Group's interest-bearing loans and borrowings, which are measured at amortized cost:

	<b>September 30, <u>2022</u></b>	December 31, <u>2021</u>
<b>Non-current liabilities</b>		
Secured bank loans	<b>18,842</b>	69,986
Unsecured bond issues (Sukuk) (note 10.2)	<b>1,000,000</b>	1,000,000
Unsecured bank loans	<b>3,826,997</b>	4,066,654
	<b><u>4,845,839</u></b>	<u>5,136,640</u>
<b>Current liabilities</b>		
Current portion of secured bank loans	<b>37,685</b>	54,311
Current portion of unsecured bank loans	<b>556,393</b>	477,595
Secured bank loan	<b>306,357</b>	157,636
Unsecured bank loans	<b>3,394,731</b>	2,366,365
Bank overdraft	<b>218,193</b>	268,606
	<b><u>4,513,359</u></b>	<u>3,324,513</u>
	<b><u>9,359,198</u></b>	<u>8,461,153</u>

10.1 These represent borrowings obtained from commercial banks and other financial institutions by the Parent Company and its subsidiaries. These borrowings are mainly in Saudi Riyals, Egyptian Pounds, Iranian Riyals, US Dollars, Algerian Dinar, Moroccan Dirham, Turkish Lira, United Arab Emirates Dirhams and Sudanese Pounds. Certain of these borrowings are secured by a charge on the property, plant and equipment of certain overseas subsidiaries. Certain loan agreements include covenants which, amongst other things, require certain financial ratios to be maintained. Some of the borrowings of subsidiaries are secured by corporate guarantees of the Parent Company. As at September 30, 2022, loans and borrowings include sharia-compliant financing facilities amounting to SR 7.9 billion (December 31, 2021: SR 7.1 billion).

10.2 On July 9, 2019, the Group completed the offering of its new Sukuk, under the new program, with a total value of SR 1 billion with a tenor of 7 years and carrying an expected variable return to the Sukuk-holders of 6 months SIBOR plus 1.60% payable semi-annually. The Sukuk will mature on July 9, 2026. The issuance included SR 507 million of the previous Sukuk, that has been redeemed and exchanged.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**10. LOANS AND BORROWINGS (continued)**

- 10.3 Property, plant and equipment amounting to SR 172 million (December 31, 2021: SR 133 million) of certain overseas subsidiaries of the Group are pledged as collateral with commercial banks.
- 10.4 Inventories amounting to SR 64 million (December 31, 2021: SR 93 million) are pledged with foreign banks as collateral against the bank borrowing facilities of certain overseas subsidiaries.
- 10.5 As at September 30, 2022, the Group has unused bank financing facilities amounting to SR 5.4 billion (December 31, 2021: SR 4.4 billion) to manage short term and long term liquidity requirements.

**11. ASSETS AND LIABILITIES CLASSIFIED AS HELD FOR SALE**

During the year ended September 30, 2022, the Group decided to divest its interest in Savola Morocco Company which is presented as 'held for sale'.

Details of assets and liabilities held for sale at September 30, are as follows:

	<u>2022</u>
<u>Assets classified as held for sale</u>	
Property plant and equipment	33,003
Right-of-use assets	825
Deferred tax assets	441
Inventories	90,748
Trade receivables	40,281
Prepayments and other receivables	51,271
	<u>216,569</u>
<u>Liabilities classified as held for sale</u>	
Loans and borrowings	156,338
Lease liabilities	307
Trade payables	13,662
Accrued and other liabilities	24,297
	<u>194,604</u>

The net loss relating to the disposal group amounted to SR 5.7 million for period ended September 30, 2022 (September 30, 2021: net profit of SR 0.9 million).

**12. ACQUISITION OF SUBSIDIARIES**

During 2021, SFC acquired remaining 50% shares in Sea Food International Holdco (SFIH), in accordance with the terms and conditions of a Share Purchase Agreement (SPA) dated September 28, 2021, in exchange for cash consideration amounting to SR 4.9 million resulting in SFIH becoming 100% owned subsidiary of SFC. The transaction was completed on September 30, 2021.



**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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(Expressed in thousands of Saudi Riyal unless otherwise stated)

**12. ACQUISITION OF SUBSIDIARIES (continued)**

The following table summarises the recognised amounts of assets acquired, and liabilities assumed at the date of acquisition:

	<b>September 30, 2021</b>
Property, plant and equipment	6,649
Inventories	9,762
Trade receivables	4,428
Prepayments and other receivables	1,320
Cash and bank balances	2,096
Employee benefits	(231)
Loans and borrowings	(3,985)
Accrued and other liabilities	(13,640)
<b>Total identifiable net assets acquired</b>	<b>6,399</b>

The Group has completed the process of allocating the purchase consideration to the identifiable assets acquired and liabilities assumed. The Group has accounted for the transaction based on the fair value of the identifiable assets and liabilities as of the acquisition date.

The goodwill and intangibles arising from the acquisition has been recognized as follows:

	<b>September 30, 2021</b>
Consideration transferred	4,870
Fair value of previously held share	4,870
Less: Identifiable net assets acquired	(6,399)
<b>Goodwill</b>	<b>3,341</b>

**13. ZAKAT AND INCOME TAXES**

**(a) Zakat status**

The Zakat, Tax and Customs Authority (“ZATCA”) (previously known as General Authority of Zakat and Income Tax) conducted a field audit on the Company's accounts for the years 2005 to 2012 and claimed additional Zakat difference of SR 85.8 million. Subsequently, the assessment was agreed with the ZATCA Settlement Committee and the Company settled the liability with an amount of SR 10.2 million. Moreover, the years from 2013 to 2018 were also finalized based on the disclosure initiative. The group settled additional SR 5.4 million as per the amended returns. During the year 2020, the ZATCA issued a revised claim amounting to SR 53 million, for the previously finalized years from 2014 to 2018. The management has escalated an objection against the said claim to the level of General Secretariat of Tax Committees and believes that the settlement of the claim is not probable, therefore no provision has been recorded in these condensed consolidated interim financial statements. The Company has open years 1999 and 2000, for which there is an ongoing objection of SR 1.9 million against the assessment issued by ZATCA.

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**13. ZAKAT AND INCOME TAXES (continued)**

**(a) Zakat status (continued)**

Certain subsidiaries in the foods processing sector have also received final or provisional zakat certificates until the year 2021. Accordingly, payment plans have been pursued as per the agreement with ZATCA and liabilities have been adjusted against the final settlement amounts. Moreover, the ZATCA issued an additional claim amounting to SR 51.8 million for another subsidiary for the years 2015 to 2018. The subsidiary has escalated an objection against the said claim to the level of General Secretariat of Tax Committees and believes that the settlement of the claim is not probable, therefore no provision has been recorded in these condensed consolidated interim financial statements.

Also, the Group has pending appeals against additional claims and assessments of certain subsidiaries with total Zakat differences of SR 33.6 million (December 31, 2021: approximately SR 35.9 million).

**(b) Income tax status**

The Group's foreign subsidiaries are obliged to pay income tax as per applicable tax laws of their countries of incorporation. Tax paying foreign subsidiaries determine their liabilities based on applicable corporate rates to the adjusted taxable income for the year. Certain foreign subsidiaries are also obliged to pay quarterly advance tax determined on prior year tax liability bases.

Certain foreign subsidiaries have received final tax assessments for certain years and provisional tax assessments for other years. They have also received queries from departments of income tax after their assessment or inspections for open years, for which replies have been filed.

The Group management believes that there are no significant amounts under protest with departments of income tax in any foreign operation.

**14. CONTINGENCIES AND COMMITMENTS**

	<b>September 30,</b>	<b>December 31,</b>
	<b><u>2022</u></b>	<b><u>2021</u></b>
	<b>Amounts in millions of</b>	
	<b><u>Saudi Riyals</u></b>	
Letters of credits	<b>70</b>	58
Bank guarantees	<b>196</b>	126
Commitments to buy raw sugar	<b>558</b>	405
Commitments to sell refined sugar	<b>753</b>	824
Capital commitments	<b>92</b>	51
	<b><u>Quantity in Metric tonnes</u></b>	
Commitments to buy raw sugar	<b>326,086</b>	234,500
Commitments to sell refined sugar	<b>332,442</b>	381,026

During the period ended September 30, 2022, certain subsidiaries in food processing segment received aggregate claims amounting to SR 410 million from local commercial banks and regulatory authorities to affect the new pricing mechanism for edible oil products by replacing subsidized rate mechanism. In this connection, the subsidiaries of the Group, while contesting the claims, have made payments of SR 45 million and accrued a provision amounting to SR 202 million.

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**15. EARNINGS PER SHARE**

Basic earnings per share for the three-month and nine-month periods ended September 30, 2022 and September 30, 2021 have been computed by dividing the net profit attributable to shareholders of the Parent Company for such periods by the weighted average number of shares outstanding amounting to 532.748 million (September 30, 2021: 533.612 million) during such periods.

Diluted earnings per share for the three-month and nine-month periods ended September 30, 2022 and September 30, 2021, have been computed by dividing the profit attributable to shareholders of the Parent Company for such periods by the weighted average number of shares outstanding, adjusted for the effects of all dilutive potential ordinary shares, amounting to 533.981 million (September 30, 2021: 533.981 million).

Weighted average number of ordinary shares for the purpose of computing basic earnings per share are as follows:

	<b>For the period ended</b>	
	<b>September 30,</b>	
	<b><u>2022</u></b>	<b><u>2021</u></b>
Issued ordinary shares	<b>533,980,700</b>	533,980,700
Effect of treasury shares	<b>(1,232,896)</b>	(368,626)
Weighted average number of ordinary shares outstanding	<b><u>532,747,804</u></b>	<u>533,612,074</u>

**16. RELATED PARTIES**

Related parties include the Group's shareholders, associates and affiliated companies, other entities related to certain consolidated subsidiaries and key management personnel of the Group. Terms and conditions of these transactions are approved by the Group's management.

***Key management personnel compensation***

Compensation to the Group's key management personnel includes salaries, non-cash benefits, and post-employment benefits. The Group has recognised an expense of SR 23.7 million for nine-month period ended September 30, 2022 (September 30, 2021: SR 21.4 million).

Board of Directors' remuneration for the nine-month period ended September 30, 2022 amounting to SR 1.6 million (September 30, 2021: SR 1.6 million) has been calculated in accordance with the Company's By-laws and is charged to the condensed consolidated statement of profit and loss. Attendance allowances and other expenses to the directors and members of various board committees amounting to SR 2.3 million (September 30, 2021: SR 2.4 million) are charged to expenses and included under administrative expenses.

***Other related party transactions***

A number of companies transacted with the Group during the period. The terms and conditions of these transactions were no more favourable than those available, or which might reasonably be expected to be available, in similar transactions with non-key management personnel related companies on arm's length basis.

All outstanding balances with these related parties are priced on an arm's length basis and are to be settled in cash within agreed credit period from the date of transaction. None of the balances are secured. No expense has been recognised in the current or prior period for bad or doubtful debts in respect of amounts owed by related parties.

**NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS**

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**16. RELATED PARTIES (continued)**

The aggregate value of related parties' transactions and outstanding balances including those related to key management personnel, and entities over which they have control or significant influence are as follows:

<u>Name</u>	<u>Relationship</u>	<u>Nature of transactions</u>	<u>Amount of transactions</u>		<u>Closing balance</u>	
			<u>September 30 2022</u>	<u>2021</u>	<u>September 30, 2022</u>	<u>December 31, 2021</u>
<b><u>Due from related parties – Trade receivables</u></b>						
Western Bakeries Company Limited	Affiliate	Trade	<b>54,152</b>	41,016	<b>8,549</b>	8,073
Almarai	Associate	Trade	<b>46,925</b>	35,351	<b>6,322</b>	3,773
USCE	Associate	Trade	--	4,607	--	--
					<b>14,871</b>	<b>11,846</b>
<b><u>Due from related parties – Prepayments and other receivables</u></b>						
USCE	Associate	Non-trade	<b>54,090</b>	96,409	<b>54,475</b>	385
Khairat AlSharq for General Trade and Manufacturing Foodstuff Company	Affiliate	Non-trade	--	765	<b>20,060</b>	20,060
Al Mehbaj Al Shamiyah Trading Company	Affiliate	Non-trade	<b>5,111</b>	5,374	<b>2,277</b>	2,760
Waste Collection & Recycling Company	Affiliate	Non-trade	<b>9,033</b>	5,683	<b>1,235</b>	4,249
Zohoor Alreef	Affiliate	Non-trade	<b>42</b>	169	<b>347</b>	493
					<b>78,394</b>	<b>27,947</b>

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For the nine-month period ended September 30, 2022

(Expressed in thousands of Saudi Riyal unless otherwise stated)

**16. RELATED PARTIES (continued)**

<u>Name</u>	<u>Relationship</u>	<u>Nature of transactions</u>	<u>Amount of transactions</u>		<u>Closing balance</u>	
			<u>September 30 2022</u>	<u>2021</u>	<u>September 30, 2022</u>	<u>December 31, 2021</u>
<b><u>Due to related parties – Trade payables</u></b>						
Almarai	Associate	Trade	<b>549,299</b>	650,909	<b>134,443</b>	115,536
Nestle Group	Affiliate	Trade	<b>191,818</b>	308,566	<b>25,196</b>	44,398
Mayar Food Company	Affiliate	Trade	<b>91,828</b>	91,734	<b>27,321</b>	27,394
Del Monte Saudi Arabia Limited	Affiliate	Trade	<b>51,604</b>	77,451	<b>2,466</b>	3,242
Al Mehbaj Al Shamiyah Trading Company	Affiliate	Trade	<b>9,766</b>	14,985	<b>4,395</b>	1,494
USCE	Associate	Trade	--	344	--	--
Al Manhal Water Factory Company Limited	Affiliate	Trade	<b>5,451</b>	6,094	--	614
Al Jazirah Dates & Food Factory	Affiliate	Trade	<b>3</b>	5	<b>50</b>	52
					<b>193,871</b>	<b>192,730</b>
<b><u>Due to related parties – Accrued and other liabilities</u></b>						
Kinan	Associate	Non-trade	<b>20,789</b>	21,251	--	222
Arabian Centers Company	Affiliate	Non-trade	<b>15,229</b>	31,051	--	--
Dur Hospitality Company	Affiliate	Non-trade	<b>12,000</b>	10,500	--	--
					--	222

**17. OPERATING SEGMENTS**

The Group has five reportable segments, as described below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business units, the Group's Chief Executive Officer (Chief Operating Decision Maker) reviews internal management reports on at least quarterly basis. The following summary describes the operations in each of the Group's reportable segments:

**Food processing** - includes manufacturing, sale and distribution of Edible oils, Sugar, Pasta, Spices, Nuts, Pulses and other food products.

**Retail** - includes hyper markets, supermarkets and convenience stores operations.

**Food services** - includes food products and fast food restaurants' chain operated by Herfy.

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**17. OPERATING SEGMENTS (continued)**

**Frozen Food** - includes manufacturing, wholesale and retail distribution of frozen food products operated by Good Food Company.

**Investments** - includes real estate activities, investments in equity-accounted investees and other investments.

The segments which do not meet any of the quantitative thresholds for determining reportable segments, are classified as “Others / Eliminations”, which mainly include the eliminations.

Performance is measured based on segment profit net of income tax and zakat, as included in the internal management reports. Management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm’s length basis. Information regarding the results of each reportable segment is included below:

	Reportable Segments					Others / Eliminations	Total
	Food Processing	Retail	Food services	Frozen Foods	Investments		
<b>September 30, 2022</b>							
External revenues	12,435,533	7,639,580	906,087	468,861	--	--	21,450,061
Inter segment revenue	261,105	3,994	23,238	33,899	20,453	(342,689)	--
Segment Revenue	12,696,638	7,643,574	929,325	502,760	20,453	(342,689)	21,450,061
Cost of revenues	(11,105,667)	(5,927,164)	(713,588)	(341,560)	--	319,910	(17,768,069)
Segment net profit / (loss) before non-controlling interests	450,196	(172,565)	69,540	40,155	400,619	--	787,945
Segment net profit / (loss)	366,273	(172,565)	69,540	40,155	400,619	(55,741)	648,281
Segment assets	11,128,140	6,546,093	1,960,774	1,046,181	14,228,794	(4,341,164)	30,568,818
Segment liabilities	8,529,198	6,371,202	842,994	749,087	5,563,553	(1,007,886)	21,048,148
	Reportable Segments					Others / Eliminations	Total
September 30, 2021	Food Processing	Retail	Food services	Frozen Foods	Investments		
External revenues	8,416,804	8,093,150	958,122	445,822	--	--	17,913,898
Inter segment revenue	228,786	1,812	26,581	36,695	21,295	(315,169)	--
Segment Revenue	8,645,590	8,094,962	984,703	482,517	21,295	(315,169)	17,913,898
Cost of revenues	(7,553,445)	(6,284,000)	(705,373)	(311,811)	--	291,650	(14,562,979)
Segment net profit / (loss) before non-controlling interests	295,855	(146,860)	111,477	47,951	303,716	--	612,139
Segment net profit / (loss)	241,664	(146,860)	111,477	47,951	303,716	(81,707)	476,241
<b>December 31, 2021</b>							
Segment assets	9,527,639	6,367,758	1,845,396	977,908	13,880,373	(4,053,155)	28,545,919
Segment liabilities	7,128,068	6,018,924	797,188	720,969	5,524,373	(735,416)	19,454,106

**18. FINANCIAL RISK MANAGEMENT**

**a) Accounting classification and fair values**

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 in the principal or, in its absence, the most advantageous market to which the Group has access at that date. The fair value of a liability reflects its non-performance risk.

A number of the Group’s accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

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**18. FINANCIAL RISK MANAGEMENT (continued)**

**a) Accounting classification and fair values (continued)**

When one is available, the Group measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Group uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

When measuring the fair value of an asset or liability, the Group uses observable market data as far as possible. Fair values are categorized 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 level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or liability falls into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest input level that is significant to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

As the Group's financial instruments are compiled under the historical cost convention, except for FVOCI investments, FVTPL investments, inventory and firm commitments under fair value relationships and derivative financial instruments which are carried at fair values, differences can arise between the book values and fair value estimates. Management believes that the fair values of the Group's financial assets and liabilities are not materially different from their carrying values.

The following table shows the carrying amount and fair values of the financial assets and financial liabilities, including their levels and fair value hierarchy. It doesn't include fair value information for financial assets and financial liabilities not measured at fair value if the carrying value is a reasonable approximation of fair value.

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**18. FINANCIAL RISK MANAGEMENT (continued)**

**a) Accounting classification and fair values (continued)**

	Carrying amount				Fair Value			
	Mandatorily at FVTPL - others	Designated at fair value	Hedging instruments	FVOCI	Level 1	Level 2	Level 3	Total
<b>September 30, 2022</b>								
<i>Financial assets measured at fair value</i>								
Investment at fair value through profit or loss	47,396	--	--	--	21,139	26,257	--	47,396
Future exchange contracts used for hedging	--	--	64,204	--	--	64,204	--	64,204
Call option	--	355	--	--	--	--	355	355
Equity securities (Note 6)	--	--	--	365,759	--	365,759	--	365,759
	<u>47,396</u>	<u>355</u>	<u>64,204</u>	<u>365,759</u>	<u>21,139</u>	<u>456,220</u>	<u>355</u>	<u>477,714</u>
<i>Financial liabilities measured at fair value</i>								
Future exchange contracts used for hedging	--	--	57,655	--	--	57,655	--	57,655
Put option	--	150,011	--	--	--	--	150,011	150,011
	<u>--</u>	<u>150,011</u>	<u>57,655</u>	<u>--</u>	<u>--</u>	<u>57,655</u>	<u>150,011</u>	<u>207,666</u>
	Carrying amount				Fair Value			
	Mandatorily at FVTPL - others	Designated at fair value	Hedging instruments	FVOCI	Level 1	Level 2	Level 3	Total
<b>December 31, 2021</b>								
<i>Financial assets measured at fair value</i>								
Investment at fair value through profit or loss	27,069	--	--	--	812	26,257	--	27,069
Future exchange contracts used for hedging	--	--	116,905	--	--	116,905	--	116,905
Call option	--	2,493	--	--	--	--	2,493	2,493
Equity securities (Note 6)	--	--	--	475,425	--	475,425	--	475,425
	<u>27,069</u>	<u>2,493</u>	<u>116,905</u>	<u>475,425</u>	<u>812</u>	<u>618,587</u>	<u>2,493</u>	<u>621,892</u>
<i>Financial liabilities measured at fair value</i>								
Future exchange contracts used for hedging	--	--	26,474	--	--	26,474	--	26,474
Other future exchange contracts	--	5,761	--	--	--	5,761	--	5,761
Put option	--	164,220	--	--	--	--	164,220	164,220
	<u>--</u>	<u>169,981</u>	<u>26,474</u>	<u>--</u>	<u>--</u>	<u>32,235</u>	<u>164,220</u>	<u>196,455</u>



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**18. FINANCIAL RISK MANAGEMENT (continued)**

**b) Measurement of fair values**

**Valuation technique and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair value, as well as significant unobservable input used.

**Financial instruments measured at fair value**

<b><u>Type</u></b>	<b><u>Valuation technique</u></b>	<b><u>Significant unobservable inputs</u></b>	<b><u>Inter-relationship between significant unobservable inputs and fair value measurements</u></b>
Equity securities	Market comparison technique. PE multiple, Price to Book value.	Price Earnings Multiples, Discount factor, Price to Book value and Price to Tangible Book Value.	Not applicable
Future contracts	Broker quotes	Not applicable	Not applicable
Call and put option	Black Scholes Model	Strike price Volatility of Sugar index Spot price (fair value)	Increase in fair value will decrease the Put Option and increase the Call option values. Increase in volatility index will increase the value of Put and Call options.

**19. CAPITAL MANAGEMENT**

The Group's objective when managing capital is to safeguard the Group's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders; and to maintain a strong capital base to support the sustained development of its businesses.

The Group manages its capital structure by monitoring return on net assets and makes adjustments to it in the light of changes in economic conditions. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders or issue new shares. The Group also monitors capital using a leverage ratio, which is calculated as total liabilities (as shown in the condensed consolidated statement of financial position) less cash and bank balances.

Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserves. The leverage ratio as at September 30, 2022 and December 31, 2021 is as follows:

**SAVOLA GROUP COMPANY**  
(A Saudi Joint Stock Company)

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**19. CAPITAL MANAGEMENT (continued)**

	<b>September 30, 2022</b>	December 31, 2021
Total liabilities	<b>21,048,148</b>	19,454,106
Less: Cash and bank balances	<b>(1,710,646)</b>	(1,374,790)
<b>Adjusted net debt</b>	<b>19,337,502</b>	18,079,316
Total equity	<b>9,520,670</b>	9,091,813
Hedging reserve	<b>35,259</b>	2,493
<b>Adjusted equity</b>	<b>9,555,929</b>	9,094,306
<b>Adjusted net debt to adjusted equity ratio</b>	<b>2.02</b>	1.99

**20. AMENDMENTS TO STANDARDS AND STANDARDS ISSUED AND NOT YET EFFECTIVE**

There are no new standards issued, however, the adoption of the following amendments to the existing standards had no significant financial impact on the condensed consolidated interim financial statements of the Group on the current period or prior periods and is expected to have no significant effect in future periods:

- Amendments to IAS 37 - Onerous Contracts - Cost of Fulfilling a Contract;
- Annual Improvements to IFRS Standards 2018-2020;
- Amendments to IAS 16 - Property, Plant and Equipment: Proceeds before Intended Use;
- Amendments to IFRS 3 - Reference to the Conceptual Framework;

**PRONOUNCEMENTS ISSUED AND NOT YET EFFECTIVE**

The accounting standards, amendments and revisions which have been published and are mandatory for compliance for the Group's accounting year beginning on or after January 1, 2023 are listed below. The Group has opted not to early adopt these pronouncements and they do not have a significant impact on the condensed consolidated interim financial statements of the Group.

- IFRS 17 Insurance Contracts and its Amendments;
- Definition of Accounting Estimate - Amendments to IAS 8;
- Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2;
- Amendments to IFRS 10 and IAS 28 - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture;
- Amendment to IAS 1- Classification of liabilities as current or non-current; and
- Amendment to IAS -12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction

**21. DATE OF AUTHORISATION FOR ISSUE**

These financial statements were authorized for issue by the Company's Board of Directors on October 30, 2022 corresponding to Rabi Al Thani 5, 1444H.