

**Ali Al-Ghanim Sons Automotive Company
K.S.C. (Closed) and its Subsidiaries**

CONSOLIDATED FINANCIAL STATEMENTS

31 DECEMBER 2019



Ernst & Young
Al Aiban, Al Osaimi & Partners
P.O. Box 74
18-20th Floor, Baitak Tower
Ahmed Al Jaber Street
Safat Square 13001, Kuwait

Tel: +965 2 295 5000
Fax: +965 2 245 6419
kuwait@kw.ey.com
ey.com/mena

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF ALI AL-GHANIM SONS AUTOMOTIVE COMPANY K.S.C. (CLOSED)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) (the "Parent Company") and its Subsidiaries (collectively, the "Group"), which comprise the consolidated statement of financial position as at 31 December 2019, and the consolidated statement of profit or loss, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2019, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. 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 Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
ALI AL-GHANIM SONS AUTOMOTIVE COMPANY K.S.C. (CLOSED) (continued)**

Report on the Audit of the Consolidated Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 ISAs 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 consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated 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 Group'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 Group'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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF
ALI AL-GHANIM SONS AUTOMOTIVE COMPANY K.S.C. (CLOSED) (continued)**

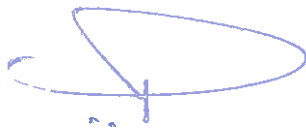
Report on the Audit of the Consolidated Financial Statements (continued)

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (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.

Report on Other Legal and Regulatory Requirements

Furthermore, in our opinion proper books of account have been kept by the Parent Company and the consolidated financial statements, together with the contents of the report of the Parent Company's Board of Directors relating to these consolidated financial statements, are in accordance therewith. We further report that, we obtained all the information and explanations that we required for the purpose of our audit and that the consolidated financial statements incorporate all information that is required by the Companies Law No.1 of 2016, as amended, and its executive regulations, as amended, and by the Parent Company's Memorandum of Incorporation and Articles of Association, that an inventory was duly carried out and that, to the best of our knowledge and belief, no violations of the Companies Law No.1 of 2016, as amended, and its executive regulations, as amended, or of the Parent Company's Memorandum of Incorporation and Articles of Association have occurred during the year ended 31 December 2019 that might have had a material effect on the business of the Parent Company or on its financial position.



WALEED A. AL OSAIMI
LICENCE NO. 68 A
EY
AL AIBAN, AL OSAIMI & PARTNERS

1 March 2020
Kuwait

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries
CONSOLIDATED STATEMENT OF PROFIT OR LOSS
For the year ended 31 December 2019

	<i>Notes</i>	2019 KD	2018 KD
Sale of goods		109,120,416	129,428,486
Rendering of services		9,185,051	8,598,464
Revenue from contracts with customers	4	118,305,467	138,026,950
Vehicle rental income		4,213,195	4,284,894
Cost of sales and services rendered		(90,233,794)	(110,334,108)
GROSS PROFIT		32,284,868	31,977,736
Other income	5	1,027,078	873,729
Gain (loss) on disposal of property, plant and equipment		21,133	(30,507)
Distribution costs		(13,009,001)	(11,546,858)
Administrative expenses		(8,066,718)	(5,997,185)
Finance costs		(2,366,398)	(1,971,026)
PROFIT BEFORE TAX		9,890,962	13,305,889
Contribution to Kuwait Foundation for the Advances of Sciences (KFAS)		(90,783)	(137,879)
Zakat		(119,212)	(134,224)
PROFIT FOR THE YEAR	6	9,680,967	13,033,786
Attributable to:			
Equity holders of the Parent Company		9,733,827	13,150,290
Non-controlling interests		(52,860)	(116,504)
		9,680,967	13,033,786

The attached notes 1 to 22 form part of these consolidated financial statements.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2019

	2019	2018
	KD	KD
Profit for the year	9,680,967	13,033,786
Other comprehensive income		
<i>Other comprehensive income (loss) that may be reclassified to profit or loss in subsequent periods:</i>		
Cash flow hedges – effective portion of changes in fair value	106,239	-
Cost of hedging reserve – changes in fair value	(400,893)	-
Cost of hedging reserve – amortised to profit or loss	367,792	-
Other comprehensive income that may be reclassified to profit or loss in subsequent periods	73,138	-
Other comprehensive income for the year	73,138	-
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	9,754,105	13,033,786
Attributable to:		
Equity holders of the Parent Company	9,806,965	13,150,290
Non-controlling interests	(52,860)	(116,504)
	9,754,105	13,033,786

The attached notes 1 to 22 form part of these consolidated financial statements.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2019

	Notes	2019 KD	2018 KD
ASSETS			
Non-current assets			
Property, plant and equipment	7	107,333,072	102,983,444
Intangible assets	8	502,620	404,664
Medium-term instalment credit receivables	9	411,520	468,568
Financial assets at fair value through other comprehensive income		47,059	47,059
		<u>108,294,271</u>	<u>103,903,735</u>
Current assets			
Inventories	10	35,763,420	36,605,341
Accounts receivable and prepayments	11	7,414,557	8,817,810
Amount due from related parties	17	2,342,811	1,817,564
Cash and cash equivalents	12	7,656,802	4,726,196
		<u>53,177,590</u>	<u>51,966,911</u>
TOTAL ASSETS		<u><u>161,471,861</u></u>	<u><u>155,870,646</u></u>
EQUITY AND LIABILITIES			
Equity			
Share capital	13	1,000,000	10,000
Amounts collected for share capital increase	13	16,750,000	-
Statutory reserve	13	500,000	5,000
Asset revaluation surplus		24,958,000	24,958,000
Cash flow hedge reserve		77,706	-
Cost of hedging reserve		(33,101)	-
Retained earnings		21,808,001	12,569,174
Equity attributable to holders of the Parent Company		<u>65,060,606</u>	<u>37,542,174</u>
Non-controlling interests		2,564,296	2,611,756
Total equity		<u>67,624,902</u>	<u>40,153,930</u>
Non-current liabilities			
Loans and borrowings	14	33,144,780	31,625,868
Employees' end of service benefits	15	4,037,965	3,651,346
Accounts payable and accruals	16	9,268,965	5,804,642
		<u>46,451,710</u>	<u>41,081,856</u>
Current liabilities			
Loans and borrowings	14	12,435,592	10,642,046
Accounts payable and accruals	16	34,461,702	32,448,556
Amount due to related parties	17	367,649	30,329,353
Bank overdrafts	12	130,306	1,214,905
		<u>47,395,249</u>	<u>74,634,860</u>
Total liabilities		<u>93,846,959</u>	<u>115,716,716</u>
TOTAL EQUITY AND LIABILITIES		<u><u>161,471,861</u></u>	<u><u>155,870,646</u></u>



Eng. Fahad Ali Mohammed Thunayan Alghanim
(Vice Chairman and Chief Executive Officer)

The attached notes 1 to 22 form part of these consolidated financial statements.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2019

	Amounts attributable to equity holders of the Parent Company									
	Share capital KD	Amounts collected for share capital increase KD	Statutory reserve KD	Asset revaluation surplus KD	Cash flow hedge reserve KD	Cost of hedging reserve KD	Retained earnings KD	Sub-total KD	Non-controlling interests KD	Total equity KD
As at 1 January 2019	10,000	-	5,000	24,958,000	-	-	12,569,174	37,542,174	2,611,756	40,153,930
Profit for the year	-	-	-	-	-	-	9,733,827	9,733,827	(52,860)	9,680,967
Other comprehensive income for the year	-	-	-	-	106,239	(33,101)	-	73,138	-	73,138
Total comprehensive income for the year	-	-	-	-	106,239	(33,101)	9,733,827	9,806,965	(52,860)	9,754,105
Issue of share capital	990,000	-	-	-	-	-	-	990,000	-	990,000
Amounts collected for share capital increase	-	16,750,000	-	-	-	-	-	16,750,000	-	16,750,000
Transactions with non-controlling interests	-	-	-	-	-	-	-	-	25,000	25,000
Transfer of cash flow hedge reserve to inventories (Note 10)	-	-	-	-	-	-	-	-	-	-
Transfer to statutory reserve	-	-	495,000	-	(28,533)	-	(495,000)	(28,533)	-	(28,533)
Dividends paid to non-controlling interests	-	-	-	-	-	-	-	-	(19,600)	(19,600)
At 31 December 2019	1,000,000	16,750,000	500,000	24,958,000	77,706	(33,101)	21,808,001	65,060,606	2,564,296	67,624,902

The attached notes 1 to 22 form part of these consolidated financial statements.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

For the year ended 31 December 2019

	<i>Attributable to equity holders of the Parent Company</i>						<i>Non-controlling interests</i> KD	<i>Total equity</i> KD
	<i>Share capital</i> KD	<i>Statutory reserve</i> KD	<i>Asset revaluation surplus</i> KD	<i>Retained earnings</i> KD	<i>Sub-total</i> KD	<i>Non-controlling interests</i> KD		
Arising on acquisition of subsidiaries with non-controlling interests as at 1 January 2018 (Note 3)	-	-	24,958,000	-	24,958,000	2,899,617	27,857,617	
Impact of adopting IFRS 9	-	-	-	(576,116)	(576,116)	(2,057)	(578,173)	
Restated balance under IFRS 9	-	-	24,958,000	(576,116)	24,381,884	2,897,560	27,279,444	
Issue of share capital	10,000	-	-	-	10,000	-	10,000	
Profit for the year	-	-	-	13,150,290	13,150,290	(116,504)	13,033,786	
Other comprehensive income for the year	-	-	-	-	-	-	-	
Total comprehensive income for the year	-	-	-	13,150,290	13,150,290	(116,504)	13,033,786	
Transfer to statutory reserve	-	5,000	-	(5,000)	-	-	-	
Dividends paid to non-controlling interests	-	-	-	-	-	(169,300)	(169,300)	
At 31 December 2018	10,000	5,000	24,958,000	12,569,174	37,542,174	2,611,756	40,153,930	

The attached notes 1 to 22 form part of these consolidated financial statements.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries
CONSOLIDATED STATEMENT OF CASH FLOWS
For the year ended 31 December 2019

	<i>Notes</i>	2019 KD	2018 KD
OPERATING ACTIVITIES			
Profit before tax		9,890,962	13,305,889
<i>Adjustments to reconcile profit before tax to net cash flows:</i>			
(Gain) loss on disposal of property, plant and equipment		(21,133)	30,507
Depreciation of property, plant and equipment and right-of-use assets	7	6,103,837	5,387,822
Impairment loss on property, plant and equipment	7	458,449	-
Amortisation of intangible assets	8	72,044	58,630
Provision for old and obsolete inventories	10	624,647	374,529
Allowance for expected credit losses on trade receivables	11	1,112,338	306,232
Provision for employees' end of service benefits	15	599,188	650,484
Interest on loans and borrowings		2,236,744	1,971,026
Interest expense on lease liabilities	16	129,654	-
		21,206,730	22,085,119
<i>Working capital adjustments:</i>			
Inventories		1,919,301	(1,530,703)
Medium-term instalment credit receivables		57,048	224,858
Accounts receivable and prepayments		475,382	(2,482,022)
Amount due from related parties		(525,247)	2,132,734
Accounts payable and accruals		(332,962)	(2,092,367)
Cash flows from operations		22,800,252	18,337,619
Employees' end of service benefits paid	15	(212,569)	(284,970)
Net cash flows from operating activities		22,587,683	18,052,649
INVESTING ACTIVITIES			
Purchase of property, plant and equipment	7	(6,534,838)	(5,830,213)
Proceeds from disposal of property, plant and equipment		312,782	705,915
Additions to intangible assets	8	(10,000)	(241,607)
Net cash flows used in investing activities		(6,232,056)	(5,365,905)
FINANCING ACTIVITIES			
Proceeds from loans and borrowings		21,249,510	16,386,186
Repayment of loans and borrowings		(18,148,582)	(16,296,046)
Dividends paid to non-controlling interests		(19,600)	(169,300)
Proceeds from issue of share capital		990,000	10,000
Amounts collected for share capital increase		16,750,000	-
Transactions with non-controlling interests		25,000	-
Net movement in amount due to related parties		(30,016,919)	(7,324,661)
Finance costs paid		(2,236,744)	(1,781,632)
Payment of principal portion of lease liabilities	16	(992,303)	-
Net cash flows used in financing activities		(12,399,638)	(9,175,453)
NET INCREASE IN CASH AND CASH EQUIVALENTS		3,955,989	3,511,291
Cash and cash equivalents at 1 January		3,511,291	-
Cash and cash equivalents acquired on business combination	3(a)	59,216	-
CASH AND CASH EQUIVALENTS AT 31 DECEMBER	12	7,526,496	3,511,291

The attached notes 1 to 22 form part of these consolidated financial statements.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries
CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
For the year ended 31 December 2019

Non-cash items excluded from the consolidated statement of cash flows:

	<i>Notes</i>	2019 KD	2018 KD
ECL opening balance adjustment (adjusted with accounts receivable and prepayments)	11	-	578,173
Acquisition of subsidiaries net of cash and cash equivalents acquired (adjusted with amount due to related parties)	3	-	(34,284,744)
Transitional adjustment to prepaid rent expense on adoption of IFRS 16 (adjusted with accounts receivable and prepayments)	2.3	1,350	-
Effective portion of gain on hedging instruments (adjusted with accounts receivable and prepayments)		(111,947)	-
Transitional adjustment to accounts payable and accruals on adoption of IFRS 16 (adjusted with accounts payable and accruals)	2.3	3,455,274	-
Additions to lease liabilities (adjusted with accounts payable and accruals)	16	2,571,185	-
Transitional adjustment to property, plant and equipment on adoption of IFRS 16 (adjusted with property, plant and equipment)	2.3	(3,456,624)	-
Additions to right-of-use assets (adjusted with additions to property, plant and equipment)	7	(2,571,185)	-
Transfer of property, plant and equipment from (to) inventories (net) - (adjusted with property, plant and equipment)	7	1,462,239	(938,112)
Transfer of property, plant and equipment (from) to inventories (net) - (adjusted with inventories)	7	(1,462,239)	938,112

The attached notes 1 to 22 form part of these consolidated financial statements.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2019

1 CORPORATE INFORMATION AND ACTIVITIES

The consolidated financial statements of Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) (the "Parent Company") and its Subsidiaries (collectively, the "Group") for the year ended 31 December 2019 were authorised for issue in accordance with a resolution of the Parent Company's Board of Directors on 1 March 2020 and are subject to the approval of the shareholders of the Parent Company in the annual general assembly meeting (AGM). The shareholders have the power to amend these consolidated financial statements after their issuance at the AGM.

The Parent Company is a closed shareholding Company registered and incorporated on 24 July 2018 in the State of Kuwait. The Parent Company is a wholly owned subsidiary of Ali Alghanim Sons Holding Company K.S.C. (Closed) (the "Ultimate Parent Company").

The registered head office of the Parent Company is located at P.O. Box 21540, Safat 13076, Kuwait City.

The Parent Company is principally engaged in the following activities:

- ▶ Selling and purchasing cars and its spare parts.
- ▶ Importing and exporting light and heavy vehicles and cars.
- ▶ Maintaining and renting light and heavy vehicles and cars.
- ▶ Trading of auto spare parts, renting equipment and their maintenance.
- ▶ The Parent Company may have interest or participate, in any respect, with the authorities which embark on businesses similar to its businesses and which may help it to achieve its objects in Kuwait or abroad; and it shall have the right to purchase these authorities.
- ▶ Possessing movables and real estate necessary for undertaking its activity within the limitation allowed by the law.
- ▶ Utilising the financial surpluses available with the Parent Company by means of investing them in financial portfolios to be managed by specialised companies and authorities.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB").

The consolidated financial statements have been presented in Kuwaiti Dinars ("KD"), which is also the functional currency of the Parent Company.

The consolidated financial statements are prepared on a historical cost basis except for certain leasehold land (classified as property, plant and equipment), derivative financial instruments, and equity financial assets that have been measured at fair value.

The consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows and the related notes for the year ended 31 December 2018 include the pre-incorporation results of the subsidiaries acquired under common control as the business combination was effective from 1 January 2018.

2.2 BASIS OF CONSOLIDATION

The consolidated financial statements comprise the financial statements of the Parent Company and its subsidiaries as at 31 December 2019. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- ▶ Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- ▶ Exposure, or rights, to variable returns from its involvement with the investee
- ▶ The ability to use its power over the investee to affect its returns

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 BASIS OF CONSOLIDATION (continued)

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- ▶ The contractual arrangement with the other vote holders of the investee;
- ▶ Rights arising from other contractual arrangements; and
- ▶ The Group's voting rights and potential voting rights.

The Group re-assesses at each reporting date whether or not it controls an investee, if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed-off during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent Company, using consistent accounting policies. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the Parent Company and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

Non-controlling interests represent the equity in the subsidiaries not attributable directly, or indirectly, to the shareholders of the Parent Company. Net income and equity attributable to non-controlling interests are presented separately in the consolidated statement of profit or loss, consolidated statement of comprehensive income and within equity in the consolidated statement of financial position.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity while any resultant gain or loss is recognised in consolidated statement of profit or loss. Any investment retained is recognised at fair value.

The consolidated financial statements include the financial statements of the Parent Company and the following subsidiaries:

<i>Name</i>	<i>Country of incorporation</i>	<i>Principal activities</i>	<i>Effective equity interest %</i>	
			<i>2019</i>	<i>2018</i>
Al Ahlia Heavy Vehicle Selling and Import Company K.S.C. (Closed)	State of Kuwait	Sales, purchase, import and export of heavy trucks and spare parts.	55%	55%
Ali Mohammed Thunayan Alghanim And Sons Automotive Company (Ali Mohammed Thunayan Alghanim and Partners) W.L.L.*	State of Kuwait	Buying and selling of motor vehicles and related products and providing motor vehicles maintenance services.	100%	100%
MAKFM Automotive Company (Marzouq Ali Alghanim & Partners) W.L.L.*	State of Kuwait	Sales and purchase of automobiles, leasing and renting of automobiles and auto spare parts.	100%	100%

* 1% of the shares in these subsidiaries are held by other partner on behalf of the Parent Company. Therefore, the effective holding of the Group in these subsidiaries is 100%.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group applied IFRS 16 *Leases* for the first time. The nature and effect of the changes as a result of adoption are described below.

Several other amendments and interpretations apply for the first time in 2019, but do not have an impact on the consolidated financial statements of the Group. The Group has not early adopted any standard, interpretation or amendment that have been issued but are not yet effective.

IFRS 16 Leases

IFRS 16 supersedes IAS 17 *Leases*, IFRIC 4 *Determining whether an Arrangement contains a Lease*, SIC-15 *Operating Leases - Incentives* and SIC-27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise most leases on the balance sheet.

Lessor accounting under IFRS 16 is substantially unchanged under IAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in IAS 17. Therefore, IFRS 16 did not have an impact for leases where the Group is the lessor.

The Group adopted IFRS 16 using the modified retrospective method of adoption with the date of initial application of 1 January 2019 and therefore the comparative information has not been restated. Lease liabilities and right-of-use assets were both recognised at the present value of future lease payments, thus no impact was recognised on the opening retained earnings. The Group elected to use the transition practical expedient to not reassess whether a contract is or contains a lease at 1 January 2019. Instead, the Group applied the standard only to contracts that were previously identified as leases applying IAS 17 and IFRIC 4 at the date of initial application. The Group also elected to use the recognition exemptions for lease contracts that, at the commencement date, have a lease term of 12 months or less and do not contain a purchase option ('short-term leases'), and lease contracts for which the underlying asset is of low value ('low-value assets').

The effect of adoption IFRS 16 as at 1 January 2019 (increase/(decrease)) is, as follows:

	KD
ASSETS	
Right-of-use assets (included within property, plant and equipment)	3,456,624
Prepayments (included within accounts receivable and prepayments)	(1,350)
	<u>3,455,274</u>
LIABILITIES	
Lease liabilities (included under accounts payable and accruals)	<u>3,455,274</u>

The Group has lease contracts for various properties. Before the adoption of IFRS 16, the Group classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease. Refer to Note 2.5.3 'Leases' for the accounting policy prior to 1 January 2019.

Upon adoption of IFRS 16, the Group applied a single recognition and measurement approach for all leases except for short-term leases and leases of low-value assets. Refer to Note 2.5.3 'Leases' for the accounting policy beginning 1 January 2019. The standard provides specific transition requirements and practical expedients, which have been applied by the Group.

Leases previously classified as finance leases

As at 1 January 2019, the Group did not have any leases classified as finance lease.

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2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

IFRS 16 Leases (continued)

Leases previously accounted for as operating leases

The Group recognised right-of-use assets and lease liabilities for those leases previously classified as operating leases, except for short-term leases and leases of low-value assets. The right-of-use assets were recognised based on the amount equal to the lease liabilities, adjusted for any related prepaid and accrued lease payments previously recognised. Lease liabilities were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application.

The Group also applied the available practical expedients wherein it:

- Used a single discount rate to a portfolio of leases with reasonably similar characteristics
- Relied on its assessment of whether leases are onerous immediately before the date of initial application
- Applied the short-term leases exemptions to leases with lease term that ends within 12 months of the date of initial application
- Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application
- Used hindsight in determining the lease term where the contract contained options to extend or terminate the lease

Based on the above, as at 1 January 2019:

- Right-of-use assets of KD 3,456,624 were recognised and presented within 'property, plant and equipment' in the consolidated statement of financial position.
- Lease liabilities of KD 3,455,274 were recognised and presented within 'accounts payable and accruals' in the consolidated statement of financial position.
- Prepayments (included within 'accounts receivable and prepayments') of KD 1,350 related to previous operating leases were derecognised.

The lease liabilities as at 1 January 2019 can be reconciled to the operating lease commitments as of 31 December 2018, as follows:

	<i>KD</i>
Operating lease commitments as at 31 December 2018	1,209,360
Discounted operating lease commitments as at 1 January 2019	1,162,846
Lease payments relating to renewal periods not included in operating lease commitments as at 31 December 2018	2,292,428
Lease liabilities as at 1 January 2019	3,455,274

Amendments to IFRS 9: Prepayment Features with Negative Compensation

Under IFRS 9, a debt instrument can be measured at amortised cost or at fair value through other comprehensive income, provided that the contractual cash flows are 'solely payments of principal and interest on the principal amount outstanding' (the SPPI criterion) and the instrument is held within the appropriate business model for that classification. The amendments to IFRS 9 clarify that a financial asset passes the SPPI criterion regardless of an event or circumstance that causes the early termination of the contract and irrespective of which party pays or receives reasonable compensation for the early termination of the contract. These amendments had no impact on the consolidated financial statements of the Group.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.4 STANDARDS ISSUED BUT NOT YET EFFECTIVE

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's consolidated financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Amendments to IFRS 3: *Definition of a Business*

In October 2018, the IASB issued amendments to the definition of a business in IFRS 3 *Business Combinations* to help entities determine whether an acquired set of activities and assets is a business or not. They clarify the minimum requirements for a business, remove the assessment of whether market participants are capable of replacing any missing elements, add guidance to help entities assess whether an acquired process is substantive, narrow the definitions of a business and of outputs, and introduce an optional fair value concentration test. New illustrative examples were provided along with the amendments.

Since the amendments apply prospectively to transactions or other events that occur on or after the date of first application, the Group will not be affected by these amendments on the date of transition.

Amendments to IAS 1 and IAS 8: *Definition of Material*

In October 2018, the IASB issued amendments to IAS 1 *Presentation of Financial Statements* and IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* to align the definition of 'material' across the standards and to clarify certain aspects of the definition. The new definition states that, 'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity'.

The amendments to the definition of material is not expected to have a significant impact on the Group's consolidated financial statements.

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.5.1 Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition related costs incurred are expensed and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets and financial liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 *Financial Instruments*, is measured at fair value with the changes in fair value recognised in the consolidated statement of profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the re-assessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in profit or loss.

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As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.1 Business combinations and goodwill (continued)

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

Accounting for business combinations involving entities or businesses under common control

Accounting for business combinations involving entities or businesses under common control is outside the scope of IFRS 3 *Business Combinations*. In the case of an absence of specific guidance in IFRS, the management use their judgement in developing and applying an accounting policy that is relevant and reliable. In making that judgement the management may also consider the most recent pronouncements of other standard-setting bodies that use a similar conceptual framework to develop accounting standards, to the extent that these do not conflict with the IFRS Framework or any other IFRS or Interpretation. Several such bodies have issued guidance, and some allow the pooling of interest method in accounting for business combinations involving entities under common control.

The management have adopted the pooling of interest method to account for the business combinations involving entities under common control. This method involves the following:

- ▶ The assets, liabilities and equity reserves of the combining entities are reflected at their carrying amounts (no fair valuation exercise is required).
- ▶ No new goodwill is recognised as a result of combination. Any difference between the consideration paid and the equity acquired is reflected directly in the equity.

2.5.2 Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has concluded that it is the principal in all of its revenue arrangements since it typically controls the goods or services before transferring them to the customer.

The specific recognition criteria described below must also be met before revenue is recognised.

Sale of goods - vehicles and spare parts

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods. The normal credit term is 30 to 90 days upon delivery.

In determining the transaction price for the sale of goods, the Group considers the effects of variable consideration, the existence of significant financing components, noncash consideration and consideration payable to the customer (if any).

Rendering of services

Revenue from rendering of services is recognised at the point in time when the control of the related services is transferred to the customer, generally on completion of the underlying service.

Bundled sale of vehicles and maintenance services

The Group provides vehicle maintenance services that are either sold separately or bundled together with the sale of vehicles to a customer.

When sold separately, revenue from sale of maintenance services is recognised at the point in time when the maintenance services are provided to the customer.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.2 Revenue recognition (continued)

Bundled sale of vehicles and maintenance services (continued)

Contracts for bundled sale of vehicles and maintenance services comprise two performance obligations because the promises to transfer the vehicle and to provide maintenance service are capable of being distinct and are separately identifiable. Accordingly, the Group allocates the transaction price based on the relative stand-alone selling prices of the vehicle and maintenance service. The transaction price allocated towards such maintenance service is recognised as a contract liability until the service obligation has been met. Contract liabilities pertaining to obligations that are due to be performed within twelve months from the reporting period are presented under current liabilities.

2.5.3 Leases

Policy applicable from 1 January 2019

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and are adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are presented under 'property, plant and equipment' in the consolidated statement of financial position and are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policy in section 'Impairment of non-financial assets'.

ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in 'accounts payable and accruals' in the consolidated statement of financial position.

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2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.3 Leases (continued)

Policy applicable from 1 January 2019 (continued)

Group as a lessee (continued)

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and lease of low-value assets. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the consolidated statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Policy applicable before 1 January 2019

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement and requires an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and other benefits of ownership of the asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the consolidated statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

Group as a lessee

An operating lease is a lease other than a finance lease. Operating lease payments are recognised as an operating expense in the consolidated statement of profit or loss on a straight-line basis over the lease term.

2.5.4 Kuwait Foundation for the Advancement of Sciences (KFAS)

Contribution to KFAS is calculated at 1% of taxable profit of the Group in accordance with the modified calculation based on the Foundation's Board of Directors' resolution, which states that income from associates and subsidiaries, Board of Directors' remuneration, transfer to statutory reserve should be excluded from profit for the year when determining the contribution.

2.5.5 Zakat

Zakat is calculated at 1% of the profit of the Group in accordance with the Ministry of Finance Resolution No. 58/2007 effective from 10 December 2007.

2.5.6 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and any impairment in value. Land is not depreciated.

Land is measured at fair value less impairment losses recognised after the date of revaluation. Valuations are performed with sufficient frequency to ensure that the carrying amount of a revalued asset does not differ materially from its fair value.

A revaluation surplus is recognised in OCI and credited to the asset revaluation surplus in equity. However, to the extent that it reverses a revaluation deficit of the same asset previously recognised in profit or loss, the increase is recognised in profit or loss. A revaluation deficit is recognised in the consolidated statement of profit or loss, except to the extent that it offsets an existing surplus on the same asset recognised in the asset revaluation surplus.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.6 Property, plant and equipment (continued)

An annual transfer from the asset revaluation surplus to retained earnings is made for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost. Additionally, accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation surplus relating to the particular asset being sold is transferred to retained earnings.

Depreciation is calculated on a straight-line basis over the estimated useful lives of assets as follows:

▶ Buildings	20 years
▶ Machinery and equipment	5-8 years
▶ Furniture and office equipment	2-10 years
▶ Motor vehicles	5 years
▶ Rental vehicle fleet	Over the period of lease contract

For accounting policy relating to recognition and depreciation of right-of-use assets, refer to Note 2.5.3 'Leases' accounting policy.

When the rental vehicle fleet are subsequently held for sale, typically after the end of the rental contract, they are transferred to inventories at the net realisable value as on the date of transfer.

Capital work-in-progress is stated at cost. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Following completion, capital work-in-progress is transferred into the relevant classification of property, plant and equipment.

Expenditure incurred to replace a component of an item of property, plant and equipment that is accounted for separately is capitalised and the carrying amount of the component that is replaced is written-off. Other subsequent expenditure is capitalised only when it increases future economic benefits of the related item of property, plant and equipment. All other expenditure is recognised in the consolidated statement of profit or loss as the expense is incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal (i.e., at the date the recipient obtains control) 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 the consolidated statement of profit or loss when the asset is derecognised.

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

2.5.7 Intangible assets

Intangible assets include brand value and key money paid for securing operating leases for the Group's service centers. Intangible assets acquired separately are initially measured at cost. The cost of intangible assets acquired in a business combination is fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and any accumulated impairment losses.

The useful life of intangible assets is assessed as either finite or indefinite.

Intangible assets with finite life are amortised over the useful economic life and are assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortisation period and the amortisation method is reviewed at least at 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. The amortisation expense on intangible assets is recognised in the consolidated statement of profit or loss in the expense category that is consistent with the function of the intangible assets.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.7 Intangible assets (continued)

Amortisation of key money is calculated on a straight-line basis over the expected minimum term of the initial lease period (i.e. 5 - 10 years).

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or the cash-generating unit level. The assessment of indefinite useful life is renewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

The Group identified the brand to have an indefinite useful life. Therefore, the brand is carried at cost without amortisation, but is tested for impairment. Refer to the accounting policy on impairment of non-financial assets.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising upon derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the consolidated statement of profit or loss.

2.5.8 Impairment of non-financial assets

The Group 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 Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount 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 of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations are recognised in the consolidated statement of profit or loss in expense categories consistent with the function of the impaired asset, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the consolidated statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Intangible assets with indefinite useful lives are tested for impairment annually as at the reporting date at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

2.5.9 Cash and cash equivalents

Cash and cash equivalents in the consolidated statement of financial position comprise cash on hand, non-restricted cash at banks, cash held in investment portfolios and short-term highly liquid deposits with a maturity of three months or less, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts (if any) as they are considered an integral part of the Group's cash management.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.10 Term deposits

Term deposits represent deposits with banks due within three months or more from the placement date and earn interest.

2.5.11 Financial instruments - initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i) Financial assets

Initial recognition and initial measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- ▶ Financial assets at amortised cost (debt instruments)
- ▶ Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- ▶ Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- ▶ Financial assets at fair value through profit or loss

a) Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's financial assets at amortised cost includes trade and other receivables.

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2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.11 Financial instruments - initial recognition and subsequent measurement (continued)

i) Financial assets (continued)

Subsequent measurement (continued)

b) Financial assets at fair value through OCI (debt instruments)

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the consolidated statement of profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value change recognised in OCI is recycled to profit or loss.

c) Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the consolidated statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group elected to classify irrevocably its equity investments under this category.

d) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognised in the consolidated statement of profit or loss.

This category includes certain equity investments which the Group had not irrevocably elected to classify at fair value through OCI. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Derecognition

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 Group's consolidated statement of financial position) when:

- ▶ The rights to receive cash flows from the asset have expired; or
- ▶ The Group 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 Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group 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. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group 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 Group 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 Group could be required to repay.

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

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As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.11 Financial instruments - initial recognition and subsequent measurement (continued)

i) Financial assets (continued)

Impairment

The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

The Group considers a financial asset in default when contractual payments are 365 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

ii) Financial liabilities

Initial recognition and measurement

The Group's financial liabilities include trade and other payables and loans and borrowings including bank overdrafts.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- ▶ Financial liabilities at fair value through profit or loss
- ▶ Financial liabilities at amortised cost (including loans and borrowings)

The Group has not designated any financial liability as at fair value through profit or loss and financial liabilities at amortised cost is more relevant to the Group.

Financial liabilities at amortised cost

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the consolidated statement of profit or loss.

Accounts payable and accruals

Accounts payable and accruals are recognised for amounts to be paid in the future for services received, whether billed by the supplier or not.

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.11 Financial instruments - initial recognition and subsequent measurement (continued)

ii) Financial liabilities (continued)

Derecognition

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 the consolidated statement of profit or loss.

iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.5.12 Derivative financial instruments and hedge accounting

The Group uses derivative financial instruments such as foreign exchange forward contracts to hedge its risk associated with foreign currency fluctuations on forecast transactions and firm commitments relating to purchase of inventories from foreign suppliers. Such derivative instruments are initially recognised at fair value on the date on which a contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

For the purpose of hedge accounting, hedges are classified as cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which it wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge.

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined).

A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

- ▶ There is 'an economic relationship' between the hedged item and the hedging instrument.
- ▶ The effect of credit risk does not 'dominate the value changes' that result from that economic relationship.
- ▶ The hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group actually hedges and the quantity of the hedging instrument that the Group actually uses to hedge that quantity of hedged item.

Hedges that meet all the qualifying criteria for hedge accounting are accounted for, as described below:

Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the consolidated statement of profit or loss. The cash flow hedge reserve is adjusted to the lower of the cumulative gain or loss on the hedging instrument and the cumulative change in fair value of the hedged item.

The Group uses foreign exchange forward contracts to hedge its risk associated with foreign currency fluctuations on forecast transactions and firm commitments relating to purchase of inventories from foreign suppliers. The ineffective portion relating to foreign currency contracts is recognised within administrative expenses.

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As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.12 Derivative financial instruments and hedge accounting (continued)

Cash flow hedges (continued)

The Group designates only the spot element of forward contracts as a hedging instrument. The forward element is recognised in OCI and accumulated in a separate component of equity under cost of hedging reserve.

The amounts accumulated in OCI are accounted for, depending on the nature of the underlying hedged transaction. If the hedged transaction subsequently results in the recognition of a non-financial item, the amount accumulated in equity is removed from the separate component of equity and included in the initial cost or other carrying amount of the hedged asset or liability. This is not a reclassification adjustment and will not be recognised in OCI for the year. This also applies where the hedged forecast transaction of a non-financial asset or non-financial liability subsequently becomes a firm commitment for which fair value hedge accounting is applied. If the hedged item is time-period related, the amount accumulated in the cost of hedging reserve is amortised to profit or loss on straight-line basis over the period of the contract.

For any other cash flow hedges, the amount accumulated in OCI is reclassified to profit or loss as a reclassification adjustment in the same period or periods during which the hedged cash flows affect profit or loss.

If cash flow hedge accounting is discontinued, the amount that has been accumulated in OCI must remain in accumulated OCI if the hedged future cash flows are still expected to occur. Otherwise, the amount will be immediately reclassified to profit or loss as a reclassification adjustment. After discontinuation, once the hedged cash flow occurs, any amount remaining in accumulated OCI must be accounted for depending on the nature of the underlying transaction as described above.

For derivative contracts that do not qualify for hedge accounting, any gains or losses arising from changes in fair value of the derivative contract are taken directly to the consolidated statement of profit or loss.

At 31 December 2019 and 31 December 2018, the Group does not have any hedge classified as fair value hedge or hedge of a net investment in a foreign operation.

2.5.13 Inventories

Inventories are valued at the lower of cost and net realisable value. Costs are those expenses incurred in bringing each product to its present location and condition are accounted for as follows:

- ▶ Vehicles - purchase cost on a specific identification basis.
- ▶ Spare parts - purchase cost on a weighted average basis.
- ▶ Goods in transit - purchase cost incurred up to the reporting date.
- ▶ Work in progress - costs of direct materials and labour plus attributable overheads based on a normal level of activity.

Initial cost of inventories includes the transfer of gains and losses on qualifying cash flow hedges, recognised in OCI, in respect of the purchases of vehicles.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to make the sale.

2.5.14 Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed as incurred. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds.

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As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 Summary OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.15 Current versus non-current classification

The Group presents assets and liabilities in the consolidated statement of financial position based on 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 Group classifies all other liabilities as non-current.

2.5.16 Employees' end of service benefits

The Group provides end of service benefits to its employees. The entitlement to these benefits is based upon the employees' final salary and length of service, subject to the completion of a minimum service period in accordance with relevant labour law and the employees' contracts. The expected costs of these benefits are accrued over the period of employment. This liability, which is unfunded, represents the amount payable to each employee as a result of termination on the reporting date

In addition, with respect to its Kuwaiti national employees, the Group makes contributions to the Public Institution for Social Security calculated as a percentage of the employees' salaries. These contributions are expensed when due.

2.5.17 Provisions

A provision is recognised when, and only when the Group has a present legal or constructive obligation as a result of a past event and 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 reviewed at each reporting date and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditures expected to be incurred to settle the obligation.

2.5.18 Contingencies

Contingent liabilities are not recognised in the consolidated statement of financial position but are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognised in the consolidated statement of financial position, but are disclosed when an inflow of economic benefits is probable.

2.5.19 Foreign currencies

Transactions in foreign currencies are recognised at the respective functional currency spot rate of exchange at the date of transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss

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As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.5.19 Foreign currencies (continued)

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. 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 OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

2.5.20 Cash dividend

The Parent Company recognises a liability to pay a dividend when the distribution is authorised and the distribution is no longer at the discretion of the Parent Company. As per the Companies Law, a distribution is authorised when it is approved by the equity holders of the Parent Company. A corresponding amount is recognised directly in equity.

2.5.21 Fair value measurement

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 to by the Group.

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.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which the fair value is measured or disclosed in the consolidated financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ▶ Level 1 : Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- ▶ Level 2 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and
- ▶ Level 3 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For financial instruments quoted in an active market, fair value is determined by reference to quoted market prices. Bid prices are used for assets and offer prices are used for liabilities.

For unquoted financial instruments fair value is determined by reference to the market value of a similar investment, discounted cash flows, other appropriate valuation models or brokers' quotes.

For assets and liabilities that are recognised in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the Level of the fair value hierarchy as explained above.

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As at and for the year ended 31 December 2019

2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.6 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities, and disclosure of contingent liabilities at the reporting date. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

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

Classification of financial assets

The Group determines the classification of financial assets based on the assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

Determining the lease term of contracts with renewal and termination options – Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has some lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate.

The Group included the renewal period as part of the lease term for leases of properties with shorter non-cancellable period (i.e., three to five years), due to the significance of these assets to its operations and there will be a significant negative effect on operations if a replacement is not readily available.

Assessment of common control transactions

The management has concluded that pooling of interest method in accounting of business combinations involving entities under common control is most appropriate method considering no specific guidance under IFRS for same. In making this judgement, the management considers the most recent pronouncements of other standard-setting bodies that use a similar conceptual framework to develop accounting standards, to the extent that these do not conflict with the IFRS Framework or any other IFRS or Interpretation.

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 adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Impairment of financial assets at amortised cost

The Group assesses, on a forward-looking basis, the ECLs associated with its debt instruments carried at amortised cost. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

For trade receivables, the Group applies a simplified approach in calculating ECL. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECL at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. Actual results may differ from these estimates.

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2 BASIS OF PREPARATION AND SIGNIFICANT ACCOUNTING POLICIES (continued)

2.6 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

Estimates and assumptions (continued)

Impairment of property, plant and equipment and intangible assets

A decline in the value of property, plant and equipment and intangible assets could have a significant effect on the amounts recognised in the consolidated financial statements. Management assesses the impairment of property, plant and equipment and intangible assets whenever events or changes in circumstances indicate that the carrying value may not be recoverable.

Useful lives of property, plant and equipment and intangible assets

The Group's management determines the estimated useful lives of its property, plant and equipment and intangible assets for calculating depreciation and amortisation. This estimate is determined after considering the expected usage of the asset or physical wear and tear. Management reviews the residual value and useful lives annually and future depreciation/amortisation charge would be adjusted where the management believes the useful lives differ from previous estimates.

Impairment of inventories

Inventories are held at the lower of cost and net realisable value. When inventories become old or obsolete, an estimate is made of their net realisable value. For individually significant amounts this estimation is performed on an individual basis. Amounts which are not individually significant, but which are old or obsolete, are assessed collectively and a provision applied according to the inventory type and the degree of ageing or obsolescence, based on anticipated selling prices.

Fair value measurement

Management uses valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument. Management bases its assumptions on observable data as far as possible but this is not always available. In that case, management uses the best information available. Estimated fair values may vary from the actual prices that would be achieved in an arm's length transaction at the reporting date.

Revaluation of land

The Group carries certain properties (i.e. land) at revalued amounts, with changes in fair value being recognised in OCI. The properties were valued by reference to transactions involving properties of a similar nature, location and condition. The Group engaged an independent valuers to assess fair values. Valuations are performed with sufficient frequency to ensure that the carrying amount of a revalued asset does not differ materially from its fair value.

Leases - Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available.

3 BUSINESS COMBINATIONS

a) *Acquisition of vehicle repair and maintenance business*

On 1 November 2019, the Group, through a subsidiary, acquired set of assets and the vehicle repair and maintenance activities from Harman International Company for General Trading and Contracting W.L.L. (the "seller"). The brand name is also included in the acquired operations. The acquisition is accounted for as a business combination.

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3 BUSINESS COMBINATIONS (continued)

a) Acquisition of vehicle repair and maintenance business (continued)

Assets acquired and liabilities assumed

The fair values of the identifiable assets and liabilities of the business as at the date of acquisition were:

	<i>Fair value recognised on acquisition KD</i>
ASSETS	
Vehicles and equipment	103,155
Intangible asset (brand)	160,000
Inventories (net of provision for old and obsolete inventories of KD 5,000)	239,788
Trade and other receivables (net of allowance for expected credit losses of KD 2,857)	109,824
Cash and bank balances	59,497
	<hr/> 672,264 <hr/>
LIABILITIES	
Term loans	211,530
Trade and other payables	460,453
Lease liabilities	-
Bank overdraft	281
	<hr/> 672,264 <hr/>
Total identifiable net assets at fair value	<hr/> - <hr/>

The fair value of the trade receivables amounts to KD 63,889. The gross amount of trade receivables is KD 66,746 and it is expected that the full contractual amounts can be collected.

b) Acquisition of subsidiaries under common control

Effective 1 January 2018, the Group acquired equity interest in the following entities:

<i>Name of entity</i>	<i>Percentage of equity interest acquired</i>
Al Ahlia Heavy Vehicle Selling and Import Company K.S.C. (Closed)	55%
Ali Mohammed Thunayan Alghanim and Sons Automotive Company W.L.L.	100%
MAKFM Automotive Company (Marzouq Ali Alghanim & Partners) W.L.L.	100%

The Group elected to measure the non-controlling interest in the acquirees at the proportionate share of its interest in the acquirees' identifiable net assets. The consideration paid and the values of the identifiable assets and liabilities assumed were determined as stated in the table below:

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3 BUSINESS COMBINATIONS (continued)

b) Acquisition of subsidiaries under common control (continued)

	<i>Al Ahlia Heavy Vehicle Selling and Import Company K.S.C. (Closed) KD</i>	<i>Ali Mohammed Thunayan Alghanim and Sons Automotive Company W.L.L. KD</i>	<i>MAKFM Automotive Company (Marzouq Ali Alghanim & Partners) W.L.L. KD</i>	<i>Total KD</i>
ASSETS				
Property, plant and equipment	8,775,920	83,687,969	9,875,474	102,339,363
Intangible assets	-	221,687	-	221,687
Medium-term instalment credit receivables	-	693,426	-	693,426
Financial assets at fair value through other comprehensive income	-	47,059	-	47,059
Inventories	2,931,501	31,690,834	1,764,944	36,387,279
Accounts receivable and prepayments	1,828,937	5,052,945	338,311	7,220,193
Amount due from related parties	2,337	3,946,415	1,546	3,950,298
Bank balances and cash	253,087	1,998,383	1,183,965	3,435,435
	<u>13,791,782</u>	<u>127,338,718</u>	<u>13,164,240</u>	<u>154,294,740</u>
LIABILITIES				
Loans and borrowings	6,329,544	31,348,230	4,500,000	42,177,774
Employees' end of service benefits	77,122	3,181,884	26,826	3,285,832
Accounts payable and accruals	1,098,180	37,229,416	1,556,472	39,884,068
Amount due to related parties	-	349,321	2,443,833	2,793,154
Bank overdraft	-	1,385,251	-	1,385,251
	<u>7,504,846</u>	<u>73,494,102</u>	<u>8,527,131</u>	<u>89,526,079</u>
Net assets taken over on business combination taken to equity	6,286,936	53,844,616	4,637,109	64,768,661
Asset revaluation surplus taken over	-	(24,958,000)	-	(24,958,000)
Non-controlling interests	(2,829,121)	(70,496)	-	(2,899,617)
Purchase consideration payable	<u>3,457,815</u>	<u>28,816,120</u>	<u>4,637,109</u>	<u>36,911,044</u>
Settlement of purchase consideration:				
Bank balances and cash acquired	253,087	1,998,383	1,183,965	3,435,435
Bank overdrafts acquired	-	(1,385,251)	-	(1,385,251)
Net cash and cash equivalents acquired	253,087	613,132	1,183,965	2,050,184
Purchase consideration payable	<u>(3,457,815)</u>	<u>(28,816,120)</u>	<u>(4,637,109)</u>	<u>(36,911,044)</u>
Net purchase consideration payable as at the reporting date (presented under amount due to related parties)	<u>(3,204,728)</u>	<u>(28,202,988)</u>	<u>(3,453,144)</u>	<u>(34,860,860)</u>

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As at and for the year ended 31 December 2019

4 REVENUE FROM CONTRACTS WITH CUSTOMERS

Disaggregated revenue information

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

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Type of goods or service		
<i>Sale of goods</i>		
Sales of vehicles and spare parts	109,120,416	129,428,486
<i>Rendering of services</i>		
Vehicle inspection, repair and maintenance services	9,185,051	8,598,464
Total revenue from contracts with customers	<u>118,305,467</u>	<u>138,026,950</u>
Geographical markets		
Kuwait	<u>118,305,467</u>	<u>138,026,950</u>
Timing of revenue recognition:		
Goods transferred at a point in time	109,120,416	129,428,486
Services transferred at a point in time	9,185,051	8,598,464
Total revenue from contracts with customers	<u>118,305,467</u>	<u>138,026,950</u>

5 OTHER INCOME

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Insurance brokerage income	677,934	682,769
Miscellaneous income	349,144	190,960
	<u>1,027,078</u>	<u>873,729</u>

6 PROFIT FOR THE YEAR

The profit for the year is stated after charging:

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Staff costs included in:		
Cost of sales and services rendered	2,773,766	2,817,658
Distributions costs	2,391,839	2,060,817
Administrative expenses	4,333,100	4,016,548
	<u>9,498,705</u>	<u>8,895,023</u>
Rent - operating leases included in:		
Cost of sales and services rendered	-	466,974
Distributions costs	3,350	844,863
Administrative expenses	500	18,000
	<u>3,850</u>	<u>1,329,837</u>

Ali Al-Ghanim Sons Automotive Company K.S.C. (Closed) and its Subsidiaries

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

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6 PROFIT FOR THE YEAR (continued)

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Costs of inventories recognised as an expense (included in cost of sales and services rendered)	<u>82,908,644</u>	<u>107,206,335</u>
Rental vehicle fleet insurance charges (included in cost of sales and services rendered)	<u>492,286</u>	<u>444,788</u>
Provision for old and obsolete inventories (included in administrative expenses) (Note 10)	<u>624,647</u>	<u>374,529</u>
Allowance for expected credit losses on trade receivables (included in administrative expenses) (Note 11)	<u>1,112,338</u>	<u>306,232</u>

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7 PROPERTY, PLANT AND EQUIPMENT

	Lands KD	Buildings KD	Machinery and equipment KD	Furniture and office equipment KD	Motor vehicles KD	Rental vehicle fleet KD	Right-of-use assets KD	Capital work-in-progress KD	Total KD
Cost or valuation:									
As at 1 January 2019 (as previously reported)	65,962,000	27,184,027	2,163,914	6,600,351	8,320,943	14,259,487	-	118,538	124,609,260
Effect of adoption of IFRS 16 (Note 2.3)	-	-	-	-	-	-	3,456,624	-	3,456,624
Adjusted balance at 1 January 2019	65,962,000	27,184,027	2,163,914	6,600,351	8,320,943	14,259,487	-	118,538	128,065,884
Arising on business combination [Note 3(a)]	-	-	80,833	-	22,322	-	-	-	103,155
Additions	-	443,666	95,881	765,866	58,591	5,098,869	-	71,965	9,106,023
Transfer from inventories	-	-	-	-	8,398,852	3,208,264	-	-	11,607,116
Transfer to inventories	-	-	-	-	(8,079,257)	(7,884,784)	-	-	(15,964,041)
Disposals	-	-	(3,523)	(390)	(5,600)	(582,855)	-	-	(592,368)
At 31 December 2019	65,962,000	27,627,693	2,337,105	7,365,827	8,715,851	14,098,981	6,027,809	190,503	132,325,769
Depreciation and impairment:									
As at 1 January 2019	-	11,213,163	1,368,206	5,050,409	1,065,571	2,928,467	-	-	21,625,816
Depreciation charge for the year	-	1,293,793	186,266	380,611	1,481,606	1,923,098	838,463	-	6,103,837
Impairment	-	409,651	-	48,798	-	-	-	-	458,449
Transfer to inventories	-	-	-	-	(1,014,718)	(1,879,968)	-	-	(2,894,686)
Disposals	-	-	(1,690)	(138)	(5,100)	(293,791)	-	-	(300,719)
At 31 December 2019	-	12,916,607	1,552,782	5,479,680	1,527,359	2,677,806	838,463	-	24,992,697
Net book value:									
At 31 December 2019	65,962,000	14,711,086	784,323	1,886,147	7,188,492	11,421,175	5,189,346	190,503	107,333,072

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7 PROPERTY, PLANT AND EQUIPMENT (continued)

	Lands KD	Buildings KD	Machinery and equipment KD	Furniture and office equipment KD	Motor vehicles KD	Rental vehicle fleet KD	Capital work-in-progress KD	Total KD
Cost or valuation:								
Arising on business combination	65,962,000	27,522,057	2,109,728	6,041,926	7,654,246	12,532,855	79,668	121,902,480
Additions	-	38,500	54,186	249,250	10,080	5,439,327	38,870	5,830,213
Transfer from inventories	-	-	-	-	8,858,526	1,627,297	-	10,485,823
Transfer to inventories	-	(324,658)	-	324,658	(8,201,009)	(4,155,402)	-	(12,356,411)
Other transfers	-	(51,872)	-	(15,483)	(900)	-	-	(1,252,845)
Disposals	-	-	-	-	-	(1,184,590)	-	(1,184,590)
At 31 December 2018	65,962,000	27,184,027	2,163,914	6,600,351	8,320,943	14,259,487	118,538	124,609,260
Depreciation and impairment:								
Arising on business combination	-	9,959,216	1,182,908	4,620,372	1,375,680	2,424,941	-	19,563,117
Charge for the year	-	1,317,682	185,298	425,241	1,133,848	2,325,753	-	5,387,822
Transfer to inventories	-	-	-	-	(1,443,432)	(1,365,268)	-	(2,808,700)
Other transfer	-	(12,728)	-	12,728	-	-	-	-
Disposals	-	(51,007)	-	(7,932)	(525)	(456,959)	-	(516,423)
At 31 December 2018	-	11,213,163	1,368,206	5,050,409	1,065,571	2,928,467	-	21,625,816
Net book value:								
At 31 December 2018	65,962,000	15,970,864	795,708	1,549,942	7,255,372	11,331,020	118,538	102,983,444

The depreciation charge has been allocated in the consolidated statement of profit or loss as follows:

	2019 KD	2018 KD
Cost of sales and services rendered	2,843,032	3,313,814
Distribution costs	2,128,038	1,609,999
Administrative expenses	1,132,767	464,009
	6,103,837	5,387,822

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7 PROPERTY, PLANT AND EQUIPMENT (continued)

Lands include leasehold lands carried at KD 54,312,000 (2018: KD 54,312,000). Notwithstanding the contractual terms of the leases, the management considers that, based on market experience, the leases are renewable indefinitely at similar nominal rates of ground rent and with no premium payable for renewal of the leases and, consequently, as is common practice in the State of Kuwait, these leases have been accounted for as freehold land. Further, the useful lives of buildings are also not adjusted in line with the expiry of the lease period.

Revaluation of properties (lands)

Fair value of lands was determined based on valuations performed by an accredited independent valuer who holds a recognised and relevant professional qualification and has valuation experience for similar properties in the State of Kuwait, using the market comparable method. This means that valuations performed by the valuer are based on active market prices, significantly adjusted for differences in the nature, location or condition of the property.

If lands were measured using the cost model, the carrying amounts would be KD 40,995,000 (2018: KD 40,995,000) as at 31 December 2019.

The fair value measurement of revalued properties has been categorised as Level 3, based on inputs to the valuation technique used.

Significant increases (decreases) in estimated price per square metre in isolation would result in a significantly higher (lower) fair value on a linear basis.

8 INTANGIBLE ASSETS

	<i>Key money KD</i>	<i>Brand KD</i>	<i>Total KD</i>
Cost:			
As at 1 January 2019	463,294	-	463,294
Arising on business combination [Note 3(a)]	-	160,000	160,000
Additions	10,000	-	10,000
As at 31 December 2019	<u>473,294</u>	<u>160,000</u>	<u>633,294</u>
Amortisation:			
As at 1 January 2019	58,630	-	58,630
Amortisation for the year	72,044	-	72,044
As at 31 December 2019	<u>130,674</u>	<u>-</u>	<u>130,674</u>
Net book value:			
At 31 December 2019	<u><u>342,620</u></u>	<u><u>160,000</u></u>	<u><u>502,620</u></u>
Cost:			
As at 31 December 2018	221,687	-	221,687
Additions	241,607	-	241,607
As at 31 December 2018	<u>463,294</u>	<u>-</u>	<u>463,294</u>
Amortisation:			
Charge for the year	58,630	-	58,630
As at 31 December 2018	<u>58,630</u>	<u>-</u>	<u>58,630</u>
Net book value:			
As at 31 December 2018	<u><u>404,664</u></u>	<u><u>-</u></u>	<u><u>404,664</u></u>

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8 INTANGIBLE ASSETS (continued)

Intangible assets represent brand acquired through a business combination [Note 3(a)].

The Group identified the brand to have an indefinite useful life. Therefore, the brand is carried at cost without amortisation, but is tested for impairment.

Amortisation charge for the year is included in distribution costs.

9 MEDIUM-TERM INSTALMENT CREDIT RECEIVABLES

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Instalments receivable after one year but not more than two years	211,099	275,880
Instalments receivable after two years	200,421	192,688
	<u>411,520</u>	<u>468,568</u>

For details of expected credit losses on medium-term instalment credit receivables, refer to Note 11.

10 INVENTORIES

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Goods held for resale:		
- Vehicles	28,977,062	26,955,052
- Spare parts	4,168,389	4,058,477
Goods in transit	5,951,797	8,226,598
Work in progress	116,745	249,018
	<u>39,213,993</u>	<u>39,489,145</u>
Less: provision for old and obsolete inventories	<u>(3,450,573)</u>	<u>(2,883,804)</u>
	<u>35,763,420</u>	<u>36,605,341</u>

During the current year, net gain on cash flow hedges for purchases of inventory amounting to KD 28,533 (2018: Nil) have been adjusted in the cost of inventory, as a basis adjustment.

Set out below is the movement in provision for old and obsolete inventories:

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
At 1 January	2,883,804	-
Arising on business combinations	5,000	3,377,008
Charge for the year	624,647	374,529
Utilised during the year	(62,878)	(867,733)
At 31 December	<u>3,450,573</u>	<u>2,883,804</u>

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

As at and for the year ended 31 December 2019

11 ACCOUNTS RECEIVABLE AND PREPAYMENTS

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Instalment credit receivables	1,148,666	1,027,455
Less: Allowance for expected credit losses	(212,348)	(228,567)
	<u>936,318</u>	<u>798,888</u>
Less: Medium-term instalment credit receivables (Note 9)	(411,520)	(468,568)
	<u>524,798</u>	<u>330,320</u>
Trade receivables	9,787,619	10,100,268
Less: Allowance for expected credit losses	(4,356,118)	(3,523,894)
	<u>5,431,501</u>	<u>6,576,374</u>
Other receivables	959,047	1,094,304
Advance to suppliers	48,917	8,049
Prepaid expenses	450,294	808,763
	<u>7,414,557</u>	<u>8,817,810</u>

The net carrying value of trade receivables is considered a reasonable approximation of fair value. Other classes within accounts receivable do not contain impaired assets.

Set out below is the movement in the allowance for expected credit losses of trade receivables:

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Arising on business combination	-	6,724,600
Opening loss allowance as at 1 January 2018 – calculated under IFRS 9	-	576,116
	<u>3,752,461</u>	<u>7,300,716</u>
Opening provision for impairment of trade receivables	3,752,461	7,300,716
Arising on business combination [Note 3(a)]	2,857	-
Charge for the year	1,112,338	306,232
Utilised during the year	(299,190)	(3,854,487)
	<u>4,568,466</u>	<u>3,752,461</u>
At 31 December	<u>4,568,466</u>	<u>3,752,461</u>

Information about the credit exposures are disclosed in Note 20.1.

12 CASH AND CASH EQUIVALENTS

For the purpose of consolidated statements of cash flows, cash and cash equivalents comprise the following at 31 December:

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Bank balances and cash	5,656,802	4,726,196
Short-term deposits	2,000,000	-
	<u>7,656,802</u>	<u>4,726,196</u>
Cash and cash equivalents as per consolidated statement of financial position	7,656,802	4,726,196
Less: Bank overdrafts	(130,306)	(1,214,905)
	<u>7,526,496</u>	<u>3,511,291</u>
Cash and cash equivalents as per consolidated statement of cash flows	7,526,496	3,511,291

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12 CASH AND CASH EQUIVALENTS (continued)

Short-term deposits have an original maturity with a maturity of three months or less and earn interest at the respective short-term deposit rates.

Bank overdrafts are unsecured and carry interest at commercial rates.

13 EQUITY

a) *Share capital*

Authorised share capital of the Parent Company is KD 40,000,000 (2018: KD 1,000,000) comprising of 400,000,000 (2018: 10,000,000) shares with nominal value of 100 (2018: 100) fils each. As at 31 December 2019, the Parent Company's issued and paid-up share capital is KD 1,000,000 (2018: KD 10,000) comprising of 10,000,000 (2018: 100,000) shares of 100 (2018: 100) fils each, which are fully paid in cash.

The extra-ordinary general assembly meeting of the shareholders of the Parent Company held on 21 January 2018 approved to increase the authorised share capital of the Parent Company from KD 1,000,000 to KD 40,000,000. The increase in authorised share capital was authenticated in the commercial register on 4 February 2019 under registration number 399347.

In accordance with board of directors' resolution dated 4 February 2019, the issued and paid-up share capital of the Parent Company was increased from KD 10,000 to KD 1,000,000. The share capital increase was implemented by issuing additional 9,900,000 shares of 100 fils each, fully paid in cash.

b) *Amounts collected for share capital increase*

This balance represents amounts collected from shareholders towards capital increase. There is no contractual obligation to repay these amounts under any circumstances and any repayments are entirely at the discretion of the Parent Company, accordingly these amounts are treated as a separate component of equity.

c) *Statutory reserve*

In accordance with the Companies' Law, and the Parent Company's Memorandum of Incorporation and Articles of Association, a minimum of 10% of the profit for the year attributable to shareholders of the Parent Company before contribution to KFAS and Zakat, shall be transferred to the statutory reserve. The annual general assembly of the Parent Company may resolve to discontinue such transfer when the reserve exceeds 50% of the issued share capital. The reserve may only be used to offset losses or enable the payment of a dividend up to 5% of paid-up share capital in years when profit is not sufficient for the payment of such dividend due to absence of distributable reserves. Any amounts deducted from the reserve shall be refunded when the profits in the following years suffice, unless such reserve exceeds 50% of the issued share capital.

d) *Voluntary reserve*

In accordance with the Companies' Law, and the Parent Company's Memorandum of Incorporation and Articles of Association, a maximum of 10% of the profit for the year attributable to shareholders of the Parent Company before contribution to KFAS and Zakat is required to be transferred to the voluntary reserve. Such annual transfers may be discontinued by a resolution of the shareholders' general assembly upon a recommendation by the Board of Directors. There are no restrictions on the distribution of this reserve.

During the year, no transfer has been made to voluntary reserve since the shareholders of the Parent Company have passed a resolution to this effect.

14 LOANS AND BORROWINGS

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Islamic finance payables	45,441,141	42,267,914
Term loans	139,231	-
	<u>45,580,372</u>	<u>42,267,914</u>

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14 LOANS AND BORROWINGS (continued)

	2019 KD	2018 KD
Classified in the consolidated statement of financial position as follows:		
- Non-current *	33,144,780	31,625,868
- Current	12,435,592	10,642,046
	<u>45,580,372</u>	<u>42,267,914</u>

* This represents the non-current portion of Islamic finance payables.

a) Islamic finance payables

2019	Murabaha KD	Tawarruq KD	Wakala KD	Total KD
Gross amount	5,059,119	37,313,952	3,344,880	45,717,951
Less: deferred finance costs payable	(56,037)	(199,525)	(21,248)	(276,810)
	<u>5,003,082</u>	<u>37,114,427</u>	<u>3,323,632</u>	<u>45,441,141</u>
2018	Murabaha KD	Tawarruq KD	Wakala KD	Total KD
Gross amount	3,366,575	36,191,813	5,291,309	44,849,697
Less: deferred finance costs payable	(366,575)	(1,999,865)	(215,343)	(2,581,783)
	<u>3,000,000</u>	<u>34,191,948</u>	<u>5,075,966</u>	<u>42,267,914</u>

Islamic finance payables are unsecured and bear finance costs at commercial rates.

b) Term loans

Term loans are denominated in KD and carry interest at commercial rates.

During the year, the Group did not breach any of its loan covenants, nor did it default on any other of its obligations under its loan agreements.

15 EMPLOYEES' END OF SERVICE BENEFITS

Movements in the provision recognised in the consolidated statement of financial position are as follows:

	2019 KD	2018 KD
As at 1 January	3,651,346	-
Arising on business combinations [Note 3(b)]	-	3,285,832
Provided during the year	599,188	650,484
End of service benefits paid during the year	(212,569)	(284,970)
At 31 December	<u>4,037,965</u>	<u>3,651,346</u>

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16 ACCOUNTS PAYABLE AND ACCRUALS

<i>2019</i>	<i>Non-current KD</i>	<i>Current KD</i>	<i>Total KD</i>
Trade payables	-	20,325,831	20,325,831
Advances from customers	-	3,708,336	3,708,336
Contract liabilities*	5,166,047	2,914,510	8,080,557
Lease liabilities	3,961,451	1,202,359	5,163,810
Accrued expenses	141,467	4,916,602	5,058,069
Other payables	-	1,394,064	1,394,064
	<u>9,268,965</u>	<u>34,461,702</u>	<u>43,730,667</u>
	<i>Non-current KD</i>	<i>Current KD</i>	<i>Total KD</i>
<i>2018</i>			
Trade payables	-	19,484,790	19,484,790
Advances from customers	-	3,630,241	3,630,241
Contract liabilities*	5,798,622	2,372,023	8,170,645
Accrued expenses	6,020	5,784,037	5,790,057
Other payables	-	1,177,465	1,177,465
	<u>5,804,642</u>	<u>32,448,556</u>	<u>38,253,198</u>

* Contract liabilities represent liabilities unsatisfied performance obligations at the reporting date towards vehicle maintenance services.

Set out below are the carrying amounts of lease liabilities (included accounts payable and accruals) and the movements during the period:

	<i>2019 KD</i>
At 1 January (Note 2.3)	3,455,274
Additions	2,571,185
Accretion of interest	129,654
Payments	<u>(992,303)</u>
At 31 December	<u>5,163,810</u>

17 RELATED PARTY DISCLOSURES

Related parties represent major shareholders, associates, directors and key management personnel of the Group, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Group's management.

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17 RELATED PARTY DISCLOSURES (continued)

The following table provides the total amount of transactions and outstanding balances with related parties:

	<i>Entities under common control</i>	
	<i>2019</i>	<i>2018</i>
	<i>KD</i>	<i>KD</i>
Consolidated statement of profit or loss		
Sale of goods	26,521	376,798
Rendering of services	-	14,023
Purchase of goods	-	(12,183)
Cost of services provided by related parties	-	(8,830)
Administrative expenses	(32,120)	(36,000)
Other income	-	6,178
	<i>2019</i>	<i>2018</i>
	<i>KD</i>	<i>KD</i>
Consolidated statement of financial position		
<i>Amounts due from related parties:</i>		
Entities under common control/ownership	2,342,811	1,817,564
<i>Amounts due to related parties:</i>		
Key management	301,165	472,661
Entities under common control/ownership	66,484	29,856,692
	367,649	30,329,353

Terms and conditions of transactions with related parties

Transactions with related parties are made on terms approved by the Group's management. Outstanding balances at the year-end are unsecured, interest free and have no fixed repayment schedule. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 December 2019, the Group has not recognised any provision for expected credit losses relating to amounts owed by related parties (2018: Nil).

Compensation of key management personnel

The remuneration of directors and other members of key management during the year were as follows:

	<i>Transaction values for the year ended 31 December</i>		<i>Balance outstanding as at 31 December</i>	
	<i>2019</i>	<i>2018</i>	<i>2019</i>	<i>2018</i>
	<i>KD</i>	<i>KD</i>	<i>KD</i>	<i>KD</i>
Salaries and short-term benefits	1,545,774	1,402,663	196,547	198,335
End of service benefits	98,622	36,255	501,958	406,029
	1,644,396	1,438,918	698,505	604,364

18 DERIVATIVE FINANCIAL INSTRUMENTS

The Group enters into forward foreign exchange contracts to hedge its risk associated with foreign currency fluctuations on forecast purchases and firm commitments relating to purchase of inventories from foreign suppliers.

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18 DERIVATIVE FINANCIAL INSTRUMENTS (continued)

The fair values of derivative financial instruments included in the consolidated financial statements, for derivatives classified as trading and those classified as hedging instruments, together with the notional amounts analysed by the term to maturity are summarised as follows:

	<i>Notional amounts</i>			<i>Positive fair value</i>	<i>Negative fair value</i>
	<i>Within 3 months</i>	<i>3 months to 1 year</i>	<i>Total</i>		
2019	<i>KD</i>	<i>KD</i>	<i>KD</i>	<i>KD</i>	
Gross unsettled derivatives classified as trading instruments:					
<i>Forward foreign exchange contracts</i>					
Euro	1,484,673	419,612	1,904,285	22,583	-
Gross unsettled derivatives classified as hedging instruments:					
<i>Forward foreign exchange contracts</i>					
Euro	6,933,178	3,387,947	10,321,125	111,947	-
	8,417,851	3,807,559	12,225,410	134,530	-
2018					
Gross unsettled derivatives classified as trading instruments:					
<i>Forward foreign exchange contracts</i>					
Euro	25,177,884	-	25,177,884	162,975	-
GBP	1,055,547	-	1,055,547	-	9,778
	26,233,431	-	26,233,431	162,975	9,778

Derivatives classified as trading are not designated in hedge relationships, but are, nevertheless, intended to reduce the level of foreign currency risk for expected purchases.

The notional amounts indicate the volume of transactions outstanding at the year-end and are not indicative of either market or credit risk. All derivative contracts are fair valued based on observable market update.

19 CONTINGENCIES AND COMMITMENTS

a) Contingent liabilities

The Group had contingent liabilities in respect of bank guarantees and letters of credit arising in the ordinary courses of business amounting to KD 20,224,435 (2018: KD 22,726,740) from which it is anticipated that no material liabilities will arise.

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19 CONTINGENCIES AND COMMITMENTS (continued)

b) Commitments

Operating lease commitments – Group as a lessor

The Group has entered into commercial leases for certain motor vehicles in the normal course of business. Future minimum rentals receivable under non-cancellable operating leases as at 31 December are as follows:

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Within one year	1,226,984	978,010
After one year but not more than three years	337,572	256,175
	<u>1,564,556</u>	<u>1,234,185</u>

Operating lease commitments – Group as a lessee

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
Future minimum lease payments:		
Within one year	4,690	419,985
After one year but not more than five years	-	600,000
More than five years	-	189,375
	<u>4,690</u>	<u>1,209,360</u>

Operating lease commitments as at 31 December 2019 represent commitments for short-term leases, on which the Group has elected to use the recognition exemption under IFRS 16.

20 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES

Risk is inherent in the Group's activities but it is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Group's continuing profitability and each individual within the Group is accountable for the risk exposures relating to his or her responsibilities.

Risk is monitored through the Group's strategic planning process. No changes were made in the risk management objectives and policies during the year ended 31 December 2019.

The Group is mainly exposed to credit risk, liquidity risk and exposure to market risk is limited to foreign currency risk and interest rate risk.

The management of the Group reviews and agrees policies for managing each of these risks which are summarised below:

20.1 Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade and other receivables) and from its financing activities, including deposits with banks and financial institutions.

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20 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

20.1 Credit risk (continued)

Instalment credit receivables and trade receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate.

The Group limits its exposure to credit risk from instalment credit receivables and trade receivables by establishing appropriate maximum payment period. More than 90% of the Group's customers have no history of default, and none of these customers' balances have been written off or are credit-impaired at the reporting date. In monitoring customer credit risk, customers are grouped according to their credit characteristics, trading history with the Group and existence of previous financial difficulties.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on shared credit risk characteristics and the days past due. The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, instalment credit receivables and trade receivables are written-off if past due for more than one year and are not subject to enforcement activity. The Group does not hold collateral as security.

Set out below is the information about the credit risk exposure on the Group's instalment credit receivables and trade receivable using a provision matrix:

	<i>Instalment credit receivables and trade receivables</i>					<i>Total</i> <i>KD</i>
	<i>Days past due</i>					
	<i>< 90 days</i> <i>KD</i>	<i>91-180 days</i> <i>KD</i>	<i>181-270 days</i> <i>KD</i>	<i>271-365 days</i> <i>KD</i>	<i>> 365 days</i> <i>KD</i>	
2019						
Estimated total gross carrying amount at default	<u>6,399,344</u>	<u>187,664</u>	<u>79,161</u>	<u>29,521</u>	<u>4,240,595</u>	<u>10,936,285</u>
Estimated credit loss	<u>213,355</u>	<u>44,655</u>	<u>40,626</u>	<u>29,235</u>	<u>4,240,595</u>	<u>4,568,466</u>
Expected credit loss rate	<u>3%</u>	<u>24%</u>	<u>51%</u>	<u>99%</u>	<u>100%</u>	<u>42%</u>
2018						
Estimated total gross carrying amount at default	<u>7,465,499</u>	<u>458,151</u>	<u>51,091</u>	<u>43,947</u>	<u>3,109,035</u>	<u>11,127,723</u>
Estimated credit loss	<u>373,400</u>	<u>185,519</u>	<u>40,743</u>	<u>43,764</u>	<u>3,109,035</u>	<u>3,752,461</u>
Expected credit loss rate	<u>5%</u>	<u>40%</u>	<u>80%</u>	<u>100%</u>	<u>100%</u>	<u>34%</u>

Cash and cash equivalents and term deposits

Credit risk from balances with banks and financial institutions is limited because the counterparties are reputable financial institutions with appropriate credit-ratings assigned by international credit-rating agencies. Further, the principal amounts of deposits in local banks (including saving accounts and current accounts) are guaranteed by the Central Bank of Kuwait in accordance with Law No. 30 of 2008 Concerning Guarantee of Deposits at Local Banks in the State of Kuwait which came into effect on 3 November 2008.

Impairment on cash and cash equivalents has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

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20 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

20.1 Credit risk (continued)

Other receivables

Other receivables are considered to have a low risk of default and management believes that the counterparties have a strong capacity to meet contractual cash flow obligations in the near term. As a result, the impact of applying the expected credit risk model at the reporting date was immaterial

20.2 Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with financial instruments.

Liquidity risk is managed by monitoring on a regular basis that sufficient funds are available to meet future commitment. The Group's terms of sales require amounts to be paid within 30 days of the date of sales. Payables are normally settled within 90 days of the date of purchase. The maturity profile is monitored by the Group's management to ensure adequate liquidity is maintained.

The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The table below summarises the maturity profile of the Group's financial liabilities at 31 December, based on contractual undiscounted payments.

	<i>On demand KD</i>	<i>Within 1 year KD</i>	<i>1 to 5 Years KD</i>	<i>Total KD</i>
2019				
Loans and borrowings	-	12,519,910	33,337,272	45,857,182
Accounts payable and accruals*	-	27,951,607	4,451,886	32,403,493
Amount due to related parties	367,649	-	-	367,649
Bank overdrafts	130,306	-	-	130,306
	<u>497,955</u>	<u>40,471,517</u>	<u>37,789,158</u>	<u>78,758,630</u>
	<i>On demand KD</i>	<i>Within 1 year KD</i>	<i>1 to 5 Years KD</i>	<i>Total KD</i>
2018				
Loans and borrowings	-	10,642,047	31,625,867	42,267,914
Accounts payable and accruals*	-	28,779,445	5,804,642	34,584,087
Amount due to related parties	36,879,055	-	-	36,879,055
Bank overdrafts	1,214,905	-	-	1,214,905
	<u>38,093,960</u>	<u>39,421,492</u>	<u>37,430,509</u>	<u>114,945,961</u>

*excluding advances from customers and contract liabilities

20.3 Market risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to change in market prices. Market risks arise for open positions in interest rate, currency and equity product, all of which are exposed to general and specific market movements and changes in the level of volatility of market rates or prices such as interest rates, foreign exchange rates and equity prices.

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20 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

20.3 Market risk (continued)

20.3.1 Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group is exposed to transactional foreign currency risk to the extent that there is a mismatch between the currencies in which sales, purchases, receivables and borrowings are denominated.

The Group uses forward exchange contracts to hedge its currency risk, most with a maturity of less than one year from the reporting date. These contracts are generally designated as cash flow hedges.

The Group has the following foreign currency exposure as at 31 December:

	<i>2019</i> <i>KD</i>	<i>2018</i> <i>KD</i>
	<i>Long (short)</i>	<i>Long (short)</i>
Euro	(4,221,910)	(10,169,256)
US Dollars	(10,348,290)	(6,428,580)
GBP	(438,120)	(625,914)

The impact on profit for the year (due to changes in fair value of monetary assets and liabilities) as a result of 5% increase in currency rate, with all other variables held constant is shown below:

	<i>Effect on profit for the year</i>	
	<i>2019</i>	<i>2018</i>
	<i>KD</i>	<i>KD</i>
Euro	(211,096)	(508,463)
US Dollars	(517,415)	(321,429)
GBP	(21,906)	(31,296)

An equal change in the opposite direction against the KD would have resulted in an equivalent but opposite impact.

20.3.2 Interest rate risk

Interest rate risk arises from the possibility that changes in floating interest rates will affect future profitability or the fair values of financial instruments.

The Group is exposed to interest rate risk on its floating interest rate bearing assets and liabilities (term loans and bank overdrafts). Short-term deposits (Note 12) and Islamic finance payables (Note 14) mature or reprice in the short-term, no longer than twelve months. As a result, the Group is subject to limited exposure to interest rate risk due to fluctuations in the prevailing levels of market interest rates on such instruments.

Further, the Group's policy is to manage its interest cost by availing competitive credit facilities from local financial institutions and constantly monitoring interest rate fluctuations.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant.

	<i>Increase/decrease in</i> <i>basis points</i> <i>(+/-)</i>	<i>Effect on profit for the year</i>	
		<i>2019</i>	<i>2018</i>
		<i>KD</i>	<i>KD</i>
Kuwaiti Dinar	100	1,371	-

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20 FINANCIAL INSTRUMENTS RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

20.4 Hedging activities and derivatives

The primary risk managed using derivative instruments is foreign currency risk.

When a derivative is entered into for the purpose of being a hedge, the Group negotiates the terms of the derivative to match the terms of the hedged exposure. For hedges of forecast transactions, the derivative covers the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting payable that is denominated in the foreign currency.

Spot element of foreign exchange forward contracts are designated as hedging instruments in cash flow hedges of forecast purchases in Euro. These forecast transactions are highly probable. The foreign exchange forward contract balances vary with the level of expected foreign currency purchases and changes in foreign exchange forward rates.

The foreign exchange forward contract balances vary with the level of expected foreign currency purchases and changes in foreign exchange forward rates.

	<i>Assets</i>	
	<i>2019</i>	<i>2018</i>
	<i>KD</i>	<i>KD</i>
Spot element of foreign currency forward contracts designated as hedging instruments		
Fair value	111,947	-

The terms of the foreign currency forward contracts match the terms of the expected highly probable forecast purchases. As a result, there is no hedge ineffectiveness to be recognised in the consolidated statement of profit or loss.

Notional amounts are as provided in Note 18.

Derivatives not designated as hedging instruments

The Group uses foreign exchange forward contracts to manage some of its transaction exposures. The foreign exchange forward contracts are not designated as cash flow hedges and are entered into for periods consistent with foreign currency exposure of the underlying transactions.

21 CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Group monitors capital using a gearing ratio, which is defined as net debt divided by total capital plus net debt.

The Group includes within net debt, loans and borrowings, accounts payable and accruals (excluding advances from customers and contract liabilities), amount due to related parties and bank overdrafts less cash and cash equivalents. Total capital represents equity attributable to the holders of the Parent Company.

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21 CAPITAL MANAGEMENT (continued)

	2019 KD	2018 KD
Loans and borrowings	45,580,372	42,267,914
Accounts payable and accruals*	31,941,774	25,465,035
Amount due to related parties	367,649	30,329,353
Bank overdrafts	130,306	1,214,905
Less: Cash and cash equivalents	(7,656,802)	(3,129,523)
Net debt	70,363,299	96,147,684
Equity attributable to the holders of the Parent Company	65,060,606	37,542,174
Total capital and net debt	135,423,905	133,689,858
Gearing ratio	51.96%	71.92%

*excluding advances from customers and contract liabilities

22 FAIR VALUE MEASUREMENT

22.1 Financial instruments

The following table provides the fair value measurement hierarchy of the Group's financial instruments:

	Fair value measurement using		
	Significant observable inputs (Level 2) KD	Significant unobservable inputs (Level 3) KD	Total KD
2019			
Assets measured at fair value:			
<i>Financial assets at FVOCI</i>			
Unquoted equity securities	-	47,059	47,059
<i>Derivative financial assets</i>			
Foreign exchange forward contracts	134,530	-	134,530
2018			
Assets measured at fair value:			
<i>Financial assets at FVOCI</i>			
Unquoted equity securities	-	47,059	47,059
<i>Derivative financial assets</i>			
Foreign exchange forward contracts	153,194	-	153,194

During the year, there were no transfers between the levels of fair value hierarchy.

Unquoted equity security, classified as Level 3, is valued based on market multiples such as price to book value multiple, using latest financial statements available of the investee entity and adjusted for lack of marketability discount (DLOM) of 25%. The Group has determined that market participants would take into account these discounts when pricing the investments.

Management assessed that the impact on other comprehensive income due to a reasonable change in any of the significant input used for the valuation of the Group's unquoted equity security classified as Level 3 would be immaterial.

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22 FAIR VALUE MEASUREMENT (continued)

22.1 Financial instruments (continued)

For other financial assets and financial liabilities carried at amortised cost, the carrying values are not significantly different from their fair values as most of these assets and liabilities are of short-term maturity or are re-priced immediately based on market movement in interest rates.

22.2 Non-financial assets

Lands (included in property, plant and equipment) are carried at revalued amounts. Fair value measurement disclosures for the revalued properties are provided in Note 7.